

Registration No: 201801011816 (1273832-U) (Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED
INTERIM FINANCIAL STATEMENTS
FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2024

Registration No: 201801011816 (1273832-U) (Incorporated in Malaysia)

Unaudited Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income For the Third Quarter Ended 30 September 2024 ⁽¹⁾

	Individual (30.9.2024 RM'000	Quarter 30.9.2023 RM'000	Cumulative 30.9.2024 RM'000	Quarter 30.9.2023 RM'000
Revenue	10,722	10,632	32,653	31,628
Cost of services	(5,448)	(5,576)	(16,110)	(16,063)
Gross profit	5,274	5,056	16,543	15,565
Other income	3	-	13	9
Administrative expenses	(3,682)	(3,086)	(10,356)	(9,104)
Finance costs	(218)	(205)	(701)	(584)
Finance income	14	24	48	79
Profit before tax	1,391	1,789	5,547	5,965
Tax expense	(567)	(641)	(1,883)	(1,862)
Profit after tax	824	1,148	3,664	4,103
Other comprehensive income	-	-	-	-
Total comprehensive income	824	1,148	3,664	4,103
Total comprehensive income for the financial year attributable to:-				
Owners of the CompanyNon-controlling interest	759 65	1,125 23	3,502 162	4,013 90
	824	1,148	3,664	4,103
Basic/Diluted earning per share ("EPS") (sen) (2)(3)	0.30	0.44	1.37	1.57

Notes:

- (1) The basis of preparation of the Unaudited Condensed Consolidated Statements 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 Topvision Eye Specialist Berhad ("Topvision" or the "Company") dated 25 November 2024 ("Prospectus") and the accompanying explanatory notes attached to this condensed consolidated interim financial report.
- (2) Basic earnings per share is calculated based on the Company's weighted average number of shares of 255,595,535 ordinary shares in Topvision ("Shares') as at the end of of the financial period.
- (3) Diluted EPS is equivalent to the basic EPS as there were no potential dilutive securities in issue during the financial quarter under review.

Registration No: 201801011816 (1273832-U) (Incorporated in Malaysia)

Unaudited Condensed Consolidated Statement of Financial Position As At 30 September 2024 ⁽¹⁾

	•	
	Unaudited as at	Audited as at
	30 September 2024	31 December 2023
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	46,160	34,905
Total non-current assets	46,160	34,905
Current assets		
Inventories	2,381	2,062
Trade receivables	944	1,410
Other receivables	3,561	1,952
Tax refundable	25	28
Cash and bank balances	6,432	6,573
Short-term investments	3,244	3,103
Fixed deposit with a licensed bank	210	210
Total current assets	16,797	15,338
Total current assets		15,556
TOTAL ASSETS	62,957	50,243
TO THE TOOL TO	02,557	30,213
EQUITY AND LIABILITIES		
EQUITY		
Equity attributable to the owners of the Company:-		
Share capital	17,331	17,331
·	19,281	15,714
Retained earnings		
Merger deficit	(3,641)	(3,641)
No. 10 to 10	32,971	29,404
Non-controlling interest	855	623
Total equity	33,826	30,027
HARMITIES		
LIABILITIES		
Non-current liabilities		
Lease liabilities	13,165	8,488
Borrowings	10,401	6,435
Deferred tax liabilities	5_	5
Total non-current liabilities	23,571	14,928
Current liabilities		
Trade payables	752	665
Other payables	2,474	2,514
Lease liabilities	1,325	1,193
Borrowings	1,009	579
Tax payable	-	337
Total current liabilities	5,560	5,288
		-
Total liabilities	29,131	20,216
TOTAL EQUITY AND LIABILITIES	62,957	50,243
Net assets per share (sen) (2)	13.23	11.75
	13.23	11.75

Notes:

- (1) The basis of preparation of the Unaudited Condensed 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 and the accompanying explanatory notes attached to this condensed consolidated interim financial report.
- (2) Net assets per share is calculated based on the Company's number of ordinary shares at the end of the reporting period of 255,595,535 shares as at 30 September 2024 and 31 December 2023 respectively.

Unaudited Condensed Consolidated Statement of Changes in Equity As At 30 September 2024 (1)

	Share Capital RM'000	Merger Deficit RM'000	Retained Earnings RM'000	Total RM'000	Non-controlling Interest RM'000	Total Equity RM'000
As at 1 January 2023	17,331	(3,641)	12,994	26,684	278	26,962
Total comprehensive income for the financial period	-	-	4,013	4,013	90	4,103
Transfer of shares to non-controlling interest of subsidiaries	-	-	45	45	240	285
Balance at 30 September 2023	17,331	(3,641)	17,052	30,742	608	31,350
	Share Capital RM'000	Merger Deficit RM'000	Retained Earnings RM'000	Total RM'000	Non-controlling Interest RM'000	Total Equity RM'000
As at 1 January 2024	17,331	(3,641)	15,714	29,404	623	30,027
Total comprehensive income for the financial period	-	-	3,502	3,502	162	3,664
Dividends	-	-	-	-	(45)	(45)
Transfer of shares to non-controlling interest of subsidiaries	-	-	65	65	115	180
Balance at 30 September 2024	17,331	(3,641)	19,281	32,971	855	33,826

Note:

⁽¹⁾ The basis of preparation of the Unaudited Condensed Consolidated Statements 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 condensed interim financial report.

Unaudited Condensed Consolidated Statement of Cash Flow (1)

	30 September 2024 RM'000	30 September 2023 RM'000
Cash flows from operating activities		
Profit before tax	5,547	5,965
Adjustments for:		
Depreciation of property, plant and equipment	3,864	3,046
Interest expenses	701	584
Interest income	(48)	(79)
Operating profit before working capital changes	10,064	9,516
Changes in working capital:-		
Inventories	(319)	(696)
Receivables	(1,143)	(871)
Payables	47	(647)
Cash generated from operations	8,649	7,302
Tax paid	(2,218)	(2,153)
Net cash generated from operating activities	6,431	5,149
Cash flows from investing activities		
Interest received	48	79
Purchase of property, plant and equipment	(9,543)	(3,602)
Proceeds from transfer of shares of subsidiaries to non-controlling interest	180	285
Net cash used in investing activities	(9,315)	(3,238)
Cash flows from financing activities Dividend paid by a subsidiary to NCI	(45)	-
Drawdown of term loans	4,815	-
Interest paid	(701)	(584)
Repayments of term loans	(419)	(406)
Repayments of lease liabilities	(766)	(944)
Net cash used in financing activities	2,884	(1,934)
CASH AND CASH EQUIVALENTS		
Net changes	-	(23)
At beginning of the financial period	9,886	10,947
At end of the financial period	9,886	10,924

Note:

⁽¹⁾ The basis of preparation of the Unaudited Condensed Consolidated Statement of Cash Flow are disclosed in Note A1 and the accompanying explanatory notes attached to the interim financial report.

Registration No: 201801011816 (1273832-U)

(Incorporated in Malaysia)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2024

A. EXPLANATORY NOTES ON THE COMPLIANCE WITH MALAYSIA FINANCIAL REPORTING STANDARDS ("MFRS") 134

A1. Basis of Preparation

The condensed consolidated interim financial report of the Topvision and its subsidiaries ("the Group") are unaudited and have been prepared in accordance with the Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Rule 9.22 and Appendix 9B of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements").

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

A2. Changes In Accounting Policies

The accounting policies and methods of computation adopted by the Group in this condensed consolidated interim financial report are consistent with those adopted in preparation of the Accountants' Report as disclosed in the Prospectus dated 25 November 2024 except for the adoption of the following amendments/improvements to MFRSs, which are applicable during the current financial year.

Amendments to MFRSs effective for financial periods beginning on or after 1 January 2025

Amendments to MFRS 121* The effect of changes in foreign exchange rates: Lack of exchangeability

Amendments to MFRSs effective for financial periods beginning on of after 1 January 2026

Amendments to MFRS 1*, 7, First-time adoption of Malaysia Financial Reporting Standards, financial instruments -

9, 10 and 107 financial instruments, consolidated financial statements and statement of cash flows

Amendments to MFRS 9 and 7 Financial Instruments - Disclosures: Amendments to the Classification and Measurements of

Financial Instruments

MFRSs effective for financial periods beginning on or after 1 January 2027

MFRS 18 Presentation and Disclosure in Financial Statements
MFRS 19 Subsidiaries without Public Accountability - Disclosures

Amendments to MFRSs - for a date yet to be confirmed

MFRS 10 and 128 Consolidated Financial Statements and Investments in Associates and Joint Ventures:

Sale or Contribution of Assets between an Investor and its Associates or Joint Venture

The initial application of the new and amended standards are not expected to have any material financial impacts to the condensed consolidated interim financial statements of the Group upon adoption.

^{*} Not applicable to the Group's operations.

Registration No: 201801011816 (1273832-U) (Incorporated in Malaysia)

A3. Auditors' Report On Preceding Annual Financial Statements

There was no qualification on the audited financial statements of the Group for the financial year ended 31 December 2023.

A4. Seasonal or Cyclical Factors

The Group's operations were not affected materially by seasonal or cyclical factors for the current financial quarter under review.

A5. Material Unusual Items

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

A6. Material Changes in Estimates

There were no material changes in accounting estimates in the current financial quarter under review.

A7. Debt and Equity Securities

There were no other issuance, cancellation, repurchase, resale and repayment of debt and equity securities in the current financial quarter under review.

A8. Dividend Paid

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

A9. Segmental Information

There were no products, services and geographical location segment information are presented as the Group is viewed as a single reportable segment.

A10. Material Events Subsequent To The End Of The Quarter

Save as disclosed in Note B6 on the Status of Corporate Proposals, there were no other material events subsequent to the end of the current financial quarter under review that have not been reflected in this condensed consolidated interim financial report.

A11. Changes In The Composition Of The Group

The changes in the composition of the Group during the current financial quarter are as follows:-

- (i) The Company had disposed off 30,000 shares in Topvision Eye Specialist Centre (Seremban) Sdn Bhd ("TVESB") representing 1.5% of the total paid-up capital of TVESB to TVESB's resident doctor at RM30,000 pursuant to the Share Option Agreement dated 5 July 2021.
- (ii) The Company had disposed off 30,000 shares in Topvision Eye Specialist Centre (Taiping) Sdn Bhd ("TVETP") representing 1.5% of the total paid-up capital of TVETP to TVETP's resident doctor at RM30,000 pursuant to the Share Option Agreement dated 1 July 2022.
- (iii) The Company had disposed off 15,000 shares in Topvision Eye Specialist Centre (Kota Bharu) Sdn Bhd ("TVEKB") representing 0.75% of the total paid-up capital of TVEKB to TVEKB's resident doctor at RM15,000 pursuant to the Share Option Agreement dated 1 January 2023.
- (iv) The Company had disposed off 30,000 shares in Topvision Eye Specialist Centre (Sungai Petani) Sdn Bhd ("TVESP") representing 1.5% of the total paid-up capital of TVESP to TVESP's resident doctor at RM30,000 pursuant to the Share Option Agreement dated 1 July 2023.
- (v) The Company had acquired additional 200,000 shares in Topvision Eye Specialist Centre (Kuala Terrengganu) Sdn Bhd ("TVEKT") at RM1 each for cash consideration of RM200,000, which did not result in changes in effective equity interest.

A12. Contingent Assets And Contingent Liabilities

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

A13. Capital Commitments

	30.9.2024 RM'000	30.9.2023 RM'000
Contracted but not provided for	6,962	9,791
Approved but not contracted for	-	-
	6,962	9,791

A14. Significant Related Party Transactions

•	Indiviual Quarter		Cumulative Quarter	
	30.9.2024 RM'000	30.9.2023 RM'000	30.9.2024 RM'000	30.9.2023 RM'000
Consultancy fees charged by a Company in which a person				
connected to a Director has interests	510	604	1,703	1,812
Rental expenses charged by a Director	16	16	48	48
Rental expenses charged by a person connected to a Director	41	36	124	108
Rental expenses charged by a Director and a person				
connected to a Director	12	-	36	-

B. EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE LISTING REQUIREMENTS

B1. Review Of Performance

Individual Quarter Ended 30 September 2024 against 30 September 2023

The Group recorded a revenue of RM10.72 million for the current financial quarter under review, as compared to RM10.63 million in the corresponding financial quarter. This represents an increase of RM0.09 million or 0.85%.

The increase in revenue is mainly due to the business commencement of our newly established centres - Mentakab which commenced its operation in August 2024.

Despite the slight increase in revenue, the Group's profit before tax ("PBT") showed a decreased of RM0.40 million or 22.25% comparing to previous quarter. This is mainly due to our Kota Bharu, Sungai Petani and Mentakab centre which is still in its early stages of operations recorded loss as compared to other more established centres, thus lowering the Group's overall PBT. Beside that, those newly established centres - Kuala Terengganu, Tawau and Topvision International which is at its preliminary stage of setting up costs also lowered down the overall Group's PBT.

Cumulative Quarter Ended 30 September 2024 against 30 September 2023

The Group recorded a revenue of RM32.65 million for the current financial period under review, as compared to RM31.63 million in the corresponding financial period. This represents an increase of RM1.02 million or 3.22%. The increase was primarily due to:

- (i) an increase in revenue generated by our Sungai Petani centre. This centre only recorded 4 months revenue in the corresponding financial period as it only commenced its operation in June 2023;
- (ii) an increase in revenue generated by our Mentakab centre as it commenced its operation in August 2024; and
- (iii) the organic growth of revenue by some of our existing centres during the current fiancial period as compared to the corresponding financial period.

Despite the increase in revenue, the Group's PBT showed a decrease of RM0.41 million or 6.88% due to the following reasons:

- (i) an increase in staff costs due to increased headcount during the financial period whereby there was an increase in number of optometrists, staff nurses, healthcare assistants and executives, which was in line with the expansion of operations following commencement of our Mentakab centre's operations;
- (ii) an increase in depreciation costs arising from depreciation of our property, plant and equipment after purchasing property, plant and equipment for our Mentakab centre; and
- (iii) pre-operation costs were incurred for the establishment of Kuala Terengganu and Tawau centre.

B2. Comparison With Immediate Preceding Quarter

	Imme	Immediate Preceding		
	Current quarter	Quarter		
	30.9.2024	30.6.2024	Changes	
	RM'000	RM'000	%	
Revenue	10,722	11,910 -	9.99	
Profit before tax	1,391	2,557 -	45.60	

For the current financial quarter, the Group recorded revenue of RM10.72 million, a decrease of 9.99% or RM1.19 million from RM11.91 million in the immediate preceding quarter. The decrease in revenue can primarily attributable to during the current financial quarter, whereby a few of our centres' resident doctor went for conference in overseas for few weeks which caused lesser surgery being done during this quarter.

The Group's PBT decreased by RM1.17 million mainly due to the decrease in revenue in the current financial quarter under review coupled with an increase in administrative expenses (ie. increase in depreciation costs for our Mentakab centre which commenced operation in August 2024)

Registration No: 201801011816 (1273832-U) (Incorporated in Malaysia)

B3. Prospects Of The Group

The Group remains committed to continuously put in place the following future plans and strategies to leverage on our existing capabilities and competencies to become one of the medical eye care group in the country:

- (i) expansion of the Group's network by establishing Topvision International Eye Specialist Centre ("TIESC") by year 2025, and 1 new ambulatory care centre in the East Coast Region of Malaysia; and
- (ii) expansion of the Group's range of services include refractive suite, offering refractive surgeries for customers wanting spectacle independence such as Laser-Assisted In Situ Keratomileusis ("LASIK") and Implantable Collamer Lens procedure as well as aesthetic double eyelid surgical procedure as an added offering by year 2025 with the establishment of TIESC.

Looking ahead, barring any unforeseen circumstances, the Board of Directors of the Company ("Board") is of the opinion that the prospects of the Group's performance for the financial year ending 31 December 2024 will still remain favourable.

B4. Profit Forecasts

The Group has not issued any profit forecast or profit guarantee in any form of public documentation and announcement.

B5. Tax Expense

	Individual o	quarter	Cumulative quarter		
	30.9.2024 RM'000	30.9.2023 RM'000	30.9.2024 RM'000	30.9.2023 RM'000	
Current taxation	567	641	1,883	1,862	
Effective tax rate (%)	40.76%	35.83%	33.95%	31.21%	

The overall effective tax rate for the current individual and cumulative financial quarter ended 30 September 2024 was higher than the statutory tax rate of 24.00%, mainly due to expenses that was not deductible for tax purposes, such as depreciation of non-qualifying property, plant and equipment and non-allowable expenses for pre-commencement of operation expenses.

Income tax expense in the form of provision is recognised based on management's estimation.

B6. STATUS OF CORPORATE PROPOSAL

On 25 November 2024, the Company issued its Prospectus in relation to the public offering of 54,220,000 ordinary shares ("Shares") in Topvision in conjunction with the transfer of listing of the Company from the LEAP Market to the ACE Market of Bursa Securities ("Transfer of Listing") comprising the following:

- (i) 33,928,000 new Shares to the institutional and selected investors;
- (ii) 15,492,000 new Shares available for application by the Malaysian public; and
- (iii) 4,800,000 new Shares available for the Company's eligible directors, eligible employees and persons who have contributed to the success of the Group.

Registration No: 201801011816 (1273832-U) (Incorporated in Malaysia)

B6. STATUS OF CORPORATE PROPOSAL (CONT'D)

The Transfer of Listing Bursa Securities comprises the following:

- (i) the admission to the Official List and the listing of and quotation for the Company's entire enlarged issued share capital of 309,815,535 Shares on the ACE Market of Bursa Securities pursuant to Rules 3A.02(1) and 3A.02(2) of the Listing Requirements ("Listing"); and
- (ii) the voluntaary withdrawal of listing of the Company from the LEAP Market of Bursa Securities pursuant to Rules 8.05 and 8.06 of the LEAP Market Listing Requirements of Bursa Securities ("Withdrawal").

The Transfer is pending completion as the Company is expected to be transferred to the ACE Market of Bursa Securities on 16 December 2024.

Save as disclosed above, there were no corporate proposals announced but pending completion as at the date of this report.

B7. UTILISATION OF PROCEEDS FROM THE IPO

The gross proceeds from the IPO amounting to RM17.893 million is expected to be utilised in the following manner:

	Proposed utilisation	Actual Utilisation	Balance	Estimated timeframe for
Purpose	RM'000	RM'000	RM'000	utilisation upon listing
Establishment of Topvision International	7,900	•	7,900	Within 18 months
Establishment of:	5,000	-	5,000	Within 24 months
- Topvision Kuala Terengganu				
- Topvision Tawau				
Purchase of machines	498		498	Within 12 months
Estimated expenses for Transfer of Listing	4,495	•	4,495	Within 1 months
Total	17,893	-	17,893	

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

B8. GROUP LOANS AND BORROWINGS

The details of the Group's loans and borrowings are as follows:

	Unaudited as at 30 September 2024 RM'000	Audited as at 31 December 2023 RM'000
Non-current		
Term loans	10,401	6,435
Lease liabilities	13,165	8,488
	23,566	14,923
Current		
Term loans	1,009	579
Lease liabilities	1,325	1,193
	2,334	1,772
	25,900	16,695

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

B9. MATERIAL LITIGATIONS

The Board is not aware of any material litigations pending or threatened against the Group as at the date of this report.

B10. DIVIDENDS

There were no dividend proposed by the Board for the current financial period.

Registration No: 201801011816 (1273832-U) (Incorporated in Malaysia)

B11. BASIC/DILUTED EARNINGS PER SHARE

The basic and diluted EPS for the current quarter are computed as follows:

	Individual o	quarter	Cumulativ	e quarter
	30.9.2024 30.9.2023		30.9.2024	30.9.2023
	RM'000	RM'000	RM'000	RM'000
Profit attributable to owners of the Company	759	1,125	3,502	4,013
Number of ordinary shares ('000)	255,595	255,595	255,595	255,595
Basic/Diluted EPS (sen) (1)(2)	0.30	0.44	1.37	1.57

Note:

- 1. Basic and diluted EPS is calculated based on the Company's weighted average number of shares of 255,595,535 ordinary shares as at the end of the financial period.
- 2. Diluted EPS is equivalent to the basic EPS as therre were no potential dilutive securities in issue during the financial quarter under review.

B12. PROFIT BEFORE TAX

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

	Individual quarter		Cumulative quarter	
	30.9.2024 30.9.2023		30.9.2024	30.9.2023
	RM'000	RM'000	RM'000	RM'000
Material expenses/(income)				
Depreciation of property, plant and				
equipment	1,647	1,137	3,864	3,046
Finance income	(14)	(24)	(48)	(79)
Finance costs				
- term loans	42	45	127	133
- lease liabilities	176	160	574	451
Expenses arising from leases				
Expenses unsing from reases Expenses relating to short-term leases	57	52	172	156