

MANFORCE GROUP BERHAD

(Registration No.: 201701014455 (1228620-V)) (Incorporated in Malaysia)

HALF-YEARLY ANNOUNCEMENT FOR FINANCIAL STATEMENTS YEAR ENDED 30 SEPTEMBER 2020

CHARACTERISTICS OF THE LEAP MARKET OF BURSA MALAYSIA SECURITIES BERHAD ("BURSA SECURITIES")

THE LEAP MARKET HAS BEEN POSITIONED AS A MARKET DESIGNED TO ACCOMMODATE CORPORATIONS TO WHICH A HIGHER INVESTMENT RISK MAY BE ATTACHED THAN OTHER CORPORATIONS LISTED ON THE ACE MARKET OR MAIN MARKET OF BURSA SECURITIES. IT IS A QUALIFIED MARKET WHICH IS MEANT MAINLY FOR SOPHISTICATED INVESTORS ONLY. ONLY EXISTING SECURITIES HOLDERS AND SOPHISTICATED INVESTORS ARE ALLOWED TO PARTICIPATE IN CORPORATE EXERCISES UNDERTAKEN BY MANFORCE GROUP BERHAD ("MANFORCE" OR THE "COMPANY" OR THE "GROUP"). SOPHISTICATED INVESTORS SHOULD BE AWARE OF THE POTENTIAL RISKS OF INVESTING IN SUCH CORPORATIONS AND SHOULD MAKE THE DECISION TO INVEST ONLY AFTER DUE AND CAREFUL CONSIDERATION.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2020 $^{(1)}$

	12 Months	12 Months Ended		
	Unaudited	Audited		
	30 Sep 2020	30 Sep 2019		
	RM'000	RM'000		
NON-CURRENT ASSETS				
Property, plant and equipment	358	4,152		
Right-of-use assets	3,535	-		
Intangible assets	216	288		
Investment in an associate	-	-		
Other investments	1,696_	467		
	5,805	4,907		
CURRENT ASSETS				
Inventories	140	100		
Trade and other receivables	18,218	13,860		
Prepayments	3,024	3,636		
Contract assets	4,081	5,223		
Tax recoverable	559	1,072		
Other investments	- 1	106		
Fixed deposits with licensed banks	2,234	2,172		
Cash and bank balances	4,824	6,157		
	33,080	32,326		
TOTAL ASSETS	38,885	37,233		



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2020 $^{(1)}$ (CONTINUED)

	12 Months Ended		
	Unaudited 30 Sep 2020 RM'000	Audited 30 Sep 2019 RM'000	
EQUITY AND LIABILITIES			
EQUITY			
Share capital	21,329	21,329	
Reorganisation reserves	(12,599)	(12,599)	
Retained earnings	9,884	13,384	
TOTAL EQUITY	18,614	22,114	
NON-CURRENT LIABILITIES			
Bank borrowings	5,050	4,724	
Lease liabilities	73	-	
Deferred tax liabilities	21	21	
	5,144	4,745	
CURRENT LIABILITIES			
Trade and other payables	9,558	9,453	
Bank borrowings	5,357	914	
Lease liabilities	114	-	
Tax liabilities	98	7	
	15,127	10,374	
TOTAL LIABILITIES	20,271	15,119	
TOTAL EQUITY AND LIABILITIES	38,885	37,233	

Note:

1.The Unaudited Condensed Consolidated Statement Of Financial Position is to be read in conjunction of the accompanying explanatory notes attached to this interim financial report.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2020 (1)

	Individual 6 Months Ended		Cumulative 12	Months Ended
	30 Sep 2020 RM'000	30 Sep 2019 RM'000	30 Sep 2020 RM'000	30 Sep 2019 RM'000
Revenue	34,571	38,628	70,725	74,145
Cost of sales	(31,947)	(33,588)	(63,574)	(63,590)
Gross profit	2,624	5,040	7,151	10,555
Other income	427	245	731	511
Net gain/(loss) of fair value through profit & loss	441	-	441	-
Net (loss)/reversal on impairment of financial instruments	(873)	182	(858)	182
Administrative expenses	(4,340)	(5,142)	(9,526)	(10,162)
Other expenses	(135)	(212)	(280)	(560)
Operating (loss)/profit	(1,856)	113	(2,341)	526
Finance income	42	49	81	90
Finance costs	(225)	(210)	(414)	(515)
Share of results of an associate	-	-	-	(40)
(Loss)/Profit before tax	(2,039)	(48)	(2,674)	61
Tax expense	(495)	(287)	(826)	(632)
Net loss for the financial year	(2,534)	(335)	(3,500)	(571)
Other comprehensive income, net of tax				
Total comprehensive loss for the financial				
year	(2,534)	(335)	(3,500)	(571)

Note:

1.The Unaudited Condensed Consolidated Statement Of Profit Or Loss And Other Comprehensive Income is to be read in conjunction of the accompanying explanatory notes attached to this interim financial report.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2020 (1)

	Share capital RM'000	Reorganisation reserve RM'000	Retained earnings RM'000	Subtotal RM'000	Non-controlling interests RM'000	Total equity RM'000
As at 1 October 2018 (Audited)	13,599	(12,599)	15,955	16,955	-	16,955
Total comprehensive loss for the financial year	-	-	(571)	(571)	-	(571)
Transaction with owners: Issue of ordinary shares Transaction cost of share issuance Dividends paid on shares Total transaction with owners	8,640 (910) - 7,730	- - - -	(2,000) (2,000)	8,640 (910) (2,000) 5,730	- - - -	8,640 (910) (2,000) 5,730
As at 30 September 2019 / 1 October 2019 (Audited) Total comprehensive loss for the financial year	21,329	(12,599)	13,384 (3,500)	22,114 (3,500)	-	22,114 (3,500)
As at 30 September 2020 (Unaudited)	21,329	(12,599)	9,884	18,614	-	18,614

Note:

1.The Unaudited Condensed Consolidated Statement Of Changes In Equity is to be read in conjunction of the accompanying explanatory notes attached to this interim financial report.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 SEPTEMBER 2020 $^{(1)}$

	12 Month Unaudited 30 Sep 2020 RM'000	Audited
CASH FLOWS FROM OPERATING ACTIVITIES		
(Loss)/Profit before tax	(2,674)	61
Adjustments for :		
Depreciation of property, plant and equipment	315	382
Depreciation of right-of-use assets	41	-
Amortisation of intangible asset	143	34
Fair value loss on other investments	424	-
Impairment loss on		
- trade receivables	257	37
- contract assets	712	-
- other receivables and deposits	13	18
Bad debts written off		
- trade receivables	59	-
- other receivables and deposits	65	6
Finance costs		
- bank overdrafts	92	64
- finance leases	5	18
- term loans	316	433
Finance income		
- deposits placed with licensed banks	(62)	(66)
- other interest income	(2)	(8)
- unwinding of discount of financial asset	(17)	(16)
Reversal of impairment losses		
- trade receivables	(59)	(231)
- other receivables	(65)	(6)
- associate	-	(40)
Gain on disposal of plant and equipment	(45)	(121)
Plant and equipment written off	-	6
Share of result of an associate	-	40
Gain on disposal of other investments	(866)	
Operating (loss)/profit before working capital changes	(1,348)	611



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 SEPTEMBER 2020 (CONTINUED) $^{(1)}$

	12 Months Ended		
	Unaudited Audited		
	30 Sep 2020	30 Sep 2019	
	RM'000	RM'000	
Changes in working capital:			
Inventories	(40)	(98)	
Trade and other receivables, deposits and			
prepayments	(4,017)	3,507	
Contract assets	430	(59)	
Trade and other payables	105	(210)	
Cash (used in)/generated from operations	(4,870)	3,751	
Interest received	2	8	
Interest paid	(92)	(64)	
Tax paid, net of tax refunded	(222)	(569)	
NET CASH (USED IN)/GENERATED FROM			
OPERATING ACTIVITIES	(5,182)	3,126	
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from disposal of plant and equipment	45	121	
Proceeds from disposal of an investment fund	108	-	
Proceeds from disposal of quoted shares	2,007	-	
Purchase of plant and equipment	(96)	(182)	
Purchase of quoted shares	(2,779)	-	
Acquisition of intangible asset	(71)	(58)	
Interest received	62	18	
NET CASH USED IN INVESTING			
ACTIVITIES	(724)	(377)	



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 SEPTEMBER 2020 (CONTINUED) $^{(1)}$

	12 Months Ended		
	Unaudited	Audited	
	30 Sep 2020	30 Sep 2019	
	RM'000	RM'000	
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from new share issue	-	8,640	
Issuance of shares expenses	-	(910)	
Dividend paid	-	(2,000)	
Interest paid	(321)	(451)	
Repayment of bank borrowings			
- term loans	738	(1,064)	
- finance leases	-	(178)	
Repayment of lease liabilities	(76)	-	
NET CASH GENERATED FROM FINANCING			
ACTIVITIES	341	4,037	
NET (DECREASE)/INCREASE IN CASH AND CASH			
EQUIVALENTS	(5,565)	6,786	
CASH AND CASH EQUIVALENTS AT BEGINNING			
OF THE FINANCIAL YEAR	7,080	294	
CACH AND CACH FOUNTAL ENTO AT END CE THE			
CASH AND CASH EQUIVALENTS AT END OF THE	4 545	7.000	
FINANCIAL YEAR	1,515	7,080	

Note:

1. The Unaudited Condensed Consolidated Statement Of Cash Flows is to be read in conjunction of the accompanying explanatory notes attached to this interim financial report.



Part A – Explanatory notes to the interim financial statements for the year ended 30 September 2020

1. Basis of preparation

The interim financial statements of Manforce are unaudited and have been prepared in accordance with the Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting.

This is the interim financial report on the financial results for the financial year ended 30 September 2020 announced by the Company in compliance with Paragraph 6.12 of the LEAP Market Listing Requirements of Bursa Securities ("Listing Requirements").

The interim financial report should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 30 September 2019 and the accompanying explanatory notes attached to this interim financial report.

2. Significant accounting policies

The significant accounting policies adopted by the Group in this report are consistent with those adopted in the Audited Financial Statements of the Group for the financial year ended 30 September 2019 except for the adoption of the following new and amended MFRS, and Issues Committee ("IC") Interpretations mandatory for annual financial periods beginning on or after 1 October 2019:

New MFRS

MFRS 16 Leases

Amendments/Improvements to MFRSs

MFRS 4 Extension of the Temporary Exemption from Applying MFRS 9

MFRS 9 Prepayment Features with Negative Compensation

MFRS 119 Employee Benefits

MFRS 128 Long-term Interests in Associates and Joint Ventures

New IC Int

IC Int 23 Uncertainty over Income Tax Treatments

Annual Improvements

Annual Improvements to MFRSs 2015-2017 Cycle



2. Significant accounting policies (Continued)

MFRS 16 Leases

Currently under MFRS 117 Leases, leases are classified either as finance leases or operating leases. A lessee recognises on its statement of financial position assets and liabilities arising from the finance leases.

MFRS 16 eliminates the distinction between finance and operating leases for lessees. All leases will be brought onto its statement of financial position except for short-term and low value asset leases.

On initial adoption of MFRS 16, there may be impact on the accounting treatment for leases, which the Group as a lessee currently accounts for as operating leases. On adoption of this standard, the Group will be required to capitalise its rented premises and equipment on the statements of financial position by recognising them as "rights-of-use" assets and their corresponding lease liabilities for the present value of future lease payments.

The Group has applied MFRS 16 using the modified retrospective approach, under which the cumulative effect of initial application is recognised as an adjustment to retained earnings at 1 October 2019. Accordingly, the comparative information presented for financial year ended 30 September 2019 has not been restated – i.e. it is presented, as previously reported under MFRS 117 Leases and related interpretations.



2. Significant accounting policies (Continued)

MFRS 16 Leases (continued)

The Group has adopted MFRS 16 retrospectively from 1 October 2019 and has not restated the comparative information as permitted under the specific transition provision in the standard. The impact arising from the adoption of MFRS 16 on opening balance are as follows:

	As at 30 September 2019 RM'000	MFRS 16 adjustment RM'000	As at 1 October 2019 RM'000
NON-CURRENT ASSETS			
Property, plant and equipment	4,152	(3,576)	576
Right-of-use assets		3,576	3,576
	4,152		4,152
NON-CURRENT LIABILITIES			
Bank borrowings	4,724	(104)	4,620
Lease liabilities		104	104
	4,724		4,724
CURRENT LIABILITIES			
Bank borrowings	914	(158)	756
Lease liabilities		158	158
	914	-	914

The estimated impact on adoption of MFRS 16 is based on assessment performed to-date. The actual impact of adopting the standard may change until the Group presents its audited financial statements for the financial year ended 30 September 2020.



2. Significant accounting policies (Continued)

Standards issued but not yet effective

The standards and interpretations that are issued but not yet effective up to the date of issuance of the Group's financial statements are disclosed below. The Group intend to adopt these standards, if applicable, when they become effective.

these standards, if applicable, when they become effective.	Effective for financial periods beginning on or after
New MFRS	
MFRS 17 Insurance Contracts	1 January 2021
Amendments/Improvements to MFRSs	
MFRS 3 Definition of a Business /	1 January 2020/
Reference to the Conceptual Framework	1 January 2022
MFRS 4, 7, Interest Rate Benchmark Reform—Phase 2 9, 16, 139	1 January 2021
MFRS 7, 9 Interest Rate Benchmark Reform 139	1 January 2020
MFRS 10, Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
MFRS 16 Covid-19-Related Rent Concessions	1 June 2020
MFRS 101, Definition of Material	1 January 2020
108	4. Innuani 0000
MFRS 101 Classification of Liabilities as Current or Non-current	1 January 2023
MFRS 116 Property, Plant and Equipment—Proceeds before Intended Use	1 January 2022
MFRS 137 Onerous Contracts—Cost of Fulfilling a Contract	1 January 2022
Annual Improvements	
Annual Improvements to MFRS Standards 2018–2020	1 January 2022

The Directors expect that the adoption of the above standards and interpretations will have no material impact on the financial statements in the period of initial application.

3. Auditors' report

The auditors' report of the preceding annual financial statements of the Company and of the Group was not subject to any qualification.

4. Seasonal or cyclical factors

The Group's operations were generally not affected by any seasonal or cyclical factors for the current financial year-to-date under review.

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

There were no unusual items affecting assets, liabilities, equity or cash flows of the Group during the current financial year-to-date under review.

6. Material changes in accounting estimates

There were no material changes in accounting estimates in the current financial year-to-date under review.

7. Changes in the composition of the Group

There were no changes in the composition of the Group for the current financial year-to-date under review.

8. Debt and equity securities

There were no other issuance, cancellation, repurchase, resales and repayment of debt and equity securities for the current financial year-to-date under review.

9. Other investments

	12 Months Ended		
	Unaudited 30 Sep 2020	Audited 30 Sep 2019	
	RM'000	RM'000	
Non-current			
Financial asset at amortised cost	_		
- Unquoted debt security	484	467	
Financial asset at fair value through profit or loss	_		
- Quoted shares	1,212		
	1,696	467	
Current			
Financial asset at fair value through profit or loss	_		
- Quoted investment fund		106	

(Incorporated in Malaysia)

10. Breakdown of cash and cash equivalents

	12 Months Ended		
	Unaudited	Audited	
	30 Sep 2020	30 Sep 2019	
	RM'000	RM'000	
Deposits placed with licensed banks	2,234	2,172	
Less: Pledged deposits	(1,249)	(1,249)	
	985	923	
Cash and bank balances	4,824	6,157	
Bank overdrafts	(4,294)	-	
Cash and cash equivalents	1,515	7,080	

11. Segmental information

The Group's revenue based on its activities are presented as follows:

	Individual 6 Months Ended			
	30 Sep 2020		30 Sep 2	019
	RM'000	%	RM'000	%
Revenue				
Foreign worker management				
services	12,937	37.43	15,337	39.70
Manual labour services	21,567	62.38	22,530	58.33
Other ancillary services	67	0.19	761	1.97
Total	34,571	100.00	38,628	100.00

	Cumulative 12 Months Ended				
	30 Sep 2020		30 Sep 2019		
	RM'000	%	RM'000	%	
Foreign worker management					
services	31,268	44.21	33,897	45.72	
Manual labour services	39,330	55.61	39,407	53.15	
Other ancillary services	127	0.18	841	1.13	
Total	70,725	100.00	74,145	100.00	



Our Group's revenues are generated based on the following:

- a) Revenue from foreign workers management services business segment are generated based on a pre-agreed rates per foreign worker depending on the shifts (normal day, public holiday or overtime);
- Revenue from manual labour services business segment are generated based on preagreed rates calculated based on the number of days and hours worked or output of unit of production; and
- c) Revenue from other ancillary services are mainly agent fees received from the sale of foreign worker insurance products.

12. Related parties transactions

Related parties	Relationship	Nature of transaction	Cumulative 12 M 30 Sep 2020 RM'000	lonths Ended 30 Sep 2019 RM'000
MNC HARDWARE TRADING SDN BHD	A company own by family members of Directors	Purchase of equipment/tools	14	-
CHIN HAU YEE	A family member of a Director	Purchase of staff welfare related items	2	-
OE GALAXY RESORT SDN BHD	A company own by a Director	Employment services rendered	6	-
PRO CURTAIN INSTALLATION SERVICES SDN BHD	A company own by a Director	Employment services rendered	21	-

(Incorporated in Malaysia)

Related parties	Relationship	Nature of transaction	Cumulative 12 M 30 Sep 2020 RM'000	lonths Ended 30 Sep 2019 RM'000
MK CURTAIN PREMIUM SDN BHD	A company own by a Director	Employment services rendered	1	-
MKAYE GROUP SDN BHD	A company own by a Director	Employment services rendered	2	-
CK TEXTILE SDN BHD	A company own by a Director	Employment services rendered	*	-

^{*} Represent amount less than RM1,000.

Saved from the above, there were no related parties transactions in the current financial year-to-date under review.

13. Material events during the financial year

There were no material events during the financial year under review.

14. Material events subsequent to the end of the financial year

There were no material events subsequent to the end of the financial year under review.

15. Capital commitments

Saved from the proposed utilisation of proceeds as disclosed in the Part C, Note 4, we do not have any material capital commitment as at the date of this report.

16. Borrowings

	12 Month	12 Months Ended		
	30 Sep 2020 RM'000	30 Sep 2019 RM'000		
Non-current liabilities				
- Finance lease liabilities	-	104		
- Term loans	5,050	4,620		
	5,050	4,724		
Current liabilities				
- Finance lease liabilities	-	159		
- Term loans	1,063	755		
- Bank overdrafts	4,294	-		
	5,357	914		
	10,407	5,638		

17. Loss per share

a) The basic loss per share for the current financial year-to-date under review are computed as below:

	Individual 6 Months Ended		Cumulative 12 Months Ended	
	30 Sep 2020	30 Sep 2019	30 Sep 2020	30 Sep 2019
Loss attributable to the owners of the Company (RM'000) Weighted average number of	(2,534)	(335)	(3,500)	(571)
ordinary shares in issue ('000)	319,983	319,983	319,983	319,983
Basic loss per share (sen)	(0.79)	(0.10)	(1.09)	(0.18)

b) Diluted loss per share is the same as the basic loss per share as there were no potential dilutive instruments.

18. Contingent assets and contingent liabilities

There were no contingent assets and contingent liabilities as at 30 September 2020.



Part B - Additional information required under the Leap Market Listing Requirements

1. Review of performance

During the year under review, our revenue is mainly derived from Foreign Worker management and Manual Labour Services amounted to RM31.2 million or 44.21% of total revenue and RM39.3 million or 55.61% of total revenue respectively, while our other ancillary services contributed RM0.13 million or 0.18% of our total revenue.

The Group recorded a lower revenue and gross profit amounted to RM70.73 million and RM7.15 million in the current financial year as compared to the revenue and gross profit amounted to RM74.14 million and RM10.56 million in the preceding year. The reduction in revenue and gross profit was mainly due to adverse impact resulted from the COVID-19 pandemic outbreak in Malaysia and the lower demand from customers while fixed and variable costs such as foreign worker salary, foreign worker accommodation as well as swab test for foreign workers continued to be incurred.

The Group recorded a net loss amounted to RM3.50 million in the current financial year compared to a net loss amounted to RM0.57 million in the preceding year. Other than the main reasons mentioned in the above, the increase in net loss during the current financial year was resulted from the additional impairment losses of finance instruments arising from the exposure credit risk in the receivables.

2. Prospects of the Group

In light with the re-imposed of Conditional Movement Control Order (also known as "CMCO") from 22 October 2020 to 6 December 2020 as a measurement to contain the chain of infection of COVID-19, the current market sentiment remains challenging for all businesses.

Despite the unpredictable market condition, the Group will stays vigilant on the local economy amid the global health crisis while taking stringent measures in the internal cost control and improving customer awareness of the Group's offering through advertising activities. The Group has been continuously on the lookout for opportunity to expand the Group's product and services offering to enhance the Group's earnings and improve its financial performance.

3. Variance of actual profit from profit forecast and profit guarantee

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



Part C – Other information

1. Status of corporate proposals

Saved from the proposed utilisation of proceeds as disclosed in the Part C, Note 4, there were no other corporate proposals announced and pending completion as the date of this report.

2. Material litigation

There are no material litigations pending as at the date of this report.

3. Dividends

No dividend declared and paid by the Company since the end of the previous financial year.

4. Utilisation of Proceeds

The total gross proceeds of approximately RM8.64 million from the proposed placement will be utilised by our Group in the following manner:

Purpose	Proposed utilisation RM'000	Actual utilisation ^(a) RM'000	Balance RM'000	Estimated timeframe for utilisation upon listing
Working capital:				_
- Hiring costs	6,100	2,822	3,278	Within 24 months
 Medical fees/examination and processing fee for the 				
workers' work permits	1,060	490	570	Within 24 months
- Staff salaries for sales and				
marketing team	380	380	-	Within 24 months
Estimated listing expenses (b)	1,100	1,100	-	Within 1 month
Total	8,640	4,792	3,848	

⁽a) Utilisation as at 30 September 2020.

⁽b) The Group incurred listing expenses of RM1.43 million, of which RM0.33 million came from internally generated funds.