

# **EFFICIENT E-SOLUTIONS BERHAD**

Company No. 200301030059 (632479-H) (Incorporated in Malaysia under the Companies Act, 1965)

# QUARTERLY REPORT ON CONSOLIDATED RESULTS

# FOR THE FIRST QUARTER ENDED

31 MARCH 2023

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE QUARTER ENDED 31 MARCH 2023

	Individual		Cumulativ	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
	RM	RM	RM	RM
Revenue	6,234,450	4,316,512	6,234,450	4,316,512
Cost of sales	(3,646,611)	(2,886,965)	(3,646,611)	(2,886,965)
Gross profit	2,587,839	1,429,547	2,587,839	1,429,547
Other operating income	466,068	407,526	466,068	407,526
Administrative and operating expenses	(3,334,108)	(3,306,500)	(3,334,108)	(3,306,500)
Loss from operations	(280,201)	(1,469,427)	(280,201)	(1,469,427)
Finance costs	(2,933)	(2,025)	(2,933)	(2,025)
Interest income	196,984	181,517	196,984	181,517
Share of result of associates	234,933	156,182	234,933	156,182
Profit/(Loss) before tax	148,783	(1,133,753)	148,783	(1,133,753)
Income tax expense	(77,224)	(3,582)	(77,224)	(3,582)
Net profit/(loss) for the period	71,559	(1,137,335)	71,559	(1,137,335)
Other comprehensive income				
Exchange translation differences on foreign operations	3,746	-	3,746	-
Total comprehensive income/(loss) for the period	75,305	(1,137,335)	75,305	(1,137,335)
Profit/(Loss) for the period attributable to :				
Equity holders of the parent Non-controlling interests	72,025 (466)	(1,136,831) (504)	72,025 (466)	(1,136,831) (504)
	71,559	(1,137,335)	71,559	(1,137,335)
Total comprehensive income/(loss) for the period attributable to :				
Equity holders of the parent Non-controlling interests	75,771 (466)	(1,136,831) (504)	75,771 (466)	(1,136,831) (504)
	75,305	(1,137,335)	75,305	(1,137,335)
Profit/(Loss) per share attributable to equity holders of the parent :				
Basic ( sen )	0.01	(0.16)	0.01	(0.16)

(The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2022.)

# EFFICIENT E-SOLUTIONS BERHAD Company No. 200301030059 (632479-H) QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE FINANCIAL QUARTER ENDED 31 MARCH 2023

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2023

	(Unaudited) As at	(Audited) As at
	31.03.2023	31.12.2022
	RM	RM
	IXIM	
ASSETS		
Non-current assets		
Property, plant and equipment	28,184,464	28,173,463
Investment properties	39,091,630	39,260,784
Intangible assets	658,715	150,000
Investment in associated companies	6,544,027	6,459,095
Right of use asset	295,205	277,281
Goodwill on combination	5,732,609	,
Contract assets	418,000	418,000
Deferred tax assets	1,907,231	1,907,231
	82,831,881	76,645,854
Current assets	02,001,001	10,010,001
Inventories	173,447	_
Trade receivables	3,648,880	3,727,609
Other receivables	2,400,411	3,293,524
Tax recoverable	85,969	85,958
Contract assets	525,723	453,511
Investment securities	7,754,664	7,695,000
Deposits with licensed banks	17,219,306	16,303,245
Cash and bank balances	17,533,705	20,564,301
	49,342,105	52,123,148
		- , -, -
Total assets	132,173,986	128,769,002
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	75,546,598	75,546,598
Exchange translation reserve	16,364	12,618
Retained earnings	45,015,305	44,943,280
Rotanioù barningo	120,578,267	120,502,496
Non-controlling interest	178,022	178,488
Total equity	120,756,289	120,680,984
	120,100,200	120,000,001
Non-current liabilities		
Contract liabilities	19,450	19,450
Hire purchase payable	125,973	185,556
Deferred tax liabilities	4,680	3,862
Contingent consideration	1,402,574	-
	1,552,677	208,868
Current liabilities		
Trade payables	654,526	679,440
Other payables	4,348,364	2,060,558
Contract liabilities	4,506,113	5,023,359
Hire purchase payable	102,461	56,828
Lease liabilities	53,055	18,966
Tax Payable	200,501	39,999
	9,865,020	7,879,150
Total liabilities	11,417,697	8,088,018
Total equity and liabilities	132,173,986	128,769,002

(The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2022.)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE QUARTER ENDED 31 MARCH 2023

	Ng	on Distributable		Available-	Distributable			
	Share	Share	Foreign	for-sales	Retained		Non-Controlling	Total
			Currency Translation					
	Capital	Premium	Reserve	Reserve	Earnings	Total	Interests	Equity
	RM	RM	RM	RM	RM	RM	RM	RM
FINANCIAL YEAR ENDED 31 DECEMBER 2022								
As at 1 January 2022	75,546,598	-	-	-	46,187,890	121,734,488	180,607	121,915,095
Loss for the year Other comprehensive income for the year	-	-	-	-	(1,244,610)	(1,244,610)	(2,119)	(1,246,729
- foreign currency translation	_	-	12,618	-	-	12,618	-	12,618
Total comprehensive income / (loss) for the year	-	-	12,618	-	(1,244,610)	(1,231,992)	(2,119)	(1,234,111
			, -		( ) ) · · · /			
Acquisition of subsidiaries	-	-	-	-	-	-	-	-
As at 31 December 2022	75,546,598	-	12,618	-	44,943,280	120,502,496	178,488	120,680,984
FINANCIAL PERIOD ENDED 31 MARCH 2023	75 5 10 500		10.010		44.040.000		170,100	100 000 00
As at 1 January 2023	75,546,598	-	12,618	-	44,943,280	120,502,496	178,488	120,680,984
Profit / (Loss) for the year Other comprehensive income for the year	-	-	-	-	72,025	72,025	(466)	71,559
- foreign currency translation	-	-	3,746	-	-	3,746	-	3,746
Total comprehensive income / (loss) for the year	-	-	3,746	-	72,025	75,771	(466)	75,30
Acquisition of subsidiaries	-			-	-	-		-
As at 31 March 2023	75,546,598		16,364	_	45,015,305	120,578,267	178,022	120,756,28

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE QUARTER ENDED 31 MARCH 2023

	31.03.2023	31.12.2022
	RM	RM
CASH FLOWS FROM OPERATING ACTIVITIES		(0.000.00)
Profit / (Loss) before taxation:	148,783	(3,096,525)
Adjustments for:		
Depreciation of investment properties	169,155	697,912
Depreciation of property, plant and equipment	269,179	1,010,996
Depreciation of right of use asset	26,463	78,385
Amortisation of intangible asset	10,723	-
Fair value gain on FVTPL financial assets	(64,541)	(215,560)
Gain on disposal of property, plant and equipment	-	(7,995)
Dividend income	(17,494)	(31,515)
nterest income	(196,984)	(697,174)
nterest expenses	2,933	8,260
Investment income from investment securities	(3,424)	(9,917)
Share of results of associated companies	(234,933)	
Jnrealised loss on foreign exchange	(234,933)	(475,541)
	-	42,320
Reversal of allowance for expected credit losses	(30,000)	(239,840)
Operating loss before changes in working capital	79,860	(2,936,194)
Decreae / (Increase) in trade and other receivables	478,053	(4,389,256)
Changes in contract assets / liabilities	(67,351)	1,903,865
Increase in trade and other payables	2,262,844	528,547
Cash generated used in operations	2,753,406	(4,893,038)
Tax paid, net of tax paid/refunded	(58,962)	(29,100)
Net cash used in operating activities	2,694,444	(4,922,138)
CASH FLOWS FROM INVESTING ACTIVITIES		
Dividend income	17,494	31,515
Decrease in fixed deposits with maturity of more than three months	-	7,113,188
Interest from deposits with licensed banks	196,984	697,174
Increase in investment in unquoted money market funds	4,877	28,002
Distribution from investment in unquoted money market funds	3,424	9,917
Proceeds from disposal of property, plant & equipment	-	25,200
Purchase of property, plant and equipment	(210,029)	(3,120,229)
Purchase of right of use assets	-	(6,416)
Purchase of intangible assets	(268,300)	-
nvestment in subsidiary	(4,739,087)	-
Dividend Income from associated company	150,000	375,000
Net cash used in investing activities	(4,844,637)	5,153,351
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of hire purchase and lease liabilities	20,140	(68,919)
nterest paid Net cash used in financing activities	<u>(2,933)</u> <b>17,207</b>	(8,260) (77,179)
	11,201	(11,113)
Net change in cash and cash equivalents	(2,132,986)	154,034
Effect of exchange translation	18,451	14,015
Cash and cash equivalents at beginning of the financial year	36,753,508	36,585,459
Cash and cash equivalents at end of the financial period*	34,638,973	36,753,508
*Cash and cash equivalents at end of the financial period comprise the following:		
Cash and bank balances	17,533,705	20,564,301
Deposits with licensed banks	17,219,306	16,303,245
	34,753,011	36,867,546
ess: Deposit with maturity more than three months	(114,038)	(114,038)
	34,638,973	36,753,508

(The condensed consolidated statement of cash flow should be read in conjunction with the audited financial statements for the year ended 31 December 2022.)

#### PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134 : INTERIM FINANCIAL REPORTING

#### A1 Basis of preparation

These condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the applicable disclosure provisions of the Main Market Listing Requirements of the Bursa Malaysia Securities Berhad, and *MFRS134*: Interim Financial Reporting in Malaysia and IAS34, Interim Financial Reporting.

The condensed consolidated interim financial statements do not include all of the information required for full annual financial statements, and should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2022. The audited financial statements of the Group were prepared in accordance with the provisions of the Companies Act 2016, Malaysia Financial Reporting Standards ("MFRS"), and International Financial Reporting Standards ("IFRS").

The accounting policies used in the preparation of these interim financial statements are consistent with those adopted in the annual audited financial statements except for the adoption of the new and revised MFRS. Effective 1 January 2019, the Company adopted MFRS 16, Leases. The adoption of MFRS 16, Leases have not resulted in any material impact on the financial statements of the Group.

#### A2 Auditors' Report on preceding annual financial statements

The auditors' report on the financial statements for the year ended 31 December 2022 was not subject to any qualification.

#### A3 Seasonality or cyclicality of interim operations

The Group's operations are not materially affected by seasonal or cyclical factors.

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

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

#### A5 Material changes in estimates

There were no changes in estimates that have had a material effect in the current financial period's results.

#### A6 Debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the quarter under review, other than repayment of hire purchase loan.

#### A7 Dividend paid

There were no dividend paid during the financial period.

#### A8 Segment information

Segment information is presented in respect of the Group's business segment for the financial period ended 31 March 2023.

Analysis by activities	Records Management	IT Services	Others	Elimination	Total
	RM	RM	RM	RM	RM
<b>Operating Revenue</b> External sales Inter-segment sales	611,901 -	5,569,055 1,560	53,494 -	- (1,560)	6,234,450 -
Total operating revenue	611,901	5,570,615	53,494	(1,560)	6,234,450
Result (Loss)/Profit from operations before finance income	(38,043)	681,619	(840,377)	(83,400)	(280,201)
Finance income	4,001	29,134	163,849	-	196,984
(Loss)/Profit from operations	(34,042)	710,753	(676,528)	(83,400)	(83,217)
Finance costs	(853)	(1,829)	(1,321)	1,070	(2,933)
Share of result of associates	-	-	234,933	-	234,933
(Loss)/Profit before taxation	(34,895)	708,924	(442,916)	(82,330)	148,783
Income tax expense	(2,848)	(161,276)	(2,795)	89,695	(77,224)
(Loss)/Profit for the period	(37,743)	547,648	(445,711)	7,365	71,559
NCI Other comprehensive income	-	466 4,333	-	- (587)	466 3,746
Total comprehensive (loss)/income for the period	(37,743)	552,447	(445,711)	6,778	75,771

#### A9 Material events subsequent to the end of the quarter

There were no material events subsequent to the end of the current quarter under review.

#### PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134 : INTERIM FINANCIAL REPORTING

#### A10 Changes in the composition of the Group

On the 28 February 2023, the Group acquired 100% equity interest in FCS International Sdn Bhd ("FCS"). The principal acitvities of FCS are engaged in provision of scanning and digitising hardware and solutions as well as information and content management solutions.

#### A11 Changes in contingent liabilities and contingent assets

There were no changes in the contingent liabilities and contingent assets of the Group since the last annual balance sheet as at 31 December 2022.

#### A12 Significant related party transactions

Related Transacting Parties	Related Parties and Relationship
Regalia Records Management Sdn Bhd ("RRM")	RRM is deemed related to the Group by virtue of a Director of the Group, Victor Cheah Chee Wai, is also the Director in RRM.
	RRM is an associated company of E-Sol where E-Sol has 30% equity interest in RRM.
Olive Tree Concents Sdr Dbd ("OTO")	OTC is deemed related to the Group by virtue of a Director of the Group, Victor Cheah Chee Wai, is also the Director in OTC.
Olive Tree Concepts Sdn Bhd ("OTC")	OTC is a company connected to a Director of the Group, Cheah Chee Kong, by virtue of Section 197 of the Companies Act 2016.
Efficient Protection Services Sdn Bhd ("EPS")	EPS is a company connected to a Director of E-Sol, Dato' Robiah Binti Abdul Ghani, by virture of Section 197 of the Companies Act 2016.
The Third Letter Sdn Bhd ("TTL")	Mr. Cheah Chee Kong and Mr. Edward Cheah Wern Harn (Notes)

#### Notes:-

Mr. Edward Cheah Wern Harn is a director of a subsidiary of the Company, and is a director and major shareholder of TTL. Mr Cheah Chee Kong, being the director and major shareholder of the Company, is person connected to Mr. Edward Cheah Wern Harn by virtue of his family relationship.

The related party transactions of the Group for the quarter and financial period 31 March 2023 are as follows:

	Individua	al Quarter	Cumulativ	e Quarter
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
	RM	RM	RM	RM
Provision of document archiving and related services by RRM	450	944	450	944
Provision of document archiving and related services to RRM	452,978	407,368	452,978	407,368
IT Services provided to RRM	94,492	95,811	94,492	95,811
IT Services provided to TTL	576	535	576	535
Provision of RO water to OTC	1,838	197	1,838	197
Provision of RO water to RRM	204	-	204	-
Provision of security services by EPS	97,980	101,700	97,980	101,700
Renting of shoplot to TTL	23,100	23,100	23,100	23,100
Renting of office to RRM	14,244	14,244	14,244	14,244
Total	685,862	643,899	685,862	643,899

The Directors of the Group are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

#### PART B - EXPLANATORY NOTES PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1 Financial review for current quarter and financial year to date

	Individua	l Quarter	Varia		Cumulativ	e Quarter	Variance	
	31.03.2023	31.03.2022	varia	nce	31.03.2023	31.03.2022	varia	ance
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
Revenue	6,234	4,317	1,917	44.4%	6,234	4,317	1,917	44.4%
Loss from operations	(280)	(1,469)	1,189	80.9%	(280)	(1,469)	1,189	80.9%
Loss before interest and tax	(280)	(1,469)	1,189	80.9%	(280)	(1,469)	1,189	80.9%
Profit/(Loss) before tax for the financial period	149	(1,134)	1,283	113.1%	149	(1,134)	1,283	113.1%
Profit/(Loss) after tax for the financial period	72	(1,138)	1,210	106.3%	72	(1,138)	1,210	106.3%
Profit/(Loss) for the period attributable to:								
Equity holders of the parent Non-controlling interests	72	(1,137) (1)	1,209 1	106.3%	72	(1,137) (1)	1,209	106.3%
Non-controlling interests	72	(1,138)	1,210	106.3%	72	(1,138)	1,210	106.3%
Total comprehensive income/(loss) for the period attributable to:								
Equity holders of the parent	76	(1,137)	1,213		76	(1,137)	1,213	
Non-controlling interests	-	(1)	1	100 70/		(1)	1	100 70/
	76	(1,138)	1,214	106.7%	76	(1,138)	1,214	106.7%

#### (a) Current Year To Date Vs Preceding Year To Date

The Group recorded RM6.23 million revenue for the current quarter under review and profit before tax of RM0.15 million. The Group revenue was surged by 44.40% or RM1.92 million as compared to preceding year corresponding quarter was mainly contributed by (a) higher sales from IT services - cybersecurity; (b) revenue contribution from both recently acquired business/ entity in document storage management and IT Services.

The Group recorded profit before tax of RM0.15 million compared to RM1.14 million loss before tax in preceding year corresponding period. It was mainly due to higher revenue contribution during the period with higher gross profit; fair value gain recognised during the period and higher profit contribution from associates.

#### B2 Material changes in the profit before taxation for the current quarter as compared with the preceding quarter

The Group's revenue increase by 21.4% from RM5.13 million in immediate preceding quarter to RM6.23 million of current quarter mainly due to higher revenue recorded in both IT Services and document storage segment. The Group recorded RM0.15 million profit before tax in the current quarter against RM0.69 million loss before tax in immediate preceding quarter. Both recently acquired document storage business and IT services company as well as existing Cybersecurity business segment provides positive contribution to the bottom line; higher share of profit from associates and fair value gain recognised during the period.

	Current Quarter	Quarter Quarter		Variance		
	31.03.2023	31.12.2022				
	RM'000	RM'000	RM'000	%		
Revenue	6,234	5,134	1,100	21.4%		
Loss from operations	(280)	(921)	641	69.6%		
Loss before interest and tax	(280)	(921)	641	69.6%		
Profit/(Loss) before taxation	149	(689)	838	121.6%		
Profit after tax for the quarter	72	1,212	(1,140)	-94.1%		
Profit for the period attributable to:						
Equity holders of the parent	72	1,212	(1,140)	-94.1%		
Non-controlling interests	-	-	-			
	72	1,212	(1,140)	-94.1%		
Total comprehensive income for the period attributable to:						
Equity holders of the parent	76	1,203	(1,127)			
Non-controlling interests	- 76	- 1,203	- (1,127)	-93.7%		
		1,200	(.,)			

#### PART B - EXPLANATORY NOTES PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

#### B3 Prospects

The Group is seeing growth in document storage and IT Services, including the recently acquired businesses which complement its existing businesses. Despite economic uncertainties like inflation and high interest rate, the Group is cautiously optimistic about the business prospects. Monitoring market conditions and adapting strategies will be crucial to mitigate risks and capitalise on growth opportunities.

#### B4 Profit forecast or profit guarantee

This note is not applicable.

#### B5 Taxation

Individua	al Quarter	Cumulativ	e Quarter
31.03.2023	31.03.2022	31.03.2023	31.03.2022
RM	RM	RM	RM
(76,406)	(4,182)	(76,406)	(4,182)
(818)	600	(818)	600
(77,224)	(3,582)	(77,224)	(3,582)

The Group's accounted for tax expenses due to interest income and certain expenses not deductible for tax purpose.

#### B6 Corporate proposals

(a) There were no corporate proposals announced but not completed during the quarter and financial period under review except the following:

(i) The Board of Directors of Efficient wishes to announce that Bursa Securities has granted Efficient an extension of time up to 30 June 2023 to submit a regularisation plan pursuant to paragraph 8.04(3) together with paragraph 5.0 of Pratice Note 17 of the Main Market Listing Requirements of Bursa Securities.

(ii) Proposed acquisition of records management and storage service contracts and agreements from Datapos (M) Sdn Bhd.

(iii) Proposed acquisition by Efficient from Spektrum Sejahtera Sdn. Bhd. of the remaining 70% equity interest held in Regalia Records Management Sdn. Bhd. for a consideration to be determined at a later date following a valuation exercise to be conducted.

#### (b) Utilisation of proceeds as at financial period ended 31 March 2023.

Purpose	Proposed Utilisation	Actual Utilisation	Intended Timeframe for	Deviation	Explanations
	RM' million	RM' million			
Proposed Distribution	12.1	12.1	Within 6 months	-	
Development of the document management segment and/ or acquisition of viable new businesses and/ or assets	53.5	45.4	Within 18 months		The Group is exploring new business opportunity
Working Capital	8.0	8.0	Within 12 months	-	opportunity
Estimated expenses in relation to the Proposals	1.4	1.4	Within 1 month	-	

#### B7 Borrowing and debt securities

The hire purchase loan balance as at 31 March 2023 is as follow:

	Short term	Long term	Total
	RM	RM	RM
Secured bank borrowings	102,461	125,973	228,434
Total	102,461	125,973	228,434

#### B8 Changes in material litigation

There was no pending material litigation as at the latest applicable date from the date of issuance of this report.

#### B9 Dividend

There were no dividend paid during the financial period.

#### PART B - EXPLANATORY NOTES PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B10 Earnings per share

	Individual Quarter		Cumulative Quarter	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Basic Earnings Per Share	RM	RM	RM	RM
Profit/(Loss) attributable to ordinary equity holders of the parent	72,025	(1,136,831)	72,025	(1,136,831)
Weighted average number of ordinary shares in issue	709,130,100	709,130,100	709,130,100	709,130,100
Basic Earning /(Loss) per share (sen)	0.01	(0.16)	0.01	(0.16)

Basic earning / (loss) per share is calculated by dividing the net loss for the period by the weighted average number of ordinary shares in issue during the financial period.

#### B11 Profit / (Loss) for the year

	Ind	Individual Quarter		Cumulative Quarter	
	31.03.2	023	31.03.2022	31.03.2023	31.03.2022
	RM		RM	RM	RM
Profit / (Loss) for the period is arrived at after charging :					
Interest expense	2	,933	2,025	2,933	2,025
Depreciation of property, plant and equipment	269	,179	249,995	269,179	249,995
Depreciation of Investment properties	169	,155	170,630	169,155	170,630
Depreciation of right of use asset	26	,463	12,629	26,463	12,629
Amortisation of Intangible asset	10	,723	-	10,723	-
Foreign exchange loss		-	25,748	-	25,748
Fair value loss on FVTPL financial assets		-	192,806	-	192,806
and after crediting :					
Interest income	196	,984	181,517	196,984	181,517
Rental income	381	,180	381,180	381,180	381,180
Other income including investment income	9	,660	6,194	9,660	6,194
Foreign exchange gain	52	,400	20,152	52,400	20,152
Fair value gain on FVTPL financial assets	64	,541	-	64,541	-

#### B12 Realised and unrealised profit/(loss)

Total retained profits of the Group comprised the following:

	<b>31.03.2023</b> RM	<b>31.12.2022</b> RM
Realised	58,452,945	37,377,267
Unrealised	10,366	85,872
	58,463,311	37,463,139
Add consolidation adjustments	(13,448,006)	7,480,141
Total Group retained profits as per consolidated accounts	45,015,305	44,943,280

### B13 Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 18 May 2023.