



AMTEL HOLDINGS BERHAD

(Company No.: 409449-A)

(Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL REPORT

FOR THE SECOND FINANCIAL QUARTER ENDED 31 MAY 2013

AMTEL HOLDINGS BERHAD (409449-A)
(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 31 MAY 2013

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE FINANCIAL PERIOD ENDED 31 MAY 2013
(The figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
	CURRENT PERIOD QUARTER 31-05-2013 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31-05-2012 RM'000	CURRENT PERIOD TO DATE 31-05-2013 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31-05-2012 RM'000
Revenue	10,438	12,639	21,932	27,885
Operating Expenses	(9,903)	(12,079)	(20,584)	(26,103)
Other Operating Income	243	252	460	495
Profit from Operations	778	812	1,808	2,277
Finance Costs	(110)	(36)	(234)	(79)
Share of Results of Associates	20	93	82	183
Profit Before Taxation	688	869	1,656	2,381
Taxation	(68)	14	(437)	(373)
Profit Net of Tax, representing Total Comprehensive Income for the Financial Period	620	883	1,219	2,008
<u>Profit Attributable to:-</u>				
Owners of the Parent	555	849	1,080	1,949
Non-controlling Interests	65	34	139	59
	620	883	1,219	2,008
<u>Total Comprehensive Income Attributable to:-</u>				
Owners of the Parent	555	849	1,080	1,949
Non-controlling Interests	65	34	139	59
	620	883	1,219	2,008
<u>Earnings Per Share Attributable to Owners of the Parent :-</u>				
Basic (sen)	1.13	1.72	2.19	3.96
Fully Diluted (sen)	N/A	N/A	N/A	N/A

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Group's Audited Financial Statements for the financial year ended 30 November 2012 and the accompanying explanatory notes attached to the interim financial report.

AMTEL HOLDINGS BERHAD (409449-A)
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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MAY 2013
(The figures have not been audited)

	<u>UNAUDITED</u> AS AT CURRENT FINANCIAL PERIOD ENDED 31/5/2013 RM'000	<u>AUDITED</u> AS AT PRECEDING FINANCIAL YEAR ENDED 30/11/2012 RM'000
ASSETS		
Non-Current Assets		
Property, Plant and Equipment	17,510	17,501
Investment Properties	169	169
Investments in Associates	928	800
Intangible Assets	1,986	1,986
Other Investments - non-current	250	250
	<u>20,843</u>	<u>20,706</u>
Current Assets		
Inventories	923	1,860
Trade & Other Receivables	8,976	17,337
Other Investments - current	447	1,614
Cash deposits with licensed banks	9,841	8,994
Cash and Bank Balances	22,494	17,747
	<u>42,681</u>	<u>47,552</u>
TOTAL ASSETS	<u>63,524</u>	<u>68,258</u>
EQUITY AND LIABILITIES		
Equity		
Share Capital	49,277	49,277
Reserves	(3,004)	(4,084)
Equity Attributable to Owners of the Parent	<u>46,273</u>	<u>45,193</u>
Non-controlling Interests	461	322
Total Equity	<u>46,734</u>	<u>45,515</u>
Non-Current Liabilities		
Bank borrowings	6,982	7,311
Finance Lease Payables	843	878
Deferred Tax Liabilities	358	301
	<u>8,183</u>	<u>8,490</u>
Current Liabilities		
Trade & Other Payables	7,392	11,882
Short Term Borrowings	809	1,796
Tax Liabilities	195	217
Finance Lease Payables	211	358
	<u>8,607</u>	<u>14,253</u>
Total Liabilities	<u>16,790</u>	<u>22,743</u>
TOTAL EQUITY AND LIABILITIES	<u>63,524</u>	<u>68,258</u>
Net assets per share attributable to owners of the parent (RM)	0.9390	0.9171

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Group's Audited Financial Statements for the financial year ended 30 November 2012 and the accompanying explanatory notes attached to the interim financial report.

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**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 31 MAY 2013**
(The figures have not been audited)

	<----- Attributable to Owners of the Parent ----->						
	Non-				Total	Non- controlling Interests	Total Equity
	Share Capital	Share Premium	Fair Value Reserve	Accumulated Losses			
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
6 months ended 31 May 2013							
At 1 December 2012	49,277	4,775	159	(9,018)	45,193	322	45,515
Total comprehensive income for the financial period	-	-	-	1,080	1,080	139	1,219
At 31 May 2013	49,277	4,775	159	(7,938)	46,273	461	46,734
6 months ended 31 May 2012							
At 1 December 2011	49,277	4,775	159	(13,075)	41,136	322	41,458
Total comprehensive income for the financial period	-	-	-	1,949	1,949	59	2,008
At 31 May 2012	49,277	4,775	159	(11,126)	43,085	381	43,466

Note:

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Group's Audited Financial Statements for the financial year ended 30 November 2012 and the accompanying explanatory notes attached to the interim financial report.

AMTEL HOLDINGS BERHAD (409449-A)
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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MAY 2013

(The figures have not been audited)

	CURRENT FINANCIAL PERIOD ENDED 31/5/2013 RM'000	PRECEDING FINANCIAL PERIOD ENDED 31/5/2012 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	1,656	1,512
Adjustments for:-		
Non-cash items	425	745
Non-operating items	22	(163)
Share of results of associates	(82)	(90)
	2,021	2,004
Operating profit before changes in working capital		
Changes in working capital		
Net changes in current assets	9,322	(15)
Net changes in current liabilities	(5,090)	(817)
Cash generated from operations	6,253	1,172
Interest received	179	91
Interest paid	(234)	(43)
Taxes paid	(342)	(143)
Net cash from operating activities	5,856	1,077
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(451)	(43)
Balance Proceeds on disposal of other investments	600	-
Additions in intangible assets	-	(467)
(Placement)/Withdrawal of pledged cash deposits	-	15
Dividend income	196	115
Net cash from/(used in) investing activities	345	(380)
CASH FLOW FROM FINANCING ACTIVITIES		
Net repayment of bank borrowings	(1,495)	(198)
Payment of finance lease	(183)	(76)
Net cash used in financing activities	(1,678)	(274)
NET INCREASE IN CASH AND CASH EQUIVALENT	4,523	423
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD	20,566	27,101
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL PERIOD	25,089	27,524
Cash and Cash equivalents at end of the period comprise of:-		
Cash at banks and in hand	5,924	6,932
Cash deposits with licensed banks	9,841	8,031
Fixed income fund with licensed fund management company	16,570	14,297
Investment in quoted unit trusts	-	4,186
Bank overdrafts	(17)	(21)
	32,318	33,425
Less: Cash deposits with licensed banks under lien	(7,229)	(5,901)
	25,089	27,524

Note:

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Group's Audited Financial Statements for the financial year ended 30 November 2012 and the accompanying explanatory notes attached to the interim financial report.

AMTEL HOLDINGS BERHAD (409449-A)
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**UNAUDITED INTERIM FINANCIAL REPORT
FOR THE SECOND QUARTER ENDED 31 MAY 2013**

(A) EXPLANATORY NOTES PURSUANT TO MFRS 134

1. Basis of Preparation

This unaudited condensed consolidated interim financial report has been prepared in accordance with the reporting requirements as set out in MFRS 134: Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("BMSB"). This interim financial report also complies with IAS 34: Interim Financial Reporting issued by the International Accounting Standard Board ("IASB").

The interim financial report should be read in conjunction with the audited financial statements of the Group for the last financial year ended 30 November 2012 and the accompanying explanatory notes attached to the interim financial report. The explanatory notes attached to the interim financial report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Company and of the Group since the financial year ended 30 November 2012.

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the audited financial statements for the last financial year ended 30 November 2012 except for the adoption of new accounting standards as mentioned below:-

1.1 First-time adoption of Malaysian Financial Reporting Standards ("MFRS")

The audited consolidated financial statements of the Group for the financial year ended 30 November 2012 were prepared in accordance with Financial Reporting Standards ("FRS") as issued by the Malaysian Accounting Standards Board ("MASB"). Effective from 1 December 2012, the Group adopted MFRS as issued by the MASB. Consequently, this interim financial report represents the Group's first time application of MFRS and MFRS 1 First-time Adoption of Malaysian Financial Reporting Standards has been applied.

The financial information presented herein has been prepared in accordance with the accounting policies expected to be used in preparing the annual consolidated financial statements for the financial year ending 30 November 2013 under the MFRS framework. These policies do not differ significantly from those used in the preparation of the Group's audited consolidated financial statements for the financial year ended 30 November 2012.

In preparing its opening MFRS Statement of Financial Position as at 1 December 2011 (which is the date of transition), the Group has considered the transition from FRS to MFRS and no adjustments were required to be made to the amounts previously reported in the financial statements prepared in accordance with FRS. The transition from FRS to MFRS has also not resulted in material impact to the Group's statements of financial position, statements of comprehensive income and statement of cash flows.

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1. Basis of Preparation (Cont'd)

As at the date of authorization of this interim financial report, the Group has not early adopted the following MFRSs, Amendments to MFRSs and IC Interpretation that have been issued by the MASB as these are effective for the financial periods beginning on or after 1 January 2013:-

MFRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009 and October 2010)
MFRS 10	Consolidated Financial Statements
MFRS 11	Joint Arrangements
MFRS 12	Disclosure of Interests in Order Entities
MFRS 13	Fair Value Measurement
MFRS 119	Employee Benefits (international Accounting Standards (“IAS”) 19 as amended by IASB in May 2011)
MFRS 127	Consolidated and Separate Financial Statements (IAS 27 as amended by IASB in May 2011)
MFRS 128	Investments in Associates and Joint Ventures (IAS 28 as amended by IASB in May 2011)
Amendments to MFRS 7	Disclosures – Offsetting Financial Assets and Financial Liabilities
Amendments to MFRS 132	Financial instruments: Presentation (Annual Improvements 2009-2011 Cycle)
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine

The adoption of the above MFRSs, Amendments to MFRSs and IC Interpretation are not expected to have any significant impact on the financial performance and position of the Group and of the Company.

2. Audit Qualification

The audit report of the Group’s financial statements for the year ended 30 November 2012 did not contain any qualification.

3. Seasonal or cyclicity of interim operations

The Group’s operations are not effected by seasonal or cyclical factors for the current quarter and financial period under review.

4. Unusual Items

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

5. Material Changes in Estimates of Amounts Reported

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

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6. Debt and Equity Securities.

There is no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current quarter and financial period to date.

7. Dividends Paid

Subsequent to the financial period ended 31 May 2013, the Company paid a first and final gross dividend of 5.00 sen per ordinary share less 25% income tax totaling RM1,847,894/- on 28 June 2013, in respect of the financial year ended 30 November 2012 which was approved by the shareholders of the Company at the Annual General Meeting held on 28 May 2013.

8. Segmental Reporting

The Group's segment information for the financial period ended 31 May 2013 is as follows:-

6 months ended 31 May 2013

GROUP	Information & Communication Technology ("ICT") RM'000	Telecommunications, Infrastructure & Services ("TIS") RM'000	Others RM'000	Elimination RM'000	Consolidated RM'000
SEGMENT REVENUE					
External revenue	20,696	1,146	90	-	21,932
Inter-segment revenue	1,967	-	733	(2,700)	-
Total revenue	22,663	1,146	823	(2,700)	21,932
SEGMENT RESULTS					
	ICT RM'000	TIS RM'000	Others RM'000	Consolidated RM'000	
Profit/(Loss) from operations	2,398	(34)	(556)	1,808	
Finance costs	(41)	(5)	(188)	(234)	
Share of associates' results	85	(3)	-	82	
Profit before taxation	2,442	(42)	(744)	1,656	
Taxation	(437)	-	-	(437)	
Profit for the period	2,005	(42)	(744)	1,219	
FINANCIAL POSITION					
As at 31 May 2013					
Total segment assets	28,557	5,068	29,899	63,524	
Total segment liabilities	7,761	908	8,121	16,790	

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8. Segmental Reporting (Cont'd)

6 months ended 31 May 2012

GROUP	ICT	TIS	Others	Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000
SEGMENT REVENUE					
External revenue	27,159	716	10	-	27,885
Inter-segment revenue	1,674	-	1,026	(2,700)	-
Total revenue	<u>28,833</u>	<u>716</u>	<u>1,036</u>	<u>(2,700)</u>	<u>27,885</u>
SEGMENT RESULTS					
Profit/(Loss) from operations	2,342	(57)	(8)	2,277	
Finance costs	(70)	(5)	(4)	(79)	
Share of associates' results	183	-	-	183	
Profit before taxation	<u>2,455</u>	<u>(62)</u>	<u>(12)</u>	<u>2,381</u>	
Taxation	(361)	3	(15)	(373)	
Profit for the period	<u>2,094</u>	<u>(59)</u>	<u>(27)</u>	<u>2,008</u>	
FINANCIAL POSITION					
As at 31 May 2012					
Total segment assets	<u>29,888</u>	<u>4,939</u>	<u>20,656</u>	<u>55,483</u>	
Total segment liabilities	<u>11,218</u>	<u>671</u>	<u>412</u>	<u>12,301</u>	

9. Valuation of Property, Plant and Equipment

(1) Property, plant and equipment which are stated at cost have been brought forward without amendment from the previous annual financial statements.

(2) There was no material acquisition or disposal of property, plant and equipment by the Group during the financial period other than as mentioned below:-

On 5 March 2013, the Company's wholly owned subsidiary company namely Amtel Resources Sdn Bhd ("ARSB") completed the disposal of one unit of freehold three (3) storey residential link house held under Title No. 10388, Lot No. 14316 Mukim Sungai Petani, District of Kuala Muda, State of Kedah for a total cash consideration of RM83,000/-.

The disposal has no material effect on the Group's earnings, gearing and net assets.

10. Material Events Subsequent to the End of Financial Period

There were no material events subsequent to the end of the financial period ended 31 May 2013 that have not been reflected in the financial statements or to be disclosed as at the date of this report other than as mentioned below:-

On 11 July 2013, the Company disposed its 100% equity interest comprised of 100,000 ordinary shares of RM1.00 each in Ideal Move Capital Sdn Bhd for a total cash consideration of RM2.00. The Disposal has no material effect on the consolidated earnings, net assets and gearing of the Group for the financial year ending 30 November 2013.

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11. Changes in Composition of the Group

There were no changes in the composition of the Group during the current quarter and financial period to date other than as mentioned below:-

On 29 April 2013, AHB disposed 200,000 ordinary shares of RM1.00 each representing the entire 40% equity interest in Amtel Networks Sdn Bhd ("ANSB") to ARSB, a wholly-owned subsidiary of AHB, for a total cash consideration of RM1.00. Concurrently, ARSB acquired an additional 25,000 ordinary shares of RM1.00 each representing 5% equity interest in ANSB for a total cash consideration of RM1.00 from the existing shareholder of ANSB, Dato' Wan Mohamad Saleh Bin Wan Mahmood. Consequently, ARSB's equity interest in ANSB increased from 40% to 45%.

Following the new allotment of shares by ANSB on 2 May 2013, ARSB's 45% equity interest in ANSB is now represented by 270,000 ordinary shares of RM1.00 each.

12. Changes in Contingent Liabilities and Contingent assets

There were no changes in contingent liabilities or contingent assets since the last annual statement of financial position as at 30 November 2012.

13. Capital and Other Commitments

The Group has no capital commitment in respect of property, plant and equipment for current period ended 31 May 2013.

However the amount of commitments for the development of Telematics software engine not provided for in the interim financial statements as at 31 May 2013 is as follows:-

Capital Expenditure – Intangible Assets

RM'000

Contracted but not provided for

901

14. Related Party Transactions

There is no related party transaction entered into by the Company and/or its subsidiaries during the financial period to date.

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**UNAUDITED INTERIM FINANCIAL REPORT
FOR THE SECOND QUARTER ENDED 31 MAY 2013**

**(B) EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF
BURSA MALAYSIA SECURITIES BERHAD**

1. Review of Performance

The Group reported a turnover of RM10.438 million for the current quarter under review as compared to RM12.639 million achieved in the preceding year corresponding quarter, representing a decrease of approximately 17% mainly caused by lower turnover registered by the ICT segment. Consequently, the Group posted a lower profit before tax of RM0.688 million for the current quarter under review as compared to profit before tax of RM0.869 million reported in the preceding year corresponding quarter.

The Group's turnover for the six months ended 31 May 2013 amounted to RM21.932 million, which showed a decrease of approximately 21% compared to preceding year corresponding period of RM27.885 million. The drop in revenue recorded was mainly attributed to the drop in sales of certain Telematics & mapping products from the ICT segment. The reduction in revenue and outgoing expenses incurred on the building of a subsidiary from Others segment has resulted in a lower profit before tax of RM1.656 million for the current period as compared to RM2.381 million reported in preceding year corresponding period.

The performance of the respective segment of the Group is summarized as follows:-

ICT Segment

ICT segment recorded lower revenue and profit before tax during the quarter and period under review as compared to preceding year corresponding quarter and period. This was mainly caused by the decrease in profit margin and slowdown in the supply of certain Telematics products to existing customers.

TIS Segment

Improved revenue and performance was posted for the current quarter and period as compared to preceding year corresponding quarter and period. This was mainly attributed to higher progress billings recorded from several civil infrastructure development works.

Others Segment

Loss registered during the current quarter and period was mainly attributed to the borrowing costs and outgoing expenses incurred on a newly acquired building.

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2. Material Changes in the Profit Before Tax for the Quarter Reported on as Compared with the Immediate Preceding Quarter.

The Group reported a profit before tax of RM0.688 million for the current quarter under review as compared to RM0.968 million reported in the immediate preceding quarter. Lower turnover and profit before tax was reported in the current quarter due mainly to the unfavourable sales and profit contribution from sales of certain Telematics products.

3. Prospects for the Current Financial Year

The Group expects the business environment to be challenging. Barring unforeseen circumstances, the Group is confident that the results for the second half of the financial year will remain positive.

4. Variances of Actual Profit from Forecast Profit

Not applicable.

5. Taxation

	Current Quarter RM'000	Cumulative Current Period RM'000
Tax expense:-		
Based on results for the period	(51)	(380)
Transfer to deferred tax liabilities	(17)	(57)
	<u>(68)</u>	<u>(437)</u>

The tax charge for the Group reflects an effective tax rate which is higher than the statutory tax rate primarily due to certain expenses being disallowed for tax purposes and non-availability of Group tax relief in respect of losses incurred by certain subsidiaries.

6. Status of Corporate Proposals

There are no corporate proposals announced but not completed as at the date of issue of this quarterly report.

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7. Group Borrowings

The Group's total borrowings (all denominated in Ringgit Malaysia) as at 31 May 2013 are as follows:-

	RM'000	As at 31/5/2013 RM'000
(1) <u>Short Term Borrowings:-</u>		
- <u>Secured</u>		
Bank overdraft		17
Bills payable		139
Current portion of term loan		653
		809
(2) <u>Long Term Borrowings:-</u>		
- <u>Secured</u>		
Term Loan	7,635	
Less: current portion of long term loan	(653)	6,982
Finance leases payable after the next 12 months		843

Securities:-

- (i) The short term borrowings are secured by debentures incorporating fixed and floating charge over all present and future assets and undertakings of Amtel Cellular Sdn Bhd, corporate guarantees of the Company and fixed deposits with licensed banks of certain subsidiary companies.
- (ii) The long term loan is secured by an all monies charge over the freehold property of a subsidiary company, namely Metrarama Sdn Bhd and corporate guarantee of the Company.

The Group does not have borrowing denominated in foreign currency.

8. Material Litigation

There is no pending material litigation that would have a material adverse effect on the financial position of the Group as at the date of issue of this quarterly report.

9. Disclosure of Derivatives

The Group does not have outstanding derivatives (including financial instruments designated as hedging instruments) as at 31 May 2013.

10. Gain/Losses Arising From Fair Value Changes of Financial Liabilities

There were no gains/losses arising from fair value changes of financial liabilities for the current quarter and financial period ended 31 May 2013.

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11. Dividend

The Board of Directors does not recommend any payment of dividend for the current financial period ended 31 May 2013.

12. Notes to the Condensed Consolidated Statement of Comprehensive Income

Total comprehensive income for the current quarter and financial period to date is arrived at after charging/(crediting) the following items:-

	Current Quarter 31/5/2013 <u>RM'000</u>	Current Period To Date 31/5/2013 <u>RM'000</u>
1. Interest income	(89)	(179)
2. Dividend income	(115)	(196)
3. Other income excluding interest and dividend income	(44)	(85)
4. Interest expense	110	234
5. Depreciation of property, plant & equipment	229	446
6. Amortisation of intangible assets	-	-
7. Impairment loss on receivables	-	63
8. Inventories written off	-	-
9. (Gain)/Loss on disposal of quoted or unquoted investment	(1)	(1)
10. (Gain)/Loss on disposal of property, plant & equipment	(17)	(17)
11. Impairment of intangible assets	-	-
12. Impairment of property, plant & equipment	-	-
13. Net fair value loss/(gain) on held for trading investments	(50)	(33)
14. Net foreign exchange loss/(gain)	(2)	(7)
15. (Gain)/Loss on derivatives	-	-
16. Exceptional items	-	-
	<u> </u>	<u> </u>

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13. Earnings Per Share

(1) Basic earnings per share

The basic earnings per share for the current quarter and financial period to date is calculated by dividing the consolidated net profit attributable to owners of the Parent of RM0.555 million and RM1.080 million respectively by the number of 49,277,066 ordinary shares in issue during the period.

(2) Diluted earnings per share

Not applicable.

14. Disclosure of Realised and Unrealised Profits or Losses of the Group

The breakdown of the accumulated losses of the Group as at 31 May 2013 into realised and unrealised profits/(losses) is as follows:-

	As at 31/5/2013 RM'000	As at 31/5/2012 RM'000
Total accumulated losses:		
- Realised	(28,917)	(31,994)
- Unrealised	(1,041)	(845)
	(29,958)	(32,839)
Total share of retained profits/(accumulated losses) from associated companies:		
- Realised	827	471
- Unrealised	-	(15)
	(29,131)	(32,383)
Add/(Less): Consolidation adjustments	21,193	21,257
Total accumulated losses as per consolidated accounts	(7,938)	(11,126)

AMTEL HOLDINGS BERHAD
By Order of the Board

Chan Phooi Sze
Company Secretary