

## Second Quarter Financial Statements and Dividend announcement for the period ended 30th June 2014 (Unaudited)

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year:

	Quarter Ended 30 Jun		%	Half Year ended 30 Jun		%
	2014	2013		2014	2013	
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Turnover (Note 1)	89,029	118,751	-25.0%	174,623	234,362	-25.5%
Cost of goods sold and direct service fees incurred (Note 2)	(82,888)	(107,887)	-23.2%	(160,862)	(213,966)	-24.8%
Commissions and other selling expenses (Note 3)	(332)	(853)	-61.1%	(810)	(2,517)	-67.8%
Gross margin	5,809	10,011	-42.0%	12,951	17,879	-27.6%
Other income - operating (Note 4)	517	1,016	-49.1%	1,184	1,449	-18.3%
Operating expenses (Note 5)	(8,456)	(12,100)	-30.1%	(18,516)	(24,111)	-23.2%
EBITDA - Operating- from continuing operations	(2,130)	(1,073)	98.5%	(4,381)	(4,783)	-8.4%
Other income - non operating (Note 14)	2,000	148	N.M.	2,000	8,018	-75.1%
Other expenses - non operating (Note 17)	(32)	(6,873)	-99.5%	(31)	(7,206)	-99.6%
Interest income from deposits and investment securities (Note 19)	244	164	48.8%	387	281	37.7%
Finance costs (Note 20)	(305)	(294)	3.7%	(611)	(930)	-34.3%
Depreciation of property, plant and equipment (Note 21)	(459)	(672)	-31.7%	(919)	(1,455)	-36.8%
Amortisation of intangible assets	(1,059)	(1,000)	5.9%	(2,119)	(1,990)	6.5%
(Loss)/profit before taxation	(1,741)	(9,600)	-81.9%	(5,674)	(8,065)	-29.6%
Taxation (Note 22)	46	(1,881)	-102.4%	82	(1,904)	-104.3%
(Loss)/profit for the period from continuing operations	(1,695)	(11,481)	-85.2%	(5,592)	(9,969)	-43.9%
Operation related to disposal group classified as held for sale						
Loss for the period from discontinued operations, net of tax (Note 23)	-	-	-	-	(104)	-100.0%
Net (loss)/profit for the period	(1,695)	(11,481)	-85.2%	(5,592)	(10,073)	-44.5%
(Loss)/profit attributable to:						
Owners of the parent	(1,669)	(11,423)	-85.4%	(5,536)	(9,983)	-44.5%
Non-controlling interest (Note 24)	(26)	(58)	-55.2%	(56)	(90)	-37.8%
Total	(1,695)	(11,481)	-85.2%	(5,592)	(10,073)	-44.5%

N.M. - Not Meaningful

Starting financial year from 1st January 2014 ("FY 2014"), presentation format has been changed: 1) Operating segments have been redefined to facilitate better understanding of current businesses 2) Segment turnover has been shown separately 3) Gross margin and Operating EBITDA have been shown separately . Accordingly, certain prior period figures have been rearranged/reclassified to conform with current year's presentation and improve overall readability of the results. However, since it is half year information, as required by Rule 705 of Listing Manual, we are also presenting the information in the form presented in our annual financial statements for the period ended 31st December 2013. Please refer to item 20 of this announcement.

<sup>&</sup>lt;u>Note 1</u>

Turnover						
	Quarter Ended 30 Jun		%	Half Year en	ided 30 Jun	%
	2014 2013		2014	2013		
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Distribution of operator products and services	70,730	81,915	-13.7%	138,181	163,167	-15.3%
ICT distribution and managed services	9,043	20,237	-55.3%	17,666	34,056	-48.1%
Mobile devices distribution & retail	9,256	16,599	-44.2%	18,776	37,139	-49.4%
Total (Note 2)	89,029	118,751	-25.0%	174,623	234,362	-25.5%

#### Note 2

Distribution of Operator products and services in Indonesia grew in local currency terms, however depreciation of approximately 20% in IDR vs US Dollar starting second half of 2013, led to significant translation differences against results of corresponding period for the quarter ended 30 June 2013 ("Q4 2013") and six months ended 30th June 2013 ("2H 2013"). Demand and margins of Mobile devices and products in major market of Indonesia had also been affected due to increased inflation, reduced GDP and consequent tighter liquidity. During the quarter ended 30th June 2014 ("Q2 2014"), the company has launched new smart phone portfolio in Indonesia. Initial response for the products is encouraging. Results in Q2 2014 are lower as the company ramps up its supply chain system. During Q4 2013 and 2H 2013, there were also one off project sales with one of the institutional buyers of ICT distribution and managed services.

#### Note 3

The decrease in commissions and other selling expenses was mainly due to decrease in ICT distribution and managed services and sale of mobile devices.

### Note 4

Other income - operating mainly includes performance incentive from principals, management support services fee, government subsidy and write back of certain accruals no longer required.

#### Note 5

The operating expenses during Q2 2014 given below showed significant reduction over Q4 2013 and 2H 2013.

	Quarter Ended 30 Jun		%	Half Year ended 30 Jun		%
	2014	2013		2014	2013	
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Personnel costs (Note 6)	(4,604)	(5,345)	-13.9%	(8,870)	(11,960)	-25.8%
Infrastructure costs (Note 7)	(976)	(1,590)	-38.6%	(2,255)	(4,140)	-45.5%
Marketing expenses (Note 8)	(426)	(684)	-37.7%	(626)	(1,645)	-61.9%
Other expenses - operating (Note 9)	(2,450)	(4,481)	-45.3%	(6,765)	(6,366)	6.3%
Total operating overheads	(8,456)	(12,100)	-30.1%	(18,516)	(24,111)	-23.2%

## Note 6

The decrease in personnel costs in Q2 2014 and six months ended 30th June 2014 ("1H 2014") was mainly due to lower headcount.

#### Note 7

The reduction in infrastructure costs in Q2 2014 and 1H 2014 was mainly due to rationalisation of infrastructure requirements.

Note 8

Marketing expenses for Q2 2014 and 1H 2014 had been lower on account of gradual introduction of new mobility products.

## Note 9

Other expenses- operating include the following:

	Quarter ended 30 Jun		%	Half Year ended 30 Jun		%
	2014	2013		2014	2013	
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Bank charges	(44)	(85)	-48.2%	(74)	(154)	-51.9%
Collection service fees	(82)	(156)	-47.4%	(168)	(361)	-53.5%
Equipment maintenance	(93)	(69)	34.8%	(168)	(175)	-4.0%
Equipment rental	(59)	(33)	78.8%	(124)	(85)	45.9%
Foreign exchange gain/ (loss) (Note 10)	58	(1,064)	-105.5%	183	(76)	-340.8%
Freight and postage charges	(17)	(62)	-72.6%	(39)	(77)	-49.4%
Printing & stationery	(25)	(43)	-41.9%	(76)	(97)	-21.6%
Professional fees (Note 11)	(653)	(679)	-3.8%	(1,344)	(1,236)	8.7%
(Provision)/write back of allowance for doubtful non-trade debts	-	(8)	-100.0%	-	(8)	-100.0%
(Provision)/write back of allowance for doubtful trade debts (Note 12)	1,741	(116)	N.M.	1,840	267	589.1%
Write off of trade debts (Note 12)	(1,918)	(18)	N.M.	(1,938)	(4)	N.M.
(Provision)/write back of allowance for stock obsolescence (Note 13)	(455)	(611)	-25.5%	(3,100)	(1,265)	145.1%
Write off of stock	-	(471)	-100.0%	(8)	(471)	-98.3%
Telecommunication expenses	(159)	(213)	-25.4%	(330)	(472)	-30.1%
Travelling & entertainment expenses	(486)	(524)	-7.3%	(888)	(1,272)	-30.2%
Write off of non-trade debts	(1)	-	-	(1)	-	-
Others	(257)	(329)	-21.9%	(530)	(880)	-39.8%
Total other expenses - operating	(2,450)	(4,481)	-45.3%	(6,765)	(6,366)	6.3%

#### <u>Note 10</u>

The foreign exchange movement recognised in Q2 2014 and 1H 2014 was mainly due to unrealised and realised foreign exchange gain/ loss incurred on fluctuation of USD against SGD, MYR, THB, IDR and INR.

#### <u>Note 11</u>

The professional fees during Q2 2014 and 1H 2014 also included costs incurred with respect to special audit procedures undertaken consequent to empahsis of matters reported by auditors in respect of accounts for the year ended 31st December 2013 (Please refer to announcement dated 25th March 2014) and also expenses incurred for a litigation matter which is now settled.

#### Note 12

Sale of Specified Assets of mobility subsidiaries of the company in Malaysia ("Spice Malaysia") also included assignment of certain trade receivables. Consequently, write off against such assignment had been recognised under write off of trade debts. Allowances recognised in past in respect of these receivables had been written back. Please also refer to announcement dated 17th June 2014.

#### <u>Note 13</u>

The amount mainly represents allowances to adjust carrying value of inventories.

#### <u>Note 14</u> Other income- non operating

	Quarter ended 30 Jun		ter ended 30 Jun %		Half Year ended 30 Jun	
	2014	2013		2014	2013	
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Gain on disposal of subsidiaries (Note 15)	-	4	-100.0%	-	7,874	100.0%
Others (Note 16)	2,000	144	1288.9%	2,000	144	1288.9%
Total other income - non operating	2,000	148	N.M.	2,000	8,018	-75.1%

<u>Note 15</u>

As disclosed previously, gain on disposal of subsidiary during 2H 2013 arose mainly due to sale of one of its subsidiaries Spice BPO Services Limited ("SBPO") on 24 January 2013. (Please refer to announcement 00033 dated 24th January 2013.)

<u>Note 16</u>

The amount in Q2 2014 represents consideration against settlement of certain arbitration proceedings.

Note 17

Other expenses- non operating include the following:

	Quarter ended 30 Jun		30 Jun %		Half Year ended 30 Jun	
	2014	2013		2014	2013	
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Fair value gain/ (loss) on investment securities	-	93	-100.0%	-	(207)	-100.0%
Gain/ (loss) on disposal of property, plant and equipment	17	(166)	-110.2%	18	(172)	-110.5%
Impairment of intangible assets (Note 18)	-	(6,600)	-100.0%	-	(6,600)	-100.0%
(Impairment)/ write back of property, plant and equipment	(12)	257	-104.7%	(12)	165	-107.3%
Others	(37)	(457)	-91.9%	(37)	(392)	-90.6%
Total other expenses - non operating	(32)	(6,873)	-99.5%	(31)	(7,206)	-99.6%

## Note18

In accordance with FRS 36 "Impairment of Assets", the group had carried out impairment testing as at 30th June 2013 (the group later decided to change the financial year to December '13). Resultantly, Goodwill in case of Affinity Group had been impaired by US\$ 6.6 million to the extent of carrying amounts exceeded the recoverable amounts.

## <u>Note 19</u>

The increase in interest income during Q2 2014 and 1H 2014 was mainly on account of Interest accrual starting from 30th April 2013 on 7 years term loan that came with certain warrants. The loan is fully repayable on 30th April 2015 and was interest free for first 5 years. Fair value assessment is carried out at the end of each financial period. The amount is shown as part of investment securities in statement of financial position.

## <u>Note 20</u>

The reduction in finance cost during 1H 2014 against corresponding period 2H 2013 was mainly on account of reduced loans and bank borrowings by Affinity group.

## <u>Note 21</u>

The reduction in depreciation during Q2 2014 and 1H 2014 against corresponding quarter/period was mainly on account of Cavu group, where certain assets had since been fully depreciated/impaired up to 31st December 2013.

#### <u>Note 22</u>

The movement in taxation for Q2 2014 and 1H 2014 was mainly due to lower provision for taxes in Affinity Group and Bharat IT. There is no change in reversal of deferred tax liabilities, consequent to amortisation of intangible assets recognised as part of acquisitions in earlier years.

The results of Spice BPO for the period ended 24th January 2013 were as follows:

	1/01/2013 - 24/01/2013
	US\$'000
Turnover	20
Other income	4
Direct service fees incurred and cost of goods sold	-
Commissions and other selling expenses	-
Personnel costs	(22)
Infrastructure costs	(11)
Depreciation of property, plant and equipment	(2)
Amortisation of intangible assets	-
Marketing expenses	-
Foreign exchange gain/ (loss)	-
Finance costs	(1)
Other expenses	(92)
Loss before taxation	(104)
Taxation	-
Loss for the period from discontinued operations, net of tax	(104)

The major classes of assets and liabilities of SBPO as at 24th January 2013, gain on its disposal and net cash outflow are as follows:

	24/01/2013
	US\$'000
Property, plant and equipment	302
Intangible assets	1
Stocks	-
Trade debtors, current	590
Other debtors and deposits, current	978
Cash and cash equivalents	902
Tax recoverable	112
Trade creditors	(648)
Other creditors and accruals, current	(859)
Loans and borrowings	(8,781)
Hire Purchase	(24)
Translation reserve	(443)
Net assets attributable to owners of the parent	(7,870)
Gain on disposal of a subsidiary	7,870
Less: Cash and cash equivalents	(902)
Net cash	(902)

## Note 24

Movement in loss attributable to Non controlling interest during Q1 2014 and 1H 2014 had been mainly on account of sale of 21% stake in one of the subsidiaries of the company. (Please refer to announcement no. 00107 dated 8 January 2014). Correspondingly, the loss attributable to owners of the parent has gone down. In addition, it has also affected the movement in non-controlling interest in statement of financial position. The company continues to consolidate subsidiary's accounts, as part of its results.

# A statement of comprehensive income for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Quarter en	Quarter ended 30 Jun		Half Year er	nded 30 Jun	%
	2014	2013	%	2014	2013	70
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Profit/ (loss) for the period	(1,695)	(11,481)	-85.2%	(5,592)	(10,073)	-44.5%
Other comprehensive income:						
Items that may be reclassifed subsequently to profit and loss:						
Foreign currency translation (Note 25)	(633)	(290)	118.3%	424	(2,498)	-117.0%
Net gain/ (loss) on available-for-sale financial assets	(30)	1	N.M.	(20)	6	-433.3%
Other comprehensive (loss)/ income for the period	(663)	(289)	129.4%	404	(2,492)	-116.2%
Total comprehensive loss for the period	(2,358)	(11,770)	-80.0%	(5,188)	(12,565)	-58.7%
Total comprehensive (loss)/ income attributable to:						
Owners of the parent	(2,332)	(11,715)	-80.1%	(5,128)	(12,478)	-58.9%
Non-controlling interest	(26)	(55)	-52.7%	(60)	(87)	-31.0%
Total	(2,358)	(11,770)	-80.0%	(5,188)	(12,565)	-58.7%

N.M. - Not Meaningful

<u>Note 25</u>

The movement in foreign currency translation was mainly due to movement of SGD, MYR, THB, INR and IDR against USD in Q4 2013 and 2H 2013.

# 1(b)(i) A statement of financial position ( for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

	Grou	սթ	Comp	any
	30 Jun 14	un 14 31 Dec 13	30 Jun 14	31 Dec 13
	US\$'000	US\$'000	US\$'000	US\$'000
Share capital	410,663	410,663	410,663	410,663
Accumulated losses	(322,254)	(316,768)	(326,299)	(327,642)
Other reserves	(3,570)	(3,550)	(6,739)	(6,720)
Translation reserve (Note 25)	219	(209)	22	33
Equity attributable to the owners of the parent	85,058	90,136	77,647	76,334
Non-controlling interest (Note 24)	(28)	83	-	-
Total Equity	85,030	90,219	77,647	76,334
Property, plant and equipment (Note 26)	6,406	5,984	343	394
Intangible assets (Note 27)	38,847	40,745	478	501
Investments in subsidiaries	-	-	38,946	38,946
Investment securities	2,762	2,747	2,762	2,747
Long-term loans and advances to subsidiaries	-	-	24,430	20,127
Deferred tax assets	72	61	-	-
Trade debtors, non-current	196	215	-	-
Tax recoverable, non-current (Note 28)	4,080	3,782	-	-
Other debtors and deposits, non-current	56	64	-	-
Current assets	67,061	85,140	27,511	29,561
Stocks (Note 29)	10,807	20,992	120	195
Trade debtors, current (Note 30)	12,481	24,458	893	843
Other debtors and deposits, current	4,579	5,666	1,149	810
Prepayments	4,121	4,078	537	381
Due from subsidiaries	-	-	1,542	10,657
Cash and bank deposits pledged	3,738	6,424	1,561	3,448
Cash and cash equivalents	30,658	22,633	21,709	13,227
Tax recoverable, current (Note 28)	677	889	-	-
Current liabilities	27,543	41,520	16,671	15,789
Trade creditors (Note 31)	6,781	11,416	1,858	1,683
Other creditors and accruals (Note 32)	11,273	11,669	2,590	2,705
Deferred revenue (Note 33)	1,707	1,174	160	293
Lease obligations, current (Note 34)	1,095	2,470	10	21
Loans and bank borrowings (Note 35)	5,496	13,609	-	-
Due to subsidiaries	-	-	12,053	11,087
Due to associates	-	-	-	-
Tax payable	1,191	1,182	-	-
Net current assets	20 518	42 (20	10.040	10 550
	39,518	43,620	10,840	13,772
Non-current liabilities	6,907	6,999	152	153
Deferred tax liabilities	5,405	5,836	-	-
Provision for employee benefits	726	714	-	-
Lease obligations, non-current (Note 34)	575	251	152	153
Loans and bank borrowings, non-current (Note 35)	201	198	-	-
Net Assets	85,030	90,219	77,647	76,334
	00,000			,

## Note 26

The increase in property, plant and equipment was mainly due to currency translation effects and addition of US\$ 1.3 million during 1H 2014, primarily meant for annuity income in ICT business. Increase was offset by depreciation of US\$0.9 million recognised in 1H 2014.

<u>Note 27</u>

The decrease in intangible assets was mainly due to the amortisation of US\$2.0 million in 1H 2014.

## <u>Note 28</u>

The movement in tax recoverable was mainly on account of advance tax deposited by Affinity Group and refund received by Spice, Malaysia.

<u>Note 29</u>

The decrease in Stocks of US\$10.1 million was mainly due to stock reduction in Operator products and services and Mobile devices and bulk sale of certain stocks in Malaysia (please refer to announcement dated 17th June 2014).

### <u>Note 30</u>

The decrease in trade receivables was mainly due to assignment of certain trade receivables in Spice Malaysia (please refer to announcement dated 17th June 2014) and realisation of certain sales proceeds of previous year in case of ICT distribution & managed services and Spice, Malaysia.

## <u>Note 31</u>

The decrease in trade creditors was mainly due to lower purchases made during the quarter, resulting also from decrease in revenue.

## <u>Note 32</u>

The decrease in other creditors and accruals was mainly due to lower accruals corresponding to reduction in volumes .

#### <u>Note 33</u>

The increase in deferred revenue is mainly in case of Cavu Group, part of ICT distribution and managed services.

#### <u>Note 34</u>

The decrease in lease obligations is mainly on account of repayment of scheduled instalments by Cavu group.

Note 35

The decrease in loans and borrowings was mainly on account of repayments and utilisation of credit facilities with the banks, corresponding to the level of operations.

#### 1(b)(ii) Aggregate amount of group's borrowings and debt securities.

### Amount repayable in one year or less, or on demand

	As at 30/6/2014	As at 31/12/2013						
Secured (US\$'000)	Unsecured (US\$'000)	Secured (US\$'000)	Unsecured (US\$'000)					
6,212	379	13,204	2,875					
Amount repayable after one year								
575	201	251	198					

### Details of any collateral

a) Current assets of US\$15.4 million (31/12/2013: US\$25.3 million) and property, plant and equipment with carrying amount of US\$1.5 million (31/12/2013: US\$1.5 million) are pledged as security for bank guarantees, standby letters of credit and other bank services.

b) Corporate guarantees of US\$7.4 million (31/12/2013 : US\$7.3 million) were given by the Company to enable a subsidiary to obtain credit facility from suppliers.

c) Corporate guarantees of US\$4.6 million (31/12/2013 : US\$4.6 million) were given by a subsidiary to enable its subsidiaries to obtain credit facility from various suppliers.

d) Corporate guarantees of US\$2.4 million (31/12/2013 : US\$2.4 million) were given by a subsidiary to enable its subsidiaries to obtain banking facilities.

# 1(c) A cash flow statement (for the group ), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Quarter end	ed 30 Jun	Half Year end	led 30 Jun
	2014	2013	2014	2013
	US\$'000	US\$'000	US\$'000	US\$'000
Cash flows from operating activities				
Profit/ (loss) before taxation from continuing operations	(1,741)	(9,600)	(5,674)	(8,065)
Loss before taxation from discontinued operations (Note 1(a) 23)	-	-	-	(104)
Total profit/ (loss) before taxation	(1,741)	(9,600)	(5,674)	(8,169)
Adjustments for:				
Depreciation and amortisation	1,518	1,672	3,038	3,447
Allowance for/ write off of doubtful non-trade debts	1	(9)	1	(9)
Provision/(write-back) of allowance/ write off of doubtful trade debts	178	134	98	(263)
Provision/(write-back) of allowance/ write off of stock obsolescence	(2,255)	50	(947)	(2,318)
Gain on disposal of a subsidiary	-	(4)	-	(7,874)
Interest income from bonds, deposits and investment securities	(244)	(164)	(387)	(286)
Impairment of intangible assets	-	6,600	-	6,600
Finance cost	305	294	611	931
Translation differences	(118)	(58)	497	(1,132)
Other items	(82)	(429)	(39)	305
Operating loss before working capital changes	(2,438)	(1,514)	(2,802)	(8,768)
Changes in working capital	10,685	(2,728)	19,536	11,523
Cash generated from/ (used in) operating activities	8,247	(4,242)	16,734	2,755
Interest paid	(305)	(294)	(611)	(931)
Tax paid	(16)	(306)	(373)	(526)
Net cash generated from/ (used in) operating activities	7,926	(4,842)	15,750	1,298
Cash flows from investing activities				
Interest income received from bonds, deposits and investment securities	200	109	247	297
Disposal of subsidiary Spice BPO, net of cash disposed	-	-	-	(902)
Proceeds from disposal of intangible assets	-	2	-	32
Proceeds from disposal of property, plant and equipment	92	-	101	350
Purchase of property, plant and equipment	(1,135)	(258)	(1,285)	(439)
Additions to intangible assets	(17)	(49)	(129)	(140)
Net cash (used in)/ generated from investing activities	(860)	(196)	(1,066)	(802)
Cash flows from financing activities				
Decrease/ (increase) in cash and bank deposits pledged	1,733	(844)	2,686	675
Repayment of loans	(3,405)	(4,060)	(7,076)	(29,004)
(Repayment of)/ proceeds from bank borrowings	(919)	(239)	(1,217)	(264)
(Repayment of)/ proceeds from obligations under finance leases	(552)	(25)	(1,052)	(158)
Net cash used in financing activities	(3,143)	(5,168)	(6,659)	(28,751)
Net increase/(decrease) in cash and cash equivalents	3,923	(10,206)	8,025	(28,255)
Cash and cash equivalents at beginning of the period	26,735	38,570	22,633	56,619
Cash and cash equivalents at end of the period	30,658	28,364	30,658	28,364

1(d)(i) A statement ( for the issuer and group ) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

		Equity attribut	able to the own	er of the parent		Non-	
	Share capital US\$'000	Accumulated losses US\$'000	Other reserves US\$'000	Translation reserve US\$'000	Total US\$'000	controlling interest US\$'000	Total Equity US\$'000
The Group							
Balance as at 1 January 2014	410,663	(316,768)	(3,550)	(209)	90,136	83	90,219
Total comprehensive income/ (loss) for the period	-	(3,868)	10	1,061	(2,797)	(34)	(2,831)
Partial disposal of interest in a subsidiary (Note 24)	-	51		-	51	(51)	-
Balance as at 31 March 2014	410,663	(320,585)	(3,540)	852	87,390	(2)	87,388
Total comprehensive (loss)/ income for the period		(1,669)	(30)	(633)	(2,332)	(26)	(2,358)
Balance as at 30 June 2014	410,663	(322,254)	(3,570)	219	85,058	(28)	85,030
Balance as at 1 January 2013	410,663	(280,555)	(3,596)	5,941	132,453	194	132,647
Total comprehensive (loss)/ income for the period	-	1,440	5	(1,645)	(200)	(32)	(232)
Translation reserve of disposal company classified as held for sale	-	-	-	(563)	(563)	-	(563)
Balance as at 31 March 2013	410,663	(279,115)	(3,591)	3,733	131,690	162	131,852
Total comprehensive (loss)/ income for the period		(11,423)	1	(293)	(11,715)	(55)	(11,770)
Balance as at 30 June 2013	410,663	(290,538)	(3,590)	3,440	119,975	107	120,082

	Share capital US\$'000		Other reserves US\$'000	Translation reserve US\$'000	Total US\$'000
The Company					
Balance as at 1 January 2014	410,663	(327,642)	(6,720)	33	76,334
Total comprehensive (loss)/ income for the period	-	(449)	10	4	(435)
Balance as at 31 March 2014	410,663	(328,091)	(6,710)	37	75,899
Total comprehensive (loss)/ income for the period		1,792	(29)	(15)	1,748
Balance as at 30 June 2014	410,663	(326,299)	(6,739)	22	77,647
Balance as at 1 January 2013 Total comprehensive (loss)/ income for the period	410,663	(252,788) (916)	(6,765)	18	151,128 (911)
Balance as at 31 March 2013	410,663	(253,704)	(6,761)	19	150,217
Total comprehensive (loss)/ income for the period	-	(43,435)	1	(1)	(43,435)
Balance as at 30 June 2013	410,663	(297,139)	(6,760)	18	106,782

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-back, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial period.

	No. of S	hares
	30 Jun 14	31 Mar 14
Issued shares at the beginning of the period	5,484,980,836	5,484,980,836
Total issued shares at the end of the period	5,484,980,836	5,484,980,836

The details of the outstanding share options and share awards granted under the Employees' Share Option Schemes and Share Plans respectively are as follows:

	No. of	Shares
	30 Jun 14	30 Jun 13
Options granted under 1999 S i2i Employees' Share Option Scheme II	547,645	797,374

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

Total number of issued shares as at 30th June 2014 is 5,484,980,836 (31st December 2013 : 5,484,980,836).

1(d)(iv) A statement showing all sales, transfer, disposal, cancellation and/ or use of treasury shares as at the end of the current financial period reported on.

Not Applicable.

#### 2. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.

The figures have not been audited or reviewed by the auditors.

3. Where the figures have been audited or reviewed, the auditor's report (including any qualifications or emphasis of a matter).

Not Applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

The Group has adopted the same accounting policies and methods of computation as the audited financial statements for the year ended 31 December 2013, except as disclosed in Para 5, below.

5. If there are any changes in the accounting policies and method of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

The Group has adopted the new or revised Singapore Financial Reporting Standards (FRS) and Interpretations (INT FRS) that are effective in this financial year. The adoption of these FRS does not have any significant impact on the financial statements.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

	Group					
	Quarter ended 30 Jun		Half Year ended 30 Jun			
	2014	2013	2014	2013		
Earning per ordinary share for the period after deducting any provision for preference dividends:-						
i) Based on weighted average number of ordinary share in issue (US cent)	(0.03 cent)	(0.21 cent)	(0.10 cent)	(0.20 cent)		
ii) On a fully diluted basis (US cent)	(0.03 cent)	(0.21 cent)	(0.10 cent)	(0.20 cent)		

7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the :-

(a) current financial period reported on; and (b) immediately preceding financial year.

	Gro	oup	Com	pany
	30 Jun 14	31 Dec 13	30 Jun 14	31 Dec 13
Net asset backing per ordinary share is calculated based on 5,484,980,836 (31/12/2013 : 5,484,980,836) ordinary shares in issue at the end of the period under review and of the immediate preceding financial year (US cent).		1.64 cent	1.42 cent	1.39 cent

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

The group recorded a turnover of US\$89.0 million, although it appears reduction of 25% against revenue in corresponding quarter, the company continued to focus on profitable revenues. Distribution of Operator products and services in Indonesia grew in local currency terms , however depreciation of approximately 20% in IDR vs US Dollar starting second half of 2013, led to significant translation differences against results of corresponding period for the quarter ended 30 June 2013 ("Q4 2013") and six months ended 30th June 2013 ("2H 2013"). Demand and margins of Mobile devices and products in major market of Indonesia had also been affected due to increased inflation, reduced GDP and consequent tighter liquidity. During Q2 2014, the company has launched new smart phone portfolio in Indonesia. Initial response for the products is encouraging. Results in Q2 2014 are lower as the company ramps up its supply chain system. During Q4 2013 and 2H 2013, there were also one off project sales with one of the institutional buyers in ICT distribution and managed services.

There was a decrease in overheads mainly due to continued cost rationalization by the group in its effort to rein in costs. Continued focus on costs had resulted in improvement in EBIDTA for 1H 2014 against corresponding period 2H 2013.

During Q2 2014, the group reached settlement of certain arbitration proceedings and received one time settlement amount. (Please refer to announcement dated 8th April 2014) and also sold Specified Assets in Spice Malaysia and received the sales consideration. (Please refer to announcement dated 17th June 2014).

In accordance with FRS 36 "Impairment of Assets", the group had carried out impairment testing as at 30th June 2013 (the group later decided to change the financial year to December). Resultantly, in coresponding quarter Q4 2013 Goodwill in case of Affinity Group had been impaired by US\$ 6.6 million to the extent of Carrying Amounts exceeded the Recoverable Amounts.

Resultantly, the Group incurred a loss before tax of US\$1.7 million, as against the US\$9.6 million in the corresponding quarter.

With sale of specified assets in Malaysia (please refer to announcement dated 17th June 2014) and increased focus on operating efficiencies, there had been reduction mainly in stocks, trade debtors, trade creditors and loans and borrowings. Cash in hand as at 30th June 2014 had been US\$30.3 million against US\$22.6 million as at 31 December 2013.

## 9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

There was no forecast or prospect statement disclosed to shareholders previously.

## 10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

The Company will continue to focus on Distribution of operator products & services business in Indonesia and also assist all other business units. In Indonesia there are 8 operators in the air time business selling prepaid cards, vouchers, starter packs. Infrastructure is still developing and the country is slowly moving from 2G to 3G in many cities and islands. The company continues to work closely with operators to grow the existing clusters for distribution and Card voucher business. The company has managed the cash flow well in the reported period and managed to cut cost.

The Information Communication and Technology (ICT) continues to work very closely with the partners like HP, IBM and other MNC partners and consolidate and grow the business with new solutions and technologies in partnership with the principals. The company is now focusing on solution oriented and services led business and large account deals. The ICT business has built strength in system integration and new solutions aligned with strategy with key principals.

Mobile Device business in Indonesia continues to see severe competition in both local brands and MNC brands, and the company will monitor the situation and competition spends closely. The company continues to focus on Android low end smart phones led business model and moves towards data bundles through operators.

#### 11. Dividend

#### (a) Current Financial Period Reported On

Any dividend recommended for the current financial period reported on? None

## (b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend recommended for the corresponding period of the immediately preceding financial year? No

(c) Date payable

Not applicable

#### (d) Books closure date

Not applicable

#### 12. If no dividend has been declared / recommended, a statement to that effect.

No dividend has been declared or recommended

#### 13. Utilisation of Rights Issue proceeds

Not Applicable.

### 14. Interested persons transactions disclosure

	Aggregate value of all	
	interested	
	person transactions during	Aggregate value of all
	the	interested person
	period under review	transactions conducted
	(excluding transactions less	under
	than SGD100,000 and	shareholders' mandate
	transactions conducted	pursuant to Rule 920
	under	(excluding transactions
	shareholders' mandate	less
	pursuant to Rule 920)	than SGD100,000)
	Quarter ended 30 Jun 2014	Quarter ended 30 Jun
		2014
Name of interested person	US\$'000	US\$'000
Spice Retail Limited	77	-

There was neither renewal nor new IPT mandate obtained during the Annual General Meeting of the Company held on 15th April 2014.

## PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT (This part is not applicable to Q1, Q2, Q3 or Half Year Results)

15. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

Not Applicable.

16. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Not Applicable.

17. A breakdown of sales.

Not Applicable.

18. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.

Not Applicable

## 19. Statement Pursuant to Rule 705(5) of The Listing Manual

The Directors confirm that, to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the above unaudited financial results for the quarter ended 30th June 2014 to be false or misleading in any material aspect.

	Quarter En	ded 30 Jun	%	Half Year en	ded 30 Jun	%
	2014	2013	70	2014	2013	70
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Turnover	89,029	118,751	-25.0%	174,623	234,362	-25.5%
Other income	2,761	1,328	107.9%	3,571	9,748	-63.4%
Direct service fees incurred and cost of goods sold	(82,888)	(107,887)	-23.2%	(160,862)	(213,966)	-24.8%
Commissions and other selling expenses	(332)	(853)	-61.1%	(810)	(2,517)	-67.8%
Personnel costs	(4,604)	(5,345)	-13.9%	(8,870)	(11,960)	-25.8%
Infrastructure costs	(976)	(1,590)	-38.6%	(2,255)	(4,140)	-45.5%
Depreciation of property, plant and equipment	(459)	(672)	-31.7%	(919)	(1,455)	-36.8%
Amortisation of intangible assets	(1,059)	(1,000)	5.9%	(2,119)	(1,990)	6.5%
Marketing expenses	(426)	(684)	-37.7%	(626)	(1,645)	-61.9%
Foreign exchange gain/ (loss)	58	(1,064)	-105.5%	183	(76)	-340.8%
Finance costs	(305)	(294)	3.7%	(611)	(930)	-34.3%
Other expenses	(2,540)	(10,290)	-75.3%	(6,979)	(13,496)	-48.3%
Loss before taxation	(1,741)	(9,600)	-81.9%	(5,674)	(8,065)	-29.6%
Taxation	46	(1,881)	-102.4%	82	(1,904)	-104.3%
Loss for the period from continuing operations	(1,695)	(11,481)	-85.2%	(5,592)	(9,969)	-43.9%
Operation related to disposal group classified as held for sale						
Loss for the period from discontinued operations, net of tax	-	-	-	-	(104)	-100.0%
Net loss for the period	(1,695)	(11,481)	-85.2%	(5,592)	(10,073)	-44.5%
Loss attributable to:						
Owners of the parent	(1,669)	(11,423)	-85.4%	(5,536)	(9,983)	-44.5%
Non-controlling interest	(26)	(58)	-55.2%	(56)	(90)	-37.8%
Total	(1,695)	(11,481)	-85.2%	(5,592)	(10,073)	-44.5%

N.M. - Not Meaningful

## Other income

	Quarter En	ded 30 Jun	%	Half Year ended 30 Jun		%
	2014	2013		2014	2013	
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Interest income from bonds, deposits and investment securities	244	164	48.8%	387	281	37.7%
Gain on disposal of subsidiaries	-	4	-100.0%	-	7,874	100.0%
Gain on bargain purchase	-	-	-	-	-	-
Waiver of loan	-	144	-100.0%	-	144	-100.0%
Reversal of deferred purchase consideration payable	-	-	-	-	-	-
Others	2,517	1,016	147.7%	3,184	1,449	119.7%
Total other income	2,761	1,328	107.9%	3,571	9,748	-63.4%

### Other expenses include the following:

	Quarter En	Quarter Ended 30 Jun		Half Year ended 30 Jun		%
	2014	2013		2014	2013	
	US\$'000	US\$'000	Change	US\$'000	US\$'000	Change
Bank charges	(44)	(85)	-48.2%	(74)	(154)	-51.9%
Collection service fees	(82)	(156)	-47.4%	(168)	(361)	-53.5%
Equipment maintenance	(93)	(69)	34.8%	(168)	(175)	-4.0%
Equipment rental	(59)	(33)	78.8%	(124)	(85)	45.9%
Fair value gain/ (loss) on investment securities	-	93	-100.0%	-	(207)	-100.0%
Freight and postage charges	(17)	(62)	-72.6%	(39)	(77)	-49.4%
Gain/ (loss) on disposal of property, plant and equipment	17	(166)	-110.2%	18	(172)	-110.5%
Impairment of intangible assets	-	(6,600)	-100.0%	-	(6,600)	-100.0%
(Impairment)/ write back of property, plant and equipment	(12)	257	-104.7%	(12)	165	100.0%
Loss on disposal of a subsidiary	-	4	-100.0%	-	7,874	-100.0%
Printing & stationery	(25)	(43)	-41.9%	(76)	(97)	-21.6%
Professional fees	(653)	(679)	-3.8%	(1,344)	(1,236)	8.7%
Reversal of/ (allowance for) doubtful trade debts	1,315	405	224.7%	1,329	141	842.6%
Reversal of/ (allowance for) doubtful non-trade debts	-	(8)	-100.0%	-	(8)	-100.0%
Reversal of/ (allowance for) stock obsolescence	(455)	(611)	-25.5%	(3,100)	(1,265)	145.1%
Telecommunication expenses	(159)	(213)	-25.4%	(330)	(472)	-30.1%
Travelling & entertainment expenses	(486)	(524)	-7.3%	(888)	(1,272)	-30.2%
Write-back of allowance for doubtful trade debts	426	(521)	-181.8%	511	126	305.6%
Write off of stock	-	(471)	N.M.	(8)	(471)	-98.3%
Write off of non-trade debts	(1)	-	-	(1)	-	-
Write off of trade debts	(1,918)	(18)	10555.6%	(1,938)	(4)	48350.0%
Others	(294)	(790)	-62.8%	(567)	(9,146)	-93.8%
Total other expenses	(2,540)	(10,290)	-75.3%	(6,979)	(13,496)	-48.3%

	Quarter Ende	Half Year ended 30 Jun		
	2014 US\$'000	2013 US\$'000	2014 US\$'000	2013 US\$'00
Cash flows from operating activities				
Loss before taxation from continuing operations	(1,741)	(9,600)	(5,674)	(8,065
Loss before taxation from discontinued operations (Note 1(a) 20)	-	-	-	(104
Total loss before taxation	(1,741)	(9,600)	(5,674)	(8,169
Adjustments for:				
Amortisation of intangible assets	1,059	1,000	2,119	1,99
Depreciation of property, plant and equipment	459	672	919	1,75
Fair value loss on investment securities	437	(93)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	20
Finance costs	305	294	611	93
(Gain)/loss on disposal of property, plant and equipment	(17)	166	(18)	25
Gain on disposal of a subsidiary	(17)	(4)	(18)	(7,874
Impairment of intangible assets	-	6,600	-	6,60
Interest income from bonds, deposits and investment securities	(244)			<i>,</i>
Property, plant and equipment written-off	(244)	(164)	(387)	(286
(Reversal of)/ allowance for doubtful trade debts	(33) (1,315)	226 (405)	(33)	(141
(Reversal of)/ allowance for doubtful non-trade debts	(1,515)	. ,	(1,329)	
(Reversal of) / allowance for employee benefits	-	(9)	- 12	(9
Provision/(write-back) of allowance/ write off of stock obsolescence	(32)	(728)		(385
Write-back of allowance for doubtful trade debts	(2,255)	521	(947)	(2,318
Write-back of allowance for stock obsolescence	(423)		(511)	(133
Write off of non-trade debts	- 1	-	- 1	
Write off of trade debts		-		1
Write off of stock	1,916	18	1,938	1
Translation differences	- (110)	-	-	(1.120
Operating loss before working capital changes	(118)	(58)	497	(1,132
(Increase)/ decrease in stocks	(2,438)	(1,514)	(2,802)	(8,768
(Increase)/ decrease in stocks	10,252	(150)	11,051	5,69
	4,399	(5,820)	11,789	15,00
(Increase)/ decrease in other debtors and deposits	884	(593)	1,234	(1,345
Decrease in prepayments	(289)	1,108	(42)	36
(Increase)/ decrease in amount due from associates	-	(144)	-	(144
Increase/ (decrease) in trade creditors	(2,746)	3,711	(4,635)	(6,861
(Decrease)/ increase in other creditors and accruals	(1,962)	(343)	(395)	(1,540
Decrease in deferred revenue	147	(497)	534	35
Cash generated from/ (used in) operating activities	8,247	(4,242)	16,734	2,75
Interest paid	(305)	(294)	(611)	(931
Tax paid	(16)	(306)	(373)	(526
Net cash generated from/ (used in) operating activities	7,926	(4,842)	15,750	1,29
Cash flows from investing activities		100		
Interest income received from bonds, deposits and investment securities	200	109	247	29
Disposal of subsidiary Spice BPO, net of cash disposed	-	-	-	(902
Proceeds from disposal of intangible assets	-	2	-	3
Proceeds from disposal of property, plant and equipment	92	-	101	35
Purchase of property, plant and equipment	(1,135)	(258)	(1,285)	(439
Additions to intangible assets	(17)	(49)	(129)	(140
Net cash (used in)/ generated from investing activities	(860)	(196)	(1,066)	(802
Cash flows from financing activities				
Decrease/ (increase) in cash and bank deposits pledged	1,733	(844)	2,686	67
Repayment of loans	(3,405)	(4,060)	(7,076)	(29,004
(Repayment of)/ proceeds from bank borrowings	(919)	(239)	(1,217)	(264
(Repayment of)/ proceeds from obligations under finance leases	(552)	(25)	(1,052)	(15)
Net cash used in financing activities	(3,143)	(5,168)	(6,659)	(28,75
Net decrease in cash and cash equivalents	3,923	(10,206)	8,025	(28,255
Cash and cash equivalents at beginning of the period	26,735	38,570	22,633	56,61
Cash and cash equivalents at end of the period	30,658	28,364	30,658	28,36
Cash and cash equivalents of disposal group classified as held for sale (note 1(a) 20)	2 0 ) 0 2 0	~		

A cash flow statement (for the group ), together with a comparative statement for the corresponding period of the immediately preceding financial year.

## BY ORDER OF THE BOARD

Maneesh Tripathi Chief Executive Officer

13 August 2014