



**MUAR BAN LEE GROUP BERHAD**

(Company No.200601033829 (753588-P))  
(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL STATEMENTS  
FOR FOURTH QUARTER ENDED 31 DECEMBER 2023**



# MUAR BAN LEE GROUP BERHAD

(Company No. 200601033829 (753588-P))  
(Incorporated in Malaysia)

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023

	Individual Quarter		Cumulative Quarter	
	31/12/2023 RM'000	31/12/2022 RM'000	31/12/2023 RM'000	31/12/2022 RM'000
Revenue	70,154	67,804	279,370	392,825
Cost of sales	(39,938)	(56,576)	(201,128)	(322,964)
<b>Gross profit</b>	<b>30,216</b>	<b>11,228</b>	<b>78,242</b>	<b>69,861</b>
Other income	1,293	5,745	2,739	8,074
Depreciation and amortisation	(1,302)	(1,201)	(2,817)	(3,983)
Distribution and administrative expenses	(18,087)	(9,994)	(46,491)	(34,308)
<b>Operating profit</b>	<b>12,120</b>	<b>5,778</b>	<b>31,673</b>	<b>39,644</b>
Interest Income	324	126	2,040	507
Interest expenses	(260)	(758)	(810)	(2,724)
Profit on disposal of subsidiaries	-	40,608	-	40,608
Income on the determination of the share of associate	1 6,241	-	6,241	-
Loss on derecognition of associate	2 -	-	(2,706)	-
Share of results of an associate	3 (1,075)	(44)	(4,523)	(2,778)
<b>Profit before taxation</b>	<b>17,350</b>	<b>45,710</b>	<b>31,915</b>	<b>75,257</b>
Taxation	(6,145)	(6,463)	(12,182)	(14,414)
<b>Profit for the continuing operations</b>	<b>11,205</b>	<b>39,247</b>	<b>19,733</b>	<b>60,843</b>
<b>Discontinued operation</b>				
Loss from discontinued operation, net of tax	(119)	(663)	(604)	(1,033)
<b>Profit for the financial period</b>	<b>11,086</b>	<b>38,584</b>	<b>19,129</b>	<b>59,810</b>
Other comprehensive income/(loss), net of tax	4 (1,727)	6,934	(1,500)	7,750
<b>Total comprehensive income for the financial period</b>	<b>9,359</b>	<b>45,518</b>	<b>17,629</b>	<b>67,560</b>
<b>Profit attributable to:</b>				
Owners of the parent - continuing operation	11,171	40,833	19,809	61,220
- discontinued operation	(119)	(663)	(604)	(1,033)
	11,052	40,170	19,205	60,187
Non-controlling interests	34	(1,586)	(76)	(377)
<b>Profit for the financial period</b>	<b>11,086</b>	<b>38,584</b>	<b>19,129</b>	<b>59,810</b>
<b>Total comprehensive income attributable to:</b>				
Owners of the parent - continuing operation	9,444	47,767	18,309	68,505
- discontinued operation	(119)	(663)	(604)	(1,033)
	9,325	47,104	17,705	67,472
Non-controlling interests	34	(1,586)	(76)	88
<b>Total comprehensive income for the financial period</b>	<b>9,359</b>	<b>45,518</b>	<b>17,629</b>	<b>67,560</b>
Earnings per share (sen)				
Basic - continuing operation	4.91	20.48	8.71	26.87
- discontinued operation	(0.05)	(0.29)	(0.27)	(0.45)
	4.86	20.19	8.44	26.42
Diluted - continuing operation	4.91	N/A	8.71	N/A
- discontinued operation	(0.05)	N/A	(0.27)	N/A
	4.86	N/A	8.44	-

### Notes:

- Income on the determination of the share of associate mainly derived due to the excess of the entity's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment, in compliance with Paragraph 32 (b) of MFRS 128 Investments in Associates and Joint Ventures.
- Loss on derecognition of associate was mainly derived from the reclassification of investment in Symphony Life Berhad ("Symlife") from investment in associate to other investment.
- Company had on 8 December 2023 acquired an accumulated 82,940,000 ordinary shares representing 27.44% equity interest in SWS Capital Berhad ("SWS"). On 3 October 2023, both our Executive Directors in MBL, Dato' Chua Heok Wee and Mr. Chua Kang Sing, have been redesignated from Non-Executive Director to Managing Director and Executive Director, respectively, in SWS Capital Berhad. With that, SWS shall be treated as the associate to MBL and sharing the results of SWS using equity-accounting method during the current quarter under review, in compliance with MFRS 128 Investments in Associates and Joint Ventures.
- The other comprehensive income ("OCI") was consists of the net change in fair value on quoted investment, share option reserve, and currency translation differences arising from consolidation during the current quarter under review.

The Unaudited Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Annual Report of the Group for the year ended 31 December 2022 and the accompanying explanatory notes attached to the Interim Financial Statements.



# MUAR BAN LEE GROUP BERHAD

(Company No. 200601033829 (753588-P))  
(Incorporated in Malaysia)

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2023

		(Unaudited) As at 31/12/2023 RM'000	(Audited) As at 31/12/2022 RM'000
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment		72,179	62,142
Investment properties		615	620
Intangible assets		409	409
Right of use assets		2,484	2,413
Investment in associates	1	40,306	18,779
Other investment	2	12,716	-
		128,709	84,363
<b>Current assets</b>			
Inventories		47,780	45,007
Trade and other receivables		63,564	47,199
Amount owing from contract customers		24,707	19,851
Tax recoverable		6,048	4,177
Fixed deposits with licensed banks	3	33,127	2,155
Cash and bank balances	3	31,142	116,607
		206,368	234,996
Assets included in disposal group classified as held for sale		29,288	29,482
		235,656	264,478
<b>Total assets</b>		364,365	348,841
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital		75,536	75,536
Treasury shares		(11,140)	(11,140)
Revaluation reserve		19,952	12,931
Foreign currency translation reserve		(101)	-
Fair value adjustment reserve		(3,115)	-
Other reserve		635	-
Retained profits		149,979	130,774
Shareholder's equity		231,746	208,101
Non-controlling interests		(532)	(451)
<b>Total equity</b>		231,214	207,650



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## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2023

	(Unaudited) As at 31/12/2023 RM'000	(Audited) As at 31/12/2022 RM'000
<b>LIABILITIES</b>		
<b>Non-current liabilities</b>		
Finance lease liabilities	1,145	4,709
Right-of-use lease liabilities	2,714	1,896
Bank borrowings	5,117	6,226
Deferred tax liabilities	2,763	3,328
	11,739	16,159
<b>Current liabilities</b>		
Trade and other payables	110,808	107,855
Finance lease liabilities	487	908
Right-of-use lease liabilities	6	725
Bank borrowings	2,142	6,038
Provision for taxation	2,175	3,699
	115,618	119,225
Liabilities included in disposal group classified as held for sale	5,794	5,807
	121,412	125,032
<b>Total liabilities</b>	133,151	141,191
<b>Total equity and liabilities</b>	364,365	348,841
Net assets per share (RM)	1.02	0.91

### Notes:

- 1 Company had on 8 December 2023 acquired an accumulated 82,940,000 ordinary shares representing 27.44% equity interest in SWS Capital Berhad ("SWS"). Due to MBL having significant influence over SWS, the investment in SWS has now been reclassified from "Other Investment" to "Investment in Associates".
- 2 Due to MBL no longer having significant influence over Symphony Life Berhad ("Symlife"), the investment in Symlife has now been reclassified from "Investment in Associates" to "Other Investment" during the current quarter under review.
- 3 The decrease in cash and bank balances was mainly due to cash utilisation for the acquisition of 82,940,000 ordinary shares in SWS and placement of fixed deposits with licensed banks.

The Unaudited Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Report of the Group for the year ended 31 December 2022 and the accompanying explanatory notes attached to the Interim Financial Statements.



**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

	Attributable to owners of the parent												
	Share Capital	Treasury Shares	Revaluation Reserve	Non-Distributable				Foreign Currency Translation Reserve	Fair Value Adjustment Reserve	Distributable Retained Profits	Subtotal	Non-controlling interests	Total Equity
				Discount On Shares	Warrant Reserves	Other Reserve							
RM'000	RM'000	RM'000	RM'000	RM'000	RM	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
<b>At 1 January 2023</b>	75,536	(11,140)	12,931	-	-	-	-	-	130,774	208,101	(451)	207,650	
Profit for the financial year	-	-	-	-	-	-	-	-	19,205	19,205	(76)	19,129	
Other Comprehensive Income	-	-	-	-	-	-	-	-	-	-	-	-	
- fair value on quoted investment	-	-	-	-	-	-	-	(3,115)	-	(3,115)	-	(3,115)	
- Forex Translation Difference	-	-	-	-	-	-	(101)	-	-	(101)	-	(101)	
- Share of associate - OCI	-	-	1,716	-	-	-	-	-	-	1,716	-	1,716	
<b>Total comprehensive income for the financial year</b>	-	-	1,716	-	-	-	(101)	(3,115)	19,205	17,705	(76)	17,629	
<i>Contributions by and distributions to owners of the Company</i>													
Acquisition of an associate company	-	-	4,954	-	-	351	-	-	-	5,305	-	5,305	
Recognition of Employee Share Option Scheme (ESOS) expenses	-	-	-	-	-	635	-	-	-	635	-	635	
ESOS forfeited	-	-	351	-	-	(351)	-	-	-	-	-	-	
Changes in ownership interest in a subsidiary	-	-	-	-	-	-	-	-	-	-	(5)	(5)	
<b>Total transactions with owners of the Company</b>	-	-	5,305	-	-	635	-	-	-	5,940	(5)	5,935	
<b>At 31 December 2023</b>	<b>75,536</b>	<b>(11,140)</b>	<b>19,952</b>	<b>-</b>	<b>-</b>	<b>635</b>	<b>(101)</b>	<b>(3,115)</b>	<b>149,979</b>	<b>231,746</b>	<b>(532)</b>	<b>231,214</b>	
<b>At 1 January 2022</b>	75,395	(9,114)	6,199	(10,103)	13,586	-	(685)	-	70,180	145,458	9,064	154,522	
Profit for the financial year	-	-	-	-	-	-	-	-	60,187	60,187	(377)	59,810	
Other Comprehensive Income	-	-	-	-	-	-	-	-	-	-	-	-	
- Realisation of revaluation surplus	-	-	(72)	-	-	-	-	-	72	-	-	-	
- Surplus in revaluation	-	-	6,804	-	-	-	-	-	-	6,804	-	6,804	
- Forex Translation Difference	-	-	-	-	-	-	482	-	-	482	464	946	
<b>Total comprehensive income for the financial year</b>	-	-	6,732	-	-	-	482	-	60,259	67,473	87	67,560	
<i>Contributions by and distributions to owners of the Company</i>													
Proceed from conversion of warrants	141	-	-	45	(60)	-	-	-	-	126	-	126	
Transfer of warrant reserve upon expiry of warrants to retained earnings	-	-	-	10,058	(13,526)	-	-	-	3,468	-	-	-	
Purchase of treasury shares	-	(2,026)	-	-	-	-	-	-	-	(2,026)	-	(2,026)	
Elimination of non-controlling interest at disposal of subsidiary	-	-	-	-	-	-	203	-	(3,133)	(2,930)	(9,602)	(12,532)	
<b>Total transactions with owners of the Company</b>	141	(2,026)	-	10,103	(13,586)	-	203	-	335	(4,830)	(9,602)	(14,432)	
<b>At 31 December 2022</b>	<b>75,536</b>	<b>(11,140)</b>	<b>12,931</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>130,774</b>	<b>208,101</b>	<b>(451)</b>	<b>207,650</b>	

The Unaudited Condensed Consolidated Statements of Changes In Equity should be read in conjunction with the Annual Report of the Group for the year ended 31 December 2022 and the accompanying explanatory notes attached to the Interim Financial Statements.



# MUAR BAN LEE GROUP BERHAD

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## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023

	Current Year To-date 31/12/2023 RM'000	Preceding Year Corresponding Period 31/12/2022 RM'000
<b>CASH FLOWS (USED IN)/FROM OPERATING ACTIVITIES</b>		
<b>Profit before taxation</b>		
- Continuing operations	31,915	75,257
- Discontinued operations	(604)	(1,033)
	31,311	74,224
Adjustments for non-cash items:		
Depreciation of investment properties	5	5
Depreciation of property, plant and equipment	2,986	4,172
- Continuing operations	2,982	4,115
- Discontinued operations	4	57
Amortisation of intangible assets	1,544	-
- Continuing operations	1,476	-
- Discontinued operations	68	-
Amortisation of right-of-use assets	-	1,513
- Continuing operations	-	1,445
- Discontinued operations	-	68
Finance costs	973	3,046
- Continuing operations	652	2,724
- Discontinued operations	321	322
Gain on disposal of property, plant & equipment	(4)	(503)
Gain on disposal of investment in associate	(754)	-
Gain on disposal of investment in subsidiary companies	-	(40,608)
Net change in fair value of other investment	(3,115)	-
Loss on derecognition of associate	2,706	-
Impairment loss on assets	-	280
Reversal of impairment loss on trade receivable	-	(10)
Interest income	(2,040)	(507)
Share of results of an associate	4,523	2,778
Unrealised loss on foreign exchange	-	33
Employee share option expense	635	-
Income on the determination of the share of associate	(6,241)	-
	32,529	44,423
<b>Operating profit before working capital changes</b>		
<b>Changes in working capital</b>		
Inventories	(2,773)	(12,534)
Receivables	(16,373)	(9,020)
Payables	2,936	22,795
Contract customers	(4,856)	3,721
	11,463	49,385
<b>Cash from operations</b>		
Income tax paid	(16,142)	(7,043)
<b>Net cash (used in)/generated from operating activities</b>	(4,679)	42,342



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## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023

	Current Year To-date 31/12/2023 RM'000	Preceding Year Corresponding Period 31/12/2022 RM'000
<b>CASH FLOWS (USED IN)/FROM INVESTING ACTIVITIES</b>		
Acquisition of intangible assets	(1,547)	-
Acquisition of property, plant and equipment	(13,020)	(6,164)
Acquisition of investment in associate	(31,101)	(4,241)
Acquisition of other investment	(1,880)	-
Interest received	2,040	507
Proceed from disposal of other investment	-	1
Proceeds from disposal of property, plant and equipment	4	532
Proceed from disposal of investment in associate	5,525	-
Proceed from disposal of investment in subsidiary companies	-	27,718
<b>Net cash (used in)/generated from investing activities</b>	<b>(39,979)</b>	<b>18,353</b>
<b>CASH FLOWS (USED IN)/FROM FINANCING ACTIVITIES</b>		
Interest paid	(973)	(3,046)
Purchase of treasury shares	-	(2,026)
Proceed from conversion of warrant to share capital	-	125
Withdrawal/(Placemnt) of pledged fixed deposits	2,155	(48)
Net changes in bankers acceptance	(2,308)	(4,340)
Net changes in trade financing	(1,369)	2,987
Net changes in term loans	(1,328)	31,322
Net changes in finance lease liabilities	(3,885)	(2,473)
<b>Net cash (used in)/generated from financing activities</b>	<b>(7,708)</b>	<b>22,501</b>
<b>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>(52,366)</b>	<b>83,196</b>
Effect of exchange translation differences on cash and cash equivalents	(101)	69
Cash and cash equivalents at the beginning of the financial year	116,848	33,583
<b>Cash and cash equivalents at the end of the financial year</b>	<b>64,381</b>	<b>116,848</b>
Note: <b><u>Cash and cash equivalents at the end of the financial period comprises:</u></b>		
Fixed deposits with licensed banks	33,127	2,155
Cash and bank balances	31,254	116,848
- Continuing operations	31,142	116,607
- Discontinued operations	112	241
Fixed deposits pledged	-	(2,155)
	<b>64,381</b>	<b>116,848</b>

The Unaudited Condensed Statements of Cash Flows should be read in conjunction with the Annual Report of the Group for the financial year ended 31 December 2022 and the accompanying explanatory notes attached to the Interim Financial Statements.



**MUAR BAN LEE GROUP BERHAD** (Company No. 200601033829 (753588-P))

**NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

**A. EXPLANATORY NOTES PURSUANT TO THE MALAYSIAN FINANCIAL REPORTING STANDARDS (“MFRS”) 134: INTERIM FINANCIAL STATEMENTS**

**A1. BASIS OF PREPARATION**

The interim financial statements of the Group are unaudited and have been prepared in accordance with the requirement of Malaysian Financial Reporting Standard (“MFRS”) 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2022. The explanatory notes attached to the interim financial statements 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 year ended 31 December 2022.

**A2. CHANGES IN ACCOUNTING POLICIES**

The accounting policies and methods of computation adopted by the Group in these interim financial statements are consistent with those adopted in the audited financial statements for the year ended 31 December 2022 except for those standard, amendments and IC interpretation that had become effective 1 January 2023 and such adoptions do not have material impact on the financial statements of the Group and the Company.

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

The auditors’ report on the preceding audited financial statements was not subject to any qualification.

**A4. SEASONALITY OR CYCLICALITY FACTORS**

The performance of the Group is generally not affected by any seasonal or cyclical factors.

**A5. UNUSUAL ITEMS**

There were no unusual items for the current financial period under review.

**A6. CHANGES IN ESTIMATES**

There were no changes in estimates amount that had a material effect for the current financial period under review.

**A7. DEBT AND EQUITY SECURITIES**

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

Total treasury shares held as at 31 December 2023 was 21,085,900 shares. The shares repurchased are being held as treasury shares in accordance with Section 127 of the Companies Act 2016.





**MUAR BAN LEE GROUP BERHAD** (Company No. 200601033829 (753588-P))

**NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

**A8. DIVIDEND PAID**

There was no dividend paid during the quarter under review.

**A9. SEGMENTAL INFORMATION**

Segmental reporting for the 12 months ended 31 December 2023

12 months ended 31 December 2023

	Investment Holding	Manu- facturing	Oil Milling	Plantation	Automotive	Trading	Elimination	Consolidated (Continuing)	Plantation (Discontinued)	Consolidated (Total)
	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000
<b>Revenue</b>										
External sales	-	168,248	-	-	110,008	1,114	-	279,370	-	279,370
Inter-company	-	7,820	-	-	167	-	(7,987)	-	-	-
Dividend income	-	-	-	-	-	-	-	-	-	-
	-	176,068	-	-	110,175	1,114	(7,987)	279,370	-	279,370
<b>Segmental results</b>	(1,459)	42,525	-	(2,109)	(869)	(32)	(6,383)	31,673	(604)	31,069
Finance costs	-	(163)	-	(225)	(422)	-	-	(810)	-	(810)
Interest income	215	1,767	-	-	58	-	-	2,040	-	2,040
Income on the determination of the share of associate	6,241	-	-	-	-	-	-	6,241	-	6,241
Share of results of an associate	(4,523)	-	-	-	-	-	-	(4,523)	-	(4,523)
Net changes in fair value thru profit & loss	(2,706)	-	-	-	-	-	-	(2,706)	-	(2,706)
<b>Profit/(Loss) before Tax</b>	(2,232)	44,129	-	(2,334)	(1,233)	(32)	(6,383)	31,915	(604)	31,311
Taxation	-	-	-	-	-	-	-	(12,182)	-	(12,182)
<b>Profit/(Loss) for the period</b>								19,733	(604)	19,129

Segmental reporting for the 12 months ended 31 December 2022

12 months ended 31 December 2022

	Investment Holding	Manu- facturing	Oil Milling	Plantation	Automotive	Trading	Elimination	Consolidated (Continuing)	Plantation (Discontinued)	Consolidated (Total)
	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000
<b>Revenue</b>										
External sales	-	151,409	130,819	-	110,597	-	-	392,825	-	392,825
Inter-company	-	-	-	-	-	-	-	-	-	-
Dividend income	-	-	-	-	-	-	-	-	-	-
	-	151,409	130,819	-	110,597	-	-	392,825	-	392,825
<b>Segmental results</b>	2,136	33,888	3,959	(561)	177	-	45	39,644	(1,033)	38,611
Finance costs	(1,636)	(429)	-	(196)	(464)	-	-	(2,724)	-	(2,724)
Interest income	64	396	-	-	47	-	-	507	-	507
Share of results of an associate	(2,778)	-	-	-	-	-	-	(2,778)	-	(2,778)
Profit/(Loss) on disposal of subsidiaries	42,608	(2,000)	-	-	-	-	-	40,608	-	40,608
<b>Profit/(Loss) before Tax</b>	40,394	31,856	3,959	(757)	(240)	-	45	75,257	(1,033)	74,224
Taxation	-	-	-	-	-	-	-	(14,414)	-	(14,414)
<b>Profit/(Loss) for the period</b>								60,843	(1,033)	59,810



**A10. VALUATION OF PROPERTY, PLANT AND EQUIPMENT**

There was no revaluation of property, plant and equipment for the financial period under review.

**A11. MATERIAL SUBSEQUENT EVENTS**

There was no material subsequent event occurred after the financial period under review.

**A12. CHANGES IN THE COMPOSITION OF THE GROUP**

There were no changes in the composition of the Group in the financial period under review, except the reclassification of investment in Symphony Life Berhad from investment in associate to other investment as a result of no longer having significant influence over the associate, and the reclassification of investment in SWS Capital Berhad from other investment to investment in associate due to its significant influence.

**A13. CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

There were no contingent liabilities and contingent assets in the financial period under review.

**A14. CAPITAL COMMITMENTS**

There were no capital commitments in the financial period under review.

**A15. RELATED PARTY TRANSACTIONS**

The Group's related party transactions for current quarter and financial year-to-date are as follows:

Transacting parties	Relationship	Nature of transactions	Current quarter RM	Financial Year-to-date RM
Directors	Which the directors owned the said property and have substantial financial interests in the Company	Rental	6,000	24,000
WP Technology Sdn Bhd	Which the directors have substantial financial interests in the Company	Rental	7,500	30,000

**A16. DISCLOSURE OF DERIVATIVES**

There was no outstanding forward contract at the end of the quarter under review.



**B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

**B1. REVIEW OF PERFORMANCE**

	Individual Quarter (3 months ended)			Cumulative Quarter (12 months ended)		
	31/12/2023 RM '000	31/12/2022 RM '000	Changes %	31/12/2023 RM '000	31/12/2022 RM '000	Changes %
Revenue						
- Continuing operations	70,154	67,804	3.5	279,370	392,825	(28.9)
- Discontinued operation	-	-	-	-	-	-
	<u>70,154</u>	<u>67,804</u>	3.5	<u>279,370</u>	<u>392,825</u>	(28.9)
Operating profit	12,120	5,778	109.8	31,673	39,644	(20.1)
Profit before interest and tax	11,045	5,734	92.6	24,444	36,866	(33.7)
Profit before tax (PBT)						
- Continuing operations	17,350	45,710	(62.0)	31,915	75,257	(57.6)
- Discontinued operation	(119)	(663)	(82.1)	(604)	(1,033)	(41.5)
	<u>17,231</u>	<u>45,047</u>	(61.7)	<u>31,311</u>	<u>74,224</u>	(57.8)
Profit after tax (PAT)						
- Continuing operations	11,205	39,247	(71.5)	19,733	60,843	(67.6)
- Discontinued operation	(119)	(663)	(82.1)	(604)	(1,033)	(41.5)
	<u>11,086</u>	<u>38,584</u>	(71.3)	<u>19,129</u>	<u>59,810</u>	(68.0)
Profit attributable to Ordinary Equity Holders of the Parent						
- Continuing operations	11,171	40,833	(72.6)	19,809	61,220	(67.6)
- Discontinued operation	(119)	(663)	(82.1)	(604)	(1,033)	(41.5)
	<u>11,052</u>	<u>40,170</u>	(72.5)	<u>19,205</u>	<u>60,187</u>	(68.1)

**For the current quarter under review**, the Group posted a 3.5% increase in revenue from RM67.80 million a year earlier to RM70.15 million. Profit Before Tax ("PBT") decreased 62.0% from RM45.71 million to RM17.35 million a year earlier. Higher PBT was posted in the prior year's corresponding quarter mainly due to the net gain on disposal of subsidiary company, Theron Holdings Sdn Bhd. The performance review by segments is as follows:

**Manufacturing** division's revenue and PBT were recorded at RM49.42 million and RM15.59 million respectively in the current quarter as compared with RM38.94 million and RM0.36 million recorded in prior year's corresponding quarter. The higher revenue and PBT were mainly due to the increase in project completion.

**Oil milling** division has disposed off during last financial year.

**Plantation** division registered a Loss before Tax ("LBT") of RM1.74 million (2022: RM0.19 million). The unfavorable result was mainly due to the durian plantation is still immature and therefore no revenue is generated.



**NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

**Automotive** division's revenue stood at RM21.64 million as compared with RM28.86 million recorded in the same period last year but LBT of RM0.50 million recorded in the current quarter compared with PBT of RM0.34 million last year. The decrease in revenue and profit was mainly driven by the drop in demand for x-series models.

**Trading** division posted a PBT of RM0.06 million during the current quarter under review. The PBT was mainly incurred from the newly incorporated subsidiary in Indonesia, PT. Muar Ban Lee Engineering.

**For the cumulative twelve months period under review**, the Group's revenue decreased by 28.9% to RM279.37 million, while Profit Before Tax ("PBT") decreased by 57.6% to RM31.92 million as compared to the preceding year's corresponding quarter. Generally, the drop in revenue was due to the disposal of subsidiary in Indonesia, PT. Serdang Jaya Perdana, while higher PBT was posted in the prior year's corresponding period mainly due to the net gain on disposal of subsidiary company, Theron Holdings Sdn Bhd.

**B2. COMPARISON WITH IMMEDIATE PRECEDING QUARTER'S RESULT**

	Current Quarter 31/12/2023 RM '000	Immediate Preceding Quarter 30/09/2023 RM '000	Changes %
Revenue			
- Continuing operations	70,154	74,582	(5.9)
- Discontinued operation	-	-	-
	<b>70,154</b>	<b>74,582</b>	<b>(5.9)</b>
Operating profit			
- Continuing operations	12,120	7,529	61.0
- Discontinued operation	-	-	-
	<b>12,120</b>	<b>7,529</b>	<b>61.0</b>
Share of results of associate	(1,075)	-	-
Profit before interest and tax	11,045	7,529	46.7
Profit before tax (PBT)			
- Continuing operations	17,350	7,910	119.3
- Discontinued operation	(119)	(158)	(24.7)
	<b>17,231</b>	<b>7,752</b>	<b>122.3</b>
Profit after tax (PAT)			
- Continuing operations	11,205	4,984	124.8
- Discontinued operation	(119)	(158)	(24.7)
	<b>11,086</b>	<b>4,826</b>	<b>129.7</b>
Profit attributable to Ordinary Equity Holders of the Parent			
- Continuing operations	11,171	5,016	122.7
- Discontinued operation	(119)	(158)	(24.7)
	<b>11,052</b>	<b>4,858</b>	<b>127.5</b>



**MUAR BAN LEE GROUP BERHAD** (Company No. 200601033829 (753588-P))

**NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

**For the current quarter under review**, revenue and PBT of the Group were recorded at RM70.15 million and RM17.35 million as compared to immediate preceding quarter of RM74.58 million and RM7.91 million, respectively. Generally, the increased in PBT as compared to immediate preceding quarter was mainly due to the income derived from the determination of the share of associate, SWS Capital Berhad, amounted to RM6.42 million during current quarter under review and the loss on derecognition of associate, Symphony Life Berhad, amounted to RM2.71 million.

**B3. COMMENTARY ON PROSPECTS**

With the sizable secured order book in hand and the encouraging business environment ahead, the board is optimistic that the Group will be able to achieve satisfactory results mainly driven by the manufacturing division for the financial year ending 31 December 2024.

**B4. VARIANCE FROM PROFIT FORECAST**

There is no profit forecast issued for the current financial period under review.

**B5. TAXATION**

Taxation for the quarter and year to date comprises:

	Current Quarter RM '000	Current YTD RM '000
Taxation		
- Current period	(6,145)	(12,182)
	<u>(6,145)</u>	<u>(12,182)</u>

Malaysian income tax is calculated at the statutory tax rate of 24% of the estimated assessable profits for the financial year.

The effective tax rate of the Group is higher than the statutory tax rate was mainly due to the losses in the associate company and subsidiary as well as the non-deductible expenses.

**B6. STATUS OF CORPORATE PROPOSALS**

There is no new corporate proposal during the quarter ended 31 December 2023.



**B7. GROUP BORROWINGS AND DEBT SECURITIES**

The Group's borrowings as at 31 December 2023 and 30 December 2022 are as follows:

	As at Fourth Quarter ended 2023					
	Long Term		Short Term		Total Borrowings	
	Denominated in		Denominated in		Denominated in	
	USD RM '000	RM RM '000	USD RM '000	RM RM '000	USD RM '000	RM RM '000
<b>Secured</b>						
- Term loans	-	5,117	-	524	-	5,641
- Bankers acceptance	-	-	-	-	-	-
- Trade Financing	-	-	-	1,618	-	1,618
<b>Total</b>	-	5,117	-	2,142	-	7,259

	As at Fourth Quarter ended 2022					
	Long Term		Short Term		Total Borrowings	
	Denominated in		Denominated in		Denominated in	
	USD RM '000	RM RM '000	USD RM '000	RM RM '000	USD RM '000	RM RM '000
<b>Secured</b>						
- Term loans	-	6,226	-	743	-	6,969
- Bankers acceptance	-	-	-	2,308	-	2,308
- Trade Financing	-	-	-	2,987	-	2,987
<b>Total</b>	-	6,226	-	6,038	-	12,264

The effective interest rates per annum at the end of the reporting period for the Group's borrowings were as follows:

	(Unaudited) 2023 %	(Audited) 2022 %
Term loans	3.27 - 5.38	3.27 - 4.88
Bankers acceptance	-	3.56
Trade Financing	4.30 - 4.70	3.95 - 4.58

**B8. OFF BALANCE SHEET FINANCIAL INSTRUMENTS**

As at the date of this report, the Group did not have any financial instruments with off balance sheet risks.



## **B9. MATERIAL LITIGATION**

### **Disposal of Sokor Gemilang Ladang Sdn Bhd (“SGLSB”)**

On 18 February 2022, the Group wholly-owned subsidiary, MBL Plantation Sdn Bhd (“MBLPSB” or collectively referred to as “Defendant”) had received a Writ of Summon and Statement of Claim both dated 15 February 2022 filed by Doa Huat Holdings Sdn Bhd (collectively referred to as “Plaintiff”) under Kuala Lumpur High Court Suit No. WA-22NCC-67-02/2022 in relation to the claims filed by the Plaintiff through a legal firm acting on their behalf.

The plaintiff claimed that the Share Sales Agreement dated 1 April 2021 between the Plaintiff and the Defendant for the purchase of shares of Sokor Gemilang Ladang Sdn Bhd (“SGLSB”) with a total consideration of RM25,000,000.00 is void or terminated and demanded for the repayment of RM23,900,000.00.

The Plaintiff has made a total payment of RM23,900,000.00 to the Defendant to date, with the balance of the consideration RM1,100,000.00 remains outstanding.

MBLPSB has appointed a legal firm to act on its behalf and filed a counter claim against plaintiff on the above case. Further to the announcement made on 18 February 2022 and 2 March 2022, the case WA-22NCC-67-02/2022 has been transferred to Penang high court pursuant to a court order dated 15 April 2022.

Pursuant to the case Management on 20 May 2022, the company has filed the interlocutory applications to Penang High Court to move the Court to dispose of Doa Huat’s claim and to seek the court to enter summary judgement against Doa Huat for MBLPSB’s counterclaim. The Court has fixed the hearing date on 29 July 2022.

On 29 July 2022, Plaintiff's claim has been dismissed by the Court with costs of RM5,000.00, subject to allocator, to be paid by the Plaintiff to MBLPSB.

In respect of MBLPSB's counterclaim against Plaintiff, the Court allowed MBLPSB's application for summary judgment of its counterclaim with the following terms:-

- (a) a Declaration that the Plaintiff's act/attempt to terminate the share sale agreement dated 1/4/2021 ("the Agreement") via the Plaintiff's letter of termination dated 7/2/2022 is not valid;
- (b) an order for specific performance of the Agreement whereby the Plaintiff shall continue and fulfill all its obligations under the Agreement including paying the balance consideration price of RM1,100,000.00 to the Defendant within fourteen (14) days from the date of this judgment;
- (c) The Plaintiff shall provide full cooperation and do all that is necessary to complete the Agreement within fourteen (14) days from the date the Defendant receives payment of the balance consideration price of RM1,100,000.00;
- (d) If the Plaintiff fails to comply with paragraph (c) above, then the Registrar of the Court is given the power to execute all requisite documents to complete the transfer of 100% of the shares in Sokor Gemilang Ladang Sdn. Bhd. (Company No: 742516-X) from the Defendant to the Plaintiff; and
- (e) Costs of RM5,000.00, subject to allocator, to be paid by the Plaintiff to MBLPSB.

In gist, the whole civil suit PA-22NCC-13-04/2022 has been disposed of in MBLPSB's favour.

On 2 September 2022, MBLPSB’s solicitors had updated the Company that the Plaintiff has filed an appeal to the Court of Appeal against the High Court Orders/Decisions given on 29 July 2022. The Plaintiff has also filed an application for stay of the High Court orders pending their appeal to the Court of Appeal. The Company is resisting and opposing both the Appeal and the Stay application.



**MUAR BAN LEE GROUP BERHAD** (Company No. 200601033829 (753588-P))

**NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

The first case management of the Appeal (Court of Appeal, Civil Appeal No.: P-02(IM)(NCC)-1545-08/2022) is fixed on 10 November 2022. There is no appeal hearing date fixed yet at this juncture.

As for the Application for Stay at the High Court, the court has given directions for filing of affidavits and has fixed a further case management date. There is still no hearing date fixed yet for the Stay application at this juncture.

The High Court matter and the Court of Appeal matters have also now been taken over by our new solicitors (Messrs Presgrave & Matthews).

Pursuant to the Case Management on 4 October 2022, the Court has fixed the hearing date for the stay application on 15 December 2022 at 8.30 a.m. by Zoom before YA Tuan Quay Chew Soon.

On 22 November 2022, pursuant to the Case Management in respect of the Appeal (Court of Appeal, Civil Appeal No.: P-02(IM)(NCC)-1545-08/2022) conducted on 10 November 2022 and which concluded only on 21 November 2022, the Court of Appeal (Putrajaya) has fixed the hearing of the Plaintiff/Appellant's Appeal to be heard on 20 June 2023.

On 9 December 2022, MBLPSB's solicitor had updated the Company that the Court has rescheduled the hearing date for the stay application from 15 December 2022 to 6 January 2023.

On 6 January 2023, MBLPSB's solicitor had updated the Company on the outcome of hearing for the stay application on 6 January 2023. Plaintiff's application for Stay (Enclosure 50) has been dismissed by the Court with costs of RM5,000.00 to be paid by the Plaintiff to MBLPSB.

On 13 February 2023, MBLPSB's solicitor had updated the Company that the Court of Appeal has fixed the hearing date for both Motions (Enclosure 13 for Fresh Evidence and Enclosure 16 for Stay) on 9 May 2023.

On 10 May 2023, MBLPSB's solicitor had updated the Company that the hearing date of both Motions (Enclosure 13 for Fresh Evidence and Enclosure 16 for Stay) at the Court of Appeal, originally scheduled to proceed on 9 May 2023, has been postponed. A new hearing date will be fixed by the Court of Appeal.

On 23 May 2023, MBLPSB's solicitor had updated the Company that the hearing date of both Motions (Enclosure 13 for Fresh Evidence and Enclosure 16 for Stay) have now been fixed on 20 June 2023. The Hearing of the Appeal (Enclosure 1) which was originally fixed on 20 June 2023, has now been rescheduled to 14 August 2023.

On 20 June 2023, MBLPSB's solicitor had updated the Company that in respect of Enclosure 13 (Motion for Fresh Evidence), the Court allowed the Appellant to adduce and rely on the Letter dated 27 November 2022 from Perbadanan Pembangunan Ladang Rakyat Negeri Kelantan to be used and argued in the Main Appeal, and the Court also allowed the Respondent to adduce and rely on its solicitor letters dated 14 December 2022 and 18 January 2023. The Appellant shall file a Supplemental Record of Appeal in 14 days to include the 3 letters. Costs in the cause.

In respect of Enclosure 16 (Motion for Stay), the Court of Appeal ordered that the Appellant pay the sum of RM1.1 million being the balance purchase price to the Respondents' solicitors as stakeholders within 21 days from today (20 June 2023) and to be held as stakeholders pending the disposal of the Appellant's main appeal.

On 14 August 2023, MBLPSB's solicitor had updated the Company on the outcome of Hearing of the Appeal (Enclosure 1) held on 14 August 2023. The Court of Appeal was of the opinion that the Letter from Perbadanan Pembangunan Ladang Rakyat Negeri Kelantan dated 27 November 2022 raised a triable issue, both parties have to go back to the High Court for full trial in respect of the case. The Appeal was allowed with costs in the cause.





**MUAR BAN LEE GROUP BERHAD** (Company No. 200601033829 (753588-P))

**NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

On 15 September 2023, MBLPSB's solicitor had updated the Company that pursuant to the Case management held on 14 September 2023 and the Court has fixed the hearing on 21 November 2023 before YA Tuan Quay Chew Soon.

On 21 November 2023, MBLPSB's solicitor had updated the Company on the outcome of Hearing held on 21 November 2023. The Court decided to allow the amendment limited to the inclusion of 2 Paragraphs (Para 21 & 22), and all other proposed amendments were dismissed. Costs in the cause.

Further directions given are as follows: -

- (a) Plaintiff to file their Amendment Statement of Claim within 5 days. Defendants be given leave to amend their Defence and Counterclaim within 14 days thereafter.
- (b) The next e-review date is fixed on 11 December 2023.
- (c) The Full Trial of this case is fixed on 12 June 2024 to 14 June 2024.
- (d) Any interlocutory applications are to be filed within 3 weeks' time.

On 12 December 2023, MBLPSB's solicitor had updated the Company that pursuant to the Case Management by e-review held on 11 December 2023 before the Judge, the following directions were given: -

- (a) In respect of Enclosure 111 (Defendant's application for interrogatories) filed on 8 December 2023, the Plaintiff is to file their Affidavit Jawapan on 22 December 2023 (2 weeks), the Defendant is to file their Affidavit Balasan on 29 December 2023 (1 week), Written Submissions by both parties to be filed on 12 January 2024, Reply Submissions to be filed on 19 January 2024. The hearing of Enclosure 111 is fixed on 29 January 2024 at 8.30am by Zoom.
- (b) Pre-Trial Documents (for the full trial already fixed in June) to be filed by Plaintiff by 5 February 2024, draft of Pre Trial Case Management to be exchanged within 4 weeks by 8 January 2024. Next Case Management is fixed on 7 February 2024 by e-review.

On 29 January 2024, MBLPSB's solicitor had updated the Company on the outcome of Hearing of Defendant's application for Interrogatories (Enclosure 111) held on 29 January 2024. The Penang High Court had allowed the Defendant's Notice of Application for Interrogatories (Enclosure 111) against the Plaintiff with costs in the cause. MBLPSB's solicitor has served the Interrogatories onto the Plaintiff's solicitors on 29 January 2024 and the Plaintiff has 14 days to reply to the questions therein by way of sworn affidavit.

**B10. DIVIDEND DECLARED**

There was no dividend declared for the current quarter under review.



**B11. EARNINGS PER SHARE**

The basic earnings per share (“EPS”) is calculated by dividing the profit for the financial period attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares in issue during the financial year held by the Company calculated as follows:

	Current Quarter RM '000	Current YTD RM '000
<b>a) <u>Basic EPS</u></b>		
Profit attributable to ordinary shareholders of the Company		
- Continuing operations	11,171	19,809
- Discontinued operation	(119)	(604)
	<u>11,052</u>	<u>19,205</u>
Weighted average number of ordinary shares (000)	227,536	227,536
Basic EPS (Sen)		
- Continuing operations	4.91	8.71
- Discontinued operation	(0.05)	(0.27)
	<u>4.86</u>	<u>8.44</u>
<b>b) <u>Diluted EPS</u></b>		
Profit attributable to ordinary shareholders of the Company		
- Continuing operations	11,171	19,809
- Discontinued operation	(119)	(604)
	<u>11,052</u>	<u>19,205</u>
Weighted average number of ordinary shares (000)	227,536	227,536
Basic EPS (Sen)		
- Continuing operations	4.91	8.71
- Discontinued operation	(0.05)	(0.27)
	<u>4.86</u>	<u>8.44</u>

**B12. AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS**

The auditors' report on the preceding audited financial statements was not subject to any qualification.



**MUAR BAN LEE GROUP BERHAD** (Company No. 200601033829 (753588-P))

**NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2023**

**B13. NOTES TO THE STATEMENT OF COMPREHENSIVE INCOME**

	Current Quarter RM '000	Current YTD RM '000
<b>Profit before tax is arrived at after (crediting)/charging:</b>		
Interest income	(324)	(2,040)
Other income	(545)	(1,575)
Interest expense	260	810
Depreciation and amortization	2,273	4,535
Gain on disposal of quoted investments	-	(754)
Gain on disposal of property, plant and equipment	-	(4)
Foreign exchange loss	(654)	(417)

**B14. AUTHORISATION FOR ISSUE**

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Board of Directors dated 29 February 2024.

**By Order of the Board**

Tan Hui Lun (LS 0010066)  
Company Secretary  
Muar