

CABNET HOLDINGS BERHAD
Registration No: 201401045803 (1121987-D)
(Incorporated in Malaysia)

NOTES TO THE INTERIM REPORT FOR THE 6-MONTHS FINANCIAL PERIOD ENDED 30 JUNE 2021

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS (“MFRS”) 134: INTERIM FINANCIAL REPORT

A1 Basis of Preparation

This condensed consolidated interim financial statement (“Condensed Report”) is unaudited and has been prepared in accordance with Malaysian Financial Reporting Standards (“MFRS”) 134: Interim Financial Reporting, Rule 9.22 and Appendix 9B of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”).

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

A2 Significant Accounting Policies

The accounting policies and presentation adopted for the interim financial statements are consistent with those adopted as disclosed in the audited financial statements for the FYE 31 December 2020, except for the adoption of the following that are effective for financial statements effective from 1 January 2021, as disclosed below:

MFRS, Amendments to MFRS and Interpretation
<ul style="list-style-type: none">• Amendments to MFRS 9 Financial Instruments, MFRS 139 Financial Instruments: Recognition and Measurement, MFRS 7 Financial Instruments: Disclosure, MFRS 4 Insurance Contracts and MFRS 16 Leases – Interest Rate Benchmark Reform Phase 2• Amendments to MFRS 3 Business Combinations – Reference to the Conceptual Framework• Amendments to MFRS 116 Property, Plant and Equipment – Proceeds before Intended Use• Amendments to MFRS 137 Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts–Cost of Fulfilling a Contract• Annual Improvements to MFRS Standards 2018–2020• Amendments to MFRS 101 Presentation of Financial Statements – Classification of Liabilities as Current or Non-current• Amendments to MFRS 101 Presentation of Financial Statements – Disclosure of Accounting Policies• Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates

The adoption of the above pronouncements does not have any material financial impact to the Group.

A3 Auditors’ Report of preceding annual financial statements

The preceding year’s audited financial statements of the Group did not contain any qualification.

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A4 Seasonal or Cyclical Factors Affecting Operations

The principal business operations of the Group are not significantly affected by any seasonal or cyclical factors.

A5 Unusual Items Affecting the Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group for the current financial quarter and financial period under review.

A6 Material Changes in Estimates

There were no changes in estimates that have a material effect in the current financial quarter and financial period under review.

A7 Changes in Debt and Equity Securities

There were no issuances, cancellations, repurchase, resale or repayment of debts and securities during the financial quarter and financial period under review.

A8 Dividends paid

No dividend has been paid during the current quarter under review.

A9 Segmental Reporting

(i) Operating Segments

Information about operating segments has not been reported separately as the Group’s revenue, profit or loss, assets and liabilities are mainly confined to a single operating segment, namely building management solutions which comprise structured cabling, extra low voltage (“ELV”) systems and information technology services as a complimentary offering to building management solutions.

(ii) Geographical Segment

No segmental information is provided on a geographical basis as the Group's activities are conducted primarily in Malaysia.

A10 Material Events Subsequent to the end of the Reporting Period

There were no material events subsequent to the end of the current financial quarter under review up to the date of this report that have not been reflected in this interim financial report, save and except of the following:

On 12 May 2021, the Company had announced that it had on 12 May 2021 entered into a conditional share purchase agreement (“SPA”) with Murugesu A/L Vindasamy, Tan Tian Yee and Kong Tze Senn for the proposed acquisition of 800,000 ordinary shares in CEE M&E Engineering Sdn. Bhd. (“CMESB”), representing 100% equity interest in CMESB, for a purchase consideration of RM16,290,000, to be fully satisfied in cash.

The shareholders have approved the proposed acquisition via the Extraordinary General Meeting held on 30 July 2021.

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A11 Changes in the Composition of the Group

On 3 May 2021, the Group had undertaken a restructuring of its equity interest in subsidiary, Amplogix Technology Sdn. Bhd (“AMPLOGIX”) where Itwin Technology Sdn. Bhd. (“ITWIN”), a wholly owned subsidiary of the Company had acquired the existing 51% equity interest in AMPLOGIX from the Company and the remaining 49% equity interest from non-controlling interest at a price of RM1.00 per share. Following the completion of restructuring on 6 May 2021, AMPLOGIX became an indirect wholly owned subsidiary of the Company via ITWIN.

Save for the above, there were no other changes in the composition of the Group in current financial quarter and financial period under review.

A12 Contingent Liabilities and Contingent Assets

As at 30 June 2021, save as disclosed below, the Group has no pending material contingent liabilities that, upon becoming enforceable, may have a material impact on our financial performance and or position.

	As at 30 June 2021
	RM’000
Guarantees given to third parties in relation to contracts and trade performance	4,228

The guarantees are tender bonds (on submission of tender) and performance bond (upon award of contracts). To date, our Group has not experienced any enforcement of guarantees arising from non-performance of projects.

The Group has no contingent assets as at 30 June 2021.

A13 Capital Commitment

Capital commitment for the purchase of property, plant and equipment not provided for in the interim financial statements as at 30 June 2021 was as follow:

	As at 30 June 2021
	RM’000
Purchase of property, plant and equipment	557

A14 Significant related party transactions

There were no significant related party transactions in the current financial period under review.

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NOTES TO THE INTERIM REPORT FOR THE 6-MONTHS FINANCIAL PERIOD ENDED 30 JUNE 2021

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES

B1 Review of Performance

Comparison of the current year quarter to preceding year corresponding quarter

	<u>Individual Quarter</u>		% change + / (-)
	Current year quarter ended 30 June 2021 RM'000	Preceding year quarter ended 30 June 2020 RM'000	
<u>Revenue</u>			
Construction contracts	12,652	2,306	+448.66%
Sales of goods and services	5,254	5,732	-8.34%
Total	17,906	8,038	+122.77%

The Group revenue increased by 122.77% as compared to the preceding year corresponding quarter was mainly due to substantial projects progress which contributed approximately RM12.65 million of revenue in current financial quarter. However, revenue from sales of goods and services was dropped by approximately RM480,000 due to disruption of material supply chain affected by global chip shortage.

The Group recorded gross profit of RM1.68 million which is higher by approximately RM1.10 million compared to the preceding year corresponding quarter was principally due to substantial increase of revenue in current financial quarter. Additionally, the Group reported other operating income of RM1.23 million in current financial quarter was mainly due to reversal of impairment loss on trade receivables of a long overdue debt which provided in preceding financial year.

In view of higher revenue and other income reported in current financial quarter, the Group recorded profit before tax of approximately RM566,000 as compared to the preceding year corresponding quarter of loss before tax of approximately RM1.10 million.

Comparison of current year to-date to preceding year

	<u>Cumulative Quarter</u>		% change + / (-)
	Current year quarter ended 30 June 2021 RM'000	Preceding year quarter ended 30 June 2020 RM'000	
<u>Revenue</u>			
Construction contracts	22,066	9,039	+144.12%
Sales of goods and services	9,892	11,284	-12.34%
Total	31,958	20,323	+57.25%

The Group current year cumulative revenue increase by 57.25% as compared to the preceding year was mainly due to substantial projects progress which contributed approximately RM22.07 million of revenue. Notwithstanding of higher contracts revenue, most of projects site operation were temporarily shut-down in light of MCO3.0 with effective 1 June 2021. Revenue from sales of goods and services were continue affected by the global chip shortage crisis, as such, declined by 12.34% as compared to the preceding year.

The Group current year cumulative gross profit is higher compared to preceding year by approximately RM784,000 mainly due to increase in revenue. Nonetheless, gross profit margin is lower because of majority of contract revenue come from a project with lower profit margins. Additionally, the Group reported other operating income of RM1.36 million in current financial period mainly because of reversal of impairment loss on trade receivables of a long overdue debt which provided in preceding financial year.

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NOTES TO THE INTERIM REPORT FOR THE 6-MONTHS FINANCIAL PERIOD ENDED 30 JUNE 2021

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES

B1 Review of Performance (Cont'd)

Comparison of current year to-date to preceding year (Cont'd)

In view of higher revenue and other income reported in current financial period, the Group recorded profit before tax of approximately RM663,000 as compared to the preceding year of loss before tax of approximately RM1.12 million.

B2 Material Changes in Profit before Taxation for the Current Quarter with Immediate Preceding Quarter

	Current Quarter Ended 30 June 2021 RM'000	Preceding Quarter Ended 31 March 2021 RM'000
Revenue	<u>17,906</u>	<u>14,052</u>
Profit before tax	<u>566</u>	<u>97</u>

For the current quarter ended 30 June 2021, the Group revenue increase by approximately RM3.85 million as compared to the preceding quarter ended 31 March 2021 mainly because of substantial projects progress which contributed higher revenue of approximately RM3.24 million. Notwithstanding of higher contracts revenue, most of projects site operation were temporarily shut-down in light of MCO3.0 with effect from 1 June 2021. The Group recorded a lower gross profit of approximately RM275,000 compared to the preceding quarter was mainly due to ongoing fixed overhead cost when project sites temporarily shut-down.

The Group reported a profit before tax of approximately RM566,000 for the current quarter as compared to profit before tax of RM97,000 in preceding quarter mainly due to higher of other operating income because of reversal of impairment loss on trade receivables.

B3 Prospects Commentary for the financial year ending 31 December 2021

The Board anticipates a challenging operating environment for the financial year 2021 in view of the effects of Coronavirus Pandemic ("Covid-19"), threats of new wave of infections and weak market sentiment.

Amidst this challenging and current operating environment, the Board remains positive of the Group performance for the FYE 31 December 2021 in view that our order book as of current quarter ended 30 June 2021 is approximately RM60.24 million.

The Group had initiated its business expansion plan via proposed acquisition of a mechanical and electrical company which the Group view it as a synergistic business to expand our existing business. The Board believes that the Group would be able to offer its customers greater scope of work by expanding our existing suite of electrical engineering services to include mechanical engineering services.

Save for the above expansion plan, the Group will continue its effort to explore new market segment and opportunities. In addition, the Board reassure that all necessary precautions and pragmatic approach shall continue in placed in its strategic and operational planning to strengthen its existing business and improved operational efficiency.

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Registration No: 201401045803 (1121987-D)
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NOTES TO THE INTERIM REPORT FOR THE 6-MONTHS FINANCIAL PERIOD ENDED 30 JUNE 2021

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES

B4 Variance of Actual Profit from Forecast Profit & Shortfall on Profit Guarantee

There is no profit forecast prepared for public release and no profit guarantee provided by the Group for the current financial period.

B5 Taxation

	Quarter ended 30.06.2021	Year-to-date 30.06.2021
	RM'000	RM'000
Income tax:		
- current period	7	(47)
Deferred tax expense	(10)	(25)
Tax expense	(3)	(72)

The Group's effective tax rate for the current quarter and current financial period under review is lower than the statutory tax rate of 24% mainly due to certain non-taxable income for income tax purpose.

B6 Status of Corporate Proposals

There were no corporate proposals announced but not completed as at 19 August 2021 being a date not earlier than 7 days from the date of issue of this quarterly report.

B7 Group Borrowings and Debt Securities

As at 30 June 2021, our Group's total outstanding borrowings, all of which are interest-bearing, were as follows:

	RM'000
(a) Short-term debt	
<u>Secured and guaranteed</u>	
Bankers' acceptance	6,994
Bank overdrafts	238
Finance lease liabilities	536
Term loans	365
Trust receipts	74
Total short-term debt	8,207
(b) Long-term debt	
<u>Secured and guaranteed</u>	
Finance lease liabilities	1,293
Term loans	4,328
Total long-term debt	5,621
Total loans and borrowings	13,828

All the above borrowings are denominated in Ringgit Malaysia.

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NOTES TO THE INTERIM REPORT FOR THE 6-MONTHS FINANCIAL PERIOD ENDED 30 JUNE 2021

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES

B8 Changes in Material Litigation

There is no other pending material litigation as at 19 August 2021 being a date not earlier than 7 days from the date of this quarterly report except for the following: -

(i) Shah Alam High Court (Construction Court) – Suit No. BA-24C-5-01/2019

Between Cabnet Systems (M) Sdn Bhd (“Plaintiff”), Dekad Kaliber Sdn Bhd (“1st Defendant”) and Rimarisan Sdn Bhd (“2nd Defendant”).

By way of Originating Summons, on 17 January 2019, the Plaintiff had initiated an action under Section 30 of the Construction Industry Payment and Adjudication Act 2012 (CIPAA 2012) against the abovementioned Defendants to obtain full payment of the adjudication sum of RM1,155,874.10.

Prior to this action, the Plaintiff had pursued adjudication proceedings against Synergycentric Sdn Bhd (“Synergycentric”) and obtained Adjudication Decision on 1 November 2018 which was in favour of the Plaintiff. However, Synergycentric has gone into liquidation and has not made any settlement to the adjudication sum. As such, the Plaintiff pursues an action against the principals of Synergycentric, i.e. 1st and 2nd Defendants under Section 30 of the CIPAA 2012.

The case managements were held on 5 March 2019, 29 March 2019, 4 April 2019, 17 April 2019, 2 May 2019, 23 May 2019, 31 May 2019, 20 June 2019, 20 August 2019, 20 January 2020, 17 February 2020, 26 February 2020, 2 March 2020, 31 March 2020 as well as 11 June 2020 and the hearings were held on 31 May 2019, 19 June 2019, 7 October 2019, 18 December 2019, 8 April 2020, 8 January 2021 and 16 February 2021.

- (1) Following the hearing held on 8 January 2021, the Judge was only able to hear Plaintiff application to adduce fresh and further evidence due to time constraints, hence of the hearing of the 2nd defendant main appeals has adjourned to 16 February 2021.
- (2) Further to the hearing held on 16 February 2021 for the Plaintiff and 2nd Defendant appeals, the Court’s decision for the said appeals will be delivered on 17 March 2021.
- (3) On 17 March 2021, the Court of Appeal has dismissed 2nd Defendant appeals on the view that the letter of undertaking creates a contractual obligation on 2nd Defendant to make payments to the Plaintiff. As for the Plaintiff’s appeal on the adjudication cost, the Court of Appeal has dismissed the appeal on the view that Section 30 of CIPAA does not allow for a claim for adjudication cost.
- (4) The matter in respect of Construction Court Suit have concluded as the Judgment dated 18 December 2019 was upheld by the Court of Appeal on 17 March 2021. The adjudication sum with the cost and interest therein has been paid by 2nd Defendant on 29 June 2021.

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NOTES TO THE INTERIM REPORT FOR THE 6-MONTHS FINANCIAL PERIOD ENDED 30 JUNE 2021

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES

B8 Changes in Material Litigation (Cont'd)

(ii) Shah Alam High Court (Civil Division) – Suit No. BA-22NCvC-28-01/2019

Between Cabnet Systems (M) Sdn Bhd (“Plaintiff”), Dekad Kaliber Sdn Bhd (“1st Defendant”) and Rimarisan Sdn Bhd (“2nd Defendant”).

By way of a civil suit, on 17 January 2019, the Plaintiff had filed an action for breach of contract pursuant to the Sale and Purchase Agreement dated 18 July 2017 (“SPA”) between the Plaintiff and Synergycentric Sdn Bhd (“Synergycentric”) for a sum amounting to RM1,156,048.18.

This action is premised on Annexure 2 of the SPA. In Annexure 2 of the SPA, 1st Defendant has acknowledged and undertaken to pay directly to the Plaintiff upon Synergycentric’s failure under the SPA. To date, 1st Defendant has not made such payments.

The case management were held on 18 February 2019, 4 April 2019, 17 April 2019 and 8 January 2020, 24 February 2020, 31 March 2020, 15 May 2020, 1 September 2020, 12 October 2020, 21 October 2020, 12 November 2020, 4 January 2021 and 14 June 2021, the hearings were held on 21 May 2019, 29 July 2019 and 14 July 2020 as well as the trial was held on 16 August 2019.

- (1) Case management adjourned previously was held on 4 January 2021, the Court has fixed trial dates on 9 June 2021 to 11 June 2021 and 14 June 2021 to 16 June 2021. Parties need to file Witness Statements before 31 May 2021.
- (2) In light of the MCO 3.0 imposed starting from 1 June 2021, the Court has on 31 May 2021 informed that the trial originally fixed on 14 June 2021 to 16 June 2021 will be adjourned and converted into virtual case management. The new trial dates to be decided and informed by the Court later.
- (3) Following the virtual case management held on 14 June 2021, the Court has fixed the new trial dates from 21 February 2022 to 23 February 2022. All parties need to file witness statements 1 month before trial date.

B9 Dividend

No dividend has been declared, recommended or paid during the quarter under review.

B10 Earnings per Share

The basic and diluted earnings per share are calculated as follows:

	Quarter ended 30.06.2021	Year-to-date 30.06.2021
Profit for the period attributable to ordinary holders of the Company (RM'000)	569	593
Weighted average number of ordinary shares in issue ('000)	178,750	178,750
Earnings per share (Basic & Diluted) (sen)	0.32	0.33

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B11 Derivative

The Group did not enter into any derivative during the current quarter under review.

B12 Disclosure of gains/losses arising from fair value changes of financial liabilities

The Group did not have any financial liabilities measured at fair value through profit and loss for the current quarter under review.

B 13 Authorised for issue

This interim financial statement was authorised by the Board of Directors in accordance with the resolution of the Directors on 26 August 2021.

By Order of the Board,

Lee Wee Hee (MAICSA 0773340)
SSM Practicing Certificate No. 201908004010
Company Secretary
Johor Bahru
Date: 26 August 2021
c.c. Securities Commission