



CENSOF HOLDINGS BERHAD
Company No: 828269-A
(Incorporated in Malaysia)

Unaudited Condensed Consolidated Financial Statement for the Financial Year 2021
Fourth Quarter Ended 31 March 2021



CENSOF HOLDINGS BERHAD

(Company No. 828269-A)

**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021**

	UNAUDITED		UNAUDITED	AUDITED
	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	3 Months Ended 31/3/2021 RM'000	3 Months Ended 31/3/2020 RM'000	12 Months Ended 31/3/2021 RM'000	12 Months Ended 31/3/2020 RM'000
Revenue	32,713	32,529	87,685	77,859
Cost of sales	(18,458)	(20,776)	(55,527)	(48,093)
Gross profit	14,255	11,753	32,158	29,766
Other income	5,924	2,663	20,492	6,553
Administrative expenses	(6,143)	(6,231)	(20,499)	(25,885)
Other expenses	(466)	(81,734)	(1,839)	(82,318)
Results from operating activities	13,570	(73,549)	30,312	(71,884)
Finance costs	(39)	(611)	(561)	(2,905)
Profit / (Loss) before share of associates result	13,531	(74,160)	29,751	(74,789)
Share of associates result	-	355	-	3,944
Profit before tax and zakat	13,531	(73,805)	29,751	(70,845)
Income tax expense	(227)	(100)	(1,046)	(804)
Net profit for the financial year	13,304	(73,905)	28,705	(71,649)
Other comprehensive income	164	1,543	240	1,604
Total comprehensive income for the financial year	13,468	(72,362)	28,945	(70,045)
Net profit attributable to:				
Equity holders of the Company	12,710	(73,957)	26,795	(72,421)
Non-controlling interests	594	52	1,910	772
	13,304	(73,905)	28,705	(71,649)
Total comprehensive income attributable to:				
Equity holders of the Company	12,779	(73,072)	26,940	(70,817)
Non-controlling interests	689	710	2,005	772
	13,468	(72,362)	28,945	(70,045)
Earnings/(loss) per share attributable to equity holders of the Company:				
Basic (sen)	2.52	(14.74)	5.32	(14.43)

The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2020.



CENSOF HOLDINGS BERHAD

(Company No. 828269-A)

**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2021**

	UNAUDITED	AUDITED
	As At	As At
	31/3/2021	31/03/2020
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	599	1,870
Right-of Use Assets	826	1,743
Intangible assets	12,521	16,541
Goodwill	26,324	26,324
Other investments	3,390	3,300
	43,660	49,778
Current assets		
Inventories	33	41
Trade receivables	25,780	28,874
Other receivables, deposits and prepayments	3,997	5,858
Amount owing by related parties	-	826
Current tax assets	275	672
Short-term investments	9,100	13,976
Fixed deposits placed with licensed banks	2,406	3,754
Cash and bank balances	26,846	7,610
	68,437	61,611
TOTAL ASSETS	112,097	111,389
EQUITY AND LIABILITIES		
Equity attributable to Equity Holders		
Share capital	115,075	100,575
Merger deficit	(12,300)	(12,300)
Accumulated losses	(14,503)	(29,783)
Foreign exchange translation reserve	(514)	(754)
	87,758	57,738
Non-controlling interests	2,415	6,342
Total equity	90,173	64,080

**CENSOF HOLDINGS BERHAD**

(Company No. 828269-A)

**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2021 (Continued)**

	UNAUDITED	AUDITED
	As At	As At
	31/3/2021	31/03/2020
	RM'000	RM'000
Non-current liabilities		
Long term borrowings	-	10,563
Lease liabilities	335	887
Deferred taxation	655	1,035
	<u>990</u>	<u>12,485</u>
Current liabilities		
Trade payables	2,573	2,965
Other payables and accruals	8,747	8,177
Amount owing to a related party	-	199
Short term borrowings	345	11,358
Lease liabilities	721	1,189
Deferred income	7,012	5,762
Bank overdrafts	-	3,577
Provision for taxation	1,536	1,597
	<u>20,934</u>	<u>34,824</u>
Total liabilities	<u>21,924</u>	<u>47,309</u>
TOTAL EQUITY AND LIABILITIES	<u>112,097</u>	<u>111,389</u>
Net assets per share attributable to ordinary equity holders of the Company (sen)	15.89	11.51

The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2020.



CENSOF HOLDINGS BERHAD

(Company No. 828269-A)

**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021**

	←————— Attributable to Equity Holders of the Company —————→							Total Equity RM'000
	←————— Non-Distributable —————→			Distributable		Attributable to Owners of the Company RM'000	Non-controlling Interest RM'000	
	Share Capital RM'000	Merger Deficit RM'000	Share Option Reserve RM'000	Translation Reserve RM'000	Retained Profits RM'000			
(UNAUDITED)								
At 1 April 2020	100,575	(12,300)	-	(754)	(29,783)	57,738	6,342	64,080
Profit after taxation	-	-	-	-	26,795	26,795	1,910	28,705
Other comprehensive income for the financial period:								
- Foreign currency translation differences	-	-	-	240	-	240	-	240
Total comprehensive income for the financial year	-	-	-	240	26,795	27,035	1,910	28,945
Contributions by and distributions to owners of the Company:								
- Changes in a subsidiary's ownership interests that result in a loss of control	-	-	-	-	99	99	151	250
- Effects of change in stake on subsidiary	-	-	-	-	(11,614)	(11,614)	(1,867)	(13,481)
- Dividend paid by subsidiaries to NCI	-	-	-	-	-	-	(2,843)	(2,843)
- Disposal of investment in subsidiary	-	-	-	-	-	-	(1,278)	(1,278)
- Issuance of new shares	14,500	-	-	-	-	14,500	-	14,500
At 31 March 2021	115,075	(12,300)	-	(514)	(14,503)	87,758	2,415	90,173



CENSO HOLDINGS BERHAD

(Company No. 828269-A)

**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021 (Continued)**

	←————— Attributable to Equity Holders of the Company —————→							
	←————— Non-Distributable —————→				Distributable			
	Share Capital RM'000	Merger Deficit RM'000	Share Option Reserve RM'000	Translation Reserve RM'000	Retained Profits RM'000	Attributable to Owners of the Company RM'000	Non-controlling Interest RM'000	Total Equity RM'000
(AUDITED)								
At 1 April 2019	100,575	(12,300)	168	(1,449)	42,982	129,976	3,914	133,890
Profit / (Loss) after taxation	-	-	-	-	(72,421)	(72,421)	772	(71,649)
Other comprehensive income:								
- Foreign currency translation differences	-	-	-	(169)	-	(169)	-	(169)
- Share of other comprehensive income of an equity accounted associate	-	-	-	1,773	-	1,773	-	1,773
Total comprehensive income	-	-	-	1,604	(72,421)	(70,817)	772	(70,045)
Contributions by and distributions to owners of the Company:								
- Accretion loss from changes in a subsidiary's ownership interests	-	-	-	-	(2,950)	(2,950)	2,950	-
- Acquisition of subsidiaries	-	-	-	-	-	-	109	109
- Warrant exercise	*	-	-	-	-	*	-	*
- Share issued by a subsidiary to non-controlling interest	-	-	-	-	-	-	98	98
- Dividends by subsidiaries to NCI	-	-	-	-	-	-	(1,662)	(1,662)
- Changes in a subsidiary's ownership interests that do no result in a loss of control	-	-	-	-	742	742	161	903
Total transactions with owners	-	-	-	-	(2,208)	(2,208)	1,656	(552)
Share of equity reserve of an associate	-	-	(1)	6	(594)	(589)	-	(589)
Reversal of reserves related to disposal of an associate	-	-	(167)	(915)	2,458	1,376	-	1,376
At 31 March 2020	100,575	(12,300)	-	(754)	(29,783)	57,738	6,342	64,080

Note (*) – Amount below RM500.

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2020.



CENSO HOLDINGS BERHAD

(Company No. 828269-A)

**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021**

	UNAUDITED	AUDITED
	12 Months Ended 31/3/2021 RM'000	12 Months Ended 31/3/2020 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(Loss) before taxation	29,751	(70,845)
Adjustments for:		
Amortisation of intangible assets	4,992	4,646
Depreciation of plant and equipment	287	481
Depreciation of right-of-use assets	729	1,023
Fair value gain on quoted investment	(16,194)	(3,811)
Gain on disposal of property, plant and equipment	-	(14)
Gain on disposal of short term investment	(2,075)	-
Impairment loss on goodwill	-	3,244
Impairment loss on trade receivables	366	461
Interest expense on lease liability	-	110
Interest expense	561	2,918
Interest income	(46)	(211)
Share of results from an associate	-	(3,944)
Loss on disposal of investment in subsidiary	983	-
Loss on disposal of an associate	-	31,219
Loss on partial disposal of equity investment at fair value through profit and loss	-	870
Loss on remeasuring to fair value the retained interest of a former associate	-	45,685
Reversal of impairment losses on trade receivables	-	(5)
Unrealised gain on foreign exchange	-	(25)
Unrealised loss on foreign exchange	-	24
Operating profit before working capital changes	19,720	11,826
Changes in working capital:		
Inventories	8	3
Trade and other receivables	4,589	(8,772)
Trade and other payables	178	2,224
Deferred income	1,250	1,749
Amount owing to related party	627	285
Income tax paid	(1,063)	(1,034)
Income tax refunded	-	86
Finance cost	(561)	(3,028)
Net Operating Cash Flows	24,748	3,339
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition / Increase of shares in a subsidiary	(14,065)	-
Acquisition of subsidiaries, net of cash and cash equivalents acquired	-	(191)
Purchase of property, plant and equipment	(360)	(477)
Disposal of a subsidiary, net of cash and cash equivalents disposed of	(1,338)	-
Intangible assets additions	(972)	(1,734)
Proceeds from disposal of short term investment	23,145	-
Proceeds from disposal of property, plant and equipment	-	23
Proceeds from partial disposal of an associate	-	10,117
Proceeds from partial disposal of equity instrument	-	2,609
Repayment from related parties	-	163
Purchase of other investments	(90)	(3,200)
Net Investing Cash Flows	6,320	7,310



CENSOF HOLDINGS BERHAD

(Company No. 828269-A)

**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021 (Continued)**

	UNAUDITED	AUDITED
	12 Months Ended 31/3/2021 RM'000	12 Months Ended 31/3/2020 RM'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Advances from related parties	-	150
Dividends paid to non-controlling interests	-	-
Dividends received from an associates	-	-
Dividends paid to non-controlling interests	(2,843)	(1,662)
Dividends received from an associates	-	-
Decrease in pledged fixed deposits with licensed bank and restricted cash	609	3,026
Drawdown of project financing	345	-
Interest received	46	211
Proceeds from disposal of subsidiary	800	-
Proceeds from disposal of partial interest in a subsidiary that do not result in loss of control	-	903
Proceeds from issuance of shares to non-controlling interest in a subsidiary	250	98
Proceeds from issuance of placement shares	14,500	-
Repayment of lease liabilities	(1,020)	(1,015)
Repayment of hire purchase obligations	-	-
Net repayment of term loans	(21,921)	(14,784)
Net Financing Cash Flows	(9,234)	(13,073)
Net change in cash and cash equivalents	21,834	(2,424)
Effect of foreign exchange translation	240	218
Cash and cash equivalents at the beginning of the financial year	6,853	9,059
Cash and cash equivalents at the end of the financial year	28,927	6,853
Analysis of Cash and Cash Equivalents		
Fixed deposits placed with licensed banks	2,406	3,754
Cash and bank balances	26,846	7,610
Bank overdrafts	-	(3,577)
	29,252	7,787
Less: Fixed deposits pledged as security	(325)	(934)
Total	28,927	6,853

The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2020.



CENSOF HOLDINGS BERHAD

(Company No. 828269-A)

INTERIM REPORT FOR THE QUARTER ENDED 31 MARCH 2021

PART A – EXPLANATORY NOTES AS PER FINANCIAL REPORTING STANDARD (“FRS”) 134 INTERIM FINANCIAL REPORTING

A1. BASIS OF PREPARATION

The interim financial report is unaudited and has been prepared in accordance with the requirements of MFRS 134 - Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements for the financial year ended 31 March 2020. These explanatory notes attached to the interim financial report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2020.

A2. CHANGES IN ACCOUNTING POLICIES

The accounting policies adopted by the Group in the quarterly financial statements are consistent with those adopted in the financial statements for financial year ended 31 March 2020. The Group has not applied in advance the following accounting standards and/or interpretations (*including the consequential amendments, if any*) that have been issued by the Malaysian Accounting Standard Board (“MASB”) but are not yet effective for the current financial year:

MFRSs and IC Interpretations

MFRS 17 Insurance Contracts

Amendments to MFRSs and IC Interpretations

MFRS 1	Annual Improvements to MFRS Standards 2018-2020
MFRS 3	Business Combinations - Reference to the Conceptual Framework
MFRS 7	Financial Instruments: Disclosures
MFRS 9	Financial Instruments – Annual Improvements to MFRS Standards 2018-2020
MFRS 16	Leases: Covid-19 Related Rent Concessions
MFRS 17	Insurance Contracts – Amendments to Insurance Contracts
MFRS 101	Presentation of Financial Statements
MFRS 108	Accounting Policies, Changes in Accounting Estimates and Errors
MFRS 116	Property, Plant and Equipment
MFRS 137	Provision, Contingent Liabilities and Contingent Assets
MFRS 139	Financial Instruments: Recognition and Measurement
MFRS 141	Agriculture

The adoption of the above accounting standards and interpretations (including the consequential amendments, if any) did not have any material impact on the Group’s financial statements.

A3. AUDIT REPORT

The auditors issued an unqualified audit opinion on the financial statements for the financial year ended 31 March 2020.

A4. SEASONAL OR CYCLICAL FACTORS

The operations of the Group were not significantly affected by any seasonal or cyclical factors during the financial year under review.

A5. UNUSUAL SIGNIFICANT ITEMS

There were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group for the financial year under review.



CENSO HOLDINGS BERHAD

(Company No. 828269-A)

INTERIM REPORT FOR THE QUARTER ENDED 31 MARCH 2021

PART A – EXPLANATORY NOTES AS PER FINANCIAL REPORTING STANDARD ("FRS") 134 INTERIM FINANCIAL REPORTING

A6. CHANGES IN ESTIMATES

There were no major changes in estimates that have a material effect for the current quarter ended 31 March 2021.

A7. DEBT AND EQUITY SECURITIES

There were no other issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the financial year under review except for:

On 10th March 2021, the Company undertook and completed an issuance of 50,522,650 new Placement Shares (*represented 10.07% of the total number of issued shares of the company*) with the issue price of RM0.2870 per share. The total proceeds raised amounted to RM14.5 million were earmarked and allocated for the purchase of 30.87% equity stake in Asian Business Software Solutions Pte Ltd with consideration of RM14.065 million and the remaining funds utilised for advisory fees and placement fees.

A8. DIVIDEND PAID

There was no payment of dividend in the current quarter.

A9. SEGMENTAL REPORTING

12 months ended 31 March 2021 (Current Financial Year)

Division	Revenue RM'000	Elimination RM'000	Consolidation RM'000	Profit/(Loss) Before Tax RM'000
FMS - G	60,709	(286)	60,423	12,055
PAS	189	(25)	164	9
WMS	5,246	-	5,246	266
TS	60	-	60	(177)
FMS - C	21,962	(170)	21,792	5,423
OTHERS	4,029	(4,029)	-	12,175
ASSOCIATE	-	-	-	-
TOTAL	92,195	(4,510)	87,685	29,751

FMS – G : Financial Management Solution – Government

PAS : Payment Aggregation Solutions

WMS : Wealth Management Solutions

TS : Training Solutions

FMS – C : Financial Management Solution – Commercial & SME

ASSOCIATE : Investment in Associates – Dagang Nexchange Berhad (“DNeX”)



CENSOF HOLDINGS BERHAD

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INTERIM REPORT FOR THE QUARTER ENDED 31 MARCH 2021

PART A – EXPLANATORY NOTES AS PER FINANCIAL REPORTING STANDARD ("FRS") 134 INTERIM FINANCIAL REPORTING

A9. SEGMENTAL REPORTING (Continued)

12 months ended 31 March 2020 (Previous Financial Year)

Division	Revenue RM'000	Elimination RM'000	Consolidation RM'000	Profit/(Loss) Before Tax RM'000
FMS - G	52,752	(46)	52,706	8,174
PAS	308	(34)	274	(140)
WMS	5,741	-	5,741	1,122
TS	2,800	-	2,800	(2,210)
FMS - C	16,338	-	16,338	2,395
OTHERS	4,173	(4,173)	-	(84,130)
ASSOCIATE	-	-	-	3,944
TOTAL	82,112	(4,253)	77,859	(70,845)

A10. SIGNIFICANT SUBSEQUENT EVENT

There was no significant subsequent event after the end of the quarter under review.

A11. CHANGES IN COMPOSITION OF THE GROUP

There were no changes in the composition of the Group for the current quarter ended 31 March 2021 except for below:

On 1st October 2020, the Company had entered into a Subscription Agreement with Packet Interactive Sdn Bhd ("PISB") in order for PISB to subscribe 5,356,831 ordinary shares in T-Melmax Sdn Bhd ("TMAX"), a wholly-owned subsidiary of Censof with a subscription price of RM250,000 comprising 51% of the enlarged paid-up share capital of TMAX, which is subject to the terms and conditions stipulated in the subscription agreement. The Proposed Subscription was completed on 10th February 2021, hence TMAX has become 49% owned associate of Censof and 51% owned subsidiary of PISB.

On 25th January 2021, the Company had entered into a Share Sale and Purchase Agreement ("SSPA") with Paul Alistair Jennings, Fox Equities Pty Limited and Lum Choong Eu to acquire 162,305 ordinary shares in Asian Business Software Solutions Pte Ltd ("ABSS"), an existing subsidiary of the Company for a total cash consideration of RM14.065 million, which is subject to the fulfillment of conditions precedent stipulated in the SSPA. The Proposed Acquisition was completed on 31 March 2021 and the Company increased its equity interest in ABSS from 58.20% to 89.07%.

A12. CHANGES IN CONTINGENT LIABILITIES

As at 31 March 2021, the Group's contingent liabilities are as follows:-

(a) Bank Guarantee

The subsidiary company has pledged a fixed deposit of RM0.33 million for a bank guarantee facility.

(b) Corporate Guarantee

Corporate guarantees totaling RM51.6 million were issued to licensed banks for credit facilities granted to subsidiary company.



CENSOF HOLDINGS BERHAD

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INTERIM REPORT FOR THE QUARTER ENDED 31 MARCH 2021

PART A – EXPLANATORY NOTES AS PER FINANCIAL REPORTING STANDARD ("FRS") 134 INTERIM FINANCIAL REPORTING

A13. CAPITAL COMMITMENTS

The Group does not have any material commitment for capital expenditure for the current quarter ended 31 March 2021.

A14. SIGNIFICANT RELATED PARTY TRANSACTIONS

(a) Identity of related parties:

The Company has related party relationship with:

- (i) an entity controlled by certain key management personnel; and
- (ii) the directors and certain members of senior management of the Company who are the key management personnel.

(b) The Group carried out the following significant transaction with its related parties during the financial year under review:-

	3 Months Ended 31/3/2021 RM'000	12 Months Ended 31/3/2021 RM'000
Related Parties		
Office rental *	132	528
Key Management Personnel		
Directors		
- Fees	90	360
- Non-fee emoluments	461	1,778

The transaction was contracted in the normal course of business and concluded under negotiated terms.

* - *Inventrix Sdn Bhd* – is a company controlled by common Directors namely *Tamil Selvan A/L M. Durairaj, Ameer Bin Shaik Mydin and Ang Hsin Hsien.*



CENSOF HOLDINGS BERHAD

(Company No. 828269-A)

INTERIM REPORT FOR THE QUARTER ENDED 31 MARCH 2021

PART B - EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. OPERATING SEGMENTS REVIEW

REVIEW OF PERFORMANCE AGAINST PREVIOUS YEAR CORRESPONDING QUARTER

	INDIVIDUAL PERIOD				CUMULATIVE PERIOD			
	3 Months Ended 31/3/2021	3 Months Ended 31/3/2020	Changes		12 Months Ended 31/3/2021	12 Months Ended 31/3/2020	Changes	
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
Revenue	32,713	32,529	184	0.6%	87,685	77,859	9,826	12.6%
Operating Profit/(Loss)	13,570	(73,549)	87,119	>100.0%	30,312	(71,884)	102,196	>100.0%
Profit/(Loss) Before Interest and Tax	13,570	(73,549)	87,119	>100.0%	30,312	(71,884)	102,196	>100.0%
Profit/(Loss) Before Tax	13,531	(73,805)	87,336	>100.0%	29,751	(70,845)	100,596	>100.0%
Profit/(Loss) After Tax	13,304	(73,905)	87,209	>100.0%	28,705	(71,649)	100,354	>100.0%
Net Profit/Loss Attributable to Ordinary Equity Holders of the Company	12,710	(73,957)	86,667	>100.0%	26,795	(72,421)	99,216	>100.0%

The Group recorded revenue of RM32.71 million for the current quarter under review compared to the previous year's corresponding quarter revenue of RM32.53 million. The marginal increased of revenue for the current quarter as compared to the previous year's corresponding quarter was due to the higher revenue generated by Netsense Group, acquired in year 2020 and higher sales demand of ABSS products, positively supported by economic recover grants in the Singapore market. Both subsidiaries classified under FMS-C segment.

The loss before taxation situation of RM73.96 million registered in previous financial period had turn into profit before taxation of RM12.71 million in current quarter. The positive contributing factors leading to the positive profit recovery in current quarter were due to:

- (a) Higher sales demand for ABSS products driven by the attractive Government grants in Singapore market;
- (b) Saving of finance costs by approximately RM0.66 million per quarter upon the full settlement of share margin loan from MIDF & term loan from KIBB in second quarter of FYE 2021;
- (c) Fast track of project deliverables under FMS-G segment;
- (d) Gain on fair value adjustment of approximately RM6.80 million on short-term investment, Dagang NexChange Berhad.



CENSO HOLDINGS BERHAD

(Company No. 828269-A)

INTERIM REPORT FOR THE QUARTER ENDED 31 MARCH 2021

PART B - EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. OPERATING SEGMENTS REVIEW (Continued)

	INDIVIDUAL PERIOD				CUMULATIVE PERIOD			
	3 Months Ended 31/3/2021	3 Months Ended 31/3/2020	Changes		12 Months Ended 31/3/2021	12 Months Ended 31/3/2020	Changes	
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
REVENUE								
FMS - G	25,385	26,415	(1,030)	-3.9%	60,423	52,706	7,717	14.6%
PAS	30	19	11	57.9%	164	274	(110)	-40.1%
WMS	1,626	1,526	100	6.6%	5,246	5,741	(495)	-8.6%
TS	-	207	(207)	-100.0%	60	2,800	(2,740)	-97.9%
FMS - C	5,672	4,362	1,310	30.0%	21,792	16,338	5,454	33.4%
OTHERS	-	-	-	0.0%	-	-	-	-
	<u>32,713</u>	<u>32,529</u>	<u>184</u>	<u>0.6%</u>	<u>87,685</u>	<u>77,859</u>	<u>9,826</u>	<u>12.6%</u>
PROFIT / (LOSS) BEFORE TAX								
FMS - G	6,538	5,893	645	10.9%	12,055	8,174	3,881	47.5%
PAS	16	(25)	41	164.0%	9	(140)	149	106.4%
WMS	383	471	(88)	-18.7%	266	1,122	(856)	-76.3%
TS	-	(2,120)	2,120	-100.0%	(177)	(2,210)	2,033	-92.0%
FMS - C	1,300	725	575	79.3%	5,423	2,395	3,028	>100.0%
OTHERS	5,294	(79,104)	84,398	>100.0%	12,175	(84,130)	96,305	>100.0%
ASSOCIATE	-	355	(355)	-100.0%	-	3,944	(3,944)	-100.0%
	<u>13,531</u>	<u>(73,805)</u>	<u>87,336</u>	<u>>100.0%</u>	<u>29,751</u>	<u>(70,845)</u>	<u>100,596</u>	<u>>100.0%</u>



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B1. OPERATING SEGMENTS REVIEW (Continued)

For the current year to date, revenue increased by 12.6% to RM87.69 million, arising mainly from the higher contribution by FMS-G segment and FMS-C segment. However, the Group ceased to recognize the revenue contribution from TS segment after the disposal of the subsidiary, Knowledgecom Corporation Sdn Bhd on 4th May 2020.

The Group recorded significant improvement in profit before taxation of RM29.75 million as compared to the significant losses in previous year's corresponding period. This was mainly attributed by the positive contributing factors as follows:

- (a) gain on fair value adjustment on short-term investment of approximately RM16.19 million;
- (b) fast track of project deliverables and higher contract awarded under FMS-G segment;
- (c) the gain on disposal of short-term investment of approximate RM2.08 million;
- (d) higher sales demand for ABSS products driven by the attractive Government grants in the Singapore market; and
- (e) strategic investment into Netsense Group with profit generation of RM0.65 million.

B2. MATERIAL CHANGES IN CURRENT QUARTER'S RESULT AS COMPARED TO PRECEDING QUARTER

	INDIVIDUAL PERIOD			
	3 Months Ended 31/3/2021	3 Months Ended 31/12/2020	Changes	
	RM'000	RM'000	RM'000	%
Revenue	32,713	23,730	8,983	37.9%
Operating Profit	13,570	3,020	10,550	349.3%
Profit Before Interest and Tax	13,570	3,020	10,550	349.3%
Profit Before Tax	13,531	3,012	10,519	349.2%
Profit After Tax	13,304	2,455	10,849	441.9%
Net Profit Attributable to Ordinary Equity Holders of the Company	12,710	2,006	10,704	533.6%

In the current quarter, the Group posted a higher revenue of 37.9% over the preceding quarter. The profit before tax surged to RM13.53 million against the preceding quarter of RM3.01 million. The strong contributing factors leading to the higher profit in the preceding quarter were due to the recognition of gain on fair value adjustment on short-term investment of approximately RM6.80 million in current quarter.



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B2. MATERIAL CHANGES IN CURRENT QUARTER'S RESULT AS COMPARED TO PRECEDING QUARTER (Continued)

	INDIVIDUAL PERIOD				INDIVIDUAL PERIOD			
	3 Months Ended	3 Months Ended	Changes		3 Months Ended	3 Months Ended	Changes	
	31/3/2021	31/12/2020			31/3/2021	31/12/2020		
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
	REVENUE				PROFIT/(LOSS) BEFORE TAX			
FMS - G	25,385	15,698	9,687	61.7%	6,538	1,401	5,137	>100.0%
PAS	30	48	(18)	-37.5%	16	5	11	>100.0%
WMS	1,626	1,502	124	8.3%	383	250	133	53.2%
TS	-	-	-	-	-	-	-	-
FMS - C	5,672	6,482	(810)	-12.5%	1,300	1,737	(437)	-25.2%
OTHERS	-	-	-	-	5,294	(381)	5,675	>100.0%
	<u>32,713</u>	<u>23,730</u>	<u>8,983</u>	<u>37.9%</u>	<u>13,531</u>	<u>3,012</u>	<u>10,519</u>	<u>>100.0%</u>

The Group recorded higher revenue of RM32.71 million for the current quarter as compared to RM23.73 million in the preceding quarter mainly due to higher revenue recognition for the FMS-G segment due to the fast tracking of project implementation schedule.

The Group continuously registered profit before taxation of RM13.53 million in current quarter. The strong contributing factors leading to the higher profit in the current quarter were due to the recognition of gain on fair value adjustment on short-term investment of approximately RM6.80 million and higher maintenance revenue contribution from FMS-G segment in 4th quarter.



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B3. NEW FINANCIAL YEAR PROSPECTS

The overall economic outlook for 2021/2022 continues to be challenging with the recent surge of new COVID-19 infections and the re-imposition of COVID-19 travelling restrictions in Malaysia. Disruption from the COVID-19 pandemic is expected to continue with businesses operating under a “new normal” environment. Nevertheless, the COVID-19 pandemic has accelerated the shift of many businesses towards digitalization and has increased the interest and focus on innovation and digital transformation. Further, with the initiatives by the Government’s positive drive on country’s digitalization transformation agenda, the Group is encouraged that the demands for technology solutions in Malaysia will continue to grow.

Notwithstanding the above, the Group is still pursuing its initiative to strengthen Censof’s position as a leading major player in providing software solutions to the government agencies and private sector. The Group committed to explore investment opportunities, development of unique products and solutions using strategic alliances in new business segments to expand on its technical competencies and supply chain capabilities.

B4. STATEMENT OF THE BOARD OF DIRECTORS’ OPINION ON ACHIEVEABILITY OF FINANCIAL ESTIMATE, FORECAST, PROJECTION AND INTERNAL TARGETS PREVIOUSLY ANNOUNCED

This is not applicable to the Group.

B5. FINANCIAL ESTIMATE, FORECAST OR PROJECTION / PROFIT GUARANTEE

There was no financial estimate, forecast or projection and profit guarantee issued by the Group.

B6. TAXATION

Taxation comprises the following:

	3 Months Ended 31/3/2021 RM'000	12 Months Ended 31/3/2021 RM'000
Current tax	227	1,046

B7. SALES OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

There were no disposals of unquoted investments and/or properties held by the Group as at the date of this interim report.



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B8. PURCHASE AND/OR DISPOSAL OF QUOTED SECURITIES

There were no purchase or disposal of quoted securities by the Group during the current quarter under review.

B9. GROUP BORROWINGS

The details of the Group borrowings are as follows:

	RM Denomination		
	Long Term RM'000	Short Term RM'000	Total RM'000
Secured			
<u>As at 31 March 2021</u>			
Project financing	-	345	345
	<u>-</u>	<u>345</u>	<u>345</u>
<u>As at 31 March 2020</u>			
Term loans	10,563	11,358	21,921
Bank overdrafts	-	3,577	3,577
	<u>10,563</u>	<u>14,935</u>	<u>25,498</u>

The bank overdrafts are secured by pledging of shares by the Company's major shareholders, Saas Global Sdn Bhd, DNeX Shares and fixed deposits.

The project financing is secured by corporate guarantee and jointly and several guarantee by 2 directors.

The Group had made repayment of RM1.086 million for project financing during the current quarter and the Group's gearing ratio was enhanced to 0.003 times as compared to 0.400 times in the previous financial year.



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B10. STATUS OF CORPORATE PROPOSALS

(a) Gross Proceeds from Disposal of Quoted Investment

On 7th August 2020, the Company had disposed 46.057 million Ordinary Shares in DNeX for a total consideration of RM10.365 million, classified as short-term investment.

As at to-date, the status of the utilization on gross proceeds were as follows:

Detail of Utilisation	Proposed Amount RM	Utilisation Period	Status
Repayment of principal term loan from Kenanga Investment Bank Berhad	3,500,000	Immediately	<i>Completed on 7th August 2020</i>
Repayment of principal and interest on share margin loan from MIDF Amanah Investment Bank Berhad	2,000,000	Within next 1 month from date of disposal	<i>Completed on 26th August 2020</i>
Strategic Investment	2,000,000	Within next 12 months from date of disposal	
Repayment of Bank Overdraft from Maybank under Subsidiary	1,500,000	Within next 2 months from date of disposal	<i>Completed on 28th September 2020</i>
Working Capital	1,365,282	Within next 12 months from date of disposal	<i>Completed on 31st December 2020</i>
TOTAL	10,365,282		

(b) Gross Proceeds from Private Placement

On 25th January 2021, the Company undertook a proposed private placement of up to 20.0% of that total number of issued shares of the Company to third party investor(s) to be identified at an issue price to be determined later in accordance to the general mandate pursuant to Sections 75 and 76 of the Act.

On 10th March 2021, the Company undertook and completed an issuance of 50,522,650 new Placement Shares (*represented 10.07% of the total number of issued shares of the company*) with the issue price of RM0.2870 per share. The total proceeds raised amounted to RM14.5 million were earmarked and allocated for the purchase of 30.87% equity stake in Asian Business Software Solutions Pte Ltd with consideration of RM14.065 million and the remaining funds utilised for advisory fees and placement fees.

B11. OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There were no off-balance sheet financial instruments as at the date of this interim report.



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B12. DERIVATIVES FINANCIAL INSTRUMENTS

There were no derivatives financial instruments as at the date of this interim report.

B13. MATERIAL LITIGATION

As at 11 May 2021, being 7 days prior to the date of this report, there has been no material litigation pending of which the value exceeds 5% of the Group's net tangible assets.

B14. DIVIDEND

An interim single-tier dividend of 0.75 cents per share for the financial year ended 31 March 2021 has been declared by the directors.

(a) Total dividends of RM4,142,112 computed based on 552,281,576 ordinary shares in issue.

(b) Entitlement date: 4th June 2021

(c) Payment date: 25th June 2021

B15. EARNINGS/(LOSS) PER SHARE

Basic earnings/(loss) per share

The basic earnings/(loss) per share has been calculated by dividing the net profit/(loss) for the financial year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue.

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	3 Months Ended 31/3/2021	3 Months Ended 31/3/2020	12 Months Ended 31/3/2021	12 Months Ended 31/3/2020
Net profit/(loss) attributable to ordinary equity holders of the Company (RM'000)	12,710	(73,957)	26,795	(72,421)
Weighted average number of ordinary shares	503,558	501,731	503,558	501,731
Basic earnings/(loss) per share (sen)	<u>2.52</u>	<u>(14.74)</u>	<u>5.32</u>	<u>(14.43)</u>



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B16. NOTES TO THE CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

Total comprehensive income for the financial period was derived after charging/(crediting) the following items:

	3 Months Ended 31/3/2021 RM'000	12 Months Ended 31/3/2021 RM'000
Depreciation and amortisation	1,332	5,279
Finance costs	39	561
Loss on disposal of subsidiary	-	983
Impairment loss on trade receivables	366	366
Fair value gain on quoted investment	(6,800)	(16,194)
Gain on disposal of short term investment	(2,075)	(2,075)
Interest income	(26)	(46)

Other than as disclosed above, the Group does not have any material items that were recognised as profit/loss in the Consolidated Statements of Comprehensive Income.

B17. AUTHORISATION FOR ISSUE

The interim financial statements were authorized for release by the Board of Directors as per the Board Meeting held on 18 May 2021.