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**econtext Asia Limited**

**環亞智富有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 1390)**

**INSIDE INFORMATION  
RESULTS OF THE CONTROLLING SHAREHOLDER,  
DIGITAL GARAGE, INC.  
FOR THE FISCAL FIRST QUARTER  
ENDED 30 SEPTEMBER 2014**

This announcement is issued pursuant to Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Listing Rules.

On or around 11 November 2014 (2:30 p.m. Hong Kong time), the Company's controlling shareholder, Digital Garage will announce its financial results for its fiscal first quarter ended 30 September 2014.

This announcement is issued by econtext Asia Limited (the “**Company**”) pursuant to Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Company's controlling shareholder, Digital Garage, Inc. (“**Digital Garage**”), is a company listed on the Japan Association of Securities Dealers Automated Quotation (the “**JASDAQ**”) in Japan. As at the date of this announcement, Digital Garage beneficially owns approximately 58.50% of the issued shares in the capital of the Company.

Digital Garage publishes quarterly and annual results announcements (hereinafter collectively referred to as the “**DG's Disclosures**”) with information about its payment segment which is operated by the Company and its subsidiaries (hereinafter collectively referred to as the “**Group**”), including periodic financial results released by Digital Garage pursuant to the requirements under the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended). Digital Garage's financial reports are available in the public domain.

Although companies listed on the JASDAQ are not subject to a mandatory requirement to publish forecasts or estimates, the practice of issuing forecasts or estimates on both an annual and quarterly basis is positively encouraged by the JASDAQ. Most of companies listed on the JASDAQ routinely disclose forecasts on net sales, operating income, ordinary income, net income, net income per share and dividend per share.

Digital Garage will announce and file its financial results for its fiscal first quarter ended 30 September 2014 (the “**DG’s Quarterly Financial Results**”) on or around 11 November 2014 (2:30 p.m. Hong Kong time). On the same day, Digital Garage will post the explanatory materials for the DG’s Quarterly Financial Results (the “**DG’s Explanatory Materials for Quarterly Financial Results**”) on its website. In addition, Digital Garage will file the quarterly securities report for its fiscal first quarter ended 30 September 2014 (the “**DG’s Quarterly Securities Report**”) on 12 November 2014. If you wish to review the DG’s Quarterly Financial Results prepared by Digital Garage, which are filed with the JASDAQ, DG’s Explanatory Materials for Quarterly Financial Results and DG’s Quarterly Securities Report, please visit the followings:

DG’s Quarterly Financial Results (in Japanese)\*:

[http://www.garage.co.jp/ja/ir/library/pdf/141111\\_dg\\_tanshin.pdf](http://www.garage.co.jp/ja/ir/library/pdf/141111_dg_tanshin.pdf)

DG’s Explanatory Materials for Quarterly Financial Results (in Japanese):

[http://www.garage.co.jp/ja/ir/library/pdf/141111\\_dg.pdf](http://www.garage.co.jp/ja/ir/library/pdf/141111_dg.pdf)

DG’s Explanatory Materials for Quarterly Financial Results (in English):

[http://www.garage.co.jp/ja/ir/library/pdf/141112\\_dg\\_en.pdf](http://www.garage.co.jp/ja/ir/library/pdf/141112_dg_en.pdf)

DG’s Quarterly Securities Report (in Japanese):

[http://www.garage.co.jp/ja/ir/library/pdf/141112\\_dg\\_houkoku.pdf](http://www.garage.co.jp/ja/ir/library/pdf/141112_dg_houkoku.pdf)

\* *Digital Garage will post DG’s Quarterly Financial Results on its website by 3:00 p.m. Hong Kong time.*

The financial results of Digital Garage and its consolidated subsidiaries, including those contained in the DG’s Quarterly Financial Results, the DG’s Explanatory Materials for Quarterly Financial Results and the DG’s Quarterly Securities Report have been prepared in accordance with the generally accepted accounting principles of Japan (“**JGAAP**”), which are different from the Hong Kong Financial Reporting Standards (“**HKFRS**”) that the Group is subject to the preparation and presentation of its consolidated financial results and related financial information. As such, the financial results and related information set forth in the DG’s Quarterly Financial Results, DG’s Explanatory Materials for Quarterly Financial Results and DG’s Quarterly Securities Report are not directly comparable to the financial results and related financial information that the Company discloses as a company listed on the Main Board of The Stock Exchange of Hong Kong Limited. In particular, goodwill is amortised within 20 years using a straight-line method under JGAAP, on the other hand, goodwill is not amortised but tested for impairment under HKFRS; revenue for a service is recognised when the service is rendered under JGAAP, on the other hand, revenue for a service is recognised when it is probable that the economic benefits will flow to the Group and when revenue can be measured reliably under HKFRS; a certain intangible assets, including a customer list, are not separately recognised upon a business combination under JGAAP, however, such intangible assets may be separately recognised and amortised under

HKFRS; and the gain on change in equity ownership recorded to extraordinary income under JGAAP while such gain is not recognised as extraordinary income but is credited to equity under HKFRS.

In addition to the differences between JGAAP and HKFRS, the difference in entities comprising Digital Garage's consolidation and the Group's consolidation makes the financial results and related information set forth in the DG's Quarterly Financial Results, the DG's Explanatory Materials for Quarterly Financial Results and the DG's Quarterly Securities Report not directly comparable to the financial results and related financial information that the Company discloses. For example, any inter-company transactions between Digital Garage and the Group would be eliminated for the DG's Quarterly Financial Results but remain recorded for the Group's quarterly financial results.

Extract of DG's Quarterly Financial Results

— Released by Digital Garage and prepared under JGAAP —

The fiscal year ending 30 June 2015, the first quarter financial results (Consolidated)

### 1. Analyses of Results of Operations and Financial Position

“Payment segment provides online payment solutions for e-commerce. VeriTrans Inc. and ECONTEXT, Inc., providers of online payment services in Japan, achieved the stable growth in the number of data transactions and agency payment amount, along with the expansion of domestic e-commerce market. In addition, econtext Asia Limited's initial public offering expense was no longer incurred.

As a result, the net sales were approximately JP¥3,421 million for the three months ended 30 September 2014 (increased by approximately JP¥144 million or approximately 4.4% compared to the same period of the last year).

Operating income was approximately JP¥316 million for the three months ended 30 September 2014 (increased by approximately JP¥112 million or approximately 55.2% compared to the same period of the last year).”

Extract of DG's Explanatory Materials for Quarterly Financial Results

— Released by Digital Garage and prepared under JGAAP —

### 1. Investment Highlights

Payment segment: continued to grow steadily due to the expansion of e-commerce market

- Net sales and operating profit for the first quarter of the year ended 30 June 2015 increased by 4% and 55%, respectively, compared to the same period of the last year
- Continued favourably in Japan due to the expansion of e-commerce market in Japan
- Accelerated the expansion of payment services and e-commerce related businesses in Asia

2. Payment segment's quarterly financial results

“Both net sales and operating profit for the payment segment increased due to the expansion of domestic e-commerce market and the absence of econtext Asia Limited's initial public offering expense.

— Achieved net sales growth of 4% and operating income growth of 55% compared to the same period of the last year —”

		FY2014.6			FY2015.6
		JP¥			JP¥
		in Million			in Million
	Q1	Q2	Q3	Q4	Q1
Net sales	3,277	3,326	3,503	3,346	<b>3,421</b>
Operating income	203	260	415	322	<b>316</b>

3. Balance sheet (Consolidated) as at 30 September 2014

	As at	As at		Major reason
	30 June	30 September	Change	for change
(JP¥ in Million)	2014	2014		
Receivables	8,596	<b>9,138</b>	+542	Payment-business-related items
Money held in trust	889	<b>2,817</b>	+1,928	Payment-business-related items
Deposits	16,434	<b>17,160</b>	+726	Payment-business-related items

**DG's Disclosures contain forward-looking information. Digital Garage has full and independent discretion as to the determination of such forward-looking information by considering factors which Digital Garage considers appropriate and relevant for its reporting and disclosure purposes. Forward-looking information involves important risks and uncertainties that could significantly affect anticipated results in the future and, accordingly, the Company's results may differ from those expressed in any forward-looking statements made by Digital Garage, including DG's Disclosures. In light of the risks and uncertainties, the inclusion of forward-looking information in this announcement should not be regarded as representations by the board of directors of the Company (the "Board") or the Company that the plans and objectives will be achieved. The Company's shareholders, potential investors and readers are advised not**

**to place undue reliance on the contents of DG's Quarterly Financial Results, DG's Explanatory Materials for Quarterly Financial Results and DG's Quarterly Securities Report and to exercise caution in dealing in the securities of the Company.**

By order of the Board  
**econtext Asia Limited**  
**Kaoru Hayashi**  
*Chairman*

Hong Kong, 11 November 2014

*As at the date of this announcement, the Board comprises Kaoru Hayashi (Chairman), Takashi Okita, Tomohiro Yamaguchi and Keizo Odori as executive directors; Joi Okada and Adam David Lindemann as non-executive directors; and Toshio Kinoshita, Takao Nakamura and Toshiyuki Fushimi as independent non-executive directors.*