COMINTEL CORPORATION BHD ("COMCORP") (Company No. 630068-T)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FIRST QUARTER ENDED 30 APRIL 2012 (The figures have not been audited)

	Note	Current Year Quarter Ended 30.04.2012 RM'000	Preceding Year Quarter Ended 30.04.2011 RM'000	Current Year To Date 30.04.2012 RM'000	Preceding Year To Date 30.04.2011 RM'000
Revenue	A8	66,141	66,825	66,141	66,825
Cost of sales		(64,951)	(66,697)	(64,951)	(66,697)
Gross profit		1,190	128	1,190	128
Other operating income Other operating, administrative, selling and		296	201	296	201
distribution expenses		(5,065)	(5,932)	(5,065)	(5,932)
(Loss) from Operations		(3,579)	(5,603)	(3,579)	(5,603)
Finance cost		(779)	(916)	(779)	(916)
(Loss) before taxation	A8	(4,358)	(6,519)	(4,358)	(6,519)
Taxation	B6	-	(14)	-	(14)
(Loss) for the period		(4,358)	(6,533)	(4,358)	(6,533)
Other Comprehensive income: Currency translation differences for foreign op	perations	1	(24)	1	(24)
Total Comprehensive Income for the perio	d	(4,357)	(6,557)	(4,357)	(6,557)
Profit or (Loss) attributable to: Equity holders of the parent company Non-controlling interests		(4,193) (165)	(6,375) (158)	(4,193) (165)	(6,375) (158)
		(4,358)	(6,533)	(4,358)	(6,533)
Total Comprehensive Income attributable t Equity holders of the parent company Non-controlling interests	0:	(4,192) (165)	(6,399) (158)	(4,192) (165)	(6,399) (158)
		(4,357)	(6,557)	(4,357)	(6,557)
Profit / (Loss) per share - Basic (sen) - Diluted (sen)	B15 B15	(3.00) (3.00)	(4.55) (4.55)	(3.00) (3.00)	(4.55) (4.55)

Note:

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements.

(Company No. 630068-T)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 APRIL 2012

	Note	(Unaudited) As At 30.04.2012 RM'000	(Audited) As At 31.01.2012 RM'000 (Restated)	(Audited) As At 01.02.2011 RM'000 (Restated)
ASSETS				
Non-current assets				
Property, plant and equipment		57,571	58,590	62,877
Investment in unquoted shares		1,052	1,052	1,052
		58,623	59,642	63,929
Current assets				
Inventories		65,636	59,784	81,273
Trade receivables		57,623	57,159	62,968
Other receivables, deposits and prepayment		7,512	7,504	13,346
Cash and bank balances		21,927	26,121	25,153
		152,698	150,568	182,740
TOTAL ASSETS		211,321	210,210	246,669
EQUITY AND LIABILITIES				
Equity attributable to equity holders of the parent				
Share capital		70,000	70,000	70,000
Share premium		25,745	25,745	25,745
Reserve		1,422	1,421	1,354
Accumulated Losses	B10	(14,317)	(10,124)	(3,066)
Total Equity attributable to equity holders of the parent		82,850	87,042	94,033
Non-controlling interests		2,712	2,877	2,913
Total equity		85,562	89,919	96,946
Non-current liabilities				
Long term borrowings	B11	541	883	2,306
Hire purchase payables	B11	534	600	1,494
Deferred tax liabilities	DII	1,343	1,343	1,734
		2,418	2,826	5,534
Current liabilities		2,110	2,020	5,551
Trade payables		41,761	30,148	41,380
Other payables and accruals		10,589	8,985	11,955
Provision for warranty		314	340	380
Short term borrowings	B11	67,587	74,521	85,693
Bank overdraft	B11	2,727	3,046	3,033
Hire purchase payables	B11	363	425	1,737
Provision for taxation	DII	-	-	1,737
		123,341	117,465	144,188
Total liabilities		125,759	120,291	149,722
TOTAL EQUITY AND LIABILITIES		211,321	210,210	246,668
Net assets per share attributable to ordinary equity holders of the parent company (RM)		0.5918	0.6217	0.6717

Note:

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements.

(Company No. 630068-T)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FIRST QUARTER ENDED 30 APRIL 2012

(The figures have not been audited)

		<	<pre> Attributable to equity holders of the parent</pre>						
	Note	Share Capital RM'000	Share Premium RM'000	Revaluation Reserves RM'000	,	(Accumulated Losses) /Retained Profits RM'000	Total RM'000	Non-controlling Interest RM'000	Total Equity RM'000
3 months period ended 30 April 2012									
Balance at 1 February 2012 Effects of adopting MFRS		70,000	25,745 -	1,354 -	(434) 501	(9,623) (501)	87,042 -	2,877	89,919 -
Balance at 1 February 2012, restated Changes in equity during the year:		70,000	25,745	1,354	67	(10,124)	87,042	2,877	89,919
(Loss) for the period Other comprehensive income		-	-	-	- 1	(4,193)	(4,193) 1	(165)	(4,358) 1
Total comprehensive income for the period		-	-	-	1	(4,193)	(4,192)	(165)	(4,357)
Balance as at 30 April 2012		70,000	25,745	1,354	68	(14,317)	82,850	2,712	85,562
3 months period ended 30 April 2011									
Balance at 1 February 2011 Effects of adopting MFRS		70,000	25,745	1,354	(501) 501	(2,565) (501)	94,033 -	2,913	96,946 -
Balance at 1 February 2011, restated		70,000	25,745	1,354	-	(3,066)	94,033	2,913	96,946
(Loss) for the period Other comprehensive income		-	-	-	- (24)	(6,375)	(6,375) (24)	(158)	(6,533) (24)
Total comprehensive income for the period		-	-	-	(24)	(6,375)	(6,399)	(158)	(6,557)
Balance as at 30 April 2011		70,000	25,745	1,354	(24)	- (9,441)	- 87,634	2,755	90,389

Note:

The Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the audited financial statements for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements.

(Company No. 630068-T)

CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE FIRST QUARTER ENDED 30 APRIL 2012 (The figures have not been audited)

Current Preceding Year To Date Year To Date 30.04.2012 30.04.2011 RM'000 RM'000 Cash flows from operating activities (Loss) before taxation (4,358)(6,519)Adjustments for non cash and non operating items: Depreciation of property, plant & equipment 1,184 1,291 Hire purchase interest 19 89 Interest expenses 760 827 (Gain) on disposal of property, plant & equipment (208)_ (Write back) for warranty cost (26)Interest income (47) (26)Operating cash flow before working capital changes (2,676)(4,338)Inventories (5,852)2,364 Trade receivables (464)11,794 Other receivables, deposits and prepayments (2, 112)(8)Trade payables 11,613 (8,841)1,605 Other payables and accruals 2.068 935 Net cash flow from operations 4,218 **Finance Charges** (779)(916)Income tax paid (3)(1) Net operating cash flow 3.438 16 Cash flows from investing activities Purchase of property, plant & equipment (165)(415)Proceeds from disposal of property, plant & equipment 208 Interest income received 47 26 Net investing cash flow 90 (389) Cash flows from financing activities Net (repayment) of bank borrowings (6,918)(4, 430)Net (repayment) of term loans (358)(356)Net (repayment) of hire purchase liabilities (511)(128)Net financing cash flow (7,404)(5,297) Net changes in cash and cash equivalents (5,670)(3, 876)Cash and cash equivalents at the beginning of the period 23,076 22,119 19,200 16,449 Cash and cash equivalents at the end of the period Analysed into: Deposits in financial institutions 9,642 8,175 Cash and bank balances 8,274 12,285 **Bank overdrafts** (2,727)Cash and cash equivalents at the end of the period 19,200 16,449

Note:

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the audited financial statements for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements.

(Company No. 630068-T)

Notes to the Interim Financial Report - 1st Quarter ended 30 April 2012

Part A.

EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD (FRS) 134

A1 Basic of Preparation

The interim financial report is unaudited and has been prepared in accordance with Financial Reporting Standard ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial report should be read in conjuction with the audited financial statements for the financial year ended 31 January 2012. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 January 2012.

The accounting policies and methods of computation adopted by the Group in these interim financial statements are consistent with those adopted in the audited financial statements for the financial year ended 31 January 2012, except for the adoption of the new MFRS framework.

Theses interim financial statements for the period ended 30 April 2012 is the first interim financial statements that the Group had prepared in accordance with MFRS and hence MFRS 1: First-Time Adoption of Malaysian Financial Reporting Standards (MFRS 1) has been adopted.

The audited financial statements for the financial year ended 31 January 2012 were prepared under Financial Reporting Standards ("FRS"). Except for certain differences, the requirements under FRS and MFRS are similar.

The date of transition to the MFRS framework is 1 February 2011.

At that transition date, the Group reviewed its accounting policies and considered the transitional opportunities under MFRS1. The impact of the transition from FRS and MFRS are described below:

Foreign currency translation reserve

At the date of transition to MFRS, the cumulative foreign currency differences of RM500,923 is adjusted to retained earnings. The reconciliation of equity for comparative periods and of equity at date of transition reported under FRS to those reported for periods and at the date of transition under MFRS is as follows:-

	FRS as at 1.2.2011 RM'000	Effect of transaction to MFRS RM'000	MFRS as at 1.2.2011 RM'000
Equity as at 1 February 2011	NW 000	KW 000	
Exchange translation reserve	(501)	501	-
Accumulated losses	(2,565)	(501)	(3,066)

Reconciliation of equity as at 1 February 2011

Reconciliation of equity as at 30 April 2011

	FRS as at	Effect of transaction	MFRS as at
	30.4.2011	to MFRS	30.4.2011
	RM'000	RM'000	RM'000
Equity as at 30 April 2011			
Exchange translation reserve	(525)	501	(24)
Accumulated losses	(8,941)	(501)	(9,442)

Reconciliation of equity as at 31 January 2012

	FRS as at	Effect of transaction	MFRS as at
	31.1.2012	to MFRS	31.1.2012
	RM'000	RM'000	RM'000
Equity as at 31 January 2012			
Exchange translation reserve	(434)	501	67
Accumulated losses	(9,623)	(501)	(10,124)

The Group has not elected for early adoption of the following stantards, amendment and IC Interpretation relavant to the current operations of the Group, which were issued but not yet effective:

	effective for financial periods
	beginning on or after
	0 0
MFRS 9, Financial Instruments (IFRS 9 issued by IASB in November 2009)	1 January 2015
MFRS 9, Financial Instruments (IFRS 9 issued by IASB in October 2010)	1 January 2015
MFRS 10, Consolidated Financial Statements	1 January 2013
MFRS 11, Joint Arrangements	1 January 2013
MFRS 12, Disclosure of Interests in Other Entities	1 January 2013
MFRS 13, Fair Value Measurement	1 January 2013
MFRS 119, Employee Benefits (IAS 19 as amended by IASB in June 2011)	1 January 2013
MFRS 127, Separate Financial Statements (IAS 27 as amended by IASB in May 2011)	1 January 2013
MFRS 128, Investments in Associates and Joint Ventures (IAS 28 as amended by IASB in May 2011)	1 January 2013
Amendments to MFRS 1, Government Loans	1 January 2013
Amendments to MFRS 7, Disclosures - Offsetting Financial Assets and Financial Liabilities	1 January 2013
Amendments to MFRS 101, Presentation of Items of Other Comprehensive Income	1 July 2012
Amendments to MFRS 132, Offsetting Financial Assets and Financial Liabilities	1 January 2014
IC Interpretation 20, Stripping Costs in the Production Phase of a Surface Mine	1 January 2013

The adoption of the above MFRS and IC Interpretaion is not expected to have any significant impact on the financial statements of the Group.

A2 Audit qualification

The auditor's report of the preceding annual financial statements of the Group did not contain any qualification.

A3 Explanatory Comment On Seasonality or Cyclicality

The Group's operations have not been affected materially by any seasonal/cyclical factors. However, the Communication & System Integration and Defence Maintenance's business operation results were very much dependent on the timing of completion of each project.

A4 Unusual Items

There were no items of unusual nature and amounts affecting assets, liabilities, equity, net income or cash flows during the financial period ended 30 April 2012.

A5 Change In Estimates

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

A6 Debt and Equity Securities

There were no issuance and repayment of debts and equity securities, shares buy-back, share cancellations, shares held as treasury shares or resale of treasury shares during the current quarter under review.

A7 Dividend Paid

No interim nor final ordinary dividend has been declared, recommended or paid during the financial quarter under review and the financial year to date.

A8 Segmental information

The Group comprises the following main business / operating segments:

- (a) Investment Holding
- (b) Manufacturing
- (c) Communication & System Integration
- (d) Defence Maintenance

The main geographical segments for the Group are:

- (a) Malaysia
- (b) Overseas

In presenting the segmental information, segment revenue is based on both operating segment and the geographical location of customers. Segment assets are based on the assets employed by each of the business / operating segment.

Segment revenue, segment results and segment assets employed for business / operating segment and geographical segment

Segment revenue	Investment Holding RM'000	Manufacturing RM'000	Communications & Systems Integration RM'000	Defence Maintenance RM'000	Consolidated RM'000
Malaysia	-	-	1,275	44	1,319
Overseas	-	64,822	-	-	64,822
Total Revenue	-	64,822	1,275	44	66,141
Results from operating activitie	s				
Segment results Finance costs	(244)	(832)	(2,033)	(470)	(3,579) (779)
(Loss) before taxation Taxation (Loss) for the period					(4,358) - (4,358)
Segment Assets Segment Assets Investment in unquoted shares Consolidated total assets	835	162,259	41,497	5,678	210,269 1,052 211,321

Business Segments for the financial year ended 30 April 2012

Business Segments for the financial year ended 30 April 2011

Segment revenue	Investment Holding	Manufacturing	Communications & Systems Integration	Defence Maintenance	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000
Malaysia	-	-	1,465	472	1,937
Overseas	-	64,888	-	-	64,888
Total Revenue		64,888	1,465	472	66,825
Results from operating activitie	S				
Segment results Finance costs	(188)	(2,947)	(1,981)	(487)	(5,603) (916)
(Loss) before taxation Taxation (Loss) for the period					(6,519) (14) (6,533)
Segment Assets Segment Assets Investment in unquoted shares Consolidated total assets	843	163,356	51,162	9,474	224,835 1,052 225,887

A9 Valuation of property, plant and equipment

There were no changes to the valuation of property, plant and equipment from the previous year's audited financial statements.

A10 Material events subsequent to the end of the interim period

There were no material events subsequent to the end of the quarter under review that have not been reflected in the financial statements for the quarter under review.

A11 Changes in the composition of the group

There were no changes in the composition of the Group during the quarter under review.

A12 Contingent liabilities and contingent assets

As at 30 April 2012, total bank guarantees outstanding relating to performance and tenders amounted to RM5.57 million. The company has provided corporate guarantee amounting to RM225.83 million to financial institutions for banking facilities made available to its subsidiaries of which RM77.33 million was utilised as at 30 April 2012.

A13 Capital Commitments

There were no material capital commitments as at 30 April 2012 and up to the date of this report.

A14 Related Party Transactions

The Group's related party transactions for the current quarter and the cumulative period-to-date ended 30 April 2012 were as follow:

Nature of Relationship	Purchase of goods	Service Received	Total for nature of relationship
	RM'000	RM'000	RM'000
Principal owner	-	-	-
Director, other key management	-	26	26
Total for type of transaction	-	26	26

(Company No. 630068-T)

Notes to the Interim Financial Report - 1st Quarter ended 30 April 2012

Part B. Additional Information Required by The Listing Requirements of Bursa Malaysia Securities Berhad

B1 Detailed analysis of the performance of all operating segments of the Group for the curent quarter and finance year-to-date

The Group recorded a revenue of RM66.1 million for the current quarter ended 30th April 2012, marginally lower as compared to RM66.8 million recorded in the corresponding quarter last year. Revenue from the Communication & System Integration segment and Defence Maintenance segment declined by RM0.2 million and RM0.4 million respectively.

For the financial year-to-date, the Group recorded a net loss of RM4.2 million as compared to the net loss of RM6.4 million in the preceding financial year-to-date. The lower losses was mainly attributed to the better product's margin and lower operating, administration, selling and distribution expenses as a result of improved productivity.

B2 Comment on current quarter result as compared with the immediate preceding quarter

	Current Quarter ended 30.04.2012 RM'000	Preceding Quarter ended 31.01.2012 RM'000
Revenue	66,141	83,873
(Loss) / Profit before tax	(4,358)	1,202
(Loss) / Profit after tax	(4,358)	1,321
Attributable to :		
Equity holders of the parent company	(4,193)	991
Non-controlling interests	(165)	330

The current quarter revenue was RM17.7 million lower than that recorded in the preceding quarter. Revenue from Manufacturing segment, Defence Maintenance segment and Communication & System Integration segment declined by RM8.7 million, RM7.1 million and RM1.9 million respectively. The lower revenue was mainly attributed to the lower demand for our products and services and fewer projects completed in this quarter.

The Group recorded a loss after taxation attributable to the owners of the parent of RM4.2 million as compared to the profit of RM1 million in the preceding quarter. The loss was mainly attributed to the lower revenue achieved by the Group in the current quarter under review.

B3 Prospect for the financial year ending 31 January 2013

The operating environment for all the business segments continues to be challenging as a result of the continual global economic turmoil and uncertainties. We will continue our on-going efforts to reinforce our core competency, continue to re-align our business model to explore new business opportunity, contain cost and improve operational efficiency and productivity to deliver a better financial performance for the rest of the current financial year ending 31st January 2013.

B4 Profit Forecast or Profit Guarantee

The Group did not announce or disclose any profit forecast or profit guarantee during the current financial quarter under review.

B5 Profit / (Loss) Before Taxation

	Current Year	Preceding Year	Current	Preceding
	Quarter Ended	Quarter Ended	Year To Date	Year To Date
	30.04.2012	30.04.2011	30.04.2012	30.04.2011
	RM'000	RM'000	RM'000	RM'000
Profit / (Loss) before taxation is arrvied at after charging / (crediting):-				
Interest Income	(47)	(26)	(47)	(26)
Other Income (excluding interest income)	(249)	(175)	(249)	(175)
Interest Expenses	779	916	779	916
Depreciation and Amortisation	1,184	1,291	1,184	1,291
(Write back) for warranty cost	(26)	-	(26)	-
(Gain) on disposal of property, plant & Equipment	(208)	-	(208)	-
Foreign exchange (gain)	(26)	(380)	(26)	(380)

Other than the items mentioned above, there were no provision for and /or write off of inventories, impairment of assets, gain or loss on derivatives and exceptional items for the current quarter and financial period ended 30 April 2012.

B6 Tax Expenses

	Current Quarter 30.04.2012 RM'000	Current Year To Date 30.04.2012 RM'000
Income Tax	-	-
Deferred taxation	-	-
	-	-

B7 Profit or Loss on Sales of Unquoted Investments and Properties

The Group has not disposed of any unquoted investments or properties during the current quarter under review.

B8 Quoted Securities

There was no purchase or disposal of quoted securities in the current quarter.

B9 Corporate Proposals

There were no corporate proposals announced and not completed as at the date of this report.

	Current	(Audited)
	Year To Date	Year To Date
	30.04.2012	31.01.2012
	RM'000	RM'000
		(Restated)
Total retained profits / (accumulated losses) of COMCORP and its subsidiaries :		
- Realised	11,788	16,147
- Unrealised	(1,988)	(1,989)
	9,800	14,158
	9,800	14,158
Less: Consolidation adjustments	(24,117)	(24,282)
Total group (accumulated losses) as per	(14,317)	(10,124)
consolidated accounts		

B11 Group Borrowings

	Payable within 12 months	Payable after 12 months	Total
<u>Secured</u>	RM'000	RM'000	RM'000
Bank Borrowings	70,314	541	70,855
Hire purchase payables	363	534	897
Total Borrowings	70,677	1,075	71,752

B12 Off Balance Sheet Financial Instrument

There were no off balance sheet financial instruments as at the date of this report that might materially affect the Group's business position.

B13 Changes in material litigation

Save as disclosed below, Comintel Corporation Bhd ("Comcorp") and its subsidiary companies are not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and the Directors of Comcorp have no knowledge of any proceedings pending or threatened against Comcorp and/or its subsidiary companies or of any facts likely to give rise to any proceedings which may materially and adversely affect the position and/or business of Comcorp and its subsidiary companies:-

On 16 July 2010, Comintel Sdn Bhd ("Comintel"), a wholly owned subsidiary of the Company, commenced legal action against U Television Sdn Bhd ("1st Defendant") and Tan Sri Dato' Seri Vincent Tan Chee Yioun ("2nd Defendant") at the Kuala Lumpur High Court under suit no. S-22-624-2010.

U Television Sdn Bhd and Tan Sri Dato' Seri Vincent Tan Chee Yioun have applied to the High Court for the striking out of the Writ of Summons and Statement of Claim filed by Comintel against the 1st and 2nd Defendants (the Striking Out Application). The Striking Out Application was fixed for hearing on 25 May 2011 and was dismissed with costs of RM5,000 to be paid by the Defendants to Comintel. The Defendants filed their Defence and Amended Counter Claim against Comintel on 11 August 2011. Comintel then filed their Reply and Defence to the Amended Counter Claim on 12 August 2011. Comintel has filed its Pre-Trial Case Management Notice on 14 September 2011. The first Pre-Trial Case Management was then fixed on 24 October 2011 at the Kuala Lumpur High Court, during which the High Court has directed the parties to prepare and file the pre-trial cause papers. The matter is now fixed for a further Case Management on 29 June 2012 at the Kuala Lumpur High Court, for both parties to comply with the case management directions.

B14 Proposed Dividends

There were no dividends declared or proposed by the Company for the financial quarter under review.

B15 Earnings/(Loss) Per Share ("EPS")

The basic earnings/(loss) per share is calculated by dividing profit/(loss) for the period attributable to ordinary equity owners of the parent by the weighted average number of ordinary shares in issue during the financial quarter ended 30 April 2012 and is as follows:-

	Current Qtr 30.04.2012	Cumulative Qtr To-date 30.04.2012
(Loss) attributable to owners of the parent (RM'000)	(4,193)	(4,193)
Weighted average number of ordinary shares in issue (based on ordinary share of RM0.50 each) ('000)	140,000	140,000
(Loss) per share (sen)	(3.00)	(3.00)

B16 Comparative Figures

Comparative figures, where applicable, have been modified to conform with the current quarter presentation.

B17 Audit Report Qualification and Status of Matters Raised

The audited financial statements of the Group for the preceding year ended 31 January 2012 were not subject to any qualification.

B18 Authorisation for issue

These unaudited interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 26 Jun 2012.

Date: 26-Jun-2012