

**QUARTERLY REPORT ON CONSOLIDATED RESULTS
 FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2022**
 - THE FIGURES HAVE NOT BEEN AUDITED

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Fourth quarter ended		Financial period ended	
	Unaudited		Unaudited	
	Current Period	Preceding Period	Current Period	Preceding Period
	31-Dec-22	31-Dec-21	31-Dec-22	31-Dec-21
	RM'000	RM'000	RM'000	RM'000
Continuing Operations				
Revenue	16,435	33,284	75,369	68,621
Cost of sales	(11,981)	(25,342)	(31,101)	(36,990)
Gross profit	4,454	7,942	44,268	31,631
Other income	(28)	3,475	359	5,472
Operating expenses	(38,663)	(35,835)	(68,699)	(58,226)
Finance cost	(3,122)	(64)	(3,345)	(371)
	(41,813)	(32,424)	(71,685)	(53,125)
Share of results in associate company	(407)	(398)	(1,415)	(398)
Loss before tax from continuing operations	(37,766)	(24,880)	(28,832)	(21,892)
Taxation	(290)	195	(360)	168
Loss for the period from continuing operations	(38,056)	(24,685)	(29,192)	(21,724)
Discontinued Operations				
(Loss)/profit for the period from discontinued operations	(1,757)	(56,493)	301,706	(145,904)
Total (loss)/profit for the period	(39,813)	(81,178)	272,514	(167,628)
Other comprehensive income/(expense):				
Items that will be reclassified subsequently to profit or loss:				
Exchange difference arising from translation of foreign operations	1,832	(766)	(196,578)	6,472
Total comprehensive (expense)/income for the period	(37,981)	(81,944)	75,936	(161,156)
(Loss)/profit attributable to				
Equity holders of the Company	(39,159)	(80,344)	273,426	(167,585)
Minority interest	(654)	(834)	(912)	(43)
	(39,813)	(81,178)	272,514	(167,628)
Total comprehensive (expense)/income attributable to				
Equity holders of the Company	(37,771)	(78,681)	77,091	(162,434)
Minority interest	(210)	(3,263)	(1,155)	1,278
	(37,981)	(81,944)	75,936	(161,156)
(Loss)/profit per share attributable to equity holders of the Company (sen)				
- basic (sen)	(1.77)	(0.04)	12.37	(8.59)
- fully diluted (sen)	(1.77)	(0.04)	11.59	(8.59)

The above Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2021.

**QUARTERLY REPORT ON CONSOLIDATED RESULTS
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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Unaudited as at 31-Dec-22	Audited as at 31-Dec-21
	RM'000	RM'000
Non Current Assets		
Property, plant and equipment	15,981	7,409
Investment in associates	85,668	88,583
Right of use assets	7,536	2,753
Intangible assets	70,561	94,562
Deferred tax asset	78	143
	179,824	193,450
Current Assets		
Inventories	1,410	1,007
Trade receivables	24,998	31,966
Other receivables, deposits and prepayments	8,586	16,904
Amount owing by an associate	-	971
Tax recoverable	454	654
Bank balances and cash	4,930	12,842
	40,378	64,344
Assets held for sales	10,000	75,624
Total Assets	230,202	333,418
Shareholders' Fund		
Share capital	1,224,219	1,222,833
Reserves	(1,173,592)	(1,250,506)
	50,627	(27,673)
Non-controlling interest	8,182	8,654
	58,809	(19,019)
Current Liabilities		
Trade payables	4,969	25,510
Other payables and accrued expenses	124,149	102,110
Amount owing to an associate	31,899	34,542
Lease liabilities	2,362	2,825
Borrowings	1,560	1,560
Redeemable convertible note	-	1,000
Provision for taxation	423	13
	165,362	167,560
Liabilities held for sales	-	184,103
	165,362	351,663
Non Current Liabilities		
Lease liabilities	6,031	709
Deferred tax liabilities	-	65
	6,031	774
Total Equity and Liabilities	230,202	333,418
Net assets per share (RM)	0.027	(0.009)

The above Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2021.

**QUARTERLY REPORT ON CONSOLIDATED RESULTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2022**
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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	←----- Non-distributable reserves -----→					Distributable reserve	Sub-total RM'000	Non- controlling interest RM'000	Total RM'000	
	Share capital RM'000	Statutory common reserve funds RM'000	Reverse acquisition reserve RM'000	Foreign currency translation reserve RM'000	ESOS reserve RM'000	Shares Option reserve RM'000				Accumulated losses RM'000
12 months ended 31 December 2021										
Balance as of January 1, 2021	1,153,305	49,358	(799,823)	192,192	-	2,640	(536,524)	61,148	3,469	64,617
Issue of shares:										-
Conversion of RCN	40,000	-	-	-	-	-	-	40,000	-	40,000
Private placement	29,528	-	-	-	-	-	-	29,528	-	29,528
Employee shares option scheme granted	-	-	-	-	7,987	-	-	7,987	-	7,987
Accretion of interest in a subsidiary	-	-	-	(2,293)	-	-	(1,609)	(3,902)	3,902	-
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	5	5
(Loss)/profit for the period	-	-	-	-	-	-	(167,585)	(167,585)	(43)	(167,628)
Other comprehensive expense										
Exchange difference arising from translation of foreign operations	-	-	-	5,151	-	-	-	5,151	1,321	6,472
Balance as of December 31, 2021	1,222,833	49,358	(799,823)	195,050	7,987	2,640	(705,718)	(27,673)	8,654	(19,019)
12 months ended 31 December 2022										
Balance as of January 1, 2022	1,222,833	49,358	(799,823)	195,050	7,987	2,640	(705,718)	(27,673)	8,654	(19,019)
Issue of shares:										
Conversion of RCN	1,000	-	-	-	-	-	-	1,000	-	1,000
Exercise of Esos	386	-	-	-	(175)	-	-	211	-	211
Disposal of subsidiary	-	(49,358)	799,823	(198,162)	-	-	(750,467)	(198,164)	139	(198,025)
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	544	544
Profit/(loss) for the period	-	-	-	-	-	-	273,426	273,426	(912)	272,514
Other comprehensive expense										
Exchange difference arising from translation of foreign operations	-	-	-	1,827	-	-	-	1,827	(243)	1,584
Balance as of December 31, 2022	1,224,219	-	-	(1,285)	7,812	2,640	(1,182,759)	50,627	8,182	58,809

The above Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2021.

**QUARTERLY REPORT ON CONSOLIDATED RESULTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2022**
- THE FIGURES HAVE NOT BEEN AUDITED

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Unaudited	
	For the financial period ended	
	31-Dec-22	31-Dec-21
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before tax from continuing operations	(28,832)	(21,892)
Profit/(loss) before tax from discontinued operations	301,706	(145,904)
Profit/(loss) for the period	<u>272,874</u>	<u>(167,796)</u>
Adjustments for:		
Depreciation of property, plant and equipment	1,713	21,228
Depreciation of right of use assets	3,116	2,892
Amortisation of lease payments	-	1,115
Amortisation of intangibles assets	897	887
Employee share option scheme granted	-	7,987
Impairment of trade receivables	-	114
Impairment of property, plant and equipment	-	22,159
Impairment of goodwill	18,612	7,865
Gain on disposal of asset held for sale	(299,414)	-
Fair value loss on contingent consideration payables	-	8,707
Fixed assets written off	1,163	-
Finance costs	3,345	371
Interest income	(5)	(36)
Waiver of debts	-	(144)
Share of associate's results	1,415	398
Operating profit/(loss) before working capital changes	<u>3,716</u>	<u>(94,253)</u>
(Increase) / Decrease in:		
Inventories	(403)	(207)
Trade receivables	6,968	(31,014)
Other receivables, deposits and prepayments	8,280	(8,417)
Amount due by/(to) associate	(1,672)	-
Increase / (Decrease) in:		
Trade payables	(20,541)	21,701
Other payables and accrued expenses	6,026	58,956
Cash used in operations	<u>2,374</u>	<u>(53,234)</u>
Interest paid	(3,345)	(371)
Tax (refund)/paid	252	(31)
Net cash used in operating activities	<u>(719)</u>	<u>(53,636)</u>
CASH FLOWS USED IN INVESTING ACTIVITIES		
Acquisition of property, plant and equipment	(11,443)	(4,120)
Acquisition of subsidiaries, net of cash acquired	(451)	(28)
Acquisition of intangible assets	-	(310)
Interest received	5	36
Disposal of subsidiary	(716)	-
Net cash used in investing activities	<u>(12,605)</u>	<u>(4,422)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Redeemable Convertible Note, net of transaction costs	-	41,000
Repayment of bank loan	-	(427)
Proceeds from exercise of ESOS	211	-
Proceeds from Private Placement, net of transaction costs	-	29,528
Repayment of lease payables	(3,500)	(3,160)
Net cash (used in)/generated from financing activities	<u>(3,289)</u>	<u>66,941</u>
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(16,613)	8,883
CASH AND CASH EQUIVALENTS		
AT BEGINNING OF THE FINANCIAL PERIOD	12,842	6,885
Effect of changes in exchange rates	8,701	(2,665)
Changes in cash and cash equivalents classified as held for sales	-	(261)
CASH AND CASH EQUIVALENTS	<u>4,930</u>	<u>12,842</u>
AT END OF THE FINANCIAL PERIOD	<u>4,930</u>	<u>12,842</u>

The above Condensed Consolidated Statement of Cash Flows should be read in conjunction with the the Audited Financial Statements for the financial year ended 31 December 2021.

A. EXPLANATORY NOTES PURSUANT TO MFRS 134 - INTERIM FINANCIAL REPORTING

A1. Basis of preparation

The interim financial report is unaudited and has been prepared in accordance with the requirements of MFRS 134: Interim Financial Reporting and Chapter 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad (“BMSB”).

The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2021. These explanatory notes attached to the interim financial report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2021.

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the most recent audited annual financial statements for the financial year ended 31 December 2021, except for the adoption of the following Malaysian Financial Reporting Standards (“MFRSs”) and amendments to MFRS for financial periods beginning on or after 1 January 2022: -

Annual periods beginning on/after 1 January 2022

- Amendments to MFRS 3, “Business Combinations” (Reference to the Conceptual Framework)
- Amendments to MFRS 116, “Property, Plant and Equipment” (Proceeds before Intended Use)
- Amendments to MFRS 137, “Provision, Contingent Liabilities and Contingent Assets” (Onerous Contracts - Cost of Fulfilling a Contract)
- Annual Improvement to MFRS Standards 2018 – 2020:
 - Amendment to MFRS, “First-time Adoption of Malaysian Financial Reporting Standards”
 - Amendment to MFRS 9, “Financial Instruments”
 - Amendment to Illustrative Examples accompanying MFRS 16, “Leases”
 - Amendment to MFRS 141, “Agriculture”

The above accounting standards and amendments to accounting standards effective during the financial year do not have any significant impact to the financial results and position of the Group.

Accounting standards and amendments to accounting standards that are applicable for the Group in the following periods but are not yet effective:

Annual periods beginning on/after 1 January 2023

- MFRS 17, “Insurance Contracts”
- Amendments to MFRS 17, “Insurance Contracts”
- Amendments to MFRS 101, “Presentation of Financial Statements” (Classification of Liabilities as Current or Non-current)
- Amendments to MFRS 101, “Presentation of Financial Statements” (Disclosure 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)

Annual periods beginning on/after 1 January 2024

- Amendments to MFRS 16 “Leases” (Lease Liability in a Sale and Leaseback)

Effective date yet to be determined by the Malaysian Accounting Standards Board

- Amendments to MFRS 10 and MFRS 128, “Sale or Contribution of Assets between an Investor and its Associate or Joint Venture”

The adoption of the accounting standards and amendments to accounting standards are not expected to have any significant impact to the financial statements of the Group and of the Company.

A2. Audit report

The auditors' report on the audited financial statements for the year ended 31 December 2021 was not qualified.

A3. Seasonal or cyclical factors

The operations of the Group are subject to consumer spending preference and general market condition in the F&B and digital technology industry.

A4. Unusual items

During the quarter under review, there were no items or events that arose which affected the Group's assets, liabilities, equity, net income or cash flows, that are unusual by reason of their nature, size or incidence.

A5. Changes in estimates

There were no changes in the estimates of amounts reported that have a material effect on the results in the quarter under review.

A6. Issuance, cancellations, repurchases, resale and repayments of debts and equity securities

There were no issuances, cancellations, repurchases, resales and repayments of debt and equity securities during the current quarter.

A7. Dividends paid

There were no dividends paid during the quarter under review.

A8. Segmental information

Segment results by business activities

	Fourth quarter ended		Financial period ended	
	31 December 2022		31 December 2022	
	External revenue	Profit/(Loss) before tax	External revenue	Profit/(Loss) before tax
	RM'000	RM'000	RM'000	RM'000
Technology driven food and beverage	16,279	810	55,718	2,589
Technology and digital transformation enabler	156	(18,515)	19,651	(6,778)
Others	-	(20,061)	-	(24,643)
	<u>16,435</u>	<u>(37,766)</u>	<u>75,369</u>	<u>(28,832)</u>

	Fourth quarter ended		Financial period ended	
	31 December 2021		31 December 2021	
	External revenue	Profit/(Loss) before tax	External revenue	Profit/(Loss) before tax
	RM'000	RM'000	RM'000	RM'000
Technology driven food and beverage	12,089	2,568	33,866	3,639
Technology and digital transformation enabler	21,195	(9,668)	34,755	(3,939)
Others	-	(17,780)	-	(21,592)
	<u>33,284</u>	<u>(24,880)</u>	<u>68,621</u>	<u>(21,892)</u>

A9. Valuation of Property, Plant and Equipment

The property, plant and equipment of the Group have not been revalued during the quarter under review.

A10. Material Events Subsequent to the end of the Reporting Period

There is no material event subsequent to the end of the reporting period.

A11. Changes in the composition of the Group

There is no change in the composition of the Group during the quarter under review.

A12. Changes in contingent liabilities or contingent assets

There were no changes in the contingent liabilities or contingent assets of the Group during the quarter under review.

A13. Related party transactions

There was no related party transaction during the quarter under review.

B. ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA LISTING REQUIREMENTS

B1. Review of performance

During the last quarter of the year under review, the Group's technology driven food & beverage business continued to show strong contribution to the Group by recording approximately RM16.3 million in revenue compared to approximately RM12.1 million the same quarter last year. This was due to the additional openings of new outlets as well as improvement in the spending sentiments by customers compared to the same period in the preceding year. On the other hand, the Group's digital transformation & technology businesses saw insignificant contribution in its business which only generated a revenue of approximately RM0.2 million compared to a revenue of approximately RM21.2 million in the same quarter last year. This was simply because of the fact that the Group had secured a significant government enforcement agency contract in the same quarter last year whereas it was not as successful in securing new digital transformation projects under this particular business segment during the current quarter under review.

With the improvement in our technology which has led to the increase in revenue for the technology driven food & beverage business during the quarter under review, the cost of sales also saw a proportionate increase to approximately RM6.0 million compared to approximately RM3.8 million recorded in the same quarter last year. Insofar as the digital transformation & technology businesses are concerned, the attributable cost of sales thereof amounted to approximately RM6.0 million in this quarter compared to approximately RM21.6 million recorded in the same quarter last year.

The total operating expenses incurred by the technology driven food & beverage and the digital transformation & technology businesses as well as that of corporate holding company level ("the Company") of the Group as a whole, accounted to approximately RM38.7 million for the current quarter under review, compared to approximately RM35.8 million incurred during the same period last year. The high operating expenses incurred during the quarter under review was primarily due to the imputed impairment loss on the goodwill, notional finance costs incurred due the deferred payment of the purchase consideration for the various acquisitions, expenses incurred for the purpose of capital raising and corporate exercises, all of these of which accounted to approximately RM33.5 million. For all intents and purposed, these charges to the profit and loss can be seen as non-business, one-off accounting treatment adopting a general prudent stance.

The attributed business operating expenses which amounted to RM5.2 million, however includes, amongst others, staff salary, professional fees, rental, entertainment, depreciation, office expenses, water and electricity charges and etc,

Premised on the above, the Group recorded a relatively higher losses for the period amounting to approximately RM38.1 million compared to approximately RM24.7 million in the preceding year corresponding quarter.

For the entire year of 2022, the Group recorded larger losses amounting to approximately RM29.2 million compared to approximately RM21.7 million recorded in the year 2021. It is worthwhile to note that should the abovementioned one-off expenses/costs attributable to the corporate holding company level relating to the impairment of goodwill, notional finance costs incurred due the deferred payment of the purchase consideration for the various acquisitions, capital raising and corporate exercises of RM33.5 million be excluded for a better representation of the performance of the technology driven food &

beverage and the digital & technology businesses, these businesses segment would implicitly generate a profit of approximately RM4.3 million in the current whole year under review.

B2. Variation of results against preceding quarter

The revenue recorded by the technology driven food & beverage business saw an increase to approximately RM16.3 million in the current quarter under review compared to RM14.3 million during the immediate preceding quarter ended 30 September 2022. This was mainly due to the year end festive season celebration with improved spending sentiment on food and beverage generally seen towards the year end. On the other hand, the revenue from the digital transformation & technology businesses, which included the contribution from the energy storage business, contributed only approximately RM0.2 million in the fourth quarter of 2022 compared to approximately RM2.6 million in the immediate preceding quarter. Such a significant decrease was due to absence of new projects being secured compared to the third quarter of the year.

As a consequence of the above, the gross profit contribution from the technology-driven food & beverages business and digital transformation & technology businesses saw some reduction from approximately RM9.8 million in the immediate preceding quarter ended 30 September 2022 to approximately RM4.5 million for the current quarter under review.

The operating expenses of approximately RM38.7 million recorded during the quarter under review was much higher compared to that of approximately RM13.1 million recorded during the immediate preceding quarter ended 30 September 2022. Such significant increase was primarily due to the one-off accounting charge to the profit and loss, in regards to the imputed impairment of goodwill, notional finance costs incurred due the deferred payment of the purchase consideration for the various acquisitions, capital raising and corporate exercises incurred during the current quarter under review as mentioned in Note B1 above compared to that of the immediate preceding third quarter ended 30 September 2022.

After taking into consideration of other income and operating expenses, the Group registered a loss for the period of approximately RM38.1 million in the current quarter under review compared to profit of approximately RM3.6 million in the immediate preceding quarter ended 30 September 2022.

B3. Current year prospects

Following the disposal of the Group's discontinued operations (i.e. the massively loss-making metallurgical coke business) in the second quarter of the year, the Group has been able to focused all of its efforts and resources in developing and growing its core digital transformation & technology businesses. These businesses are as follows:

Smart City

The Group continues to intensify its engagement with all the local government agencies and municipal councils of all the states in Malaysia to introduce its own developed Smart City Platform ("SCP"). This SCP enables the government agencies or local authorities to engage with the community intelligently via a mobile app. Several cities in Malaysia have been earmarked to be developed as a smart city which include Iskandar Malaysia in Johor, Georgetown in Penang and Mukah in Sarawak. Iskandar Regional Development

Authority also intends to develop Iskandar Malaysia as a smart city by 2025. As such, the potential prospect for this business segment is expected to be enormous.

Agritech

Vertical farming in the agriculture sector is one of the key GDP contributors to the country and the aquaculture industry is expected to grow vigorously. The Group has recently ventured into the aquaculture industry by inking a partnership agreement for the joint development and commercialisation of a Smart Integrated Aquaculture Platform for sustainable aquafarming in Malaysia which will revolutionise the aquafarming industry and further promote sustainable farming practices in Malaysia. Through such efforts, the Group is aspired to be the leader in revolutionise the agriculture and aquaculture industries in the near future.

Electrical Mobility

The Group continues its presence in the electrical mobility segment by tapping on to the potential exponential growth of the Electric Vehicle Market, as it continues to play a strategic role in the electric mobility space and remain as a partner and sole representative of E-Rex to develop markets in ASEAN region and on “project to project” basis in other countries of Asia under its Smart Mobility business segment.

Energy Storage

The Group has re-assessed the potential value of HK Aerospace Beidou New Energy Technology Co., Ltd (“HKAB”), a subsidiary engaged in the energy storage segment and would not rule out the possibility of relisting such highly potential business via Initial Public Offering (“IPO”) when the timing is right in the future following the abortion of the reverse takeover (“RTO”) exercise.

Communication and Security Solutions

The Group continues to tap on the technology development and maintenance contract to design and deliver an analytics-enabled public safety and security command system as a springboard for the Group to pursue and secure other opportunities in the communication and security space, both from the public as well as the private sector in the near future.

Technology driven food and beverage

With the opening up of the global economy after some long years of lock down as a result of the COVID-19 pandemic which saw the growth of the food & beverage industry is coming back to pre-pandemic level, the Group is expected to ride on such growth for the technology driven food and beverage to contribute positively to the Group moving forward.

On the back of the said positive landscape and favourable prospects for the Group’s technology driven food and beverage businesses, the Group is hopeful that more restaurant openings will be driving the growth of such business segment once more strategic locations are identified and determined in the near future.

B4. Variation on forecast profit / Profit guarantee

The Group did not issue any profit forecast nor profit guarantee during the current financial period to date.

B5. Current year taxation

A reconciliation of income tax expense applicable to profit/(loss) before taxation at the statutory income tax rate to income tax expense at the effective income tax rate of the Group is as follows:

	Fourth quarter ended		Financial period ended	
	31 Dec 2022 RM'000	31 Dec 2021 RM'000	31 Dec 2022 RM'000	31 Dec 2021 RM'000
Profit/(loss) before taxation	(39,523)	(81,373)	272,874	(167,796)
Less: Profit/(loss) from discontinued operations	(1,757)	56,493	301,706	(145,904)
Loss from continuing operations	<u>(37,766)</u>	<u>(24,880)</u>	<u>(28,832)</u>	<u>(21,892)</u>
Taxation at statutory tax rate of 24%	(9,064)	(5,971)	(6,920)	(5,254)
Expenses not deductible for tax purposes	(10,574)	5,451	(6,666)	6,448
Income not subject to tax	(1,234)	(123)	(1,235)	(142)
Utilisation of tax losses not previously recognized	<u>21,162</u>	<u>448</u>	<u>15,181</u>	<u>(1,220)</u>
Taxation for the financial year	<u>(290)</u>	<u>(195)</u>	<u>360</u>	<u>(168)</u>

B6. Corporate proposals

The Redeemable Convertible Notes Issuance Programme (“RCN Programme”) with an aggregate principal amount of up to RM150 million expired on 11 November 2022, being thirty-six (36) months from the closing date of the first sub-tranche of Tranche 1 Notes pursuant to Clause 10.1 of the Subscription Agreement. A total of RM69 million had been raised and utilised during the entire duration of the RCN Programme. There is no further Notes could be issued under the RCN Programme.

In addition, the Company is currently undertaking the following corporate proposals: -

- (I) Proposed Capital Reduction;
 - (II) Proposed Debt Settlement;
 - (III) Proposed Share Consolidation;
 - (IV) Proposed Rights Issue; and
 - (V) Proposed Bonus Issue of Warrants.
- (Collectively, the “Proposals”)

On 20 January 2023, the Company submitted the additional listing application for new TXB Shares to be issued pursuant to the Proposals to Bursa Securities (“Application”).

However, on 3 February 2023, the Company has submitted an application to Bursa Securities for the withdrawal of the Application with the intention to appoint an independent adviser to advise the non-interested shareholders of the Company in relation to the Proposed Debt Settlement. The Board shall make further announcement on the Proposals in due course.

B7. Lease payable

	31 Dec 2022	31 Dec 2021
	RM'000	RM'000
Secured Lease liabilities	<u>8,393</u>	<u>3,534</u>
Analysed as		
Repayable within twelve months	2,362	2,825
Repayable after twelve months	<u>6,031</u>	<u>709</u>

B8. Borrowings

	31 Dec 2022	31 Dec 2021
	RM'000	RM'000
Secured Term loan	<u>1,560</u>	<u>1,560</u>
Analysed as		
Repayable within twelve months	<u>1,560</u>	<u>1,560</u>

B9. Material litigation

The Group is not engaged in any material litigation which in the opinion of the Board of Directors will have a material effect on the financial position or the business of the Group.

B10. Dividends

No dividends had been declared in respect of the current quarter under review.

B11. Profit/(Loss) per share

(a) Basic profit/(loss) per share

The profit/(loss) per share has been calculated based on the consolidated profit/(loss) for the financial year attributable to owners of the Company and the weighted average number of ordinary shares in issue during the current quarter.

	Fourth quarter ended		Financial period ended	
	31 Dec 22	31 Dec 21	31 Dec 22	31 Dec 21
Basic profit/(loss) per share				
Profit/(loss) for the period attributable to the equity holders of the Company from: (RM'000)				
- continuing operations	(37,402)	(23,851)	(28,280)	(21,681)
- discontinued operations	<u>(1,757)</u>	<u>(56,493)</u>	<u>301,706</u>	<u>(145,904)</u>
	<u>(39,159)</u>	<u>(80,344)</u>	<u>273,426</u>	<u>(167,585)</u>

Number / Weighted average number of shares in issue ('000)	<u>2,211,215</u>	<u>2,037,887</u>	<u>2,211,215</u>	<u>2,037,887</u>
Basic profit/(loss) per share (sen)				
- continuing operations	(1.69)	(0.01)	(1.28)	(1.11)
- discontinued operations	<u>(0.08)</u>	<u>(0.03)</u>	<u>13.65</u>	<u>(7.48)</u>
	<u>(1.77)</u>	<u>(0.04)</u>	<u>12.37</u>	<u>(8.59)</u>

(b) Diluted profit/(loss) per share

For the purpose of calculating diluted profit/(loss) per share, consolidated profit/(loss) attributable to owners of the Company, adjusted for dilutive adjustments is divided by weighted average number of ordinary shares in issue during the financial period, adjusted for the dilutive effects of all potential ordinary shares.

	Fourth quarter ended		Financial period ended	
	31 Dec 22	31 Dec 21	31 Dec 22	31 Dec 21
Diluted profit/(loss) per share				
Profit/(loss) for the period attributable to the equity holders of the Company from: (RM'000)				
- continuing operations	(37,402)	(23,851)	(28,280)	(21,681)
- discontinued operations	<u>(1,757)</u>	<u>(56,493)</u>	<u>301,706</u>	<u>(145,904)</u>
	<u>(39,159)</u>	<u>(80,344)</u>	<u>273,426</u>	<u>(167,585)</u>
Adjustment in respect of redeemable convertible notes (RM'000)	-	*	130	*
Profit/(loss) for the year after dilutive adjustment (RM'000)	(39,159)	(80,344)	273,296	(167,585)
Number / Weighted average number of shares in issue ('000)	2,211,215	2,037,887	2,211,215	2,037,887
Adjustment in respect of redeemable convertible notes and ESOS (RM'000)	*	*	147,000	*
Adjusted weighted average number of shares in issue ('000)	2,211,215	2,037,887	2,358,215	2,037,887

Diluted profit/(loss) per share (sen)				
- continuing operations	(1.69)	(0.01)	(1.20)	(1.11)
- discontinued operations	(0.08)	(0.03)	12.79	(7.48)
	<u>(1.77)</u>	<u>(0.04)</u>	<u>11.59</u>	<u>(8.59)</u>

* The potential conversion of redeemable convertible notes (“RCN”) and ESOS is anti-dilutive as the conversion of the RCN and ESOS results in a reduction in diluted loss per share upon conversion.

B12. Profit/(loss) before tax

Profit/(loss) before tax is derived after charging/(crediting):

	Fourth quarter ended		Financial period ended	
	31 Dec 2022 RM'000	31 Dec 2021 RM'000	31 Dec 2022 RM'000	31 Dec 2021 RM'000
Interest income	-	(7)	(5)	(36)
Other income	28	(3,468)	(354)	(5,436)
Finance cost	3,122	64	3,345	371
Gain on disposal of subsidiary	-	-	(299,414)	-
Depreciation of property, plant and equipment	466	4,093	1,713	21,228
Amortisation of lease payments	-	289	-	1,115
Depreciation of right-of-use-asset	702	578	3,116	2,892
Impairment of property, plant and equipment	-	22,159	-	22,159
Impairment of goodwill	18,612	7,865	18,612	7,865
Fixed assets written off	1,163	-	1,163	-
Share of associate's results	407	398	1,415	398

By Order of the Board
Chua Siew Chuan
Secretary
28 February 2023