Privasia Technology Berhad Company No.825092 - U (Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements for the period ended 30 September 2018

(Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements
Unaudited condensed consolidated statements of financial position as at 30 September 2018

	As at 30.09.2018	As at 31.12.2017
	RM	RM
Property, plant and equipment	33,379,314	38,184,326
Investment properties	2,227,394	2,247,341
Intangible assets	41,068,413	39,441,481
Deferred tax assets	829,000	829,000
Total non-current assets	77,504,121	80,702,148
Inventories	1,728,545	1,872,966
Trade receivables	14,177,463	17,478,350
Unbilled revenue	4,269,196	5,704,719
Current tax assets	916,359	2,942,907
Prepaid project expenses	5,762,895	6,579,768
Other receivables, deposits and prepayments	2,124,219	2,780,987
Deposits, cash and bank balances	7,826,971	12,212,854
Total current assets	36,805,648	49,572,551
Total assets	114,309,769	130,274,699
Equity		
Share capital	55,820,002	55,820,002
Retained earnings	12,620,579	17,437,951
Equity attributable to owners of the Company	68,440,581	73,257,953
Non-controlling interests	(793,053)	(61,427)
Total equity	67,647,528	73,196,526
Liabilities		
Loans and borrowings	16,426,254	19,533,665
Deferred tax liabilities	2,229,000	3,672,000
Total non-current liabilities	18,655,254	23,205,665
Loans and borrowings	14,079,533	17,121,617
Trade payables	6,951,722	9,759,098
Other payables and accruals	6,975,732	6,991,793
Total current liabilities	28,006,987	33,872,508
Total liabilities	46,662,241	57,078,173
Total equity and liabilities	114,309,769	130,274,699
Net assets per share (RM)	0.12	0.13

The unaudited condensed consolidated interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2017 and the notes to the unaudited condensed consolidated interim financial statements.

(Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements
Unaudited condensed consolidated statements of profit or loss and other comprehensive income for the period ended 30 September 2018

	Three Months ended 30 September		Year-to 30 Septe	
	2018	2017	2018	2017
	RM	RM	RM	RM
Continuing operations				
Revenue	13,717,872	15,747,119	38,500,462	46,517,196
Cost of Sales	(8,201,441)	(9,918,052)	(23,486,023)	(30,908,550)
Gross profit	5,516,431	5,829,067	15,014,439	15,608,646
Other income	106,202	39,066	249,220	250,160
Operating expenses	(5,703,472)	(6,307,345)	(18,227,939)	(18,835,270)
Results from operating activities	(80,839)	(439,212)	(2,964,280)	(2,976,464)
Finance costs	(463,507)	(455,686)	(1,265,863)	(1,057,945)
Loss before tax	(544,346)	(894,898)	(4,230,143)	(4,034,409)
Tax expense	(16,441)	111,220	(486,441)	(618,780)
Net loss for the period	(560,787)	(783,678)	(4,716,584)	(4,653,189)
Comprehensive loss for the period	(560,787)	(783,678)	(4,716,584)	(4,653,189)
Loss attributable to:				
Owners of the company	(470,256)	(836,510)	(4,172,458)	(4,886,457)
Non-controlling interests	(90,531)	52,832	(544,126)	233,268
Loss for the period	(560,787)	(783,678)	(4,716,584)	(4,653,189)
Comprehensive loss for the period				
Owners of the company	(470,256)	(836,510)	(4,172,458)	(4,886,457)
Non-controlling interests	(90,531)	52,832	(544,126)	233,268
Comprehensive loss for the period	(560,787)	(783,678)	(4,716,584)	(4,653,189)
Basic loss per ordinary shares (sen)				
From continuing operations	(80.0)	(0.15)	(0.75)	(0.88)
Diluted loss per ordinary shares (sen)				
From continuing operations	(0.08)	(0.15)	(0.75)	(88.0)

The unaudited condensed consolidated interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2017 and the notes to the unaudited condensed consolidated interim financial statements.

(Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements

Unaudited condensed consolidated statement of changes in equity for the period ended 30 September 2018

	<attributab Non-distributable</attributab 	ole to owners of the Comp Distributable	any>		
	Share capital	Retained earnings	Subtotal	Non- controlling Interests	Total equity
	RM	RM	RM	RM	RM
At 1 January 2017	55,820,002	24,621,611	80,441,613	(185,011)	80,256,602
Total comprehensive (loss) / income for the period At 30 September 2017	55,820,002	(4,886,457) 19,735,154	(4,886,457) 75,555,156	233,268 48,257	(4,653,189) 75,603,413
At 31 December 2017	55,820,002	17,437,951	73,257,953	(61,427)	73,196,526
Effects of transition to MFRS	-	(644,914)	(644,914)	-	(644,914)
Restated balance at 1 January 2018	55,820,002	16,793,037	72,613,039	(61,427)	72,551,612
Total comprehensive loss for the period	-	(4,172,458)	(4,172,458)	(544,126)	(4,716,584)
Dividends paid on shares	-	-	-	(187,500)	(187,500)
At 30 September 2018	55,820,002	12,620,579	68,440,581	(793,053)	67,647,528

The unaudited condensed consolidated interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2017 and the notes to the unaudited condensed consolidated interim financial statements.

(Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements

Unaudited condensed consolidated statement of cash flows for the period ended 30 September 2018

	Nine months ended 30.09.2018	Nine months ended 30.09.2017
	RM	RM
Cash flow from operating activities		
Loss before tax	(4,230,143)	(4,034,409)
Adjustments for :		
Amortisation of intangible assets	505,676	368,275
Depreciation of investment properties	19,947	19,946
Depreciation of property, plant and equipment	7,638,161	7,785,468
Finance income	(81,071)	(55,767)
Finance costs	1,265,863	1,057,945
Impairment of inventories	-	524
Reversal of impairment loss on trade receivables	(18,020)	-
Property, plant and equipment written off	1,076	2
Gain on disposal of property, plant and equipment	(9,234)	(792)
Unrealised loss / (gain) on foreign exchange	307,648	(19,138)
Operating profit before changes in working capital	5,399,903	5,122,054
Change in inventories	108,667	82,522
Change in trade and other receivables	5,583,163	(2,556,791)
· ·		
Change in trade and other payables	(3,131,092)	(2,586,791)
Net cash flows generated from operations	7,960,641	60,994
Tax refunded	247,701	51,557
Tax paid	(150,594)	(1,672,174)
Interest received	81,071	55,767
Net cash flows generated from / (used in) operating activities	8,138,819	(1,503,856)
Cash flows from investing activities		
Proceeds from disposal of property plant and equipment	10,708	1,208
Acquisition of intangible assets	(2,132,607)	(1,094,532)
Purchase of property, plant and equipment	(2,799,945)	(5,564,643)
Net cash used in investing activities	(4,921,844)	(6,657,967)
Cash flow from financing activities		
Interest paid	(1,265,863)	(1,057,945)
Decrease / (Increase) in pledged deposits	611,641	(672,960)
Dividend paid to non-controlling interest	(187,500)	-
(Decrease) / Increase of loans & borrowings	(6,931,681)	10,046,814
Net cash flows (used in) / generated from financing activities	(7,773,403)	8,315,909
Net (decrease) / increase in cash and cash equivalent	(4,556,428)	154,086
Cash and cash equivalents at 1 January	3,246,242	1,740,064
Cash and cash equivalents at 30 September	(1,310,186)	1,894,150
	(1,010,100)	.,,

# Cash and cash equivalent

The reconcilitation of cash and cash equivalent as presented in the condensed consolidated statement of cash flows to the deposits, cash and bank balances as presented in the condensed consolidated statement of financial position is as follows:

deposits, cash and bank balances as presented in the condensed consolidated si		
	Nine months ended	Nine months ended
	30.09.2018	30.09.2017
Fixed deposits	4,408,566	5,003,968
Cash and bank balances	3,418,405	4,342,796
Deposits, cash and bank balances as presented in the condensed		
consolidated statement of financial position	7,826,971	9,346,764
Less: Pledged deposits with licensed banks	(4,161,414)	(4,697,750)
Bank overdrafts	(4,975,743)	(2,754,864)
Cash and cash equivalent as presented in the condensed consolidated		
statement of cash flows	(1,310,186)	1,894,150

The unaudited condensed consolidated interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2017 and the notes to the unaudited condensed consolidated interim financial statements.

(Incorporated In Malaysia)

# Notes to the unaudited condensed consolidated interim financial statements

#### 1 Basis of preparation

The unaudited condensed consolidated interim financial statements have been prepared in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad for the ACE Market and with Malaysian Financial Reporting Standard (MFRS) 134 Interim Financial Reporting, which is in compliance with International Accounting Standard (IAS) 34, Interim Financial Reporting.

The Group had adopted the amendments/improvements to MFRS 9 - Financial Instruments and MFRS 15 - Revenue from Contracts with Customers which are effective form 1 January 2018.

The unaudited condensed consolidated interim financial statements have been reviewed by the auditors in accordance with ISRE 2410.

The unaudited condensed consolidated interim financial statements should be read in conjunction with the latest audited financial statements of Privasia Technology Berhad ("the Company") and its subsidiaries ("Group") for the financial year ended ("FYE") 31 December 2017 and are available upon request from the Company's registered office at No. 62C, Jalan SS21/62, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan.

The notes to these unaudited condensed consolidated 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 for the financial period ended 30 September 2018.

### 2 Significant accounting policies

Unless otherwise stated, the accounting policies applied by the Group in these unaudited condensed consolidated interim financial statements are the same as those applied by the Group in its consolidated annual financial statements as at and for the year ended 31 December 2017.

#### 3 Estimates

There were no material changes in estimates of amount reported in prior financial periods which may have a material effect in the financial period under review.

### 4 Seasonal and cyclical factors

The results of the Group were not materially affected by any significant seasonal and cyclical factors during the financial period under review.

#### 5 Unusual items due to their nature, size or incidence

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

# 6 Issuances, cancellations, repurchases, resale and repayment of debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayment of debt and equity securities in the Company during the financial period under review.

#### 7 Dividend

There were no dividends declared/ recommended and paid to the shareholders at the company for the financial period under review.

B Loans and Borrowings	Gro	Group		
Non-current	30 September 2018 RM	31 December 2017 RM		
Secured term loans from licensed banks Unsecured finance lease liabilities	13,293,845 3,132,409 16,426,254	15,054,412 4,479,253 19,533,665		
Current	RM	RM		
Secured term loans from licensed banks Unsecured finance lease liabilities Secured trade financing facilities Secured bank overdrafts	4,089,848 1,811,465 3,202,478 4,975,742 14,079,533	3,134,336 1,928,114 7,865,610 4,193,557 17,121,617		
Total	30,505,787	36,655,282		

# 9 Segmental reporting

The Group has three reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group's Chief Executive Officer (the chief operating decision maker) reviews internal management reports at least on a monthly basis. The following summary describes the operations in each of the Group's current reportable segments:

# - Information Technology ("IT")

Comprise IT infrastructure outsourcing, consultancy and systems integration and procurement management.

# - Information and Communications Technology ("ICT")

Provision of wireless broadband infrastructure, comprehensive mobile and wireless communications consultancy, and systems development for ICT and mobile solutions providers and enterprises.

# - Satellite-based network services ("SAT")

The SAT segment provides a broad spectrum of satellite-based network solutions, such as managed network, high speed internet, value-added broadband applications and satellite IP Virtual Private Network for the commercial sector and general public.

# - Investment Holding

Investment holding and provision of management services.

Performance is measured based on segment results, as included in the internal management reports that are reviewed by the Group's Chief Executive Officer. Segment results are used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

The analysis of the Group's operations for the financial period ended 30 September 2018 is as follows:-

	Investment					
	Holdings	IT	ICT	SAT	ELIMINATION	Total
	RM	RM	RM	RM	RM	RM
Total segment revenue	8,873,055	27,885,550	8,327,804	2,477,228	(9,063,175)	38,500,462
Gross profit	8,873,055	15,626,308	846,693	(1,449,452)	(8,882,165)	15,014,439
Other income	86	354,764	2,695	5,897	(114,222)	249,220
Other operating expenses	(3,164,081)	(12,664,950)	(3,251,228)	(2,134,930)	2,987,250	(18,227,939)
Results from operating activities	5,709,060	3,316,122	(2,401,840)	(3,578,485)	(6,009,137)	(2,964,280)
Finance costs						(1,265,863)
Tax expense						(486,441)
Net loss for the period						(4,716,584)
Segment assets	78,234,577	95,188,597	19,423,133	13,150,969	(91,687,507)	114,309,769
Segment liabilities	8,600,435	50,747,384	29,883,343	27,083,170	(69,652,091)	46,662,241

# 10 Material events subsequent to the end of the interim period

There were no material subsequent events up to the date of this report that will affect the financial statements of the financial period under review.

# 11 Change in composition of the Group

There were no changes in the composition of the Group for the financial period under review.

# 12 Changes in contingent liabilities or contingent assets

As at the date of this report, the Group does not have any contingent liabilities or contingent assets.

# 13 Capital commitments

There were no material commitments for the purchase of property, plant and equipment incurred or known to be incurred for in the current financial period under review.

#### 14 Financial instruments

The Group's financial risk management objectives and policies and risk profile are consistent with those disclosed in the consolidated annual financial statements as at and for the year ended 31 December 2017.

#### Fair value information

The carrying amounts of cash and cash equivalents, trade and others receivables, trade and other payables and short term borrowings approximate fair values due to the relatively short term nature of these financial instruments.

# Fair value hierarchy

The table below analyses financial instruments not carried at fair value for which fair value is disclosed and carrying amounts shown in the statement of financial position.

	value		
	Level 2	Total Fair Value	Carrying Amount
	RM	RM	RM
As at 30 September 2018			
Financial liabilities			
Unsecured finance lease liabilities	(4,779,260)	(4,779,260)	(4,943,874)
As at 31 December 2017			
Financial liabilities			
Unsecured finance lease liabilities	(6,829,530)	(6,829,530)	(6,407,367)

During the 9 months ended 31 December 2017, there were no transfers between fair value hierarchy of financial assets and financial liabilities.

# Other notes pursuant to Bursa Malaysia Listing Requirements: Chapter 9, Appendix 9B

#### 15 Review of performance

For the third quarter ended 30 September 2018 (3Q18), the Group reported a decrease in revenue to RM13.7 million, from RM15.7 million in the previous corresponding quarter.

The Information Technology (IT) division revenue sustained at RM9.6 million, while margins for the division improved due to better product mix during 3Q18.

The Information Communication Technology (ICT) segment revenue decreased to RM3.4 million in 3Q18, compared to RM5.0 million in the third quarter ended 30 September 2017 (3Q17), as the Group is in transition for the subsequent phase of projects in 3Q18. The Group also had a larger project base in the previous year. In line with the reduction in revenue, the segment recorded a loss of RM0.5 million in 3Q18, versus profit of RM0.1 million in 3Q17.

Revenue from satellite-based services (SAT) division dipped to RM0.8 million in 3Q18, compared to the RM1.0 million in 3Q17, as the Group realigned its strategy to streamline customer portfolio and manage costs. This led the Group to report lower losses of RM1.0 million, compared to RM1.2 million previously.

With lower operating costs in line with overall streamlining exercise, the Group recorded a lower pre-tax loss of RM0.5 million in 3Q18, compared to RM0.9 million in 3Q17. Net losses also reduced in line with pre-tax losses to RM0.5 million, versus RM0.8 million previously.

#### Nine Months Review

For the nine months ended 30 September 2018 (9M18), the Group's revenue reduced to RM38.5 million, compared to RM46.5 million in the nine months ended 30 September 2017 (9M17).

Revenue for the IT division stood at RM27.9 million, increasing 6.3% from RM26.2 million in 9M17, largely due to higher billings from outsourcing projects. The segmental profit grew more than three times to RM3.3 million, from RM1.0 million in 9M17, as a result of better margins from favourable product mix.

The ICT division revenue declined to RM8.3 million in 9M18, versus RM17.2 million previously as the Group is in transition for the next phase of projects in 9M18, as well as the completion of a telecommunication project in the first quarter ended 31 March 2018. This resulted in segmental loss of RM2.4 million in the current reported period, compared to profit of RM0.9 million in the same period previously.

The SAT division revenue dropped to RM2.5 million, compared to RM3.0 million previously as a result of streamlining customer portfolio. However, improved cost management helped narrow the segmental loss to RM3.6 million, compared to RM4.6 million in 9M17.

The Group's loss before tax for 9M18 dipped slightly to RM4.2 million, compared to loss before tax of RM4.0 million in the same period of the previous year, mainly due to lower gross margin from the ICT segment.

# Comparison with preceding quarter

Revenue for 3Q18 rose 5.5% to RM13.7 million in 2Q18, compared to RM13.0 million in the preceding quarter, as a result of higher billings from the ICT segment. The Group posted improved 3Q18 pre-tax loss and net loss of RM 0.5 million respectively, versus RM2.1 million respectively compared to the previous preceding quarter due to narrower losses from the ICT division, and lower tax expenses during the current quarter.

	Immediate		
	Current Quarter Prece		
	30 September 2018	30 June 2018	Changes
	RM	RM	%
Revenue	13,717,872	12,998,885	6%
Gross profit	5,516,431	4,701,741	17%
Profit / (Loss) before interest and tax	(80,839)	(1,751,863)	95%
Profit / (Loss) before tax	(544,346)	(2,140,044)	75%
Loss after tax	(560,787)	(2,415,044)	77%
Loss attributable to owners of the company	(470,256)	(2,065,532)	77%

# 16 Future prospects

The Group still expects the IT division to be the main performance driver going forward, as we increase awareness of our IP products such as ProcureHere and Port Management Solutions to target customers. These products are also complemented by income generated from ongoing outsourcing projects. Going forward, our main focus would be on enhancing our clientele base for our IP solutions in a view to increase future margins.

In the ICT segment, the Group will continue to leverage on our track record and will look to work directly with telecommunication companies and key principals, expanding our clientele base in this space in the process.

We will also continue in our efforts to increase our customer base and enhance cost management for our SAT segment in order to find its equilibrium and grow the division.

Lastly, we will continue to deliver on our order book, with the current unbilled balance standing at RM63 million. The Group will also keep an eye towards any opportunities present in the technology space in an effort to diversify revenue base.

# 17 Variance on Profit Forecast

Not applicable as the Group has not issued any profit forecast.

# 18 Income tax expenses

	Current quarte 30 Septen		Cummulative quar 30 Septeml	
	2018	2017	2018	2017
	RM	RM	RM	RM
Current tax				
- Current year	(33,000)	27,000	1,070,000	1,045,000
- Prior year	859,441	(168,220)	859,441	(168,220)
	826,441	(141,220)	1,929,441	876,780
Deferred tax				
Origination and reversal of temporary differences	(810,000)	30,000	(1,443,000)	(258,000)
Tax expenses from continuing operations	16,441	(111,220)	486,441	618,780

# 19 Unquoted investments and properties

There were no purchase or disposal of unquoted investments and properties for the current financial period under review.

# 20 Status of corporate proposals announced

There were no corporate proposals announced

# 21 Off balance sheet financial instruments

As at the reporting date, the Group does not have any off balance sheet financial instruments.

# 22 Material litigation

There was no material litigation for the current financial period under review.

# 23 Auditor's report on preceding annual financial statements

The auditor's report on the latest audited annual financial statements for the year ended 31 December 2017 was not modified.

# 24 Profit for the period

	Current quarter ended 30 September		Cummulative qua	rter ended
			30 Septem	ber
	2018	2017	2018	2017
	RM	RM	RM	RM
Profit for the period is arrived at after charging/ (crediting):				
Amortisation of intangible assets	158,344	126,125	505,676	368,275
Depreciation of investment properties	6,649	6,648	19,947	19,946
Depreciation of property, plant and equipment	2,478,006	2,619,227	7,638,161	7,785,468
Property, plant and equipment written off	6	-	1,076	2
Reversal of impairment loss on trade receivables	-	-	(18,020)	=
Unrealised loss/(gain) on foreign exchange	8,480	4,706	307,648	(19,138)
Realised (gain)/loss on foreign exchange	60,954	-	(178,487)	141,586
Gain on disposal of property, plant and equipment	(33)	(99)	(9,234)	(792)
Impairment of inventories	-	-	=	524
Finance costs	463,507	455,686	1,265,863	1,057,945
Finance income	(54,655)	(1,694)	(81,071)	(55,767)

The following items are not applicable for the current financial period under review:

- 1) (Gain)/loss on derivatives;
- 2) Write off of inventories.

# 25 (Loss)/Earnings per share

(a) Basic (loss)/earnings per share
Basic (loss)/earnings per share is calculated by dividing the earnings after taxation for the period by the weighted average number of ordinary shares in issue during the period.

	Current quarter ended 30 September		Cummulative quarter ended 30 September	
	2018 RM	2017 RM	2018	2017
Loss attributable to equity holders (RM)	(470,256)	(836,510)	(4,172,458)	(4,886,457)
Weighted average number of ordinary shares in issue (units)	558,200,020	558,200,020	558,200,020	558,200,020
Basic loss per share (sen)	(0.08)	(0.15)	(0.75)	(0.88)

# (b) Diluted (loss)/earnings per share

There are no dilutive effects to the shares during the financial period under review.

# 26 Authorisation for issue

The unaudited condensed consolidated interim financial statement were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 16 November 2018.