

WINTONI GROUP BERHAD

(In Creditors' Liquidation)

(Company No 766535-P)

(Incorporated in Malaysia)

FINANCIAL REPORT

UNAUDITED FOR THE 1ST QUARTER

ENDED 31 MARCH 2018

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE QUARTER ENDED 31 MARCH 2018**

	Individual Quarter		Cumulative Quarter	
	Current Quarter 31.3.2018 RM'000	Corresponding Quarter 31.3.2017 RM'000	Current Year To Date 31.3.2018 RM'000	Corresponding Period 31.3.2017 RM'000
Revenue	-	74	-	74
Cost of sales	-	(36)	-	(36)
Gross profit/ (loss)	-	38	-	38
Other income	-	-	-	-
Administrative expenses	-	(148)	-	(148)
Other expenses	-	-	-	-
Operating profit / (loss)	-	(110)	-	(110)
Finance costs	-	-	-	-
Profit/(loss) before taxation	-	(110)	-	(110)
Taxation	-	-	-	-
Profit/(loss) after tax for the period	-	(110)	-	(110)
Other comprehensive income/(loss)				
<i>Items that will be reclassified subsequently to profit or loss, net of tax</i>				
Exchange difference on translation of foreign operations	-	-	-	-
Total other comprehensive income/ (loss) for the period	-	(110)	-	(110)
Total comprehensive income/(loss) for the period	-	(110)	-	(110)
Profit/(loss) for the period attributable to:				
Owners of the Company	-	(110)	-	(110)
Non-controlling interest	-	-	-	-
	-	(110)	-	(110)
Total comprehensive income/(loss) attributable to:				
Owners of the Company	-	(110)	-	(110)
Non-controlling interest	-	-	-	-
	-	(110)	-	(110)
Earnings/ (loss) per share :-				
- Basic (sen)	-	(0.02)	-	(0.02)
- Diluted (sen)	-	-	-	-

This unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the unaudited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements. The audited accounts has yet to be completed during the current quarter under review.

The annexed notes are an integral part of this statement.

Wintoni Group Berhad (In Creditors' Liquidation)
(Company No. 766535-P)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2018

	Unaudited As at 31.3.2018 RM'000	Unaudited As at 31.12.2017 RM'000
ASSETS	<u>Note</u>	
Non-Current Assets		
Property, plant and equipment	13	13
	<u>13</u>	<u>13</u>
Current Assets		
Trade receivables	4	4
Other receivables, deposits and prepayments	53	53
Cash and bank balances	94	94
	<u>151</u>	<u>151</u>
TOTAL ASSETS	<u>164</u>	<u>164</u>
EQUITY		
Share capital	25,650	25,650
Share premium	10,199	10,199
Reserves	14,565	14,565
Accumulated losses	(61,586)	(61,586)
Equity attributable to the shareholders of the Company	<u>(11,172)</u>	<u>(11,172)</u>
Non-controlling interest	(101)	(101)
TOTAL EQUITY	<u>(11,273)</u>	<u>(11,273)</u>
LIABILITIES		
Current Liabilities		
Trade payables	8,264	8,264
Other payables and accruals	3,115	3,115
Tax payable	44	44
Finance Lease liability	14	14
	<u>11,437</u>	<u>11,437</u>
TOTAL EQUITY AND LIABILITIES	<u>164</u>	<u>164</u>
Net Assets per share (RM)	(0.02)	(0.02)

This unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the unaudited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements. The audited accounts has yet to be completed during the current quarter under review.

Wintoni Group Berhad (In Creditors' Liquidation)
(Company No. 766535-P)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE QUARTER ENDED 31 MARCH 2018

For the period ended 31 March 2018

	Attributable to owners of the parent										Non-controlling Interest RM'000	Total Equity RM'000
	Ordinary Shares RM'000	Share Premium RM'000	Statutory Reserve RM'000	Discount on Shares RM'000	Capital Reserve RM'000	Exchange Fluctuation Reserve RM'000	Other Reserve RM'000	Retained Losses RM'000	Total RM'000			
Balance as at 1 January 2018	25,650	10,199	1,080	(1,080)	17,457	2,608	(5,500)	(61,586)	(11,172)	(101)	(11,273)	
Total comprehensive income/ (loss) for the quarter	-	-	-	-	-	-	-	-	-	-	-	
Balance as at 31 March 2018	25,650	10,199	1,080	(1,080)	17,457	2,608	(5,500)	(61,586)	(11,172)	(101)	(11,273)	

For the period ended 31 December 2017

	Attributable to owners of the parent										Non-controlling Interest RM'000	Total Equity RM'000
	Ordinary Shares RM'000	Share Premium RM'000	Statutory Reserve RM'000	Discount on Shares RM'000	Capital Reserve RM'000	Exchange Fluctuation Reserve RM'000	Other Reserve RM'000	Retained Losses RM'000	Total RM'000			
Balance as at 1 January 2017	25,650	10,199	1,080	(1,080)	17,457	2,608	(5,500)	(61,220)	(10,806)	(101)	(10,907)	
Total comprehensive income/ (loss) for the quarter	-	-	-	-	-	-	-	(366)	(366)	-	(366)	
Balance as at 31 December 2017	25,650	10,199	1,080	(1,080)	17,457	2,608	(5,500)	(61,586)	(11,172)	(101)	(11,273)	

This unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the unaudited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements. The audited accounts has yet to be completed during the current quarter under review.

Wintoni Group Berhad (In Creditors' Liquidation)
(Company No. 766535-P)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE QUARTER ENDED 31 MARCH 2018

	Current Year 31.3.2018 RM'000	Unaudited Financial Year ended 31.12.2017 RM'000
Cash flow from operating activities		
Loss before taxation	-	(366)
Adjustment for:-		
Non-cash items	-	-
Operating loss before working capital changes	-	(366)
 (Increase)/ Decrease in inventories	-	-
Decrease /(Increase) in trade and other receivables	-	8
Increase/ (Decrease) in trade and other payables	-	362
Increase/ (Decrease) in amount due from customers on contracts	-	-
Cash utilised in operations	-	4
 Tax paid	-	-
Interest received	-	-
Net cash used in operating activities	-	4
 Cash flows from investing activities		
Purchase of property, plant and equipment	-	-
Proceeds from disposal of quoted shares	-	-
Disposal of motor vehicles	-	-
Redemption of available-for-sale financial assets	-	-
Interest received from other investment	-	-
 Reclassification of placement with money market funds to available-for-sale inve	-	-
Dividend received from available-for-sale financial assets	-	-
Investment in Bond	-	-
Investment in subsidiary	-	-
Proceeds from disposal of investment in subsidiary	-	-
Net cash from investing activities	-	-
 Cash flows from financing activities		
Repayment of finance lease liability	-	-
Net Cash used in financing activities	-	-
 Net (decrease)/increase in cash and cash equivalents	-	4
Exchange differences on cash and cash equivalents	-	-
Cash and cash equivalents at beginning of the year	94	90
Cash and cash equivalents at the end of the period	<u>94</u>	<u>94</u>
 Cash and cash equivalents comprise:		
Cash and bank balances	94	94
	<u>94</u>	<u>94</u>

This unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the unaudited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements. The audited accounts has yet to be completed during the current quarter under review.

**Wintoni Group Berhad (In Creditors' Liquidation)
(Company No. 766535-P)**

**1 EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE QUARTER ENDED 31 MARCH 2018**

1.1 Corporate Information

Wintoni Group Berhad ("Wintoni" or "the Company") is a public company incorporated and domiciled in Malaysia, and is listed on the ACE Market of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

Wintoni underwent an internal group restructuring by deconsolidating the subsidiaries due to lost of control of the subsidiaries. The Company had requested the said subsidiaries to furnish the book during previous financial year and unable to obtain the co-operation from the subsidiaries. Further to the above, the Company had fully impaired in the investment of subsidiaries. The said deconsolidation of subsidiaries namely Wintoni Engineering Sdn Bhd, Planet Wireless Holdings Limited, and sub-subsidiary of Planet Wireless Sdn Bhd, together with the 60% owned subsidiary of Syscomp Technology Sdn Bhd. The deconsolidation exercise did not have any significant financial impact on the Group.

1.2 Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards and the provisions of the Companies Act, 2016, Interim Financial Reporting and paragraph 9.22 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

1.3 Qualification of financial statements

Pending the finalisation of the audited report for the financial year ended 31 December 2017, the Board is uncertain if there is any qualification by the auditors.

1.4 Auditors' Report on preceding annual financial statements

The auditors' reports on the financial statements of the Company and its subsidiaries for the financial year ended 31 December 2016 and 31 December 2017 were not ready for release as at the end of the quarter under review.

1.5 Seasonality or cyclicity

The Group's operations have not been materially affected by any seasonal/cyclical factors.

1.6 Changes in estimates

There was no material change in the estimates used for the preparation of these interim financial statements.

1.7 Issuances, cancellations, repurchases, resale and repayments of debt and equity securities

There was no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the current quarter under review.

1.8 Valuation of property, plant and equipment

There was no change in the valuation of the property, plant and equipment reported in the previous audited financial statements that would have an effect on the current quarter's financial statements.

1.9 Material events subsequent to the end of the interim period

On 3 October 2017, an announcement was released by the Liquidator that the Company has been wound up by the Court. On 16 October 2017, an application to set aside the the winding up order was filed by the contributory, Mr Cheah Kwong Lee on the following grounds :

1. That he seek to preserve the Company, its goodwill, its reputation and its assets pending the disposal of the application to set aside and/or stay the Winding Up Order dated 17 August 2017;
2. That the application to set aside and/or stay the Winding Up Order is based on alleged procedural irregularities and a bona fide dispute on the debt alleged to be due to the Petitioner; and
3. That the Liquidator has taken steps in the performance of his duties as liquidator of the Company by making announcement of his appointment to Bursa Malaysia Berhad and will continue to carry out his functions unless restrained by Court.

The application to set aside the Winding Up order dated 17 August 2019 by Mr Cheah Kwong Lee was dismissed by the Court with costs to be paid to the petitioner, Messrs. Syed Ibrahim & Co., and the Liquidator.

On 8 January 2018, Mr Cheah Kwong Lee's ("Applicant/Contributory") has made an application for the following:

1. An appeal against the High Court decision to the Court of Appeal; and
2. An interim injunction pending the disposal of the Applicant/Contributory's appeal to the Court of Appeal (Encl. 42) before YA Datuk Lau Bee Lan.

1.10 Change in the composition of the Group

There was no change in the composition of the Group for the quarter under review.

1.11 Contingent liabilities and contingent assets

There was no contingent asset and liability during the financial quarter under review.

1.12 Segmental information

The revenue and profit/(loss) before taxation of the Group for the current quarter were generated from the segments were not able to report due to the books and records was incomplete.

2 EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENT

2.1 Review of performance

TABLE 1 : FINANCIAL REVIEW FOR CURRENT QUARTER AND FINANCIAL YEAR TO DATE FOR THE QUARTER ENDED 31 MARCH 2018

	Individual Quarter				Cumulative Quarter			
	Preceding Year				Preceding Year			
	Current	Corresponding	Changes	Changes	Current Year	Corresponding	Changes	Changes
	Quarter	Quarter	Amount	%	To Date	Period	Amount	%
	31.3.2018	31.3.2017			31.3.2018	31.3.2017		
	RM000	RM000			RM000	RM000		
Revenue	-	74	(74)	-100%	-	74	(74)	-100%
Operating profit / (loss)	-	(110)	110	-100%	-	(110)	110	-100%
Profit/(loss) before taxation	-	(110)	110	-100%	-	(110)	110	-100%
Profit/(loss) after tax for the period	-	(110)	110	-100%	-	(110)	110	-100%
Owners of the Company	-	(110)	110	-100%	-	(110)	110	-100%
Non-controlling interest	-	-	-	-	-	-	-	-
	-	(110)	110	-100%	-	(110)	110	-100%

In view that the comparing is in the process of creditors' winding-up, no revenue, cost and profit or loss was reported during the quarter under review.

2.1 Review of performance (Continue)

During the quarter ended 31 March 2018, as indicated since June 2017 that the books and records was held by the liquidator as explained in item 1.1 above, hence the Group hereby do not comment on the performance except acknowledged in the costs incurred owing to other creditors pertaining to costs conducting Extraordinary General Meeting, legal fees in obtaining legal opinion, consultancy fees, reimbursement on travelling expenses and legal fee for upliftment of liquidation status. Save from the above the full comments will be provided until all transactions duly verified and supported by the relevant documents.

2.2 Material Changes in The Profit/ (Loss) Before Tax As Compared To the Immediate Preceding Quarter

TABLE 2: FINANCIAL REVIEW FOR CURRENT QUARTER COMPARED WITH IMMEDIATE PRECEDING QUARTER

	Individual Quarter			
	Current Quarter	Immediate Preceding Quarter	Changes Amount	Changes %
	31.3.2018	31.12.2017		
	RM'000	RM'000		
Revenue	-	-	-	0%
Operating profit / (loss)	-	(144)	(144)	-100%
Profit/(loss) before taxation	-	(144)	(144)	-100%
Profit/(loss) for the period attributable to:				
Owners of the Company	-	(144)	(144)	-100%
Non-controlling interest	-	(144)	(144)	-100%

No revenue, cost and profit or loss was reported during the quarter under review.

2.3 Prospects

The prospects of the Group is contingent upon the setting aside of the liquidation.

2.4 Profit forecast

The Group did not disclose or announce any profit forecast or profit guarantee in any public document in the financial quarter under review.

2.5 Taxation

	Current Quarter 31.3.2018 RM'000	Current Year To Date 31.3.2018 RM'000
Current provision	-	-

2.6 Unquoted investments and/or properties

There was no unquoted investment for the quarter under review.

2.7 Status of corporate proposals

There was no corporate proposal, merger and acquisition exercises for the current quarter under review.

2.8 Group borrowings

There was no bank borrowing by the Group for the current quarter and financial year to date.

2.9 Material litigation

There was no material litigation for the current quarter under review.

2.10 Dividend

There was no dividend proposed or declared during the quarter under review.

2.11 Procurement of new contract/termination of existing contract

There was no procurement of new contract for the quarter under review. The new Board does not aware whether the old Board service was under contract basis or otherwise stated. Nevertheless, the contract shall be deemed terminated since the old Board was removed by the Shareholders of the Company.

2.12 Impairments of assets or receivables

The Group holds it comment to the above until obtain of the books and records of the Company.

2.13 Fair value gain on investment

There was no fair value gain on investment during the current quarter under review.

2.14 Realised and Unrealised Profits

The Group holds it comment to the above until obtain of the books and records of the Company, and until finalizing on the Group audited accounts for the financial year ended 31st December 2016 onwards.

2.15 Basis of calculation of earnings per share

The basic and fully diluted earnings per share for the quarter and cumulative year to date are computed as follows:

	Current Quarter 31.3.2018	Preceding Year Corresponding Quarter 31.3.2017	Current Year To Date 31.3.2018	Preceding Year Corresponding Period 31.3.2017
Net profit/(loss) attributable to equity holders of the parent for the period (RM'000)	-	(110)	-	(110)
Weighted average number of shares issue ('000)	<u>513,000</u>	<u>513,000</u>	<u>513,000</u>	<u>513,000</u>
- Basic earnings per share (sen)	-	(0.021)	-	(0.021)
- Diluted earnings per share (sen)*	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

*Fully diluted earnings per share was computed and remained unchange as reported earlier.