

DOLPHIN INTERNATIONAL BERHAD

(1001521-X)

Unaudited Condensed Consolidated Interim Financial Statements for the 9 Months Ended 31 March 2024



DOLPHIN INTERNATIONAL BERHAD (1001521-X)

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 MARCH 2024

Revenue 31 MARCH 2024 RM/000 41 MARCH 2024 RM/000 </th <th></th> <th>Note</th> <th colspan="2">INDIVIDUAL QUARTER</th> <th colspan="3">CUMULATIVE QUARTER</th>		Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTER		
Revenue 3,720 4,549 11,051 13,546 Cost of sales (2,078) (2,869) (7,205) (8,586) Gross profit 1,642 1,680 3,846 4,960 Other income 2,433 8,064 2,939 8,519 Administrative expenses (2,390) (3,510) (7,350) (9,069) Results from operations 1,685 6,234 (565) 4,410 Finance costs (129) (122) (346) (348) Profit/(Loss) before taxation B12 1,556 6,112 (911) 4,062 Taxation B5 (0) (11) (0) (61) Net profit/(loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to:			31 MARCH 2024	31 MARCH 2023	31 MARCH 2024	31 MARCH 2023	
Cost of sales (2,078) (2,869) (7,205) (8,586) Gross profit 1,642 1,680 3,846 4,960 Other income 2,433 8,064 2,939 8,519 Administrative expenses (2,390) (3,510) (7,350) (9,069) Results from operations 1,685 6,234 (565) 4,410 Finance costs (129) (122) (346) (348) Profit/(Loss) before taxation B12 1,556 6,112 (911) 4,062 Taxation B5 (0) (11) (0) (61) Net profit/(Loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: Owners of the Company 1,546 5,974 (828) 3,899 Non-controlling interests 14							
Gross profit 1,642 1,680 3,846 4,960 Other income 2,433 8,064 2,939 8,519 Administrative expenses (2,390) (3,510) (7,350) (9,069) Results from operations 1,685 6,234 (565) 4,410 Finance costs (129) (122) (346) (348) Profit/(Loss) before taxation 812 1,556 6,112 (911) 4,062 Taxation 85 (0) (11) (0) (61) Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: Owners of the Company 1,546 5,974 (828) 3,899 Non-controlling interests 14 46 38 112 Earnings per share attributable to owners of the Company (sen) - Basic 810 1.16 0.46 (0.68) 0.30	Revenue		3,720	4,549	11,051	13,546	
Other income 2,433 8,064 2,939 8,519 Administrative expenses (2,390) (3,510) (7,350) (9,069) Results from operations 1,685 6,234 (565) 4,410 Finance costs (129) (122) (346) (348) Profit/(Loss) before taxation B12 1,556 6,112 (911) 4,062 Taxation B5 (0) (11) (0) (61) Net profit/(loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to:	Cost of sales		(2,078)	(2,869)	(7,205)	(8,586)	
Administrative expenses (2,390) (3,510) (7,350) (9,069) Results from operations 1,685 6,234 (565) 4,410 Finance costs (129) (122) (346) (348) Profit/(Loss) before taxation B12 1,556 6,112 (911) 4,062 Taxation B5 (0) (11) (0) (61) Net profit/(loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to:	Gross profit		1,642	1,680	3,846	4,960	
Results from operations 1,685 6,234 (565) 4,410	Other income		2,433	8,064	2,939	8,519	
Finance costs (129) (122) (346) (348) Profit/(Loss) before taxation B12 1,556 6,112 (911) 4,062 Taxation B5 (0) (11) (0) (61) Net profit/(loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: Owners of the Company 1,546 5,974 (828) 3,899 Non-controlling interests 14 46 38 112 Total company 1,560 6,020 (790) 4,011 Earnings per share attributable to owners of the Company (sen) - Basic B10 1.16 0.46 (0.68) 0.30	Administrative expenses		(2,390)	(3,510)	(7,350)	(9,069)	
Profit/(Loss) before taxation B12 1,556 6,112 (911) 4,062 Taxation B5 (0) (11) (0) (61) Net profit/(loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: 0wners of the Company	Results from operations		1,685	6,234	(565)	4,410	
Taxation B5 (0) (11) (0) (61) Net profit/(loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: Owners of the Company	Finance costs		(129)	(122)	(346)	(348)	
Net profit/(loss) for the period 1,556 6,101 (911) 4,001 Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: Owners of the Company Non-controlling interests 1,546 5,974 (828) 3,899 Non-controlling interests 14 46 38 112 1,560 6,020 (790) 4,011 Earnings per share attributable to owners of the Company (sen) - Basic 810 1.16 0.46 (0.68) 0.30	Profit/(Loss) before taxation	B12	1,556	6,112	(911)	4,062	
Exchange difference arising on translation of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: Owners of the Company 1,546 5,974 (828) 3,899 Non-controlling interests 14 46 38 112 1,560 6,020 (790) 4,011 Earnings per share attributable to owners of the Company (sen) 810 1.16 0.46 (0.68) 0.30	Taxation	B5	(0)	(11)	(0)	(61)	
of foreign operations 4 (81) 121 10 TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD 1,560 6,020 (790) 4,011 Profit/(Loss) attributable to: Owners of the Company Non-controlling interests 1,546 5,974 (828) 3,899 3,899 112 46 38 112 Larnings per share attributable to owners of the Company (sen) 6,020 (790) 4,011 Earnings per share attributable to owners of the Company (sen) 810 1.16 0.46 (0.68) 0.30	Net profit/(loss) for the period		1,556	6,101	(911)	4,001	
NCOME/(LOSS) FOR THE PERIOD		anslation	4	(81)	121	10	
Profit/(Loss) attributable to: Owners of the Company 1,546 5,974 (828) 3,899 Non-controlling interests 14 46 38 112 1,560 6,020 (790) 4,011 Earnings per share attributable to owners of the Company (sen) 810 1.16 0.46 (0.68) 0.30					(700)		
Owners of the Company 1,546 5,974 (828) 3,899 Non-controlling interests 14 46 38 112 1,560 6,020 (790) 4,011 Earnings per share attributable to owners of the Company (sen) - Basic B10 1.16 0.46 (0.68) 0.30	INCOME/(LOSS) FOR THE PERIOD		1,560	6,020	(790)	4,011	
Non-controlling interests 14 46 38 112 1,560 6,020 (790) 4,011 Earnings per share attributable to owners of the Company (sen) - Basic B10 1.16 0.46 (0.68) 0.30							
Earnings per share attributable to owners of the Company (sen) Basic B10 1.16 0.46 (0.68) 0.30				· · · · · · · · · · · · · · · · · · ·			
Earnings per share attributable to owners of the Company (sen) - Basic B10 1.16 0.46 (0.68) 0.30	Non-controlling interests						
owners of the Company (sen) - Basic B10 1.16 0.46 (0.68) 0.30			1,560	6,020	(790)	4,011	
- Basic <i>B10</i> 1.16 0.46 (0.68) 0.30	<u> </u>)					
		B10	1.16	0.46	(0.68)	0.30	
	- Diluted						

The Unaudited Condensed Interim Financial Statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2023 and the accompanying explanatory notes to the unaudited condensed consolidated interim financial statements.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION FOR THE PERIOD ENDED 31 MARCH 2024

	Note	(Unaudited) 31 MARCH 2024	(Audited) 30 JUNE 2023
		RM'000	RM'000
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment		2,416	1,659
Investment property		19,997	20,048
Right-of-use assets		800	1,297
Intangible assets		23,997	24,284
		47,210	47,288
CURRENT ASSETS		4 200	2 224
Inventories		1,396	2,381
Trade and other receivables Tax recoverable		1,976 239	3,168 115
Fixed deposit with a licensed bank		259	501
Cash and cash equivalents		998	1,646
Cash and Cash Equivalents		4,609	7,811
TOTAL ASSETS		51,819	55,099
EQUITY AND LIABILITIES			
EQUITY ATTRIBUTABLE TO		_	
OWNERS OF THE COMPANY			
Share capital		27,273	23,427
Foreign currency translation reserve		735	615
Warrant reserve		-	3,846
Retained Profit		3,693	4,642
		31,701	32,530
Non-controlling interests		290	253
TOTAL EQUITY		31,991	32,783
LIABILITIES			
NON-CURRENT LIABILITIES			
Lease liabilities		394	572
Bank borrowings	B7	6,086	6,624
Deferred tax liabilities		66	66
Contingent consideration		1,837	3,937
		8,383	11,199
CURRENT LIABILITIES			
Lease liabilities		456	772
Trade and other payables		10,250	9,409
Taxation		-	5
Bank borrowings	B7	739	739
Short-term borrowings		11,445	192 11,117
TOTAL LIABILITIES		19,828	22,316
TOTAL EQUITY AND LIABILITIES		51,819	55,099
Net Assets per share attributable to ordinary			
owners of the Company (sen)		23.7	2.5

The Unaudited Condensed Interim Financial Statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2023 and the accompanying explanatory notes to the unaudited condensed consolidated interim financial statements.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2024

	· · · ·	Attributable to Owi	ners of the Compa	iny —			
		Non-Distri	<u>butable</u>	<u>Distributable</u>			
	Share Capital	Foreign Currency Translation Reserve	Warrant Reserve	Retained Profit/ (Accumulated Losses)	Sub-total	Non- Controlling Interests	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 July 2023 Transaction with owners	23,427	615	3,846	4,642	32,530	253	32,783
Issuance of shares pursuant to exercise of Warrant B	0.2	-	=	-	0.2	-	0.2
Expiry of Warrant B	3,846	-	(3,846)	-	-	-	-
Total transaction with owners	3,846	-	(3,846)	-	0.2	-	0.2
Loss for the period	-	-	-	(949)	(949)	38	(911)
Other comprehensive loss: Foreign currency translation	-	121	-	-	121	-	121
Total comprehensive loss for the period	-	121	-	(949)	(828)	38	(790)
At 31 March 2024	27,273	735	-	3,693	31,701	290	31,991
At 1 July 2022	47,927	722	3,846	(29,498)	22,997	202	23,199
Transaction with owners Issuance of share for part settlement of purchase consideration on acquisition of subsidiary companies	18,500	-	-	-	18,500	-	18,500
Total transaction with owners	18,500	-	-	-	18,500	-	18,500
Loss for the period	-	-	-	3,889	3,889	112	4,001
Other comprehensive loss: Foreign currency translation	-	10	-	-	10	-	10
Total comprehensive loss for the period	=	10	=	3,889	3,899	112	4,011
At 31 March 2023	66,427	732	3,846	(25,609)	45,396	314	45,711

The Unaudited Condensed Consolidated Interim Financial Statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2023 and the accompanying explanatory notes to the unaudited condensed consolidated interim financial statements



DOLPHIN INTERNATIONAL BERHAD (1001521-X)

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 MARCH 2024

	9 MONTHS ENDED 31 MARCH 2024	9 MONTHS ENDED 31 MARCH 2023
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
(Loss)/Profit before taxation	(911)	4,062
Adjustments for:	(- /	,
Amortisation of intangible assets	220	218
Bad debts written off	3	4
Depreciation of property, plant & equipment and investment properties	750	752
Gain on disposal of property, plant and equipment	(121)	(501)
Interest income	-	(24)
Interest expenses	346	348
Gain on deemed disposal of a subsidiary	- ()	(6,491)
Reversal of contingent consideration not payable	(2,100)	- (0.1)
Unrealised gain on foreign exchange	(4.042)	(24)
Loss before working capital changes	(1,813)	(1,656)
Working Capital Changes		
Inventories	985	(124)
Trade and other receivables	1,192	(1,222)
Trade and other payables	841	3,340
Cash generated from operations	1,205	338
Interest received	-	24
Interest paid	(346)	(348)
Tax payment	(118)	(90)
Net cash generated from/(used in) operating activities	741_	(76)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of subsidiary companies	-	(1,400)
Purchase of property, plant and equipment	(951)	(11)
Proceeds from disposal of property, plant and equipment	125	500
Net cash used in investing activities	(826)	(911)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of lease liabilities	(155)	(71)
(Repayment)/Drawdown of Bankers Acceptance	(192)	123
Repayment of term loan	(837)	(838)
Drawdown of fixed deposits	501	-
Net cash used in financing activities	(683)	(786)
Net decrease in cash and cash equivalents	(768)	(1,773)
Effects of exchange rate changes on cash and cash equivalents	120	-
Cash and cash equivalents at beginning of the financial period	1,646	4,360
Cash and cash equivalents at end of the financial period	998	2,587
Cook and each annivelent at and of firemental monitoring and a firemental monitoring at the Collection		
Cash and cash equivalent at end of financial period comprise the following: Fixed deposit		1,004
Cash and bank balances	- 998	1,004 2,587
Cash and bank balances		
	998	3,591
Less: Pledged deposit with licensed bank		(1,004)
	998	2,587

The Unaudited Condensed Interim Financial Statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2023 and the accompanying explanatory notes to the unaudited condensed consolidated interim financial statements.

PART A - EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRSs") 134

A1 Basis of Preparation

The interim financial report of Dolphin International Berhad ("DIB" or the "Company") and its subsidiaries (the "Group") are unaudited and has been prepared in accordance with MFRS 134 - Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad and should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2023.

A2 Significant Accounting Policies

The significant accounting policies and presentations adopted by the Group for this interim financial statements are consistent with those adopted in the audited financial statements of the Group for the financial year ended 30 June 2023, except for the adoption of the following standards that are mandatory for the current financial period:

MFRSs, Amendments to MFRSs and IC Interpretation effective 1 January 2023

MFRS 17 Insurance Contracts
Amendments to MFRS 17 Insurance Contracts

Amendment to MFRS17 Initial Application of MFRS 17 and MFRS 9 – Comparative Information

Amendments to MFRS 101 Disclosures of Accounting Policies
Amendments to MFRS 108 Definition of Accounting Estimates

Amendment to MFRS 112 Deferred Tax related to Assets and Liabilities arising from a Single Transaction

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 Standards Board ("MASB") but are not yet effective for the current financial year:-

MFRSs and/or IC Interpretations (Including The Consequential Amendments) Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets	Effective Date
between an Investor and its Associate or Joint Venture	Deferred
Amendments to MFRS 16: Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to MFRS 101: Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to MFRS 101: Non-current Liabilities with Covenants	1 January 2024
Amendments to MFRS 107 and MFRS 7: Supplier Finance Arrangements	1 January 2024
Amendments to MFRS 121: The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability	1 January 2025

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group upon their initial application.

A3 Auditor's report of preceding annual financial statements

The auditor's report on the latest audited annual financial statements for the financial year ended 30 June 2023 was not qualified.

A4 Seasonal or Cyclical Factors

The Group does not experience significant fluctuations in operations due to seasonal factors.

45 Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

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

A6 Changes in estimates

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

A7 Debt and equity securities

The issued share capital of the Company is adjusted to 133,788,582 ordinary shares after the share consolidation effective 3 October 2023.

Save for above, there were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the current financial quarter under review.

A8 Dividend Paid

There were no dividend declared/recommend and paid to the shareholders of the Company during the current financial quarter under review.

PART A - EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRSs") 134 (cont'd)

Segment Information

The Group prepared the following segment information based on the internal reports of the Group's strategic business units which are regularly reviewed by the Board of Directors for the purpose of making decisions about resource allocation and performance assessment.

The reportable operating segments are as follows:

- a) Provision of sales, service and contract work relating to palm oil milling ("Milling systems and solutions");
- b) Supply of parts and maintenance services (Supply of parts and maintenance services");
- ç) Operator of restaurant and trading of food products ("Food and beverage");
- d) Trading of wines and other liquor products ("Trading"); and
- é) Investment holding and management services segment ("Investment holding").

(a) Analysis of revenue and results by segment

	Current C	Current Quarter		Cumulative Quarter		
	3 months	ended		9 months ended		
	31.03.2024	31.03.2023]	31.03.2024		31.03.2023
	RM'000	RM'000		RM'000		RM'000
Segment Revenue						
- Milling systems and solutions	-	-		-		-
- Supply of parts and maintenance services	-	-		-		-
- Food and beverage	3,792	4,053		10,510		12,454
- Trading	576	1,106		2,103		2,880
- Inter-co elimination	(648)	(610)		(1,562)		(1,788)
Total Revenue	3,720	4,549		11,051		13,546
Segment Results						
- Milling systems and solutions	(197)	948		(728)		425
- Supply of parts and maintenance services	- 1	(20)		(62)		(104)
- Food and beverage	2,427	(320)		1,578		(902)
- Trading	(26)	(10)		(94)		(4)
- Investment holding	(648)	(955)		(1,605)		(1,822)
- Consolidation adjustments	- 1	6,469		-		6,469
Total Profit/(Loss) before Tax	1,556	6,112] [(911)		4,062
			1			

	Current Q 3 months	-	Cumulative Quarter 9 months ended	
Revenue	31.03.2024 <i>RM'000</i>	31.03.2023 <i>RM'000</i>	31.03.2024 <i>RM'000</i>	31.03.2023 <i>RM'000</i>
Malaysia Overseas	3,720	4,549 -	11,051	13,546
	3,720	4,549	11,051	13,546

A10 Material Events Subsequent to the end of the current financial quarter

There were no material events subsequent to the end of the quarter under review up to the date of this report which is likely to substantially affect the results of the operations of the Company.

A11 Changes in the Composition of the Group

There are no changes in the composition of Company during the current financial quarter under review.

A12 Contingent Liabilities or Contingent Assets

There were no material contingent liabilities or contingent assets up to the date of this report.

A13 Capital Commitments

There were no material capital commitments up to the date of this report.

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE BURSA MALAYSIA LISTING REQUIREMENTS

B1 Review of Performance

The summarised results of the Group:-

The summaniscu results of the Group.	Current o	juarter	Cumulative quarter		
	31.03.2024	31.03.2023	31.03.2024	31.03.2023	
	RM'000	RM'000	RM'000	RM'000	
Revenue	3,720	4,549	11,051	13,546	
Profit/(Loss) before Tax	1,556	6,112	(911)	4,062	

Current quarter against previous year corresponding quarter

The Group recorded revenue of RM 3.7 million in the current quarter as compared to the previous year's corresponding quarter revenue of RM 4.7 million. The decrease of RM 1.0 million was mainly due to the sluggish food & beverage business and also due to ceased operation of two of our Uncle Don's outlets.

The Group generated huge gain in previous year's corresponding quarter mainly due to the gain from winding up of a Subsidiary of RM6.4 million.

B2 Comparison with Preceding Quarter's Results

	Current quarter	Preceding quarter	
	31.03.2024 <i>RM'000</i>	31.12.2023 <i>RM'000</i>	Change %
Revenue	3,720	3,696	0.6
Profit/(Loss) before taxation	1,556	(1,014)	253.5
Profit/(Loss) after taxation	1,556	(1,453)	207.1

Revenue for the current quarter remains status quo compared to the preceding quarter .

The Group recorded profit before taxation compared to last quarter's loss mainly due to lower corporate exercise expenses; gain from disposed fixed assets of the closed outlet; and also reversal of contingent consideration not payable.

B3 Prospects

As the majority of the Group's restaurant outlets are located at the urban fringe of Klang Valley which has high population, the Board expects the business of the Group's restaurant outlets to progressively improve over time especially when market sentiments and consumer spending improve in the future.

With the new management onboard, the prospect is encouraging with more future initiatives to grow the restaurant outlets further.

B4 Variance of actual profit from Profit Forecast and Profit Guarantee

The Group did not provide any profit forecast or profit guarantee in any form of public documentation or announcement.

В5	Taxation	Current	Cumulative Quarter		
		31.03.2024	31.03.2023	31.03.2024	31.03.2023
		RM'000	RM'000	RM'000	RM'000
	Current Malaysian tax				
	- current year		11_		61
		-	11	-	61

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE BURSA MALAYSIA LISTING REQUIREMENTS (Cont'd)

36 (a) Status of Corporate Proposal

(i) Proposed Private Placement

On 17 November 2021, the Company issued 119,260,000 placement shares at an issue price of RM0.0767 per new Dolphin share and total proceeds raised of RM9,147,242.00 ("Private Placement B").

On 23 December 2022, the Company further announced the extension of time for the utilisation of proceeds raised from Private Placement B for the set-up costs of a new distribution company for another 12 months, which is to be utilised within 33 months from the date of listing of the Private Placement on 25 February 2021.

The status of the usage of the proceeds raised from the Private Placement B are as follows:

Purpose	Approved utilisation of proceeds (RM'000)	Partial proceeds raised as at 22 February 2023 (RM'000)	Actual utilisation as at 22 February 2023 (RM'000)	Balance unutilised as at 22 February 2023 (RM '000)		Variation (RM'000)	Utilisation (RM'000)	Balance utilisation (RM'000)	Revised timeframe for utilisation of proceeds
Working capital for									
UD Express outlets	5,000	-	-	-	ļ	-	-	-	Within 42 months
General working capital for DIB group	4,466	-	1	-		-	-	ı	Within 24 months
Set up costs for UD Express outlet	9,982	5,775	579	5,196		(2,000)	(2,251)	945	Within 42 months
Repayment of borrowings	3,000	-	-	-	_	-	-	-	Within 6 months
Future expansion and acquisition for F&B									
business	3,000	2,772	2,772	-		-	-	-	Within 24 months
Estimated expenses	600	600	384	216		(216)	-		Within 1 months
Total	26,048	9,147	3,735	5,412		(2,216)	(2,251)	945	

(ii) Multiple Proposal

Mercury Securities Sdn Bhd had on 11 January 2023 announced that the Company proposed to undertake the following:

- -> proposed reduction of Dolphin's issued share capital pursuant to Section 117 of the Company Act 2016;
- -> proposed consolidation of every 10 existing Dolphin shares into 1 Consolidated Share; and
- -> proposed renounceable rights issue of up to 253,505,508 Rights Shares together with up to 152,103,304 free detachable Warrants-C on the basis of 5 Rights Share together with 3 Warrants-C for every 3 Consolidated Shares held on an Entitlement Date to be determined later.

Mercury Securities had on 10 April 2023 announced that the Company submitted application to Bursa Securities for the withdrawal of the Proposed Share Consolidation and Proposed Right Issue; reason being the need to revise the structure of the Proposed Rights Issue.

At Extraordinary General Meeting held on 8 May 2023, the Shareholders passed an ordinary resolution to approve the capital reduction of Dolphin's issued share capital of RM43 million which to be set-off against accumulated losses.

Mercury Securities had on 26 October 2023 announced that Dolphin proposes to undertake a revised renounceable rights issue exercise which entails the proposed issuance of up to 178,384,776 Rights Shares together with up to 133,788,582 free detachable Warrants-C at an issue price of RM0.075 per Rights Shares on the basis of 4 Rights Shares together with 3 Warrants-C for every 3 Shares held on an entitlement date to be determined later.

However Mercury Securities announced that the Board had on 2 April 2024 resolved to abort the Proposed Rights Issue as Dolphin intends to explore other more expeditious manner to raise funds for its working capital.

Save as disclosed above, there were no other material corporate proposals announced.

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE BURSA MALAYSIA LISTING REQUIREMENTS (Cont'd)

B7 Bank Borrowings

	31.03.2024	30.06.2023
	RM '000	RM '000
Short term borrowings		
Secured :-		
Term loan	739	739
Long term borrowings		
Secured :-		
Term loan	6,086	6,624
Total	6,825	7,363

B8 Off Balance Sheet Financial Instruments

There is no off balance sheet financial instruments as at the date of this report.

B9 Material Litigation

Genesis Corp Pte. Ltd. & 2 others against DRSSB, Dolphin Applications Sdn. Bhd. ("DASB"), DIB and Low Teck Yin ("LTY") (Shah Alam High Court Civil Suit No.: BA-22NCvC-148-04/2023 ("Suit"))

Ex-parte Order

DRSSB, DASB and DIB had, on 27 April 2023, received a copy of a draft ex-parte Order dated 27 April 2023 granted by the High Court in the Suit ("Ex-parte Order"). DRSSB, DASB, DIB and LTY were named as defendants in the Suit. The Ex-parte Order has the effect of, among others, preventing the voluntary winding up of DRSSB, DASB and DIB.

On 3 May 2023, the solicitors for DRSSB, DASB and DIB received the sealed Ex-parte Order. On 9 May 2023, the solicitors for DRSSB, DASB and DIB received the Writ, Statement of Claim and the cause papers for the Plaintiff's injunction application dated 20 April 2023 in enclosure 4 ("Encl. 4"). DRSSB, DASB and DIB entered appearance on 10 May 2023.

Ex-parte Order was set aside

On 31 May 2023, the solicitors for DRSSB, DASB and DIB filed an application in enclosure 11 and 12 ("Setting Aside Applications") to among others, set aside the Ex-parte Order and claim for an assessment to be conducted on the damages suffered by DRSSB, DASB and DIB as a result of the Ex-parte Order. Encl. 4 and Encl. 12 were heard together on 1 August 2023. The Court dismissed Encl. 4 with costs of RM10,000-00. The Court also allowed the Setting Aside Applications.

Assessment of Damages

On 25 August 2023, the solicitors for DASB and DIB filed an application to seek directions for assessment of damages incurred by DASB and DIB as a result of the Ex-parte Order. The trial for assessment of damages is fixed on 20 & 21 May 2025. The next case management is fixed on 21 April 2025 before the Registrar, and the final case management is fixed before the Judge on 6 May 2025 for parties to update the Court on the compliance of pre-trial directions.

Main Suit (Encl. 1)

On 18 October 2023, DASB & DIB filed an application for security for costs against the 1st Plaintiff in enclosure 39 ("Encl. 39"). On 4 January 2024, Encl. 39 was allowed, where the 1st Plaintiff is required to pay a sum of RM250,000-00 as security for costs within 14 days from 4 January 2024, failing which the claim will be dismissed.

The 1st Plaintiff failed to do so, and hence, on 22 January 2024, the Court ordered that the entire Plaintiffs' claim against the DASB & DIB is struck out with no further order.

B10 Earnings Per Share

Basic and diluted

Basic earnings per share is calculated by dividing the profit after taxation for the period by the weighted average number of ordinary shares in issue during the period.

	Current Quarter		Cumulativ	Cumulative quarter	
-	31.03.2024	31.03.2023	31.03.2024	31.03.2023	
Profit/(Loss) attributable to equity holders (RM'000)	1,556	6,101	(911)	4,001	
Weighted average number of ordinary shares in issue ('000)	133,789	1,337,883	133,789	1,337,883	
Basic earnings per share (sen)	1.16	0.46	(0.68)	0.30	

The diluted earnings per share is equal to the basic earnings per share as the outstanding warrants are anti-dilutive.

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE BURSA MALAYSIA LISTING REQUIREMENTS (Cont'd)

B11 Dividends

No dividends has been declared or proposed for the current financial quarter under review.

B12 Profit/(Loss) before taxation

	Current Quarter		Cumulative Quarter	
	31.03.2024	31.03.2023	31.03.2024	31.03.2023
	RM'000	RM'000	RM'000	RM'000
Profit/(Loss) before taxation is arrived at after charging/(crediting):-				
Amortisation of intangible assets	74	87	220	143
Bad debts written off	3	-	3	4
Depreciation of property, plant and equipment and Investment property	445	529	750	752
Finance costs	129	122	346	348
Interest income	-	(24)	-	(24)
Gain on disposal of property, plant and equipment	(121)	(501)	(121)	(501)
Loss on foreign exchange				
- Realised	-	-	(20)	-
- Unrealised	-	(4)	-	(24)
Reversal of contingent consideration not payable	(2,100)		(2,100)	

B13 Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 14 May 2024.