

ASTRO MALAYSIA HOLDINGS BERHAD
(932533-V) (Incorporated in Malaysia)

**QUARTERLY REPORT FOR THE
FINANCIAL PERIOD ENDED 30 APRIL 2013**

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

The Board of Directors of Astro Malaysia Holdings Berhad (“AMH” or “the Company”) is pleased to announce the following unaudited condensed consolidated financial statements for the first quarter ended 30 April 2013 which should be read in conjunction with the audited financial statements for the financial year ended 31 January 2013 and the accompanying explanatory notes attached to the unaudited condensed consolidated financial statements.

UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENTS

	<u>INDIVIDUAL QUARTER</u>		%	<u>CUMULATIVE QUARTER</u>		%
	<u>QUARTER</u>	<u>QUARTER</u>		<u>PERIOD</u>	<u>PERIOD</u>	
	<u>ENDED</u>	<u>ENDED</u>		<u>ENDED</u>	<u>ENDED</u>	
Note	<u>30/4/2013</u>	<u>30/4/2012</u>		<u>30/4/2013</u>	<u>30/4/2012</u>	
	RM'm	RM'm		RM'm	RM'm	
Revenue	1,125.8	986.0	+14	1,125.8	986.0	+14
Cost of sales	(695.3)	(585.0)		(695.3)	(585.0)	
Gross profit	430.5	401.0	+7	430.5	401.0	+7
Other operating income	7.4	7.0		7.4	7.0	
Marketing and distribution costs	(127.9)	(90.2)		(127.9)	(90.2)	
Administrative expenses	(117.8)	(100.1)		(117.8)	(100.1)	
Profit from operations	192.2	217.7	-12	192.2	217.7	-12
Finance income	24.9	22.9		24.9	22.9	
Finance costs	(60.0)	(69.2)		(60.0)	(69.2)	
Share of post-tax results from investments accounted for using the equity method	0.7	0.5		0.7	0.5	
Profit before tax	157.8	171.9	-8	157.8	171.9	-8
Tax expense	(44.0)	(48.5)		(44.0)	(48.5)	
Profit for the period	113.8	123.4	-8	113.8	123.4	-8
Attributable to:						
Equity holders of the Company	114.1	122.3	-7	114.1	122.3	-7
Non-controlling interests	(0.3)	1.1		(0.3)	1.1	
	113.8	123.4	-8	113.8	123.4	-8
Earnings per share attributable to equity holders of the Company (RM):						
- Basic	0.022	1,247.8		0.022	1,247.8	
-Dilutive	0.022	n/a		0.022	n/a	

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	<u>INDIVIDUAL QUARTER</u>		<u>CUMULATIVE QUARTER</u>	
	<u>QUARTER ENDED 30/4/2013</u>	<u>QUARTER ENDED 30/4/2012</u>	<u>PERIOD ENDED 30/4/2013</u>	<u>PERIOD ENDED 30/4/2012</u>
	RM'm	RM'm	RM'm	RM'm
Profit for the period	113.8	123.4	113.8	123.4
Other comprehensive (loss)/income:				
Items that will be reclassified subsequently to profit or loss:				
- Net change in cash flow hedge	(24.0)	20.2	(24.0)	20.2
Foreign currency translation	-	0.0*	-	0.0*
Other comprehensive (loss)/income, net of tax	(24.0)	20.2	(24.0)	20.2
Total comprehensive income for the period	<u>89.8</u>	<u>143.6</u>	<u>89.8</u>	<u>143.6</u>
Attributable to:				
Equity holders of the Company	90.1	142.5	90.1	142.5
Non-controlling interests	(0.3)	1.1	(0.3)	1.1
	<u>89.8</u>	<u>143.6</u>	<u>89.8</u>	<u>143.6</u>

* Denotes RM54,000

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS

	Note	AS AT 30/4/2013 Unaudited RM'm	AS AT 31/1/2013 Audited RM'm
Non-current assets			
Property, plant and equipment		2,029.3	1,915.8
Investments in associates		38.3	46.2
Investments in joint ventures		9.0	8.9
Other investment		5.8	5.8
Prepayments		153.4	136.2
Deferred tax assets		19.9	21.3
Intangible assets		1,848.6	1,857.1
		<u>4,104.3</u>	<u>3,991.3</u>
Current assets			
Inventories		28.8	23.6
Receivables and prepayments		810.0	890.2
Derivative financial instruments	21	0.1	3.5
Tax recoverable		1.6	1.4
Deposits, cash and bank balances		1,714.6	1,607.8
		<u>2,555.1</u>	<u>2,526.5</u>
Total assets		<u>6,659.4</u>	<u>6,517.8</u>
Current liabilities			
Payables	22	1,396.6	1,416.7
Derivative financial instruments	21	7.6	1.0
Borrowings	20	124.5	125.2
Tax liabilities		44.6	32.7
		<u>1,573.3</u>	<u>1,575.6</u>
Net current assets		<u>981.8</u>	<u>950.9</u>

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS (continued)

	Note	AS AT 30/4/2013 Unaudited RM'm	AS AT 31/1/2013 Audited RM'm
Non-current liabilities			
Payables	22	850.2	706.4
Derivative financial instruments	21	64.1	37.8
Borrowings	20	3,524.5	3,556.4
Deferred tax liabilities		116.2	125.5
		<u>4,555.0</u>	<u>4,426.1</u>
Total liabilities		<u>6,128.3</u>	<u>6,001.7</u>
Net assets		<u>531.1</u>	<u>516.1</u>
Capital and reserves attributable to equity holders of the Company			
Share capital		519.8	519.8
Share premium		6,165.6	6,165.4
Exchange reserve		0.0 ^{\$}	0.0 ^{\$}
Capital redemption reserve		0.0 [@]	0.0 [@]
Capital reorganisation reserve		(5,470.2)	(5,470.2)
Hedging reserve		(78.1)	(54.1)
Share scheme reserve		7.0	4.0
Accumulated losses		(617.0)	(653.1)
		<u>527.1</u>	<u>511.8</u>
Non-controlling interests		4.0	4.3
Total equity		<u>531.1</u>	<u>516.1</u>

^{\$} Denotes RM27,000

[@] Denotes RM677.50

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Period ended 30/4/2013	Attributable to equity holders of the Company										
	Share capital	Share premium	Exchange reserve	Capital redemption reserve	Capital reorganisation reserve	Hedging reserve	Share scheme reserve	Accumulated losses	Total	Non-controlling interests	Total
	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm
At 1/2/2013	519.8	6,165.4	0.0 [§]	0.0 [@]	(5,470.2)	(54.1)	4.0	(653.1)	511.8	4.3	516.1
Profit for the period	-	-	-	-	-	-	-	114.1	114.1	(0.3)	113.8
Other comprehensive (loss)/income for the period	-	-	-	-	-	(24.0)	-	-	(24.0)	-	(24.0)
Total comprehensive (loss)/income for the period	-	-	-	-	-	(24.0)	-	114.1	90.1	(0.3)	89.8
Listing expenses	-	0.2	-	-	-	-	-	-	0.2	-	0.2
Ordinary shares dividends	-	-	-	-	-	-	-	(78.0)	(78.0)	-	(78.0)
Share-based payment transaction	-	-	-	-	-	-	3.0	-	3.0	-	3.0
Transactions with owners	-	0.2	-	-	-	-	3.0	(78.0)	(74.8)	-	(74.8)
At 30/4/2013	519.8	6,165.6	0.0 [§]	0.0 [@]	(5,470.2)	(78.1)	7.0	(617.0)	527.1	4.0	531.1

[§] Denotes RM27,000

[@] Denotes RM677.50

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (continued)

Period ended 30/4/2012	Attributable to equity holder of the Company										
	Share capital	Share premium	Redeemable preference shares	Exchange reserve	Capital redemption reserve	Capital reorganisation reserve	Hedging reserve	Accumulated losses	Total	Non-controlling interests	Total
	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm
At 1/2/2012	0.1	6,798.1	0.0 [^]	(0.0) ^{\$}	0.0 [#]	(5,470.2)	(114.9)	(730.2)	482.9	8.6	491.5
Profit for the period	-	-	-	-	-	-	-	122.3	122.3	1.1	123.4
Other comprehensive income for the period	-	-	-	0.0 [@]	-	-	20.1	-	20.1	-	20.1
Total comprehensive income for the period	-	-	-	0.0 [@]	-	-	20.1	122.3	142.4	1.1	143.5
Redemption of RPS	-	(1,500.0)	(0.0) ⁺	-	0.0 ⁺	-	-	(0.0)	(1,500.0)	-	(1,500.0)
Ordinary shares dividends	-	-	-	-	-	-	-	(269.0)	(269.0)	-	(269.0)
Transactions with owners	-	(1,500.0)	(0.0) ⁺	-	0.0 ⁺	-	-	(269.0)	(1,769.0)	-	(1,769.0)
At 30/4/2012	0.1	5,298.1	0.0 [%]	0.0 ^{\$}	0.0 [*]	(5,470.2)	(94.8)	(876.9)	(1,143.7)	9.7	(1,134.0)

[^] Denotes RM670
[#] Denotes RM7.50
⁺ Denotes RM150
[%] Denotes RM520
^{*} Denotes RM157.50
^{\$} Denotes RM27,000
[@] Denotes RM54,000

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	QUARTER ENDED 30/4/2013	QUARTER ENDED 30/4/2012*
	RM'm	RM'm
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	157.8	171.9
<u>Adjustments for:</u>		
Non-cash items [^]	270.3	217.1
Lease interest expense	12.8	15.0
Interest expense	36.6	40.2
Interest income	(12.1)	(22.3)
Operating cash flows before changes in working capital	465.4	421.9
Changes in working capital	(112.7)	(73.9)
Cash flows from operations	352.7	348.0
Income tax paid	(39.7)	(48.5)
Interest received	12.2	2.6
Dividend income	-	0.1
Net cash flows from operating activities	325.2	302.2
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment and intangible	-	0.1
Payment of set-top boxes	(30.3)	(20.5)
Purchase of property, plant and equipment and intangibles	(67.8)	(46.1)
Proceeds from sale of financial assets	-	10.0
Interest received	5.7	1.5
Repayment of long-term advances to associate	4.2	-
Advances to joint venture	(0.8)	-
Net cash flows used in investing activities	(89.0)	(55.0)
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividends paid	(78.0)	(188.6)
Interest paid	(27.2)	(32.7)
Payment of finance lease liabilities	(24.2)	(25.1)
Net cash flows used in financing activities	(129.4)	(246.4)
NET INCREASE IN CASH AND CASH EQUIVALENTS		
EFFECTS OF FOREIGN EXCHANGE RATE CHANGES	-	0.1
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	1,607.8	478.2
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	1,714.6	479.1

[^] Non-cash items mainly represent amortisation of intangible assets and depreciation of property, plant and equipment as disclosed in Note 17.

* The comparative balances on the statement of cash flows have been restated to conform to current period presentation and classification, which more accurately reflects the nature of the relevant transactions.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (continued)

Material Non-Cash Transaction

During the financial period ended 30 April 2013, the Group acquired property, plant and equipment by means of vendor financing of RM230.1m (30 April 2012: RM125.8m). The Group had repaid RM30.4m (30 April 2012: RM20.5m) in relation to vendor financing for property, plant and equipment capitalised in prior years.

**PART A – EXPLANATORY NOTES PURSUANT TO
MALAYSIAN FINANCIAL REPORTING STANDARD 134**

1 BASIS OF PREPARATION

The unaudited quarterly report has been prepared in accordance with the reporting requirements as set out in Malaysian Financial Reporting Standard (“MFRS”) 134 “Interim Financial Reporting”, Paragraph 9.22 and Appendix 9B of the Bursa Malaysia Securities Berhad Main Market Listing Requirements (“Bursa Securities Listing Requirements”) and should be read in conjunction with the audited financial statements for the financial year ended 31 January 2013.

The significant accounting policies and methods adopted for the unaudited condensed financial statements are consistent with those adopted for the audited financial statements for the financial year ended 31 January 2013.

The adoption of the following MFRSs and Amendments to MFRSs that came into effect on 1 February 2013 did not have any significant impact on the unaudited condensed consolidated financial statements upon their initial application.

- MFRS 10 Consolidated Financial Statements (effective from 1 January 2013)
- MFRS 12 Disclosure of Interests in Other Entities (effective from 1 January 2013)
- MFRS 13 Fair Value Measurement (effective from 1 January 2013)
- MFRS 119 Employee Benefits (effective from 1 January 2013)
- MFRS 127 Separate Financial Statements (effective from 1 January 2013)
- Amendments to MFRS 7 Financial Instruments: Disclosures (effective from 1 January 2013)
- Amendments to MFRS 101 Presentation of Items of Other Comprehensive Income (effective from 1 July 2012)
- Annual Improvements to MFRS 2009 – 2011 Cycle (effective from 1 January 2013)
- Amendments to MFRS 10, 11 and 12 Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance (effective from 1 January 2013)

MFRSs and Amendments to MFRSs that is applicable to the Group but not yet effective

The Group has not early adopted the following accounting standards that have been issued by the Malaysian Accounting Standards Board (“MASB”) as these are effective for the financial periods beginning on or after 1 February 2014:

- MFRS 9 Financial Instruments
- Amendments to MFRS 132 Offsetting Financial Assets and Financial Liabilities

2 SEASONAL/CYCLICAL FACTORS

The operations of the Group were not significantly affected by seasonality and cyclical factors.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART A – EXPLANATORY NOTES PURSUANT TO
MALAYSIAN FINANCIAL REPORTING STANDARD 134 (continued)**

3 UNUSUAL ITEMS

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group in the first quarter ended 30 April 2013.

4 MATERIAL CHANGES IN ESTIMATES

There was no material changes in estimates of amounts reported in prior financial year that have a material effect in the first quarter ended 30 April 2013.

5 DEBT AND EQUITY SECURITIES

There were no issuance, repurchase and repayment of debt and equity securities by the Group in the first quarter ended 30 April 2013.

6 DIVIDENDS PAID

During the first quarter ended 30 April 2013, the second interim single-tier dividend of 1.5 sen per ordinary share in respect of the financial year ended 31 January 2013, amounting to RM77,974,500.10 was paid on 18 April 2013.

7 SEGMENT RESULTS AND REPORTING

For management purposes, the Group is organised into business units based on their services, and has two key reportable segments based on operating segments as follows:

- (i) The television segment is a provider of television services including television content, creation, aggregation and distribution;
- (ii) The radio segment is a provider of radio broadcasting services; and
- (iii) The other non-reportable segments comprise operations related to magazine publication and distribution and multimedia interactive services.

The corporate function relates to treasury and management services and is not an operating segment. The corporate function is presented as part of the reconciliation to the consolidated total.

Transactions between segments are carried out on mutually agreed basis. The effects of such inter-segment transactions are eliminated on consolidation. The measurement basis and classification are consistent with those adopted in the previous financial year.

Segment profit, which is profit before tax, is used to measure performance as management believes that such information is the most relevant in evaluating the results. Income taxes are managed on a group basis and are not allocated to operating segments.

Prices between operating segments are on mutually agreed basis in a manner similar to transactions with third parties.

Segment assets

The total of segment assets is measured based on all assets (including goodwill and excluding deferred tax asset) of a segment.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART A – EXPLANATORY NOTES PURSUANT TO
MALAYSIAN FINANCIAL REPORTING STANDARD 134 (continued)**

7 **SEGMENT RESULTS AND REPORTING (continued)**

<u>Quarter ended</u> <u>30/4/2013</u>	<u>Television</u> <u>RM'm</u>	<u>Radio</u> <u>RM'm</u>	<u>Others</u> <u>RM'm</u>	<u>Corporate</u> <u>Function</u> <u>RM'm</u>	<u>Elimination</u> <u>RM'm</u>	<u>Total</u> <u>RM'm</u>
External revenue	1,066.0	49.2	7.5	3.1	-	1,125.8
Interest income	5.0	0.6	0.1	35.4	(29.0)	12.1
Interest expense	(48.3)	-	(1.2)	(28.8)	29.0	(49.3)
Depreciation and amortisation	(271.9)	(1.0)	(0.1)	(1.1)	9.6	(264.5)
Share of post-tax results from investments accounted for using the equity method	(0.7)	-	1.4	-	-	0.7
Segment profit/(loss) – Profit/(loss) before tax	<u>143.0</u>	<u>21.1</u>	<u>(0.1)</u>	<u>(9.0)</u>	<u>2.8</u>	<u>157.8</u>
<u>As at 30/4/2013</u>						
Segment assets	<u>4,785.9</u>	<u>1,879.1</u>	<u>82.0</u>	<u>1,172.4</u>	<u>(1,279.9)</u>	<u>6,639.5</u>
<u>Quarter ended</u> <u>30/4/2012</u>	<u>Television</u> <u>RM'm</u>	<u>Radio</u> <u>RM'm</u>	<u>Others</u> <u>RM'm</u>	<u>Corporate</u> <u>Function</u> <u>RM'm</u>	<u>Elimination</u> <u>RM'm</u>	<u>Total</u> <u>RM'm</u>
External revenue	929.9	43.5	9.0	3.6	-	986.0
Interest income	6.4	0.7	0.1	40.5	(25.4)	22.3
Interest expense	(44.8)	(0.4)	(1.7)	(33.6)	25.4	(55.1)
Depreciation and amortisation	(191.1)	(1.1)	(1.1)	(1.2)	-	(194.5)
Share of post-tax results from investments accounted for using the equity method	(0.7)	-	1.2	-	-	0.5
Segment profit/(loss) – Profit/(loss) before tax	<u>157.9</u>	<u>16.0</u>	<u>(2.8)</u>	<u>0.4</u>	<u>0.5</u>	<u>171.9</u>
<u>As at 31/1/2013</u>						
Segment assets	<u>4,897.8</u>	<u>1,745.5</u>	<u>92.3</u>	<u>1,259.6</u>	<u>(1,498.7)</u>	<u>6,496.6</u>

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART A – EXPLANATORY NOTES PURSUANT TO
MALAYSIAN FINANCIAL REPORTING STANDARD 134 (continued)**

8 VALUATIONS OF PROPERTY, PLANT AND EQUIPMENT

There were no revaluations of property, plant and equipment for the current quarter under review. As at 30 April 2013, all property, plant and equipment were stated at cost less accumulated depreciation.

9 CHANGES IN THE COMPOSITION OF THE GROUP

On 13 February 2013, the Group acquired two subsidiaries, Astro Retail Ventures Sdn. Bhd. (“ARV”) and Astro Sports Marketing Sdn. Bhd. (“ASM”) (formerly known as Astro Nostalgia Sdn. Bhd.), with an issued share capital of RM100,000 and RM2 respectively.

Save for the above, there were no other changes in the composition of the Group during the quarter under review.

10 INDEMNITY, GUARANTEES AND CONTINGENT ASSETS

a. Indemnity and guarantees

Details of the indemnity and guarantees of the Group as at 30 April 2013, for which no provision has been made in the interim financial statements, are as set out below:

	Group	
	30/4/2013	31/1/2013
	RM'm	RM'm
Indemnity given to financial institutions in respect of bank guarantees issued (unsecured):		
- Programme rights vendors ¹	215.2	217.4
- Others ²	15.7	15.0
Other indemnities:		
- Guarantee to programme rights vendor provided by AMH ¹	101.1	102.4
- Indemnity to Maxis Berhad (“Maxis”) pursuant to shareholders’ obligations in respect of Advanced Wireless Technologies Sdn. Bhd.	6.3	6.3
	338.3	341.1

Notes:

¹ Included as part of the programming commitments for programme rights as set out in Note 11.

² Consist of bank guarantees issued mainly to Royal Malaysian Customs, utility companies, the Health Ministry and Perbadanan Kemajuan Filem Nasional Malaysia.

b. Contingent assets

There were no significant contingent assets as at 30 April 2013 (31 January 2013: Nil).

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART A – EXPLANATORY NOTES PURSUANT TO
MALAYSIAN FINANCIAL REPORTING STANDARD 134 (continued)**

11 COMMITMENTS

The Group has the following commitments not provided for in the interim financial statements as at the end of the financial period:

	30/4/2013			31/1/2013		
	Approved and contracted for	Approved and not contracted for	Total	Approved and contracted for	Approved and not contracted for	Total
	RM'm	RM'm	RM'm	RM'm	RM'm	RM'm
Property, plant and equipment	2,102.3	930.6	3,032.9	1,816.4	469.6	2,286.0
Software	7.5	43.5	51.0	9.7	27.4	37.1
Film library and programme rights	1,472.2	375.7	1,847.9	1,492.0	451.4	1,943.4
	<u>3,582.0</u>	<u>1,349.8</u>	<u>4,931.8</u>	<u>3,318.1</u>	<u>948.4</u>	<u>4,266.5</u>

12 SIGNIFICANT RELATED PARTY DISCLOSURES

During the period, the Group has entered into the following related party transactions with parties whose relationships are set out below.

Usaha Tegas Sdn. Bhd. (“UTSB”), Khazanah Nasional Berhad (“KNB”) and Harapan Terus Sdn. Bhd. are parties related to the Company, by virtue of having joint control over ANM via Astro Holdings Sdn. Bhd. (the Company’s ultimate holding company) (“AHSB”), pursuant to a shareholders’ agreement in relation to AHSB. ANM is the immediate holding company of the Company.

UTSB is ultimately controlled by PanOcean Management Limited (“PanOcean”), via Excorp Holdings N.V. and Pacific States Investment Limited, the intermediate and immediate holding companies of UTSB respectively. PanOcean is the trustee of a discretionary trust, the beneficiaries of which are members of the family of Ananda Krishnan Tatparanandam (“TAK”) and foundations including those for charitable purposes. Although PanOcean and TAK are deemed to have an interest in the shares of the Company through UTSB’s deemed interest in AHSB and ANM, they do not have any economic or beneficial interest in the shares as such interest is held subject to the terms of the discretionary trust.

TAK also has a deemed interest in the shares of the Company via entities which are the direct shareholders of AHSB and held by companies ultimately controlled by TAK.

The significant related party transactions and balances described below were carried out on agreed terms with the related parties.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART A – EXPLANATORY NOTES PURSUANT TO
MALAYSIAN FINANCIAL REPORTING STANDARD 134 (continued)**

12 SIGNIFICANT RELATED PARTY DISCLOSURES (continued)

<u>Related Parties</u>	<u>Relationship</u>
Maxis Mobile Services Sdn. Bhd.	Subsidiary of Maxis Berhad, a subsidiary of Binariang GSM Sdn. Bhd. (“BGSM”), a jointly controlled entity of UTSB
Maxis Broadband Sdn. Bhd.	Subsidiary of Maxis Berhad, a subsidiary of BGSM, jointly controlled entity of UTSB
ASTRO Overseas Limited (“AOL”)	Subsidiary of AHSB
UTSB Management Sdn. Bhd.	Subsidiary of UTSB
Goal TV Asia Limited	Subsidiary of AOL
Endemol Malaysia Entertainment Group Sdn. Bhd.	Joint venture of subsidiary of the Company
Kristal-Astro Sdn. Bhd.	Associate of subsidiary of the Company
Celestial Movie Channel Limited	Associate of AOL
Tiger Gate Entertainment Limited	Associate of AOL
AETN All Asia Networks Pte.Ltd.	Jointly controlled entity of AOL
Sun TV Network Limited	Joint venture partner of AOL
MEASAT Satellite Systems Sdn. Bhd.	Company controlled by TAK

	<u>Transaction for the period ended 30/4/2013</u>	<u>Transaction for the period ended 30/4/2012</u>	<u>Balances due from/(to) as at 30/4/2013</u>	<u>Balances due from/(to) as at 31/1/2013</u>
	RM'm	RM'm	RM'm	RM'm
(i) Sales of goods and services				
- Maxis Mobile Services Sdn. Bhd. (Multimedia, interactive and airtime)	3.0	5.2	1.8	5.9
- Kristal-Astro Sdn. Bhd. (Programme services and right sales, technical support and smartcard rental)	4.0	4.0	4.7	8.0
- ASTRO Overseas Limited (Management fees)	2.9	2.9	16.0	15.3
(ii) Purchases of goods and services				
- UTSB Management Sdn. Bhd. (Personnel, strategic and other consultancy and support services)	4.5	4.1	(1.9)	(5.1)
- Maxis Broadband Sdn. Bhd. (Telecommunication services)	11.8	6.6	(11.8)	(9.0)
- MEASAT Satellite System Sdn. Bhd. (Finance lease and rental of building)	14.9	16.5	(28.7)	(28.2)
-AETN All Asia Network Pte. Ltd. (Turnaround channel transmission rights)	4.1	2.8	(8.8)	(7.0)

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART A – EXPLANATORY NOTES PURSUANT TO
MALAYSIAN FINANCIAL REPORTING STANDARD 134 (continued)**

12 SIGNIFICANT RELATED PARTY DISCLOSURES (continued)

	<u>Transaction for the period ended 30/4/2013</u>	<u>Transaction for the period ended 30/4/2012</u>	<u>Balances due from/(to) as at 30/4/2013</u>	<u>Balances due from/(to) as at 31/1/2013</u>
	RM'm	RM'm	RM'm	RM'm
(ii) Purchases of goods and services (continued)				
- Sun TV Network Limited (Programme broadcast rights)	7.7	5.7	(12.8)	(15.0)
- Celestial Movie Channel Limited (Programme broadcast rights)	3.7	3.3	(1.3)	(2.4)
- Goal TV Asia Limited (Programme broadcast rights)	1.5	2.3	(1.2)	-
- Endemol Malaysia Entertainment Group Sdn. Bhd. (Programming rights)	4.4	-	-	-
- Tiger Gate Entertainment Limited (Programme broadcast rights)	2.6	-	-	(1.1)
(iii) Key management personnel compensation				
- Salaries, bonus and allowances and other staff related costs	19.3	13.1		
- Share-based payments compensations	1.0	-		
- Directors fees	0.5	0.4		
- Defined contribution plans	2.0	1.7		
- Estimated money value of benefits-in-kind	0.3	0.1		

(iv) Government-related entities

Khazanah Nasional Berhad (“KNB”) is a major shareholder of the Group with 29.3% indirect equity interest in AHSB via its subsidiary, Pantai Cahaya Bulan Ventures Sdn. Bhd. and is a related party of the Group. KNB is a wholly-owned entity of MOF Inc. which in turn is owned by the Ministry of Finance. KNB and entities directly controlled by KNB are collectively referred to as government-related entities to the Group.

All the transactions entered into by the Group with the government-related entities are conducted in the ordinary course of the Group’s business on negotiated terms or terms comparable to those with other entities that are not government-related.

The Group has transactions that are collectively, but not individually significant with other government-related entities in respect of public utilities. For the financial period ended 30 April 2013, management estimates that the aggregate amounts of the Group significant transactions with government-related entities are at 2.0% of its total administrative expenses.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS**

13 ANALYSIS OF PERFORMANCE

- (a) Performance of the current quarter (First Quarter FY14) against the corresponding quarter (First Quarter FY13):

All amounts in RM'm unless otherwise stated

	Financial Highlights		Key Operating Indicators	
	QUARTER	QUARTER	QUARTER	QUARTER
	ENDED	ENDED	ENDED	ENDED
	30/4/2013	30/4/2012	30/4/2013	30/4/2012
<u>Consolidated Performance</u>				
Total revenue	1,125.8	986.0		
EBITDA ¹	380.9	341.7		
EBITDA margin (%)	33.8	34.7		
Profit before tax	157.8	171.9		
Net profit	113.8	123.4		
Net increase in cash	106.8	0.8		
<u>(i) Television</u>				
Subscription revenue	972.8	870.4		
Advertising revenue	64.3	49.6		
Other revenue	28.9	9.9		
Total revenue	1,066.0	929.9		
EBITDA	372.0	331.2		
EBITDA margin (%)	34.9	35.6		
Profit before tax	143.0	157.9		
Total residential subscribers-end of period ('000)			3,579.9	3,122.7
Pay-TV residential subscribers-end of period ('000)			3,315.8	3,108.3
Pay-TV residential subscribers-net additions ('000)			40.3	41.3
Non-subscription customers-end of period ('000)			264.1	14.4
Non-subscription customers-net additions ('000)			55.1	14.1
Pay-TV residential ARPU ² (RM)			94.2	90.3
MAT Churn ³ (%)			7.9	7.6

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

13 ANALYSIS OF PERFORMANCE (continued)

- (a) Performance of the current quarter (First Quarter FY14) against the corresponding quarter (First Quarter FY13) (continued):

All amounts in RM'm unless otherwise stated

Financial Highlights		Key Operating Indicators	
QUARTER ENDED 30/4/2013	QUARTER ENDED 30/4/2012	QUARTER ENDED 30/4/2013	QUARTER ENDED 30/4/2012

(ii) Radio

Revenue	49.2	43.5		
EBITDA ¹	20.9	16.3		
EBITDA margin (%)	42.5	37.5		
Profit before tax	21.1	16.0		
Listeners ('000) ⁴			12,344	12,866
Share of Radex ⁵ (%)			52.6	53.1

Notes:

- Earnings before interest, tax, depreciation and amortisation (“EBITDA”) represent profit/(loss) before net finance costs, tax, impairment, write-off and depreciation of property, plant and equipment and amortisation of intangible assets such as software (but excluding amortisation of film library and program rights which are expensed as part of cost of sales), impairment of investments and share of post-tax results from investments accounted for using the equity method.
- Average Revenue Per User (“ARPU”) is the monthly average revenue per residential subscriber. ARPU is calculated by dividing the total subscription revenue derived from active residential subscribers over the last twelve months with average number of active residential subscribers over the same period.
- MAT (moving annual total) Churn is computed by dividing the sum of Churn over the last twelve months with the average active residential customer base over the same period. Churn is the number of subscribers over a given period whose subscriptions have been terminated either voluntarily or involuntarily (as a result of non-payment), net of reconnections within a given period.
- Based on the Radio Listenership Survey by Nielsen dated 22 October 2012 (Quarter 1 FY13: 2 May 2012). The report is issued twice a year.
- Based on Advertising expenses (“Adex”) from Nielsen Media Report dated 14 May 2013 (Quarter 1 FY13: 14 May 2012). Radex is radio advertising expenditure.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

13 ANALYSIS OF PERFORMANCE (continued)

- (a) Performance of the current quarter (First Quarter FY14) against the corresponding quarter (First Quarter FY13) (continued):

Consolidated Performance

Revenue

The Group's revenue for the current quarter of RM1,125.8m was higher by RM139.8m or 14.2% against corresponding quarter of RM986.0m. This was mainly due to the increase in subscription revenue and advertising revenue of RM102.4m and RM19.5m respectively.

The increase in subscription revenue is attributed to both an increase in ARPU for Pay-TV residential subscribers of RM3.90 (from RM90.30 to RM94.20) and an increase in number of Pay-TV residential subscribers by 207,500 from 3,108,300 to 3,315,800.

EBITDA

Group EBITDA increased by RM39.2m or 11.5% against corresponding quarter mainly due to the increase in Group revenue, as highlighted above, and partly offset by higher installation, marketing and distribution costs in relation to customer acquisition as well as higher Beyond boxes swap out and higher content costs.

Net Profit

Net profit decreased by RM9.6m or 7.8% compared with the corresponding quarter. The decrease in net profit is mainly due to higher depreciation of RM57.8m compared with the corresponding quarter, which was offset by increased in Group EBITDA of RM39.2m.

Cash Flow

Increase in cash and cash equivalents of RM106.8m during the quarter, is mainly due to higher operating cash flows of RM325.2m. This was offset by the payment of dividend of RM78.0m, the acquisition of property, plant and equipment of RM98.1m and payment of interest of RM36.6m.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

13 ANALYSIS OF PERFORMANCE (continued)

- (a) Performance of the current quarter (First Quarter FY14) against the corresponding quarter (First Quarter FY13) (continued):

Television

Television registered an increase in total revenue of RM136.1m (or 14.6%) compared with corresponding quarter, which was attributable to an increase in subscription, advertising and other revenue of RM102.4m, RM14.7m and RM19.0m respectively.

The increase in subscription revenue was due to higher ARPU for Pay-TV residential subscribers by RM3.90 (from RM90.30 to RM94.20) and an higher number of Pay-TV residential subscribers by 207,500 from 3,108,300 to 3,315,800.

Television EBITDA increased by RM40.8m or 12.3% against corresponding quarter mainly due to the increase in revenue as highlighted above, and partly offset by higher installation, marketing and distribution costs in relation to customer acquisition as well as higher Beyond boxes swap out and higher content costs.

Radio

Radio's revenue for the current quarter of RM49.2m was higher by RM5.7m compared with corresponding quarter of RM43.5m. The higher revenue performance was driven by the continuous strong listenership ratings.

The favourable revenue contributed to higher EBITDA of RM20.9m, an increase of RM4.6m or 28.2% compared with the corresponding quarter.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

13 ANALYSIS OF PERFORMANCE (continued)

- (b) Performance of the current quarter (First Quarter FY14) against the preceding quarter (Fourth Quarter FY13):

	<i>All amounts in RM'm unless otherwise stated</i>			
	Financial Highlights		Key Operating Indicators	
	QUARTER	QUARTER	QUARTER	QUARTER
	ENDED	ENDED	ENDED	ENDED
	<u>30/4/2013</u>	<u>31/1/2013</u>	<u>30/4/2013</u>	<u>31/1/2013</u>
<u>Consolidated Performance</u>				
Total revenue	1,125.8	1,131.6		
EBITDA ¹	380.9	346.0		
EBITDA margin (%)	33.8	30.6		
Profit before tax	157.8	114.8		
Net profit	113.8	83.4		
Net increase/(decrease) in cash	106.8	(569.5)		
<u>(i) Television</u>				
Subscription revenue	972.8	958.6		
Advertising revenue	64.3	81.1		
Other revenue	28.9	22.9		
Total revenue	1,066.0	1,062.6		
EBITDA	372.0	323.2		
EBITDA margin (%)	34.9	30.4		
Profit before tax	143.0	76.4		
Total residential subscribers-end of period ('000)			3,579.9	3,484.6
Pay-TV residential subscribers-end of period ('000)			3,315.8	3,275.5
Pay-TV residential subscribers-net additions ('000)			40.3	62.4
Non-subscription customers-end of period ('000)			264.1	209.1
Non-subscription customers-net additions ('000)			55.1	77.1
Pay-TV residential ARPU ² (RM)			94.2	93.2
MAT Churn ³ (%)			7.9	7.8

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

13 ANALYSIS OF PERFORMANCE (continued)

- (b) Performance of the current quarter (First Quarter FY14) against the preceding quarter (Fourth Quarter FY13) (continued):

All amounts in RM'm unless otherwise stated

Financial Highlights		Key Operating Indicators	
QUARTER	QUARTER	QUARTER	QUARTER
ENDED	ENDED	ENDED	ENDED
30/4/2013	31/1/2013	30/4/2013	31/1/2013

(ii) Radio

Revenue	49.2	59.4		
EBITDA ¹	20.9	29.5		
EBITDA margin (%)	42.5	49.7		
Profit before tax	21.1	32.8		
Listeners ('000) ⁴			12,344	12,344
Share of Radex ⁵ (%)			52.6	52.1

Notes:

- Earnings before interest, tax, depreciation and amortisation (“EBITDA”) represent profit/(loss) before net finance costs, tax, impairment, write-off and depreciation of property, plant and equipment and amortisation of intangible assets such as software (but excluding amortisation of film library and program rights which are expensed as part of cost of sales), impairment of investments and share of post-tax results from investments accounted for using the equity method.
- Average Revenue Per User (“ARPU”) is the monthly average revenue per residential subscriber. ARPU is calculated by dividing the total subscription revenue derived from active residential subscribers over the last twelve months with average number of active residential subscribers over the same period.
- MAT (moving annual total) Churn is computed by dividing the sum of Churn over the last twelve months with the average active residential customer base over the same period. Churn is the number of subscribers over a given period whose subscriptions have been terminated either voluntarily or involuntarily (as a result of non-payment), net of reconnections within a given period.
- Based on the Radio Listenership Survey by Nielsen dated 22 October 2012 (Quarter 4 FY13: 22 October 2012). The report is issued twice a year.
- Based on Advertising expenses (“Adex”) from Nielsen Media Report dated 14 May 2013 (Quarter 4 FY13: 18 February 2013). Radex is radio advertising expenditure.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

13 ANALYSIS OF PERFORMANCE (continued)

- (b) Performance of the current quarter (First Quarter FY14) against the preceding quarter (Fourth Quarter FY13) (continued):

Consolidated Performance

Revenue

The Group's revenue for the current quarter of RM1,125.8m was lower by RM5.8m or 0.5% against preceding quarter of RM1,131.6m. This was mainly due to a decrease in advertising revenue of RM25.8 which was offset by increase in subscription revenue of RM14.2m and other revenue of RM5.8m.

The increase in subscription revenue was due to higher ARPU for Pay-TV residential subscribers by RM1.00 (from RM93.20 to RM94.20) and higher Pay-TV residential subscribers by 40,300 from 3,275,500 to 3,315,800.

Radio's revenue for the current quarter of RM49.2m was lower by RM10.2m compared with the preceding quarter of RM59.4m. Radio's revenue decreased due to the lower advertising market as compared to preceding quarter with the year-end school holidays and festive celebrations.

EBITDA

EBITDA increased by RM34.9m or 10.1% against the preceding quarter mainly due to lower marketing and distribution costs, lower program provider fees and lower amortisation for film library and program rights.

Net Profit

Net profit increased by RM30.4m or 36.5% to RM113.8m during the quarter. The increase is mainly due to an increase in EBITDA by RM34.9m and lower net finance costs by RM19.5m. The increase was offset by the higher depreciation of RM12.9m compared with preceding quarter and higher tax expenses of RM12.7m.

Cash Flow

Increase in cash and cash equivalents of RM106.8m during the quarter, is mainly due higher operating cash flows of RM325.2m. This was offset by the payment of dividend of RM78.0m, the acquisition of property, plant and equipment of RM98.1m and payment of interest of RM36.6m.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

13 ANALYSIS OF PERFORMANCE (continued)

- (b) Performance of the current quarter (First Quarter FY14) against the preceding quarter (Fourth Quarter FY13) (continued):

Television

Television registered a slight increase in total revenue in the current quarter of RM3.4m or 0.3%, which was mainly attributable by an increase in subscription revenue of RM14.2m and other revenue of RM6.0m, which was offset by a decrease in advertising revenue of RM16.8m.

The increase in subscription revenue was due to higher ARPU for Pay-TV residential subscribers by RM1.00 (from RM93.20 to RM94.20) and higher Pay-TV residential subscribers by 40,300 from 3,275,500 to 3,315,800.

Television EBITDA increased by RM48.8m or 15.1% mainly due to lower marketing and distribution costs and lower amortisation for film library and program rights.

Radio

Radio's revenue for the current quarter of RM49.2m was lower by RM10.2m compared with the preceding quarter of RM59.4m. Astro Radio's lower revenue performance for the quarter was due to the lower advertising market as compared to preceding quarter with the year-end school holidays and festive celebrations.

The lower revenue resulted in lower EBITDA of RM20.9m, a decrease of RM8.6m or 29.2% compared with the preceding quarter.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

14 PROSPECTS FOR THE FINANCIAL YEAR ENDING 31 JANUARY 2014

The Malaysian economy is forecast to grow approximately 5% in 2013/2014, leading to growth in Malaysia's income per capita and entertainment expenditure. Advertising expenditure ("adex") is also forecast to grow in line with the Malaysian economy.

The Group continues to execute strongly on its key strategic imperatives of growing our customer base and reach, in tandem with ARPU; by providing better content and product choices, value and customer experience. Our targeted customer acquisition strategy for pay-TV subscribers continues to be successful, whilst the additional focus to pursue a new addressable market via NJOI is gaining traction. We continue to convert our remaining subscribers onto the Astro B.yond platform. Our ARPU enhancing value-added products and services such as HD, PVR, Multiroom, Superpacks and Astro First/Best are also driving strong customer take up. Astro B.yond IPTV powered by Maxis was commercially launched on 30 April 2013. Together with TIME.com network, this will provide the Group access to 1.4 million homes passed, the widest HSBB fibre coverage in Malaysia.

The Group's overall adex performance continues to outperform the industry's growth rate, underpinned by its increasing reach and relevance to advertisers given higher TV viewership and radio listenership. Share of TV adex is growing strongly YoY, whilst growth in radex is supported by the collective strategies of driving listenership and pricing. Combined with the availability of new platforms across TV, Radio and Digital media, the Group expects its comprehensive marketing solutions to generate adex growth.

Consistent with the previous financial year, the Astro B.yond conversion and targeted customer acquisitions will impact our profit margins in the current year, but are expected to normalise thereafter. Nevertheless, the Group continues to have high visibility on its operating expenses, including content costs, with the significant majority of our key content contracts secured.

On the basis of the above, the Board believes that the Group will continue to be cash generative; and given its financial strength, it is able to both invest in a growth strategy, as well as adopt a progressive dividend policy.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

15 PROFIT FORECAST OR PROFIT GUARANTEE

Not applicable as the Group did not publish any profit forecast.

16 QUALIFICATION OF PRECEDING AUDITED ANNUAL FINANCIAL STATEMENTS

There was no qualification to the preceding audited financial statements for the financial year ended 31 January 2013.

17 PROFIT BEFORE TAX

The following items have been charged/(credited) in arriving at the profit before tax:

	<u>INDIVIDUAL QUARTER</u>		<u>CUMULATIVE QUARTER</u>	
	<u>QUARTER ENDED 30/4/2013</u>	<u>QUARTER ENDED 30/4/2012</u>	<u>PERIOD ENDED 30/4/2013</u>	<u>PERIOD ENDED 30/4/2013</u>
	RM'm	RM'm	RM'm	RM'm
Amortisation of intangible assets	102.3	90.1	102.3	90.1
Depreciation of property, plant and equipment	162.2	104.4	162.2	104.4
Property, plant and equipment written off	-	0.3	-	0.3
Impairment of receivables	18.0	17.6	18.0	17.6
Bad debts written off	-	0.9	-	0.9
Finance income:				
- Interest income	12.1	22.3	12.1	22.3
- Realised foreign exchange gains	-	0.6	-	0.6
- Unrealised foreign exchange gains	12.8	-	12.8	-
	24.9	22.9	24.9	22.9
Finance costs:				
- Bank borrowings	26.5	30.9	26.5	30.9
- Finance lease liabilities	12.8	15.0	12.8	15.0
- Vendor financing	7.5	3.1	7.5	3.1
- Unrealised foreign exchange losses	-	0.9	-	0.9
- Realised foreign exchange losses	3.1	-	3.1	-
- Fair value loss on derivative recycled to income statement	7.6	13.1	7.6	13.1
- Others	2.5	6.2	2.5	6.2
	60.0	69.2	60.0	69.2

Other than as presented in the income statement and as disclosed above, there were no gain/loss on disposal of quoted and unquoted investments or properties, impairment of assets or any other exceptional items for the current quarter.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

18 TAXATION

	<u>INDIVIDUAL QUARTER</u>		<u>CUMULATIVE QUARTER</u>	
	<u>QUARTER ENDED 30/4/2013</u>	<u>QUARTER ENDED 30/4/2012</u>	<u>PERIOD ENDED 30/4/2013</u>	<u>PERIOD ENDED 30/4/2012</u>
	RM'm	RM'm	RM'm	RM'm
Current tax	52.0	54.2	52.0	54.2
Deferred tax	(8.0)	(5.7)	(8.0)	(5.7)
	<u>44.0</u>	<u>48.5</u>	<u>44.0</u>	<u>48.5</u>

Reconciliation of the estimated income tax expense applicable to profit before taxation at the Malaysian statutory tax rate to estimated income tax expense at the effective tax rate of the Group is as follows:

	<u>INDIVIDUAL QUARTER</u>		<u>CUMULATIVE QUARTER</u>	
	<u>QUARTER ENDED 30/4/2013</u>	<u>QUARTER ENDED 30/4/2012</u>	<u>PERIOD ENDED 30/4/2013</u>	<u>PERIOD ENDED 30/4/2012</u>
	RM'm	RM'm	RM'm	RM'm
Profit before taxation	<u>157.8</u>	<u>171.9</u>	<u>157.8</u>	<u>171.9</u>
Tax at Malaysian corporate tax rate of 25%	39.5	43.0	39.5	43.0
Tax effect of:				
Unrecognised deferred tax asset	0.6	0.1	0.6	0.1
Others (including expenses not deductible for tax purposes and income not subject to tax)	3.9	5.4	3.9	5.4
Taxation charge	<u>44.0</u>	<u>48.5</u>	<u>44.0</u>	<u>48.5</u>

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

19 STATUS OF CORPORATE PROPOSALS ANNOUNCED

Utilisation of IPO proceeds

On 19 October 2012, the entire issued and paid-up share capital of the Company was listed on the Main Market of Bursa Malaysia Securities Berhad.

As at 12 June 2013, the gross proceeds of RM1,422.9m from the Public Issue were utilised in the following manner:

	Proposed Utilisation Amount	Actual Utilisation Amount	Intended Timeframe for	Balance	
	RM'm	RM'm		RM'm	%
Repayment of bank borrowings	500.0	500.0	Within 12 months	-	-
Capital expenditure	750.0	-	Within 36 months	750.0	100
Working capital	112.9	21.7	Within 24 months	91.2	81
Estimated fees and expenses for the IPO and Listing	60.0	48.8	Within 3 months	11.2*	19
	<u>1,422.9</u>	<u>570.5</u>		<u>852.4</u>	<u>60</u>

* Excess of the amounts allocated will be utilised for meeting general working capital requirements as disclosed in the Prospectus in relation to the IPO dated 21 September 2012.

20 GROUP BORROWINGS AND DEBT SECURITIES

The amount of Group borrowings and debt securities as at 30 April 2013 are as follows:

	Current	Non-current	Total
	RM'm	RM'm	RM'm
Secured:			
Finance lease			
- Lease of transponders ^(a)	44.7	630.7	675.4
Unsecured:			
Term loans			
- RM Term Loan	50.0	1,950.0	2,000.0
- USD Term Loan – USD330 million	25.0	976.1	1,001.1
	<u>75.0</u>	<u>2,926.1</u>	<u>3,001.1</u>
Less: Debt issuance costs	-	(41.2)	(41.2)
Term loans, net of debt issuance costs	<u>75.0</u>	<u>2,884.9</u>	<u>2,959.9</u>
Finance lease			
- Lease of equipment and software ^(b)	4.8	8.9	13.7
	<u>79.8</u>	<u>2,893.8</u>	<u>2,973.6</u>
	<u>124.5</u>	<u>3,524.5</u>	<u>3,649.0</u>

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

20 GROUP BORROWINGS AND DEBT SECURITIES (continued)

The Group borrowings and debt securities were denominated in the following currencies:

	Total
	RM'm
Ringgit Malaysia	1,982.3
United States Dollars (“USD”)	1,666.7
	3,649.0

Note:

- (a) Lease of transponders on the MEASAT 3 satellite and MEASAT 3A satellite from the lessor, MEASAT Satellite Systems Sdn. Bhd. The finance lease liabilities are effectively secured as the rights of the leased asset will revert to the lessor in the event of default.
- (b) HP lease for servers’ hardware, software and testing environment hardware.

21 DERIVATIVE FINANCIAL INSTRUMENTS

(a) Disclosure of derivatives

Details of derivative financial instruments outstanding as at 30 April 2013 are set out below:

Types of derivative	Contract/ Notional Amount	Fair Value Liabilities
	RM'm	RM'm
Forward foreign currency exchange contracts (“FX Contracts”)		
- Less than 1 year	376.9	5.9
- 1 to 3 years	-	-
- More than 3 years	-	-
	376.9	5.9
Interest rate swaps (“IRS”)		
- Less than 1 year	37.5	1.2
- 1 to 3 years	262.5	8.6
- More than 3 years	1,200.0	39.6
	1,500.0	49.4
Cross-currency interest rate swaps (“CCIRS”)		
- Less than 1 year	25.0	0.4
- 1 to 3 years	175.2	2.9
- More than 3 years	800.9	13.0
	1,001.1	16.3

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

21 DERIVATIVE FINANCIAL INSTRUMENTS (continued)

(a) Disclosure of derivatives (continued)

There have been no changes since the end of the previous financial year ended 31 January 2013 in respect of the following:

- (i) the market risk and credit risk associated with the derivatives as these are used for hedging purposes;
- (ii) the cash requirements of the derivatives;
- (iii) the policies in place for mitigating or controlling the risks associated with the derivatives; and
- (iv) the related accounting policies.

(b) Disclosure of gains/(losses) arising from fair value

The Group determines the fair values of the derivative financial instruments relating to the FX Contracts using valuation techniques which utilise data from recognised financial information sources. Assumptions are based on market conditions existing at each balance sheet date. The fair values are calculated at the present value of the estimated future cash flow using an appropriate market based yield curve. As for IRS and CCIRS, the fair values were obtained from the counterparty banks.

As at 30 April 2013, the Group recognised net total derivative financial liabilities of RM71.6m, an increase of RM36.3m from the previous financial year ended 31 January 2013, on re-measuring the fair values of the derivative financial instruments. The corresponding reduction has been included in equity in the hedging reserve. For the current period, RM12.4m of the hedging reserve was transferred to the income statement to offset the unrealised gain of RM12.4m which resulted from the strengthening of RM against USD. This resulted in an increase on the debit balance in the hedging reserve as at 30 April 2013 by RM24.0m to RM78.1m compared with the financial year ended 31 January 2013.

Forward foreign currency exchange contracts

Forward foreign currency exchange contracts are used to manage the foreign currency exposures arising from the Group's receivables and payables denominated in currencies other than the functional currencies of the Group. The forward foreign currency exchange contracts have maturities of less than one year after the balance sheet date. The notional principal amounts of the outstanding forward foreign currency exchange contracts at 30 April 2013 were RM376.9m (31 January 2013: RM261.5m).

Interest rate swaps

Interest rate swaps are used to achieve an appropriate interest rate exposure within the Group. The Company entered into interest rate swaps with notional principal amounts of RM1,500.0m (31 January 2013: RM1,500.0m) to hedge the cash flow risk in relation to the floating interest rate of a bank loan, as disclosed in Note 20. The interest rate swaps were entered up to 10 years and had an average fixed swap rate of 4.01% (31 January 2013: 4.01%).

Cross-currency interest rate swaps

To mitigate financial risks arising from adverse fluctuations in interest and exchange rates, the Company entered into cross-currency interest rate swaps with notional principal amounts of USD330.0m. The cross-currency interest rate swaps were entered up to a period of 10 years and had an average fixed swap rate and exchange rate of 4.19% (inclusive of interest margin of 1%) (31 January 2013: 4.19% (inclusive of interest margin of 1%)) and USD/RM3.0189 (31 January 2013: USD/RM3.0189) respectively.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

22 PAYABLES

Included in payables are credit terms granted by vendors that generally range from 0 to 90 days (31 January 2013: 0 to 90 days). Vendors of set-top boxes and outdoor units have granted an extended payment terms of 24 and 36 months (“vendor financing”) on Usance Letter of Credit Payable at Sight (“ULCP”) and Promissory Notes (“PN”) basis to the Group.

The effective interest rates at the end of the financial period ranged between 1.4% and 4.6% (31 January 2013: 1.4% and 4.6%) per annum.

As at 30 April 2013, the vendor financing included in payables is RM1,023.6m (31 January 2013: RM831.7m), comprising current portion of RM182.2m (31 January 2013: RM194.3m) and non-current portion of RM841.4m (31 January 2013: RM637.4m).

23 DISCLOSURE OF REALISED AND UNREALISED RETAINED PROFITS/(ACCUMULATED LOSSES)

The following analysis is prepared in accordance with Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the context of disclosure pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants (“MIA Guidance”) and the directive of Bursa Malaysia Securities Berhad.

The breakdown of (accumulated losses)/retained profits of the Group as at the balance sheet date, into realised and unrealised (losses)/profits, pursuant to the directive, is as follows:

<u>Group</u>	<u>As at 30/4/2013</u> RM'm	<u>As at 31/1/2013</u> RM'm
Total (accumulated losses)/retained profits of the Company and its subsidiaries:		
- Realised	(167.9)	(213.1)
- Unrealised ^{N1}	107.9	120.1
	<u>(60.0)</u>	<u>(93.0)</u>
Total retained profits from associates and joint ventures:		
- Realised	10.8	10.1
- Unrealised	-	-
	<u>(49.2)</u>	<u>(82.9)</u>
Less: Consolidation adjustment	<u>(567.8)</u>	<u>(570.2)</u>
Total accumulated losses as per consolidated balance sheets	<u>(617.0)</u>	<u>(653.1)</u>

N1 The unrealised retained profits/(accumulated losses) are mainly deferred tax provision and translation gains or losses of monetary items denominated in a currency other than the functional currency.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

23 DISCLOSURE OF REALISED AND UNREALISED RETAINED PROFITS/(ACCUMULATED LOSSES) (continued)

The breakdown of retained profits of the Company as at the balance sheet date, into realised and unrealised profits, pursuant to the directive, is as follows:

<u>Company</u>	<u>As at 30/4/2013</u> RM'm	<u>As at 31/1/2013</u> RM'm
Total retained profits of the Company:		
- Realised	347.3	433.6
- Unrealised	-	-
	<u>347.3</u>	<u>433.6</u>

24 CHANGES IN MATERIAL LITIGATION

There have been no significant developments in material litigations since the last balance sheet included in the annual audited financial statements up to the date of this announcement, except for the following:-

(i) Claim by AV Asia Sdn. Bhd.

With regards to AV Asia's appeal to the Federal Court in respect of the interlocutory injunction, the case has been fixed for hearing on 3 October 2013.

25 DIVIDENDS

- (a) The Board of Directors has declared a first interim single-tier dividend of 2.0 sen per ordinary share in respect of the financial year ending 31 January 2014 amounting to RM103,966,000, to be paid on 15 July 2013. The entitlement date for the dividend payment is 28 June 2013.

A depositor shall qualify for entitlement to the dividend only in respect of:

- (i) shares transferred to the depositor's securities account before 4.00 pm on 28 June 2013 in respect of transfers; and
- (ii) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.
- (b) As announced in the previous quarter, the Board of Directors proposed to recommend for shareholders' approval at the forthcoming Annual General Meeting a final single-tier dividend of 1.0 sen per ordinary share in respect of the financial year ended 31 January 2013 amounting to RM51,983,000. The entitlement date for the final dividend has now been fixed on 18 July 2013 and will be paid on 2 August 2013.

A depositor shall qualify for entitlement to the dividend only in respect of:

- (i) shares transferred to the depositor's securities account before 4.00 pm on 18 July 2013 in respect of transfers; and
- (ii) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

25 DIVIDENDS (continued)

- (c) The total dividends for the three-month ended 30 April 2013 is 2.0 sen per share, based on 5,198,300,000 ordinary shares (30 April 2012: RM2,738.25 per share, based on 98,238 ordinary shares).

26 EARNINGS PER SHARE

The calculation of basic earnings per ordinary share at 30 April 2013 was based on the profit attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding.

The calculation of diluted earnings per ordinary shares at 30 April 2013 was based on profit attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares.

The following tables reflect the profit and share data used in the computation of basic and diluted earnings per share as at 30 April 2013:

	<u>INDIVIDUAL QUARTER</u>		<u>CUMULATIVE QUARTER</u>	
	<u>QUARTER ENDED 30/4/2013</u>	<u>QUARTER ENDED 30/4/2012</u>	<u>PERIOD ENDED 30/4/2013</u>	<u>PERIOD ENDED 30/4/2012</u>
Profit attributable to the equity holders of the Company (RM'm)	<u>114.1</u>	<u>122.3</u>	<u>114.1</u>	<u>122.3</u>
(i) Basic EPS				
Weighted average number of issued ordinary shares ('m)	5,198.3	0.1	5,198.3	0.1
Basic earnings per share (RM)	<u>0.022</u>	<u>1,247.8</u>	<u>0.022</u>	<u>1,247.8</u>
(ii) Dilutive EPS				
Weighted average number of issued Ordinary shares ('m)	5,198.3	n/a ⁽¹⁾	5,198.3	n/a ⁽¹⁾
Effect of dilution:				
Grant of share awards under the management share scheme ('m)	<u>3.4</u>	<u>n/a⁽¹⁾</u>	<u>3.4</u>	<u>n/a⁽¹⁾</u>
	<u>5,201.7</u>	<u>n/a⁽¹⁾</u>	<u>5,201.7</u>	<u>n/a⁽¹⁾</u>
Diluted earnings per share (RM)	<u>0.022</u>	<u>n/a⁽¹⁾</u>	<u>0.022</u>	<u>n/a⁽¹⁾</u>

⁽¹⁾n/a denotes "Not Applicable" as there were no dilutive ordinary shares.

ASTRO MALAYSIA HOLDINGS BERHAD (932533-V)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 APRIL 2013

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE
BURSA SECURITIES LISTING REQUIREMENTS (continued)**

27 MATERIAL EVENTS SUBSEQUENT TO END OF THE FINANCIAL PERIOD

- (i) On 21 May 2013, Astro Sports Marketing Sdn Bhd (formerly known as Astro Nostalgia Sdn Bhd) (“ASM”), a wholly-owned subsidiary of the Company, acquired 2,000,000 ordinary shares in the share capital of Asia Sports Ventures Pte Ltd (“ASV”) amounting SGD2,000,000 representing 50% of the total issued share capital of ASV.

On 31 May 2013, ASM subscribed for 1,000,000 Redeemable Convertible Preference Shares in ASV amounting to SGD1,000,000

- (ii) On 15 May 2013, MEASAT Broadcast Network Systems Sdn Bhd (“MBNS”), a wholly-owned subsidiary of AMH, has entered into an agreement with MEASAT Satellite Systems Sdn Bhd (“MSS”), a wholly-owned subsidiary of MEASAT Global Berhad (“MGB”), for the utilisation of transponder capacity on the M3c satellite for a fee of United States Dollar (“USD”) 166.40 million (approximately Ringgit Malaysia (“RM”) 497.5 million) (“Fee”) to be satisfied in cash. MBNS will utilise transponder capacity of 6 Ku-band transponders on the M3c satellite in tranches over a period of 15 years commencing from the commencement date. The agreement is subject to shareholders’ approval at an Extraordinary General Meeting.

Other than the above, there were no material subsequent events during the period from the end of the quarter review to 12 June 2013.

BY ORDER OF THE BOARD

LIEW WEI YEE SHARON

(License No. LS0007908)

Company Secretary
12 June 2013