Registration No. 195801000190 (3326-K)

Condensed Consolidated Statements of Financial Position as at 30 September 2019

	30-Sep-19 (Unaudited) RM'000	30-Jun-19 (Audited) RM'000
<u>ASSETS</u>		
NON-CURRENT ASSETS		
Property, Plant and Equipment	74,850	75,126
Investment Properties	26,748	27,036
Inventories	87,379	87,379
Other Investments	3	5
Deferred Tax Assets	837	837
TOTAL NON-CURRENT ASSETS	189,817	190,383
CURRENT ASSETS		
Inventories	77,548	77,525
Trade Receivables	832	1,045
Other Receivables, Deposits and Prepayments	1,201	1,711
Contract Costs	3,996	4,014
Cash, Bank Balances and Deposits	6,516	7,456
TOTAL CURRENT ASSETS	90,093	91,751
TOTAL ASSETS	279,910	282,134

Current Year

As At

Preceding Year

As At

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 30 June 2019 and the accompanying explanatory notes attached to the interim financial statements.)

Registration No. 195801000190 (3326-K)

Condensed Consolidated Statements of Financial Position as at 30 September 2019

Current Year

As At

30-Sep-19

(Unaudited)

RM'000

Preceding Year

As At

30-Jun-19

(Audited)

RM'000

EQUITY AND LIABILITIES		
EQUITY ATTRIBUTABLE TO OWNERS OF	THE COMPANY	
Share Capital	52,377	51,877
Capital Reserves	50,233	50,233
RCN - Equity Component	920	95
Retained Profits	41,257	45,563
TOTAL EQUITY	144,787	147,768
NON-CURRENT LIABILITIES		
Borrowings	37,418	40,862
Long Term Payables	2,239	2,239
Deferred Tax Liabilities	-	9
TOTAL NON-CURRENT LIABILITIES	39,657	43,110
CURRENT LIABILITIES		
Trade Payables	13,053	13,404
Other Payables, Deposits and Accruals	33,340	32,979
Contract Liabilities	32,394	32,128
Provisions For Liabilities	153	153
Borrowings	7,301	4,160
Amount Owing To Directors	5,290	4,663
RCN - Liability Component	3,180	3,014
Tax Payable	755	755
TOTAL CURRENT LIABILITIES	95,466	91,256
TOTAL LIABILITIES	135,123	134,366
TOTAL EQUITY AND LIABILITIES	279,910	282,134
Net Asset Per Share (RM)	0.1953	0.2020

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 30 June 2019 and the accompanying explanatory notes attached to the interim financial statements.)

Tanco Holdings Berhad

Registration No. 195801000190 (3326-K)

Condensed Consolidated Statements of Changes in Equity for the Three (3)-months financial period ended 30 September 2019

(The figures have not been audited)

30 September 2019	<u>*</u>				
	<u> </u>	<u>-distributable</u> -		<u>Distributable</u>	
			RCN		
	Share Capital RM'000	Capital Reserve RM'000	- Equity Component RM'000	Retained Profits RM'000	Total RM'000
At 1 July 2019	51,877	50,233	95	45,563	147,768
Issuance of Redeemable Convertible Notes	-	-	1,325	-	1,325
Conversion of Redeemable Convertible Notes	500	-	(500)	-	-
Total comprehensive loss for the period		-	-	(4,306)	(4,306)
At 30 September 2019	52,377	50,233	920	41,257	144,787

30 September 2018	Attributable To Owners Of The Company				
	<u> </u>	-distributable	-	<u>Distributable</u>	
	Share Capital RM'000	Capital Reserve RM'000	RCN - Equity Component RM'000	Retained Profits RM'000	Total RM'000
At 1 July 2018 - As previously reported - Effrect of transition of MFRSs	48,877 -	50,233	10	61,127 (20)	160,247 (20)
Restated balance at 1 July 2018	48,877	50,233	10	61,107	160,227
Total comprehensive loss for the period At 30 September 2018	48,877	50,233	- 10	(3,703)	(3,703)
		,			

(The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 30 June 2019 and the accompanying explanatory notes attached to the interim financial statements.)

Registration No. 195801000190 (3326-K)

Condensed Consolidated Statements of Profit or Loss

For the Three (3)-months Financial Period Ended 30 September 2019

(The figures have not been audited)

	INDIVIDUAL PERIOD		CUMULAT	IVE YEAR
	Current Period	Preceding Year	Current Period	Preceding Year
	Quarter	Corresponding	To Date	Corresponding
		Quarter		Period
	30-Sep-19	30-Sep-18	30-Sep-19	30-Sep-18
	RM'000	RM'000	RM'000	RM'000
Continuing Operations				
Revenue	168	1,075	168	1,075
Cost of sales	(8)	(656)	(8)	(656)
Gross profit	160	419	160	419
Other income	82	159	82	159
Administrative expenses	(3,636)	(3,533)	(3,636)	(3,533)
Operating loss	(3,394)	(2,955)	(3,394)	(2,955)
Finance costs	(912)	(644)	(912)	(644)
Loss before taxation	(4,306)	(3,599)	(4,306)	(3,599)
Taxation		(104)	-	(104)
Loss for the financial period	(4,306)	(3,703)	(4,306)	(3,703)
Loss attributable to : -				
Owners of the Company	(4,306)	(3,703)	(4,306)	(3,703)
Non-controlling interests	-	-	-	-
-	(4,306)	(3,703)	(4,306)	(3,703)
(a) Basic (sen)	(0.58)	(0.55)	(0.58)	(0.55)
(b) Diluted (sen)	N/A	N/A	N/A	N/A

(The Condensed Consolidated Statements of Profit or Loss should be read in conjunction with the audited financial statements for the financial year ended 30 June 2019 and the accompanying explanatory notes attached to the interim financial statements.)

Registration No. 195801000190 (3326-K)

Statements of Other Comprehensive Income

For the Three (3)-months Financial Period Ended 30 September 2019

(The figures have not been audited)

	INDIVIDUAL PERIOD		CUMULAT	IVE YEAR
	Current Period	Preceding Year	Current Period	Preceding Year
	Quarter	Corresponding	To Date	Corresponding
		Quarter		Period
	30-Sep-19	30-Sep-18	30-Sep-19	30-Sep-18
	RM'000	RM'000	RM'000	RM'000
Loss for the financial period	(4,306)	(3,703)	(4,306)	(3,703)
Other comprehensive loss:				
Foreign currency reserve	-	-	-	-
Total comprehensive loss for the financial period	(4,306)	(3,703)	(4,306)	(3,703)
Total comprehensive loss attributable to:				
Owners of the Company	(4,306)	(3,703)	(4,306)	(3,703)
Non-controlling interests	-	-	-	-
-	(4,306)	(3,703)	(4,306)	(3,703)

Notes:

Other Income and (Expenses) highlights

, , , , , ,	INDIVIDUAL PERIOD	CUMULATIVE YEAR
	Current Period Quarter	Current Period To Date
	30/09/2019	30/09/2019
	RM'000	RM'000
Interest income	54	54
Other income	28	28
Depreciation and amortisation	(612)	(612)
Interest expenses	(912)	(912)
Property, plant and equipment written off	(2)	(2)

⁽¹⁾ There were no provisions for receivables and inventories, gain or loss on disposal of quoted or unquoted investment (save as disclosed in note B6), impairment of assets and any exceptional items for the current quarter under review.

(The Condensed Consolidated Statements of Other Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 30 June 2019 and the accompanying explanatory notes attached to the interim financial statements.)

⁽²⁾ Gain or loss on derivatives is not applicable as the Company does not have any derivative financial instrument.

Registration No. 195801000190 (3326-K)

Condensed Consolidated Statements of Cash Flows

For the Three (3)-months Financial Period Ended 30 September 2019

(The figures have not been audited)

	3 Months Ended 30-Sep-19 RM'000	3 Months Ended 30-Sep-18 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before taxation	(4,306)	(3,599)
Adjustment for:		
Non-operating items	1,472	1,243
Operating loss before working capital changes	(2,834)	(2,356)
Changes in Working Capital		
Net change in current assets	718	(1,128)
Net change in current liabilities	276	1,774
	(1,840)	(1,710)
Interest received	54	16
Interest paid Tax paid	(929)	(644) (104)
Net Operating Cash Flows	(2,715)	(2,442)
CASH FLOWS FROM INVESTING ACTIVITIES		
- Addition in property, plant and equipment	(47)	(59)
Net Investing Cash Flows	(47)	(59)
CASH FLOWS FROM FINANCING ACTIVITIES		
- Directors' accounts	627	144
- Net of repayments of borrowings	(288)	(426)
- Proceeds from issuance of RCN	1,500	- (202)
Net Financing Cash Flows	1,839	(282)
NET CHANGES IN CASH & CASH EQUIVALENTS	(923)	(2,783)
CASH & CASH EQUIVALENTS AT THE BEGINNING OF PERIOD	3,959	7,687
CASH & CASH EQUIVALENTS AT THE END OF PERIOD	3,034	4,904
Cash and cash equivalents comprise of the following:		
Cash, bank balances and deposits	6,516	8,284
Bank overdraft	(3,482)	(3,380)
	3,034	4,904

(The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 30 June 2019 and the accompanying explanatory notes attached to the interim financial statements.)

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Notes to the Interim Financial Statements
For the First Quarter ended 30 September 2019

A1. BASIS OF PREPARATION

The interim financial report is prepared in accordance with the requirements of paragraph 9.22, Main Market Listing Requirements ("Listing Requirements") of the Bursa Malaysia Securities Berhad ("Bursa Securities") and complies with the requirements of Malaysian Financial Reporting Standard ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board (MASB).

The interim financial report is unaudited and should be read in conjunction with the Group's audited annual financial statements for the financial year ended 30 June 2019.

The Group has not early adopted new or revised standards and amendments to standards that have been issued but not yet effective for the Group's accounting year beginning 1 July 2019.

The financial statements of the Group for the quarter ended 30 September 2019 are prepared in accordance with the MFRS Framework.

A2. CHANGES IN ACCOUNTING POLICIES

The accounting policies and presentation adopted for this interim financial report are consistent with those adopted for the audited annual financial statements for the financial year ended 30 June 2019, except as disclosed below:

Effective for financial year beginning on or after 1 January 2019

MFRS 16 Le	ases
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MFRS 3

 MFRS 9
 MFRS 11

 MFRS 11
 MFRS 112
 MFRS 112
 MFRS 119
 Employee Benefits
 MFRS 123
 Borrowing Costs

MFRS 128 Investments in Associates and Joint Ventures
 IC Interpretation 23 Uncertainty over Income Tax Treatments

The adoption of these new MFRSs do not have any significant financial impact on the financial statements of the Group for the current quarter.

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A3. **AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS**

The audit report of the Group's audited financial statements for the financial year ended 30 June 2019 was not subject to any audit qualification.

A4. SEASONAL OR CYCLICAL FACTORS

The operation of the Group was not affected by any material significant seasonal or cyclical factors during the current financial quarter under review.

A5. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

Save for the event explained under note A11, there were no unusual items for the current financial quarter under review.

A6. **CHANGE IN ESTIMATES**

There were no change in the estimates of amounts reported which have material effect in the current financial quarter under review.

A7. **DEBT AND EQUITY SECURITIES**

There was no other issuance, cancellation, repurchase, resale and repayment of debt and equity securities in the current financial quarter under review, save as disclosed below: -

- (i) The issuance of 10,000,000 new ordinary shares resulting from the conversion of the principal amount of Redeemable Convertible Notes ("RCN") at a conversion price of RM0.05 per share on 8 August 2019.
- (ii) The issuance of 20,000,000 new ordinary shares resulting from the exercise of warrants at an exercise price of RM0.05 per share on 8 October 2019.
- (iii) The issuance of 45,000,000 new ordinary shares resulting from the conversion of the principal amount of Redeemable Convertible Notes ("RCN") at a conversion price of RM0.05 per share on 11 October 2019.
- (iv) The issuance of 10,000,000 new ordinary shares resulting from the exercise of warrants at an exercise price of RM0.05 per share on 17 October 2019.
- (v) The issuance of 14,000,000 new ordinary shares resulting from the exercise of warrants at an exercise price of RM0.05 per share on 24 October 2019.

A8. **DIVIDEND PAID**

No dividend has been paid for the current financial guarter under review.

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A9. SEGMENTAL REPORTING

Segmental information is presented in respect of the Group's business segments. The primary format, business segments, is based upon the industry of the underlying investment.

The activities of the Group are carried out mainly in Malaysia and as such, segmental reporting by geographical location is not presented.

30-Sep-19 RM'000 RM'000 RM'000 RM'000 RM'000 RM'000	
Revenue	
	168
Inter-segment sales <u>206</u> (206)	
Total revenue 226 148 (206)	168
Results	
Loss from operations (1,958) 343 (1) (337) (1,441) (3,3	
	12)
Loss before taxation (4,3	06)
Taxation Loss after taxation (4.3)	-
Loss after taxation (4,3 Other comprehensive loss	Jb)
Total comprehensive loss (4,3	
Total comprehensive loss (4,3	00)
Other Information	
Depreciation and	
amortisation 197 428 - 4 (17)	512
Consolidated Statements of Financial Position Assets	
Segment assets 295,896 62,797 - 225,344 (304,964) 279,)73
2,511 (201,601, 210)	
Liabilities	
Segment liabilities (228,312) (65,814) (1,531) (56,506) 217,795 (134,3	68)

A10. VALUATION OF PROPERTY, PLANT AND EQUIPMENT

There were no material change in the valuation on property, plant and equipment in the current financial quarter under review.

A11. MATERIAL EVENTS DURING THE QUARTER

The material events of the Group during the quarter period are as follows:

(a) On 31 July 2019, the Company had announced that it had entered into a supplemental agreement with Advanced Opportunities Fund I ("AOF I "or "Subscriber") to amend, modify, substitute, vary and alter the terms, conditions and provisions of the Subscription Agreement dated 2 March 2016 ("Subscription Agreement") for, amongst others, to remove Advance Capital Partners Asset Management Pte Ltd ("ACPAM") as a party to the Subscription Agreement following the termination of ACPAM as the discretionary investment manager of AOF I pursuant to the Subscriber's written notice dated 29 May 2019, to which ACPAM ceased to be the discretionary investment manager of all the investments of AOF I and ceased to have the authority and capacity to perform its obligations in accordance with the terms under the Subscription Agreement.

Further details on this are set out in the Company's announcement dated 31 July 2019.

- (b) On 22 August 2019, the Company had announced that it had entered into a 2nd supplemental agreement with the Subscriber to amend, modify, substitute, vary and alter the terms, conditions and provisions of the Subscription Agreement ("Proposed Variation"). Pursuant to the 2nd supplemental agreement, the Company and the Subscriber have agreed to, amongst others, the following:
 - (i) to change the maturity date from 3 years to 7 years from the closing date of the first subtranche of Tranche 1 Notes; and
 - (ii) to set RM0.05, being the then par value of Tanco Share as the minimum conversion price (MCP) of the Notes.

For the avoidance of doubt, there will be no material change and variation to the proposed utilisation of proceeds for the RCN program as approved by the Company's shareholders at the previous Extraordinary General Meeting ("EGM") held on 27 July 2016.

The Proposed Variation has been approved by the shareholders at the EGM held on 26 September 2019.

Further details on this are set out in the Company's announcement dated 22 August 2019 and 27 September 2019.

A12. MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM PERIOD

There were no material events subsequent to the end of the interim period under review that have not been reflected.

A13. CHANGE IN THE COMPOSITION OF THE GROUP

There were no material changes to the composition of the Group during the current financial quarter under review.

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A14. CONTINGENT ASSETS AND CONTINGENT LIABILITIES

As at 30 September 2019, the Group has no other contingent assets and contingent liabilities save as disclosed below.

	RM'000
Corporate guarantees given by our Company	
to banks for credit facilities granted to the subsidiaries	41,615

A15. CAPITAL COMMITMENT

There were no capital commitment for the current financial quarter under review.

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Bursa Securities Listing Requirements (Part A of Appendix 9B)

B1. REVIEW OF PERFORMANCE

For the current quarter ended 30 September 2019, the Group had recorded a loss before taxation ("LBT") of RM4.3 million as compared to LBT of RM3.6 million in the preceding year corresponding quarter ended 30 September 2018. The increase in LBT was mainly due to lower revenue generated and increase of administrative costs in the current quarter.

B2. MATERIAL CHANGE IN THE QUARTERLY RESULTS COMPARED TO THE RESULTS OF THE PRECEDING QUARTER ENDED 30 JUNE 2019

	Current Period Quarter 30/09/2019	Immediate Preceding Quarter 30/06/2019
	RM'000	RM'000
Revenue	168	2,485
Loss after tax	(4,306)	(2,631)

The Group recorded a revenue of RM0.2 million in the current quarter ended 30 September 2019 as compared to a revenue of RM2.5 million in the preceding quarter ended 30 June 2019. The decrease in revenue during the current quarter under review is mainly due to lower revenue generated from property development and management segment.

The Group recorded a loss after taxation ("LAT") of RM4.3 million in current quarter ended 30 September 2019 as compared to LAT of RM2.6 million in preceding quarter ended 30 June 2019 mainly resulting from a lower revenue generated and higher administrative expenses incurred in the current quarter.

B3. PROSPECTS

With the current economic outlook, the overall sentiment is expected to remain challenging for Financial Year 2020. However, with the ongoing focus and efforts especially by the new Government to support and enhance local tourism and tourism related developments and products, the Group's activities in the development of resort hotel projects should be well placed to benefit accordingly.

Attractive exchange rates for foreign currencies is also expected to weigh positively in attracting more foreign tourist arrivals whilst encouraging more domestic travels, and this will boost the demand and interest for tourism related developments and foreign investments in the same.

The development of the Splash Park project is progressing satisfactory and with the other resort development phases in Dickson Bay attracting interest both from prospective investors and operators, coupled with the Group's ongoing endeavours for more strategic tie-ups and joint-ventures with branded local and foreign labels to provide the Group's projects with further enhanced branding.

With this, the Board is cautiously optimistic of the prospects of the Group for the financial year ending 30 June 2020, and that it will be well positioned to prudently progress with its goals while constantly reviewing market conditions that more business opportunities may be developed, but at the same time remaining alert on the possible changes in the trends and policies in the property market.

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B4. PROFIT FORECAST

The Company did not announce any profit forecast nor profit guarantee for the current financial period under review.

B5. TAXATION

	Current Period Quarter 30/09/2019 RM'000	Current Period To Date 30/09/2019 RM'000
Income Tax - Current year Deferred Tax	-	-
- Current year	<u> </u>	<u>-</u>

The Group's tax rate is disproportionate to the statutory tax rate due to unabsorbed tax loss and unutilised tax allowances and deferred tax benefits of certain companies within the Group.

B6. PROFIT ON SALE OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

There was no other sale of unquoted investments or properties other than those exercised in the ordinary course of business of the Group for the quarter.

B7. QUOTED SECURITIES

a') T	here were no	purchases or d	lisposal o	f auoted	l securities mad	le in this au	arter.
~			p a c a.c c c c . a.		. 90.000			

h) Investments in Quoted Securities	

nivestments in Quoteu Securities	RM'000
Quoted shares in Malaysia, at fair value	4

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B8. CORPORATE PROPOSALS

Save for the following, there are no other corporate proposals announced by the Company but not completed as at 19 November 2019, being the latest practicable date, which is not earlier than 7 days from the date of issue of this quarterly report.

RCN program

As at 19 November 2019, the Company has issued forty (40) Sub-Tranches under Tranche 1 of the RCNs amounting to RM20.0 million.

Following the aforesaid issuance, RCNs of RM17.65 million were converted into a total of 335,382,364 new ordinary shares of the Company.

As at the date of this report, the status of the utilisation of the gross proceeds of RM20.0 million arising from the RCN issuance is as follow:-

Purposes	Proposed Utilisation RM'000	Actual Utilisation RM'000	Intended Timeframe for Utilisation ^
Splash Park project	79,600	9,987	Within thirty-six (36) months
Acquisition of land	5,500	4,017	Within twelve (12) months
Repayment of bank borrowings	1,000	-	Within twelve (12) months
Working capital	6,400	3,626	Within thirty-six (36) months
Estimated expenses in relation to the Proposals	7,500	2,370	Within thirty-six (36) months
Total	100,000	20,000	

Note:

[^] The proceeds raised were utilised from the date of issuance of the respective sub-tranches of the Notes and within the estimated timeframe stated above.

B9. GROUP BORROWINGS AND DEBT SECURITIES

Total Group's borrowings as at 30 September 2019 are as follow: -

	As at 30/09/2019 RM'000
Short term borrowings	
Secured: -	
- Bank overdraft	3,482
- Hire purchase and lease liabilities	206
- Bridging loan	3,326
- Term loan	287
	7,301
Long Term Borrowings	
Secured: -	
- Hire purchase and lease liabilities	411
- Bridging loan	31,340
- Term loan	5,667
	37,418
Total	44,719

The above borrowings are denominated in Ringgit Malaysia (RM).

B10. OFF-BALANCE SHEET FINANCIAL INSTRUMENTS

As at 19 November 2019, being the latest practicable date, which is not earlier than 7 days from the date of issue of this quarterly report, the Group does not have any off balance sheet financial instruments.

B11. MATERIAL LITIGATION

As at 19 November 2019, being the latest practicable date that is not earlier than 7 days from the date of issue of this quarterly report, the Group is not engaged in any material litigation except for:

Court proceedings via Originating Summons were filed by a wholly owned subsidiary of the Company via its solicitors against Pacific Trustees Bhd ("PTB") for declaratory relief to inter alia, dispute and challenge the validity and legality of the RM120,000 Dissolution Fee and the RM900,000 Disposal Fee being unilaterally imposed by PTB respectively for its fee per the dissolution of the Duta Vista Vacation Ownership ("DVVO") Scheme undertaken by the Subsidiary, and for its fee per the subsidiary's disposal of the 41 DVVO units in Duta Vista Executive Suites, with an alternate prayer for the Court to assess a fair and reasonable sum for the Dissolution Fees should the Court decide that a fee is due for PTB's works per the dissolution of the DVVO Scheme. On 18 May 2018, the Court directed that the court proceedings be refiled via a Writ action, which the Subsidiary has done, and that the new trial dates for the Writ action is now set for 27 to 29 April 2020 after being adjourned during the 18.7.2019 trial date.

No provisions has been made for the disputed amounts as the solicitors acting for the subsidiary in the above matter are of the view that the subsidiary has a strong case against PTB.

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B12. DIVIDEND

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

B13. LOSS PER SHARE

<u>Basic</u>		Current Period Quarter 30/09/2019	Preceding Year Corresponding Quarter 30/09/2018	Current Period To Date 30/09/2019	Preceding Period To Date 30/09/2018
Net loss attributable to owners of the	(DN 4/000)	(4.205)	(2.702)	(4.205)	(2.702)
Company	(RM'000)	(4,306)	(3,703)	(4,306)	(3,703)
Weighted average number of ordinary					
shares	('000)	742,285	671,433	742,285	671,433
Basic loss per share	(Sen)	(0.58)	(0.55)	(0.58)	(0.55)

As at 30 September 2019, the Group has no potential dilutive ordinary shares. As such, there is no dilutive effect on the net loss per share of the Group for the current financial quarter under review.

By Order of the Board,

Choi Siew Fun Company Secretary

Date: 26 November 2019