

SHIN YANG GROUP BERHAD
Registration No.: 200401027554 (666062-A) (Incorporated in Malaysia)

INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024
(The figures have not been audited)
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Note	INDIVIDUAL QUARTER 3 months ended 30 June		CUMULATIVE QUARTER 12 months ended 30 June	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Revenue		251,695	227,607	961,566	944,126
Cost of sales		(208,380)	(175,406)	(819,243)	(730,323)
Gross profit		<u>43,315</u>	<u>52,201</u>	<u>142,323</u>	<u>213,803</u>
Other income		4,926	21,525	25,036	35,331
Finance income		3,832	2,855	13,709	7,986
Administrative expenses		(13,648)	(11,400)	(50,321)	(44,548)
Other operating expenses		-	(533)	-	(2,064)
Impairment loss on trade receivables		-	-	(128)	-
Impairment loss on property, plant and equipment		-	(1,180)	-	(3,183)
Net Impairment on financial asset		-	(12,868)	2,046	(11,168)
Operating Profit		<u>38,425</u>	<u>50,600</u>	<u>132,665</u>	<u>196,157</u>
Finance Costs		(1,015)	(2,052)	(5,388)	(8,297)
Shares of profit/(loss) of equity accounted associates		112	161	(434)	(2,150)
Profit before taxation		<u>37,522</u>	<u>48,709</u>	<u>126,843</u>	<u>185,710</u>
Tax expense	A12	(3,112)	3,772	(9,898)	1,093
Profit after taxation, representing total comprehensive income for the period		<u><u>34,410</u></u>	<u><u>52,481</u></u>	<u><u>116,945</u></u>	<u><u>186,803</u></u>
Profit after tax attributable to:					
Owners of the Company		33,838	52,132	114,065	185,135
Non controlling interests		572	349	2,880	1,668
		<u><u>34,410</u></u>	<u><u>52,481</u></u>	<u><u>116,945</u></u>	<u><u>186,803</u></u>
Total comprehensive income attributable to:					
Owners of the Company		33,838	52,132	114,065	185,135
Non controlling interests		572	349	2,880	1,668
		<u><u>34,410</u></u>	<u><u>52,481</u></u>	<u><u>116,945</u></u>	<u><u>186,803</u></u>
Earnings per share attributable to owners of the Company:					
Basic (sen)	B12	2.99	4.59	10.08	16.20
Diluted (sen)	B12	2.99	4.59	10.08	16.20

Notes:

(a) *The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2023 and the accompanying explanatory notes attached to this report.*

SHIN YANG GROUP BERHAD

Registration No.: 200401027554 (666062-A) (Incorporated in Malaysia)

**INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

		Unaudited AS AT 30.06.2024 RM'000	Audited AS AT 30.06.2023 RM'000
ASSETS			
NON-CURRENT ASSETS			
	Note		
Investment in associates		3,068	3,401
Property and equipment		866,325	931,364
Other receivables		-	954
Other investments		59	59
Goodwill		8,480	2,064
Intangible asset		156	-
Deferred tax assets		913	836
		879,001	938,678
CURRENT ASSETS			
Inventories		40,349	33,901
Trade receivables		204,241	157,355
Other receivables and deposits		27,736	25,714
Contract assets		29,459	2,090
Current tax assets		4,864	3,566
Cash and bank balances		430,792	398,904
		737,441	621,530
Non-Current assets classified as held for sale		-	11,185
		1,616,442	1,571,393
EQUITY AND LIABILITIES			
EQUITY			
Share capital		1,216,972	1,216,972
Treasury shares		(28,719)	(24,776)
Retained profits		406,704	326,592
Other reserves		(297,861)	(297,861)
		1,297,096	1,220,927
Equity attributable to owners of the Company			
Non Controlling interests		7,955	4,560
		1,305,051	1,225,487
NON-CURRENT LIABILITIES			
Lease liabilities	B9	3,472	111
Bank Borrowings	B9	23,806	36,450
Deferred tax liabilities		50,416	51,064
		77,694	87,625
CURRENT LIABILITIES			
Trade payables		99,388	107,903
Contract liabilities		43,249	20,350
Other payables and accruals		34,614	24,734
Lease liabilities	B9	7,933	238
Bank Borrowings	B9	42,132	102,590
Current tax liabilities		6,381	2,094
Derivative liabilities		-	372
		233,697	258,281
Total liabilities		311,391	345,906
TOTAL EQUITY AND LIABILITIES		1,616,442	1,571,393
Net assets per shares (RM)		1.15	1.07

Notes:

(a) *The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2023 and the accompanying explanatory notes attached to this report.*

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Registration No.: 200401027554 (666062-A) (Incorporated in Malaysia)

**INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	Share Capital RM'000	Treasury Shares RM'000	Other Reserves RM'000	Retained Profits RM'000	Attributable To Owners of the Company RM'000	Non- controlling Interests RM'000	Total Equity RM'000
Balance at 1 July 2022	1,216,972	(16,571)	(297,861)	159,984	1,062,524	4,378	1,066,902
Profit after taxation for the financial year	-	-	-	180,923	180,923	1,682	182,605
	<u>1,216,972</u>	<u>(16,571)</u>	<u>(297,861)</u>	<u>340,907</u>	<u>1,243,447</u>	<u>6,060</u>	<u>1,249,507</u>
Contributions by and distributions to owners of the Company:							
- Purchase of treasury shares	-	(8,205)	-	-	(8,205)	-	(8,205)
- Dividends							
-by the Company	-	-	-	(14,315)	(14,315)	-	(14,315)
-by subsidiaries to non-controlling interests	-	-	-	-	-	(1,500)	(1,500)
Total transactions with owners	<u>-</u>	<u>(8,205)</u>	<u>-</u>	<u>(14,315)</u>	<u>(22,520)</u>	<u>(1,500)</u>	<u>(24,020)</u>
Balance at 30 June 2023	<u><u>1,216,972</u></u>	<u><u>(24,776)</u></u>	<u><u>(297,861)</u></u>	<u><u>326,592</u></u>	<u><u>1,220,927</u></u>	<u><u>4,560</u></u>	<u><u>1,225,487</u></u>

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**INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	Share Capital RM'000	Treasury Shares RM'000	Other Reserves RM'000	Retained Profits RM'000	Attributable To Owners of the Company RM'000	Non- controlling Interests RM'000	Total Equity RM'000
Balance at 1 July 2023	1,216,972	(24,776)	(297,861)	326,592	1,220,927	4,560	1,225,487
Profit after taxation for the financial period	-	-	-	114,065	114,065	2,880	116,945
	<u>1,216,972</u>	<u>(24,776)</u>	<u>(297,861)</u>	<u>440,657</u>	<u>1,334,992</u>	<u>7,440</u>	<u>1,342,432</u>
Acquisition of non-controlling interest	-	-	-	-	-	2,015	2,015
Contributions by and distributions to owners of the Company:							
- Purchase of treasury shares	-	(5,143)	-	-	(5,143)	-	(5,143)
- Sale and cancellation of treasury shares	-	1,200	-	-	1,200	-	1,200
- Dividend paid							
-by the Company	-	-	-	(33,953)	(33,953)	-	(33,953)
-by subsidiaries to non-controlling interests	-	-	-	-	-	(1,500)	(1,500)
Total transactions with owners	<u>-</u>	<u>(3,943)</u>	<u>-</u>	<u>(33,953)</u>	<u>(37,896)</u>	<u>(1,500)</u>	<u>(39,396)</u>
Balance at 30 June 2024	<u>1,216,972</u>	<u>(28,719)</u>	<u>(297,861)</u>	<u>406,704</u>	<u>1,297,096</u>	<u>7,955</u>	<u>1,305,051</u>

Notes:

(a) *The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2023 and the accompanying explanatory notes attached to this report.*

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INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024
CONDENSED CONSOLIDATED CASH FLOW STATEMENT

	Current year to date 30.06.2024 RM'000	Preceding year 30.06.2023 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	126,843	185,710
Adjustment for:		
Depreciation	91,750	93,452
Dividend income	(1)	(2)
Fair value change on forward contracts	(372)	(530)
Gain on bargain purchase	-	(14,820)
Net gain on disposal of property, plant and equipment	(15,998)	(13,409)
Interest expenses	5,388	8,297
Interest income	(13,709)	(7,986)
Impairment loss on property, plant and equipment	-	3,183
Impairment loss on trade receivables	128	-
Written off of property, plant and equipment	2	2
Net changes in provision for onerous contract	-	(471)
Impairment loss on financial assets	-	13,244
Reversal of impairment loss on financial assets	(2,046)	(2,076)
Loss retained in associates	434	2,150
Unrealised (gain)/ loss on foreign exchange	(2,897)	1,981
Operating profit before working capital changes	189,522	268,725
<u>Working Capital Changes</u>		
Increase in inventories	(5,800)	(369)
(Increase)/Decrease in trade and other receivables	(28,202)	23,395
Increase/ (Decrease) in trade and other payables	897	(16,890)
(Increase)/ Decrease in contract assets	(15,994)	1,148
Increase in contract liabilities	22,591	11,559
Net changes in related companies balances	(22,133)	(9,432)
Net changes in holding company balances	(139)	(20)
Total changes in working capital	(48,780)	9,391
CASH FROM OPERATIONS	140,742	278,116
Interest income received	13,709	7,986
Interest expenses paid	(5,388)	(8,297)
Income tax refunded	486	-
Income tax paid	(7,466)	(4,495)
Total interest and tax received/ (paid)	1,341	(4,806)
NET CASH FROM OPERATING ACTIVITIES	142,083	273,310
CASH FLOW FROM/ (FOR) INVESTING ACTIVITIES		
Acquisition of subsidiaries	(1,741)	(20,032)
Acquisition of associate	(100)	-
Dividend received	1	2
Purchase of property and equipment	(38,836)	(76,907)
Proceeds from disposal of property and equipment	42,137	31,333
NET CASH FROM/ (FOR) INVESTING ACTIVITIES	1,461	(65,604)
CASH FLOW FOR FINANCING ACTIVITIES		
Net movement of treasury shares	(3,943)	(8,205)
Dividend paid on ordinary shares	(33,953)	(14,315)
Dividend paid to non-controlling interest in subsidiaries	(1,500)	(1,500)
Proceeds from lease liabilities	4,099	8,648
Repayment of principal portion of lease liabilities	(9,110)	(10,112)
Repayment of term loans	(29,507)	(16,969)
Repayment of revolving credit	(2,000)	-
Net movement in trade financing	(39,340)	(37,526)
Net movement in fixed and treasury deposit	(4,000)	-
NET CASH FOR FINANCING ACTIVITIES	(119,254)	(79,979)
NET INCREASE IN CASH AND CASH EQUIVALENTS	24,290	127,727
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR	393,118	265,391
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	417,408	393,118



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INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024**CONDENSED CONSOLIDATED CASH FLOW STATEMENT**

	Current year to date 30.06.2024 RM'000	Preceding year 30.06.2023 RM'000
Cash and cash equivalents comprise the following:		
Cash and bank balances	124,046	107,656
Deposit with licensed banks	306,746	291,248
Bank overdrafts	(13,384)	(5,786)
Cash and cash equivalents	417,408	393,118

Notes:

- (a) *The Unaudited Condensed Consolidated Cash Flow Statement should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2023 and the accompanying explanatory notes attached to this report.*



INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of the Malaysian Financial Reporting Standards (“MFRS”) MFRS 134: “Interim Financial Reporting” and Chapter 9 Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. The interim financial statements should be read in conjunction with the annual audited financial statements of Shin Yang Group Berhad (“SYGROUP” or “the Company”) and its subsidiaries (“the Group”) for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to the audited financial statements.

The accounting policies and methods of computations used in the preparation of the interim financial statements are consistent with those adopted in the audited financial statements for the financial year ended 30 June 2023.

A2. Auditor’s report on preceding annual financial statements

There was no qualification to the audited financial statements of the Group on the preceding annual financial statements.

A3. Seasonal or cyclical factors

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

A4. Unusual items

There were no significant unusual items affecting assets, liabilities, equity, net income, or cash flows during the current interim quarter under review.

A5. Material changes in estimates

There were no changes in estimates of amounts that have had a material effect in the current interim quarter under review.



INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A6. Debt and equity securities

Repurchase of shares as Treasury Shares

On 24 November 2023, shareholders of the Company had approved and renewed their approval authority for the Company’s plan to repurchase its own ordinary shares. The Company had repurchased 895,000 its own ordinary shares at the average price of RM 0.71475 per share during the current quarter.

As at 30 June 2024, the Company had repurchased and held a cumulative total of 70,254,700 of its issued ordinary shares from the open market at an overall average price at RM0.40879 per share. These shares are being held as treasury shares in accordance with Section 127 of the Companies Act, 2016. The number of ordinary shares in issue after deduction of treasury shares is 1,129,745,300.

Other than the above, there were no issuance and repayments of debt and equity securities during the current interim quarter under review.

A7. Dividends

There were no dividends paid during the current interim quarter under review.



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INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024**PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING****A8. Segmental reporting**

	Shipping RM'000	Shipbuilding, Ship repair and Metal Fabrication RM'000	Service providers RM'000	Gas RM'000	Investment holding RM'000	Elimination RM'000	Total RM'000
For 12 months ended 30 June 2024							
Segment Revenue							
External revenue	694,578	171,743	78,776	15,608	861	-	961,566
Inter-segment revenue	11,134	42,382	42,017	4,387	114,291	(214,211)	-
Total	705,712	214,125	120,793	19,995	115,152	(214,211)	961,566
Profit from operations	89,573	26,354	16,673	2,992	(2,927)	-	132,665
Finance costs							(5,388)
Share of loss of associates							(434)
Profit before taxation							126,843
Income tax expense							(9,898)
Profit for the period							116,945



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INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024**PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING****A8. Segmental reporting (cont’)**

	Shipping RM’000	Shipbuilding, Ship repair and Metal Fabrication RM’000	Service providers RM’000	Gas RM’000	Investment holding RM’000	Elimination RM’000	Total RM’000
For 12 months ended 30 June 2023							
Segment Revenue							
External revenue	809,158	61,414	60,319	12,371	864	-	944,126
Inter-segment revenue	8,496	53,089	30,648	3,768	8,249	(104,250)	-
Total	817,654	114,503	90,967	16,139	9,113	(104,250)	944,126
Profit from operations	166,601	767	14,710	2,588	11,491	-	196,157
Finance costs							(8,297)
Share of loss of associates							(2,150)
Profit before taxation							185,710
Income tax expense							1,093
Profit for the period							186,803



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INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024**PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING****A8. Segmental reporting (cont’)**

	Shipping RM’000	Shipbuilding, Ship repair and Metal Fabrication RM’000	Service providers RM’000	Gas RM’000	Investment holding RM’000	Elimination RM’000	Total RM’000
For 3 months ended 30 June 2024							
Segment Revenue							
External revenue	166,738	61,655	19,977	3,110	215	-	251,695
Inter-segment revenue	4,136	8,953	11,335	1,146	107,233	(132,803)	-
Total	<u>170,874</u>	<u>70,608</u>	<u>31,312</u>	<u>4,256</u>	<u>107,448</u>	<u>(132,803)</u>	<u>251,695</u>
Profit from operations	24,670	11,254	3,230	237	(966)	-	38,425
Finance costs							(1,015)
Share of profit of associates							112
Profit before taxation							<u>37,522</u>
Income tax expense							<u>(3,112)</u>
Profit for the period							<u>34,410</u>



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INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2023**PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING****A8. Segmental reporting (cont’)**

	Shipping RM’000	Shipbuilding, Ship repair and Metal Fabrication RM’000	Service providers RM’000	Gas RM’000	Investment holding RM’000	Elimination RM’000	Total RM’000
For 3 months ended 30 June 2023							
Segment Revenue							
External revenue	188,608	20,479	14,888	3,416	216	-	227,607
Inter-segment revenue	2,531	15,118	7,498	850	1,187	(27,184)	-
Total	191,139	35,597	22,386	4,266	1,403	(27,184)	227,607
Profit from operations	34,280	513	2,962	792	12,053	-	50,600
Finance costs							(2,052)
Share of profit of associates							161
Profit before taxation							48,709
Income tax expense							3,772
Profit for the period							52,481



INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A8. Segmental reporting (Cont’)

Group

	4Q 2024 (RM'000)	4Q 2023 (RM'000)	Changes (%)
Revenue	251,695	227,607	10.6%
Profit before tax	37,522	48,709	-23.0%

Revenue of the Group for the third quarter ended 30 June 2024 had increased by 10.6% to RM251.7 million as compared to RM227.6 million in the previous corresponding quarter.

The increase in revenue was mainly due to the higher revenue generated from the shipbuilding and ship repair segments as well as the additional revenue from the newly acquired subsidiary, Mewah Exim Sdn Bhd, in the current quarter as compared to the last preceding quarter.

The decrease in profit before tax in the current quarter was mainly due to the decrease of freight margin and shipment volume in the shipping segments.

Performance and prospects of each operating segment are discussed below:

Shipping

	4Q 2024 (RM'000)	4Q 2023 (RM'000)	Changes (%)
Revenue	166,738	188,608	-11.6%
Profit before tax	24,573	33,678	-27.0%

For the current quarter, the shipping segment’s revenue of RM166.7 million decreased by 11.6% as compared to RM 188.6 million revenue recorded in the corresponding quarter.

The decrease in revenue was mainly due to the normalization of freight rates coupled with lower fleet load factors in the shipping segment. The decrease in profit before tax in the shipping segment was mainly due to the decrease of freight margin and shipment volume in the dry bulk and container shipping segments.

INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A8. Segmental reporting (Cont’)

Shipbuilding and Ship repair

	4Q 2024 (RM'000)	4Q 2023 (RM'000)	Changes (%)
Revenue	61,655	20,479	201.1%
Profit before tax	10,640	(730)	1,557.5%

For the current quarter, the revenue generated from the shipbuilding and ship repair segments stand at RM61.7 million, an increase of 201.1% as compared to RM20.5 million revenue recorded in the corresponding quarter. The increase in revenue was mainly due to an increase in ship repair, ship repowering and refitting works for external parties in the current quarter.

The increase in profit before tax in the shipbuilding and ship repair segments was mainly due to the increase in profit margin and the number of vessels delivered under ship repair and maintenance works in the shipbuilding and ship repair segments.

Service providers

	4Q 2024 (RM'000)	4Q 2023 (RM'000)	Changes (%)
Revenue	19,977	14,888	34.2%
Profit before tax	3,100	2,893	7.2%

For the current quarter, the revenue from service providers segment has increased by 34.2% compared to the preceding year’s corresponding quarter. The newly acquired subsidiary company, Mewah Exim Sdn Bhd, has contributed RM 4.9 million revenue and RM 0.9 million profit before tax under this segment to the Group in the current quarter.

Gas

	4Q 2024 (RM'000)	4Q 2023 (RM'000)	Changes (%)
Revenue	3,110	3,416	-9.0%
Profit before tax	236	791	-70.2%

For the current quarter, the revenue from the gas segment has decreased by 9.0% compared to the preceding year’s corresponding quarter.

The decrease in profit before tax in the gas segment was mainly in line with the decrease of demand in gas volume sale for the export markets and plant maintenance in the current quarter.



INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A8. Segmental reporting (Cont’)

Investment Holding

	4Q 2024 (RM’000)	4Q 2023 (RM’000)	Changes (%)
Revenue	215	216	-0.5%
(Loss)/ Profit before tax	(1,027)	12,077	-108.5%

Revenue from the Investment Holding segment was derived from rental income and interest income from the financial institutions. For the current quarter, the loss in investment holding segment mainly resulted from the administrative expenses incurred during the current quarter. For the preceding current quarter, the gain in investment holding segment mainly resulted from the gain on bargain purchase price allocation on the acquisition of a subsidiary, Piasau Gas Sdn Bhd.

A9. Valuation of property, plant and equipment

There were no amendments in the valuations of property, plant and equipment brought forward from previous annual financial statements.

A10. Material events subsequent to the end of the quarter period

There were no significant material events arising during the interval between the end of the current interim quarter and the date of this announcement that have not been reflected in the current interim quarter except the following:

A) Shin Yang Group Berhad (“SYGROUP” or “the Company”) has, on 11 July 2024, entered into the following:

(i) a conditional share sale agreement with Shin Yang Holding Sendirian Berhad (“Shin Yang Holding”), KTE Motors Sdn. Bhd. (“KTE Motors”) and Ling Chiong Sing to acquire 100.00% equity interest in Boulevard Jaya Sdn. Bhd. (“Boulevard Jaya”) (“Boulevard Jaya SSA”); and

(ii) a conditional share sale agreement with Dwi Bumijaya Sdn. Bhd. (“Dwi Bumijaya”) to acquire 60.00% equity interest in each of the following companies:

(a) Boulevard Motor Sdn. Bhd. (“Boulevard Motor”);

(b) Boulevard Motor (Sabah) Sdn. Bhd. (“Boulevard Motor (Sabah)”); and

(c) Boulevard Motor (Labuan) Sdn. Bhd. (“Boulevard Motor (Labuan)”)

(Boulevard Motor, Boulevard Motor (Sabah) and Boulevard Motor (Labuan) are collectively referred to as “Boulevard Motor Group”)

(“Boulevard Motor Group SSA”),



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PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A10. Material events subsequent to the end of the quarter period (Cont’)

for a total purchase consideration of RM144,500,000 to be satisfied via a combination of cash and treasury shares held by the Company (“Treasury Shares”) (“Proposed Acquisition”).

The Proposed Acquisition is subject to the approvals of the relevant authorities and the relevant parties being obtained, where required, approval be and is hereby given for the Company to undertake the Proposed Acquisition to acquire the following:

- (a) 15,000,000 ordinary shares in Boulevard Jaya, representing 100% equity interest in Boulevard Jaya from Shin Yang Holding Sendirian Berhad, KTE Motors Sdn Bhd and Ling Chiong Sing;
- (b) 1,500,000 ordinary shares in Boulevard Motor, representing 60% equity interest in Boulevard Motor from Dwi Bumijaya Sdn Bhd;
- (c) 1,500,000 ordinary shares in Boulevard Motor (Sabah) representing 60% equity interest in Boulevard Motor from Dwi Bumijaya Sdn Bhd; and
- (d) 1,500,000 ordinary shares in Boulevard Motor (Labuan), representing 60% equity interest in Boulevard Motor from Dwi Bumijaya Sdn Bhd,

(collectively “Share Sales”) for RM144,500,000 (“Purchase Consideration”) to be satisfied via a combination of cash and 55,000,000 treasury shares held by the Company and subject to the terms and conditions as stipulated in the respective conditional share sale agreement dated 11 July 2024 entered into between the Company and the Vendors in respect of the Proposed Acquisition.

- B) On behalf of the Board of the Company, AmInvestment Bank, on 9 August 2024, announced that the Company proposes to undertake a diversification of its existing business including its subsidiaries to include automotive dealership business pursuant to the Proposed Acquisition.

Barring any unforeseen circumstances and subject to the Proposed Acquisition being approved by the non-interested shareholders of the Company, the Board anticipates that the new automotive dealership business upon acquiring the Target Companies may contribute 25% or more of the net profit of the Group going forward. The Board proposes to seek approval from the shareholders of the Company for the Proposed Diversification at the forthcoming EGM.

The Proposed Acquisition and Proposed Diversification are collectively referred to as the **“Proposals”**

The Proposals have been unanimously approved by the non-interested shareholders of the Company during the EGM held on 30 August 2024.



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PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A11. Changes in the composition of the Group

There are no changes in the composition of the Group for the current interim quarter under review.

A12. Income tax expense

The taxation of the Group for the current interim quarter under review is as follows:-

	Individual Quarter		Cumulative Quarter	
	Current year quarter	Preceding year corresponding quarter	Current year to date	Preceding year corresponding period
	30 Jun 2024	30 Jun 2023	30 Jun 2024	30 Jun 2023
	RM'000	RM'000	RM'000	RM'000
Malaysian taxation				
Current year tax	3,518	(7,549)	10,623	(5,366)
Deferred tax	(406)	3,777	(725)	4,273
	<u>3,112</u>	<u>(3,772)</u>	<u>9,898</u>	<u>(1,093)</u>

A13. Contingent liabilities and contingent assets

The contingent liabilities of the Group as at 30 June 2024 are as follows:

	As at 30.06.2024 RM'000
Corporate guarantees given to licensed banks in consideration of credit facilities granted to subsidiaries and associates	<u>47,015</u>

The Group does not have any contingent assets.

A14. Material commitments

There were no material commitments during the current interim quarter under review.



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PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING

A15. Significant related party transactions

Related parties are those defined under FRS 124: Related Party Disclosures. The Directors are of the opinion that the related party's transactions and balances described below were carried out in the ordinary course of business and on commercial terms that are no more favourable than those available to other third parties.

	Current Quarter to date 30.06.2024 RM'000	Balance due from/(to) As at 30.06.2024 RM'000
(a) Transactions with related companies of Shin Yang Holding Sendirian Berhad		
Sales of goods and services	31,727	50,686
Purchase of goods and services	(7,949)	(8,193)
(b) Transactions with companies in which certain Directors of the Company have substantial interests		
Sales of goods and services	3,304	5,587
Purchase of goods and services	(1,330)	(4,028)

The related party transactions reflect transactions of all the subsidiaries with the respective group of companies.

A16. Other Comprehensive Income

Foreign exchange translation gain/(loss) represents the surplus/(shortfall) arising from restating payables, receivables and bank balances denominated in foreign currency to Ringgit using foreign exchange rates prevailing at period end rate.



INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE LISTING REQUIREMENTS

B1. Review of performance

Explanatory comment on the performance of each of the Group's business activities is provided in Note A8.

B2. Material changes in the profit before tax for the current quarter as compared with the immediate preceding quarter

	4Q 2024 (RM'000)	3Q 2024 (RM'000)	Changes (%)
Revenue	251,695	252,187	-0.2%
Profit before tax	37,522	40,430	-7.2%

As compared to the immediate preceding quarter, the Group's current quarter's revenue has marginally decreased by 0.2% to RM251.7 million from RM252.2 million recorded in the immediate preceding quarter.

The decrease in profit before tax in the current quarter as compared to the immediate preceding quarter was mainly due to the normalization of freight rates coupled with lower fleet load factors in the shipping segment. The decrease in profit before tax in the shipping segment was mainly due to the decrease of freight margin and shipment volume in the dry bulk and container shipping segments.

B3. Commentary on Prospects

The performance of the Group is largely dependent on the volatility of the world's fuel market price, standard of skill and experience of ship crews, domestic and regional demand for transportation of dry bulk and general cargoes, movement of the Malaysian Ringgit and the world economic situation, all of which significantly affect business operations and margins.

While the prospects for the shipping industry continue to remain challenging with the slight hike in crude oil price and decline in the Baltic Dry Index, the Group is prepared to weather this challenge with selective market driven routes based on fleet load utilization. The Group is confident in the stability of the domestic operations and market, bulk carrier and container shipping operations given the stable lifting volume and strong market demands.

In its aim and effort to weather such challenge, the Group also continuously improves its operational costs management. The ships of the Group engaged in international trade carry a ballast water record book which will enhance navigational efficiency, and improves the longevity of the ship's structure. The Group has also complied with using low sulphur content fuel oil to minimize airborne emissions from its ships and in turn improves the ships engine efficiency and subsequently reduces operation costs.



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PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE LISTING REQUIREMENTS

B3. Commentary on Prospects (Cont')

The Group also aims to optimize its ship's load factor to improve fleet efficiency and plans to have more effective route planning to run the container ships by taking into the consideration comprehensive routes accounting for profitability, distance, transit time, reposition costs and mode of transports.

Other factors contributing to the prospects of the shipbuilding and ship repair operations include the price movements of marine mild steel plates, other heavy equipment, machinery and the global trend of demand for newly constructed vessels especially from the niche market segments in the oil and gas industry. In order to improve performance and manage the operating expenditures of the shipbuilding sector, the Group is taking active initiatives such as focusing on improving the Group's ship repair operations to meet the requirements of the niche market segments in the oil and gas industry. With the gradual recovery of charter rates in the offshore vessels (OSV) segment and the current gap in new building orders for different OSV over the past few years, and recycling of ageing OSV as well, the Group foresees and aims to take advantage of the steady and healthy increase in orders in new shipbuilding for replenishment of OSVs and aggressive operating expenditure for ship repair and maintenance.

B4. Statements by Directors

The Group did not disclose or announce any profit forecast or projection in any public document in the current quarter or prior financial year.

B5. Profit forecast or profit guarantee

Not applicable as the Group did not publish any profit forecast or profit guarantee.

B6. Sales of unquoted investments and/or properties

There were no sales of unquoted investments and/or properties during the current interim quarter under review.

B7. Quoted securities

There were no purchases or disposal of quoted securities during the current interim quarter under review.

B8. Corporate proposals

There was no corporate proposal announced at the date of this quarterly report.



INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE LISTING REQUIREMENTS

B9. Borrowings and debt securities

	Secured RM'000	unsecured RM'000	Total RM'000
1. Total borrowings			
Short-term borrowings	38,580	11,485	50,065
Long-term borrowings	27,278	-	27,278
	<u>65,858</u>	<u>11,485</u>	<u>77,343</u>

B10. Off balance sheet financial instruments

There were no off balance sheet financial instruments as at 30 August 2024.

B11. Changes in material litigation

There are no material litigations during the current interim quarter up to the date of this interim report.

B12. Earnings per share

(a) Basic

The basic earnings per share for the current interim quarter and current financial year-to-date are computed as follows:

	Current year quarter 30.06.2024	Current year to date 30.06.2024
Profit attributable to equity holders of the Company (RM'000)	33,838	114,065
Weighted average number of ordinary shares in issue ('000)	1,1130,157	1,132,023
Basic earnings per share (sen)	<u>2.99</u>	<u>10.08</u>

Earnings per share is computed based on the weighted average number of ordinary shares in issue (net of treasury shares).

(b) Diluted

The Group has no potential ordinary shares in issue as at the balance sheet date and therefore, diluted earnings per share are presented as equal to basic earnings per share.



INTERIM REPORT FOR THE FOURTH QUARTER ENDED 30 JUNE 2024

PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE LISTING REQUIREMENTS

B13. Notes to the Condensed Consolidated Statement of Comprehensive Income

The profit before tax of the Group for the interim quarter is arrived at after charging/(crediting):-

	Individual Quarter		Cumulative Quarter	
	Current year quarter	Preceding year corresponding quarter	Current year to date	Preceding year corresponding period
	30 Jun 2024	30 Jun 2023	30 Jun 2024	30 Jun 2023
	RM'000	RM'000	RM'000	RM'000
Interest income	(3,832)	(2,855)	(13,709)	(7,986)
Sundry income	(176)	(2,744)	(2,879)	(5,123)
Interest expenses	1,015	2,052	5,388	8,297
Depreciation	23,768	24,128	91,750	93,452
Fair value change in forward contract	-	372	(372)	(530)
Net Gain on disposal of property and equipment	(923)	(6,225)	(15,998)	(13,409)
Net change in provision for onerous contract	-	-	-	(471)
Impairment loss on trade receivables	-	13,244	128	13,244
Impairment loss on property and equipment	-	1,180	-	3,183
Reversal of impairment loss on financial asset	-	(376)	(2,046)	(2,076)
Realised foreign exchange (gain)/ loss	(210)	(327)	(444)	473
Unrealised foreign exchange (gain)/ loss	(649)	756	(2,897)	1,981

Unless otherwise indicated above, there were no gains or losses on disposal of quoted or unquoted investment or real properties, impairment of assets, gain or loss on derivatives or exceptional items for the current quarter and financial year ended 30 June 2024.

B14. Auditors' report on preceding annual financial statements

The auditors' report on the financial statements for the year ended 30 June 2023 was not qualified.

Authorised for issue

The interim report for the fourth quarter ended 30 June 2024 was authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 30 August 2024.

By order of the Board

Richard Ling Peng Liing
 Company Secretary
 30 August 2024

