

DC HEALTHCARE HOLDINGS BERHAD

Registration No. 202201014036 (1459733-P) (Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER ENDED 31ST MARCH 2023

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FIRST (1^{ST}) QUARTER ENDED 31 MARCH 2023⁽¹⁾

		3-MONTH ENDED		PERIOD-TO-DATE	
		31.03.2023	31.03.2022(2)	31.03.2023	31.03.2022 ⁽²⁾
	Note	RM'000	RM'000	RM'000	RM'000
Revenue	A9	16,811	N/A	16,811	N/A
Cost of sales	A)	,	N/A N/A		N/A N/A
Gross profit ("GP")		(7,042) 9,769	<u> </u>	(7,042) 9,769	<u>N/A</u>
Other income		9,709 60	N/A N/A	9,769 60	N/A N/A
Staff costs		(2,570)	N/A N/A	(2,570)	N/A N/A
Administrative expenses			N/A N/A		N/A N/A
Profit from Operations		(3,699) 3,560	<u> </u>	(3,699) 3,560	<u> </u>
Finance costs					
	D10	(375)	N/A	(375)	N/A
Profit before tax ("PBT")	B12	3,185	N/A	3,185	N/A
Taxation	B6	(828)	<u>N/A</u>	(828)	N/A
Profit after tax ("PAT")		2,357	N/A	2,357	N/A
Other comprehensive income, net of tax Foreign currency translation differences for foreign		-	N/A	-	N/A
operations Total comprehensive income for	r				
the financial period		2,357	N/A	2,357	N/A
Profit for the financial period attributable to:					
• Owners of the Company		2,357	N/A	2,357	N/A
		2,357	N/A	2,357	N/A
Total comprehensive income for the financial period attributab					
• Owners of the Company		2,357	N/A	2,357	N/A
		2,357	N/A	2,357	N/A
Earnings per share attributable Owners of the Company		0.20	NT / A	0.20	NT / A
• Basic/Diluted (sen) ⁽³⁾	B11	0.30	N/A	0.30	N/A

UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FIRST (1ST) QUARTER ENDED 31 MARCH 2023⁽¹⁾ (CONT'D)

Notes:

- (1) The basis of preparation of the Unaudited Consolidated Statement of Profit or Loss and Other Comprehensive Income are disclosed in Note A1 and should be read in conjunction with the Accountants' Report as disclosed in the prospectus of DC Healthcare Holdings Berhad ("DC Healthcare" or "Company") dated 27 June 2023 ("Prospectus") and the accompanying explanatory notes attached to this interim financial report.
- (2) This is the first interim financial report announced in compliance with the ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"). There are no comparative figures for the preceding quarter and period-to-date available as no interim financial report was prepared for the comparative financial period concerned.
- (3) Basic/Diluted earnings per share ("**EPS**") is calculated based on the pro forma enlarged share capital of 797,040,000 shares after the Pre-IPO restructuring exercise but before the initial public offering ("**IPO**") of the Company. The diluted EPS is equivalent to the basic EPS as the Company does not have any convertible options as at the end of the current quarter and financial period under review.
- *N/A Not applicable*

UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH $2023^{(1)}$

	UNAUDITED	AUDITED
	As at 31.03.2023 RM'000	As at 31.12.2022 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	11,453	11,041
Right-of-use assets	26,269	21,920
Deferred tax assets	278	278
Total non-current assets	38,000	33,239
Current Assets		
Inventories	2,191	1,852
Trade receivables	378	410
Other receivables	7078	5,022
Tax recoverable	-	120
Cash and cash equivalents	4,946	7,674
Total current assets	14,593	15,078
TOTAL ASSETS	52,593	48,317
EQUITY AND LIABILITIES		
Equity		
Share capital	9,565	801
Capital contribution from holding		1 0 0 0
company of the combining entities	-	1,030
Retained earnings	15,573	13,216
Merger reserves Total Equity	(8,764) 16,374	15,047
Liabilities Non-current liabilities		
Lease liabilities	19,747	16,247
Borrowings	1,862	2,082
Deferred tax liabilities	64	64
Total non-current liabilities	21,673	18,393
Current liabilities		
Trade payables	1,226	1,951
Other payables	2,661	2,250
Contract liabilities	3,016	2,948
Amount due to holding company		
of the combining entities	-	160
Lease liabilities	5,749	5,050
Borrowings	636	626
Tax payable	1,258	1,892
Total current liabilities	14,546	14,877
TOTAL LIABILITIES	36,219	34,270
TOTAL EQUITY AND LIABILITIES	52,593	48,317
Weighted Avenage number of endingene there (1000)	707 040	707 040
Weighted Average number of ordinary shares ('000)	797,040	797,040
NET ASSETS PER SHARE (RM) ⁽²⁾	0.02	0.02

UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2023⁽¹⁾ (CONT'D)

Notes:

- (1) The basis of preparation of the Unaudited Consolidated Statement of Financial Position are disclosed in Note A1 and should be read in conjunction with the Accountants' Report as disclosed in the Prospectus dated 27 June 2023 and the accompanying explanatory notes attached to this interim financial report.
- (2) Based on the pro forma enlarged share capital of 797,040,000 shares after the Pre-IPO restructuring exercise but before the IPO of the Company.

N/A – Not applicable

UNAUDITED CONSOLIDATED STATEMENT OF CHANGE IN EQUITY FOR THE FIRST (1ST) QUARTER ENDED 31 MARCH 2023⁽¹⁾⁽²⁾

	Share capital RM'000	Capital contribution from holding company of the combining entities RM'000	Merger reserves RM'000	Retained earnings RM'000	Total equity RM'000
As at 1 January 2023	801	1,030	-	13,216	15,047
Profit for the year representing total comprehensive income for the period	-	-	-	2,357	2,357
Repayment to	-	(1,030)	-	-	(1,030)
Acquisition of subsidiaries	8,764	-	(8,764)	-	-
As at 31 March 2023	9,565	-	(8,764)	15,573	16,374

Notes:

- (1) The basis of preparation of the Unaudited Consolidated Statement of Changes in Equity are disclosed in Note A1 and should be read in conjunction with the Accountants' Report as disclosed in the Prospectus and the accompanying explanatory notes attached to this interim financial report.
- (2) This is the first interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding quarter available as no interim financial report was prepared for the comparative financial period concerned.

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FIRST $(1^{\rm ST})$ QUARTER ENDED 31 MARCH 2023 $^{(1)}$

	PERIOD-TO-DATE	
	31.03.2023	31.03.2022 ⁽²⁾
	RM'000	RM'000
Cash Flows From Operating Activities	2 105	27/4
Profit before tax	3,185	N/A
Adjustments for:	550	
Depreciation of property, plant and equipment	559	N/A
Depreciation of right-of-use assets	1,413	N/A
Gain on disposal of property, plant and equipment	(9)	N/A
Property, plant and equipment write-off	13	N/A
Waiver of lease payments	(29)	N/A
Interest expense	375	N/A
Interest income	(19)	N/A
Operating profit before working capital changes	5,488	N/A
Change in working capital:		
Inventories	(339)	N/A
Contract liabilities	68	N/A
Receivables, deposits and prepayment	(2,024)	N/A
Payables and accruals	(314)	N/A
Cash generated from operations	2,879	N/A
Interest paid	(375)	N/A
Interest received	19	N/A
Tax paid	(1,342)	N/A
Net cash from operating activities	1,181	N/A
Cash Flows From Investing Activities		
Purchase of property, plant and equipment	(985)	N/A
Additional of right-of-use assets	151	N/A
Net cash used in investing activities	(834)	N/A
Cash Flows From Financing Activities		
Repayment to related company	(1,190)	N/A
Repayment of lease liabilities	(1,675)	N/A
Repayment of term loans	(210)	N/A
Net cash used in financing activities	(3,075)	N/A
Not decrease in each and each activalants	(2 720)	NT / A
Net decrease in cash and cash equivalents	(2,728)	N/A
Cash and cash equivalents at the beginning of the financial period	7,674	N/A
-		N/A N/A
Cash and cash equivalents at the end of the financial period	4,946	IN/A

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FIRST (1ST) QUARTER ENDED 31 MARCH 2023⁽¹⁾ (CONT'D)

Notes:

- (1) The basis of preparation of the Unaudited Consolidated Statement of Cash Flows are disclosed in Note A1 and should be read in conjunction with the Accountants' Report as disclosed in the Prospectus and the accompanying explanatory notes attached to this interim financial report.
- (2) This is the first interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding period-to-date available as no interim financial report was prepared for the comparative financial period concerned.
- *N/A Not applicable*

A. NOTES TO THE INTERIM FINANCIAL REPORT

A1. Basis of preparation

The interim financial report of DC Healthcare and its subsidiaries ("**Group**") are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("**MFRS**") No. 134: Interim Financial Reporting and Rule 9.22 and Appendix 9B of the Listing Requirements of Bursa Securities.

This is the first interim financial statements on the Company's unaudited consolidated financial results for the first (1st) quarter ended 31 March 2023 announced by the Company in compliance with the Listing Requirements of Bursa Securities and as such, there are no comparative figures for the preceding year's corresponding period.

This interim financial report should be read in conjunction with the Accountants' Report as disclosed in the Prospectus and the accompanying notes attached to this interim financial report.

A2. Summary of Significant Accounting Policies

The significant accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted as disclosed in the Accountants' Report in the Prospectus, except for the adoption of the following MFRSs, Amendments to MFRSs and new Interpretations effective for the financial periods beginning on or after 1 January 2023.

	Effective dates for financial periods beginning on or after
• MFRS 17 Insurance Contracts	1 January 2023
• Amendments to MFRS 17 Insurance Contracts	1 January 2023
• Amendments to MFRS 17 Initial Application of MFRS 17 and MFRS 9 - Comparative Information	1 January 2023
• Amendments to MFRS 101 and MFRS Practice Statement 2 <i>Disclosure of</i> <i>Accounting Policies</i>	1 January 2023
• Amendments to MFRS 108 Definition of Accounting Estimates	1 January 2023
• Amendments to MFRS 112 Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
• Amendments to MFRS 112 International Tax Reform – Pillar Two Model Rules	1 January 2023
 Amendments to MFRS 16 Lease Liability in a Sale and Leaseback 	1 January 2024
• Amendments to MFRS 101 Classification of Liabilities as Current or Non-Current	1 January 2024
• Amendments to MFRS 101 Non-Current Liabilities with Covenants	1 January 2024
• Amendments to MFRS 107 and MFRS 7 Supplier Finance Arrangements	1 January 2024

A2. Summary of Significant Accounting Policies (Cont'd)

Standards issued but not yet effective

Effective dates for financial periods beginning on or after

Amendments to References to the Conceptual Framework in MFRS Standards

• Amendments to MFRS 10 and MFRS 128 *Sale or Contribution of* To be announced *Assets between an Investor and its Associate or Joint Venture*

The Group will adopt the above accounting pronouncements when they become effective in the respective financial periods. These accounting pronouncements are not expected to have any effect to the financial statements of the Group upon their initial applications.

A3. Auditors' report on preceding annual financial statements

There was no qualification on the audited consolidated financial statements of the Group for the financial year ended 31 December 2022.

A4. Seasonal or cyclical factors

The business operations of the Group were not materially affected by any seasonal and cyclical effects during the current quarter and financial period period-to-date.

A5. Unusual items affecting assets, liabilities, equity, net income or cash flows

There were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group during the current financial quarter and financial period-to-date.

A6. Material changes in estimates

There were no material changes in the estimates that have a material effect to the Group in the current financial quarter and financial period-to-date.

A7. Debt and equity securities

Save as disclosed in Note A11 below, there were no issuances, cancellations, repurchases, resale and repayment of debts and equity during the current financial quarter under review.

A8. Dividends paid

There was no dividend paid during the current financial quarter under review.

A9. Segmental information

The Group's segmental information for the current financial period ended 31 March 2023 is as follows:

	3-MONTH ENDED		PERIC	D-TO-DATE
-	31.03.2023	31.03.2022 ⁽¹⁾	31.03.2023	31.03.2022 ⁽¹⁾
	RM'000	RM'000	RM'000	RM'000
Aesthetic services	14,930	N/A	14,930	N/A
General medical services	1,379	N/A	1,379	N/A
Sale of skincare products	502	N/A	502	N/A
Total	16,811	N/A	16,811	N/A
Segment profit	9,769	N/A	9,769	N/A
Other income	60	N/A	60	N/A
Unallocated expenses	(6,269)	N/A	(6,269)	N/A
Finance costs	(375)	N/A	(375)	N/A
Income tax expenses	(828)	N/A	(828)	N/A
Profit for the financial period	2,357	N/A	2,357	N/A

Notes:

(1) This is the first interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding quarter and period-to-date available as no interim financial report was prepared for the comparative financial period concerned.

N/A – Not applicable

A10. Valuation of property, plant and equipment

There was no valuation of the property, plant and equipment in the current financial quarter under review.

A11. Material events subsequent to the end of the current financial quarter

Save as disclosed below, there were no other material events subsequent to the end of the current financial quarter that have not been reflected in this interim financial report.

(a) <u>Acquisition of companies</u>

The Company had entered into the following conditional share sale agreements on 11 November 2022:

- (i) To acquire the entire equity interest in Klinik Dr Chong Sdn Bhd ("Klinik Dr Chong") from the vendors for a purchase consideration of RM7,737,000 which was wholly satisfied via the issuance of 644,750,000 new shares of the Company at an issue price of RM0.012 each. The acquisition was completed on 29 May 2023.
- (ii) To acquire the entire equity interest in Ten Drs Sdn Bhd from the vendors for a purchase consideration of RM572,568 which was satisfied via the issuance of 47,714,000 new shares of the Company at an issue price of RM0.012 each. The acquisition was completed on 29 May 2023.
- (iii) To acquire the entire equity interest in DC Lasers Sdn Bhd from the vendor for a purchase consideration of RM1,254,900 which was satisfied via the issuance of 104,575,000 new shares of the Company at an issue price of RM0.012 each. The acquisition was completed on 29 May 2023.

On 31 May 2023, Klinik Dr Chong has completed the transfer of 100.00% equity interest in DCL Mid Valley Sdn Bhd and DCL Puchong Sdn Bhd to the Company.

b) <u>Initial Public Offering (IPO)</u>

In conjunction with the Company's listing on the ACE Market of Bursa Securities, the Company has undertaken the IPO comprising:

- (i) Public issue of 199,260,000 new ordinary shares in the Company comprising: -
 - 49,815,000 new shares available for application by the Malaysian Public;
 - 29,889,000 new shares available for application by the eligible directors and employees;
 - 119,556,000 new shares by way of private placement to selected investors; and

b) <u>Initial Public Offering (IPO) (cont'd)</u>

In conjunction with the Company's listing on the ACE Market of Bursa Securities, the Company has undertaken the IPO comprising: (cont'd)

(ii) Offer for sale of 99,630,000 existing shares by way of private placement to selected investors at the IPO Price,

at an issue/offer price of RM0.25 per share ("IPO Price")

Thereafter, the listing of and quotation for the Company's enlarged issued share capital comprising 996,300,000 shares on the ACE Market of Bursa Securities is expected to be on 17 July 2023.

A12. Changes in the composition of the Group

Save as disclosed in Note A11, there were no material changes in the composition of the Group for the current financial quarter under review.

A13. Contingent assets and contingent liabilities

There were no contingent assets and contingent liabilities as at the date of this interim report.

A14. Material capital commitments

There is no material commitment for capital expenditure, which upon becoming enforceable, may have a material effect on the Group's financial position as at the date of this interim financial report.

A15. Significant related party transactions

There were no significant related party transactions during the current financial quarter under review.

B1. Review of Performance

(a) Results for current quarter

The Group recorded revenue of RM16.81 million for the current financial quarter ended 31 March 2023. The Group's revenue was principally derived from the aesthetic services, contributing approximately 88.8% of the total revenue for the current financial quarter ended 31 March 2023.

The Group registered a PBT of RM3.19 million in the current financial quarter under review after deducting expenses which are mainly attributable to administrative expenses of approximately RM3.70 million mainly comprise of depreciation of right of use assets and marketing cost for the current financial quarter under review.

(b) Results for financial year-to-date

As this is the first quarter financial report being announced by the Group, therefore the financial year-to-date record will be the same as the results for the current quarter.

There are no comparative figures for the preceding year available as this is the first interim financial report being announced by the Group in compliance with the Listing Requirements.

B2. Comparison with immediate preceding quarter's results

There are no comparative figures for the preceding quarter available as this is the first interim financial report for the first quarter ended 31 March 2023 being announced in compliance with the Listing Requirements.

B3. Prospects

As disclosed in Section 6.7 of the Prospectus dated 27 June 2023, the Group's strategies are to continue to focus on its core business in light of the growth in the aesthetic medicine market by implementing the following business strategies: -

- (i) To continue expanding our existing clinics by establishing new aesthetic medical clinics in the Southern & Northern regions
- (ii) In order to support the expansion, we intend to strengthen our medical doctors, clinic consultants and other support staff by attracting and recruiting highly skilled and experienced personnel.
- (iii) Our group is to continuously upgrading the technology of our medical equipment to the latest in order to enhance our services offering and also in support of our expansion plans

The Group believes that its prospects in the aesthetic medical service industry are favourable in view of our competitive strengths as set out in Section 6.5.7 of the Prospectus, the Group's business strategies as set out above as well as the industry outlook as set out in the IMR Report in Section 8 of the Prospectus.

B4. Profit Forecast or Profit Guarantee

The Group did not issue any profit forecast or profit guarantee during the current financial quarter under review.

B5. Status of corporate proposals

Save as disclosed in A11, there were no corporate proposals announced but not completed as at the date of this interim report.

B6. Income tax expenses

	3-MO	3-MONTH ENDED		D-TO-DATE
	31.03.2023	31.03.2022 ⁽¹⁾	31.03.2023	31.03.2022 ⁽¹⁾
	RM'000	RM'000	RM'000	RM'000
Current tax expense	828	N/A	828	N/A
Total tax expense	828	N/A	828	N/A
Effective tax rate (%)	26.00	N/A	26.00	N/A

Notes:

- (1) This is the first interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding quarter available as no interim financial report was prepared for the comparative financial period concerned.
- (2) The Group's effective tax rate for the current quarter and for the year to date ended 31 March 2023 was higher than the statutory tax rate mainly due to certain disallowable expenses for tax purposes.
- (3) Income tax expense is recognised based on management's best estimate.

Note:

N/A – Not applicable

B7. Utilisation of Proceeds from the IPO

The gross proceeds arising from the Public issue amounting to RM49.82 million is intended to be utilised in the following manner: -

Description of utilisation	Proposed Utilisation	Actual Utilisation	Estimated timeframe for utilisation upon Listing
	RM'000	RM'000	
Establishing new aesthetic medical clinics	9,440	N/A	Within 18 months
Purchase of new medical machines and equipment	13,124	N/A	Within 18 months
Repayment of borrowings	6,238	N/A	Within 6 months
Working capital	17,013	N/A	Within 36 months
Estimated listing expenses	4,000	N/A	Within 1 month
Total	49,815	N/A	

The utilisation of proceeds as disclosed above should be read in conjunction with the Prospectus. As at the date of this interim financial report, the IPO is pending completion, hence there are no utilisation of proceeds by the Group yet.

Note:

N/A – *Not applicable*

B8. Bank borrowings

The Group's bank borrowings were as follows:

	UNAUDITED	AUDITED
	As at 31.03.2023 RM'000	As at 31.12.2022 RM'000
Current:		
Hire purchase	1,522	1,500
Term loans	636	626
	2,158	2,126
Non-current:		
Hire purchase	4,345	4,322
Term loans	1,862	2,082
	6,207	6,404
Total bank borrowings	8,365	8,530

All the Group's bank borrowings are denominated in Ringgit Malaysia.

B9. Material litigation

There was no material litigation involving the Group as at 31 March 2023.

B10. Dividend

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

B11. Earnings per share

The basic earnings per share ("**EPS**") are calculated by dividing the profit for the period attributable to owners of the Company by weighted average number of ordinary shares of the Company during the financial period as follows:

	3-MONTH ENDED		PERIC	D-TO-DATE
	31.03.2023	31.03.2022 ⁽¹⁾	31.03.2023	31.03.2022(1)
Profit attributable to ordinary owners of the Company (RM'000)	2,357	N/A	2,357	N/A
Number of ordinary shares ('000)	797,040	N/A	797,040	N/A
Basic/Diluted EPS (sen) ⁽²⁾	0.30	N/A	0.30	N/A

Notes:

- (1) This is the first interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding quarter available as no interim financial report was prepared for the comparative financial period concerned.
- (2) Basic/Diluted earnings per share ("**EPS**") is calculated based on the pro forma enlarged share capital of 797,040,000 shares after the Pre-IPO restructuring exercise but before the initial public offering ("**IPO**") of the Company. The diluted EPS is equivalent to the basic EPS as the Company does not have any convertible options as at the end of the current quarter and financial period under review.

N/A – Not applicable

B12. Disclosure on selected expense/income items as required by the Listing Requirements

Profit before tax is arrived after charging/(crediting):

	3-MONTH ENDED		PERIOD-TO-DATE	
	31.03.2023 RM'000	31.03.2022 ⁽¹⁾ RM'000	31.03.2023 RM'000	31.03.2022 ⁽¹⁾ RM'000
Depreciation of property, plant and equipment	559	N/A	559	N/A
Depreciation of right-of-use assets	1,413	N/A	1,413	N/A
Finance income	(19)	N/A	(19)	N/A
Finance costs	375	N/A	375	N/A
Gain on disposal of property, plant and equipment	(9)	N/A	(9)	N/A

Note:

(1) This is the first interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding quarter and period-to-date available as no interim financial report was prepared for the comparative financial period concerned.

N/A – Not applicable

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

B13. Approval of Interim Financial Report

The interim financial report as set out above was approved by the Board of Directors in accordance with a resolution dated 6 July 2023.