EXPLANATORY NOTES AND ADDITIONAL INFORMATION

1. Basis of Preparation

This interim financial report is unaudited and has been prepared in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Malaysian Financial Reporting Standards ("MFRS") 134, *Interim Financial Reporting* issued by the Malaysian Accounting Standards Board ("MASB").

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Company and its subsidiaries ("the Group") subsequent to 31 December 2015.

The significant accounting policies and methods of computation applied in the unaudited condensed interim financial statements are consistent with those adopted in the most recent audited annual financial statements for the financial year ended 31 December 2015 except for the mandatory adoption of the following new and revised Malaysian Financial Reporting Standards ("MFRS") and Issues Committee Interpretations ("IC Int.") effective for annual periods beginning on or after 1 January 2016:-

MFRS 14, *Regulatory Deferral Accounts*

Amendments to MFRS 5, *Non-current Assets Held for Sale and Discontinued Operations (Annual Improvements 2012-2014 Cycle)*

Amendments to MFRS 7, *Financial Instruments: Disclosures (Annual Improvements 2012-2014 Cycle)*

Amendments to MFRS 10, *Consolidated Financial Statements*, MFRS 12, *Disclosure of Interests in Other Entities* and MFRS 128, *Investments in Associates and Joint Ventures – Investment Entities: Applying the Consolidation Exception*

Amendments to MFRS 11, *Joint Arrangements – Accounting for Acquisitions of Interests in Joint Operations*

Amendments to MFRS 101, *Presentation of Financial Statements – Disclosure Initiative*

Amendments to MFRS 116, *Property, Plant and Equipment* and MFRS 138, *Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortisation*

Amendments to MFRS 116, *Property, Plant and Equipment* and MFRS 141, *Agriculture – Agriculture: Bearer Plants*

Amendments to MFRS 119, *Employee Benefits (Annual Improvements 2012-2014 Cycle)*

Amendments to MFRS 127, *Separate Financial Statements – Equity Method in Separate Financial Statements*

Amendments to MFRS 134, *Interim Financial Reporting (Annual Improvements 2012-2014 Cycle)*

The adoption of the above did not have any significant effects on the interim financial report upon their initial application.

2. Seasonality or Cyclicality of Interim Operations

Generally, the Group's operations are not affected by seasonal or cyclical factors. However, the Group's share of profit from an associate company which is involved in the job portal business may be negatively impacted in the last quarter of the year as recruitment activities tend to slow down towards year-end and during major holidays.

3. Unusual Items

Other than as disclosed in Note 17, there were no items or events that arose during the quarter under review, which affected assets, liabilities, equity, net income or cash flows that are unusual by reason of their nature, size or incidence.

4. Changes in Estimates

There were no changes in the nature and amount of estimates reported that have a material effect during the quarter under review.

5. Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the quarter under review.

6. Dividends Paid

No dividend has been declared or paid during the quarter under review.

7. Operating Segments

The information reported to the Group's chief operating decision maker, who is also the Group's Chief Executive Officer, for the purposes of resource allocation and assessment of performance is segregated according to the following segments:

Investment holding	Includes equity investments, property investments, treasury investments, investment in associates, and property leasing
Others	Includes online advertising and contract staffing

Cumulative Quarter Ended 31/12/2016
(The figures have not been audited)

	Investment holding RM'000	Others RM'000	Eliminations RM'000	Consolidated RM'000
Segment revenue				
Revenue from external customers	2,183	1,487	-	3,670
Inter-segment revenue	22	-	(22)	-
Dividends	9,723	-	(7,758)	1,965
Investment distribution income	2,208	-	-	2,208
Revenue for the year	14,136	1,487	(7,780)	7,843
Segment profit/(loss)				
Operating profit/(loss) for reportable segments	9,639	(52)	(7,758)	1,829
Interest income	1,388	13	-	1,401
Loss on financial assets classified as fair value through profit or loss	(1,777)	-	-	(1,777)
Loss on dilution in associate	(786)	-	-	(786)
Impairment loss on amounts due from subsidiaries	(3,120)	-	3,120	-
Share of profit of equity-accounted associates	12,782	-	-	12,782
Profit before tax	18,126	(39)	(4,638)	13,449
Income tax expense	(1,982)	(25)	-	(2,007)
Profit for the year	16,144	(64)	(4,638)	11,442
Segment assets	335,815	907	(3,178)	333,544
Included in the measure of segment assets are:				
Investment in associates	125,176	-	-	125,176
Non-current assets other than financial instruments and deferred tax assets	20,561	3	-	20,564
Additions to non-current assets other than financial instruments and deferred tax assets	74	-	-	74
Other segment information				
Depreciation of property and equipment	129	4	-	133

Cumulative Quarter Ended 31/12/2015

	Investment holding RM'000	Others RM'000	Eliminations RM'000	Consolidated RM'000
Segment revenue				
Revenue from external customers	2,039	1,636	-	3,675
Inter-segment revenue	22	-	(22)	-
Dividends	9,079	-	(6,742)	2,337
Investment distribution income	607	-	-	607
Revenue for the year	11,747	1,636	(6,764)	6,619
Segment profit/(loss)				
Operating profit/(loss) for reportable segments	8,107	(743)	(6,741)	623
Interest income	3,211	17	-	3,228
Gain on financial assets classified as fair value through profit or loss	421	-	-	421
Gain on disposal of quoted investments	12,461	-	-	12,461
Impairment loss on amounts due from subsidiaries	(3,810)	-	3,810	-
Share of profit of equity-accounted associates	10,203	-	-	10,203
Profit before tax	30,593	(726)	(2,931)	26,936
Income tax expense	(1,488)	(71)	-	(1,559)
Profit for the year	29,105	(797)	(2,931)	25,377
Segment assets	306,522	942	-	307,464
Included in the measure of segment assets are:				
Investment in associates	113,856	-	-	113,856
Non-current assets other than financial instruments and deferred tax assets	20,615	7	-	20,622
Additions to non-current assets other than financial instruments and deferred tax assets	100	5	-	105
Other segment information				
Depreciation of property and equipment	266	5	-	271

8. Subsequent Events

Other than as disclosed in Note 17, there were no material events subsequent to the end of the current quarter under review that have not been reflected in the financial statements for the current quarter.

9. Changes in the Composition of the Group

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

10. Changes in contingent assets and contingent liabilities

There were no material contingent liabilities or contingent assets as at 20 February 2017 (being the latest practicable date not earlier than 7 days from the date of issue of this interim financial report).

11. Review of Performance for the Quarter

For the quarter ended 31 December 2016, consolidated revenue amounted to RM1.73 million, which is 74.6% higher than the revenue in the corresponding quarter in the preceding year of RM0.99 million. The increase was mainly due to higher investment distribution income following additional placements of funds into short term money market funds amounting to RM59.90 million in Q2 2016 and RM12.00 million in Q3 2016.

The significant increase in other operating income to RM3.30 million during the current quarter compared with other operating expense of RM0.18 million in the corresponding quarter in the preceding year was mainly attributable to unrealised foreign exchange gains on the Group's cash held in foreign currencies as the Ringgit weakened from USD1:RM4.1455 at the end of September 2016 to USD1:RM4.486 at the end of December 2016 (Source: BNM website).

The increase in operating expenses by 11.0% to RM2.09 million in the current quarter from RM1.89 million in the corresponding quarter in the previous year was mainly due to higher professional fees incurred pursuant to the Mandatory Take-Over Offer exercise. In addition, reversal of provision for bonuses in Q4 2015 had also contributed to the variance in operating expenses in the two corresponding quarters.

On a pre-tax basis, the Group's profit before tax ("PBT") increased to RM2.87 million compared with RM1.07 million in the corresponding quarter in the previous year mainly due to the unrealised foreign exchange gains on the Group's cash as mentioned above. However, the gains from the foreign exchange movement was partly offset by the recognition of a loss of RM0.79 million arising from the dilution of the Group's equity interest in 104 Corporation as a result of share-based compensation implemented in the associate. Share of profits of equity accounted associates have also decreased by 34.4% to RM1.68 million compared to RM2.56 million in the corresponding quarter in the previous year.

12. Comparison with previous quarter's results

	Q4 2016 Current Quarter RM'000	Q3 2016 Preceding Quarter RM'000
Revenue	1,727	2,406
Profit before tax	2,871	2,985

For the current quarter under review, the Group recorded a lower revenue of RM1.73 million compared with RM2.41 million recorded in the preceding quarter. Revenue in the previous quarter included an interim dividend from 1010 Printing Group Limited for the financial year ended 31 December 2016 amounting to RM0.70 million.

Despite the recognition of unrealised foreign exchange gains amounting to RM3.27 million during the current quarter under review, the Group achieved a slightly lower PBT of RM2.87 million during the current quarter compared with RM2.99 million achieved in the preceding quarter. PBT in the preceding quarter was positively impacted by the dividend from 1010 Printing Group Limited. In addition, higher professional fees incurred pursuant to the Mandatory Take-Over Offer exercise, larger decrease in the fair value of the Group's investment in Asiatravel.com Holdings Ltd, the loss on dilution of the Group's equity interest in 104 Corporation and lower share of profits from associates contributed to the lower PBT in the current quarter under review.

13. Prospects for the Year 2017

Pending the acquisition of new businesses and/or investments, the Group's future prospects will depend on the performance of its associated companies in Taiwan and Malaysia, quoted investment in Hong Kong, and operating activities in Malaysia and Japan. The Group will derive income primarily from the provision of consultancy services, dividend income from its quoted investments and rental of office space. The Board and management will endeavour to identify and evaluate new businesses and/or assets to be acquired by the Company which can contribute to the financial performance of the Group. Subsequent to the disposal of the online job portal business, the Group has a healthy cash position and does not have any material debt.

Uncertain economic conditions may however affect the performance of the Group's existing businesses, associated companies and investments. Additionally, the acquisition of suitable new businesses and/or assets will take time. After taking the abovementioned factors into consideration, the performance of the Group for the financial year ending 31 December 2017 is expected to remain satisfactory.

14. Profit Forecast

No profit forecast was announced hence there is no comparison between actual results and forecast.

15. Taxation

The taxation charge for the current quarter includes the following:

	Individual Quarter Ended		**Cumulative Quarter Ended**	
	31.12.2016 RM'000	**31.12.2015 RM'000**	**31.12.2016 RM'000**	**31.12.2015 RM'000**
Estimated current tax payable	92	107	1,990	1,686
Deferred taxation	(5)	(127)	17	(127)
	87	(20)	2,007	1,559

16. Quoted Investments

The Group's dealings in quoted securities during the current quarter and financial year-to-date are as follows:-

	Individual Quarter Ended 31.12.2016 RM'000	**Cumulative Quarter Ended 31.12.2016 RM'000**
Quoted securities of associate companies		
Share of results and changes in equity in associates and exchange differences	6,492	11,320
Long term:		
Purchase consideration	-	-
Sale proceeds	-	-
Gain on disposal of quoted securities	-	-
Changes in fair value	2,844	8,641
Exchange differences	47	38
Short term:		
Purchase consideration	924	74,108
Sale proceeds	(919)	(2,418)
Changes in fair value	(88)	(59)

The Group's available-for-sale investments in quoted securities, investments in the quoted securities of associate companies and other short term investments in quoted securities as at 31 December 2016 are summarized below:

	RM'000
At cost	207,102
At carrying value/book value	275,104^
At market value	316,611

Other than the above, there was no purchase or disposal of quoted securities during the financial period under review.

^ Carrying value of investments in associate companies represents the Group's proportionate share of net assets in the associate companies.

17. Status of Corporate Proposals

(a) Proposed disposal of ordinary shares in JS E-Recruitment Ltd

The Company had on 24 June 2009 entered into a Share Sale Agreement (the "SSA") with Daffodil Computers Limited, a company incorporated in Bangladesh with its registered office at 64/3 Lake Circus, Kelabagan, Dhaka 1205, Bangladesh ("Daffodil") for the disposal of 60,000 ordinary shares of BDT 10 each in the share capital of JS E-Recruitment Ltd. ("JSE") to Daffodil, representing 60% equity interest in the issued and paid-up share capital of JSE for a total cash consideration of USD1.00 (equivalent to RM3.549 based on the exchange rate as at 23 June 2009 of USD1:RM3.549).

(b) Unconditional Mandatory Take-Over Offer

On 25 November 2016, Chang Mun Kee ("Mark Chang") had acquired 28,205,314 ordinary shares of RM0.50 each in JcbNext Berhad ("JcbNext Shares") representing approximately 20.17% of the issued and paid-up capital of the Company for a total cash consideration of RM33.8 million or RM1.20 per JcbNext Share from SEEK International Pty Ltd, which was effected via a direct business transaction ("First Shares Acquisition").

Following the First Shares Acquisition, the shareholding of Mark Chang in the Company had increased from approximately 21.96% to approximately 42.13%. Mark Chang also has an indirect equity interest of approximately 3.36% in the Company. In addition, the collective shareholding of the Joint Offerors being Mark Chang and Wong Siew Hui and persons acting in concert with them, namely Gregory Charles Poarch, JPOS Trust, Lim Chao Li, Ng Kay Yip, Suresh A/L Thirugnanam and Voyager Assets Limited (collectively, the "PACs"), had increased from approximately 37.96% to approximately 58.13%.

The Company had on 25 November 2016 received a notice of unconditional mandatory take-over offer ("Notice") from AmInvestment Bank Berhad, on behalf of the Joint Offerors in accordance with Section 218(2) of the Capital Markets and Services Act, 2007 and Paragraph 4.01 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions, to acquire all the remaining JcbNext Shares (excluding treasury shares) not already owned by the Joint Offerors and the PACs ("Offer Shares") for a cash offer price of RM1.20 per Offer Share.

On 2 December 2016, Mark Chang had acquired an aggregate of 11,080,000 JcbNext Shares from JG Summit Philippines, Ltd and PT Sinar Mas Multiartha TBK for a total cash consideration of RM13.3 million or RM1.20 per JcbNext share via direct business transactions ("Second Shares Acquisition"). Following the Second Shares Acquisition, the shareholding of Mark Chang in the Company had increased from approximately 42.13% to approximately 50.05% and the collection shareholding of the Joint Offerors and the PACs had increased from approximately 58.13% to approximately 66.05%.

On 16 December 2016, the Offer document, setting out the details, terms and conditions of the Offer together with the Form of Acceptance and Transfer, has been despatched to the shareholders of the Company. In addition, the Independent Advice Circular has also been despatched to shareholders of the Company on 27 December 2016. The Offer was closed at 5.00 p.m. on 6 January 2017, with 226,480 JcbNext shares acquired by Mark Chang pursuant to acceptances of the Offer.

18. Group Borrowings and Debt Securities

The Group's borrowings are unsecured, denominated in Japanese Yen and classified as follows:-

	As at 31.12.2016 RM'000
Current	161*
Non-current	-
Total	161

* A director of a subsidiary advanced JPY3.1 million to the subsidiary for the settlement of a legal suit.

19. Material Litigation

The Group is not engaged in any material litigation either as plaintiff or defendant and the directors do not have any knowledge of any proceedings pending or threatened against the Group as at the date of this report.

20. Dividend

No dividend has been declared during the quarter under review in line with the discontinuation of the previous dividend policy with effect from 22 February 2016.

During the previous corresponding period, the Company had declared a fourth interim single tier dividend of 0.625 sen per ordinary share of RM0.50 each for the financial year ended 31 December 2015, amounting to RM0.874 million.

21. Earnings Per Share

Basic earnings per share

The basic earnings per share is calculated by dividing the Group's net profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period.

	Individual Quarter Ended		Cumulative Quarter Ended	
	31.12.2016	31.12.2015	31.12.2016	31.12.2015
Net profit attributable to owners of the Company (RM'000)	2,754	1,102	11,379	25,571
Weighted average number of shares in issue ('000)	139,858	139,859	139,858	139,949
Basic earnings per share (sen)	1.97	0.79	8.14	18.27

Fully diluted earnings per share

No diluted earnings per share is disclosed in the financial statements as there are no dilutive potential ordinary shares.

22. Realised and Unrealised Profits/losses

	Group As at 31.12.2016	Group As at 31.12.2015
Total retained earnings of the Company and its subsidiaries:		
- Realised	35,322,712	32,113,068
- Unrealised	2,606,240	887,748
Total share of retained earnings of associated companies:		
- Realised	12,594,730	9,300,863
- Unrealised	(47,550)	(102,411)
Total share of accumulated losses of joint venture:		
- Realised	(3,155,674)	(3,155,674)
	47,320,458	39,043,594
Add: Consolidation adjustments	27,376,230	26,547,633
Total retained profits	74,696,688	65,591,227

23. Profit for the Period

	Individual Quarter Ended		Cumulative Quarter Ended	
	31.12.2016 RM'000	31.12.2015 RM'000	31.12.2016 RM'000	31.12.2015 RM'000
Profit for the period is arrived at after (charging)/ crediting:-				
Depreciation	(29)	(70)	(133)	(271)
Foreign exchange gain/(loss)	3,295	(186)	2,444	1,133
Reversal/ impairment (loss) on trade receivables	10	(28)	63	(43)
Bad debts recovered/(written off)	-	(20)	-	(21)
Gain on disposal of quoted investments	-	-	-	12,461

Save as disclosed above and in the Condensed Consolidated Income Statement, the other items as required under Appendix 9B, Part A(16) of the Main Market Listing Requirements are not applicable.

24. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors on 27 February 2017.