

**QUARTERLY REPORT ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE FOURTH QUARTER
 ENDED 31 DECEMBER 2021**
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(THE FIGURES HAVE NOT BEEN AUDITED)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTERS		
	3-MONTH PERIOD ENDED		12-MONTH PERIOD ENDED		
	Note	31 DECEMBER 2021	31 DECEMBER 2020	31 DECEMBER 2021	31 DECEMBER 2020
	RM	RM	Unaudited RM	Audited RM	
Revenue		49,512,674	44,498,039	159,722,731	132,175,940
Cost of sales		(17,809,917)	(31,566,040)	(63,006,569)	(73,989,570)
Gross Profit		31,702,757	12,931,999	96,716,161	58,186,370
Other income		551,468	8,954,715	2,282,105	13,363,829
Administrative expenses		(26,946,972)	(11,017,843)	(75,793,770)	(62,986,738)
Profit / (Loss) from operations		5,307,253	10,868,871	23,204,496	8,563,461
Share of results of associate		-	-	-	-
Profit / (Loss) before interest and taxation		5,307,253	10,868,871	23,204,496	8,563,461
Interest Expenses		(3,828,007)	(5,718,278)	(15,495,536)	(21,526,530)
Interest Income		67,734	26,597	98,598	36,394
Profit / (Loss) before taxation		1,546,980	5,177,190	7,807,559	(12,926,675)
Taxation		2,500,860	(473,915)	1,535,988	783,849
Profit / (Loss) for the period		4,047,840	4,703,275	9,343,547	(12,142,826)
Profit / (Loss) attributable to:					
Owners of the Company		440,462	2,786,622	1,671,247	(9,406,028)
Non-controlling interests		3,607,378	1,916,652	7,672,299	(2,736,798)
		4,047,840	4,703,275	9,343,547	(12,142,826)

Earnings per share attributable to
Owner of the Company

- Basic (sen)	B9	0.10	0.69	0.36	(2.32)
- Diluted (sen)	B9	0.10	(5.14)	0.36	(5.14)

Note:

The unaudited condensed consolidated Statement of Comprehensive Income should be read in conjunction with the notes to the interim financial report and the audited financial statements of the Group for the financial year ended 31 December 2020.

**QUARTERLY REPORT ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE FOURTH QUARTER
 ENDED 31 DECEMBER 2021**
CONDENSED CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

(THE FIGURES HAVE NOT BEEN AUDITED)

Note	INDIVIDUAL QUARTER 3-MONTH PERIOD ENDED		CUMULATIVE QUARTERS 12-MONTH PERIOD ENDED	
	31 DECEMBER 2021	31 DECEMBER 2020	31 DECEMBER 2021 Unaudited	31 DECEMBER 2020 Audited
	RM	RM	RM	RM
(Loss)/Profit for the period	4,047,840	4,703,275	9,343,547	(12,142,826)
OTHER COMPREHENSIVE INCOME				
Exchange difference arising on translation of foreign operations	(56,997)	33,001	(19,247)	(46,211)
Fair Value adjustment	(65,350)	-	(65,350)	-
Amortisation of revaluation reserve	-	9,467,382	-	9,467,382
Other comprehensive (loss)/income, net of tax	(122,347)	9,500,383	(84,598)	9,421,171
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE PERIOD	3,925,493	14,203,657	9,258,949	(2,721,655)
Total comprehensive (loss)/income attributable to:				
Owners of the Company	318,115	12,287,005	1,586,649	(4,055,857)
Non-controlling interests	3,607,378	1,916,652	7,672,299	1,334,202
	3,925,493	14,203,657	9,258,949	(2,721,655)

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**QUARTERLY REPORT ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE FOURTH QUARTER
 ENDED 31 DECEMBER 2021**
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	<i>Unaudited</i> 31 DECEMBER 2021	<i>Audited</i> 31 DECEMBER 2020
	RM	RM
ASSETS		
NON-CURRENT ASSETS		
Property, plant & equipment	79,819,859	82,965,633
Right-of-use assets	170,813,223	155,460,531
Investment in associate	1,661,038	3,372,153
Goodwill on consolidation	29,993,752	34,493,752
Intangible assets	95,952,739	98,615,656
Deferred tax assets	7,210,959	7,513,583
	<u>385,451,570</u>	<u>382,421,308</u>
CURRENT ASSETS		
Inventories	2,342,620	1,612,971
Trade and other receivables	56,951,160	54,811,498
Contract costs	5,401,349	1,914,228
Current tax assets	496,781	496,596
Deposits placed with licensed banks	15,482,404	14,461,586
Cash and bank balances	28,012,441	12,898,215
	<u>108,686,755</u>	<u>86,195,094</u>
Non-current assets held for sale	24,725,158	31,194,158
	<u>518,863,483</u>	<u>499,810,560</u>
TOTAL ASSETS		
EQUITY AND LIABILITIES		
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY		
Share capital	88,794,521	86,730,228
Treasury shares	(294,252)	(294,252)
Revaluation reserve	5,396,382	5,396,382
Foreign currency translation reserve	(88,637)	(69,390)
Retained earnings	21,922,235	20,316,338
	<u>115,730,248</u>	<u>112,079,306</u>
Non-controlling interests	87,930,729	78,989,414
	<u>203,660,976</u>	<u>191,068,720</u>
TOTAL EQUITY		
NON-CURRENT LIABILITIES		
Loans and borrowings	17,762,219	17,859,568
Lease liabilities	171,025,454	141,023,549
Deferred tax liabilities	29,880,012	31,603,712
	<u>218,667,685</u>	<u>190,486,829</u>
CURRENT LIABILITIES		
Trade and other payables	53,457,582	58,561,900
Loans and borrowings	2,002,355	10,577,201
Overdraft	(305,637)	-
Lease liabilities	12,682,389	19,205,869
Contract liabilities	28,731,179	29,691,340
Tax payables	(33,046)	218,701
	<u>96,534,822</u>	<u>118,255,011</u>
	<u>315,202,507</u>	<u>308,741,840</u>
TOTAL LIABILITIES		
TOTAL EQUITY AND LIABILITIES		
	<u>518,863,483</u>	<u>499,810,560</u>
Number of ordinary shares (unit)	447,523,075	427,284,925
Net assets per share attributable to owners of the Company (sen)	25.9	26.2

Note:

The unaudited condensed consolidated Statement of Financial Position should be read in conjunction with the notes to the interim financial report and the audited financial statements of the Group for the financial year ended 31 December 2020.

QUARTERLY REPORT ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE FOURTH QUARTER
ENDED 31 DECEMBER 2021

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
(THE FIGURES HAVE NOT BEEN AUDITED)

	Share Capital	Treasury Shares	Share Based Payment Reserve	Foreign Currency Translation Reserve	Revaluation Reserve	Statutory Reserve	Retained Profits	Sub-total	Non Controlling Interests	Total Equity
	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM
Current period ended 31 DECEMBER 2021										
As at 01 JANUARY 2021	86,730,228	(294,252)	-	(69,390)	5,396,382	-	20,316,338	112,079,306	78,989,414	191,068,720
Total comprehensive income for the period										
(Loss)/Profit for the period	-	-	-	-	-	-	1,671,247	1,671,247	7,672,299	9,343,547
Other Comprehensive income for the period	-	-	-	(19,247)	(0)	-	(65,350)	(84,598)	-	(84,598)
Total comprehensive income	-	-	-	(19,247)	(0)	-	1,605,897	1,586,649	7,672,299	9,258,949
Transaction with owners										
Issuance of shares pursuant to :-										
- Private Placement	2,064,293	-	-	-	-	-	-	2,064,293	4,920,000	6,984,293
Dividend paid to non-controlling interest	-	-	-	-	-	-	-	-	(3,600,000)	(3,600,000)
Acquisition of investment in subsidiaries	-	-	-	-	-	-	-	-	(50,985)	(50,985)
Total transactions with owners	2,064,293	(0)	-	-	-	-	-	2,064,293	1,269,015	3,333,308
Balance as at 31 DECEMBER 2021	88,794,521	(294,252)	-	(88,637)	5,396,382	-	21,922,235	115,730,248	87,930,729	203,660,977
Corresponding period ended 31 DECEMBER 2020										
As at 01 JANUARY 2020	84,504,033	(253,964)	-	(23,179)	-	-	29,722,366	113,949,255	80,061,384	194,010,639
Total comprehensive income for the period										
Loss for the financial year	-	-	-	-	-	-	(9,406,028)	(9,406,028)	(2,736,798)	(12,142,826)
Other comprehensive income for the period	-	-	-	(46,211)	5,396,382	-	-	5,350,171	4,071,000	9,421,171
Total comprehensive income	-	-	-	(46,211)	5,396,382	-	(9,406,028)	(4,055,857)	1,334,202	(2,721,655)
Transaction with owners										
Issuance of shares pursuant to :-										
- Private Placement	2,226,197	-	-	-	-	-	-	2,226,197	-	2,226,197
Repurchase of shares	-	(40,288)	-	-	-	-	-	(40,288)	-	(40,288)
Cancellation of Dividend	-	-	-	-	-	-	-	-	1,177,112	1,177,112
Dividend paid to non-controlling interest	-	-	-	-	-	-	-	-	(3,581,972)	(3,581,972)
Total transactions with owners	2,226,197	(40,288)	-	-	-	-	-	2,185,909	(2,404,861)	(218,952)
Balance as at 31 DECEMBER 2020	86,730,230	(294,252)	-	(69,390)	5,396,382	-	20,316,338	112,079,307	78,990,725	191,070,032

Note:

The unaudited condensed consolidated Statement of Changes in Equity should be read in conjunction with the notes to the interim financial report and the audited financial statements of the Group for the financial year ended 31 December 2020.

**QUARTERLY REPORT ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE FOURTH QUARTER
ENDED 31 DECEMBER 2021**

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
(THE FIGURES HAVE NOT BEEN AUDITED)**

	CURRENT PERIOD ENDED 31 DECEMBER 2021 RM'000	CORRESPONDING PERIOD ENDED 31 DECEMBER 2020 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
(Loss)/Profit before tax	7,808	(12,927)
Adjustments for:		
Amortisation of intangible assets	601	414
Depreciation of Property and equipment	8,384	8,614
Depreciation of Right-of-use assets	11,950	16,778
Allowance of impairment for:-		
- trade receivables	3,687	2,183
- other receivables	-	481
Interest income	(99)	(36)
Interest expense	15,496	21,527
Fair Value loss on quoted equity securities	1,211	1,189
Gain on modification and derecognition of lease	-	(6,462)
Covid-19 related rent concession income	-	(2,088)
Loss/(gain) on disposal of property, plant and equipment	4	(41)
Loss/(gain) on disposal of other investment	500	-
Loss/(gain) on disposal of assets held for sale	-	(2,483)
Impairment loss on asset held for sale	(124)	-
Impairment loss for right-of-use assets	1,894	3,993
Reversal of impairment loss in trade receivables	2,598	(102)
Reversal of impairment loss for right-of-use assets	-	(911)
Impairment loss on Goodwill	4,500	-
Investment in associate written off	-	49
Bad debts Written off	-	53
Property, plant and equipment written off	-	-
Inventories written off	321	-
Provision for doubtful debts	111	-
Operating profit /(loss) before working capital changes	58,842	30,231
Changes in working capital		
Inventories	(1,050)	(235)
Receivables	6,889	(9,432)
Contract cost	(1,519)	(6,194)
Payables	(7,803)	(6,924)
Lease liabilities	(10,545)	-
Contract liabilities	(960)	14,151
Cash (used in)/generated from operations	43,854	21,597
Tax paid	(87)	(93)
Tax refunded	-	36
Interest expense	(12,144)	-
Interest received	81	-
Net cash generated from/(used in) operating activities	31,703	21,540

CASH FLOWS FROM INVESTING ACTIVITIES

Purchase of property, plant and equipment	(5,227)	(2,427)
Acquisition of Intangible Asset	-	(2,975)
Additional investment in other investmebnt	-	(4,561)
Deposits received from sale of non-current assets held for sale	-	-
Deposit received from non current assets held for sales	-	3,360
Proceeds from disposal of:		
- investment in subsidiary, net of cash outflows	95	-
- non-current assets held for sale	3,233	13,000
- property, plant & equipment	-	51
Net cash inflows / (outflows) on investment in subsidiaries	(116)	-
Net cash generated from/(used in) investing activities	(2,016)	6,448

CASH FLOWS FROM FINANCING ACTIVITIES

Interest paid	-	(21,527)
Proceeds from issuance of placement share	6,984	-
Proceeds on issuance of shares	-	2,226
Fixed deposit pledged to licences bank	(13,999)	(12,148)
Withdrawal / (Placement) of bank accounts pledged for Sukuk Wakalah	-	1,100
Placement of bank accounts pledged for term loan	-	(3,519)
Drawdown of term loan	-	17,390
Purchase of treasury shares	-	(40)
Repayment of:		
- lease liabilities	(8,100)	(3,660)
- borrowings	-	(11)
- Sukuk Wakalah	-	(16,482)
Dividend paid to non-controlling interest	(3,600)	(3,582)
Net cash generated from/(used in) financing activities	(18,715)	(40,253)

Net increase/(decrease) in cash and cash equivalents 10,973 (12,265)

Effect of foreign exchange rate change (89) (46)

Opening balance of cash and cash equivalents 12,996 13,198

Closing balance of cash and cash equivalents **23,880** **887**

Cash and cash equivalents

Fixed deposits with licensed bank	16,401	14,462
Cash and bank balances	27,399	12,898
Overdraft	-	(8,492)
	43,800	18,868
Less: Deposits held as security	(16,401)	(14,462)
Less: Bank accounts pledged for Sukuk Wakalah	-	-
Less: Bank accounts pledged for term loan	(3,519)	(3,519)
Closing balance of cash and cash equivalents	23,880	887

Note:

The unaudited condensed consolidated Statement of Cash Flow should be read in conjunction with the notes to the interim financial report and the audited financial statements of the Group for the financial year ended 31 December 2020.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER
ENDED 31 DECEMBER 2021**

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A1 Basis of Preparation

- a) These interim financial statements of SMRT Holdings Berhad ("SMRT" or the "Company") and its subsidiaries (the "Group") are unaudited and have been prepared in accordance with MFRS 134 - Interim Financial Reporting issued by the Malaysian Financial Standards Board ("MASB") and Appendix 9B of the Bursa Malaysia Securities Berhad's ("Bursa Securities") ACE Market Listing Requirements ("AMLR").

The interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended ("FYE") 31 December 2020. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the FYE 31 December 2020.

b) Significant Accounting Policies

The significant accounting policies and presentations adopted by the Group in this quarterly report are consistent with those of the annual financial statements for the FYE 31 December 2020 except that the Group has adopted the Malaysian Financial Reporting Standards (MFRS) framework issued by Malaysian Accounting Standards Boards (MASB) which are effective for annual periods beginning on or after 1 January 2021 as disclosed below: -

- Amendments to MFRS 3	Business Combinations
- Amendments to MFRS 7	Financial Instruments Disclosure
- Amendments to MFRS 9	Financial Instruments
- Amendments to MFRS 16	Leases*
- Amendments to MFRS 101	Presentation of Financial Statements
- Amendments to MFRS 108	Accounting Policies, Changes in Accounting Estimates and Errors
- Amendments to MFRS 139	Financial Instruments Recognition and Measurement

*Early adopted the amendments to MFRS 16 Leases issued by the Malaysian Accounting Standards Board ("MASB") on 5 June 2020 or/and 6 April 2021.

The adoption of the abovementioned accounting standards and amendments have no material impact on the financial statements of the Group upon their initial application except for the following:

c) Standards issued but not yet effective

At the date of authorisation of the interim financial report, the Standards issued by Malaysian Accounting Standards Board ("MASB") but not yet effective are disclosed below. The Group intends to adopt these applicable standards, when they become effective.

- New MFRS 17- Insurance Contracts
- Amendments to MFRS 101 Presentation of Financial Statements
- Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors
- Amendments to MFRS 116 Property, Plant and Equipment

A2 Audit Report of the preceding Annual Financial Statements

The audit report for the annual financial statements of the Group for the FYE 31 December 2020 was not subject to any qualification.

A3 Seasonal or Cyclical Factors

The Group's operations were not materially affected by seasonal or cyclical changes.

A4 Changes in Estimates

There were no estimates provided for the last financial quarter under review.

A5 Debt and Equity Securities

There was no issuance, cancellation or repayment of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares, repurchase and resale of treasury shares for the current financial quarter under review.

- a) On 22 January 2021, the Company had placed out 20,238,150 new ordinary shares, representing approximately 5% of the issued shares of the Company at an issue price of RM0.102 each.

The detailed movements of the issued and paid up capital and share premium reserved for the Company for the current quarter under review are as follows:-

	No. of shares issued and fully paid up ordinary shares of RM0.10	Share Capital
	'000	RM '000
As at 1 January 2021	427,285	86,730
Issuance of shares via Private Placement	20,238	2,064
As at 31 DECEMBER 2021	447,523	88,794

A6 Valuation of Property, Plant and Equipment

The value of property, plant and equipment has been brought forward, without amendments from the previous year's annual audited financial statements.

A7 Dividend Paid

No dividend was paid during the current quarter under review.

A8 Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual items or events, which affected the assets, liabilities, equity, net income or cash flows of the Group since the last annual audited financial statements.

A9 Segmental Information**(a) Analysis of segmental revenue and results**

	Education RM'000	Technology RM'000	Others RM'000	Eliminations RM'000	Consolidated RM'000
12 Months Ended	31 DECEMBER 2021				
Revenue					
External customers	108,292	51,431	-	-	159,723
Inter-company sales	-	-	-	-	-
Dividend income	-	-	6,400	(6,400)	-
	<u>108,292</u>	<u>51,431</u>	<u>6,400</u>	<u>(6,400)</u>	<u>159,723</u>
Results:					
<i>Included in the measure of segment (loss) / profit</i>					
Interest income	66	33	-	-	99
Interest expenses					
- Borrowings	(1,559)	-	-	-	(1,559)
- Right-of-use assets	(3,387)	(29)	(10,520)	-	(13,936)
Depreciation of:					
- Properties and equipment	(7,682)	(408)	(17)	-	(8,108)
- Right-of-use assets	(5,362)	(215)	(6,373)	-	(11,950)
Amortisation	(568)	-	-	-	(568)
Other non cash income	(7,031)	(1,210)	(1,894)	-	(10,135)
Share of results of associate	-	-	-	-	-
Profit before tax	<u>4,790</u>	<u>18,080</u>	<u>(15,062)</u>	<u>-</u>	<u>7,808</u>
Income tax expense	(415)	1,982	(31)	-	1,536
Segment profit/(loss)	<u>4,375</u>	<u>20,062</u>	<u>(15,093)</u>	<u>-</u>	<u>9,344</u>
Earnings before interest, taxation, depreciation and amortisation ("EBITDA")	36,347	18,732	(3,545)		51,535

(b) Analysis of segmental in financial position

	Education RM'000	Technology RM'000	Others RM'000	Eliminations RM'000	Consolidated RM'000
Assets					
Segments assets	199,800	45,903	299,299	(33,846)	511,156
Deferred tax assets	6,996	215	-	-	7,211
Tax recoverable	495	2	-	-	497
Total assets	<u>207,290</u>	<u>46,120</u>	<u>299,299</u>	<u>(33,846)</u>	<u>518,863</u>
Liabilities					
Segmental liabilities	132,109	11,586	206,150	(64,489)	285,356
Deferred tax liabilities	29,872	-	8	-	29,880
Tax payables	(89)	(6)	62	-	(33)
Total liabilities	<u>161,892</u>	<u>11,580</u>	<u>206,220</u>	<u>(64,489)</u>	<u>315,203</u>

(c) Analysis by geographical areas

	3-months ended 31 DECEMBER 2021			
	Malaysia RM'000	Overseas RM'000	Elimi- nations RM'000	Conso- lidated RM'000
Revenue				
External sales	48,715	798	-	49,513
Inter-segment	-	-	-	-
Total	<u>48,715</u>	<u>798</u>	<u>-</u>	<u>49,513</u>
	12-months ended 31 DECEMBER 2021			
	Malaysia RM'000	Overseas RM'000	Elimi- nations RM'000	Total Operations RM'000
Revenue				
External sales	157,620	2,102	-	159,723
Inter-segment	-	-	-	-
Total	<u>157,620</u>	<u>2,102</u>	<u>-</u>	<u>159,723</u>

A10 Material Events Subsequent to the End of the Current Quarter

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

A11 Changes in the Composition of the Group

There were no material changes in the composition of the Group for the financial period ended 31 December 2021 up to the date of this report, save as below:-

On 29 October 2021, SMRT entered into Shares Sales Agreement with Pelita Intergrasi Sdn Bhd on proposed acquisition of 90,000 ordinary shares in Talentoz Sdn Bhd ("Talentoz"), being the balance 45% stakeholdings in Talentoz not already owned by SMRT, for a consideration of RM1,156,239.00.

Upon completion of the proposal, Talentoz will become a wholly owned subsidiary of the Company.

A12 Contingent Liabilities or Contingent Assets

As at 31 DECEMBER 2021
RM'000

Corporate Guarantees issued to financial institutions in respect of banking facilities granted to subsidiary companies

495

Save for the above, there were no changes in the contingent liabilities and contingent assets of the Group, since the last audited accounts as at 31 December 2020.

A13 Capital Commitments

There were no capital commitments for the current quarter under review.

B1 Review of Performance

Financial review for current quarter and financial year-to-date

	Individual Period			Cumulative Period		
	Current Year Quarter	Preceding Year Corresponding Quarter	Variance	Current Year Period	Preceding Year Corresponding Period	Variance
	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000		31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000	
Revenue	49,513	44,498	11%	159,723	132,176	21%
Operating Profit	5,307	10,869	-51%	23,204	8,563	171%
Profit /(Loss) Before Interest and Tax	5,307	10,869	-51%	23,204	8,563	171%
Profit / (Loss) Before Tax	1,547	5,177	-70%	7,808	(12,927)	160%
Profit /(Loss) After Tax	4,048	4,703	-14%	9,344	(12,143)	177%
Loss Attributable to Ordinary Equity Holders of the Parent	440	2,787	-84%	1,671	(9,406)	118%

Current quarter compared to preceding year's corresponding quarter results

The Group recorded an increase in revenue by approximately 11% for the current quarter under review as compared to the preceding year's corresponding quarter (Q4' 2020) ("corresponding quarter"), mainly contributed from both the IOT segment and the education sector resulted from higher recruitment of new students for various programs, especially University of Cyberjaya.

Correspondently, the Group recorded a Profit before tax ("PBT") and Profit after tax ("PAT") of RM1.54 million and RM4.05 million for quarter ended 31 December 2021, as compared to PBT and PAT of RM5.18 million and RM4.70 million respectively, in the preceding year quarter ended 31 December 2020, due to impairment of goodwill and Right of Use (ROU) Assets for the current quarter under review.

Current financial year-to-date results compared to preceding year's corresponding financial year-to-date results

The Group recorded an unaudited revenue of RM159.72 million, mainly contributed from Minda Global Berhad and its subsidiaries (RM108.29 million) and N'osairis Technology Solutios Sdn Bhd and its subsidiaries (RM51.43 million), an improvement of 21% as compared to the revenue recorded of RM132.18 million for the preceding year quarter to date ended 31 December 2020, mainly contributed from both the IOT sector and the education sector resulted from higher recruitment of new students for various programs, especially University of Cyberjaya.

Correspondently, the Group recorded a PBT and PAT of RM 7.81 million and RM9.34 million for quarter todate ended 31 December 2021, a great improvement as compared to Loss Before Tax ("LBT") and Loss After Tax ("LAT") of RM12.93 million and RM12.14 million respectively, in the preceding year quarter todate ended 31 December 2020.

B2 Material Change in Profit Before Tax for the Current Quarter as Compared with the Immediate Preceding Quarter

Financial review for current quarter compared with immediate preceding quarter

	Current Year Quarter	Immediate Preceding Quarter	Variance
	31 DECEMBER 2021	30 SEPTEMBER 2021	
	RM'000	RM'000	
Revenue	49,513	43,604	14%
Operating Profit	5,307	6,957	-24%
Profit /(Loss) Before Interest and Tax	5,307	6,957	-24%
Profit /(Loss) Before Tax	1,547	3,096	-50%
Profit /(Loss) After Tax	4,048	2,835	43%
Loss Attributable to Ordinary Equity Holders of the Parent	440	724	-39%

The Group recorded an improvement in revenue of RM49.51 million for the current quarter as compared to RM 43.60 million in the immediate preceding quarter, mainly resulted from higher revenue contribution from Technology segment during the fourth quarter of year 2021. The Profit Before Tax was reduced to RM1.55 million and RM3.10 million for current quarter and immediate preceding quarter respectively. Lastly the company recorded a Profit After Tax of RM4.05 million for the quarter under review, as compared to immediate preceding quarter of RM2.84 million.

B3 Prospects for the Current Financial Year

In relation to our industry, this COVID-19 pandemic do has severe impact on certain operation pattern of our businesses.

Our education group, namely Minda Global Berhad, owns and operates 2 universities, 3 colleges and 1 international school. The lockdown announcements by various countries worldwide has defers the movement of local and foreign students worldwide. Up to the date of this report, our education arms has respectively deferred their new intakes for year 2020, pending instructions and announcement by the relevant educational authorities, such as Ministry of higher learning, from time to time. Despite our educational teams are converting their teaching pattern into on-line learning whichever best options available, the Group however, foresees that its performance may be materially affected by the Covid-19 pandemic which has caused by both economic slowdown in Malaysia and globally as well as lockdown of international borders.

Whereas for our IT divisions, the implementation of existing contracts in hand has been delayed due to the national lockdown. Nevertheless, for certain existing on-line related services are operating without major impact. Our group foresee a temporary softening in the progress and performance of IT divisions however we expect our IT related operations shall be back on mark gradually, subject to further instruction from government on MCO policies and our customers' revised timing on delivery of existing contracts.

B4 Variance of Actual Profit from Profit Forecast and Profit Guarantee

The Group has not announced or provided any profit forecast or profit guarantee for the current quarter under review.

B5 Income Tax Expenses

	Current Quarter Ended		Cumulative Year To Date	
	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000
Income tax				
Current	(177)	80	56	146
Under/(Over) provision of tax in prior year	(252)	-	(220)	-
Deferred tax	(2,072)	393	(1,372)	(930)
	(2,501)	474	(1,536)	(784)

The taxation included the estimation of deferred tax arising from the recognition of lease liabilities.

B6 Status of Corporate Proposals

There were no other corporate proposals announced but not yet completed as at the date of this quarterly announcement.

B7 Group Borrowings

	Cumulative Year To Date	
	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000
<u>Secured short-term</u>		
Overdraft	(306)	8
Hire purchase payables	-	85
Lease assets payables	12,682	19,206
Term Loan	-	8,492
Shares Margin Loan	2,002	2,000
<u>Secured long-term</u>		
Hire purchase payables	372	470
Lease assets payables	171,025	141,024
Term Loan	17,390	17,390
Total borrowings	203,167	188,675

All borrowings are denominated in Ringgit Malaysia.

B8 Material Litigation

The Company and its subsidiary companies are not engaged in any material litigation either as plaintiff or defendant and the Directors do not have any knowledge of any proceedings pending or threatened against these companies as at the date of this quarterly report.

B9 Earnings Per Share ("EPS")

The basic EPS is calculated based on the Group's profit attributable to ordinary equity holders of the parent for the current quarter and cumulative year-to-date, and divided by the weighted average number of shares in issue for the current quarter and cumulative year-to-date as follows :-

(a) Basic EPS

	Current Quarter Ended		Cumulative Year To Date	
	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000
Earnings attributable to ordinary equity holders of the parent	440	2,787	1,671	(9,406)
Weighted average number of ordinary shares in issue				
As At 1 JANUARY 2021 / 1 OCTOBER 2021	427,285	407,047	427,285	407,047
Add: Effect of issuance of shares	-	55	38,687	55
Add: Effect of conversion of warrants	-	-	-	-
Less: Effect of treasury shares held	-	(2,299)	-	(2,173)
As at 31 DECEMBER 2021	427,285	404,803	465,972	404,929
Basic earnings per ordinary shares (sen)	0.10	0.69	0.36	(2.32)

(b) Fully diluted earnings per share

Diluted earnings per share amounts are calculated by dividing the Group's profit for the financial period attributable to owners of the Company by the weighted average number of ordinary shares in issue during the financial period plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

	Current Quarter Ended		Cumulative Year To Date	
	31 DECEMBER 2021	31 DECEMBER 2020	31 DECEMBER 2021	31 DECEMBER 2020
Earnings attributable to ordinary equity holders of the parent	440	2,787	1,671	(9,406,028)
Weighted average no. of ordinary shares in issue	427,285	407,047	465,972	404,929
Adjusted weighted average number of ordinary shares in issue and issuable	427,285	407,047	465,972	(2)
Diluted earnings per shares (sen)	0.10	(5.14)	0.36	(5.14)

* The average market price is lower than the exercise price. Thus, there is no effect of dilution for ESOS for the current quarter.

B10 Proposed Dividend

There was no proposed dividend declared for the current quarter under review.

B11 Operating Profit

	Current Quarter ended		Cumulative Year-to-date	
	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000	31 DECEMBER 2021 RM'000	31 DECEMBER 2020 RM'000
Operating profit has been arrived at after charging:-				
Amortisation of intangible assets	117	162	568	330
Depreciation of property, plant and equipment	2,030	897	8,108	7,642
Depreciation of Right-of-use assets	1,854	(11,134)	11,950	349
Expected credit losses	2,598	-	2,598	-
Interest expense on borrowings	377	673	1,559	2,395
Interest expense on Right-of use assets	3,451	5,045	13,936	19,132
Impairment of Goodwill	4,500	-	4,500	-
Impairment of investment in associates	-	(48,593)	-	49
Impairment of other investment / Intangible assets	1,211	-	1,211	-
Impairment of Right-of-use assets	1,894	3,993	1,894	3,993
Loss on disposal of property, plant and equipment	1	2	-	129
(Gain) / Loss on disposal of subsidiary	-	(12,958)	-	(29)
Property, plant and equipment / Accounts Receivable written off	-	5,904	-	5,904
Realised loss on foreign exchange	(46)	(16)	58	-
Unrealised (gain)/loss on foreign exchange	-	193	-	193
After crediting:-				
Gain on disposal of property, plant and equipment	1	2,423	48	2,453
Interest Income	68	27	99	36
Rental Income	491	289	1,776	2,071
Realised (loss)/gain on foreign exchange	(0)	175	(0)	-

Other disclosure items pursuant to Appendix 9B Note 16 of the Listing Requirements of Bursa Malaysia Securities Berhad are not applicable.

B12 Status of Utilisation of Proceeds from Placement Shares

As at 31 December 2021, the Group had utilised the proceeds from private placement in the following manner:-

Details of Utilisation	Proposed Utilisation	Actual Utilisation	Balance	Intended Timeframe for Utilisation	Deviation Amount	
	RM'000	RM'000			RM'000	%
Proceeds from Private Placement						
- Tranche 1	2,024	2,226	202			
- Tranche 2	2,024	2,064	40			
	4,048	4,290	242			
a) Property rental and related operating expenses						
- Property Rental	2,500	2,500	-	Within 12 months	-	0%
- Operating expenses - Sanitizing, swap test and specialised equipment	500	500	-	Within 12 months	-	0%
b) Administrative and operating expenses						
- Assets	600	594	6	Within 12 months	6	1%
Additional specialist manpower	348	308	40	Within 12 months	40	11%
c) Estimate expenses in relation to the Private Placement	100	98	2	Within 1 month	2	2%
Total	4,048	4,000	48		48	14%