

Registration No. 200901037127 (880257-A) (Incorporated in Malaysia under the Companies Act 1965 and deemed registered under the Companies Act 2016)

# HALF YEARLY REPORT ON CONSOLIDATED RESULTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2023

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 CARLO RINO GROUP BERHAD ("CRG" OR THE "COMPANY"). 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.

This Half Yearly Report is dated 28 February 2024

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# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 DECEMBER 2023 $^{(1)}$

	Individual 6 months ended		Cumulative 6 months ended		
	31.12.2023	31.12.2022	31.12.2023	31.12.2022	
Revenue	<b>RM'000</b> 49,537	<b>RM'000</b> 57,145	RM'000 49,537	<b>RM'000</b> 57,145	
Cost of sales	(18,419)		(18,419)	(22,454)	
Gross profit	31,118	(22,454) 34,691	31,118	34,691	
Other operating income	658	998	658	998	
Net loss on impairment of	038	776	038	776	
financial assets	(26)	(18)	(26)	(18)	
Selling and distribution expenses	(12,084)	(12,119)	(12,084)	(12,119)	
General and administrative expenses	(8,068)	(7,790)	(8,068)	(7,790)	
Profit from operations	11,598	15,762	11,598	15,762	
Finance costs	(410)	(373)	(410)	(373)	
Share of loss of an associate, net	(410)	(909)	(410)	(909)	
Profit before taxation	11,188	14,480	11,188	14,480	
Taxation	(3,128)	(3,743)	(3,128)	(3,743)	
Profit after taxation	8,060	10,737	8,060	10,737	
	3,000	20,727	3,000	10,.0.	
Other comprehensive income, net of					
tax					
Items that may be reclassified					
subsequently to profit and loss					
Foreign currency translations	(1)	(1)	(1)	(1)	
Reclassification of foreign currency					
translation reserve to profit and loss on					
dissolution of a foreign subsidiary	62	-	62	-	
Items that will not be reclassified to					
profit and loss in subsequent period					
Fair value gain of other investment at fair					
value through other comprehensive					
income	-	5,532	-	5,532	
Gain on disposed of investment in					
associate, net	-	145	-	145	
Total other comprehensive income,					
net of tax	61	5,676	61	5,676	
Total comprehensive income	8,121	16,413	8,121	16,413	
Profit attributable to owner of the parent	8,060	10,737	8,060	10,737	
Total comprehensive income attributable					
to owner of the parent	8,121	16,413	8,121	16,413	
Earnings per share attributable to owner					
of the parent (Sen)					
- Basic	1.00	1.33	1.00	1.33	

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Note:
(1) The basis of preparation of the Unaudited Condensed Consolidated Statements of Profit or Loss and Other Comprehensive
Income are detailed in Note A1 and should be read in conjunction with the Audited Financial Statement of the Group for the
financial year ended 30 June 2023 and the accompanying explanatory notes attached to this interim financial report.

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# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2023 $^{(1)}$

DECEMBER 2023		
	Unaudited as at	Audited as at
	31.12.2023	30.6.2023
	RM'000	RM'000
NON-CURRENT ASSETS		
Property, plant and equipment	42,166	40,368
Right-of-use assets	19,645	15,342
Other investment	4,767	4,767
Deferred tax assets	1,348	1,281
Total non-current assets	67,926	61,758
CURRENT ASSETS		
Inventories	16,284	14,520
Trade and other receivables	16,092	8,800
Current tax assets	329	155
Cash and bank balances	55,116	60,864
Short term funds	2,989	2,936
Total current assets	90,810	87,275
TOTAL ASSETS	158,736	149,033
EQUITY		
Share capital	68,000	68,000
Reserves	36,273	32,180
Total equity	104,273	100,180
NOV CURRENT AND VICE		
NON-CURRENT LIABILITIES	17.061	10.500
Borrowings	17,861	18,598
Lease liabilities	15,652	11,929
Deferred tax liabilities	8	1 125
Provision for restoration costs	802	1,135
Total non-current liabilities	34,323	31,671
CURRENT LIABILITIES		
Trade and other payables	10,764	8,987
Borrowings	1,214	1,103
Lease liabilities	6,097	5,452
Provision for restoration costs	719	342
Current tax liabilities	1,346	1,298
Total current liabilities	20,140	17,182
Total liabilities	54,463	48,853
TOTAL EQUITY AND LIABILITIES	158,736	149,033
Net assets per share (RM)	0.1294	0.1243

#### Note:

<sup>&</sup>lt;sup>(1)</sup> The basis of preparation of the Unaudited Condensed Consolidated Statements of Financial Position are detailed in Note A1 and should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to this interim financial report.

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# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2023 (1) Non-distributable

		<b>←</b>	Non-distribut	able		
	Share capital	Exchange translation reserve	Revaluation reserve	Fair value reserve	Distributable retained earnings	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
As at 1 July 2023	68,000	(249)	-	911	31,518	100,180
Profit for the financial period	=	-	-	-	8,060	8,060
Foreign currency translation, net of tax	-	(1)	-	-	-	(1)
Reclassification of foreign currency translation reserve to profit and loss on dissolution of a foreign subsidiary	-	62	-	-	-	62
Total comprehensive income for the period	-	61	-	-	8,060	8,121
Transaction with owner						
Dividends paid	-	-	-	-	(4,028)	(4,028)
Transaction with owner	-	-	-	-	(4,028)	(4,028)
As at 31 December 2023	68,000	(188)	-	911	35,550	104,273

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# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2023 (1) (Cont'd)

		<b>←</b> Nor	n-distributable	<b>→</b>		
	Share capital	Exchange translation reserve	Revaluation Reserve	Fair value reserve	Distributable retained earnings	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
As at 1 July 2022	68,000	(250)	806	-	21,764	90,320
Profit for the financial period	-	-	-	-	10,737	10,737
Foreign currency translation, net of tax	-	(1)	-	-	-	(1)
Fair value gain on other investment	-	-	-	5,532	-	5,532
Gain on disposed of investment in an associate, net	-	-	-	145	-	145
Total comprehensive income for the period	-	(1)	-	5,677	10,737	16,413
Transaction with owner						
Dividends paid	-	-	-	-	(10,071)	(10,071)
Transaction with owner	-	-	-	-	(10,071)	(10,071)
As at 31 December 2022	68,000	(251)	806	5,677	22,430	96,662

#### Note:

<sup>(1)</sup> The basis of preparation of the Unaudited Condensed Consolidated Statements of Changes in Equity are detailed in Note A1 and should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to this interim financial report.

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# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE HALF-YEAR ENDED 31 DECEMBER 2023 $^{\rm (1)}$

ENDED 31 DECEMBER 2023 (1)	6 months ended	6 months ended
	31.12.2023 RM'000	31.12.2022 RM'000
Cash flows from operating activities	KWI 000	KWI 000
Profit before tax	11,188	14,480
Adjustments for:		
Depreciation of property, plant and equipment	1,243	1,102
Depreciation of right-of-use assets	3,269	3,063
Fair value gain on short term funds	(29)	(67)
Gain on reassessment and modification of lease	(8)	-
Gain on disposal of property, plant and equipment	-	(4)
Gain on dilution of equity interest in an associate	-	(580)
Impairment loss on trade and other receivables	26	26
Interest expenses	383	314
Interest income and distribution income from short term funds	(556)	(304)
Lease concessions	-	(30)
Loss on dissolution of a subsidiary	62	-
Property, plant and equipment written off	-	3
Reversal of impairment losses on trade and other receivables	-	(8)
Share of loss of an associate, net of tax	-	909
Unrealised loss on foreign exchange, net	22	3
Unwinding of discount on provision for restoration costs	27	59
Operating profit before changes in working capital	15,627	18,966
Changes in working capital:		
Inventories	(1,764)	(8,153)
Trade and other receivables	(7,319)	26
Trade and other payables	436	1,263
Cash generated from operations	6,980	12,102
Tax paid	(3,323)	(3,509)
Net cash generated from operating activities	3,657	8,593
Cash flows from investing activities		
Interest received	556	304
(Placement)/ withdrawal of short term funds	(24)	2,997
Proceeds from disposal of property, plant and equipment	_	5
Purchase of property, plant and equipment	(1,697)	(558)
Net cash (used in)/ from investing activities	(1,165)	2,748
Cash flows from financing activities		
Interest paid	(1)	(3)
Dividends paid	(4,028)	(10,071)
Repayments of lease liabilities	(3,546)	(3,304)
Repayment of term loans	(642)	(741)
Drawdowns of term loans	-	11
Net cash used in financing activities	(8,217)	(14,108)

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# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE HALF-YEAR ENDED 31 DECEMBER 2023 $^{(1)}$ (Cont'd)

	6 months ended 31.12.2023 RM'000	6 months ended 31.12.2022 RM'000
Net decrease in cash and cash equivalents	(5,725)	(2,767)
Effects of exchange rate changes on cash and cash equivalents	(23)	(3)
Cash and cash equivalents at beginning of financial period	60,864	47,321
Cash and cash equivalents at end of financial period	55,116	44,551

#### Notes:

<sup>&</sup>lt;sup>(1)</sup> The basis of preparation of the Unaudited Condensed Consolidated Statements of Cash Flows are detailed in Note A1 and should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to this interim financial report.

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# A. EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

### A1. Basis of Preparation

The interim financial statements of CRG and its subsidiaries (the "Group") 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 consolidated results for the half-year ended 31 December 2023 announced by the Company in compliance with the LEAP Market Listing Requirements of Bursa Securities.

This report should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 30 June 2023. The explanatory notes attached to this report provide an explanation of events and transactions that are significant to the understanding of changes in the financial position and performance of the Group since the financial year ended 30 June 2023.

#### A2. 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 June 2023 except for the adoption of the following new accounting standards and amendments and interpretation:-

### A2.1 Adoption of MFRS and amendments effective for financial periods beginning on or after 1 January 2023

Title	Effective Date
MFRS 17 Insurance Contracts	1 January 2023
Amendments to MFRS 17 Insurance Contracts	1 January 2023
Initial Application of MFRS 17 and MFRS 9 - Comparative Information (Amendment to MFRS 17 Insurance Contract)	1 January 2023
Disclosure of Accounting Policies (Amendments to MFRS 101 Presentation of Financial Statements)	1 January 2023
Definition of Accounting Estimates (Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors)	1 January 2023
Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to MFRS 112 Income Taxes)	1 January 2023

Adoption of the above Standards did not have any material effect on the financial performance or position of the Group.

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### A2. Accounting Policies (cont'd)

## A2.2 MFRS and Amendments effective for financial years beginning on or after 1 January 2024

The following are Standards of the MFRS Framework that have been issued by the Malaysian Accounting Standards Board but have not been early adopted by the Group and the Company:

Title	<b>Effective Date</b>
Lease liability in a sale and leaseback (Amendments to MFRS 16 Leases)	1 January 2024
Classification of Liabilities as Current or Non-current (Amendments to MFRS 101 Presentation of Financial Statements)	1 January 2024
Non-current Liabilities with Covenants (Amendments to MFRS 101 Presentation of Financial Statements)	1 January 2024
Internal Tax Reform - Pillar Two Model Rules (Amendments to MFRS 112 Income Taxes)	Refer paragraph 98M of MFRS 112
Supplier Finance Arrangements (Amendments to MFRS 107 Statements of Cash Flows and MFRS 7 Financial Instruments: Disclosures)	1 January 2024
Lack of Exchangeability (Amendments to MFRS 121 The Effects of Changes in Foreign Exchange Rates)	1 January 2025
Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures)	Deferred

The Group and the Company are in the process of assessing the impact of implementing these Standards and Amendments, since the effects would only be observable for the future financial years.

### A3. Seasonal or Cyclical Factors

The Group's business operations are generally dependent on the Malaysia economy, government initiatives and consumer confidence and preference, as well as major festive seasons.

### A4. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual items as a result of their nature, size or incidence that had affected this interim financial report for the current financial period under review.

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### A5. Material Changes in Accounting Estimates

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

#### A6. Debt and Equity Securities

There were no other issuance, cancellation, repurchase, resale and repayment of debts and equity securities for the current financial period under review.

### A7. Investment in subsidiaries

- (a) CRR Vietnam Company Limited, a wholly-owned subsidiary of CRG, completed its voluntary dissolution, as confirmed by Vietnamese regulatory on 14 August 2023.
- (b) In respect of liquidation of PT CRI Mitra Sejati, a wholly-owned subsidiary of CRG, the company had received final approval letter dated 10 January 2024 from Ministry of Law and Human Rights on 22 February 2024. Accordingly, the process of member's voluntary winding-up of PT CRI Mitra Sejati is completed as at the date of this report.

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# **A8.** Segmental Performance

	6 mor	6 months ended 31.12.2023			6 months ended 31.12.2022			
		Investment and management			Investment and management			
	Retailing RM'000	services RM'000	Total RM'000	Retailing RM'000	services RM'000	Total RM'000		
Revenue						_		
Total revenue	69,350	11,797	81,147	78,557	19,762	98,319		
Inter-segment revenue	(19,813)	(11,797)	(31,610)	(21,484)	(19,690)	(41,174)		
Revenue from external customers								
	49,537	-	49,537	57,073	72	57,145		
Interest income	374	182	556	228	76	304		
Interest expenses	(372)	(38)	(410)	(328)	(45)	(373)		
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Net interest expenses	2	144	146	(100)	31	(69)		
Segment profit/ (loss) before tax	11,586	(398)	11,188	14,576	813	15,389		
Share of loss of an associate	-	-	-	-	(909)	(909)		
Profit/ (loss) before tax	11,586	(398)	11,188	14,576	(96)	14,480		
			,	·		<u> </u>		
Tax expense	2,888	240	3,128	3,499	244	3,743		
Segment assets	81,177	75,882	157,059	73,430	66,834	140,264		
Segment liabilities	29,046	24,064	53,110	25,384	17,202	42,586		

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## A9. Related party transactions

Transacting parties	Nature of related party transactions	6 months ended 31.12.2023 RM'000
Bonia International Holdings Pte Ltd ("BIH")	Trademarks royalties paid and payable to BIH based on a fixed annual amount or percentage of transacted sales for the trademarks rights granted, whichever is higher <sup>(1)</sup>	-
Pasti Anggun Sdn. Bhd. ("PASB")	Rental fees paid and payable to PASB for tenancy of the Company's head office located at 2 <sup>nd</sup> Floor, Ikon Connaught, Lot 160, Jalan Cerdas, Taman Connaught, 56000 Kuala Lumpur in accordance with the tenancy agreement entered into between PASB and CRV Sdn Bhd (a wholly-owned subsidiary) <sup>(2)</sup>	313
Total		313

#### Notes:

- (1) No amount paid in the current financial period under review.
- (2) The major shareholder of CRG is also a major shareholder of Purnama Sejahtera Sdn. Bhd. ("**PSSB**") which is the registered owner of the units rented from PASB.

### **A10.** Qualification of Preceding Annual Financial Statements

The Company's preceding Audited Financial Statements for the financial year ended 30 June 2023 did not contain any qualification.

### A11. Material Events Subsequent to the End of the Financial Period

Save as disclosed in Note C5, there were no material events subsequent to the end of current financial period.

# A12. Changes in Composition of the Group

Save as disclosed in Note A7, there were no changes in the composition of the Group for the current financial period.

#### **A13. Contingent Liabilities**

Save as disclosed below, as at 31 December 2023, the Company is unaware of other contingent liabilities:

	As at 31 December 2023 RM'000
Corporate guarantee to financial institutions for banking facilities granted to and utilised by subsidiaries  Corporate guarantees to landlords for tenancy agreements entered into by a subsidiary	11,150 993
Total	12,143
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# **A14.** Capital Commitments

The total capital commitments of the Group as at 31 December 2023 are as follows:

As at 31 December 2023 RM'000

Authorised and contractual for:

- Property, plant and equipment

362

## A15. Valuation of property, plant and equipment

There were no changes or amendments to the valuation of property, plant and equipment from the Group's previous financial statements.

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# B. ADDITIONAL INFORMATION REQUIRED UNDER THE LEAP MARKET LISTING REQUIREMENTS OF BURSA SECURITIES

#### **B1. Performance Review**

The Group reported a revenue of RM49.54 million for current financial period under review as compared to a revenue of RM57.15 million reported in the preceding year corresponding period, representing a decline of 13.32% or RM7.61 million. The decrease in revenue was primarily due to the combined effects of inflationary pressure and higher interest rates in Malaysia which have affected the consumer spending behavior during the current financial period under review. Furthermore, the temporary closure of certain boutiques for renovation, lasting approximately a month, also attributed to the decrease in revenue during the current financial period under review.

In line with lower revenue, the profit before tax of the Group for current financial period under review decreased by 22.73% or RM3.29 million as compared to the corresponding period of the preceding year.

### **B2.** Prospects

The economic forecast for Malaysia and global economy in 2024 anticipate a moderate growth, influenced by several factors. These include inflationary pressure, geopolitical tension, China's economic deceleration and financial strain resulting from the rising interest rate. As a result, the outlook for the retail and consumer sector appears challenging for the year ahead.

However, despite these challenges, there is an anticipation of an improving tourism industry in Malaysia. The projected revival of the tourism industry stems from several factors such as ease of international travel restrictions, pent-up demand for leisure and recreational activities and government initiatives aimed at revitalizing the tourism sector. The improving of tourism industry is believed to bring forth a myriad of benefits for the retail and consumer sector, stimulating economic growth and mitigating the adverse effect arise from inflationary pressure.

The Group is committed to enhancing its business strategies to thrive in this evolving landscape. Its focus remains on ensuring the resilience of the Group by adapting to the changing environment and capitalizing on emerging opportunity. The Group remains comfortably optimistic of its prospects given the current business environment.

#### **B3.** Profit Forecast, Profit Guarantee and Internal Targets

No revenue or profit estimate, forecast, projection or internal targets has been issued by the Group previously in any public document.

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#### C. OTHER INFORMATION

#### C1. Status of Corporate Proposals

On 14 August 2023, the Company announced that it proposed to undertake the following:

- proposed transfer of the listing and quotation of the entire enlarged issued share capital of the Company from the LEAP Market of Bursa Malaysia Securities Berhad ("Bursa Securities") ("LEAP Market") to the ACE Market of Bursa Securities ("ACE Market") ("Proposed Transfer"); and
- proposed withdrawal of the Company's listing from the official list of the LEAP Market pursuant to Rule 8.06 of the LEAP Market Listing Requirements of Bursa Securities ("**Proposed Withdrawal of Listing**").

The Company had, on the same day received a letter from Dato' Sri Chiang Fong Yee, Chiang Sang Sem and Freeway Team Sdn. Bhd. (collectively, "**Joint Offerors**") to undertake a pre-conditional voluntary general offer to acquire all the remaining ordinary shares of the Company ("**CRG Shares**") not already held by the Joint Offerors and the persons acting in concert with them ("**Offer Share**") for a cash consideration of RM0.23 per Offer Share ("**Exit Offer Price**") ("**Proposed Exit Offer**") to facilitate the Proposed Withdrawal of Listing.

On 23 October 2023, the Company announced that the Exit Offer Price has been adjusted from RM0.23 to RM0.225 per Offer Share after taking into consideration the interim single tier dividend of 0.5 sen per CRG Share in respect of the financial year ending 30 June 2024 with entitlement date on 1 September 2023 and paid by the Company on 15 September 2023.

On 28 December 2023, the Company announced that all the resolutions set forth in the Notice of Extraordinary General Meeting were duly passed by way of poll at the extraordinary general meeting of the Company held on the same day.

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

#### C2. Borrowings

As at the reporting date, the Group's borrowings (all denominated in RM) are as follows:

	6 months ended 31.12.2023 RM'000	6 months ended 31.12.2022 RM'000
Current liabilities	14.1 000	1111 000
Secured		
Term loans	1,214	1,069
	1,214	1,069
Non-current liabilities		
Secured		
Term loans	17,861	9,813
	17,861	9,813
Total	19,075	10,882

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### C3. Material Litigation

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

# **C4.** Earnings Per Share

	Individual 6 months ended		Cumulative 6 months ended	
	31.12.2023 RM'000	31.12.2022 RM'000	31.12.2023 RM'000	31.12.2022 RM'000
Profit attributable to owner of				
the Company	8,060	10,737	8,060	10,737
Weighted average number of ordinary shares (*000)	805,651	805,651	805,651	805,651
•	003,031	003,031	003,031	003,031
Basic earnings per ordinary				
share (Sen)	1.00	1.33	1.00	1.33

### C5. Dividend

On 28 February 2024, the Board of Directors of CRG has authorised for the distribution out of the profits and/or retained earnings of the Company available in the form of a single tier interim dividend of RM0.005 per ordinary share for the financial year ending 30 June 2024 to shareholders whose names appear in the Company's Record of Depositors as at 8 March 2024, which is payable on 20 March 2024.