

MAA GROUP BERHAD (“MAAG” or “the Company”)

Registration No. 199801015274 (471403-A)

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

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

A1. BASIS OF PREPARATION

These condensed consolidated interim financial statements (“Interim Financial Report”) are unaudited and have been prepared in accordance with the Malaysian Financial Reporting Standard (“MFRS”) 134 ‘*Interim Financial Reporting*’ issued by the Malaysian Accounting Standards Board (“MASB”), the International Accounting Standard (“IAS”) 34 ‘*Interim Financial Reporting*’ and the requirements of Companies Act 2016 in Malaysia, where applicable.

This Interim Financial Report has also been prepared in accordance with paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

This unaudited Interim Financial Report should be read in conjunction with the Group’s audited consolidated financial statements as at and for the financial year ended 30 June 2023. They do not include all of the information required for a complete set of financial statements prepared in accordance with MFRSs. However, selected explanatory notes attached to this Interim Financial Report provide explanation of events and transactions that are significant for an understanding of the changes in the financial position and performance of the Group since the preceding financial year ended 30 June 2023.

A2. SIGNIFICANT ACCOUNTING POLICIES

(a) Adoption of standards, interpretations and amendments to MFRSs

The accounting standards adopted in the preparation of this Interim Financial Report are consistent with those adopted in the Group’s audited consolidated financial statements as at and for the financial year ended 30 June 2023, except for the following which were adopted at the beginning of the current financial year:

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2023

- MFRS 17, *Insurance Contracts*
- Amendments to MFRS 17, *Insurance Contracts – Initial application of MFRS 17 and MFRS 9 – Comparable Information*
- Amendments to MFRS 101, *Presentation of Financial Statements - Disclosures of Accounting Policies*
- Amendments to MFRS 108, *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates*
- Amendments to MFRS 112, *Income Taxes - Deferred Tax related to Assets and Liabilities arising from a Single Transaction and International Tax Reform – Pillar Two Model Rules*

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Adoption of standards, interpretations and amendments to MFRSs (continued)

The initial application of the amendments listed above did not have any material financial impact to the current and prior periods financial statements upon their first adoption, except as mentioned below:

MFRS 17, Insurance Contracts

This standard brings significant changes to the accounting for insurance and reinsurance contracts held and is expected to have a material impact to the Group’s financial statements in the period of initial application.

Although the International Financial Reporting Standard (“IFRS”) 17, *Insurance Contracts* has a global effective date of 1 January 2023, the Insurance Commission of the Philippines has deferred the implementation date of Philippine Financial Reporting Standards PFRS 17, *Insurance Contracts* in the Philippines to 1 January 2025.

Overview of MFRS 17

MFRS 17 requires liabilities for insurance contracts to be measured as the total of:

- fulfilment cash flows, comprising the best estimate of the present value of future cash flows within the contract boundary that are expected to arise and an explicit risk adjustment for non-financial risk; and
- a contractual service margin (“CSM”) that is representing the deferral of any day-one gains arising on initial recognition.

A simplified measurement model called the premium allocation approach (“PAA”) is available for insurance and reinsurance contracts that meet the eligibility criteria. When using the PAA, the carrying amount of the liability for remaining coverage is measured at the premiums received on initial recognition. Subsequently, the carrying amount of the liability for remaining coverage is increased by any further premiums received and decreased by the amount recognised as insurance revenue for services provided.

The Group has applied the PAA to its insurance contracts issued and reinsurance contracts held as they mostly have a coverage period of one year or less and for those insurance contracts with coverage period longer than one year, are most likely to be able to pass the eligibility test, thereby meeting the eligibility criteria for PAA application. Using the PAA, the measurement for the liabilities for remaining coverage (“LRC”) and liabilities for incurred claims (“LIC”) is similar to the Group’s previous accounting treatment. The Group has adopted the simplifications allowed by PAA such as recognising acquisition costs in the profit or loss as and when they are incurred and not including the time value of money in the provision for reported claims as they are expected to be settled within a year from its incurred date. The same applies to the assets for remaining coverage and assets for incurred claims relating to reinsurance contracts held.

A2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Adoption of standards, interpretations and amendments to MFRSs (continued)

MFRS 17, Insurance Contracts (continued)

Overview of MFRS 17 (continued)

The Group also does not recognise onerous insurance contracts as there are no facts and circumstances indicating the insurance contracts are onerous on initial recognition.

Transition approach

Transition refers to the determination of the opening balance sheet for the first year of comparative information presented under MFRS 17 (i.e. at 1 July 2022).

The standard requires MFRS 17 to be applied retrospectively (the “full retrospective approach”) unless impracticable. If a full retrospective approach is impracticable there is an option to choose either a modified retrospective approach or a fair value approach. If reasonable and supportable information necessary to apply the modified retrospective approach is not available, the fair value approach must be applied. The Group has assessed that the full retrospective approach (“FRA”) can be applied on the basis that a majority of the contracts have shorter term coverage (i.e. one year or less), therefore policy data such as premium, claims and expenses are available and sufficient.

Estimated impact on transition date of 1 July 2022

The Group has estimated the MFRS 17 liabilities for remaining coverage on transition date would be similar to the provision for unearned premiums on an undiscounted basis plus other cash flow components such as due premiums recognised under the previous accounting policy for measuring insurance contracts. For reinsurance contracts held, the assets for remaining coverage would be similar to deferred reinsurance premiums plus other cash flow components such as reinsurance premiums payable. The estimation requires the following assumptions to be made:

- a) The insurance contracts have a coverage period of 1 year or less, therefore the PAA applies.
- b) Where insurance contracts have a coverage period exceeding 1 year, there is no significant variability in the fulfilment cash flows for those contracts and are assumed to have passed the PAA eligibility test to apply the PAA.
- c) There is no onerous group of insurance contracts therefore the liability for remaining coverage is equal to premiums received.
- d) The liability for remaining coverage does not accrete interest.
- e) The premium earning rate under MFRS 17 remains the same as that applied in the previous accounting policy.
- f) Risks associated with the magnitude of the cash flows is purely based on the accumulated amount, instead of contingent on any risk event.
- g) Acquisition costs are expensed as incurred.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Adoption of standards, interpretations and amendments to MFRSs (continued)

MFRS 17, *Insurance Contracts* (continued)

Applying the above to both issued insurance contracts and reinsurance contracts held, the estimated impact on transition as at 1 July 2022 only relates to the adjustment made to recognise the previously deferred acquisition costs as expenses and deferred reinsurance commission as income by adjusting to the retained earnings.

The liability for incurred claims recognised on transition comprise of the provision for claims reported by policyholders and provision for claims incurred but not yet reported (“IBNR”) on an undiscounted basis, which is equal to the carrying amount of these provisions as measured using the previous accounting policy. This is estimated based on the assumption that claims reported are to be settled within a short time frame, i.e. less than 1 year therefore the time value of money is negligible.

MFRS 17 will also significantly change how insurance and reinsurance contracts held are presented and disclosed in the Group’s financial statements.

Under MFRS 17, portfolio of insurance contracts that are assets and those that are liabilities, and portfolios of reinsurance contracts held that are assets and those that are liabilities, are presented separately in the statement of financial position. All rights and obligations arising from a portfolio of contracts will be presented on a net basis; therefore, balances such as insurance receivables and payables will no longer be presented separately. Any assets or liabilities for cash flows arising before the recognition of the related group of contracts will also be presented in the same line item as the related portfolios of contracts.

Under MFRS 17, amounts recognised in the statement of profit or loss and other comprehensive income are disaggregated into insurance service result, comprising insurance revenue and insurance service expenses, and insurance finance income or expenses. Amounts from reinsurance contracts held will be presented separately.

The Group is adopting MFRS 17 retrospectively to the presented comparative financial periods as required by the standard.

The actual impacts of adopting MFRS 17 on 1 July 2022 are subject to change prior to the finalisation of the Group’s financial statements for the financial year ending 30 June 2024 as the insurance subsidiary continues to refine the new system, processes and controls relating to MFRS 17 implementation. It is possible that adjustments to the initial assumptions and impacts are necessary during the year as the results are subject to audit validation.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Standards, interpretations and amendments to MFRSs issued but not yet effective

As at the date of authorisation of this Interim Financial Report, the following accounting standards, interpretations and amendments to MFRSs that have been issued by the MASB, but are not effective to the Group:

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2024

- Amendment to MFRS 16, *Leases – Lease Liability in a Sale and Leaseback*
- Amendments to MFRS 101, *Presentation of Financial Statements – Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current*
- Amendments to MFRS 107, *Statement of Cash Flows* and MFRS 7, *Financial Instruments: Disclosures – Supplier Finance Arrangements*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2025

- Amendments to MFRS 121, *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability*

MFRSs, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

- Amendments to MFRS 10, *Consolidated Financial Statements* and MFRS 128, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The initial application of the abovementioned accounting standards, interpretations and amendments is not expected to have any material financial impact to the current period and prior period financial statements of the Group.

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NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A3. COMMENTS ABOUT SEASONAL OR CYCLICAL FACTORS

The Group’s business operations were not significantly affected by any seasonal or cyclical factors.

A4. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the current quarter and period ended 30 September 2023.

A5. SIGNIFICANT ESTIMATES AND CHANGES IN ESTIMATES

The preparation of this Interim Financial Report in conformity with MFRSs requires management to make judgements, estimation and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, revenue and expenses and disclosure of contingent assets and liabilities. Actual results may differ from these estimates.

There were no changes in estimates that have had any material effect during the current quarter and period ended 30 September 2023.

A6. DEBT AND EQUITY SECURITIES

There were no issuances, repurchases and repayments of debt and equity securities during the current quarter and period ended 30 September 2023.

A7. DIVIDEND PAID

No dividend was paid by the Company during the current quarter and period ended 30 September 2023.

A8. SIGNIFICANT EVENT AFTER THE REPORTING PERIOD

There was no significant event subsequent to the end of the current quarter and period ended 30 September 2023.

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NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A9. CHANGES IN THE COMPOSITION OF THE GROUP

(a) On 7 August 2023, MAA Capital Singapore Pte Ltd (“MAACS”), a wholly owned subsidiary of the Group had obtained approval from Accounting and Corporate Regulatory Authority (“ACRA”) of Singapore for the dissolution of the company via the letter from ACRA dated on even date. With this, MAACS ceased to be subsidiary of the Group with effect from 7 August 2023 and was deconsolidated from the Group on that date.

(b) Companies Commissions of Malaysia (“CCM” or “The Register”) had issued the date of Gazette (2) 308(4)/Gazette 551(3) dated 10 August 2023 with the Gazette No.19325 for Glovtec Sdn Bhd (“Glovtec”), a wholly owned subsidiary of the Group pertaining to the deregistration of the company.

CCM has struck off the name of Glovtec from the Register pursuant to Section 550 of the Companies Act 2016. With this, Glovtec ceased to be subsidiary of the Group with effect from 10 August 2023 and was deconsolidated from the Group on that date.

A10. OPERATING SEGMENTS

The Group has five reporting segments, as describes below, which are the Group’s strategic business units. The strategic business units offer different products and services and are managed separately because they employ different technology and marketing strategies. The Group’s Executive Committee comprising key functional heads and Executive Directors monitors the operating results of the strategic business units as well as relying on the segmental information as disclosed below for purposes such as resource allocation and performance assessment.

The following summary describes the operations in each of the Group's reporting segments:

- Investment Holdings - investment holdings
- General Insurance - underwriting of all classes of general insurance business (*Note a*)
- Education Services - provision of education services and operation of tuition centers
- Credit Services - provision of money lending, debt factoring and other credit activities
- Hospitality Services - provision of hospitality services, food and beverage, retailer of Cigars, and other services including logistics, renovation and facilities management service

The Group’s other non-reportable segments comprise property management, advisory and consultancy services, film distribution and cinema businesses.

(*Note a*) The Group classified General Insurance segment as disposal group held for sale or Discontinued operations during the current financial period, as disclosed in A21 and B6(b) of this Interim Financial Report respectively.

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NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023**A10. OPERATING SEGMENTS (continued)**

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”)

CONTINUING OPERATIONS

	Reportable segments				Total reportable segments	Other non-reportable segments	Consolidated total
	Investment Holdings	Education Services	Credit Services	Hospitality Services			
	RM’000	RM’000	RM’000	RM’000	RM’000	RM’000	RM’000
REVENUE							
External revenue	300	7,441	2,873	13,513	24,127	1,696	25,823
Inter-segment revenue	4,442	682	195	2	5,321	625	5,946
Total revenue	4,742	8,123	3,068	13,515	29,448	2,321	31,769
RESULTS							
Investment income	191	-	-	-	191	-	191
Interest income	50	-	162	-	212	1	213
Realised gains	1	-	-	-	1	-	1
Fair value (losses)/gains	(2,706)	(6)	-	-	(2,712)	-	(2,712)
Other operating revenue from non-insurance businesses	59	7,441	2,711	13,513	23,724	1,695	25,419
Other income/(expenses) - net	829	(850)	-	581	560	(1)	559
Management expenses	(5,156)	(10,813)	(267)	(15,165)	(31,401)	(2,580)	(33,981)
Reversal of impairment loss/(Impairment loss) on financial instruments	-	141	(1,892)	(307)	(2,058)	-	(2,058)
Finance costs	(773)	(170)	(12)	(356)	(1,311)	(571)	(1,882)
Segment operating (loss)/profit	(7,505)	(4,257)	702	(1,734)	(12,794)	(1,456)	(14,250)
Share of profit of equity accounted associates	82	-	-	-	82	-	82
(Loss)/Profit before tax	(7,423)	(4,257)	702	(1,734)	(12,712)	(1,456)	(14,168)
Tax income/(expense)	738	(553)	(7)	(31)	147	-	147
(Loss)/Profit for the quarter	(6,685)	(4,810)	695	(1,765)	(12,565)	(1,456)	(14,021)

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NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023**A10. OPERATING SEGMENTS (continued)**

Preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”)

CONTINUING OPERATIONS

	Reportable segments				Total reportable segments	Other non-reportable segments	Consolidated total
	Investment Holdings	Education Services	Credit Services	Hospitality Services			
	RM’000	RM’000	RM’000	RM’000	RM’000	RM’000	RM’000
REVENUE							
External revenue	228	7,683	2,699	10,645	21,255	1,764	23,019
Inter-segment revenue	3,911	2,905	243	-	7,059	225	7,284
Total revenue	4,139	10,588	2,942	10,645	28,314	1,989	30,303
RESULTS							
Investment income	129	-	-	-	129	-	129
Interest income	40	25	178	-	243	1	244
Realised losses	(15)	-	-	-	(15)	-	(15)
Fair value gains	11,867	(9)	-	-	11,858	-	11,858
Other operating revenue from non-insurance businesses	59	7,658	2,521	10,645	20,883	1,763	22,646
Other (expenses)/income - net	(190)	(83)	-	543	270	(7)	263
Management expenses	(4,551)	(9,107)	(292)	(13,622)	(27,572)	(2,818)	(30,390)
Reversal of impairment loss/(Impairment loss) on financial instruments	-	8	(759)	235	(516)	-	(516)
Finance costs	(31)	(408)	-	(375)	(814)	(130)	(944)
Segment operating profit/(loss)	7,308	(1,916)	1,648	(2,574)	4,466	(1,191)	3,275
Share of profit of equity accounted associates	49	-	-	-	49	-	49
Profit/(Loss) before tax	7,357	(1,916)	1,648	(2,574)	4,515	(1,191)	3,324
Tax expense	(458)	(508)	-	-	(966)	-	(966)
Profit/(Loss) for the quarter	6,899	(2,424)	1,648	(2,574)	3,549	(1,191)	2,358

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NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A10. OPERATING SEGMENTS (continued)

	Reportable segments					Total reportable segments	Other non-reportable segments	Consolidated total
	Investment Holdings	General Insurance	Education Services	Credit Services	Hospitality Services			
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
30 September 2023								
ASSETS								
Other assets	116,559	-	71,531	62,117	41,807	292,014	31,648	323,662
Goodwill on business combinations	-	-	26,911	-	-	26,911	-	26,911
Investment in associates	847	-	-	-	48	895	-	895
Assets classified as held for sale	-	368,727	-	-	-	368,727	-	368,727
Segment assets / Consolidated total assets	117,406	368,727	98,442	62,117	41,855	688,547	31,648	720,195
LIABILITIES								
Other liabilities	5,365	-	30,349	1,234	52,740	89,688	14,433	104,121
Borrowings	40,953	-	-	-	157	41,110	17,242	58,352
Liabilities classified as held for sale	-	228,025	-	-	-	228,025	-	228,025
Segment liabilities / Consolidated total liabilities	46,318	228,025	30,349	1,234	52,897	358,823	31,675	390,498
30 June 2023 (Restated)								
ASSETS								
Other assets	126,319	378,092	80,722	63,570	38,337	687,040	28,376	715,416
Goodwill on business combinations	-	-	26,911	-	-	26,911	-	26,911
Investment in associates	765	-	-	-	48	813	-	813
Segment assets / Consolidated total assets	127,084	378,092	107,633	63,570	38,385	714,764	28,376	743,140
LIABILITIES								
Other liabilities	5,337	241,801	37,219	1,271	48,895	334,523	12,221	346,744
Borrowings	40,187	-	-	-	169	40,356	15,481	55,837
Segment liabilities / Consolidated total liabilities	45,524	241,801	37,219	1,271	49,064	374,879	27,702	402,581

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A10. OPERATING SEGMENTS (continued)

Reconciliation of reportable segment operating profit/(loss), revenue, interest income and finance costs

CONTINUING OPERATIONS

	Operating profit/ (loss)	External revenue	Other operating revenue from non- insurance businesses	Interest income	Finance costs
	RM'000	RM'000	RM'000	RM'000	RM'000
<u>3 months period ended</u>					
<u>30 September 2023</u>					
Total reportable segments	(16,705)	29,448	24,213	5,045	(6,246)
Other non-reportable segments	(1,464)	2,321	1,913	408	(1,105)
Elimination of inter-segment transactions	(95)	(5,946)	(707)	(5,240)	5,469
Consolidation adjustments	4,014	-	-	-	-
Consolidated total	(14,250)	25,823	25,419	213	(1,882)

<u>3 months period ended</u>					
<u>30 September 2022</u>					
Total reportable segments	5,773	28,314	21,409	4,366	(4,591)
Other non-reportable segments	(1,375)	1,989	1,955	34	(509)
Elimination of inter-segment transactions	(306)	(7,284)	(718)	(4,156)	4,156
Consolidation adjustments	(817)	-	-	-	-
Consolidated total	3,275	23,019	22,646	244	(944)

Reconciliation of reportable segment assets and liabilities

	Segment assets		Segment liabilities	
	30.9.2023	Restated 30.6.2023	30.9.2023	Restated 30.6.2023
	RM'000	RM'000	RM'000	RM'000
Total reportable segments	810,602	986,358	(546,840)	(781,215)
Other non-reportable segments	53,519	49,137	(56,360)	(51,442)
Assets/(liabilities) held for sale	368,727	-	(228,025)	-
Elimination of inter-segment balances	(441,087)	(430,619)	441,087	430,619
Consolidation adjustments	(71,566)	138,264	(360)	(543)
Consolidated total	720,195	743,140	(390,498)	(402,581)

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A11. OPERATING REVENUE

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
Investment income	191	129	191	129
Interest income	213	244	213	244
Other operating revenue from non- insurance businesses	25,419	22,646	25,419	22,646
	25,823	23,019	25,823	23,019

A12. INVESTMENT INCOME

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
Rental income from investment properties	184	121	184	121
Investments at fair value through profit or loss (“FVTPL”) Dividend income Equity securities				
- quoted in Malaysia	2	2	2	2
- quoted outside Malaysia	5	6	5	6
	7	8	7	8
	191	129	191	129

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A13. INTEREST INCOME

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023 RM'000	Preceding Year Corresponding Quarter Ended 30.9.2022 RM'000	Current Year Period Ended 30.9.2023 RM'000	Preceding year Corresponding Period Ended 30.9.2022 RM'000
<u>CONTINUING OPERATIONS</u>				
Investments at fair value through other comprehensive income ("FVOCI") Interest income Corporate debt securities unquoted in Malaysia	11	-	11	-
Investments at amortised cost ("AC") Interest income Investment notes unquoted in Malaysia	162	178	162	178
Interest income from:				
- staff loans	26	26	26	26
- associates	2	6	2	6
- fixed and call deposits	12	34	12	34
	10	66	10	66
	213	244	213	244

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A14. REALISED GAINS AND LOSSES

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
Investments at FVTPL				
Net realised gains/(losses)				
Equity securities				
- quoted in Malaysia	-	(13)	-	(13)
- quoted outside Malaysia	1	(2)	1	(2)
	1	(15)	1	(15)

A15. FAIR VALUE GAINS AND LOSSES

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
Investments at FVTPL				
Net fair value gains/(losses)				
Equity securities				
- quoted in Malaysia	2	(32)	2	(32)
- quoted outside Malaysia	(2,709)	13,716	(2,709)	13,716
- unquoted outside Malaysia	-	(1,277)	-	(1,277)
Unit trusts				
- unquoted in Malaysia	(6)	(9)	(6)	(9)
- quoted outside Malaysia	1	-	1	-
	(2,712)	11,858	(2,712)	11,858

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A16. OTHER OPERATING REVENUE FROM NON-INSURANCE BUSINESSES

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023 RM'000	Preceding Year Corresponding Quarter Ended 30.9.2022 RM'000	Current Year Period Ended 30.9.2023 RM'000	Preceding year Corresponding Period Ended 30.9.2022 RM'000
<u>CONTINUING OPERATIONS</u>				
Revenue from Hospitality Services				
- hotel room and hotel related services	7,526	6,791	7,526	6,791
- sale of cigar and accessories	1,178	991	1,178	991
- food and beverage	3,109	1,235	3,109	1,235
- others	1,700	1,629	1,700	1,629
	13,513	10,645	13,513	10,645
Revenue from Credit Services from:				
- loans from money lending and other credit activities	2,256	1,574	2,256	1,574
- debt factoring business	455	947	455	947
	2,711	2,521	2,711	2,521
Fee income from Education Services	7,441	7,658	7,441	7,658
Revenue from cinema operations	1,690	1,761	1,690	1,761
Management and other service fee income	64	61	64	61
	25,419	22,646	25,419	22,646

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A17. NET IMPAIRMENT LOSS ON FINANCIAL INSTRUMENTS

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
(Impairment loss)/Reversal of impairment loss on:				
- loans from money lending and other credit activities	(1,540)	(53)	(1,540)	(53)
- factoring receivables	(369)	(316)	(369)	(316)
- trade and other receivables	(167)	243	(167)	243
- interest receivables from investment notes	(12)	(70)	(12)	(70)
- investments at amortised cost	30	(320)	30	(320)
	(2,058)	(516)	(2,058)	(516)

A18. FINANCE COSTS

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
Interests on:				
- lease liabilities	(937)	(656)	(937)	(656)
- loans from substantial shareholder	(766)	(4)	(766)	(4)
- margin trading finance liability	-	(280)	-	(280)
- hire purchase liabilities	(3)	(4)	(3)	(4)
- investment notes	(12)	-	(12)	-
Dividends on redeemable preferences shares	(164)	-	(164)	-
	(1,882)	(944)	(1,882)	(944)

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A19. (LOSS)/PROFIT BEFORE TAX FOR THE QUARTER AND PERIOD

(Loss)/Profit before tax for the quarter and period is arrived at after crediting/(charging):

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
Property, plant and equipment written off	(3)	-	(3)	-
Realised foreign exchange (losses)/gains – net	(11)	6	(11)	6
Unrealised foreign exchange losses – net	(764)	(392)	(764)	(392)
Depreciation of property, plant and equipment	(1,185)	(1,320)	(1,185)	(1,320)
Depreciation of right-of-use assets	(3,351)	(3,123)	(3,351)	(3,123)
Amortisation of intangible assets	(63)	(60)	(63)	(60)

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A20. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

The following table analyses the financial assets and financial liabilities of the Group in the condensed consolidated statement of financial position by the classes and categories of financial instruments to which they are assigned by their measurement basis.

	30.9.2023	Restated 30.6.2023
	RM'000	RM'000
<u>Assets</u>		
Financial assets at FVTPL		
Investments in equity securities	36,336	83,677
Investments in unit trusts	447	452
	36,783	84,129
Financial assets at FVOCI		
Investments in government debt securities	-	66,835
Investments in corporate debt securities	-	1,385
Investments in equity securities	139	18,736
	139	86,956
Financial assets at AC		
Investments in government debt securities	-	29,424
Investments in corporate debt securities	-	118,628
Investments in investment notes	3,114	3,480
Loans and receivables	52,113	56,674
Trade and other receivables	68,097	76,819
Cash and cash equivalents	13,535	32,993
	136,859	318,018
Total financial assets	173,781	489,103
<u>Liabilities</u>		
Financial liabilities at AC		
Provision for claims reported by policyholders	-	147,657
Borrowings	58,352	55,837
Trade and other payables	51,488	94,223
Total financial liabilities	109,840	297,717

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A20. FINANCIAL INSTRUMENTS (continued)

(b) Net gains and losses arising from financial instruments

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023	Preceding Year Corresponding Quarter Ended 30.9.2022	Current Year Period Ended 30.9.2023	Preceding year Corresponding Period Ended 30.9.2022
	RM'000	RM'000	RM'000	RM'000
<u>CONTINUING OPERATIONS</u>				
Net gains/(losses) on:				
Financial assets at FVTPL	(2,704)	11,851	(2,704)	11,851
Debt instruments at FVOCI - recognised in profit or loss	11	-	11	-
Financial assets at AC	(1,734)	(272)	(1,734)	(272)
Financial liabilities at AC	(945)	(288)	(945)	(288)
	(5,372)	11,291	(5,372)	11,291

(c) Fair values of investments

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair value is categorised into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly.

Level 3: unobservable inputs for the asset or liability.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A20. FINANCIAL INSTRUMENTS (continued)

(c) Fair values of investments (continued)

The following table shows the Group’s investments recorded at fair value at the reporting date analysed by the various level within the fair value hierarchy:

30 September 2023

	Carrying values	Level 1	Level 2	Level 3	Total fair values
	RM’000	RM’000	RM’000	RM’000	RM’000
Investments measured at fair value					
Investments at FVTPL					
Equity securities					
- Quoted in Malaysia	255	255	-	-	255
- Quoted outside Malaysia	10,763	10,763	-	-	10,763
- Unquoted outside Malaysia	25,318	-	-	25,318	25,318
Unit trusts					
- Unquoted in Malaysia	403	-	403	-	403
- Quoted outside Malaysia	44	44	-	-	44
	36,783	11,062	403	25,318	36,783
Investments measured at fair value					
Investments at FVOCI					
Equity securities					
- Unquoted in Malaysia	100	-	-	100	100
- Unquoted outside Malaysia	39	-	-	39	39
	139	-	-	139	139
Investments for which fair values are disclosed					
Investments at AC					
Investment notes unquoted in Malaysia	3,114	-	-	3,114	3,114
	3,114	-	-	3,114	3,114

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A20. FINANCIAL INSTRUMENTS (continued)

(c) Fair values of investments (continued)

The following table shows the Group’s investments recorded at fair value at the reporting date analysed by the various level within the fair value hierarchy: (continued)

30 June 2023 (Audited)

	Carrying values	Level 1	Level 2	Level 3	Total fair values
	RM’000	RM’000	RM’000	RM’000	RM’000
Investments measured at fair value					
Investments at FVTPL					
Equity securities					
- Quoted in Malaysia	135	135	-	-	135
- Quoted outside Malaysia	58,337	58,337	-	-	58,337
- Unquoted outside Malaysia	25,205	-	-	25,205	25,205
Unit trusts					
- Unquoted in Malaysia	409	-	409	-	409
- Quoted outside Malaysia	43	43	-	-	43
	84,129	58,515	409	25,205	84,129
Investments measured at fair value					
Investments at FVOCI					
Government debt securities					
quoted outside Malaysia	66,835	66,835	-	-	66,835
Corporate debt securities					
quoted outside Malaysia	1,385	1,385	-	-	1,385
Equity securities					
- Quoted outside Malaysia	17,751	17,751	-	-	17,751
- Unquoted in Malaysia	100	-	-	100	100
- Unquoted outside Malaysia	885	-	-	885	885
	86,956	85,971	-	985	86,956
Investments for which fair values are disclosed					
Investments at AC					
Government debt securities					
quoted outside Malaysia	29,424	28,295	-	-	28,295
Corporate debt securities					
quoted outside Malaysia	118,628	115,379	-	-	115,379
Investment notes unquoted in Malaysia					
	3,480	-	-	3,480	3,480
	151,532	143,674	-	3,480	147,154

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A20. FINANCIAL INSTRUMENTS (continued)

(c) Fair values of investments (continued)

The fair values of quoted equity securities and unit trusts in and outside Malaysia are determined by reference to their quoted market bid prices at the end of the reporting period.

The fair values of government and corporate debt securities are determined by reference to the quoted market prices within the bid-offer price range, at the close of business at the end of the reporting period or the last trading day as applicable.

The fair values of unquoted equity securities are determined to approximate the net assets value of the investee at the end of the reporting period.

The carrying amounts of investment notes approximate its fair value at the end of reporting period.

The Group’s policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period. There were no transfers among Level 1, 2 and 3 of their fair value hierarchy during the current period ended 30 September 2023.

Level 3 fair value

The following table show a reconciliation from the opening balances to the closing balances for Level 3 investments unquoted securities investments:

	Unquoted equity securities	
	FVTPL	FVOCI
	RM’000	RM’000
At 1 July 2022	22,562	942
Fair value gains recognised in profit or loss	1,286	-
Effect of movement in exchange rates	1,357	43
At 30 June 2023 / 1 July 2023	25,205	985
Transfer to assets classified held for sale	-	(831)
Effect of movement in exchange rates	113	(15)
At 30 September 2023	25,318	139

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A21. ASSET (OR DISPOSAL GROUP) AS HELD FOR SALE AND DISCONTINUED OPERATIONS

General Insurance business in the Philippines held via a subsidiary, MAA General Assurance Philippines, Inc. (“MAAGAP”) is presented as disposal group held for sale following the Group’s commitment to a plan to sell this disposal group.

Efforts to dispose this disposal group have commenced and the Group had on 15 November 2023 entered into a conditional share and purchase agreement for the proposed disposal of MAAGAP as disclosed in Note B6(b) to this Interim Financial Report.

Accordingly, the assets and liabilities of MAAGAP have been presented in the consolidated statement of financial position as “Assets classified as held for sale” and “Liabilities classified as held for sale”, and its results have also been presented separately on the consolidated statement of profit or loss under Discontinued operations.

At 30 September 2023, the assets and liabilities of MAAGAP are as follows:

	GROUP
	RM’000
<u>Assets classified as held for sale</u>	
Property, plant and equipment	1,359
Right-of-use assets	1,407
Investment properties	8,698
Intangible assets	126
Investments	273,469
- Fair value through profit or loss	42,444
- Fair value through other comprehensive income	101,716
- Amortised cost	129,309
Deferred tax assets	1,127
Reinsurance contract assets	55,789
Loans and receivables	5,230
Trade and other receivables	6,429
Cash and cash equivalents	15,093
	368,727
<u>Liabilities classified as held for sale</u>	
Insurance contract liabilities	178,968
Lease liabilities	1,189
Trade and other payables	45,178
Retirement benefit liability	2,690
	228,025

The carrying amounts of the non-current assets are the same as its carrying value before they were reclassified as held for sale.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A21. ASSET (OR DISPOSAL GROUP) AS HELD FOR SALE AND DISCONTINUED OPERATIONS (continued)

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

DISCONTINUED OPERATIONS

	Current Year Quarter Ended 30 September 2023	Preceding Year Corresponding Quarter Ended 30 September 2022
	RM'000	Restated RM'000
Operating revenue	54,230	48,275
Insurance revenue	50,787	45,455
Insurance service expenses	(17,625)	(23,893)
Net expenses from reinsurance contracts	(22,432)	(16,151)
Insurance service result	10,730	5,411
Net investment return/(loss)	3,591	(822)
Other income	759	712
Other expenses	(6,155)	(5,234)
Profit before tax	8,925	67
Tax expense	(1,718)	(2,504)
Profit/(Loss) for the financial quarter	7,207	(2,437)

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

A22. CONTINGENT ASSETS AND LIABILITIES

There were no contingent assets and liabilities as at 30 September 2023.

A23. CAPITAL COMMITMENTS

Significant capital expenditures contracted but not provided for as at the end of the reporting period are as follows:

	30.9.2023	<u>Audited</u> 30.6.2023
	RM'000	RM'000
Property, plant and equipment		
- Computer and software	510	510
- Furniture, fitting and equipment	2,751	2,751
- Renovation	14,054	14,686
	17,315	17,947

A24. RELATED PARTY DISCLOSURES

All related party transactions and balances within the Group had been entered into the normal course of business and were carried out on normal commercial terms. The Company monitors related party transactions to comply with the requirements under Chapter 10 of the Main Market Listing Requirements of Bursa Securities.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

PART B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. REVIEW OF THE OPERATING SEGMENTS PERFORMANCE

In this Interim Financial Report under review, the Discontinued operations for the current financial period ended 30 September 2023 represent General Insurance business via MAAGAP where the Group had entered into a conditional share sale and purchase agreement for the proposed disposal of the company as disclosed in note B6(b) of this Interim Financial Report.

To conform to the current financial period’s presentation of financial statements, the preceding financial period’s results of MAAGAP have been reclassified from Continuing operations to Discontinued operations for comparative purposes.

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”) against preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”)

Group

	1Q FY2024	Restated 1Q FY2023
	RM’000	RM’000
Operating revenue		
- Continuing operations	25,823	23,019
- Discontinued operations	54,230	48,275
	80,053	71,294
(Loss)/Profit before tax		
- Continuing operations	(14,168)	3,324
- Discontinued operations	8,925	67
	(5,243)	3,391

The Group’s operating revenue for 1Q FY2024 has increased by 12.3% to RM80.1 million as compared to RM71.3 million in 1Q FY2023, of which Continuing operations recorded an increase of 12.2% to RM25.8 million (1Q FY2023: RM23.0 million) and Discontinued operations recorded an increase of 12.3% to RM54.2 million (1Q FY2023: RM48.3 million).

The Group recorded a Loss Before Tax (“LBT”) of RM5.2 million for 1Q FY2024 as compared to Profit Before Tax (“PBT”) of RM3.4 million in 1Q FY2023, of which Continuing operations recorded an LBT of RM14.2 million (1Q FY2023: PBT of RM3.3 million) and Discontinued operations recorded a higher PBT of RM8.9 million (1Q FY2023: RM67,000). For Continuing Operations, Credit Services segment contributed PBT of RM0.7 million (1Q FY2023: PBT of RM1.6 million). However, these profits were offset by LBT of RM7.4 million (1Q FY2023: PBT of RM7.4 million) from Investment Holdings segment, LBT of RM4.3 million (1Q FY2023: LBT of RM1.9 million) from Education Services segment, LBT of RM1.7 million (1Q FY2023: LBT of RM2.6 million) from Hospitality Services segment and LBT of RM1.5 million (1Q FY2023: LBT of RM1.2 million) from Other segment.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B1. REVIEW OF THE OPERATING SEGMENTS PERFORMANCE (continued)

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”) against preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”) (continued)

Investment Holdings

	1Q FY2024	1Q FY2023
	RM’000	RM’000
<u>CONTINUING OPERATIONS</u>		
Operating revenue	300	228
(Loss)/Profit before tax	(7,423)	7,357

Investment Holdings segment recorded a total operating revenue of RM0.3 million in 1Q FY2024, a marginal increase as compared to RM0.2 million, which comprised mainly from interest, dividend and rental income.

Investment Holdings segment recorded a LBT of RM7.4 million in 1Q FY2024, as compared to PBT of RM7.3 million in 1Q FY2023. The loss in 1Q FY2024 was mainly due to the following:

- fair value loss of RM2.7 million (1Q FY2023: fair value gains of RM11.9 million) on equities investments at FVTPL;
- higher management expenses of RM5.2 million (1Q FY2023: RM4.6 million); and
- higher finance costs of RM0.8 million (1Q FY2023: RM0.03 million).

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B1. REVIEW OF THE OPERATING SEGMENTS PERFORMANCE (continued)

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”) against preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”) (continued)

Education Services

Education Services comprised of the following business units:

- Kasturi Academy Sdn Bhd (“Kasturi”) – offers private tuition for Malaysia National secondary school curriculum;
- St John’s International Edu Group Sdn Bhd and Alfaakademik Sdn Bhd (collectively known as “SJI Group”) – operates international school and offers primary and secondary education and private tuition for Cambridge, IGCSE O-Level and A-Level programmes;
- Imperium Edumaax Sdn Bhd (“Imperium Edumaax”) – offers tertiary education for certificates, foundations, diplomas, bachelor degrees and professional accountancy qualifications. Imperium Edumaax is also a Human Resource Development Corporation (“HRDF Corp”) training provider offering a suite of continuous professional development and training programmes; and
- Edumaax Sdn Bhd and other dormant subsidiaries (“Others unit”) – investment holding and other business units on development.

	1Q FY2024				
	Kasturi	SJI Group	Imperium Edumaax	Others unit	Total
	RM’000	RM’000	RM’000	RM’000	RM’000
<u>CONTINUING OPERATIONS</u>					
Operating revenue	392	6,770	279	-	7,441
(Loss)/Profit before tax	(534)	1,937	(3,247)	(2,413)	(4,257)
	1Q FY2023				
	Kasturi	SJI Group	Imperium Edumaax	Others unit	Total
	RM’000	RM’000	RM’000	RM’000	RM’000
<u>CONTINUING OPERATIONS</u>					
Operating revenue	285	6,454	944	-	7,683
(Loss)/Profit before tax	(622)	1,685	(2,351)	(628)	(1,916)

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B1. REVIEW OF THE OPERATING SEGMENTS PERFORMANCE (continued)

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”) against preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”) (continued)

Education Services (continued)

(i) Kasturi

Kasturi’s operating revenue for 1Q FY2024 was slightly increased to RM0.4 million from RM0.3 million in 1Q FY2023, arising from higher students’ enrolment. Kasturi recorded a LBT of RM0.5 million in 1Q FY2024 as compared to RM0.6 million in 1Q FY2023 due to higher students’ enrolment and further streamlining of tuition centres.

(ii) SJI Group

SJI Group recorded an increase of 4.9% in operating revenue to RM6.8 million in 1Q FY2024 from RM6.4 million in 1Q FY2023. PBT has also improved to RM1.9 million in 1Q FY2024 from RM1.7 million in 1Q FY2023 contributed by the increase in students’ enrolment and higher school fees.

(iii) Imperium Edumaax

In 1Q FY2024, Imperium Edumaax recorded a lower operating revenue of RM0.3 million with a higher LBT of RM3.2 million compared to an operating revenue of RM0.9 million and LBT of RM2.4 million in 1Q FY2023. The lower operating revenue and higher LBT mainly due to lower student enrolment and phasing out of school faculties.

(iv) Others unit

Others unit recorded higher LBT of RM2.4 million in 1Q FY2024 as compared to RM0.6 million in 1Q FY2023 due to increase in professional fees, unrealised foreign exchange losses and other charges.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B1. REVIEW OF THE OPERATING SEGMENTS PERFORMANCE (continued)

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”) against preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”) (continued)

Credit Services

	1Q FY2024	1Q FY2023
	RM’000	RM’000
<u>CONTINUING OPERATIONS</u>		
Operating revenue	2,873	2,699
Profit before tax	702	1,648

The Credit Services segment recorded a lower PBT of RM0.7 million, a decrease of 57.4% compared to PBT of RM1.6 million in 1Q FY2023 mainly due to higher impairment loss on receivables in 1Q FY2024.

The Credit Services segment recorded a 6.4% increase in operating revenue of RM2.9 million for 1Q FY2024, as compared to RM2.7 million in 1Q FY2023, which comprised mainly of interest income of RM2.3 million (1Q FY2023: RM1.6 million) from money lending and other credit activities and income from debt factoring business of RM0.5 million (1Q FY2023: RM0.9 million).

Lower PBT in 1Q FY2024 was mainly affected by higher impairment loss on loans from money lending and other credit facilities of RM1.5 million (1Q FY2023: RM53,000) and RM0.4 million (1Q FY2023: RM0.3 million) on debt factoring business.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B1. REVIEW OF THE OPERATING SEGMENTS PERFORMANCE (continued)

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”) against preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”) (continued)

Hospitality Services

	1Q FY2024	1Q FY2023
	RM’000	RM’000
<u>CONTINUING OPERATIONS</u>		
Operating revenue	13,513	10,645
Loss before tax	(1,734)	(2,574)

The Hospitality Services segment recorded a lower LBT of RM1.7 million, a decrease of 32.6% compared to LBT of RM2.6 million in 1Q FY2023 mainly due to higher operating revenue in 1Q FY2024.

The Hospitality Services segment’s operating revenue for 1Q FY2024 was RM13.5 million, an increase of 26.9 % as compared to RM10.6 million in 1Q FY2023. 1Q FY2024 operating revenue of RM13.5 million mainly contributed by RM7.5 million (1Q FY2023: RM6.8 million) from hotel room and hotel related services, RM1.2 million (1Q FY2023: RM1.0 million) from Cigar division, RM3.1 million (1Q FY2023: RM1.2 million) and RM1.7 million (1Q FY2023: RM1.6 million) from other services.

The LBT of RM1.7 million in 1Q FY2024 was mainly caused by LBT of RM1.2 million (1Q FY2023: LBT of RM2.3 million) from hospitality industry and LBT of RM0.5 million from other services (1Q FY2023: LBT of RM0.4 million), whilst the Cigar division recorded a small PBT of RM0.5 million (1Q FY2023: PBT of RM0.04 million).

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B1. REVIEW OF THE OPERATING SEGMENTS PERFORMANCE (continued)

Current financial year’s quarter ended 30 September 2023 (“1Q FY2024”) against preceding financial year’s corresponding quarter ended 30 September 2022 (“1Q FY2023”) (continued)

General Insurance

	1Q FY2024	Restated 1Q FY2023
	RM’000	RM’000
<u>DISCONTINUED OPERATIONS</u>		
Operating revenue	54,230	48,275
Profit before tax	8,925	67

For 1Q FY2024, the General Insurance segment’s operating revenue increased by 12.3% to RM54.2 million from RM48.3 million recorded in 1Q FY2023. The increase was mainly contributed by higher insurance revenue of RM50.8 million as compared to RM45.5 million in 1Q FY2023.

The General Insurance segment recorded a higher PBT of RM8.9 million as compared to PBT of RM0.067 million in 1Q FY2023. The higher profit was mainly contributed by higher insurance service result of RM10.7 million as compared to RM5.4 million in 1Q FY2023 and net investment return of RM3.6 million as compared to net investment loss of RM0.8 million in 1Q FY2023.

B2. MATERIAL CHANGE IN PERFORMANCE OF THE CURRENT QUARTER AS COMPARED WITH THE IMMEDIATE PRECEDING QUARTER

	Quarter ended	
	30.9.2023	30.6.2023
	RM’000	RM’000
<u>CONTINUING OPERATIONS</u>		
Operating revenue	25,823	25,767
Loss before tax	(14,168)	(16,593)

The Group’s Continuing operations recorded total operating revenue of RM25.8 million in the current quarter ended 30 September 2023 (“1Q FY2024”) as compared to RM25.8 million in the immediate preceding quarter ended 30 June 2023 (“4Q FY2023”). In 1Q FY2024, the Group recorded higher other operating revenue from non-insurance businesses of RM25.4 million (4Q FY2023: RM23.7 million) but lower investment and interest income of RM0.4 million (4Q FY2023: RM2.1 million).

The Group recorded a lower LBT of RM14.2 million in 1Q FY2024 as compared to the RM16.6 million in 4Q FY2023, mainly due to lower impairment loss on financial instruments of RM2.1 million (4Q FY2023: RM10.0 million).

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B3. COMMENTARY ON PROSPECTS

With the challenging global environment, the Malaysian economy is projected to expand close to the lower end of the 4.0% to 5.0% range in 2023. Growth will continue to be supported by domestic demand amid improving employment and income as well as implementation of multi-year projects.

The Company has on 15 November 2023 announced the proposed disposal of MAAGAP as disclosed in Note B6(b) to this Interim Financial Report. Nevertheless, pending the finalisation of the proposed disposal, the Group expects the General Insurance business via MAAGAP to continue with premium growth and improved profit margins in FY2024.

Moving into 2024 will continue to be a challenging year for the Group’s Education Services business. The Education Services’ operating units namely Imperium Edumaax, Kasturi and SJI Group will continue to intensify their marketing efforts to increase student enrolment, diversify programme offerings and continue with cost control measures.

The Credit Services segment of the Group comprises of Money Lending and Debt Factoring business activities. The Money Lending business will implement management action plans to re-strategise its business plans and improve its debt collection activities.

The Debt Factoring business will continue to pursue growth opportunities, specifically targeting clients with Government contracts.

The Hospitality Services segment will continue to strengthen its efforts and position in the market which looks increasingly promising by expected increase in influx of tourism activities.

Although the global economic outlook for 2024 continues to be cautious, the Group will continue its efforts to implement management action plans to expand existing business and improve profitability.

B4. PROFIT FORECAST OR PROFIT GUARANTEE

There was no profit forecast or profit guarantee issued by the Group.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B5. TAX (INCOME)/EXPENSE

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023 RM'000	Preceding Year Corresponding Quarter Ended 30.9.2022 RM'000	Current Year Period Ended 30.9.2023 RM'000	Preceding year Corresponding Period Ended 30.9.2022 RM'000
<u>CONTINUING OPERATIONS</u>				
<u>Current tax expense</u>				
Malaysia				
- current quarter/period	676	556	676	556
- under in prior periods	7	-	7	-
	683	556	683	556
<u>Deferred tax (income)/expense</u>				
Malaysia				
- origination and reversal of temporary differences	(830)	410	(830)	410
Total tax (income)/expense	(147)	966	(147)	966

The effective tax rates of the Group’s Continuing operations for the current quarter ended 30 September 2023 and previous year corresponding quarter ended 30 September 2022 were higher than the statutory tax rate of 24% mainly due to certain expenses that were not deductible for tax purposes and non-recognition of deferred tax assets on the losses recorded by certain subsidiaries.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B6. CORPORATE PROPOSALS

- (a) On 22 June 2021, the Company had entered into an unconditional share sale and purchase agreement (“SPA”) with Ithmaar Bank B.S.C. (Closed) (“Ithmaar”) to acquire 132,151,497 ordinary shares in Turiya Berhad (“Turiya”) (“Turiya Shares”), representing approximately 57.78% equity interest in Turiya, for a cash consideration of RM23,787,269.46 or RM0.18 per Turiya Shares (“Acquisition”).

Upon completion of the Acquisition, MAAG’s shareholding in Turiya increased from nil to approximately 57.78%. Accordingly, MAAG is obliged to extend a mandatory take-over offer to acquire all the remaining Turiya Shares not already held by MAAG (“Offer Shares”) at a cash offer price of RM0.18 per Offer Share pursuant to Section 218(2) of the Capital Markets and Services Act, 2007 and paragraph 4.01(a) of the Rules on Take-overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia (“SC”) (“Proposed Offer”).

The Company had, on 5 July 2021, been served with a sealed copy of Writ of Summons dated 3 July 2021 from Empire Holdings Ltd (“Plaintiff”), together with the Notice of Application dated 3 July 2021 and Affidavit in Support of Sarin Sahadev Swami affirmed on 2 July 2021. Please refer to Note B14 of these Interim Reports for details on the status of litigations.

In view of the legal proceedings, SC had, vide its letter dated 12 July 2021, approved and further approved verbally in October 2021 MAAG’s application for an extension of time to despatch the offer document.

- (b) On 15 November 2023, the Company announced that MAA International Group Ltd (“MAAIG” or the “Seller”), a wholly-owned subsidiary of MAA Corporation Sdn Bhd, which in turn is a wholly-owned subsidiary of the Company had on the same date entered into a conditional share sale and purchase agreement (“SSPA”) with Triple P Philippines Pte Ltd (“Triple P” or the “Purchaser”) for the proposed disposal of 579,805 common shares in MAA General Assurance Philippines Inc (“MAAGAP”) (“Sale Shares”), representing 85% equity interest in MAAGAP, by MAAIG to the Purchaser for a disposal consideration of USD49.30 million to be wholly satisfied in cash, with an option granted by MAAIG to Triple P for the sale of the remaining 102,318 MAAGAP Shares (“Option Shares”) (“Option”), representing 15% equity interest in MAAGAP, on the terms and conditions contained in the SSPA (“Proposed Disposal”).

The Proposed Disposal is subject to the following approvals being obtained:

- i. the Company's shareholders at a general meeting of the Company to be convened; and
- ii. any other relevant authority and/ or party, if required, as set out in the SSPA.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B7. BORROWINGS

The Group’s borrowings as at the end of the reporting period are as follows:

	30.9.2023	Audited 30.6.2023
	RM’000	RM’000
<u>Non-current</u>		
Loans from substantial shareholder	40,953	40,187
Redeemable preference shares	4,820	3,180
Hire purchase liabilities	114	124
	45,887	43,491
<u>Current</u>		
Redeemable preference shares	12,422	12,301
Hire purchase liabilities	43	45
	12,465	12,346
	58,352	55,837

The Group’s borrowings are denominated in Ringgit Malaysia (RM).

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION

- (a) KUALA LUMPUR HIGH COURT CIVIL SUIT NO. WA-22NCC-295-07/2021 EMPIRE HOLDINGS LTD (“PLAINTIFF” or “EMPIRE”) VS ITHMAAR DEVELOPMENT COMPANY LTD (“1ST DEFENDANT” or “IDC”), ITHMAAR BANK B.S.C. (“2ND DEFENDANT” OR “IB”), MAA GROUP BERHAD (“3RD DEFENDANT” or “MAAG”), TUNKU DATO' YAACOB KHYRA (“4TH DEFENDANT” OR “TY”) AND TURIYA BERHAD (“5TH DEFENDANT” OR “TURIYA”) (COLLECTIVELY REFERRED TO AS “DEFENDANTS”)

On 5 July 2021, MAAG had served with a sealed copy of a Writ of Summons dated 3 July 2021 (“Writ”) from the Plaintiff (Empire) together with the Notice of Application dated 3 July 2021 and Affidavit in Support of Sarin Sahadev Mohan Swami affirmed on 2 July 2021 (“Injunction Application”).

Empire’s claim against the 1st Defendant (IDC) and 2nd Defendant (IB) is inter alia for breach of contract and/or duty of care and/or good faith as lender and/or charge in respect of 132,151,497 ordinary shares in the 5th Defendant (Turiya) held as security and/or by way of charge by IDC, and owned at all material times by Empire (“the Turiya Shares”), pursuant to a Share Charge dated 20 April 2008 and a Charge Supplement dated 28 October 2015, arising out of and/or in connection with the IDC’s and/or IB’s sale and/or disposal of the Turiya Shares to the MAAG at below market value and/or at an undervalue, pursuant to a share sale and purchase agreement entered into between the IB and MAAG on 22 June 2021 (“Share Sale and Purchase Agreement”) to acquire the Turiya Shares, without reasonable or any notice to Empire, and contrary to and/or in breach of the representations and/or agreement by Abdulla Taleb made for and on behalf of the IDC and/or IB to Empire for inter alia the redemption inter alia of the Turiya Shares by Empire (“the Agreement”) and/or giving rise to an estoppel against the sale and transfer of the Turiya Shares to MAAG.

Further to the e-review case management held on 7 July 2021, the Court issued an Ad Interim Injunctive Order (interim injunction) against MAAG, IDC and the IB.

On 27 September 2021, the decision on the inter-parties for Empire’s Injunction Application was delivered by Yang Arif Tuan Ong Chee Kwan, Judicial Commissioner (“YA OCK”), via e-review. YA OCK decided as follows:

- (i) Empire’s Injunction Application is dismissed;
- (ii) The Ad Interim Injunctive Order against the Defendants, first granted on 7 July 2021, is set aside; and
- (iii) Empire to pay cost of RM35,000 each to IDC and IB, MAAG and TY.

The solicitors for Empire filed, on 27 September 2021, the notices of appeal against the High Court’s decision to dismiss the Empire’s Injunction Application and to set aside the Ad Interim Injunction Order (“Appeals”). On 28 September 2021, they filed the Notice of Motion for an Erinford Injunction (“Notice of Motion”).

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (a) KUALA LUMPUR HIGH COURT CIVIL SUIT NO. WA-22NCC-295-07/2021 EMPIRE HOLDINGS LTD (“PLAINTIFF” or “EMPIRE”) VS ITHMAAR DEVELOPMENT COMPANY LTD (“1ST DEFENDANT” or “IDC”), ITHMAAR BANK B.S.C. (“2ND DEFENDANT” OR “IB”), MAA GROUP BERHAD (“3RD DEFENDANT” or “MAAG”), TUNKU DATO' YAACOB KHYRA (“4TH DEFENDANT” OR “TY”) AND TURIYA BERHAD (“5TH DEFENDANT” OR “TURIYA”) (COLLECTIVELY REFERRED TO AS “DEFENDANTS”) (continued)

Empire and MAAG agreed to grant each other certain undertakings, pending the disposal of the Appeals by the Court of Appeal. In exchange for the abovementioned undertakings by MAAG to Empire, and the abovementioned cross-undertakings by Empire to MAAG, Empire agreed to withdraw its Notice of Motion against MAAG.

The Appeals were heard by the Court of Appeal on 1 December 2021, and the Court of Appeal delivered their unanimous decision as follows:

- (i) The Appeals were dismissed.
- (ii) The decision by YA OCK, at the High Court of Malaya (“High Court”) at Kuala Lumpur dated 27 September 2021, was upheld.
- (iii) The Court of Appeal awarded costs of RM20,000 to the MAAG.

Empire’s solicitors had filed a Notice of Application dated 27 December 2021, pursuant to Order 14A of the Rules of Court 2012 (“Order 14A Application”) and Affidavit in Support of Tan Seow Wan, affirmed on 27 December 2021, to dispose of the civil suite action No. WA-22NCC-295-07/2021 in respect of the Acquisition (“Litigation”), filed against MAAG.

Empire through its solicitors, filed a Notice of Application dated 29 December 2021, applying to the High Court for an injunction against MAAG, pending the disposal of the Order 14A Application and, an affidavit in support of Tan Seow Wan, affirmed on 31 December 2021 (“Second Injunction Application”).

On 6 January 2022, the High Court fixed the Order 14A Application for hearing on 18 February 2022 and the trial dates for the Litigation be rescheduled to 15 June 2022, 16 June 2022 and 17 June 2022.

The Order 14A Application filed by Empire was heard by the High Court on 18 February 2022. The Order 14A Application was dismissed; and costs of RM30,000 each was awarded to IDC, IB, MAAG and TY. Following the dismissal of the Order 14A Application, the Second Injunction Application filed by Empire pending the disposal of the Order 14A Application was struck out by the High Court, with no order as to costs.

Empire’s solicitors had on 3 March 2022 filed a notice of appeal with the Court of Appeal against the KL High Court’s decision to dismiss the Order 14A Application (“Order 14A Appeal”). The Court of Appeal fixed the hearing date for the Order 14A Appeal on 30 March 2023.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (a) KUALA LUMPUR HIGH COURT CIVIL SUIT NO. WA-22NCC-295-07/2021 EMPIRE HOLDINGS LTD (“PLAINTIFF” or “EMPIRE”) VS ITHMAAR DEVELOPMENT COMPANY LTD (“1ST DEFENDANT” or “IDC”), ITHMAAR BANK B.S.C. (“2ND DEFENDANT” OR “IB”), MAA GROUP BERHAD (“3RD DEFENDANT” or “MAAG”), TUNKU DATO' YAACOB KHYRA (“4TH DEFENDANT” OR “TY”) AND TURIYA BERHAD (“5TH DEFENDANT” OR “TURIYA”) (COLLECTIVELY REFERRED TO AS “DEFENDANTS”) (continued)

The Trial for the Litigation was conducted physically at the High Court before YA OCK, on 15 June 2022, 16 June 2022, 28 September 2022, 29 September 2022 and 30 September 2022.

As the Trial for the Litigation was part heard, YA OCK fixed additional trial dates for the Litigation to be concluded, on 28 November 2022, 29 November 2022 and 30 November 2022.

On 22 November 2022, MAAG’s solicitor was served with a sealed Notice of Application and Supporting Affidavit (“Postponement Application”) by Empire’s solicitor. The Case Management for the Postponement Application was fixed on 28 November 2022 which was later vacated to 30 November 2022.

On 30 November 2022, YA OCK heard the Postponement Application and dismissed the Postponement Application and further awarded costs of RM30,000 to the IDC, IB, MAAG and TY. The High Court also fixed 27 February 2023 to hear the submission of ‘no case to answer’ by parties who elected to submit a ‘no case to answer’.

On 3 February 2023, MAAG’s solicitor was served by Empire’s solicitor, a notice of motion seeking an order that the entire proceedings at the High Court is stayed until the disposal of the Appeal and that all proceedings at the High Court be postponed and/or stayed pending the full and final disposal of the Appeal (“Notice of Motion”). The Case Management for the said Notice of Motion was conducted on 9 February 2023 and concluded on 10 February 2023. The Court fixed 30 March 2023 to hear the Notice of Motion.

On 24 March 2023, the High Court heard the oral submission of ‘No Case to Answer’ by solicitors of the Defendants (IDC, IB, MAAG and TY). After hearing the oral submission, YA OCK decided in favour of the Defendants and awarded costs of RM80,000 each to the IDC, IB, MAAG and TY. Later, MAAG’s solicitor was served with an unsealed notice of appeal from Empire’s solicitors (“295 Appeal”).

On 30 March 2023, the Court of Appeal struck off the Notice of Motion and allowed Empire’s solicitor to file a formal application to allow Order 14A Appeal and 295 Appeal to be heard together.

On 13 April 2023, a Case Management was conducted where the Court of Appeal gave its directions in terms of Empire’s application to consolidate Order 14A Appeal and 295 Appeal.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (a) KUALA LUMPUR HIGH COURT CIVIL SUIT NO. WA-22NCC-295-07/2021 EMPIRE HOLDINGS LTD (“PLAINTIFF” or “EMPIRE”) VS ITHMAAR DEVELOPMENT COMPANY LTD (“1ST DEFENDANT” or “IDC”), ITHMAAR BANK B.S.C. (“2ND DEFENDANT” OR “IB”), MAA GROUP BERHAD (“3RD DEFENDANT” or “MAAG”), TUNKU DATO' YAACOB KHYRA (“4TH DEFENDANT” OR “TY”) AND TURIYA BERHAD (“5TH DEFENDANT” OR “TURIYA”) (COLLECTIVELY REFERRED TO AS “DEFENDANTS”) (continued)

On 17 May 2023, MAAG’s solicitor was served with an unsealed copy of a notice of motion filed by Empire’s solicitor to apply to the Court of Appeal to have the Order 14A Appeal and 295 Appeal heard together (“Consolidation Application”). The Case Management for the Consolidation Application was conducted on 18 May 2023 where Court of Appeal gave directions in terms of filing of cause paper.

On 22 June 2023, the Case Management for 295 Appeal was conducted wherein the solicitors for the 1st, 2nd, 3rd, and 4th Respondent raised objections regarding the filing of certain documents by Empire in the Record of Appeal. The Court of Appeal has further fixed 25 July 2023 for a Case Management.

The hearing for the Consolidation Application was conducted on 15 September 2023 where the Court of Appeal allowed Empire’s Consolidation Application. The Order 14A Appeal will be heard first followed by the 295 Appeal.

During a Case Management conducted on 27 September 2023, the Court of Appeal fixed the Hearing date for both the Order 14A Appeal and the 295 Appeal on 26 July 2024.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

(b) KUALA LUMPUR HIGH COURT ORIGINATING SUMMONS NO. WA-24NCC-658-05/2022 TURIYA BERHAD (“TURIYA” OR “PLAINTIFF”) VS MAA GROUP BERHAD (“MAAG” OR “1ST DEFENDANT”) AND EMPIRE HOLDINGS LIMITED (“EMPIRE” OR “2ND DEFENDANT”)

MAAG, on 13 May 2022, had been served with a sealed copy of an Originating Summons (“OS”) dated 12 May 2022 from Turiya, and an Affidavit in Support affirmed on 12 May 2022 by Jayapalasingam a/l Kandiah, the Senior Independent Non-Executive Director of Turiya (“ROD Determination”).

Turiya is seeking the determination of and directions from the High Court of Malaya at Kuala Lumpur (“High Court”), for the following question:

“Whether Turiya and/or the board of directors of Turiya and/or the officers of Turiya, including the share registrar of Turiya, is obliged to provide the record of depositors of Turiya as at 10 May 2022, to MAAG, to enable MAAG to despatch the offer document for the take-over offer by MAAG to acquire all the remaining ordinary shares in Turiya not already held by MAAG and its persons acting in concert, in compliance with paragraph 11.02 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions, as requested by MAAG vide its letter dated 6 May 2022”.

On 2 June 2022, solicitors for MAAG were served by the solicitors for Empire, with a notice of application dated 1 June 2022, filed by Empire on 1 June 2022 (“Empire Stay Application”). The Empire Stay Application was for an order for stay of proceedings of the ROD Determination, pending the disposal of the judicial review application filed by Turiya on 13 May 2022 at the High Court, against the Securities Commission Malaysia, MAAG and Empire, in judicial review application no. WA-25-369-05/2022.

The hearing at the High Court, for the ROD Determination and the Empire Stay Application, was held on 2 June 2022. During the hearing, Turiya withdrew the ROD Determination and Empire withdrew the Empire Stay Application.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (c) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-369-05/2022 (“JUDICIAL REVIEW APPLICATION”) TURIYA BERHAD (“APPLICANT” OR “TURIYA”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND EMPIRE HOLDINGS LIMITED (“3RD RESPONDENT” OR “EMPIRE”)

MAAG, on 1 June 2022, had been served with cause papers relating to the Judicial Review Application, including, a sealed ex parte application for leave to commence judicial review dated 13 May 2022 from the Applicant (Turiya), an Affidavit in Support affirmed on 13 May 2022, by Jayapalasingam a/l Kandiah, the Senior Independent Non-Executive Director of Turiya, and a sealed order of the Kuala Lumpur High Court dated 23 May 2022.

In the Judicial Review Application, Turiya applied for:

- (i) leave of the High Court to apply for a Mandamus order to compel the 1st Respondent (SC) to investigate the allegations made by the 3rd Respondent (Empire) regarding contraventions of securities laws and the Listing Requirements in respect of a Notice of Unconditional Mandatory Take-Over Offer by 2nd Respondent (MAAG) for all the remaining shares in Turiya which is not already held by the 2nd Respondent (MAAG) (“Notice”);
- (ii) an order that the whole of MAAG’s unconditional mandatory take-over offer (“Offer”) process be stayed pending the disposal of the Judicial Review Application and if leave is granted, pending the disposal of the substantive Judicial Review Application;
- (iii) costs in the cause; and
- (iv) such further reliefs as the High Court deems fit and suitable.

On 23 May 2022, the High Court granted the following orders:

- (i) that Turiya be granted leave to apply for a Mandamus order to compel the SC to investigate the Empire’s allegations regarding contraventions of securities laws and the Listing Requirements in respect of the Notice; and
- (ii) an interim stay order that the whole Offer process be stayed with liberty to the Respondents to set it aside (“Interim Stay Order”).

In this regard, the High Court provided the following directions:

- (i) Turiya to file and serve a Notice of Application to withdraw the Judicial Review Application (“Withdrawal Application”), on or before 13 June 2022;

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

(c) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-369-05/2022 (“JUDICIAL REVIEW APPLICATION”) TURIYA BERHAD (“APPLICANT” OR “TURIYA”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND EMPIRE HOLDINGS LIMITED (“3RD RESPONDENT” OR “EMPIRE”) (continued)

(ii) MAAG to file and serve a Notice of Application to set aside the interim stay order granted by the High Court on 23 May 2022 (“Setting Aside Application”), on or before 17 June 2022; and

(iii) The Hearing date for both the Withdrawal Application and the Setting Aside Application is fixed before the High Court Judge, Yang Arif Hakim Dato’ Wan Ahmad Farid bin Wan Salleh (“YA WAF”), on 27 June 2022.

On 13 June 2022, solicitors for Turiya filed with the High Court and served on the solicitors for MAAG, the Withdrawal Application.

On 17 June 2022, solicitors for MAAG filed with the High Court and served on the solicitors for Turiya, the Setting Aside Application.

The online Hearing for both the Withdrawal Application and the Setting Aside Application was conducted on 27 June 2022 before YA WAF.

The SC did not object to the Withdrawal Application.

Upon hearing all parties present, YA WAF granted an order in terms of the Withdrawal Application, with no order as to costs. As a consequential order to the Withdrawal Application being granted by the High Court, the Interim Stay Order granted by the High Court on 23 May 2022, is set aside with no order as to costs. Both orders are effective from 27 June 2022.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”)

MAAG, on 22 June 2022, had been served with cause papers relating to the Judicial Review Application, including, a sealed copy of an ex parte application for leave to commence judicial review dated 7 June 2022 from the Applicant (Empire), an Affidavit in Support affirmed on 7 June 2022, by Tan Seow Wan, the General Manager of Empire, and a sealed order of the High Court dated 13 June 2022.

In the Empire’s Judicial Review Application, Empire applied, ex-parte for:

- (i) leave of the High Court to apply for a Mandamus order to compel the 1st Respondent (SC) to investigate the allegations made by 3rd Respondent (Turiya), in a thorough and complete manner, regarding contraventions of securities laws and the Listing Requirements in respect of a Notice of Unconditional Mandatory Take-Over Offer by the 2nd Respondent (MAAG) for all the remaining shares in Turiya which is not already held by the 2nd Respondent (MAAG) (“Notice”);
- (ii) an order that the whole of MAAG’s unconditional mandatory take-over offer (“Offer”) process be stayed pending the disposal of the Empire’s Judicial Review Application and if leave is granted, pending the disposal of the substantive Empire’s Judicial Review Application;
- (iii) costs in the cause; and
- (iv) such further reliefs as the High Court deems fit and suitable.

On 13 June 2022, the High Court granted the following orders, ex-parte:

- (i) that Empire be granted leave to apply for a Mandamus order to compel the SC to investigate the Empire’s allegations, in a thorough and complete manner, regarding contraventions of securities laws and the Listing Requirements in respect of the Notice; and
- (ii) a stay order that the whole Offer process be stayed pending the disposal of the substantive application of the Empire’s Judicial Review Application.

On 4 July 2022, the solicitors of MAAG filed with the High Court and served on Empire, MAAG’s Notice of Application for security for costs against Empire (“MAAG Application for Security for Costs”), MAAG’s Supporting Affidavit and MAAG’s Certificate of Urgency.

On 8 August 2022, SC filed a Notice of Application for security for costs against Empire (“SC Application for Security for Costs”) and an affidavit in support of the SC Application for Security for Costs, affirmed by Ahmad Zulkharnain bin Musa, General Manager of the Take-overs & Mergers Department of the SC, on 8 August 2022.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”) (continued)

On 11 August 2022, the following matters were conducted at the KL High Court (Special Powers Court 1), before Yang Arif Hakim Dato’ Ahmad Kamal bi Md. Shahid (“YA Dato’ Ahmad Kamal”):

- (i) Case Management for the substantive Hearing of Empire’s Judicial Review Application;
- (ii) Hearing for the Application for Security for Costs; and
- (iii) Hearing for the SC Application for Security for Costs.

During the Hearing for the SC Application for Security for Costs, YA Dato’ Ahmad Kamal provided directions for submissions of cause paper and fixed the hearing of SC Application for Security for Costs on 17 October 2022.

All parties, and YA Dato’ Ahmad Kamal, agreed that the MAAG Application for Security for Costs and the SC Application for Security for Costs should be heard together on 17 October 2022.

YA Dato’ Ahmad Kamal also fixed a new Case Management date for the substantive Hearing for Empire’s Judicial Review Application (Enclosure 13) on 17 October 2022, after the Hearing for the MAAG Application for Security for Costs (Enclosure 16) and the SC Application for Security for Costs (Enclosure 33).

The Case Management at the High Court, for Empire’s Judicial Review Application, was held on 6 September 2022 (“Case Management”).

During the Case Management, the High Court provided directions for the submission of cause paper and fixed the hearing for the MAAG Application for Security for Costs and the SC Application for Security for Costs and the case management for the substantive Hearing for Empire’s Judicial Review Application on 16 November 2022.

On 9 September 2022, solicitors for MAAG filed the following cause papers with the High Court:

- 1. Notice of Application to the High Court for, among others, the following orders:
 - (i) a variation of the Stay Order dated 13 June 2022, to allow MAAG to submit an application to the SC under Paragraph 15.01 of the Rules on Take-overs, Mergers and Compulsory Acquisitions (“TOM Rules”) for the SC’s consent for MAAG:
 - a. to nominate its proxy for appointment to the board of directors of Turiya; and
 - b. to vote at Turiya’s 42nd Annual General Meeting (“AGM”), scheduled to be held on 20 September 2022;

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

(d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”) (continued)

- (ii) as a consequence of Order (i) above, the rights of MAAG to vote at Turiya’s 42nd AGM and all subsequent AGMs, extraordinary general meetings and other meetings of shareholders of Turiya, be restored;
- (iii) as an alternative, an Order for Turiya’s 42nd AGM to be postponed pending MAAG obtaining the consent of the SC in accordance with the TOM Rules; and
- (iv) as an alternative, an Order for Resolutions 2, 3, 5 and 6, as set out in Turiya’s 42nd AGM Notice, not be tabled.

(“Variation Application”).

- 2. Affidavit in Support of the Variation Application, affirmed by Anand Kanagasingam, Group Chief Operating Officer of MAAG, on 9 September 2022;
- 3. Certificate of Urgency; and
- 4. A letter from the Solicitors for MAAG to the High Court dated 9 September 2022.

On 14 September 2022, the High Court heard submissions on MAAG’s request for an Order to postpone Turiya’s AGM.

On 15 September 2022, the High Court refused MAAG’s request for an Order to postpone Turiya’s AGM.

On 16 November 2022, YA Dato’ Ahmad Kamal adjourned the Variation Application hearing as the counsel for Empire was taken ill. YA Dato’ Ahmad Kamal had fixed 24 November 2022 to hear the following matters:

- 1. Hearing for the Application in Enclosure 16;
- 2. Hearing for the Application in Enclosure 33;
- 3. Hearing for the Variation Application; and
- 4. Case Management for the substantive Hearing of Empire’s Judicial Review Application.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”) (continued)

On 24 November 2022, the following matters were heard before YA Dato’ Ahmad Kamal

1. Hearing for the Application in Enclosure 16;
2. Hearing for the Application in Enclosure 33; and
3. Hearing for the Variation Application.

and YA Dato’ Ahmad Kamal had reserved his decision on all the matters set out above to be delivered on 9 January 2023. The Case Management for the substantive Hearing of Empire’s Judicial Review Application was also fixed on 9 January 2023.

On 10 January 2023, YA Dato’ Ahmad Kamal delivered his decisions for the following matter:

1. Application for Security for Costs (Enclosure 16); and
2. The SC Application for Security for Costs (Enclosure 33); and
3. Variation Application (Enclosure 42).

The High Court decided in favour of MAAG in MAAG Application for Security for Costs and ordered Empire to pay MAAG’s solicitor, RM20,000 to be held as Security for Costs. The High Court also decided in favour of SC in SC Application for Security for Costs and ordered Empire to pay SC’s solicitor, RM20,000 to be held as Security for Costs. The High Court also allowed MAAG’s Variation Application and awarded costs of RM5,000 to MAAG for the Variation Application. Further to that, the High Court also fixed a Case Management for Empire’s Judicial Review on 26 January 2023.

On 19 January 2023, MAAG’s solicitor was served with an unsealed copy of a notice of appeal by Empire’s solicitor appealing against the decision of the Variation Application. (“Variation Appeal”)

Case Management for the substantive Hearing of Empire’s Judicial Review Application was held on 26 January 2023 where the High Court gave directions in terms of submission of cause paper and fixed 17 July 2023 as the substantive Hearing of Empire’s Judicial Review Application.

On 3 May 2023, MAAG solicitors was served with an unsealed copy of a Notice of Application filed by Empire’s solicitor at the High Court seeking the following:

- (i) a stay of execution of the decision of YA Dato’ Ahmad Kamal approving the Variation Application; and

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

(d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”) (continued)

- (ii) a stay of proceedings of the substantive Hearing for Empire’s Judicial Review Application, pending the disposal of Empire’s appeal to the Court of Appeal against YA Dato’ Ahmad Kamal’s decision delivered on 10 January 2023, approving the Variation Application (“Notice of Application for Stay”). The High Court has fixed the Hearing for the Notice of Application for Stay on 9 May 2023.

On 9 May 2023, the High Court heard Empire’s Notice of Application for Stay and gave directions on the submission of the cause paper. The hearing for the Notice of Application for Stay was fixed on 17 July 2023. Further thereto, Empire’s solicitor also orally applied to the High Court for an ad interim which was later dismissed by YA Dato’ Ahmad Kamal.

On 10 May 2023, MAAG’s solicitor was served with an unsealed notice of motion filed by the solicitors for Empire at the Court of Appeal. Empire has applied for an ad interim order for stay of execution of YA Dato’ Ahmad Kamal decision in allowing the Variation Application (“Court of Appeal Ad Interim Stay Application”). The Case Management for the Court of Appeal Ad Interim Stay Application was held on 11 May 2023 wherein the court gave directions on submission of cause. Another Case Management was fixed on 12 May 2023.

On 22 May 2023, MAAG’s solicitor was served with an unsealed Notice of Motion seeking directions from the Court of Appeal regarding MAAG’s nomination of Tunku Dato’ Yaacob Khyra as a director of Turiya (“Turiya Notice of Motion”). The Case Management for Turiya Notice of Motion was held on 23 May 2023 and the Court fixed 23 June 2023 for the Turiya Notice of Motion hearing.

On 23 June 2023, the hearing for the Court of Appeal Ad Interim Stay Application and Turiya Notice of Motion was adjourned as a member of the Court of Appeal panel was ill and was unable to proceed with the hearing. A new hearing date was fixed during the Case Management on 26 June 2023 wherein the Court of Appeal fixed 11 September to hear the Court of Appeal Ad Interim Stay Application and Turiya Notice of Motion.

On 4 July 2023, another Case Management was held wherein the Court of Appeal fixed 3 August 2023 to hear the Court of Appeal Ad Interim Stay Application and Turiya Notice of Motion.

On 17 July 2023, the hearing for the Substantive Hearing for Empire’s Judicial Review Application and the Notice of Application for Stay was converted to a Case Management as the Applicant’s solicitor was taken ill and the Court had rescheduled the aforementioned matters to be heard on 16 August 2023.

On 3 August 2023, the Court of Appeal had adjourned the hearing of the Court of Appeal Ad Interim Stay Application and Turiya Notice of Motion as the solicitors for the Applicant was taken ill. The Court of Appeal fixed 14 August to hear the Court of Appeal Ad Interim Stay Application and Turiya Notice of Motion.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”) (continued)

During the hearing of the Court of Appeal Ad Interim Stay Application and Turiya Notice of Motion on 14 August 2023, the Court of Appeal struck of the Turiya Notice of Motion and dismissed the Court of Appeal Ad Interim Stay Application.

On 16 August 2023, the High Court heard the submissions from the Applicant, 1st Respondent and 2nd Respondent in respect to the Substantive Hearing for Empire Judicial Review’s Application. The High Court has fixed 12 September 2023 to further hear parties submission on the Notice of Application for Stay.

On 17 August, a Case Management was held wherein the Court of Appeal has fixed the dates for the submission of cause papers as well as the hearing date for the Variation Appeal. The Variation Appeal was fixed on 11 October 2023.

On 12 September 2023, the High Court heard submissions in respect of the Substantive Hearing for Empire’s Judicial Review Application and the Notice of Application for Stay and reserved its decision for the Notice of Application for Stay on 21 September 2023 and the Substantive Hearing for Empire’s Judicial Review Application on 31 October 2023.

On 21 September 2023, the High Court delivered its decision in respect of the Notice of Application for Stay and dismissed the said Notice of Application and awarded costs of RM5,000 to MAAG.

On 11 October 2023, the Court of Appeal heard the Variation Appeal and dismissed the appeal and awarded costs of RM10,000 to the MAAG.

The decision of the High Court for Empire’s Judicial Review Application (Enclosure 13) was delivered by YA Dato’ Ahmad Kamal on 31 October 2023, at 9am, by way of Zoom Hearing.

YA Dato’ Ahmad Kamal dismissed Empire’s Judicial Review Application, and awarded costs of RM10,000 to MAAG.

YA Dato’ Ahmad Kamal granted a consequential order to set aside the Stay Order, which was granted on 13 June 2022. The Stay Order suspended MAAG’s unconditional mandatory take-over offer for all the remaining shares in Turiya.

Solicitors for Empire made an oral application for an interim stay of today’s High Court’s decision, pending Empire’s appeal to the Court of Appeal. Empire’s application was dismissed by YA Dato’ Ahmad Kamal.

On 2 November 2023, MAAG’s solicitors, Deol & Gill, received a letter from Zailan & Co., solicitors for Empire, together with the sealed copy of Empire’s Notice of Appeal dated 31 October 2023.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”) (continued)

Being dissatisfied with the decisions of YA Dato’ Ahmad Kamal, delivered on 31 October 2023, Empire appealed to the Court of Appeal, appealing against:

1. the dismissal of Empire’s Judicial Review Application (Enclosure 13); and the setting aside of the Stay Order granted on 13 June 2022.

MAAG has instructed its solicitors to defend MAAG’s position at this appeal.

On 6 November 2023, MAAG’s solicitors, Deol & Gill, received an e-mail from Zailan & Co., solicitors for Empire, together with the following documents:

1. Zailan & Co.’s letter dated 6 November 2023;
2. the unsealed and undated notice of application to the High Court, for a stay of execution of the High Court’s decision delivered on 31 October 2023, to dismiss Empire’s Judicial Review Application, and to set aside the Stay Order granted on 13 June 2022 (“High Court Decision”), pending Empire’s appeal to the Court of Appeal against the High Court Decision (“Stay of Execution Application”);
3. the affidavit in support affirmed on 6 November 2023, by Muhammad Yahya bin Abdullah @ Ayyah, a director of Empire; and
4. a certificate of urgency dated 6 November 2023.

MAAG has instructed its solicitors to oppose the Stay of Execution Application.

The Hearing for the Stay of Execution Application was conducted at the High Court, on 15 November 2023, before Yang Arif Hakim Dato’ Ahmad Kamal. During the Hearing, YA Dato’ Ahmad Kamal provided the following directions:

1. The SC (1st Respondent) is to file their affidavit in reply on or before 29 November 2023;
2. Empire to file their further reply to the SC’s and MAAG’s affidavit in reply on or before 13 December 2023;
3. Parties to file written submissions on or before 15 January 2024;
4. Parties to file written submissions in reply (if any) on or before 29 January 2024; and
5. The Hearing for the Stay of Execution Application is fixed on 20 February 2024, at 11am, by way of Zoom Hearing.

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B8. CHANGES IN MATERIAL LITIGATION (continued)

- (d) HIGH COURT OF MALAYA AT KUALA LUMPUR (SPECIAL POWERS DIVISION) (“HIGH COURT”) APPLICATION FOR JUDICIAL REVIEW NO. WA-25-391-06/2022 (“EMPIRE’S JUDICIAL REVIEW APPLICATION”) EMPIRE HOLDINGS LTD (“APPLICANT” OR “EMPIRE”) VS SECURITIES COMMISSION MALAYSIA (“1ST RESPONDENT” OR “SC”), MAA GROUP BERHAD (“2ND RESPONDENT” OR “MAAG”) AND TURIYA BERHAD (“3RD RESPONDENT” OR “TURIYA”) (continued)

Solicitors for Empire made an oral application for an interim stay of the High Court Decision, pending the disposal of the Stay of Execution Application. Empire’s application was dismissed by YA Dato’ Ahmad Kamal.

B9. DIVIDEND PAYABLE

The Board of Directors does not recommend any dividend in respect of the current financial year ending 30 June 2024.

B10. BASIC (LOSS)/EARNINGS PER SHARE (“LPS)/EPS”)

	Individual Period		Cumulative Period	
	Current Year Quarter Ended 30.9.2023 RM’000	Preceding Year Corresponding Quarter Ended 30.9.2022 RM’000	Current Year Period Ended 30.9.2023 RM’000	Preceding year Corresponding Period Ended 30.9.2022 RM’000
(Loss)/Profit attributable to the owners of the Company (RM’000)				
- Continuing operations	(12,372)	4,226	(12,372)	4,226
- Discontinued operations	7,207	(2,420)	7,207	(2,420)
	(5,165)	1,806	(5,165)	1,806
Weighted average number of ordinary shares in issue (’000)	263,732	263,732	263,732	263,732
Basic (LPS)/EPS from (sen)				
- Continuing operations	(4.69)	1.60	(4.69)	1.60
- Discontinued operations	2.73	(0.92)	2.73	(0.92)
Basic (LPS)/EPS	(1.96)	0.68	(1.96)	0.68

NOTES TO THE REPORT FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2023

B11. AUDITOR’S REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditor’s report on the audited financial statements for the financial year ended 30 June 2023 was not qualified.

By Order of the Board

Lily Yin Kam May
Company Secretary

KUALA LUMPUR
DATE: 30 NOVEMBER 2023