T +60376232000
F +60376232100
w www.simedarby.com

## QUARTERLY REPORT

On the consolidated results for the third quarter ended 31 March 2023

The Directors are pleased to announce the following:
Unaudited Condensed Consolidated Statement of Profit or Loss Amounts in RM million unless otherwise stated

|  |  | Quarter ended 31 March |  | \% | Three quarters ended 31 March |  | $\begin{array}{r} \% \\ +/(-) \end{array}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Note | 2023 | 2022 | +/(-) | 2023 | 2022 |  |
| Continuing operations |  |  |  |  |  |  |  |
| Revenue | A7 | 11,528 | 10,524 | 9.5 | 35,002 | 31,651 | 10.6 |
| Operating expenses |  | $(11,213)$ | $(10,183)$ |  | $(34,067)$ | $(30,551)$ |  |
| Other operating income |  | 65 | 44 |  | 164 | 129 |  |
| Other gains and losses |  | 17 | (7) |  | 41 | (13) |  |
| Operating profit |  | 397 | 378 | 5.0 | 1,140 | 1,216 | (6.3) |
| Share of results of joint ventures |  | 16 | 15 |  | 57 | 43 |  |
| Share of results of associates |  | 5 | 9 |  | 28 | 28 |  |
| Profit before interest and tax | A7 | 418 | 402 | 4.0 | 1,225 | 1,287 | (4.8) |
| Finance income Finance costs |  | $\begin{gathered} 24 \\ (81) \end{gathered}$ | $9$ |  | $\begin{gathered} 47 \\ (206) \end{gathered}$ | $\begin{gathered} 28 \\ (102) \end{gathered}$ |  |
| Profit before tax | B5 | 361 | 375 | (3.7) |  | 1213 | (12.1) |
| Taxation | B6 | (108) | (121) |  | (308) | $(336)$ |  |
| Profit from continuing operations |  | 253 | 254 | (0.4) | 758 | 877 | (13.6) |
| Discontinued operations |  |  |  |  |  |  |  |
| Profit from discontinued operations |  | - | 10 |  | 118 | 29 |  |
| Profit for the period |  | 253 | 264 | (4.2) | 876 | 906 | (3.3) |
| Attributable to owners of: <br> - the Company |  |  |  |  |  |  |  |
| - from continuing operations |  | 240 | 234 | 2.6 | 718 | 796 | (9.8) |
| - from discontinued operations |  | - | 10 |  | 118 | 29 |  |
|  |  | 240 | 244 | (1.6) | 836 | 825 | 1.3 |
| - non-controlling interests |  |  |  |  |  |  |  |
| - from continuing operations <br> - from discontinued operations |  | 13 | 20 |  | 40 | 81 |  |
| Profit for the period |  | 253 | 264 | (4.2) | 876 | 906 | (3.3) |
|  |  | Sen | Sen |  | Sen | Sen |  |
| Basic earnings per share attributable to owners of the CompanyB12 |  |  |  |  |  |  |  |
| - from continuing operations |  | 3.5 | 3.4 | 2.9 | 10.5 | 11.7 | (10.3) |
| - from discontinued operations |  | - | 0.2 |  | 1.7 | 0.4 |  |
| Total |  | 3.5 | 3.6 | (2.8) | 12.2 | 12.1 | 0.8 |

The unaudited Condensed Consolidated Statement of Profit or Loss should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 30 June 2022.

## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))
Unaudited Condensed Consolidated Statement of Comprehensive Income
Amounts in RM million unless otherwise stated

|  | Quarter ended 31 March |  | Three quarters ended 31 March |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2023 | 2022 | 2023 | 2022 |
| Profit for the period | 253 | 264 | 876 | 906 |
| Other comprehensive income/(loss): |  |  |  |  |
| Continuing operations |  |  |  |  |
| Items that will be reclassified subsequently to profit or loss: |  |  |  |  |
| Currency translation differences | 8 | 229 | (142) | 121 |
| Share of other comprehensive income/(loss) of joint ventures and associates | 1 | 5 | (5) | 1 |
| Net changes in fair value of cash flow hedges | (15) | 4 | (22) | 8 |
| Tax credit/(expense) | 6 | (1) | 5 | (3) |
|  | - | 237 | (164) | 127 |
| Currency translation differences on repayment of net investment reclassified to profit or loss | (7) | - | (19) | - |
| Changes in fair value of cash flow hedges reclassified to profit or loss and inventories <br> Tax (expense)/credit | $\begin{aligned} & 22 \\ & (3) \end{aligned}$ | $\begin{gathered} 5 \\ (1) \end{gathered}$ | (2) | $\begin{aligned} & 10 \\ & (3) \end{aligned}$ |
| Other comprehensive income/(loss) from continuing operations | 12 | 241 | (184) | 134 |
| Discontinued operations |  |  |  |  |
| Other comprehensive income/(loss) from discontinued operations | - | 20 | (95) | 50 |
| Total other comprehensive income/(loss) | 12 | 261 | (279) | 184 |
| Total comprehensive income for the period | 265 | 525 | 597 | 1,090 |
| Attributable to owners of: |  |  |  |  |
| - from continuing operations | 250 | 473 | 537 | 925 |
| - from discontinued operations | - | 30 | 23 | 79 |
|  | 250 | 503 | 560 | 1,004 |
| - non-controlling interests |  |  |  |  |
| - from continuing operations | 15 | 22 | 37 | 86 |
| Total comprehensive income for the period | 265 | 525 | 597 | 1,090 |

The unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 30 June 2022.

## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))
Unaudited Condensed Consolidated Statement of Financial Position
Amounts in RM million unless otherwise stated

|  | Note | Unaudited As at 31 March 2023 |  |
| :---: | :---: | :---: | :---: |
| Non-current assets |  |  |  |
| Property, plant and equipment |  | 6,301 | 5,740 |
| Right-of-use assets |  | 2,170 | 2,086 |
| Investment properties |  | 260 | 267 |
| Intangible assets |  | 1,512 | 1,552 |
| Joint ventures and associates |  | 1,148 | 1,063 |
| Financial assets at fair value through profit or loss |  | 78 | 140 |
| Deferred tax assets |  | 605 | 581 |
| Tax recoverable |  | 28 | 34 |
| Derivative assets | B9(a) | 1 | 4 |
| Receivables and other assets |  | 255 | 217 |
|  |  | 12,358 | 11,684 |
| Current assets |  |  |  |
| Inventories |  | 10,603 | 9,159 |
| Financial assets at fair value through profit or loss |  | 76 | 41 |
| Receivables, contract assets and other assets |  | 5,009 | 4,685 |
| Prepayments |  | 1,140 | 1,084 |
| Tax recoverable |  | 53 | 63 |
| Derivative assets | B9(a) | 13 | 28 |
| Bank balances, deposits and cash |  | 2,198 | 1,772 |
|  |  | 19,092 | 16,832 |
| Disposal group and assets held for sale |  | 3 | 1,713 |
| Total assets |  | 31,453 | 30,229 |
| Equity |  |  |  |
| Share capital |  | 9,330 | 9,318 |
| Reserves |  | 6,535 | 6,692 |
| Attributable to owners of the Company |  | 15,865 | 16,010 |
| Non-controlling interests |  | 342 | 361 |
| Total equity |  | 16,207 | 16,371 |
| Non-current liabilities |  |  |  |
| Borrowings | B8 | 182 | 376 |
| Lease liabilities |  | 1,699 | 1,657 |
| Payables, contract liabilities and other liabilities |  | 269 | 295 |
| Deferred tax liabilities |  | 262 | 328 |
|  |  | 2,412 | 2,656 |
| Current liabilities |  |  |  |
| Borrowings | B8 | 3,781 | 2,607 |
| Lease liabilities |  | 390 | 389 |
| Derivative liabilities | B9(a) | 43 | 46 |
| Payables and other liabilities |  | 5,796 | 5,514 |
| Contract liabilities |  | 2,245 | 1,940 |
| Provisions |  | 408 | 415 |
| Tax payable |  | 171 | 164 |
|  |  | 12,834 | 11,075 |
| Liabilities associated with disposal group |  | - | 127 |
| Total liabilities |  | 15,246 | 13,858 |
| Total equity and liabilities |  | 31,453 | 30,229 |
| Net assets per share attributable to owners of the | RM) | 2.33 | 2.35 |

The unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 30 June 2022.

## SIME DARBY BERHAD

## (Company No: 200601032645 (752404-U))

Unaudited Condensed Consolidated Statement of Changes in Equity

## Amounts in RM million unless otherwise stated

|  | Share capital | Share grant reserve | Capital reserve | Legal reserve | Hedging reserve | Exchange reserve | Retained profits | Reserves | Attributable to owners of the Company | Noncontrolling interests | Total equity |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Three quarters ended 31 March 2023 |  |  |  |  |  |  |  |  |  |  |  |
| At 1 July 2022 | 9,318 | 9 | 246 | 148 | 2 | 575 | 5,712 | 6,692 | 16,010 | 361 | 16,371 |
| Total comprehensive (loss)/income for the period | - | - | - | - | (17) | (259) | 836 | 560 | 560 | 37 | 597 |
| Dividends paid | - | - | - | - | - | - | (715) | (715) | (715) | (12) | (727) |
| Purchase of additional interest in subsidiaries | - | - | - | - | - | - | 7 | 7 | 7 | (35) | (28) |
| Disposal of non-wholly owned subsidiaries | - | - | - | - | - | - | - | - | - | (9) | (9) |
| Reclassification upon disposal of subsidiaries | - | - | (23) | (28) | - | - | 51 | - | - | - | - |
| Performance-based employee share scheme expenses | - | 3 | - | - | - | - | - | 3 | 3 | - | 3 |
| Issuance of shares under the performance-based employee share scheme | 12 | (12) | _ | - | _ | - | - | (12) | _ | _ | _ |
| Transfer between reserves | - | - | - | 11 | - | - | (11) | - | - | - | - |
| At 31 March 2023 | 9,330 | - | 223 | 131 | (15) | 316 | 5,880 | 6,535 | 15,865 | 342 | 16,207 |

## SIME DARBY BERHAD

## (Company No: 200601032645 (752404-U))

Unaudited Condensed Consolidated Statement of Changes in Equity

## Amounts in RM million unless otherwise stated

|  | Share capital | Share grant reserve | Capital reserve | Legal reserve | Hedging reserve | Exchange reserve | Retained profits | Reserves | Attributable to owners of the Company | Noncontrolling interests | Total equity |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Three quarters ended 31 March 2022 |  |  |  |  |  |  |  |  |  |  |  |
| At 1 July 2021 | 9,302 | 21 | 243 | 119 | (5) | 624 | 5,579 | 6,581 | 15,883 | 377 | 16,260 |
| Total comprehensive income for the period | - | - | - | - | 12 | 167 | 825 | 1,004 | 1,004 | 86 | 1,090 |
| Dividends payable | - | - | - | - | - | - | (272) | (272) | (272) | - | (272) |
| Dividends paid | - | - | - | - | - | - | (612) | (612) | (612) | (37) | (649) |
| Purchase of additional interest in a subsidiary | - | - | - | - | - | - | (45) | (45) | (45) | (26) | (71) |
| Performance-based employee share scheme expenses | - | 5 | - | - | - | - | - | 5 | 5 | ) | 5 |
| Issuance of shares under the performance-based employee share scheme | 16 | (16) | - | - | _ | _ | - | (16) | _ | _ | _ |
| Transfer between reserves | - | - | 3 | 28 | - | - | (31) | - | - | - | - |
| At 31 March 2022 | 9,318 | 10 | 246 | 147 | 7 | 791 | 5,444 | 6,645 | 15,963 | 400 | 16,363 |

The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 30 June 2022

## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))

## Unaudited Condensed Consolidated Statement of Cash Flows <br> Amounts in RM million unless otherwise stated



## Unaudited Condensed Consolidated Statement of Cash Flows (continued) <br> Amounts in RM million unless otherwise stated

|  | Note | Three quarters ended 31 March |  |
| :---: | :---: | :---: | :---: |
|  |  | 2023 | 2022 |
| Cash flow from financing activities |  |  |  |
| Finance costs paid |  | (122) | (43) |
| Net borrowings raised |  | 1,137 | 673 |
| Repayment of lease liabilities |  | (392) | (387) |
| Purchase of additional interest in subsidiaries | A11 | (28) | (71) |
| Dividends paid to shareholders |  | (715) | (612) |
| Dividends paid to non-controlling interests ${ }^{3}$ |  | (25) | (52) |
| Financing cash flow used in continuing operations |  | (145) | (492) |
| Financing cash flow used in discontinued operations |  | (4) | (3) |
| Net cash flow used in financing activities |  | (149) | (495) |
| Net increase/(decrease) in cash and cash equivalents |  | 484 | (629) |
| Foreign exchange differences |  | (47) | 24 |
| Cash and cash equivalents at beginning of the period |  | 1,658 | 2,417 |
| Cash and cash equivalents at end of the period |  | 2,095 | 1,812 |
| For the purpose of the Consolidated Statement of Cash Flows, cash and cash equivalents comprised the following: |  |  |  |
| Bank balances, deposits and cash |  | 2,198 | 1,853 |
| Less: |  |  |  |
| Bank overdrafts | B8 | (103) | (41) |
|  |  | 2,095 | 1,812 |

Fixed assets consist of property, plant and equipment, right-of-use assets, investment properties and intangible assets.
${ }^{1}$ Includes part payment of the consideration payable for the acquisition of Salmon Earthmoving Holdings Pty Ltd of RM30 million and deposit paid for the acquisition of Onsite Rental Group Limited of RM60 million.
${ }^{2}$ Investing cash flow from discontinued operations include proceeds from disposal of Weifang port companies. Refer to note A11 for further details.
${ }^{3}$ Dividends paid to other shareholders of non-wholly owned subsidiaries. The amount paid in the current period includes RM13 million declared in the previous financial year (previous corresponding period: RM15 million).

The unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 30 June 2022.

## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))
Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## EXPLANATORY NOTES

This interim financial report is prepared in accordance with the requirements of paragraph 9.22 and Appendix 9B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and complies with the requirements of the Malaysian Financial Reporting Standard ("MFRS") 134 - Interim Financial Reporting. 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 2022.

## A. EXPLANATORY NOTES PURSUANT TO MFRS 134

## A1. Basis of Preparation

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 2022, except as set out below.

## a) New accounting pronouncements

i) Accounting pronouncements adopted for this interim financial report that do not have a material impact on the Group are set out below:

- Annual Improvements to MFRS Standards 2018-2020: Amendments to MFRS 9 'Fees in the $10 \%$ test for derecognition of financial liabilities' and illustrative examples accompanying MFRS 16 'Lease incentives'
- Amendments to MFRS 3 'Reference to conceptual framework'
- Amendments to MFRS 116 'Proceeds before intended use'
- Amendments to MFRS 137 'Onerous contracts - cost of fulfilling a contract'
ii) Accounting pronouncements that are not yet effective are set out below:

Effective for annual reporting periods beginning on or after 1 January 2023

- MFRS 17 - 'Insurance contracts and amendments to MFRS 17'
- Amendments to MFRS 17 'Initial application of MFRS 17’ and MFRS 9 - 'Comparative information'
- Amendments to MFRS 101 and MFRS Practice Statement 2 'Disclosure of accounting policies'
- Amendments to MFRS 108 'Definition of accounting estimates'
- Amendments to MFRS 112 'Deferred tax related to assets and liabilities arising from a single transaction'

Effective for annual reporting periods beginning on or after 1 January 2024

- Amendments to MFRS 16 'Lease liability in a sale and leaseback'
- Amendments to MFRS 101 'Classification of liabilities as current or non-current'
- Amendments to MFRS 101 'Non-current liabilities with covenants'
iii) Accounting pronouncement where the effective date has been deferred to a date to be determined by MASB is set out below:
- Amendments to MFRS 10 'Consolidated financial statements'
- MFRS 128 'Investments in associates and joint ventures - sale or contribution of assets between an investor and its associate or joint venture'.


## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))
Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## A2. Seasonal or Cyclical Factors

The Group's operations are not materially affected by seasonal or cyclical factors.

## A3. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

Except as disclosed in the financial statements on pages 1 to 7 and notes A11, B1 and B2, there were no material unusual items affecting the Group's assets, liabilities, equity, net income or cash flows during the financial period under review.

## A4. Material Changes in Estimates

Except as disclosed in notes B1 and B2, there were no material changes in the estimates of amounts reported in the previous financial years that have a material effect on the results for the current quarter under review.

## A5. Debt and Equity Securities

Save for the following, there were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the financial period under review.

## Share capital

On 7 December 2022, the Company issued $3,440,300$ new ordinary shares at an issue price of RM1.945 and $2,238,800$ new ordinary shares at an issue price of RM2.283 under the Performance-Based Employee Share Scheme of FY2019/20. With the allotment of the new shares, the Company's issued and paid-up capital has increased from $6,809,918,477$ ordinary shares to $6,815,597,577$ ordinary shares.

## A6. Dividends Paid to Shareholders

The second interim dividend of 7.5 sen per share amounting to RM511 million for the financial year ended 30 June 2022 was paid by way of cash on 30 September 2022.

An interim dividend of 3.0 sen per share amounting to RM204 million for the financial year ending 30 June 2023 was paid by way of cash on 31 March 2023.

## SIME DARBY BERHAD

## (Company No: 200601032645 (752404-U))

Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## A7. Segment Information

Following the Group's announcement to divest its Weifang port companies, the results of the Logistics division for the current year up to the completion of the disposal and previous financial years are classified as discontinued operations. After the completion of the disposal of the Weifang port companies, the results of the remaining companies of the Logistics division are included under Others.


## SIME DARBY BERHAD

## (Company No: 200601032645 (752404-U))

Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## A7. Segment Information (continued)

|  | Continuing operations |  |  |  |  |  | Discontinued operations <br> Logistics |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Industrial | Motors | Healthcare | Others | Corporate/ Intra-group adjustments | Total |  | Total |
| As at 31 March 2023 |  |  |  |  |  |  |  |  |
| Segment assets | 14,445 | 14,462 | 740 | 399 | 721 | 30,767 | - | 30,767 |
| Segment liabilities | $(3,460)$ | $(4,855)$ | - | (444) | (2) | $(8,761)$ | - | $(8,761)$ |
| Segment invested capital | 10,985 | 9,607 | 740 | (45) | 719 | 22,006 | - | 22,006 |
| Net tax assets |  |  |  |  |  | 253 | - | 253 |
| Borrowings and lease liabilities |  |  |  |  |  | $(6,052)$ | - | $(6,052)$ |
| Total equity |  |  |  |  |  | 16,207 | - | 16,207 |
| As at 30 June 2022 |  |  |  |  |  |  |  |  |
| Segment assets Segment liabilities | $\begin{aligned} & 12,669 \\ & (3,023) \\ & \hline \end{aligned}$ | $\begin{aligned} & 13,017 \\ & (4,805) \end{aligned}$ | $698$ | $\begin{gathered} 149 \\ (368) \end{gathered}$ | $1,095$ (8) | $\begin{aligned} & 27,628 \\ & (8,204) \end{aligned}$ | $\begin{array}{r} 1,923^{1} \\ (133)^{1} \end{array}$ | $\begin{gathered} 29,551 \\ (8,337) \end{gathered}$ |
| Segment invested capital | 9,646 | 8,212 | 698 | (219) | 1,087 | 19,424 | 1,790 | 21,214 |
| Net tax assets/(liabilities) |  |  |  |  |  | 223 | (37) | 186 |
| Borrowings and lease liabilities |  |  |  |  |  | $(5,029)$ | - | $(5,029)$ |
| Total equity |  |  |  |  |  | 14,618 | 1,753 | 16,371 |

${ }^{1}$ The assets and liabilities of the Logistics segment includes the assets and liabilities of the Weifang port companies classified under disposal group and the assets and liabilities of the remaining Logistics subsidiaries (investment holding and corporate subsidiaries).

## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))
Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## A7. Segment information (continued)

Revenue from continuing operations comprise the following:

|  | Three quarters ended 31 March |  |
| :---: | :---: | :---: |
|  | 2023 | 2022 |
| Revenue from contracts with customers | 34,190 | 30,985 |
| Rental income | 812 | 666 |
|  | 35,002 | 31,651 |

Analysis of the Group's revenue from contracts with customers is as follows:

Three quarters ended
31 March 2023
Continuing operations
Major goods and services
Sale of equipment and vehicles
Sale of parts, assembly charges and provision of after-sales services
Engineering services
Commission, handling fees and others

Geographical location
Malaysia
China
Other countries in Asia
Australasia

## Timing of revenue recognition

At a point in time
Over time

## Three quarters ended

| 31 March 2022 | Industrial | Motors | Others | Total |
| :--- | ---: | ---: | ---: | ---: |
| Continuing operations |  |  |  |  |
| Major goods and services <br> Sale of equipment and vehicles <br> Sale of parts, assembly charges and provision of <br> after-sales services | 5,297 | 16,965 | - | 22,262 |
| Engineering services <br> Commission, handling fees and others | 5,004 | 3,127 | - | 8,131 |
|  | 235 | - | - | 235 |

## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))
Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## A7. Segment information (continued)

Analysis of the Group's revenue from contracts with customers is as follows: (continued)
Three quarters ended
31 March 2022 Industrial Motors Others Total
Geographical location
Malaysia

| 652 | 3,269 | 30 | 3,951 |
| ---: | ---: | ---: | ---: |
| 2,132 | 10,151 | 2 | 12,285 |
| 490 | 3,453 | 3 | 3,946 |
| 7,262 | 3,541 | - | 10,803 |
| 10,536 | 20,414 | 35 | 30,985 |

Timing of revenue recognition
At a point in time

| 8,262 | 17,577 | 26 | 25,865 |
| ---: | ---: | ---: | ---: |
| 2,274 | 2,837 | 9 | 5,120 |
| 10,536 | 20,414 | 35 | 30,985 |

A8. Capital Commitments
Contracted capital expenditure not provided for in the interim financial report is as follows:

| As at | As at |
| ---: | ---: |
| 31 March 2023 | 30 June 2022 |

- Property, plant and equipment 654
- Other capital expenditure

In March 2023, the Group entered into a share sale agreement to acquire the entire issued share capital of Onsite Rental Group Limited for a cash consideration of AUD635.0 million (RM1,915.9 million), on a cashfree and debt-free basis and subject to customary adjustments for working capital, capital expenditure and stocktake. The acquisition was completed on 3 April 2023.

Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## A9. Significant Related Party Transactions

Significant related party transactions conducted during the three quarters ended 31 March are as follows:


## c. Transactions with shareholders and their related companies

Permodalan Nasional Berhad ("PNB") and the funds managed by its subsidiary, Amanah Saham Nasional Berhad together, as at 31 March 2023, own approximately $47 \%$ of the issued share capital of the Company. PNB is an entity controlled by the Malaysian Government through Yayasan Pelaburan Bumiputra ("YPB"). The Group considers that, for the purpose of MFRS 124 - Related Party Disclosures, YPB and the Malaysian Government are in the position to exercise significant influence over it. As a result, the Malaysian Government and Malaysian Government controlled bodies (collectively referred to as government-related entities) are related parties of the Group and the Company.

Significant related party transactions with the Sime Darby Plantation Berhad group are as follows:

|  | Three quarters ended |  |
| :--- | ---: | ---: |
| 31 March |  |  |
|  | 2023 | 2022 |
| Continuing operations |  |  |
| Sales, servicing and leasing of equipment and vehicles | 14 | 23 |
| Rental income | 10 | 12 |
| Royalty income invoiced | 2 | 2 |

## SIME DARBY BERHAD

(Company No: 200601032645 (752404-U))
Explanatory Notes on the Quarterly Report - 31 March 2023
Amounts in RM million unless otherwise stated

## A10. Material Events Subsequent to the End of the Financial Period

In March 2023, the Group entered into a share sale agreement to acquire the entire issued share capital of Onsite Rental Group Limited for a cash consideration of AUD635.0 million (RM1,915.9 million), on a cashfree and debt-free basis and subject to customary adjustments for working capital, capital expenditure and stocktake. The acquisition was completed on 3 April 2023.

Other than the above, there were no material events subsequent to the end of the current quarter under review to 18 May 2023, being a date not earlier than 7 days from the date of issue of the quarterly report.

## A11. Effect of Significant Changes in the Composition of the Group

Significant changes in the composition of the Group are as follows:

1. Disposal of subsidiaries and joint ventures (Weifang port companies)

On 3 July 2022, the Group entered into share sale agreements to divest its entire equity interest in the Weifang port companies for a total cash consideration of RMB1,920 million (approximately RM1,268 million), whereby $90 \%$ of the consideration will be paid by completion of the disposal and the remaining $10 \%$ will be paid on or before the second anniversary of the completion date. In addition, the shareholders' loans and receivables owing by the Weifang port companies totalling approximately RMB520 million (approximately RM344 million) would also be repaid. The proposed divestments were completed on 7 November 2022 resulting in the following companies ceasing to be the subsidiaries or joint ventures of the Group:
i. Weifang Sime Darby Port Co., Ltd ("WSDP") and its associate, Weifang Ocean Shipping Tally Co., Ltd
ii. Weifang Sime Darby Logistics Services Co., Ltd
iii. Weifang Sime Darby General Terminal Co., Ltd
iv. Weifang Wei Gang Tugboat Services Co., Ltd
v. Weifang Sime Darby Liquid Terminal Co., Ltd
vi. Weifang Sime Darby West Port Co., Ltd
vii. Weifang Senda Container Service Provider Co., Ltd

In addition, prior to the completion of the disposal of the Weifang port companies, WSDP had also completed the disposal of its joint venture, Weifang Port Services Co. Ltd.

Details of net assets and net cash inflow arising from the disposal of the subsidiaries and joint ventures are as follows:

Net assets $\quad 1,572$
Non-controlling interests
Share of net assets disposed
Gain on disposal of subsidiaries and joint ventures 147
Less: net foreign exchange gain included in the gain on disposals
Total consideration from disposal, net of transaction costs ${ }^{1}$
Less: balance consideration receivable after 2 years
Less: cash and cash equivalents of subsidiaries disposed
Less: cash inflow from settlement of shareholders' loans and receivables
Net cash inflow from disposal of shares of Weifang port companies
969
${ }^{1}$ Inclusive of proceeds from settlement of shareholders' loans and receivables of RM344 million.

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## A11. Effect of Significant Changes in the Composition of the Group (continued)

## 2. Purchase of additional interest in subsidiaries

i. The Group acquired the remaining $40 \%$ equity interest in Shantou Bow Yue Dehong Motors Services Company Limited ("SBYDM") for a total consideration of RMB40 million (approximately RM26 million) resulting in SBYDM becoming a wholly-owned subsidiary of the Group.
ii. The Group acquired the remaining 49\% equity interest in Sime Darby Motors Manufacturing Sdn. Bhd. (formerly known as Ford Malaysia Sdn. Bhd.) ("SDMM") for a total consideration of RM2 million resulting in SDMM becoming a wholly-owned subsidiary of the Group.
3. Acquisition of subsidiaries and business

In March 2023, the Group subscribed for 60\% equity interest in Performance Motors Indonesia Pte. Ltd. ("PMI"). Subsequently, PMI, via its wholly-owned subsidiary, PT Performance Motors Indonesia, acquired a BMW dealership business in Indonesia for a cash consideration of approximately IDR130 billion (approximately RM38 million).

A12. Contingent Liabilities - unsecured
a) Guarantees

In the ordinary course of business, the Group issues surety bonds and letters of credit, which the Group provides to customers to secure advance payment, performance under contracts or in lieu of retention being withheld on contracts. Financial guarantees were also issued to financial institutions in respect of credit facilities granted to certain joint ventures. A liability from the performance and financial guarantees would only arise in the event the Group fails to fulfil its contractual obligations.

The performance guarantees and financial guarantees are as follows:

|  | As at 31 March 2023 | As at 30 June 2022 |
| :---: | :---: | :---: |
| Continuing operations |  |  |
| Performance guarantees and advance payment guarantees to customers of the Group | 2,163 | 2,078 |
| Discontinued operations |  |  |
| Guarantees in respect of credit facilities granted to certain joint ventures | - | 77 |
|  | 2,163 | 2,155 |

In addition, the Group guarantees the payment from its customers under a risk sharing arrangement with a third party leasing company in connection with the sale of its equipment up to a pre-determined amount. As at 31 March 2023, the total outstanding risk sharing amount on which the Group has an obligation to pay the leasing company should the customers default, amounted to RM243 million (30 June 2022: RM305 million).
b) Claims

|  | As at 31 March 2023 | As at 30 June 2022 |
| :---: | :---: | :---: |
| Potential claims |  |  |
| - continuing operations | 10 | 10 |
| - discontinued operations | - | 6 |
|  | 10 | 16 |

The claims include disputed amounts for the supply of goods and services.

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## B. EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE MAIN MARKET LISTING

 REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD
## B1. Review of Group Performance

|  | Quarter ended 31 March |  | Three quarters ended 31 March |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2023 | 2022 | \% | 2023 | 2022 | \% |
|  |  |  | +/(-) |  |  | +/(-) |
| Continuing operations |  |  |  |  |  |  |
| Revenue | 11,528 | 10,524 | 9.5 | 35,002 | 31,651 | 10.6 |
| Segment results: |  |  |  |  |  |  |
| Industrial | 236 | 150 | 57.3 | 676 | 523 | 29.3 |
| Motors | 170 | 237 | (28.3) | 497 | 748 | (33.6) |
| Healthcare | 13 | 13 | - | 48 | 37 | 29.7 |
| Others | 15 | 19 | (21.1) | 51 | 30 | 70.0 |
|  | 434 | 419 | 3.6 | 1,272 | 1,338 | (4.9) |
| Foreign exchange gain from repayment of net |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
| Profit before interest and tax | 418 | 402 | 4.0 | 1,225 | 1,287 | (4.8) |
| Finance income | 24 | 9 |  | 47 | 28 |  |
| Finance costs | (81) | (36) |  | (206) | (102) |  |
| Profit before tax | 361 | 375 | (3.7) | 1,066 | 1,213 | (12.1) |
| Taxation | (108) | (121) |  | (308) | (336) |  |
| Profit from continuing operations | 253 | 254 | (0.4) | 758 | 877 | (13.6) |
| Non-controlling interests | (13) | (20) |  | (40) | (81) |  |
| Profit from continuing operations attributable to owners of the Company | 240 | 234 | 2.6 | 718 | 796 | (9.8) |
| Discontinued operations |  |  |  |  |  |  |
| Profit from discontinued operations attributable to owners of the Company | - | 10 |  | 118 | 29 |  |
| Profit attributable to owners of the Company | 240 | 244 | (1.6) | 836 | 825 | 1.3 |

An analysis of the results for the quarter ended 31 March 2023 against the quarter ended 31 March 2022 is as follows:

The Group's profit attributable to owners of the Company ("Net Profit") was slightly lower by $1.6 \%$ mainly due to lower profit from Motors and higher finance costs, partly offset by higher profit from Industrial.
a) Industrial

Profit before interest and tax ("PBIT") increased by $57.3 \%$ to RM236 million in the current quarter predominantly due to higher profit from Australasia (increased from RM121 million to RM212 million). This was largely attributed to higher parts revenue, which was supported by parts price increase and maintenance of mining equipment.

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## B1. Review of Group Performance (continued)

An analysis of the results for the quarter ended 31 March 2023 against the quarter ended 31 March 2022 is as follows (continued):
b) Motors

PBIT declined by $28.3 \%$ to RM170 million in the current quarter largely due to lower profit from China (decreased from RM115 million to RM24 million) as a result of lower margins.

The impact was partially mitigated by the Malaysian and Singapore operations. The Malaysian operations continued to record higher profits, mainly from the aftersales and importation segments, while the operations in Singapore registered improved margins in the current quarter.
c) Others

Lower PBIT recorded in the current quarter mainly due to RM12 million income recognised in relation to a legacy corporate exercise in the previous corresponding quarter, partially offset by foreign exchange gains in the current quarter of RM5 million (previous corresponding quarter: foreign exchange loss of RM2 million).

## d) Finance costs

The higher finance costs in the current quarter were mainly due to higher interest rates and higher average borrowings.

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## B1. Review of Group Performance (continued)

An analysis of the results for the three quarters ended 31 March 2023 against the three quarters ended 31 March 2022 is as follows:

The Group's Net Profit was slightly higher by $1.3 \%$ mainly due to higher profit from discontinued operations, which included the gain on disposal of the Weifang port companies. The Group's Net Profit from continuing operations declined by $9.8 \%$ largely due to similar reasons as outlined in the results for the quarter ended 31 March 2023.
a) Industrial

PBIT was higher by $29.3 \%$ at RM676 million mainly due to higher parts profit in Australasia, as explained in the results for the quarter ended 31 March 2023. This was partly offset by weaker results from the Malaysia operations as a result of higher project costs in the energy services and engines segments.
b) Motors

PBIT was lower by $33.6 \%$ at RM497 million predominantly due to lower profit from the China operations, partly offset by higher profit from the Malaysia operations and the improvement in the Singapore operations, as explained in the results for the quarter ended 31 March 2023.
c) Healthcare

The share of profit from the Ramsay Sime Darby Health Care Sdn Bhd ("RSDH") joint venture was higher mainly attributed to higher revenue from its Malaysia operations.
d) Others

PBIT was higher mainly due to foreign exchange gains of RM29 million (previous corresponding period: foreign exchange loss of RM3 million), notwithstanding the previous corresponding period also included RM12 million income from a legacy corporate exercise.
e) Discontinued operations

Included gain on disposal of the Weifang port companies of RM147 million. Refer to Note A11 for further details.

The variance for finance costs was mainly due to similar reasons as explained in the results for the quarter ended 31 March 2023.

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## B2. Material Changes in Profit for the Current Quarter as Compared to the Results of the Preceding Quarter

|  | Quarter ended |  | $\begin{gathered} \text { \% } \\ +/(-) \end{gathered}$ |
| :---: | :---: | :---: | :---: |
|  | 31 March 2023 | 31 December 2022 |  |
| Continuing operations |  |  |  |
| Revenue | 11,528 | 11,292 | 2.1 |
| Segment results: |  |  |  |
| Industrial | 236 | 224 | 5.4 |
| Motors | 170 | 151 | 12.6 |
| Healthcare | 13 | 16 | (18.8) |
| Others | 15 | 43 | (65.1) |
|  | 434 | 434 | - |
| Foreign exchange gain from repayment of net investments | 7 | 12 |  |
| Corporate expenses | (23) | (25) |  |
| Profit before interest and tax | 418 | 421 | (0.7) |
| Finance income | 24 | 12 |  |
| Finance costs | (81) | (68) |  |
| Profit before tax | 361 | 365 | (1.1) |
| Taxation | (108) | (103) |  |
| Profit from continuing operations | 253 | 262 | (3.4) |
| Non-controlling interests | (13) | (7) |  |
| Profit from continuing operations attributable to owners of the Company | 240 | 255 | (5.9) |
| Discontinued operations |  |  |  |
| Profit from discontinued operations attributable to owners of the Company | - | 134 |  |
| Profit attributable to owners of the Company | 240 | 389 | (38.3) |

An analysis of the results for the quarter ended 31 March 2023 against the quarter ended 31 December 2022 is as follows:

The Group's Net Profit was lower by $38.3 \%$ as the preceding quarter recorded profit from discontinued operations, which included the gain on disposal of the Weifang port companies as outlined in B1.
a) Industrial

PBIT was higher by $5.4 \%$ predominantly due to higher profit from Australasia as the parts operations continued to record strong revenue.
b) Motors

PBIT was higher by $12.6 \%$ with improved profitability at the Asian operations. The Malaysia operations recorded higher profit from the importation and assembly segments.
c) Others

The current quarter recorded lower foreign exchange gains of RM5 million (preceding quarter: foreign exchange gains of RM38 million) relating to the remaining companies of the former Logistics segment and the legacy oil and gas operations.
d) Discontinued operations

The variance for the profit from discontinued operations was as explained in B1.

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## B3. Prospects

The Group's net profit from continuing operations in the first three quarters of the financial year was largely impacted by the lower profit from the Motors operations in China and higher finance costs of the Group, partly offset by higher profit at Industrial Australasia. The global economic outlook remains uncertain, and central banks are closely monitoring economic indicators and adjusting policies as necessary.

The automotive sector in China is facing heightened competition from multiple brands that are actively launching and scaling up production of new electric vehicle models. In Malaysia, the demand for aftersales service is supported by the strong vehicle sales from the past sales and service tax exemption period. New vehicle models in various regions are expected to create appealing product offerings and promote sales.

The mining sector in Australia is expected to benefit from the sustained demand for coal, driven by the resumption of coal exports to China and urbanisation projects in Asia. This in turn, should support the sale of equipment and product support in Australia. The recent acquisition of Onsite Rental is expected to help strengthen the division's market position across the equipment rental spectrum in Australia. In China, despite the full re-opening of the economy, the project commencement rate in the construction sector has been slow. The market volume for industrial equipment in China is likely to be subdued until Government funding is allocated to the construction players.

Taking into account the one-off gains mainly from the disposal of non-core assets expected to be recognised in the current financial year, the Board expects the Group's financial performance for the financial year ending 30 June 2023 to be better than that of the previous financial year.

## B4. Variance of Actual Profit from Profit Forecast or Profit Guarantee

Not applicable as there was no profit forecast or profit guarantee issued.

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## B5. Profit before tax

|  | Quarter ended 31 March |  | Three quarters ended 31 March |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2023 | 2022 | 2023 | 2022 |
| Included in operating profit of continuing operations are: |  |  |  |  |
| Depreciation and amortisation | (294) | (279) | (879) | (827) |
| Inventory write-down and provision (net) | (28) | (15) | (118) | (28) |
| (Impairment of receivables)/Reversal of impairment of receivables (net) | (14) | (5) | (5) | 3 |
| Reversal of impairment of fixed assets (net) | - | - | 1 | - |
| Fair value gain on financial assets at fair value through profit or loss | 1 | - | 2 | - |
| Net gain on disposal of fixed assets | 1 | - | 2 | 2 |
| Net foreign exchange gain/(loss) | 12 | (6) | 37 | (14) |
| Net gain/(loss) on derivatives | 1 | (1) | (4) | (2) |
| Net gain on lease modification/termination | 2 | - | 3 | 1 |

## B6. Taxation

|  | Quarter ended 31 March |  | Three quarters ended 31 March |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2023 | 2022 | 2023 | 2022 |
| Continuing operations |  |  |  |  |
| Current tax: |  |  |  |  |
| - current year | 125 | 126 | 346 | 330 |
| - previous years | 7 | - | 11 | 12 |
|  | 132 | 126 | 357 | 342 |
| Deferred tax: <br> - origination and reversal of temporary differences and other deferred tax adjustments |  |  |  |  |
|  | (24) | (5) | (49) | (6) |
|  | 108 | 121 | 308 | 336 |
| Discontinued operations | - | 2 | (4) | - |

The effective tax rate of continuing operations (excluding share of results of associates and joint ventures) for the current quarter ended and three quarters ended 31 March 2023 of $31.8 \%$ and $31.4 \%$ respectively were higher than the applicable tax rate of $25.6 \%$ and $25.8 \%$ respectively.

The higher effective tax rate in the current quarter ended 31 March 2023 was mainly due to the impact of tax expense relating to prior years and non-deductible expenses.

The higher effective tax rate in the three quarters ended 31 March 2023 was mainly due to the impact of nondeductible expenses, tax on certain intra-group dividends, deferred tax not recognised for certain tax losses and adjustments to tax expense relating to prior years.

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## B7. Status of Corporate Proposals

The corporate proposals announced but not completed as at 18 May 2023 are as follows:
a) On 27 October 2021, Kumpulan Sime Darby Berhad, a wholly-owned subsidiary of the Group entered into a Sale and Purchase Agreement ("SPA") with Sime Darby Property (MVV Central) Sdn. Bhd. ("MVV Central"), a wholly-owned subsidiary of Sime Darby Property Berhad, for the disposal of 760.12 acres of land in Labu, Negeri Sembilan, to MVV Central for a cash consideration of RM280 million. The conditions precedent have been met and the completion is expected within 3 months.
b) On 24 August 2022, the Group entered into a Sale and Purchase Agreement ("SPA") with NS Corporation for the disposal of $1,382.2$ acres of land in Labu, Negeri Sembilan, for a cash consideration of RM460 million. On 23 September 2022, the Group entered into a second SPA with NS Corporation for the disposal of approximately $1,281.8$ acres of land located in the Malaysia Vision Valley area for a cash consideration of RM445 million.

The agreements are expected to be completed in the financial year ending 30 June 2024 or the financial year ending 30 June 2025, subject to further extension as may be mutually agreed.

B8. Group Borrowings
The breakdown of the borrowings as at 31 March 2023 is as follows:

| Long-term | Secured | Unsecured | Total |
| :---: | :---: | :---: | :---: |
| Term loans | 25 | 157 | 182 |
|  | 25 | 157 | 182 |
| Short-term |  |  |  |
| Term loans due within one year | 12 | 249 | 261 |
| Bank overdrafts | - | 103 | 103 |
| Islamic financing | - | 320 | 320 |
| Revolving credits, bankers acceptances, trade <br> facilities and other short-term borrowings _ $\quad 3,097 \quad 3,097$ |  |  |  |
|  | 12 | 3,769 | 3,781 |
| Total borrowings | 37 | 3,926 | 3,963 |

The Group borrowings in RM equivalent analysed by currency are as follows:
Long-term
borrowings

| Ringgit Malaysia | - | 397 | 397 |
| :--- | ---: | ---: | ---: |
| Australian dollar | 115 | 1,717 | 1,832 |
| Chinese renminbi | - | 323 | 323 |
| Hong Kong dollar | - | 247 | 247 |
| New Zealand dollar | 42 | 737 | 779 |
| Pacific franc | 25 | 19 | 44 |
| Singapore dollar | - | 145 | 145 |
| Taiwan dollar | - | 143 | 143 |
| Thailand baht | - | 53 | 53 |
| Total borrowings |  | 182 | 3,781 |

Secured borrowings are secured by fixed and floating charges over property and plant and equipment in New Caledonian subsidiaries.

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## B9. Financial Instruments

a) Derivatives

The Group uses forward foreign exchange contracts and interest rate swap contracts primarily to manage its exposure to financial risks. The fair values of these contracts as at 31 March 2023 are as follows:
Classification in
Statement of Financial Position

Assets \begin{tabular}{rrr}

Liabilities \& \& | Net fair |
| :---: |
| value | <br>

9 \& $(43)$ \& $(34)$ <br>
5 \& - \& 5 <br>
\& \& $(43)$ <br>
\hline 14 \& \& $(29)$ <br>
\hline
\end{tabular}

There is no change to the type of derivative financial contracts entered into, cash requirements of the derivatives, risk associated with the derivatives and the risk management objectives and policies to mitigate these risks since the financial year ended 30 June 2022.

The description, notional amount and maturity profile of the derivatives are shown below:

## Forward foreign exchange contracts

The forward foreign currency contracts are stated at fair value, using the prevailing market rates. Changes in fair value of the forward foreign currency contracts are recognised in other comprehensive income unless hedge accounting is not applied, in which case, the changes to the fair value of the derivatives are taken to profit or loss.

As at 31 March 2023, the notional amount, fair value and maturity tenor of the forward foreign exchange contracts are as follows:
Notional
amount

4,409 $\quad$\begin{tabular}{r}
Net <br>
fair value <br>
liabilities <br>
$(34)$ <br>

- less than 1 year 1 year to 3 years <br>
\hline
\end{tabular}

${ }^{1}$ Less than RM1 million

## Interest rate swap contracts

The Group has entered into interest rate swap contracts to convert floating rate liabilities to fixed rate liabilities to reduce the Group's exposure to adverse fluctuations in interest rates on underlying debt instruments. The differences between the rates calculated by reference to the agreed notional principal amounts are exchanged at periodic intervals. All changes in fair value during the period are recognised in other comprehensive income unless hedge accounting is not applied, in which case, the changes to the fair value of the derivatives are taken to profit or loss.

As at 31 March 2023, the notional amount, fair value and maturity tenor of the interest rate swap contracts are as follows:
Notional

Amount \begin{tabular}{r}

| Fair Value |
| ---: |
| Assets | <br>

- less than 1 year <br>
- 1 year to 3 years <br>
<br>
<br>
<br>
<br>
\end{tabular}


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## B9. Financial Instruments (continued)

b) Financial instruments measured at fair value

The measurement and categorisation of the financial instruments carried at fair value are as follows:

## Financial assets at fair value through profit or loss

The fair values of these assets are based on valuation techniques with significant unobservable inputs (Level 3) as quoted market prices in active markets (Level 1) or valuation techniques using market observable inputs (Level 2) are not available.

## Derivatives

The fair values of derivatives are based on price quotes for similar instruments or valuation techniques based on market observable inputs (Level 2) as quoted prices of identical instruments from an active market (Level 1) are not available.

The fair value of forward foreign exchange contracts are calculated using observable forward exchange rates at the end of the reporting period, with the resulting value discounted to present value.

The fair value of interest rate swap contracts are calculated as the present value of the estimated future cash flows based on observable yield curves.
c) Fair Value Changes of Financial Liabilities

Other than derivatives which are classified as liabilities only when they are at fair value loss position as at the end of the reporting period, the Group does not remeasure its financial liabilities at fair value after initial recognition.

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## B10. Material Litigation

Changes in material litigation since the date of the last audited annual statement of financial position up to 18 May 2023 are as follows:
a) Qatar Petroleum Project ("QP Project"), Maersk Oil Qatar Project ("MOQ Project") and the Marine Project Civil Suit ("Oil \& Gas Suit")

On 23 December 2010, Sime Darby Berhad and four subsidiaries (collectively, "the Plaintiffs") filed a civil suit against Dato’ Seri Ahmad Zubair @ Ahmad Zubir Hj Murshid, Dato’ Mohamad Shukri Baharom, Abdul Rahim Ismail, Abdul Kadir Alias and Mohd Zaki Othman (collectively, "the Defendants") for damages arising from the Defendants' negligence and breaches of duty relating to the QP Project, the MOQ Project and the project relating to the construction of a derrick lay barge for an aggregate amount of RM93 million and USD79 million (approximately RM357 million) together with general and aggravated damages and other relief.

On 13 June 2014, all the Defendants consented to an Interlocutory Judgement being recorded on the Defendants' liability with damages to be assessed by the Court (the "Consent Judgement"). The Plaintiffs shall be permitted to enforce any final judgement entered after the assessment of damages, upon recovering all claims from the QP and MOQ projects and proceeds from the sale of the derrick lay barge, or after the expiry of 3 years from the date of final judgement, whichever is earlier.

The Plaintiffs have filed a Notice of Application for directions to assess damages.
The hearing for the assessment of damages continued on 4 to 6 April 2023 and will further continue on 27 and 31 July 2023.
b) Bakun Hydroelectric Project ("Bakun Project") and the Indemnity Agreement Civil Suit ("Bakun Suit")

On 24 December 2010, Sime Darby Berhad and three subsidiaries (collectively, "the Plaintiffs") filed a civil suit against Dato’ Seri Ahmad Zubair @ Ahmad Zubir Hj Murshid, Dato’ Mohamad Shukri Baharom ("DMS") and Abdul Rahim Ismail (collectively, "the Defendants") for damages in connection with the Defendants' negligence and breaches of duty relating to the Package CW2-Main Civil Works for the Bakun Project and in respect of the Receipt, Discharge and Indemnity Agreement dated 12 January 2010 given to DMS for an aggregate amount of RM91 million together with general and aggravated damages to be assessed and other relief.

On 13 June 2014, all the Defendants consented to an Interlocutory Judgement being recorded on the Defendants' liability and for damages to be assessed by the Court. The Plaintiffs shall be permitted to enforce any final judgement entered after the assessment of damages, upon the Malaysia-China Hydro Joint Venture receiving full settlement from Sarawak Hidro Sdn Bhd or the Ministry of Finance in relation to the Bakun Project, or after the expiry of 3 years from the date of final judgement, whichever is earlier.

The Plaintiffs have filed a Notice of Application for directions to assess damages. The Registrar directed that the Plaintiffs' application for assessment of damages for the Oil \& Gas Suit and the Bakun Suit be heard separately and that the assessment of damages for the Oil \& Gas Suit will be heard first before the Bakun Suit.

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## B10. Material Litigation (continued)

Changes in material litigation since the date of the last audited annual statement of financial position up to 18 May 2023 are as follows: (continued)
c) B-193 Process Platform Project ("PP Project")

Sime Darby Engineering Sdn Bhd ("SDE") and Swiber Offshore Construction Pte Ltd ("SOC") entered into a Consortium Agreement to govern their relationship as a consortium ("the Consortium") to undertake works relating to the PP Project awarded by Oil and Natural Gas Corporation Ltd ("ONGC"). A contract dated 3 July 2010 was executed for a total contract price of USD618 million (approximately RM2.8 billion).

Disputes have arisen between the Consortium and ONGC and on 1 June 2016, the Consortium initiated arbitration proceedings against ONGC. SDE's portion of the Consortium's claim is circa USD76 million (approximately RM344 million).

On 22 March 2018, the tribunal ordered ONGC to pay the Consortium a net sum of USD5.12 million (approximately RM23 million), together with interest at $14 \%$ per annum, as full and final settlement of all claims. On 27 March 2018, ONGC filed an application at the High Court in Mumbai, India to set aside the arbitration award.

On 16 October 2020, SDE and Swiber filed enforcement proceedings against ONGC to seek recovery of the arbitration award. The warrant of attachment for movable properties was issued by the Court. On 19 April 2021, ONGC deposited a sum of INR 447 million (approximately RM25 million) to the Court, which includes interest at $14 \%$ on the principal sum awarded from the period of 22 March 2018 to 25 August 2020.

As a result of the sum deposited by ONGC, the award rendered by the arbitral tribunal has been stayed until the Court hears ONGC's application to set aside the arbitration award, the date of which has yet to be fixed.

## B11. Dividend

An interim dividend of 3.0 sen per share amounting to RM204 million in respect of the financial year ending 30 June 2023 was declared on 23 February 2023 and paid by way of cash on 31 March 2023.

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B12. Earnings Per Share

|  | Quarter ended 31 March |  | Three quarters ended 31 March |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2023 | 2022 | 2023 | 2022 |
| Basic earnings per share attributable to owners of the Company are computed as follows: |  |  |  |  |
| Profit attributable to owners of the Company from: |  |  |  |  |
| - continuing operations | 240 | 234 | 718 | 796 |
| - discontinued operations | - | 10 | 118 | 29 |
|  | 240 | 244 | 836 | 825 |
| Weighted average number of ordinary shares in issue (million) | 6,816 | 6,810 | 6,812 | 6,806 |
| Basic earnings per share (sen) |  |  |  |  |
| - continuing operations | 3.5 | 3.4 | 10.5 | 11.7 |
| - discontinued operations | - | 0.2 | 1.7 | 0.4 |
|  | 3.5 | 3.6 | 12.2 | 12.1 |

The diluted earnings per share of the Group is similar to the basic earnings per share as the Group does not have any material potential dilutive ordinary shares in issue.

Petaling Jaya
By Order of the Board

24 May 2023
Noor Zita Hassan
Group Secretary

