

ASIA MEDIA GROUP BERHAD

(Company No: 813137-V)
(Incorporated in Malaysia)

Quarterly report on consolidated results for the 2nd quarter ended 30 June 2013

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(These figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/06/2013	30/06/2012	30/06/2013	30/06/2012
	RM('000)	RM('000)	RM('000)	RM('000)
Revenue	10,804	11,137	22,467	21,989
Operating expenses	(8,109)	(6,901)	(16,136)	(13,388)
Other operating income	73	72	152	182
Profit from operations	2,768	4,308	6,483	8,783
Finance cost	(44)	(27)	(86)	(48)
Profit before taxation ("PBT")	2,724	4,281	6,397	8,735
Taxation	-	-	-	-
Profit for the period	2,724	4,281	6,397	8,735
Profit for the period attributable to:				
Equity holders of the parent	2,726	4,283	6,401	8,741
Non-controlling interests	(2)	(2)	(4)	(6)
	2,724	4,281	6,397	8,735
Earning before interest, taxation, depreciation and amortisation ("EBITDA")	4,852	5,427	10,644	10,984
Earning Per Share (Sen)				
(a) Basic	0.54	1.81	1.28	3.77
(b) Fully diluted	N/A	N/A	N/A	N/A

Notes:

(1) Other Income and Expenses highlights

	INDIVIDUAL QUARTER CURRENT YEAR QUARTER 30/06/2013 RM('000)	CUMULATIVE QUARTER CURRENT YEAR TO DATE 30/06/2013 RM('000)
Interest income	70	148
Other income (exclude interest income)	3	4
Finance cost	(44)	(86)
Depreciation and amortisation	(2,154)	(4,309)

There are no provision for and write off of receivables, provision for and write off of inventories, gain or loss on disposal of quoted or unquoted investments or properties, impairment of assets and foreign exchange gain or loss for current quarter and financial year to date.

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(2) The following is a reconciliation of PBT to EBITDA:

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/06/2013	30/06/2012	30/06/2013	30/06/2012
	RM('000)	RM('000)	RM('000)	RM('000)
PBT	2,724	4,281	6,397	8,735
Amortisation	73	70	146	140
Depreciation	2,081	1,120	4,163	2,242
Finance costs	44	27	86	48
Interest income	(70)	(71)	(148)	(181)
EBITDA	<u>4,852</u>	<u>5,427</u>	<u>10,644</u>	<u>10,984</u>

(3) The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the audited financial statements of Asia Media Group Berhad ("Company") and its subsidiaries ("Group") for the financial year ended 31 December 2012 and the accompanying explanatory notes attached to this interim financial report.

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(These figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/06/2013	30/06/2012	30/06/2013	30/06/2012
	RM('000)	RM('000)	RM('000)	RM('000)
Profit for the period	2,724	4,281	6,397	8,735
Other comprehensive income, net of tax	-	-	-	-
Total comprehensive income	<u>2,724</u>	<u>4,281</u>	<u>6,397</u>	<u>8,735</u>
Total comprehensive income attributable to:				
Equity holders of the parent	2,726	4,283	6,401	8,741
Non-controlling interest	<u>(2)</u>	<u>(2)</u>	<u>(4)</u>	<u>(6)</u>
	<u>2,724</u>	<u>4,281</u>	<u>6,397</u>	<u>8,735</u>

Note:

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

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Quarterly report on consolidated results for the 2nd quarter ended 30 June 2013

CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Unaudited as at 30/06/2013 RM('000)	As at preceding year financial year end (audited) 31/12/2012 RM('000)
PROPERTY, PLANT AND EQUIPMENT	67,211	71,270
DEVELOPMENT COSTS	39	49
INTANGIBLE ASSETS	2,058	2,042
GOODWILL ON CONSOLIDATION	2,571	2,571
CURRENT ASSETS		
Trade Receivables	7,481	7,950
Other Receivables and Prepaid Expenses	5,899	5,897
Deferred Expenditure	20	20
Fixed Deposits Placed with Licenced Banks	177	177
Cash and Bank Balances	10,301	12,439
	23,878	26,483
CURRENT LIABILITIES		
Short Term Borrowings	2,731	4,530
Hire Purchase Creditor	-	12
Trade Payables	600	1,034
Tax Liabilities	8	8
Other Payables and Accrued Expenses	1,965	12,746
	5,304	18,330
NET CURRENT ASSETS / (LIABILITIES)	18,574	8,153
	90,453	84,085
FINANCED BY:		
Share Capital	50,160	50,160
Share Premium	-	-
Retained Earnings	35,994	29,593
	86,154	79,753
Non-Controlling Interests	129	133
TOTAL EQUITY	86,283	79,886
NON CURRENT LIABILITIES		
Other Payables	-	-
Hire Purchase Creditor	-	29
Deferred Tax liability	4,170	4,170
	90,453	84,085
Net assets per share attributable to ordinary equity holders of the parent (sen)	17.18	15.90

Note:

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

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CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(These figures have not been audited)

	<-----Attributable to Equity Holders of the Company----->				Non-Controlling Interests	Total Equity
	Share Capital	Share Premium	Retained Earnings	Total		
	RM('000)	RM('000)	RM('000)	RM('000)	RM('000)	RM('000)
6 months period ended 30 June 2013						
Balance as at 1 January 2013	50,160	-	29,593	79,753	133	79,886
Issuance of share during the period	-	-	-	-	-	-
Minority interests arising from subscription of shares in a subsidiary company	-	-	-	-	-	-
Total comprehensive income / (loss) for the period	-	-	6,401	6,401	(4)	6,397
Balance as at 30 June 2013	<u>50,160</u>	<u>-</u>	<u>35,994</u>	<u>86,154</u>	<u>129</u>	<u>86,283</u>
6 months period ended 30 June 2012						
Balance as at 1 January 2012	22,800	11,411	25,290	59,501	147	59,648
Issuance of share during the period	2,280	6,327	-	8,607	-	8,607
Total comprehensive income / (loss) for the period	-	-	8,741	8,741	(6)	8,735
Share issue expense	-	(77)	-	(77)	-	(77)
Balance as at 30 June 2012	<u>25,080</u>	<u>17,661</u>	<u>34,031</u>	<u>76,772</u>	<u>141</u>	<u>76,913</u>

Note:

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2012 and the accompanying explanatory notes attached to this interim financial report.

ASIA MEDIA GROUP BERHAD

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CONDENSED CONSOLIDATED CASH FLOW STATEMENTS

(These figures have not been audited)

	6 months ended 30/06/2013 RM('000)	6 months ended 30/06/2012 RM('000)
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	6,397	8,735
Adjustments for:		
Amortisation of development cost	12	14
Amortisation of intangible assets	134	126
Depreciation of property, plant and equipment	4,163	2,242
Interest income	(148)	(181)
Finance cost	86	48
Gain on disposal of property, plant and equipment	(3)	(1)
Over provide of short term deposit interest	-	17
Under provide of fixed deposit interest	-	(3)
Operating profit before working capital changes	10,641	10,997
Changes in working capital:		
Net change in current assets	467	(1,524)
Net change in current liabilities	(11,215)	(12,477)
Cash generated from operations	(107)	(3,004)
Interest received	148	181
Interest paid	(86)	(48)
Tax paid	-	-
Net cash from / (used in) operating activities	(45)	(2,871)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(149)	(6,698)
Proceeds from disposal of property, plant and equipment	47	3
Additions in intangible assets	(150)	(149)
Subscription of shares in a subsidiary company	-	-
Net cash used in investing activities	(252)	(6,844)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceed from drawdown of credit facilities	1,800	2,000
Uplift of fixed deposits	-	505
Repayment of term loan	-	-
Repayment of hire purchase	(4)	(6)
Full settlement of hire purchase	(37)	-
Repayment of short term borrowings	(3,600)	(752)
Hire purchase on motor vehicle	-	-
New issuance - share capital	-	2,280
New issuance - share premium	-	6,327
Share issue expenses	-	(77)
Placement of fixed deposits as security	-	-
Net cash from financing activities	(1,841)	10,277
NET INCREASE IN CASH AND CASH EQUIVALENTS	(2,138)	562
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	12,439	12,586
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	10,301	13,148

Note:

The Condensed Consolidated Cash Flow Statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2012 and the accompanying explanatory notes attached to this interim financial report.

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NOTES

A NOTES TO THE INTERIM FINANCIAL REPORT

A 1 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The quarterly financial report ended 30 June 2013 is unaudited and has been prepared in accordance with Financial Reporting Standards ("FRS") 134 "Interim Financial Reporting" and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

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

The accounting policies and methods of computation adopted by the Group in the quarterly financial report are consistent with those adopted in the audited financial statements of the Group for the financial year ended 31 December 2012. The Group adopted the Malaysian Financial Reporting Standards Framework ("MFRS Framework") relevant to the Group as explained below:

Convergence of the FRS Framework in Malaysia with the IFRS Framework issued by the IASB

On 19 November 2011, Malaysian Accounting Standard Board ("MASB") issued a new MASB approved accounting framework, the MFRS Framework.

The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estate (IC 15), including its parent, significant investor and venturer ("Transitioning Entities").

The Group and the Company will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 December 2012. In presenting its first MFRS financial statements, the Group and the Company will be required to restate the comparative financial statements to amounts reflecting the application of the MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening undistributed income.

The adoption of the MFRSs does not have any significant impact on the interim financial statements of the Group and the Company.

A2 Audit report of preceding annual financial statements

The auditors' report on the preceding year's audited financial statements of the Group was not subject to any qualification.

A3 Seasonal or cyclical factors

The Group's business operations were not subject to any seasonal or cyclical changes.

A4 Unusual items affecting assets, liabilities, equity, net income or cash flows

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

A5 Material changes in estimates

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

A6 Debt and equity securities

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current financial quarter under review, except those specified in Note B6.

A7 Dividend paid

There were no dividends paid during the current financial quarter under review.

A8 Segment information

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR	PRECEDING YEAR	CURRENT YEAR	PRECEDING YEAR
	QUARTER	CORRESPONDING	TO DATE	CORRESPONDING
	30/06/2013	30/06/2012	30/06/2013	30/06/2012
	RM('000)	RM('000)	RM('000)	RM('000)
REVENUE				
Air Time	1,629	1,643	3,418	3,232
Programme Sponsorship	3,407	3,539	7,081	6,976
Creative & Production	5,768	5,955	11,968	11,781
	<u>10,804</u>	<u>11,137</u>	<u>22,467</u>	<u>21,989</u>
	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR	PRECEDING YEAR	CURRENT YEAR	PRECEDING YEAR
	QUARTER	CORRESPONDING	TO DATE	CORRESPONDING
	30/06/2013	30/06/2012	30/06/2013	30/06/2012
	RM('000)	RM('000)	RM('000)	RM('000)
PROFIT BEFORE TAXATION				
Air Time	1,110	1,227	2,333	2,422
Programme Sponsorship	1,880	2,210	3,955	4,360
Creative & Production	(339)	772	(43)	1,771
	<u>2,651</u>	<u>4,209</u>	<u>6,245</u>	<u>8,553</u>
Other operating income	73	72	152	182
	<u>2,724</u>	<u>4,281</u>	<u>6,397</u>	<u>8,735</u>

Indirect costs attributable to Air Time, Programme Sponsorship and Creative & Production segments are based on revenue contributed by each segment at the rate of 15%, 32% and 53% respectively in the current financial quarter under review.

A9 Valuation of property, plant and equipment

The Group has not carried out any valuation on its property, plant and equipment.

A10 Material events subsequent to the end of the quarter

There were no material events subsequent to the current financial quarter ended 30 June 2013 up to the date of this report which is likely to substantially affect the results of the operations of the Group.

A11 Changes in the composition of the Group

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

A12 Contingent liabilities

There were no contingent liabilities as at the end of the current financial quarter under review.

A13 Capital commitments

There were no capital commitments as at the end of the current financial quarter under review.

A14 Significant related party transactions

There were no significant related party transactions as at the end of the current financial quarter under review.

A15 Cash and cash equivalents

	As at 30/06/2013
	RM('000)
Fixed deposits placed with licenced banks	177
Cash and bank balances	<u>10,301</u>
	<u>10,478</u>
Less: Fixed deposit pledged to licensed banks	<u>(177)</u>
	<u>10,301</u>

B EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA SECURITIES

B1 Review of performance

For the current quarter ended 30 June 2013, the Group recorded revenue of RM10.804 million and a profit before tax of RM2.724 million compared to RM11.137 million in revenue and a profit before tax of RM4.281 million for the preceding year corresponding quarter ended 30 June 2012. The reduce in revenue was mainly attributable to the decrease in customers' demand for the financial period ended ("FPE") 30 June 2013. The lower in profitability mainly caused by the higher depreciation charged in current quarter ended 30 June 2013.

The revenue of Air Time segment in the current financial quarter decreased by RM0.014 million (0.85%) to RM1.629 million as compared to the preceding year corresponding quarter, due to lower budget allocated in Air Time segment by existing and new customers of the Group.

The revenue of Programme Sponsorship segment in the current financial quarter decreased by RM0.132 million (3.73%) to RM3.407 million as compared to the preceding year corresponding quarter, due to the decrease in demand by existing and new customers of the Group.

The revenue of Creative and Production segment in the current financial quarter decreased by RM0.187 million (3.14%) to RM5.768 million as compared to the preceding year corresponding quarter, due to the lower demand on creative and production work from the existing and new customers of the Group.

B2 Variation of results against preceding quarter

For the quarter ended 30 June 2013, the Group recorded a profit before tax of RM2.724 million compared to a profit before tax of RM4.281 million for the preceding quarter ended 30 June 2012. This was mainly due to lower sales volume generated and higher depreciation expenses incurred by the Group in the current quarter.

B3 Prospects

Based on the above and barring any unforeseen circumstances, the Board of Directors is of the opinion that the prospects for the Group for the next quarter will be favourable due to the improvement in customers' demand.

B4 Profit forecast and profit guarantee

The Group has not provided any profit forecast or profit guarantee during the financial quarter under review.

B5 Taxation

The taxation for the current financial quarter under review and year to date is as follow:-

	Current Year Quarter 30/06/2013 RM('000)	Current Year To Date 30/06/2013 RM('000)
Taxation based on short term deposit interest received	-	-

Asia Media Sdn Bhd has been awarded Multimedia Super Corridor status. Accordingly, there is no tax charge on the business income for the financial quarter under review as Asia Media Sdn Bhd has been granted pioneer status under the Promotion of Investments (Amendment) Act, 1986.

B6 Corporate exercises

On 21st February 2013, the Company announced that it proposes to undertake the following corporate exercises:

- (a) renounceable rights issue of up to 752,400,000 new shares ("Rights Shares") on the basis of one Rights Share for every one existing share held, together with up to 188,100,000 free new warrants 2013/2018 ("Additional Warrants") on the basis of one Additional Warrant for every four Rights Shares subscribed at an entitlement date to be determined later ("Entitlement Date") ("Rights Issue of Shares with Warrants");
- (b) exemption for Wong SK Holdings Sdn. Bhd. ("WHSB") and persons acting in concert with WHSB ("PACs") from the obligation to undertake a mandatory take-over offer for all the remaining shares and convertible securities in the Company not already owned by WHSB and the PACs under Paragraph 16.1 of Practice Note 9 of the Malaysian Code on Take-Overs and Mergers, 2010 ("Exemption");
- (c) increase in the authorised share capital of the Company from RM100,000,000 comprising 1,000,000,000 shares to RM200,000,000 comprising 2,000,000,000 shares ("Increase in Authorised Share Capital"); and
- (d) amendment to the Memorandum of Association of the Company as a consequence of the Proposed Increase in Authorised Share Capital ("Amendment").

(Collectively referred to as the "Corporate Exercises")

On 7th March 2013, the Company announced that Controller of Foreign Exchange (via Bank Negara Malaysia) had, vide its letter dated 1st March 2013, approved the issuance of the Additional Warrants to the non-resident shareholders of AMEDIA pursuant to the Rights Issue of Shares with Warrants.

On 22nd March 2013, the Company announced that Bursa Securities has vide its letter dated 21st March 2013, approved the listing of and quotation for the Rights Shares, Additional Warrants and the new shares to be issued pursuant to the exercise of the Additional Warrants and/or adjusted warrants 2013/2018 on the Main Market of Bursa Securities pursuant to the Rights Issue of Shares with Warrants.

On 29th July 2013, the company announced that its shareholders had approved the Corporate Exercises at the extraordinary general meeting held on 29th July 2013. Accordingly, the Increase in Authorised Share Capital and Amendment took effect on 29th July 2013.

On 1st August 2013, the Company announced that the Securities Commission Malaysia ("SC") had approved the Exemption.

On 13th August 2013, the Company announced that its Board of Directors had fixed the issue price of the Rights Shares at RM0.11 per Rights Share and the Entitlement Date had been fixed on 27th August 2013 at 5.00 p.m. and the other relevant dates pertaining to the Rights Issue of Shares with Warrants.

On 23rd August 2013, the Company announced that the abridged prospectus in relation to the Rights Issue of Shares with Warrants ("AP"), together with the notice of provisional allotment ("NPA") and rights subscription form ("RSF"), had been duly registered with the SC and lodged with the Registrar of Companies.

On 27th August 2013, the Company announced its AP together with the NPA and RSF.

B7 Group's borrowings and debt securities

	As at 30/06/2013 RM('000)
Secured:	
<u>Short term borrowings</u>	
Revolving Credit	2,731
Hire purchase	-
	2,731
<u>Long term borrowings</u>	
Hire purchase	-
Total borrowings	2,731

B8 Off balance sheet financial instruments

There were no off balance financial instruments as at the date of this report.

B9 Material litigations

There were no material litigations pending at the date of this report.

B10 Dividends

No dividend has been declared during the current financial quarter under review.

B11 Earnings per share**(a) Basic earnings per share**

Basic earnings per share is calculated by dividing profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period.

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER 30/06/2013 RM('000)	PRECEDING YEAR CORRESPONDING QUARTER 30/06/2012 RM('000)	CURRENT YEAR TO DATE 30/06/2013 RM('000)	PRECEDING YEAR CORRESPONDING PERIOD 30/06/2012 RM('000)
Earning attributable to ordinary equity holders of the parent	<u>2,726</u>	<u>4,283</u>	<u>6,401</u>	<u>8,741</u>
Weighted average number of ordinary shares in issue ('000)	<u>501,600</u>	<u>236,018</u>	<u>501,600</u>	<u>232,009</u>
Basic earnings per share (sen)	0.54	1.81	1.28	3.77

(b) Diluted earnings per share

The fully diluted earnings per share have not been presented as there is no diluted effect for the shares.

B12 Realised and Unrealised Retained Earnings

The following analysis of realised and unrealised retained earnings at the legal entity level is prepared in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Securities Listing Requirements, as issued by the Malaysian Institute of Accountants whilst the disclosure at the Group level is based on the prescribed format by the Bursa Malaysia Securities Berhad.

	As at 30/06/2013 RM('000)	As at 31/12/2012 (audited) RM('000)
Retained earnings/(losses) of the Company and its subsidiaries		
- Realised	40,204	33,807
- Unrealised	<u>(4,170)</u>	<u>(4,170)</u>
	36,034	29,637
Less: Consolidation adjustments	<u>(40)</u>	<u>(44)</u>
Total retained earnings as per Consolidated Statements of Financial Position	<u>35,994</u>	<u>29,593</u>

B13 Authorisation for issue

This quarterly report was authorised for issue by the Board of Directors on 29 August 2013.