

**INTERIM FINANCIAL REPORT**

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT & LOSS AND OTHER COMPREHENSIVE INCOME  
FOR FINANCIAL PERIOD ENDED 31 MARCH 2024**

	Current Period Quarter ended		Cumulative Quarter 9 months ended	
	31 Mar 2024 Unaudited (RM'000)	31 Mar 2023 (RM'000)	31 Mar 2024 Unaudited (RM'000)	31 Mar 2023 (RM'000)
	Revenue	16,060	N/A	51,233
Cost of sales	(6,067)	N/A	(18,466)	N/A
<b>Gross Profit</b>	<b>9,993</b>	<b>N/A</b>	<b>32,767</b>	<b>N/A</b>
Other income	1,047	N/A	744	N/A
Administrative expenses	(4,342)	N/A	(12,507)	N/A
Interest Expenses	(162)	N/A	(495)	N/A
Interest Income	76	N/A	110	N/A
<b>Profit before taxation</b>	<b>6,612</b>	<b>N/A</b>	<b>20,619</b>	<b>N/A</b>
Taxation	256	N/A	(144)	N/A
<b>Net Profit for the Period</b>	<b>6,868</b>	<b>N/A</b>	<b>20,475</b>	<b>N/A</b>
Exchange difference arising on translation of Foreign Operations	(10)	N/A	(332)	N/A
<b>Total Comprehensive Profit for the Period</b>	<b>6,858</b>	<b>N/A</b>	<b>20,143</b>	<b>N/A</b>
<b>Profit / (Loss) attributable to:</b>				
Owners of the Company	6,861	N/A	20,470	N/A
Non-controlling interests	7	N/A	6	N/A
<b>Total Comprehensive Profit / (Loss) attributable to:</b>				
Owners of the Company	6,851	N/A	20,137	N/A
Non-controlling interests	7	N/A	6	N/A
<b>Earnings per share attributable to Owner of the Company</b>				
- Basic (sen)	1.51	N/A	4.52	N/A
- Diluted (sen)	1.51	N/A	4.45	N/A

There are no comparative figures for the quarter ended 31st March 2023 due to the change in the financial year end from 31st December 2022 to 30th June 2023. The Condensed Consolidated Statement of Profit & Loss and Other Comprehensive Income for the current quarter ended 31st March 2024, being the third quarter of the financial year ended 30th June 2024, is not comparable with that of the third quarter of the previous financial period ended 30th June 2023.

The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income must be read in conjunction with the accompanying explanatory notes attached to the interim financial report.

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**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

**AS AT 31 MARCH 2024**

	<b>As at 31 Mar 2024 Unaudited (RM'000)</b>	<b>As at 30 June 2023 Audited (RM'000)</b>
<b>ASSETS</b>		
Property and equipment	4,169	4,190
Right-of-use assets	65	168
Investment in Properties	14,308	14,529
Goodwill on consolidation	2,822	2,822
Deferred tax assets	76	71
<b>Total Non-Current Assets</b>	<b>21,440</b>	<b>21,779</b>
Inventories	3,458	856
Trade and other receivables	14,458	17,116
Contract Assets	14,113	4,737
Current tax assets	576	75
Deposits placed with licensed banks	15,187	589
Cash and bank balances	11,827	16,296
<b>Total Current Assets</b>	<b>59,618</b>	<b>39,669</b>
<b>TOTAL ASSETS</b>	<b>81,058</b>	<b>61,448</b>
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY</b>		
Share capital	88,795	88,795
Treasury shares	(294)	(294)
Share based payment reserve	6,719	5,867
Foreign currency translation reserve	(515)	(182)
Retained earnings	(32,119)	(52,588)
	62,586	41,597
Non-controlling interests	(0)	(2,113)
<b>TOTAL EQUITY</b>	<b>62,586</b>	<b>39,484</b>

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**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

**AS AT 31 MARCH 2024**

	<b>As at 31 Mar 2024 Unaudited (RM'000)</b>	<b>As at 30 June 2023 Audited (RM'000)</b>
<b>LIABILITIES</b>		
Borrowings	9,996	10,584
Lease liabilities	-	57
<b>Total Non-Current Liabilities</b>	<b>9,996</b>	<b>10,641</b>
Trade and other payables	7,737	8,756
Loans and borrowings	784	784
Lease liabilities	17	59
Contract liabilities	-	1,724
Tax payables	(62)	-
<b>Total Current Liabilities</b>	<b>8,476</b>	<b>11,323</b>
<b>TOTAL LIABILITIES</b>	<b>18,472</b>	<b>21,964</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>81,058</b>	<b>61,448</b>
Number of ordinary shares (unit)	455,243	447,523
<b>Net assets per share attributable to owners of the Company (RM)</b>	<b>0.14</b>	<b>0.09</b>

The Condensed Consolidated Statement of Financial Position must be read with the accompanying explanatory notes attached to the interim financial report.

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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2024

	<----- Equity Attributable to Owners of the Company ----->								
	Share Capital RM'000	Treasury Shares RM'000	Share Based Payment Reserve RM'000	Foreign Currency Translation Reserve RM'000	Retained Profits RM'000	Sub-total RM'000	Non Controlling Interests RM'000	Total Equity RM'000	
<b>Balance as at 1 July 2023</b>	88,795	(294)	5,867	(182)	(52,588)	41,597	(2,113)	39,484	
<b>Total comprehensive income for the period</b>									
(Loss)/Profit for the period	-	-	-	-	20,470	20,470	6	20,475	
Other Comprehensive income for the period	-	-	-	(332)	-	(332)	-	(332)	
<b>Transaction with owners</b>									
Change ownership in interests in subsidiaries	-	-	-	-	0	0	2,107	2,107	
Employee's Share Grant Contributions	-	-	851	-	-	851	-	851	
<b>Balance as at 31 Mar 2024</b>	88,795	(294)	6,719	(515)	(32,119)	62,586	(0)	62,586	

There are no comparative figures for the quarter ended 31st March 2023 due to the change in the financial year end from 31st December 2022 to 30th June 2023. The Condensed Consolidated Statement of Profit & Loss and Other Comprehensive Income for the current quarter ended 31st March 2024, being the third quarter of the financial year ended 30th June 2024, is not comparable with that of the third quarter of the previous financial period ended 30th June 2023.

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying explanatory notes attached to the interim financial report.

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**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2024**

	<b>Period ended 31 Mar 2024 Unaudited RM'000</b>	<b>Period ended 31 Mar 2023 RM'000</b>
<b>Cash flows from operating activities</b>		
Profit before tax	20,619	N/A
Adjustments for:		
Depreciation of Property and equipment	1,272	N/A
Depreciation of Right-of-use assets	103	N/A
Depreciation of Investment properties	221	N/A
Interest income	(110)	N/A
Interest expense	495	N/A
Loss/(gain) on disposal of investment in subsidiary	(1,036)	N/A
Impairment loss for inventories	60	N/A
Discontinued operations	-	N/A
Shares-based payment expenses	851	N/A
	22,474	N/A
Changes in working capital		
Inventories	(2,662)	N/A
Receivables	5,437	N/A
Contract cost	(9,375)	N/A
Payables	(1,533)	N/A
Lease liabilities	(105)	N/A
Contract liabilities	(1,724)	N/A
Cash generated from operations	12,511	N/A
Tax paid	(64)	N/A
Interest expense	(489)	N/A
Interest received	110	N/A
<b>Net cash generated from operating activities</b>	<b>12,068</b>	<b>N/A</b>
<b>Cash flows for investing activities</b>		
Acquisition of property and equipment	(1,287)	N/A
Change of Ownership on investment in subsidiary	-	N/A
<b>Net cash generated from / (used in) investing activities</b>	<b>(1,287)</b>	<b>N/A</b>
<b>Cash flows for financing activities</b>		
Repayment of borrowings	(588)	N/A
<b>Net cash generated from/(used in) financing activities</b>	<b>(588)</b>	<b>N/A</b>
Net changes in cash and cash equivalents	10,194	N/A
Effect of foreign exchange rate change	(295)	N/A
Cash and cash equivalents at the beginning of the financial period	16,296	N/A
<b>Cash and cash equivalents at end of reporting period</b>	<b>26,194</b>	<b>N/A</b>

**INTERIM FINANCIAL REPORT**

Cash and cash equivalents included in the cash flow statement comprise:

	<b>Period ended 31 Mar 2024 Unaudited RM'000</b>	<b>Period ended 31 Mar 2023 RM'000</b>
Fixed deposits placed with licensed bank	15,187	N/A
Cash and bank balances	11,827	N/A
	27,014	N/A
Less: Deposits held as security	(820)	N/A
<b>Cash and cash equivalents</b>	<b>26,194</b>	<b>N/A</b>

There are no comparative figures for the quarter ended 31st December 2023 due to the change in the financial year end from 31st December 2022 to 30th June 2023. The Condensed Consolidated Statement of Cash Flows for the current quarter ended 31st December 2023, being the third quarter of the financial year ended 30th June 2024, is not comparable with that of the third quarter of the previous financial period ended 30th June 2023.

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the accompanying explanatory notes attached to the interim financial report.

**INTERIM FINANCIAL REPORT****NOTES TO THE FINANCIAL STATEMENT****PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134****A1 Basis of Preparation**

- a) The interim financial report is unaudited and has been prepared in compliance with the requirements of MFRS 134: Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Malaysia”). These quarterly financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the consolidated financial statements of the Group as at and for the period ended 30 June 2023.

All figures are stated in RM’000, unless otherwise stated.

**b) Significant Accounting Policies****1. Adoption of MFRSs, Amendments to MFRSs and IC Interpretations**

The accounting policies adopted in the preparation of the interim financial report are consistent with those followed in the preparation of the Company’s audited financial statements for the financial period ended 30 June 2023.

During the current financial period, the Group has adopted the following new Accounting Standards, Amendments and Annual Improvements to Standards:

New MFRS

- MFRS 7 - Insurance Contracts

Amendments / Improvements to MFRS

- MFRS 1 - First time adoption of Malaysian Financial Reporting Standards<sup>^</sup>
- MFRS 3 - Business Combinations<sup>^</sup>
- MFRS 5 - Non-Current Assets Held for Sale and Discontinued Operations<sup>^</sup>
- MFRS 7 - Financial Instruments: Disclosures<sup>^</sup>
- MFRS 9 - Financial Instruments<sup>^</sup>
- MFRS 15 - Revenue from Contracts with Customers<sup>^</sup>
- MFRS 17 - Insurance Contracts
- MFRS 101 - Presentation of Financial Statements<sup>^</sup>
- MFRS 107 - Statement of Cash Flows<sup>^</sup>
- MFRS 108 - Accounting Policies, Changes in Accounting Estimates and Errors.
- MFRS 112 - Income Taxes
- MFRS 116 - Property, Plant and Equipment<sup>^</sup>
- MFRS 119 - Employee Benefits<sup>^</sup>
- MFRS 128 - Investment in Associates and Joint Ventures<sup>^</sup>
- MFRS 132 - Financial Instruments : Presentation<sup>^</sup>
- MFRS 136 - Impairment of Assets<sup>^</sup>
- MFRS 137 - Provisions, Contingent Liabilities and Contingent Assets<sup>^</sup>
- MFRS 138 - Intangible Assets<sup>^</sup>
- MFRS 140 - Investment Property<sup>^</sup>

<sup>^</sup> Amendments as to the consequence of effective of MFRS 17 Insurance Contracts

The adoption of the accounting standards and amendments mentioned above has no significant impact on the Group’s financial statements upon initial application.

**INTERIM FINANCIAL REPORT****2. Standards issued but not yet effective**

At the date of authorisation of the interim financial report, the new MFRS and amendments/improvements to MFRSs that have been issued by Malaysian Accounting Standards Board ("MASB") but yet to be effective are disclosed below. The Group intends to adopt these applicable standards when they become effective.

Amendments / Improvements in MFRSs

- MFRS 7 - Financial Instruments: Disclosures
- MFRS 10 - Consolidated Financial Statements
- MFRS 18 - Leases
- MFRS 101 - Presentation of Financial Statements
- MFRS 107 - Statement of Cash Flows
- MFRS 121 - The Effects of Changes in Foreign Exchange Rate
- MFRS 128 - Investment in Associates and Joint Ventures

**A2 Audit Report on preceding Annual Financial Statements**

The Company's audited financial statements for the financial period ended 30 June 2023 were not qualified.

**A3 Seasonal or Cyclical Factors**

The Company did not experience significant fluctuations in operations due to seasonal factors.

**A4 Unusual Significant Items**

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

**A5 Changes in estimates**

There were no changes in estimates that have had any material effect on the current quarter under review.

**A6 Debt and Equity Securities**

There were no issuances, cancellations, repurchases, resale and repayment of debt and equity securities during the current quarter under review.

**A7 Changes in the Composition of the Company**

There were no significant changes in the composition of the Company during the current quarter under review, other than disposal of Talentoz Sdn Bhd announced on 30 March 2024.

**A8 Changes in Contingent Liabilities and Contingent Assets**

There were no material contingent liabilities or contingent assets as of the date of this report.



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**A9 Segmental Information**

Segmental analysis is not applicable as the Company is currently a pure-play Internet of Things (IoT) solutions provider. Nevertheless, the Company is pleased to provide the revenue analysis by geographical areas as below:

**Revenue analysis by geographical areas**

	<b>3 months ended 31 Mar 2024</b>			
<b>Revenue</b>	<b>Malaysia RM'000</b>	<b>Overseas RM'000</b>	<b>Elimination RM'000</b>	<b>Consolidated RM'000</b>
External sales	15,673	2,171	(1,783)	16,060

	<b>Cumulative ended 31 Mar 2024</b>			
<b>Revenue</b>	<b>Malaysia RM'000</b>	<b>Overseas RM'000</b>	<b>Elimination RM'000</b>	<b>Consolidated RM'000</b>
External sales	47,212	7,801	(3,780)	51,233

**A10 Significant Events**

There were no significant events that occurred during the current quarter under review.

**A11 Material Subsequent Events**

There were no material events that occurred following the end of the current quarter under review, other than completion on disposal of TalentoZ Sdn Bhd as announced on 8th April 2024.

**A12 Dividend Paid**

No dividend was paid or declared during the current quarter.

**A13 Capital Commitments**

No capital commitments were made during the current quarter under review.

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**PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS**

**B1 Review of Performance**

Variation of results against previous corresponding quarter

The Group posted revenue and profit before tax of RM 16.06 million and RM 6.61 million respectively for the current quarter under review, followed with RM 51.23 million and RM 20.62 million respectively for the cumulative 9 months financial period ended 31 March 2024.

	Individual Period			Cumulative 9 months		
	Quarter ended 31 Mar 2024 RM'000	Quarter ended 31 Mar 2023 RM'000	% of changes	ended 31 Mar 2024 RM'000	ended 31 Mar 2023 RM'000	% of changes
Revenue	16,060	N/A	N/A	51,233	N/A	N/A
Profit Before Tax	6,612	N/A	N/A	20,619	N/A	N/A

Subsequent to the announcement made by the Company on the change of FYE from 31st December 2022 to 30th June 2023 as well as the disposal of the education segment, the comparison of the preceding year's corresponding quarter results does not apply to the current interim report.

Variation of results against the preceding quarter

	Quarter ended 31 Mar 2024 RM'000	Quarter ended 31 Dec 2023 RM'000	% of changes
Revenue	16,060	16,752	-4%
Profit/(Loss) Before Tax	6,612	6,991	-5%

During the current quarter, the Group experienced an 4% decrease in revenue, amounting to RM16.06 million, which is RM0.69 million lower than the immediate preceding quarter. Correspondently, the Group recorded a reduction in PBT of RM6.61 million as compared to RM6.99 million for the preceding quarter, which included with an one off gain on disposal of Talentoz Sdn Bhd amounted to approximately RM1.03 million, on top of profit contribution from the IOT deployments and cumulative number of managed sites.

**B2 Commentary on Prospects**

SMRT Holdings Berhad (via N'osairis Technology Solutions) is a pure-play Internet of Things (IoT) solutions provider after completing the restructuring exercises on 19 May 2023.

Our Group expects to participate in the region's digital transformation opportunities and aims to take part in its growth through our new strategic direction. Our management's main priorities are to:

- (1) reinforce our core IOT business in Malaysia and Indonesia,
- (2) seek out new geographies to expand into, and
- (3) continue researching and developing new products for different verticals.

**B3 Variance on Profit Forecast**

The Company has not issued any profit forecast or profit guarantee for the current quarter under review.

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**B4 Taxation**

	Quarter ended		Cumulative 9 months ended	
	31 Mar 2024 RM'000	31 Mar 2023 RM'000	31 Mar 2024 RM'000	31 Mar 2023 RM'000
Income tax				
Current	(210)	N/A	146	N/A
Under/(Over) provision of tax in prior year	0	N/A	5	N/A
Deferred tax	(46)	N/A	(7)	N/A
	<b>(256)</b>	<b>N/A</b>	<b>144</b>	<b>N/A</b>

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

**B6 Status of Corporate Proposals**

As of the date of this quarterly announcement, there were no other corporate proposals that had been announced but not yet completed.

**B7 Group Borrowings and Debt Securities**

Other than as disclosed below, there were no other borrowings or debt securities in the Group:

	As at	
	31 Mar 2024 RM'000	31 Dec 2023 RM'000
<u>Secured short -term</u>		
Term Loan	784	784
<u>Secured long -term</u>		
Term Loan	9,996	10,192
<b>Total borrowings</b>	<b>10,780</b>	<b>10,976</b>

All borrowings are denominated in Ringgit Malaysia.

**B8 Material Litigations**

The Company and its subsidiary companies are not engaged in any material litigation as at the date of this quarterly report.

**B9 Proposed Dividend**

No dividend has been proposed for the current quarter under review.

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**B10 Earnings Per Share ("EPS")**

The following are the reported value for Basic EPS and Diluted EPS:

**(a) Basic EPS**

	Quarter ended		Cumulative 9 months ended	
	31 Mar 2024 Unaudited RM'000	31 Mar 2023 RM'000	31 Mar 2024 Unaudited RM'000	31 Mar 2023 RM'000
Earnings attributable to ordinary equity holders of the parent	6,861	N/A	20,470	N/A
As at 31 Mar 2024	455,243	N/A	452,380	N/A
Basic earnings per ordinary shares (sen)	1.51	N/A	4.52	N/A

**(b) Fully diluted earnings per share**

	Quarter ended		Cumulative 9 months ended	
	31 Mar 2024 RM'000	31 Mar 2023 RM'000	31 Mar 2024 RM'000	31 Mar 2023 RM'000
Earnings attributable to ordinary equity holders of the parent	6,861	N/A	20,470	N/A
Weighted average no. of ordinary shares in issue	455,243	N/A	452,380	N/A
Adjusted weighted average number of ordinary shares in issue and issuable	455,243	N/A	459,810	N/A
Diluted earnings per shares (sen)	1.51	N/A	4.45	N/A

**B11 Addition notes to the Statement of Profit or loss and Other Comprehensive Income**

	Quarter ended		Cumulative 9 months ended	
	31 Mar 2024 RM'000	31 Mar 2023 RM'000	31 Mar 2024 RM'000	31 Mar 2023 RM'000
Operating profit has been arrived at after charging:-				
Depreciation of property, plant and equipment	523	N/A	1,493	N/A
Depreciation of Right-of-use assets	31	N/A	103	N/A
Interest expense on borrowings	160	N/A	489	N/A
Interest expense on Right-of use assets	1	N/A	6	N/A
Realised loss on foreign exchange	83	N/A	415	N/A
Employee's Share Grant Contributions	284	N/A	851	N/A
After crediting:-				
Interest Income	76	N/A	110	N/A

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

**BY ORDER OF THE BOARD**

Date : 27th May 2024