

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE 2ND QUARTER ENDED 31 JANUARY 2022

	Current Quarter Ended 31-Jan-22 RM'000	Comparative Quarter Ended 31-Jan-21 RM'000	6 Months Cumulative To Date 31-Jan-22 RM'000	Comparative 6 Months Cumulative To Date 31-Jan-21 RM'000
Revenue	-	514	432	1,044
Cost of sales	-	(486)	(400)	(986)
Gross profit	-	28	32	58
Other operating income	40	7	43	8
Operating expenses	(748)	(471)	(1,980)	(781)
Loss from operations	(708)	(436)	(1,905)	(715)
Finance costs	(1)	(4)	(2)	(8)
Loss before taxation	(709)	(440)	(1,907)	(723)
Income Tax	-	-	(479)	-
Loss for the period/ Total comprehensive Loss	(709)	(440)	(2,386)	(723)
Loss for the period attributable to:				
Owners of the Parent	(709)	(440)	(2,386)	(723)
Non-controlling Interest	-	-	-	-
	(709)	(440)	(2,386)	(723)
Total comprehensive loss attributable to:				
Owners of the Parent	(709)	(440)	(2,386)	(723)
Non-controlling Interest	-	-	-	-
	(709)	(440)	(2,386)	(723)
Basic (loss)/earnings per ordinary share (sen)	(0.07)	(0.05)	(0.22)	(0.08)

(The unaudited condensed consolidated Statements of Profit or Loss and Other Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 July 2021 and the accompanying explanatory notes attached to this interim financial statements)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT 31 JANUARY 2022**

	(Unaudited) As at 31-Jan-22 RM'000	(Audited) As at 31-Jul-21 RM'000
ASSETS		
Non-Current Assets		
Property, plant and equipment	39,245	39,291
Right-of-use asset	-	93
Current Assets		
Trade receivables	817	398
Other receivables, deposits and prepayment	30	30
Amount owing by contract customer	25	13
Cash and bank balances	202	1,292
	1,074	1,733
TOTAL ASSETS	40,319	41,117
EQUITY AND LIABILITIES		
Share capital	40,867	39,855
Retained earnings	(5,264)	(2,878)
Total equity attributable to the owners of the Company	35,603	36,977
Total Equity	35,603	36,977
Non-current liabilities		
Tax liability	329	-
Other creditor	883	883
Deferred tax liabilities	-	-
	1,212	883
Current Liabilities		
Trade payables	1,638	2,038
Other payables, provisions and accruals	357	493
Amount owing to contract customer	-	-
Amount due to directors	1,065	10
Lease liability	-	94
Tax liabilities	444	622
	3,504	3,257
Total Liabilities	4,716	4,140
TOTAL EQUITY AND LIABILITIES	40,319	41,117
Net assets per share attributable to equity holders of the Company		
- basic (RM)	0.033	0.042

(The unaudited condensed consolidated Statements of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 July 2021 and the accompanying explanatory notes attached to this interim financial statements)

SC ESTATE BUILDER BERHAD [Reg. No. 200401017162 (655665-T)]
(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 JANUARY 2022**

	Attributable to Owners of the Company					
	Share capital	Warrants reserve	Accumulated profit/ losses	Attributable to owners of the Company	Non-controlling interest	Total equity
6 Months Period Ended 31 January 2022	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Balance at 1 August 2021	39,855	-	(2,878)	36,977	-	36,977
Issuance of shares pursuant to private placement	1,012	-	-	1,012	-	1,012
Total comprehensive loss for the period	-	-	(2,386)	(2,386)	-	(2,386)
Balance at 31 January 2022	<u>40,867</u>	<u>-</u>	<u>(5,264)</u>	<u>35,603</u>	<u>-</u>	<u>35,603</u>
6 Months Period Ended 31 January 2021						
Balance at 1 August 2020	31,277	-	2,739	34,016	-	34,016
Issuance of shares pursuant to private placement	3,030	-	-	3,030	-	3,030
Total comprehensive loss for the period	-	-	(723)	(723)	-	(723)
Balance at 31 January 2021	<u>34,307</u>	<u>-</u>	<u>2,016</u>	<u>36,323</u>	<u>-</u>	<u>36,323</u>

(The unaudited condensed consolidated Statements of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 July 2021 and the accompanying explanatory notes attached to this interim financial statements)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE PERIOD ENDED 31 JANUARY 2022**

	Period Ended 31-Jan-22 RM'000	Period Ended 31-Jan-21 RM'000
Cash Flows From Operating Activities		
Loss before taxation	(1,907)	(723)
Adjustments for :-		
Depreciation	90	147
Interest expense	1	-
Interest income	(4)	(8)
Operating loss before working capital changes	(1,820)	(584)
Decrease/(Increase) in receivables	(431)	(1,038)
Increase/(Decrease) in payables	(525)	46
Cash generated from operations	(2,776)	(1,576)
Interest income	4	8
Interest expense	(1)	8
Tax paid	(329)	(216)
Net cash used in operating activities	(3,102)	(1,776)
Cash Flows From Investing Activities		
Proceeds from disposal of property, plant and equipment	39	-
Purchase of property, plant and equipment	-	(3)
Net cash generated from/(used in) investing activities	39	(3)
Cash Flows From Financing Activities		
Director's financing	1,055	50
Repayment of lease liabilities	(94)	(109)
Issuance of share capital	1,012	3,030
Net cash generated from financing activities	1,973	2,971
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(1,090)	1,192
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD	1,292	171
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL PERIOD	202	1,363
CASH AND CASH EQUIVALENTS COMPRISE:		
Cash and bank balances	202	1,363
	202	1,363

(The unaudited condensed consolidated Statements of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 July 2021 and the accompanying explanatory notes attached to this interim financial statements)

NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in compliance with MFRS 134 – Interim Financial Reporting, and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) for the ACE Market.

The accounting policies and method of computation adopted for the interim financial statements were consistent with those adopted for the audited financial statements for the year ended 31 July 2021.

A2. Auditors’ Report

The auditors’ report on the audited annual financial statements for the financial year ended 31 July 2021 was not subject to any qualification.

A3. Seasonal or Cyclical Factors

The operations of the Group were not affected by any seasonal or cyclical factors.

A4. Unusual Items

During the current quarter under review, there were no items or events that arose, which affected the assets, liabilities, equity, net income or cash flows, which are unusual by reason of their nature, size or incidence.

A5. Changes in Estimates

There were no changes in the estimates of amounts reported that have a material effect on the results in the current quarter under review.

A6. Issuance and Repayment of Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt securities.

A7. Dividend Paid

There was no dividend declared or paid by the Company during the quarter under review.

A8. Segmental Information

Segment information is presented in respect of the Group’s business segments which are based on internal reporting structure presented to the management of the Company.

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NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

	Current Quarter			Year-To-Date		
	31-Jan-22 RM'000	31-Jan-21 RM'000	Change %	31-Jan-22 RM'000	31-Jan-21 RM'000	Change %
Segment Revenue						
Construction/ Construction services	-	514	-100%	432	1,044	-59%
Trading of building materials	-	-		-	-	
	-	514		432	1,044	
Elimination of inter-segment revenue	-	-		-	-	
Total revenue	-	514	-100%	432	1,044	-59%
Segment Results						
Construction/ Construction services	(301)	(218)	-38%	(588)	(418)	41%
Trading of building materials	1	(70)	101%	(48)	(109)	-56%
Investment holdings & others	(408)	(148)	-176%	(1,269)	(188)	-575%
Results from operations	(708)	(436)		(1,905)	(715)	
Finance cost	(1)	(4)		(2)	(8)	
Loss before taxation	(709)	(440)	-61%	(1,907)	(723)	-164%

A9. Valuation of Property, Plant and Equipment

The property, plant and equipment of the Group have not been revalued during the current quarter under review.

A10. Material Events Subsequent to the end of the Interim Reporting Period

There were no material events since the end of the current quarter to the date of this announcement that have not been reflected in the interim financial statements.

A11. Changes in the Composition of the Group

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

A12. Contingent Liabilities

As at the end of the current quarter, the Group has no outstanding contingent liabilities.

A13. Capital Commitments

As at the end of the current quarter, the Group did not have any capital commitments.

B1. Review of Performance

Profit and Loss

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NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

	Current Quarter Ended 31-Jan-22 RM'000	Comparative Quarter Ended 31-Jan-21 RM'000	Change %	6-Month Cumulative To Date 31-Jan-22 RM'000	Comparative 6-Month Cumulative To Date 31-Jan-21 RM'000	Change %
Revenue	-	514	-100.0%	432	1,044	-59%
Cost of sales	-	(486)	100%	(400)	(986)	59%
Gross profit	-	28		32	58	
Other operating income	40	7	471%	43	8	438%
Operating expenses	(748)	(471)	-59%	(1,980)	(781)	-154%
Loss from operations	(708)	(436)		(1,905)	(715)	
Finance costs	(1)	(4)		(2)	(8)	
Loss before taxation	(709)	(440)	61%	(1,907)	(723)	164%

The Group registered zero revenue for the current quarter as compared to RM0.514 million for the preceding year corresponding quarter. As for the 6-month period to date, the Group registered a lower revenue of RM0.432 million as compared to RM1.044 million for the preceding year corresponding 6-month period to date.

The decrease in revenue for the current quarter and the 6-month period to date was mainly due to the slow work progress in the construction works as compared to the preceding year corresponding quarter and 6-month period to date.

In consequent thereto, the Group registered a loss before taxation of RM0.709 million and RM1.907 million for the current quarter and 6-month period to date as compared to a loss before taxation of RM0.44 million and RM0.723 million for the preceding year corresponding quarter and 6-month period to date respectively.

Financial Position

As at the current quarter, the trade receivables increased to RM0.817 million from RM0.398 million as at the previous financial year ended 31 July 2021 as a result progress billing during the current financial period under review.

As at the end of the current quarter, the net assets of the Group stood at RM35.603 million, equivalent to RM0.033 per share as compared to RM36.977 million, equivalent to RM0.042 per share as at the previous financial year ended 31 July 2021. The decrease in net assets was mainly due to the loss incurred during the financial period.

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NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

Cash Flow

The cash position of the Group for the current quarter under review reduced to RM0.202 million as compared to RM1.363 million for the preceding year corresponding quarter ended 31 January 2021. The increase in cash and bank balances was mainly due to the increase in net cash used in operating activities and decrease in net cash generated from financing activities.

B2. Material Changes in Quarterly Results Compared to the Results of the Preceding Quarter

	Current quarter 31-Jan-22 RM'000	Preceding quarter 31-Oct-21 RM'000
Revenue	-	432
Loss before taxation	(709)	(1,677)

No revenue was recorded for current quarter as compared to immediate preceding quarter of RM0.432 million. A decrease of 100% in turnover was recorded for the current quarter as compared to immediate preceding quarter. The decrease was mainly due to the decrease in construction progress billings in the current quarter.

The Group recorded a loss before taxation of RM0.709 million for the current quarter under review as compared to a loss before taxation of RM1.677 million on a revenue of RM0.432 million for the immediate preceding quarter.

B3. Commentary on Prospects

The Group is focusing its efforts to increase its construction contract and will continue to secure more contract as well as to improve the future performance of the Group. In addition, the Group is exploring other business opportunities including acquisition of company that is in the business of construction and its related industry, venturing into the business of Renewable Energy (RE) in solar power generation that would contribute positively to the Group.

Besides, the Group will also strengthening its manpower with relevant expertise in construction industry to tender construction jobs and to submit proposals to government for affordable housing projects and other construction related projects.

Despite the prevailing challenges faced by the Group in the construction industry, the Group is optimistic in the outlook for the Group in the coming years.

SCBUILD/0109 Prospect in line with OUR FUTURE @ SCBUILD/0109 > INVEST FOR LONG TERM > MOVING FORWARD 2020 – 2030 > UNITED • BEYOND 2100.

On 15 December 2020, the Company had written to Employees Provident Fund (EPF) inviting EPF to subscribe to the Company's private placement announced on 2 October 2020. Despite EPF did not subscribe to the private placement, The Management Of EPF noted the initiative of

NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

SCBUILD/0109 in taking responsibility for the challenge of Environment, Social and Governance (ESG) via their letter dated 28 December 2020.

“Pengurusan KWSP mengambil maklum inisiatif syarikat SC Estate Builder Berhad (SCEBB) dalam usaha memikul tanggungjawab bersama memenuhi tuntutan cabaran ‘Environment, Sosial and Governance’ atau ESG pada masa ini.”

SCBUILD/0109 proposes Multiple Effect Solutions for 2020 Year Global Crisis on Climate Change and Coronavirus Pandemic Across The World to Create Safety, Healthy, Wealthy for The Peoples and Planet.

SCBUILD/0109 is a Shariah Compliant Company Listed On ACE Market Of Bursa Malaysia since 29 November 2005. SCSBUILD/0109 Group’s Core Business is Construction and its related industries including Renewable Energy (RE) On Solar Power Plants, Solar Power On The Roofs, Affordable Houses, Infrastructure Works And Related Business.

SCBUILD/0109 strives to Secure more contracts from The Government and Private Sector on its Core Business Construction and its related Industries including Renewable Energy (RE) on Solar Power Plants, Solar Power On The Roof, Affordable Houses, Infrastructures works and related business to replenish SCSBUILD/0109’s order book as well as to continue improve performance of the Group.

SCBUILD/0109 Believes Renewable Energy (RE) on Solar Power Plants, Solar Power On The Roofs, Affordable Houses and Infrastructures Works will contribute positively to the Group.

SCBUILD/0109 is optimistic in the Outlook for the Group in the coming years with the expansion into Renewable Energy (RE) on Solar Power Plants, Solar Power On The Roofs, Affordable Houses and Infrastructures works under Environment, Social and Governance (ESG) initiative projects that Solutions On Climate Change On Global Warning And Flooding.

SC Estate IBS Sdn. Bhd., a wholly-owned subsidiary of the Company had received a letter of award dated 15 January 2021 from Merchant Esteem Sdn. Bhd. for the proposed Prototyping Solar Power On The Roofs on one unit of terrace/shop houses and proposed financing, building and completion of 28 units single storey terrace/shop houses at town of Alor Setar, state of Kedah Darul Aman, Malaysia.

On 27 January 2021, SC Estate Energy Sdn. Bhd., a subsidiary of SCSBUILD/0109 had Obtained Approval From Sustainable Energy Development Authority (SEDA) to be listed under the Registered Solar PV Investor Directory.

SCBUILD/0109 is Confident that the Group can achieve better performance in the future in line with SCSBUILD/0109 Chairman and Managing Director’s Statement of the Group’s Annual Report 2020 as follows:

SCBUILD/0109 2020 – 2030 YEAR MOVING FORWARD BUSINESSES PLANS

LEVEL

TARGETS PROPOSED

0. SCSBUILD/0109 2020 – 2030 YEAR Committed To Net-Zero Carbon Emission By 2050 Proposes Multiple Effect Solutions On Climate Change And Target To Build 2,000 Megawatt (MW) to 3,000 Megawatt (MW) Of Solar Power Plants And Solar Power On The Roofs In Malaysia, ASEAN Members Countries And In Asia.

NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

1. SCBUILD/0109 2020 – 2030 YEAR Fundraising Of RM2Billion To RM3Billion To Finance Construction And Related Industries Including Renewable Energy On Solar Power Plants, Solar Power On The Roofs, Affordable Houses, Infrastructure Works And Related Businesses. Lease Or Purchase Of Lands, Working Capitals, General Expenses, Operating Costs, Acquisition Of Construction And Related Businesses, Shares Buy Back And Etc.
2. SCBUILD/0109 2020 – 2030 YEAR Merger And Acquisition (M & A) With Construction And Related Industries Including Renewable Energy On Solar Power Plants, Solar Power On The Roofs, Affordable Houses, Infrastructure Works And Related Businesses.
3. SCBUILD/0109 2020 – 2030 YEAR Target To Build 2,000 Megawatt (MW) To 3,000 Megawatt (MW) Of Solar Power Plants For Multiple Effect Solutions On Climate Change In Malaysia, ASEAN Members Countries And In Asia.
4. SCBUILD/0109 2020 – 2030 YEAR Target To Build 2,000 Units To 3,000 Units Of Affordable Houses With Solar Power On The Roofs, 2 Meters Social Distance Walkway And Bicycle Lane With Internet Connectivity For Multiple Effect Solutions On Climate Change And Coronavirus Pandemic To Create Safety, Healthy, Wealthy For The Peoples And Planet.
5. SCBUILD/0109 2020 – 2030 YEAR Committed To Government Of Malaysia Shared Prosperity Vision 2030, Proposals That Submitted By SCBUILD/0109 To Government of Malaysia For The Proposed Infrastructure Works That Awarded From Malaysia Government To SCBUILD/0109 Will Be Allocated 40% Of The Works To Bumiputera Usahawan And Young Entrepreneurs At The Age Of 20s-30s.
6. SCBUILD/0109 2020 – 2030 YEAR To Build Shareholders And Investors Relationship Also Related Promotions In Malaysia, ASEAN Members Countries And In Asia As Well As America, Europe And United Kingdom (UK) To Invest In OUR FUTURE @ SCBUILD/0109 Stocks And Funding For Multiple Effect Solutions On Climate Change And Coronavirus Pandemic Across The World To Create Safety, Healthy And Wealthy For The Peoples And Planet.
7. SCBUILD/0109 2020 – 2030 YEAR To Use Advance Technologies, Smart Phones, Computers, Internet, Artificial Intelligence (AI), Automations, Robotics, Future Technologies And Etc. For Multiple Effect Solutions On Businesses, Climate Change And Coronavirus Pandemic Across The World To Create Safety, Healthy And Wealthy For The Peoples And Planet.
8. SCBUILD/0109 2020 – 2030 YEAR To Apply SCBUILD/0109 TOOLS OF 3S (Simple, Strong And Solid) Simple Business, Strong Organization And Solid Assets And 3M (Multiple, Maximum And Minimum) Multiple Income, Maximum Profit And Minimum Cost For All SCBUILD/0109 Businesses.
9. SCBUILD/0109 2020 – 2030 YEAR To Welcome Younger Generation Age Of 20s- 30s To Invest In SCBUILD/0109 Stocks And Also Proposals From SCBUILD/0109 Shareholders and Investors That Can Make Businesses Profitable And Increase In Share Price In line With OUR FUTURE @ SCBUILD/0109 > INVEST FOR LONG TERM > MOVING FORWARD 2020-2030 > UNITED • BEYOND 2100.

NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022
A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

B4. Variance of Actual Profit from Forecast Profit

This is not applicable as no profit forecast was published.

B5. Profits on Sale of Unquoted Investments and/or Properties

There was no disposal of unquoted investments or properties during the current quarter under review.

B6. Corporate Proposals

Status of utilisation of Private Placement Proceeds

(i) Private Placement 2021

On 22 January 2021 the Company announced a proposal to undertake a private placement of up to 20% of the total number of issued shares of SCBUILD/0109 to third party investor(s). Accordingly, a total of 116,618,181 Placement Shares may be issued pursuant to the Proposed Private Placement.

On 26 February 2021, the Company announced that 80,000,000 new shares were issued pursuant to the proposed private placement of up to 20% for the issued and paid up shares capital of the Company at an issue price of RM0.05 per share. The 80,000,000 shares were listed on 1 March 2021.

On 9 June 2021, the Company announced that 6,000,000 new shares were issued pursuant to the proposed private placement of up to 20% for the issued and paid up shares capital of the Company at an issue price of RM0.07812 per share. The 6,000,000 shares were listed on 10 June 2021.

On 29 June 2021, the Company announced that 15,000,000 new shares were issued pursuant to the proposed private placement of up to 20% for the issued and paid up shares capital of the Company at an issue price of RM0.07812 per share. The 6,000,000 shares were listed on 30 June 2021.

On 5 August 2021, the Company announced that 15,000,000 new shares were issued pursuant to the proposed private placement of up to 20% for the issued and paid up shares capital of the Company at an issue price of RM0.0675 per share. The 6,000,000 shares were listed on 6 August 2021.

The utilisation proceeds as at 31 January 2022 is as follows:

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NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

<u>Purpose</u>	Proposed Utilisation RM'000	Adjusted Utilisation RM'000	Actual Utilisation RM'000	Timeframe for Utilisation	Deviation / Unutilised RM'000
Working Capital	6,314	4,000	3,798	Within 12 months	202
Estimated Expenses	100	47	47	Upon completion	-
	<u>6,414</u>	<u>4,047</u>	<u>3,845</u>		<u>202</u>

B7. Off Balance Sheet Financial Instruments

There was no off balance sheet financial instruments as at the date of this report.

B8. Material Litigation

The following are the updates on the material litigation:

4 June 2021

On 4 June 2021, the Board of Directors of SCBUILD/0109 announced that the Company ("**the Plaintiff**") had on 3 June 2021 filed a Writ of Summons, Statement of Claim and Notice of Application (Interlocutory Injunction) in respect of a Special Notice dated 21 May 2021 for requisition for an Extraordinary General Meeting for the removal and appointment of directors served by 10 shareholders ("**the Defendant**").

20 September 2021

On 20 September 2021, the Company announced that at the Court's hearing held on 20 September 2021, the Court has dismissed the Company's injunction application and allowed the Defendants' application for injunction to compel the Company to issue notice of EGM within 14 days from the date of this judgement and to convene the proposed EGM within 28 days from the date of the judgement. On the same day, the Company had filed appeals against the Court's decision to the Court of Appeal.

24 September 2021

On 24 September 2021, the Company had filed a formal application for stay of execution of the Court's decision. The decision of the stay of execution will be delivered by the Court on 4 October 2021.

4 October 2021

On 4 October 2021, the Company announced that at the Court's hearing held on 4 October 2021, the Court has dismissed the Company's application for stay of execution.

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A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

8 October 2021

On 8 October 2021, the Company announced that the Company has filed a Stay of Execution pursuant to Section of the Court of Judicature Act 1964 to the Court of Appeal on 8 October 2021 in relation to the Shah Alam High Court's decision on 20 September 2021 that allowed the Defendants' application for a mandatory injunction to compel the Company to issue a notice of Extraordinary General Meeting ("EGM") within 14 days from the date of the order and to convene the proposed EGM.

15 October 2021

On 15 October 2021, the Company announced that at the Court of Appeal's hearing held on 15 October 2021, the Court of Appeal dismissed the Company's application for stay of execution.

1 November 2021

On 1 November 2021, the Company announced that the Company has been served with the sealed Kuala Lumpur High Court Originating Summons No. WA-24NCC-487-10/2021 dated 27 October 2021 and an Affidavit in Support, affirmed by Terence Cheah Eu Lee on 26 October 2021, commenced by the following shareholders through its solicitors, Messrs Scivetti & Associates:

- (1) Terence Cheah Eu Lee
- (2) Michael Heng Chun Hong
- (3) Koh Boon Poh
- (4) Tan Pow Choo @ Wong Seng Eng
- (5) Ng Tiam Hock @ Tan Tiam Kew
- (6) Gan Boon Guat
- (7) Florence Lim Hui Leng
- (8) Kwong Ming Kwei
- (9) Yeo Bee Kim
- (10) Yap Siew Lynn

The action was commenced against the Company and all its Directors whereby the Plaintiffs are seeking for, inter alia, the reliefs as follows:-

- a. A declaration that the procedural steps taken in the passing and/or declining the resolutions proposed at the Extraordinary General Meeting ("EGM") of the Company held on 18.10.2021 were illegal and unlawful;
- b. A declaration that the decision of Loh Boon Ginn as the Chairman during the EGM of the Company to reject the proxy forms of CGS-CIMB Nominee (Tempatan) Sdn Bhd and JF Apex Nominee (Tempatan) Sdn Bhd appointing James Ng Khai Sheng and Seik Ye Doong respectively as proxies are null and void and no effect whatsoever;
- c. A declaration that the votes by James Ng Khai Sheng and Seik Ye Doong as proxies be deemed to have been exercised and/or casted at the EGM in the manner as directed in the proxy forms;
- d. an order that the result of the Extraordinary General Meeting held on 18 October 2021 ("the EGM") to be carried and be implemented as follows:

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NOTES TO THE QUARTERLY REPORT – 31 JANUARY 2022

A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

- i. Loh Shy Tyug, Loh Boon Zheng, Loh Shy Ming and Loh Boon Ginn are deemed to have been removed as directors with effect from 18 October 2021;
- ii. Terence Cheah Eu Lee, Liau Chee Kiong, Alwin Wong Khai Xiang and Saiful Nizam Mohd are deemed to have been appointed as directors with effect from 18 October 2021;
- e. an order that the Board of Directors of SCBUILD/0109 to take all necessary steps and measures to ensure item (d) above shall take effect;
- f. alternatively, for an order that the EGM to be re-convened by the Plaintiffs pursuant to Section 310(b) and Section 314 of the Companies Act 2016;
- g. an order that SCBUILD/0109 to take all necessary steps and measures to ensure that item (f) above whereby SCBUILD/0109 and/or the Company Secretary of SCBUILD/0109 shall issue Notice to convene EGM of the Company within 7 dates from the date of the Suit, shall take effect;
- h. an order that all directors appointed by 1st to 11 Defendants and/or the Board of Directors of SCBUILD/0109, following the conclusion of the EGM to be removed with immediate effect;
- i. an order that any director resolutions passed by the 1st to 11th Defendants (or any 2 or more of them) and/or the board of directors of SCBUILD/0109 following the conclusion of the EGM are hereby declared as invalid and shall not have effect;
- j. alternatively, an order that all resolution passed by the 1st to 11th Defendants (or any 2 or more of them) and/or the board of directors of SCBUILD/0109 following the conclusion of the EGM to be table and put in writing to the SCBUILD/0109 with full written explanations of those resolutions, with at least 14 days' notice before the board of directors' meeting; and
- k. cost of proceedings of the Suits to be borne by the directors of the Company.

The Company is in consultation with its solicitors and will make the necessary announcement on any material development of this matter in due course.

5 November 2021

On 5 November 2021 the Company announced that the Originating Summons ("Enclosure 1") was fixed for case management on 3 November 2021.

Further, the Company's solicitors informed the Court that they were served on the evening of 2 November 2021 with 2 applications made by one Seik Yee Kok ("Enclosure 7") and one See Jovin ("Enclosure 9") respectively, seeking leave to intervene into the proceeding. Both claimed to be beneficial shareholders of the Company.

The Court has also fixed 9 November 2021 for a case management via e-review to fix the hearing dates for Enclosure 7 and 9.

9 November 2021

On 9 November 2021, the announced that the Originating Summons ("Enclosure 1"), Intervener Application by Seik Yee Kok ("Enclosures 7"), Intervener Application by See Jovin ("Enclosure 9") and the Injunction Application by the Plaintiffs ("Enclosure 11") were fixed for case management via Zoom application on 9 November 2021.

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Further, Enclosure 11 was served on the Company's solicitors on the evening of 8 November 2021 whereby the Plaintiffs are seeking, among others, to restrain the Company from proceeding with the proposed rights issue exercise as announced on 29 October 2021.

It is directed that Enclosure 11 is to be disposed of first, followed by Enclosures 7 and 9 and thereafter Enclosure 1.

A case management via Zoom was fixed on 11 November 2021 for the Court to give further directions and also for the Company's solicitors to update the Court accordingly with regard to the proposed rights issue exercise.

11 November 2021

On 11 November 2021, the Company announced that the Originating Summons ("Enclosure 1"), Intervener Application by Seik Yee Kok ("Enclosures 7"), Intervener Application by See Jovin ("Enclosure 9") and the Injunction Application by the Plaintiffs ("Enclosure 11") were fixed for case management via Zoom application on the same day at 3:30 pm.

The Company's solicitors updated the Court accordingly with regard to the proposed rights issue exercise and directions were given to parties with regard to the filing of affidavits and submissions for Enclosure 11. Enclosures 7, 9 and 11 are fixed for hearing via Zoom application on 22 December 2021 at 10:00 am. Enclosure 1 was also fixed for case management on the same day for the Court to give further directions thereafter

22 December 2021

On 22 December 2021, the Company announced that the Intervener Application by Seik Yee Kok ("Enclosure 7"), Intervener Application by See Jovin ("Enclosure 9") and the Injunction Application by the Plaintiffs ("Enclosure 11") were fixed for Hearing via Zoom application on the same day at 10:00 am.

On the same day was also fixed for case management for the discovery application by the Plaintiffs ("Enclosure 45") against the Company, seeking, among others, the recordings of the EGM proceeding held on 18th October 2021. Enclosure 45 was served on the Company's solicitors on 21st December 2021.

Enclosure 45 has been fixed for further case management on 10th January 2022 to allow the parties to resolve amongst themselves with regard to the documents sought by the Plaintiffs out of court and directions on the exchange of affidavits will only be given on the 10th January 2022.

10 January 2022

On 10 January 2022, the Company announced that the Intervener Application by Seik Yee Kok ("Enclosure 7") and the Intervener Application by See Jovin ("Enclosure 9") were allowed by the Court today and they are to be added as the 11th Plaintiff and 12th Plaintiff respectively.

With regard to the Plaintiffs' Discovery Application ("Enclosure 45"), it is fixed for further case management on 14 January 2022 for them to inform the court on whether they intend to proceed with the same, and if so, further directions will be given then.

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The Plaintiffs' Originating Summons ("Enclosure 1") is fixed for Hearing on the 14 March 2022 via Zoom application.

The Plaintiffs' Injunction Application ("Enclosure 11") is kept in abeyance in the meantime.

14 January 2022

On 14 January 2022, the Company announced that the Plaintiffs' Discovery Application ("Enclosure 45") was fixed for case management today.

The Plaintiffs' solicitors informed the Court that the Plaintiffs intend to proceed with Enclosure 45 but they have narrowed down the list of documents sought for, to only one proxy form lodged by JF Apex Nominees (Tempatan) Sdn. Bhd.. Directions on the filing of affidavits and submissions were given by the Court. Enclosure 45 is fixed for Hearing on 4 February 2022 at 9:00am via Zoom Application.

27 January 2022

On 27 January 2022, the Company announced that in light of Seik Yee Kok and See Jovin having been added as 11th and 12th Plaintiffs respectively in the legal action, the Company has on 26 January 2022 filed a Notice of Application to sought for, among others for an order that the Plaintiffs appoint a single firm of solicitors to represent them collectively ("Enclosure 69"). The Company is also seeking for an interim stay of proceedings pending disposal of the said application. The application is fixed for case management on 4 February 2022 at 10.00am via Zoom application.

However shortly after the filing of the application, Messrs Scivetti & Associates filed and served their Notice of Change of Solicitors for the 11th and 12th Plaintiffs.

As Messrs Scivetti & Associates now represents all the Plaintiffs, the application has been rendered academic and the Company will not be proceeding with the application.

4 February 2022

On 4 February 2022, the Company announced that the case management for Enclosure 69 and hearing for Enclosure 45 were held this morning. The Defendants' solicitors had withdrawn Enclosure 69 and therefore, Enclosure 69 has been struck out with no order as to costs.

With regard to Enclosure 45, the Court has fixed the same for Decision on 11 February 2022 at 9:00am via Zoom Application.

11 February 2022

On 11 February 2022, the Company announced that the decision for Enclosure 45 was held this morning via Zoom Application. At the request of the Plaintiffs' solicitors, Enclosure 45 has been struck out with no order as to costs.

3 March 2022

On 3 March 2022, the Company announced that the 2nd to 12th Defendants' solicitors has been changed to Messrs. Bodipalar Ponnudurai De Silva with effect from 3 March 2022.

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A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

14 March 2022

On 14 March 2022, the Company announced that the Hearing for the Amended Originating Summons (“Enclosure 59”) is adjourned to 11 April 2022 at 10:30am via Zoom application. The 1st to 10th Plaintiffs’ Injunction Application (“Enclosure 11”) has also been fixed for case management on the same date.

Further, the Defendants have agreed to maintain the previously given undertaking as stated in the earlier announcement dated 10 January 2022.

B9. Loss per Share

The basic loss per share was calculated by dividing the net loss for the period by the weighted average number of ordinary shares in issue during the period.

	Quarter ended		Year to date	
	<u>31-Jan-22</u>	<u>31-Jan-21</u>	<u>31-Jan-22</u>	<u>31-Jan-21</u>
Net loss for the financial period (RM'000)	(709)	(440)	(2,386)	(723)
Weighted average number of ordinary shares in issue ('000)	1,073,927	937,337	1,073,927	937,337
Basic loss per ordinary share (sen)	(0.07)	(0.05)	(0.22)	(0.08)

B10. Realised and Unrealised Profits or Losses

	<u>As at 31-Jan-22 RM'000</u>	<u>As at 31-Jan-21 RM'000</u>
Total accumulated losses of the Group		
- Realised	(5,264)	(2,878)
- Unrealised	-	-
	<u>(5,264)</u>	<u>(2,878)</u>

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A. EXPLANATORY NOTES AS PER MFRS 134 - INTERIM FINANCIAL REPORTING

B11. Notes to the Statements of Profit or Loss and Other Comprehensive Income

	Current quarter ended 31-Jan-22 RM'000	Current year to date 31-Jan-22 RM'000
Depreciation	40	90
Interest income	(1)	(4)

Other than as disclosed above, the Group does not have other material items that are recognised as profit or loss in the Statements of Profit or Loss and Other Comprehensive Income.

BY ORDER OF THE BOARD

LOH BOON GINN
Ahli Mahkota Kedah
Chairman and Managing Director / Chief Executive Officer