NOTES TO THE INTERIM FINANCIAL REPORT

PART A - EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS 134 ("MFRS 134")

A1. BASIS OF PREPARATION

The unaudited interim financial statements (Report) have been prepared in accordance with the requirements of MFRS 134: *Interim Financial Reporting* and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad for the Main Board. This Report also complies with IAS 34: *Interim Financial Reporting* issued by the International Accounting Standards Board (IASB).

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial period ended 31 December 2013. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the year ended 31 December 2013.

A2. CHANGES IN ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the Condensed Report are consistent with those followed in the preparation of the Group's audited financial statements for the financial year ended 31 December 2013, except for the adoption of Amendments to Standards and Issue Committee (IC) interpretations effective as of 1 January 2014.

2.1 Adoption of Amendments to Standards and IC Interpretations

The Group has adopted the following Amendments to Standards and IC Interpretations, with a date of initial application of 1 January 2014.

Amendments to MFRS 10	Consolidated Financial Statements: Investment Entities
Amendments to MFRS 12	Disclosure of Interests in Other Entities: Investment Entities
Amendments to MFRS 127	Separate Financial Statements: Investment Entities
Amendments to MFRS 132	Financial Instruments: Presentation - Offsetting
	Financial Assets and Financial Liabilities
Amendments to MFRS 136	Impairment of Assets - Recoverable Amount
	Disclosures for Non-Financial Assets
Amendments to MFRS 139	Novation of Derivatives and Continuation of Hedge
	Accounting
IC Interpretation 21	Levies

The adoption of the above pronouncements did not have any impact on the financial statements of the Group.

A2. CHANGES IN ACCOUNTING POLICIES (CONT'D)

2.2 Standard issued but not yet effective

At the date of authorisation of the Condensed Report, the following Standards were issued but not yet effective and have not been adopted by the Group:

Description		Effective for financial periods beginning on or after
MFRS 9	Financial Instruments (IFRS 9 issued by International Accounting Standards Board (IASB) in November 2009)	To be announce by Malaysian Accounting Standards Boards (MASB)
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in October 2010)	To be announced by MASB
MFRS 9	Financial instruments: Mandatory Effective Date of MFRS 9 and Transition Disclosures (Amendments to MFRS 9 and MFRS 7)	To be announced by MASB
MFRS 9	Financial Instruments (Hedge Accounting and amendments to MFRS 9, MFRS 7 and MFRS 139)	To be announced by MASB
Amendments to MFRS 119	Defined Benefits Plans: Employee Contributions	1 July 2014
Annual Improv	vements to MFRSs 2010 - 2012 Cycle vements to MFRSs 2011 - 2013 Cycle	1 July 2014 1 July 2014

The Group will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any effect to the financial statements of the Group upon their initial application, other than for MFRS 9 *Financial Instruments*. The Group will assess the financial implications of MFRS 9 *Financial Instruments* when full standard is issued.

A3. AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the audited annual financial statements for the financial year ended 31 December 2013 was not qualified.

A4. SEASONAL OR CYCLICAL FACTORS

Academy segment under the *Program Pentauliahan Profesional* (3P) and Roles Based Training Civil Servant on ICT (RBTCS) for participating Malaysia public higher institutions and civil servants respectively. The delivery of the programmes in particular 3P was based on the pre agreed schedules of the participating institutions and may experience high in activities during the semester breaks.

A5. UNUSUAL NATURE

There were no material unusual items or events that affecting the assets, liabilities, equity, net income or cash flow during the current financial quarter.

A6. CHANGES IN ESTIMATES

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

A7. CHANGES IN DEBT AND EQUITY SECURITIES

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the current financial quarter except as disclosed below:-

On 20 February 2014, subject to shareholders and other relevant authorities' approval, the Board of Directors approved to undertake a bonus issue of 220,000,000 new ordinary shares of RM0.10 each in Prestariang Berhad ("Prestariang") on the basis of one (1) bonus share for every one (1) existing Prestariang share held.

Subsequently, the Company's shareholders have approved the said proposal in Extraordinary General Meeting held on 16 April 2014. The entitlement date for bonus issue was on 5 May 2014.

On 5 May 2014, the bonus issue has been completed following the listing of the quotation for 220,000,000 bonus shares on the Main Market of Bursa Securities.

A8. VALUATION OF PROPERTY AND EQUIPMENT

There was no valuation of the property and equipment in the current financial quarter.

A9. CAPITAL COMMITMENTS

The Group does not have any significant capital commitments as at the date of this announcement.

A10. DIVIDENDS PAID

	6 month	ıs ended
	30/6/2014 RM'000	30/6/2013 RM'000
In respect of the financial year ended 31 December 2012:		
 declared as fourth interim tax-exempt dividend of 3 sen per ordinary share In respect of the financial year ended 31 December 2013: 	-	6,572
 declared as first interim tax-exempt dividend of 2.5 sen per ordinary share declared as fourth interim tax-exempt dividend of 3 sen per ordinary share 	- 6,600	5,476
In respect of the financial year ended 31 December 2014:	0,000	-
 declared as first interim tax-exempt dividend of 1.25 sen per ordinary share 	5,500	
Total dividends paid	12,100	12,048

A11. SEGMENTAL INFORMATION

The Group's business segments are reflecting the Group's internal reporting structure as follow:

- a) Software & Services and Academy distribution and managing the software licensing and providing the ICT and O&G training and certification.
- b) Education devoted to provide specialised computer science and engineering education. It offers computer studies ranges from foundation, degree and post graduate masters and PHD.
- c) Other The holding company is involved in activity of investment holding.

A11. SEGMENTAL INFORMATION

	RESULTS FOR 3 MONTHS ENDED 30 JUNE 2014			RESULTS FOR 3 MONTHS ENDED 30 JUNE 2013						
By operating segment	Software & Services and Academy RM'000	Education RM'000	Other RM'000	Inter- Segment Elimination RM'000	Consolidated RM'000	Software & Services and Academy RM'000		Other RM'000	Inter- Segment Elimination RM'000	Consolidated RM'000
Operating revenue Other Income Direct costs	28,576 676 (17,313)	471 2 (700)	5,500 70 -	(5,500) - -	29,047 748 (18,013)	27,244 440 (10,523)	2 (643)	5,476 133 -	(5,476) - -	27,244 575 (11,166)
Segment profit Overheads	11,939 (2,337)	(227) (1,441)	5,570 (963)	(5,500)	11,782 (4,741)	17,161 (4,935)	(641) (920)	5,609 (778)	(5,476)	16,653 (6,633)
Profit before taxation Income tax expense	9,602 -	(1,668) -	4,607 -	(5,500)	7,041 -	12,226 -	(1,561) -	4,831 -	(5,476) -	10,020 -
Profit for the period	9,602	(1,668)	4,607	(5,500)	7,041	12,226	(1,561)	4,831	(5,476)	10,020
Attributable to: - Equity holder of the company - Non-controlling interest	9,602	(1,668) -	4,607 -	(5,500)	7,041 -	12,226	(1,561) -	4,831 -	(5,476) -	10,020
Profit for the period	9,602	(1,668)	4,607	(5,500)	7,041	12,226	(1,561)	4,831	(5,476)	10,020

A11. SEGMENTAL INFORMATION (CONT'D)

	RESULTS FOR 6 MONTHS ENDED 30 JUNE 2014				RESULTS FOR 6 MONTHS ENDED 30 JUNE 2013					
By operating segment	Software & Services and Academy RM'000	Education RM'000	Other RM'000	Inter- Segment Elimination RM'000	Consolidated RM'000	Software & Services and Academy RM'000	Education RM'000	Other RM'000		Consolidated RM'000
Operating revenue	48,785	855	12,100	(12,100)	49,640	53,441	-	12,048	(12,048)	53,441
Other Income Direct costs	943 (25,085)	3 (1,525)	137 -	-	1,083 (26,610)	467 (21,788)	4 (643)	138 -	-	609 (22,431)
Segment profit Overheads	24,643 (6,006)	(667) (2,745)	12,237 (1,919)	(12,100)	24,113 (10,670)	32,120 (8,800)	(639) (2,328)	12,186 (1,469)	(12,048)	31,619 (12,597)
Profit before taxation Income tax expense	18,637	(3,412)	10,318	(12,100)	13,443	23,320	(2,967)	10,717	(12,048)	19,022
Profit for the period	18,637	(3,412)	10,318	(12,100)	13,443	23,320	(2,967)	10,717	(12,048)	19,022
Attributable to: - Equity holder of the company - Non-controlling interest	18,637	(3,412)	10,318	(12,100)	13,443	23,320	(2,967)	10,717	(12,048)	19,022
Profit for the period	18,637	(3,412)	10,318	(12,100)	13,443	23,320	(2,967)	10,717	(12,048)	19,022

A12. MATERIAL EVENTS SUBSEQUENT TO THE END OF INTERIM PERIOD

In the opinion of the Board of Directors, there were no items, transactions or events of a material and unusual nature that have arisen since 30 June 2014 to the date of this announcement which would substantially affect the financial results of the Group for the six months ended that have not been reflected in the condensed financial statements except as discussed below:-

(i) On 10 July 2014, the Private Placement has been completed following the listing of quotation for 44,000,000 Prestariang Shares on the Main Market of Bursa Securities.

A13. CHANGES IN COMPOSITION OF THE GROUP

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

A14. CONTINGENT LIABILITIES OR CONTINGENT ASSETS

There were no material contingent liabilities or contingent assets to be disclosed as at the date of this report.

A15. SIGNIFICANT RELATED PARTY TRANSACTIONS

The Group has no significant transactions with the related parties during the periods under review.

NOTES TO THE INTERIM FINANCIAL REPORT

PART B - ADDITIONAL INFORMATION AS REQUIRED BY MAIN MARKET LISTING REQUIREMENT OF BURSA MALAYSIA SECURITIES BERHAD (PART A OF APPENDIX 9B)

B1. OPERATING SEGMENTS REVIEW

2Q14 vs. 2Q13

	INDIVIDUA	AL QUARTER			CUMULATI	VE QUARTER		
	Current	Preceding			Current	Preceding		
	Quarter	Year Quarter			Year To Date	Year To Date		
	30/6/2014	30/6/2013	Varian		30/6/2014	30/6/2013	Varian	ice
	RM'000	RM'000	RM'000	(%)	RM'000	RM'000	RM'000	(%)
Segmental Revenue:								
Software & Services and Academy								
- Software & Service	21,366	13,929	7,437	53%	33,520	22,128	11,392	51%
- Academy	7,210	13,315	(6,105)	-46%	15,265	31,313	(16,048)	-51%
	28,576	27,244	1,332	5%	48,785	53,441	(4,656)	-9%
Education	471	-	471	100%	855	-	855	100%
Other	5,500	5,476			12,100	12,048		
	34,547	32,720			61,740	65,489		
Inter-segment Elimination	(5,500)	(5,476)			(12,100)	(12,048)		
Group	29,047	27,244	1,803	7%	49,640	53,441	(3,801)	-7%
Profit Before Taxation								
Software & Services and Academy	9,602	12,226	(2,624)	-21%	18,637	23,320	(4,683)	-20%
Education	(1,668)	(1,561)	(107)	-7%	(3,412)	(2,967)	(445)	15%
Other	4,607	4,831	(224)	-5%	10,318	10,717	(399)	-4%
Inter-segment Elimination	(5,500)	(5,476)			(12,100)	(12,048)		
Group	7,041	10,020	(2,979)	-30%	13,443	19,022	(5,579)	-29%

B1. OPERATING SEGMENTS REVIEW (CONT'D)

2Q14 vs. 2Q13 (cont'd)

The Group's revenue for the current quarter of RM29.0 million was 7% or RM1.8 million higher than the corresponding quarter last year of RM27.2 million. The higher was contributed by higher software licenses delivered for Software & Services segment, offset by lower number of classes conducted for Academy segments.

Other revenue is dividend income received from an operating subsidiary company which is eliminated at the group level.

The Group's PBT for the current quarter of RM7.0 million was lower by RM3.0 million or 30% as compared to RM10.0 million in the corresponding quarter last year. Lower PBT was mainly due to lower revenue contributed from Academy segment.

1H14 vs. 1H13

The Group's revenue for 1H14 was RM49.6 million, lower by RM3.8 million or 7% compared to RM53.4 million in 1H13. The revenue for 1H14 was lower mainly due to lower contribution for Academy segment, mitigated by higher contribution from Software & Services segment.

Likewise, the Group's PBT recorded for 1H14 was RM13.4 million, lower by RM5.6 million or 29% lower from RM19.0 million recorded in 1H13. Lower PBT was mainly due to lower revenue contributed from Academy segment.

B2. COMPARISON WITH IMMEDIATE PRECEDING QUARTER'S RESULTS

2Q14 vs. 1Q14

		Immediate		
	Current	Preceding		
	Quarter	Quarter		
	30/6/2014	31/3/2014	Varian	ce
	RM'000	RM'000	RM'000	(%)
Segmental Revenue:				
Software & Services and Academy				
- Software & Service	21,366	12,154	9,212	76%
- Academy	7,210	8,055	(845)	-10%
	28,576	20,209	8,367	41%
Education	471	384	87	23%
Other	5,500	6,600	_	
	34,547	27,193		
Inter-segment Elimination	(5,500)	(6,600)		
Group	29,047	20,593	8,454	41%
Profit Before Taxation				
Software & Services and Academy	9,602	9,035	567	6%
Education	(1,668)	(1,744)	76	4%
Other	4,607	5,711	(1,104)	-19%
Inter-segment Elimination	(5,500)	(6,600)	-	
Group	7,041	6,402	639	10%

The Group's revenue for the current quarter of RM29.0 million was 41% or RM8.5 million higher than the preceding quarter of RM20.6 million. The higher delivery of software licenses by Software & Services, marginal offset by lower number of training classes conducted by Academy segment contributed to increase of the total revenue.

The Group recorded higher PAT for the current quarter of RM7.0 million, 10% or RM0.6 million increased than RM6.4 million in the preceding quarter. The flow through from higher revenue recorded as explained above contributed to the increase in PAT.

B3. PROSPECTS

For the financial year ending 2014, the Group expects to be in profitable position based on the on-going business in hand.

B4. VARIANCE ON PROFIT FORECAST/PROFIT GUARANTEE

The Group did not issue any profit forecast or profit estimate previously in any public document.

B5. PROFIT BEFORE TAXATION

Profit before taxation is derived after taking into consideration of the following:

	<u>Individua</u>	al Quarter	Cumulative Quarter		
	Current	Preceding	Current	Preceding	
	Year	Year	Year	Year	
	Quarter	Quarter	To Date	To Date	
	30/6/2014	30/6/2013	30/6/2014	30/6/2013	
	RM'000	RM'000	RM'000	RM'000	
Interest income	(3)	(8)	(26)	(42)	
Other income including					
investment income	-	-	(736)	-	
Interest expense	4	56	8	67	
Depreciation and amortisation	412	382	758	749	
Provision for and write off					
receivables	-	-	-	-	
Provision for and write off					
inventories	-	-	-	-	
(Gain) or loss on disposal of					
quoted or unquoted investmen	t				
or properties	-	-	-	-	
Impairment of assets	-	-	-	-	
Foreign exchange loss/(gain)	184	(39)	319	(40)	
(Gain) or loss on derivatives	-	-	-	-	
Exceptional items	-	-	-	-	

B6. TAXATION

	Individua	al Quarter	Cumulati	ve Quarter
	Current	Current Preceding		Preceding
	Year	Year	Year To	Year To
	Quarter	Quarter	Date	Date
	30/6/2014	30/6/2013	30/6/2014	30/6/2013
	RM'000	RM'000	RM'000	RM'000
Malaysia tax:				
- for the current year	-	-	-	-
		-	-	

The taxation of the Group and of the Company was in respect of interest income.

Prestariang Systems Sdn. Bhd., the main subsidiary of the Group, has been granted the Multimedia Super Corridor Malaysia Status ("MSC Status"), which qualifies PSSB for the Pioneer Status incentive under the Promotion of Investments Act 1986. PSSB will enjoy full exemption from income tax on its statutory income from pioneer activities for five years, from 30 June 2005 to 29 June 2010. This incentive has been extended for another 5 years to 29 June 2015.

B7. STATUS OF CORPORATE PROPOSAL

i. Utilisation Of IPO Proceeds

The status of utilisation of the IPO proceeds as at 30 June 2014 is as follows:

Description	Estimated timeframe for utilisation upon	Proposed utilisation	Actual utilisation	Deviation		Note
	listing	(RM'000)	(RM'000)	(RM'000)	(%)	
Capital expenditure	Within 12 months	2,500	2,223	277	11.08	
Research and development expenditure	Within 24 months	6,500	2,648	3,852	59.26	2
Working capital	Within 24 months	6,200	5,772	428	6.90	
Repayment of term loan	Within 12 months	1,600	1,690	(90)	(5.63)	
Estimated listing expenses	Immediate	3,000	3,428	(428)	(14.27)	3
Total Gross Proceed		19,800	15,761	4,039		

Note:-

- (1) The gross proceeds arising from the Offer for Sale, net of the relevant fee, shall accrue entirely to the offer or and no part of the proceeds will be received by the Company.
- (2) On 28 May 2014, the Board of Directors approved to vary and re-allocate the balance of RM3.852 million from Research and developments expenses to working capital.
- (3) The total listing expenses was RM3.43 million of which RM0.97 million was offset against share premium as these transaction costs were directly attributed to the issuance of new shares of the IPO exercise. The deviation of RM0.43 million from the estimated listing expenses have been funded from working capital.

B8. GROUP BORROWING AND DEBTS SECURITIES

The Group's borrowing and debts securities as at 30 June 2014 are as follows:

	Long	term borro	wings	Short term borrowings		
	Secured	Secured Unsecured Total		Secured	Unsecured	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<u>Borrowings</u>						
- Hire purchase payables	60	-	60	193	-	193
- Term loan	747	-	747	172	-	172
TOTAL	807	-	807	365	-	365

B9. MATERIAL LITIGATION

There was no material litigation as at the date of issuance of this quarterly report.

B10. REALISED AND UNREALISED PROFITS

The determination of realised and unrealised profits is based on the Guidance of Special Matter No.1, Determination of Realised and Unrealised Profits and Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, issued by the Malaysian Institute of Accountants on 20 December 2010.

The disclosure of realised and unrealised profits below is solely for complying with the disclosure requirements stipulated in the directive of Bursa Securities.

	As at 30/6/2014 RM'000	As at 30/6/2013 RM'000
Total retained profits		
- Realised	62,129	55,908
- Unrealised	-	-
	62,129	55,908
Add: Consolidated adjustments	2,960	2,951
Total Group retained earnings as per		
consolidated accounts	65,089	58,859

B11. FAIR VALUE HIERARCHY

There was no transfers between any levels of the fair value hierarchy took place during the current quarter and the comparative period. There was also no change in the purpose of any financial asset that subsequently resulted in a different classification of that asset.

B12. PROPOSED DIVIDEND

On 27 August 2014, The Board of Directors declared a second interim single-tier exempt dividend of 1.44 sen per ordinary share amounting to RM6,969,600 in respect of the financial year ending 31 December 2014.

B13. EARNINGS PER SHARE

	Individual Quarter		Cumulative (Cumulative Quarter	
	Current Year Quarter 30/6/2014	Preceding Year Quarter 30/6/2013	Current Year To Date 30/6/2014	Preceding Year To Date 30/6/2013	
Total comprehensive income attributable to equity holders of the Company (RM'000)	7,041	10,020	13,443	19,022	
Weighted average number of ordinary shares in issue ('000)	440,000	440,000	440,000	440,000	
Basic earning per share (sen)	1.60	2.28	3.06	4.32	

B14. AUTHORISED FOR ISSUE

The interim financial report was authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 27 August 2014.

BY ORDER OF THE BOARD

CHUA SIEW CHUAN (MAICSA 0777689)
PAN SENG WEE (MAICSA 7034299)
Secretaries
Kuala Lumpur
27 August 2014