

Top Builders Capital Berhad
(Formerly known as Ikhmas Jaya Group Berhad)
Company No. 201301043050 (1072872-D)
(Incorporated in Malaysia)

**Interim financial statements for sixth
quarter ended 30 June 2021**



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)
INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2021
(The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS
For the Financial Period Ended 30 June 2021

	Individual Quarter		Cumulative Quarter	
	Current Year Current Quarter 30.06.2021 RM'000	Preceding Year Corresponding Quarter 30.06.2020 RM'000	Current Year Current Year 30.06.2021 RM'000	Preceding Year 30.06.2020 RM'000
Continuing Operations:				
Revenue	(25,676)	-	39,761	-
Cost of sales	(56,127)	-	(133,991)	-
Gross loss	(81,803)	-	(94,230)	-
Other income	(149)	-	9,785	-
Administrative expenses	(4,870)	-	(17,047)	-
Net loss on impairment of financial instrument and contract assets	(121,383)	-	(125,461)	-
Other operating expenses	(1,058)	-	(6,117)	-
Finance income	23	-	169	-
Finance costs	(535)	-	(4,055)	-
Loss before taxation	(209,775)	-	(236,956)	-
Taxation	(81)	-	(2,227)	-
Loss for the year	(209,856)	-	(239,183)	-
Loss attributable to :				
Equity holders of the Company	(209,758)	-	(239,104)	-
Non-controlling interests	(98)	-	(79)	-
	(209,856)	-	(239,183)	-
Loss per share (sen) attributable to owners of the parent:				
- Basic	(35.64)	-	(40.63)	-
- Diluted	N/A	-	N/A	-

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021. Therefore, there will be no comparative financial information for corresponding quarter and preceding year.

The Condensed Consolidated Statement of Profit or Loss should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)
INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2021
 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME
 For the Financial Period Ended 30 June 2021

	Individual Quarter		Cumulative Quarter	
	Current Year Current Quarter 30.06.2021 RM'000	Preceding Year Corresponding Quarter 30.06.2020 RM'000	Current Year Current Year 30.06.2021 RM'000	Preceding Year 30.06.2020 RM'000
Loss for the year	(209,856)	-	(239,183)	-
Other comprehensive income: <i>Items that will not be reclassified to profit or loss:</i>				
Revaluation of property, plant and equipment	-	-	14,020	-
Deferred tax liability relating to revaluation of property, plant and equipment	-	-	(1,402)	-
Other comprehensive income for the year, net of tax	-	-	12,618	-
Total comprehensive loss for the year, net of tax	<u>(209,856)</u>	-	<u>(226,565)</u>	-
Total comprehensive loss attributable to:				
Equity holders of the Company	(209,758)	-	(226,486)	-
Non-controlling interests	(98)	-	(79)	-
	<u>(209,856)</u>	-	<u>(226,565)</u>	-

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021. Therefore, there will be no comparative financial information for corresponding quarter and preceding year.

The Condensed Consolidated Statement of Other Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)
INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2021
 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 30 June 2021

	(Unaudited) As at 30.06.2021 RM'000	(Audited) As at 31.12.2019 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	29,821	16,938
Investment properties	6,191	10,585
Investment	4	4
Contract assets	-	11,916
Right-of-use assets	14,495	26,686
Total non-current assets	50,511	66,129
Current assets		
Trade and other receivables	105,943	160,818
Contract assets	10,506	67,900
Inventories	81	254
Current tax assets	58	2,644
Cash and bank balances	13,434	28,531
	130,022	260,147
Assets classified as held for sale	-	4,618
Total current assets	130,022	264,765
TOTAL ASSETS	180,533	330,894

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021. Therefore, there will be no comparative financial information for corresponding quarter and preceding year.

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)
INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2021
 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION - continued
As at 30 June 2021

	(Unaudited) As at 30.06.2021 RM'000	(Audited) As at 31.12.2019 RM'000
EQUITY AND LIABILITIES		
Share capital	193,687	191,687
Reserve	(382,518)	(156,032)
Equity attributable to holders of the Company	<u>(188,831)</u>	<u>35,655</u>
Non-controlling interests	<u>(8,083)</u>	<u>(8,004)</u>
(Capital Deficiency)/Total equity	<u>(196,914)</u>	<u>27,651</u>
Non-current liabilities		
Loans and borrowings	2,907	1,947
Lease liabilities	1,803	8,427
Deferred tax liabilities	7,871	6,469
Total non-current liabilities	<u>12,581</u>	<u>16,843</u>
Current liabilities		
Trade and other payables	333,121	223,107
Contract liabilities	5,668	22,351
Lease liabilities	10,788	8,380
Loans and borrowings	10,496	30,205
Current tax liabilities	4,793	2,357
Total current liabilities	<u>364,866</u>	<u>286,400</u>
Total liabilities	<u>377,447</u>	<u>303,243</u>
TOTAL EQUITY AND LIABILITIES	<u>180,533</u>	<u>330,894</u>
Net assets per share (RM)	(0.31)	0.05

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021. Therefore, there will be no comparative financial information for corresponding quarter and preceding year.

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)
INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2021
(The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the Financial Period Ended 30 June 2021

	Attributable to the owners of the Company					Non-controlling interests	Total equity/ (Capital deficiencies)	
	Non-distributable							
	Share capital	Merger Deficit	Revaluation reserve	Other reserve	Retained earnings/ (Accumulated losses)			Total
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000		
At 1 January 2019	182,542	(68,500)	-	-	67,747	181,789	(6,237)	175,552
Equity contribution from waive of debts	-	-	-	2,500	-	2,500	-	2,500
Shares issued	9,145	-	-	-	-	9,145	-	9,145
Loss and total comprehensive expense for the year	-	-	-	-	(157,779)	(157,779)	(1,767)	(159,546)
At 31 December 2019	191,687	(68,500)	-	2,500	(90,032)	35,655	(8,004)	27,651
At 1 January 2020	191,687	(68,500)	-	2,500	(90,032)	35,655	(8,004)	27,651
Shares issued	2,000	-	-	-	-	2,000	-	2,000
Profit/(Loss) and total comprehensive income/(expense) for the year	-	-	12,618	-	(239,104)	(226,486)	(79)	(226,565)
At 30 June 2021	193,687	(68,500)	12,618	2,500	(329,136)	(188,831)	(8,083)	(196,914)

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021. Therefore, there will be no comparative financial information for corresponding quarter and preceding year.

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)
INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2021
 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
 For the Financial Period Ended 30 June 2021

	Current Financial Year 30.06.2021 RM'000	Preceding Year 31.03.2021 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before taxation	(236,956)	-
<i>Adjustments for:</i>		
Depreciation of property, plant and equipment	3,922	-
Depreciation of investment property	244	-
Depreciation of right of use	6,207	-
Loss on disposal of subsidiaries	1,777	-
Gain on disposal of property, plant and equipment	(3,380)	-
Gain on disposal of right of use	(370)	-
Gain on disposal of investment properties	(641)	-
(Reversal of)/Impairment losses on:		
- property, plant and equipment	(691)	-
- trade receivables	96,330	-
- contract assets	29,131	-
- investment properties	(219)	-
Finance costs	4,055	-
Finance income	(169)	-
Operating loss before changes in working capital	(100,760)	-
Changes in working capital:		
Inventories	173	-
Trade and other receivables	(40,017)	-
Trade and other payables	117,032	-
Contract assets	23,496	-
Cash used in operations	(76)	-
Tax refund	2,146	-
Net cash from operating activities	2,070	-

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021. Therefore, there will be no comparative financial information for corresponding quarter and preceding year.

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)
INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2021
 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS - continued
 For the Financial Period Ended 30 June 2021

	Current Financial Year 30.06.2021 RM'000	Preceding Year 31.03.2021 RM'000
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	6,954	-
Proceeds from disposal of investment properties	165	-
Proceeds from disposal of subsidiaries	20	-
Interest received	169	-
Net cash from investing activities	<u>7,308</u>	<u>-</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of loan and other borrowings	(5,089)	-
Proceeds from private placement	2,000	-
Repayment of lease liabilities	(4,216)	-
Decrease in pledged fixed deposits	23,683	-
Interest paid	(4,055)	-
Net cash from financing activities	<u>12,323</u>	<u>-</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	21,701	-
CASH AND CASH EQUIVALENTS AT 1 JANUARY 2020	<u>(22,598)</u>	<u>-</u>
CASH AND CASH EQUIVALENTS AT 30 JUNE *	<u><u>(897)</u></u>	<u><u>-</u></u>
*Cash and cash equivalents at the end of the financial year comprised the following:		
Fixed deposits with licensed banks	4,308	-
Less: Pledged deposits	<u>(4,308)</u>	<u>-</u>
	-	-
Cash and bank balances	9,126	-
Bank overdrafts	<u>(10,023)</u>	<u>-</u>
	<u><u>(897)</u></u>	<u><u>-</u></u>

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021. Therefore, there will be no comparative financial information for corresponding quarter and preceding year.

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

**NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED
30 JUNE 2021**

A1. Basis of preparation

Statement of compliance

The condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the requirements of Paragraph 9.22 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting.

As announced on 30 December 2020, the financial year end of the Group has been changed from 31 December 2020 to 30 June 2021.

These are the sixth interim financial statements on the consolidated results for the sixth quarter and financial period ended 30 June 2021 announced by the Company in compliance with the MMLR.

These interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2019.

The accounting policies and methods of computation adopted by the Group in these interim financial statements are consistent with those adopted in the audited financial statements for the financial year ended 31 December 2019.

The preparation of interim financial statements in conformity with MFRS requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the end of the reporting period and the reported amounts of expenses during the reporting period. Although these estimates are based on management's best knowledge of the amounts, event or actions, actual results ultimately may differ from those estimates.

The interim financial statements have been prepared on the historical cost basis and on the assumption that the Group and the Company are going concerns.

The Group's current liabilities exceeded its current assets by RM234.84million. There are material uncertainties that may cast significant doubt on the ability of the Group to meet their obligations as and when they fall due and to continue as going concerns.

The Group has prepared profit and cash flow forecasts and will continue to monitor and assess the cash positions of the Group on a regular basis.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

A2. Significant Accounting Policies

The accounting policies adopted by the Group in this interim financial report are consistent with those adopted in the financial statements for the financial year ended 31 December 2019 except for the adoption of the following Amendments to MFRSs:-

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2022

- Amendments to MFRS 1, First-time Adoption of Malaysian Financial Reporting Standards (Annual Improvements to MFRS Standards 2018–2020)
- Amendments to MFRS 3, Business Combinations – Reference to the Conceptual Framework
- Amendments to MFRS 9, Financial Instruments (Annual Improvements to MFRS Standards 2018–2020)
- Amendments to Illustrative Examples accompanying MFRS 16, Leases (Annual Improvements to MFRS Standards 2018–2020)
- Amendments to MFRS 116, Property, Plant and Equipment – Proceeds before Intended Use
- Amendments to MFRS 137, *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract*
- Amendments to MFRS 141, *Agriculture (Annual Improvements to MFRS Standards 2018–2020)*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2023

- MFRS 17, *Insurance Contracts*
- Amendments to MFRS 101, *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current and Disclosure of Accounting Policies*
- Amendments to MFRS 108, *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates*
- Amendments to MFRS 112, *Income Taxes – Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

MFRSs, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

- Amendments to MFRS 10, *Consolidated Financial Statements* and MFRS 128, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The adoption of the above Amendments to MFRSs does not have significant financial impact to the Group.

A3. Auditor's Report

The auditor's report of the Group for the year ended 31 December 2019 carries a material uncertainty related to going concern which indicates the Group incurred a net loss of RM159,546,000 respectively for the financial year ended 31 December 2019 and, as of that date, the current liabilities of the Group exceeded its current assets by RM21,635,000.

A4. Seasonality or Cyclicity of Interim Operations

The business operations of the Group are not significantly affected by seasonal or cyclical factors.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

A5. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no extraordinary and exceptional items of unusual nature affecting assets, liabilities, equity, net income, or cash flows in the interim financial period ended 30 June 2021.

A6. Material Effect of Changes in Estimates of Amounts Reported in Prior Interim Periods or Prior Financial Years

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements for the current period under review.

A7. Debt and Equity Securities

There were no issuance, cancellation, repurchase, resale and repayment of debts and equity securities during the current quarter ended 30 June 2021.

A8. Dividends Paid

No dividends were paid by the Company in the current quarter ended 30 June 2021.

A9. Segmental Reporting

The Group is predominantly involved in civil and building construction, which is the only reportable segment. Other non-reportable segments comprise manufacturing and sales of prefabricated building system. None of these segments met the quantitative thresholds for reporting segments in 2021 and 2020. All the Group's operations are carried out in Malaysia.

A10. Property, plant and equipment

The Management determined that the freehold and leasehold land and building constitutes one class of asset under MFRS 13 Fair Value Measurement, based on the nature, characteristics and risks of the freehold and leasehold land and building.

Fair value of the freehold and leasehold land and building were determined using the market comparison method. This means that valuations performed by the valuer are based on active market prices, significantly adjusted for differences in the nature, location or condition of each specific properties. As at the date of valuation, the freehold and leasehold land and building's fair value was assessed and confirmed by management based on valuations performed by an independent professional valuer specialising in valuing property of similar nature.

A11. Significant Post Balance Sheet Event

There are no material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.

A12. Changes in Composition of the Group

There were no changes in the composition of the Group during the current financial quarter under review.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

**NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED
30 JUNE 2021**

A13. Contingent Liabilities

As at the date of this announcement, the Group had contingent liabilities as follows:

	Current quarter as at 30.06.2021 RM'000	Audited as at 31.12.2019 RM'000
Guarantees		
Guarantees given to:		
-Subsidiaries' creditors	17,732	19,337
-Banks for facilities granted to subsidiaries	12,872	32,170
	<u>30,604</u>	<u>51,507</u>

A14. Significant Related Party Transactions and/or Balances

There were no significant related party transactions for the current quarter and financial period ended 30 June 2021 and preceding year ended 31 December 2019.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

PART B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Review of the Performance of the Group

	Current Year	Current
	Current Quarter	Year Cumulative
	2021	2021
	RM'000	RM'000
Revenue	(25,676)	39,761
Operating Loss	(209,263)	(233,070)
Loss Before Tax	(209,775)	(236,956)
Loss After Tax	(209,856)	(239,183)
Loss Attributable to Ordinary Equity Holders of the Parent	(209,758)	(239,104)

B2. Comparison with Preceding Quarter's Results

	Current Quarter	Immediate	%
	Ended 30.06.2021	Preceding Quarter	+ / (-)
	(RM'000)	Ended 31.03.2021	
		(RM'000)	
Revenue	(25,676)	9,018	->100%
Operating Loss	(209,263)	(574)	>100%
Loss Before Tax	(209,775)	(2,483)	>100%
Loss After Tax	(209,856)	(2,483)	>100%
Loss Attributable to Ordinary Equity Holders of the Parent	(209,758)	(2,299)	>100%

During the current quarter under review, the Group recorded a revenue of negative RM25.676 million i.e. a decrease of RM34.694million as compared to RM9.018 million reported in preceding quarter ended 31 March 2021.

The Group reported a loss before tax RM209.775million for the current quarter ended 30 June 2021 i.e. an increase of RM207.292million as compared to RM2.483million losses recorded in the preceding year corresponding quarter ended 31 March 2021.

The decrease in operating loss is mainly due to the impairment and provision for receivables and contract assets had been accounted in Q6.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B3. Prospects

With the Covid-19 pandemic, the Group expect the financial year 2021 continue to be challenging with the slowing down of all industries dramatically and globally.

Nevertheless, the Group have taken all possible steps as to minimise delays of the current ongoing projects due to the Covid-19 pandemic and the government SOP requirements, control, and lockdown.

B4. Profit Forecast or Profit Guarantee

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

B5. Loss Before Tax

Loss before tax for the current quarter and current financial period is stated after charging/(crediting):-

	Current quarter ended 30.06.2021 RM'000	Current financial period ended 30.06.2021 RM'000
Depreciation of property, plant and equipment	(381)	3,922
Depreciation of investment property	28	244
Depreciation of right of use	1,327	6,207
Loss on disposal of subsidiaries	-	1,777
Gain on disposal of property, plant and equipment	66	(3,380)
Gain on disposal of right of use	-	(370)
Gain on disposal of investment properties	-	(641)
Rental received	248	(870)
Reversal of impairment loss on property, plant and equipment	-	(691)
Reversal of impairment loss on investment properties	(219)	(219)
Impairment losses on contract assets	25,053	29,131
Impairment losses on trade receivables	96,330	96,330
Finance income	(23)	(169)
Finance costs	535	4,055

B6. Taxation

	Current quarter ended 30.06.2021 RM'000	Current financial period ended 30.06.2021 RM'000
Current tax expense – under provision in prior year	81	2,227



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

**NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED
30 JUNE 2021**

B7. Status of Corporate Proposal

Proposed reduction of the issued share capital of TBCB pursuant to Section 116 of the Companies Act 2016, (“Proposed Share Capital Reduction”)

On 20 April 2021, Thinkat Advisory Sdn Bhd (“Thinkat”) had, on behalf of Top Builders announced the Company’s intention to undertake the Proposed Share Capital Reduction.

The Proposed Share Capital Reduction entails the reduction and cancellation of RM150,000,000 of the issued share capital of the Company pursuant to Section 116 of the Act which is lost or unrepresented by available assets. The corresponding credit of RM150,000,000 arising from the Proposed Share Capital Reduction will be used to eliminate the accumulated losses of the Company while the balance, if any, will be credited to the retained earnings account of the Company which may be utilised in such manner as the Board deems fit, as permitted by the relevant and applicable laws as well as the Company’s Constitution.

The Special Resolution set out in the Notice of the Extraordinary General Meeting (“EGM”) dated 24 June 2021 was duly passed by way of poll at the EGM of the Company held on 27 July 2021.

The Board wishes to announce that the Company had on 30 July 2021, filed an application to the High Court to obtain the confirmation from the High Court for the Proposed Share Capital Reduction pursuant to Section 116 of the Act.

The Board wishes to announce that the High Court had on 28 September 2021 granted an order confirming the Share Capital Reduction. The sealed order will be extracted and an office copy of the order will be lodged with the Companies Commission of Malaysia for the Share Capital Reduction to take effect pursuant to Section 116(6) of the Act.

Proposed private placement, (“Proposed Private Placement”)

On 11 May 2021, the Group Proposed a private placement of 117,670,000 new ordinary shares in Ikhmas (“Ikhmas Shares” or “Shares”) (“Placement Shares”), representing approximately 20% of the Company’s existing number of issued Shares (excluding any treasury shares) (“Proposed Private Placement”).

On 25 May 2021, the Proposed Private Placement had been approved by Bursa Malaysia with conditions.

On 18 June 2021, the Board fixed issue price for the first tranche of the Private Placement at RM0.05 per Placement Share (“Issue Price”). The Issue Price represents a discount of approximately 9.75% to the 5-day VWAP of Top Builders Shares up to and including 17 June 2021 of RM0.0554, being the last market day immediately preceding the Price-fixing Date.

On 29 June 2021, the first tranche of the Private Placement was completed following the listing of and quotation for 40,000,000 new ordinary shares at RM0.05 per share on Main Market of Bursa Malaysia and thereby raised RM2,000,000 for working capital purposes.

On 16 July 2021, the Board fixed issue price for the second tranche of the Private Placement at RM0.045 per Placement Share (“Issue Price”). The Issue Price represents a discount of approximately 9.09% to the 5-day VWAP of Top Builders Shares up to and including 15 July 2021 of RM0.0495, being the last market day immediately preceding the Price-fixing Date.

On 26 July 2021, the second tranche of the Private Placement was completed following the listing of and quotation for 40,600,000 new ordinary shares at RM0.045 per share on Main Market of Bursa Malaysia and thereby raised RM1,827,000 for working capital purposes.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B7. Status of Corporate Proposal - continued

Proposed scheme of arrangement and restraining order (“Proposed Scheme of Arrangement”) and (“Restraining Order”)

On 31 December 2020, The Board announced that Top Builders, Ikhmas Jaya Sdn Bhd (a wholly owned subsidiary of Top Builders) and Ikhmas Equipment Sdn Bhd (an indirect wholly-owned subsidiary of Top Builders) (collectively "Applicants") have obtained from the High Court of Malaya at Kuala Lumpur the following Orders pursuant to Sections 366 and 368 of the Companies Act 2016 ("Act") for, among others:

a. Proposed Scheme of Arrangement

An Order pursuant to Section 366(1) of the Act to summon meetings of the creditors of the Applicants or any class of them for the purpose of considering and, if thought fit, approving the scheme of arrangement and compromise between the Applicants and the creditors.

On 25 March 2021, High Court has extended the time to summon meetings of the creditors to approve the scheme of arrangement for further 3 months from 31 March 2021.

On 29 June 2021, High Court has extended the time to summon meetings of the creditors to approve the scheme of arrangement for further 3 months from 30 June 2021.

The Board have held the Court convened creditors' meetings pursuant to sections 366 of the Companies Act 2016 ("Act") on 26 August 2021. The proposed scheme of arrangement presented in the Court convened creditors' meeting has been approved by the requisite majority in value of the creditors present and voting at their respective Court convened meetings. The three companies will next be filing the necessary application to seek for the Court's sanction of the scheme of arrangement.

The Board have filed for sanction of the scheme of arrangement, as approved by the requisite majority of scheme creditors present and voting at the court convened creditors meetings held on 26 August 2021 ("Sanction Application"). The hearing for the Sanction Application is on 25 November 2021.

b. Restraining Order

That a Restraining Order be granted pursuant to Section 368(1) of the Act, whereby all proceedings and/or further proceedings and/or future proceedings in any action or proceedings against the Applicants and/or its assets be and is hereby forthwith restrained and stayed except by Leave of Court, for a period of three months from the 31 December 2020.

On 25 March 2021, High Court has extended the Restraining Order for further 3 months from 31 March 2021.

On 29 June 2021, High Court has extended the Restraining Order for further 3 months from 30 June 2021.

On 22 September 2021, High Court has extended the Restraining Order for further 3 months from 30 September 2021.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B8. Investment in Quoted Securities

There were no purchases or disposals of quoted securities during the current quarter and financial period ended 30 June 2021.

B9. Sale of Unquoted Investments and/or Properties

There were no other sale of unquoted investment during the current quarter and financial period ended 30 June 2021.

B10. Group Borrowings

The Group's borrowings as at 30 June 2021 are as follows:

	Short Term RM'000	Long Term RM'000	Total RM'000
As at 30 June 2021			
Secured term loans	473	2,907	3,380
Secured bank overdrafts	10,023	-	10,023
	10,496	2,907	13,403
As at 31 December 2019			
Secured term loans	1,878	1,947	3,825
Secured bank overdrafts	23,138	-	23,138
Banker Acceptance and trust receipts	1,849	-	1,849
Factoring facility	3,340	-	3,340
	30,205	1,947	32,152

All borrowings of the Group are denominated in Ringgit Malaysia.

B11. Off Balance Sheet Financial Instruments

There were no financial instruments with off balance sheet risks as at 30 June 2021, being a date not earlier than 7 days from the date of this announcement.

B12. Material Litigation

(a) Signature Cabinet Sdn. Bhd. vs D.J. Design & Suppliers Sdn. Bhd. & Ikhmas Jaya Sdn. Bhd. ("IJSB") - Kuala Lumpur High Court Writ (No. WA-22C-86-11/2016)

Further to the disclosures made in audited financial statement for the year ended 31 December 2019, there is no further update in the current quarter ended 30 June 2021.

(b) Tunjang Jitu Sdn. Bhd. vs Kerajaan Negeri Kuala Terengganu & United Overseas Bank (M) Bhd. - Court of Appeal Malaysia Appeal Suit (No. T-01(IM)(C)-505-08/2018)

As at the date of this announcement, there is no further update in the current quarter ended 30 June 2021.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B12. Material Litigation - continued

(c) Cemix Concrete (M) Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) and Ikhmas Jaya Group Berhad (“IJGB”) Shah Alam - High Court Writ (No. BA-22NCC-11-05/2018)

As at the date of this announcement, there is no further update in the current quarter ended 30 June 2021.

(d) Ikhmas Jaya Sdn. Bhd. (“IJSB”) vs ASM Development (KL) Sdn. Bhd. Kuala Lumpur - High Court Suit (No. WA-22C-111-12/2019)

Consent judgement from Kuala Lumpur – High Court received on 1 April 2021 refers that ASM Development (KL) Sdn Bhd (“ASMKL”) and ASM collectively to pay IJSB the sum of RM4,640,000 as full and final settlement. The sum of RM2,000,000 in cash and the balance of the Settlement amounting RM2,640,000.00 shall be paid by way of contra with 4 units of properties under a project known as Projek Maju KL which value at RM660,000.00 each.

(e) Syarikat Logam Unitrade Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) and Ikhmas Jaya Group Berhad (“IJGB”) Kuala Lumpur - High Court Suit (No. BA-22NCVC-378-09/2019)

Amended Consent judgement from Shah Alam – High Court received on 2 December 2020 refers that IJSB is instructed to pay an amount of RM23,422,500 and the costs of RM40,000. 5% interest per annum charged on the principal sum from the date of this judgment till date of full settlement.

The liability has been accrued for in the financial statements.

(f) Lafarge Concrete (Malaysia) Sdn Bhd vs Ikhmas Jaya Sdn Bhd (“IJSB”) and Ikhmas Jaya Group Berhad (“IJGB”) Kuala Lumpur - Magistrets High Court Civil Suit (No. WA-22NCC-529-09/2019)

Summary judgement from Kuala Lumpur – High Court refers that IJSB & IJGB are instructed to pay an amount of RM2,172,375.86 and the costs of RM4,000. 1.5% interest per annum charged on the principal sum from the date of this judgment till date of full settlement.

The liability has been accrued for in the financial statements.

(g) Lembaga Kumpulan Wang Simpanan Pekerja vs Ikhmas Jaya Sdn. Bhd. (“IJSB”), Khoo Pin Sen, Siew Mun Lout, Ang Cheng Siong and Ang Wei Zhen) Kuala Lumpur - High Court Suit (No. WA-22NCVC-189-03/2020)

Draft summary judgement from Kuala Lumpur – High Court refers that all defendants are instructed to pay an amount of RM2,082,298.00. Dividend and late payment charges charged on the principal sum from January 2019 till date of full settlement.

The liability has been accrued for in the financial statements.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

**NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED
30 JUNE 2021**

B12. Material Litigation - continued

- (h) Ilham Metro Construction Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”), Ikhmas Jaya Group Berhad (“IJGB”), Ang Cheng Siong and Khoo Ping Sen Shah Alam - High Court Civil suit (No. BA-22NCC-56-05/2020)**

Final judgement from Shah Alam – High Court received on 28 September 2020 refers that IJGB is instructed to pay an amount of RM1,350,000 while IJSB, Ang Cheng Siong and Khoo Ping Sen have to pay an amount RM1,125,000 together. The costs of RM2,000 is to be borne by all defendants.

The liability has been accrued for in the financial statements.

- (i) Star Effort Sdn. Bhd. vs Ikhmas Jaya Group Berhad (“IJGB”) Shah Alam - High Court Writ of summons (No: BA-22NCVC-133-05/2020)**

The next case management is scheduled to be held on 18 October 2021.

- (j) Ipmuda Berhad vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) and Ikhmas Jaya Group Berhad (“IJGB”) Shah Alam - High Court Winding Up Petition (No. BA-28NCC-603-09/2019)**

The winding up petition withdrawn with liberty to file afresh.

- (k) Sunway Geotechnics (M) Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) Shah Alam - High Court originating summons (No: BA-24C-18-02/2019)**

The winding up petition withdrawn with liberty to file afresh.

- (l) Ikhmas Jaya Sdn. Bhd. (“IJSB”) vs MRCB Builders Sdn. Bhd. (“MRCB”) and Ambank (M) Berhad. - High Court Suit (No. WA-22C-36-05/2020)**

The next hearing of the case is scheduled to be held on 11 October 2021.

- (m) Choo Seng Hardware Co (Ipoh) Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”), Ang Cheng Siong, Khoo Ping Sen and Siew Mun Lout- Shah Alam High Court (No: BA-22NCvC-196-06/2020)**

Summary Judgment recorded against Second to Fifth Defendant. The decision is on hold against First Defendant (IJSB) due to the Restraining Order.

The case management is scheduled to be held on 4 October 2021 to update the Court on the status of the Restraining Order.

- (n) Yee Loong Engineering Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”)- Shah Alam High Court Winding Up Petition (No: BA-28NCC-282-06/2020)**

The next hearing of the case is scheduled to be held on 5 October 2021.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

**NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED
30 JUNE 2021**

B12. Material Litigation - continued

(o) Gruvcrete Asia Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”)- Shah Alam High Court (BA-22NCvC-231-07/2020)

Final judgement from Shah Alam – High Court received on 11 March 2021 refers that IJSB is instructed to pay an amount of RM1,819,489.79. 5% interest per annum charged on the principal sum from the date of this judgment till date of full settlement. The costs of RM2,000 is to be borne by defendant.

The liability has been accrued for in the financial statements.

(p) Lain-U Trading Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”)- Shah Alam High Court Winding Up Petition (No: BA-28NCC-326-07/2020)

The next hearing of the case is scheduled to be held on 6 October 2021.

(q) Maha Menteri Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”)- Shah Alam High Court Winding Up Petition (No: 28NCC-335-07/2020)

The winding up petition withdrawn without liberty to file afresh.

(r) Lafarge Concrete (Malaysia) Sdn Bhd. vs Ikhmas Jaya Group Berhad (“IJGB”)- Shah Alam High Court Winding Up Petition (No: BA-28NCC-376-08/2020)

The next hearing of the case is scheduled to be held on 12 October 2021.

(s) Lembaga Kumpulan Wang Simpanan Pekerja vs Ikhmas Jaya Sdn. Bhd. (“IJSB”), Khoo Ping Sen, Siew Mun Lout, Ang Cheng Siong and Ang Wei Zhen - Shah Alam High Court (WA-22NCvC-563-09/2020)

The next case management was scheduled to be held on 30 September 2021.

(t) Megamix Sdn. Bhd. vs Ikhmas Jaya Sdn. Bhd. (“IJSB”)- Shah Alam High Court (No: BA-22NCC-19-01/2020)

As at the date of this announcement, there is no further update in the current quarter ended 30 June 2021.

(u) Ilham Metro Construction Sdn. Bhd. vs Ikhmas Jaya Group Berhad (“IJGB”), Ikhmas Jaya Sdn. Bhd. (“IJSB”), Shah Alam - High Court Civil suit (No. BA-22NCC-156-10/2020)

The case management is scheduled to be held on 4 October 2021.

(v) Seng Long Construction & Engineering Sdn. Bhd. vs Ikhmas Jaya Sdn Bhd (“IJSB”) - Kuala Lumpur High Court of Malaya (No: WA-22C-109-11/2020)

The next case management was scheduled to be held on 7 January 2022.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B12. Material Litigation - continued

- (w) Lembaga Hasil Dalam Negeri Malaysia vs Ikhmas Equipment Sdn. Bhd. (“IESB”), Dr. Khoo Ping Sen and Ang Cheng Siong - Shah Alam High Court (WA-22NCvC-563-09/2020)**

As at the date of this announcement, there is no further update in the current quarter ended 30 June 2021.

- (x) Dengkil Machinery & Hardware Sdn Bhd vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) - Shah Alam High Court (BA-28NCC-426-12/2020)**

The next hearing of the case is scheduled to be held on 6 October 2021.

- (y) Dahtec Marketing Sdn Bhd (“Dahtec”) vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) - Shah Alam High Court (BA-22NCC-169-11/2019)**

As at the date of this announcement, there is no further update in the current quarter ended 30 June 2021.

- (z) Idaman Kemuncak Sdn. Bhd. (“IKSB”) vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) - Shah Alam High Court (BA-A72NCC-10-01/2021)**

As at the date of this announcement, there is no further update in the current quarter ended 30 June 2021.

- (aa) Halfen Moment Sdn. Bhd. (“HMSB”) vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) - Shah Alam High Court (BA-A52NCC-88-03/2021)**

IJSB had on 10 September 2021 filed a Notice of Application to set aside the judgement in Default obtained by HMSB.

The hearing for the setting aside judgement is scheduled to be held on 11 October 2021.

- (ab) Columbia Industries Services Sdn. Bhd. (“CISSB”) vs Ikhmas Jaya Sdn. Bhd. (“IJSB”) - Kuala Lumpur High Court of Malaya (No: WA-A72NCC-13743-04/2021)**

Default judgement from Kuala Lumpur – High Court refers that IJSB is instructed to pay an amount of RM17,050.00 and interest of 1.5% per annum calculated from the 3 February 2019 until the date of the full settlement. The costs of RM776 is to be borne by defendant.

- (ac) Lembaga Hasil Dalam Negeri Malaysia vs Ikhmas Equipment Sdn. Bhd. (“IESB”) - Shah Alam High Court (WA-21NCVC-83-04/2021)**

IJSB had filed a Notice of Application to set aside the judgement in Default obtained by LHDN.

The case management for the application set aside the Judgement in Default is scheduled to be held on 21 September 2021.

The next case management was scheduled to be held on 29 September 2021.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B13. Steps taken in respect of the winding up petition

In relation to the above winding up petitions between the Group and the Petitioners are currently negotiating with respective petitioners for amicable out of court settlement.

The Group will appoint solicitors to file in an injunction to respective suits, if necessary.

At the same time, the Company had on 31 December 2020 announced that a Restraining Order has been granted by the High Court of Malaya at Kuala Lumpur pursuant to Sections 368 (1) of the Companies Act, 2016, whereby all proceedings in any action or any proceedings against the Top Builders Group and/or its assets be and is hereby forthwith restrained and stayed except by Leave of Court, for a period of three (3) months from 31 December 2020.

On 29 June 2021, High Court has extended the Restraining Order for further 3 months from 30 June 2021.

On 22 September 2021, High Court has extended the Restraining Order for further 3 months from 30 September 2021.

B14. Dividend

No dividend was declared for the current quarter and financial period ended 30 June 2021.

B15. Loss per Share

The earnings per share for the current quarter and current financial period ended 30 June 2021 is computed as follows:-

	Current quarter ended	Current financial period ended
	30.06.2021	30.06.2021
Loss for the quarter/period, attributable to owners of the parent (RM'000)	(209,758)	(239,104)
Weighted average number of ordinary shares in issue ('000)	588,496	588,496
Basic Loss Per Share (RM)	(0.36)	(0.41)

There are no diluted earnings per share as the Company does not have any convertible financial instruments as at the end of the financial period ended 30 June 2021.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B16. Material uncertainty related to going concern disclosed in the external auditors' report

On 16 April 2020, Bursa Malaysia has announced that PN17 Relief Measures will be available to Affected Listed Issuer that triggers any of the following criteria under PN17 of the Main Market Listing Requirements ("Suspended Criteria") from 17 April 2020 to 30 June 2021 ("Relief Period"):

- i. its shareholders' equity on a consolidated basis is 25% or less of its share capital (excluding treasury shares) and such shareholders' equity is less than RM40 million;
- ii. auditors have highlighted a material uncertainty related to going concern or expressed a qualification on the listed issuer's ability to continue as a going concern in its latest audited financial statements and its shareholders' equity on a consolidated basis is 50% or less of its share capital (excluding treasury shares); and
- iii. default in payment by the listed issuer, its major subsidiary or major associated company, as the case may be, as announced pursuant to paragraph 9.19A of the Main Listing Requirements and the listed issuer is unable to provide a solvency declaration to the Exchange.

On 30 June 2021, the Group remains in the Suspended Criteria during the Relief period. The PN17 criteria was triggered as a result of:

- a. the shareholders' equity of the Group on a consolidated basis was less than 25% of its issued and paid-up capital (excluding treasury shares) and was less than RM40,000,000; and
- b. the auditors have on its report dated 30 June 2020 highlighted a material uncertainty related to going concern on the Group's and the Company's ability to continue as going concern in the financial statements and the shareholders' equity of the Group on a consolidated basis is 50% or less of the issued and paid-up capital (excluding treasury shares).

Under the PN17 Relief Measures:

- a. The Group will not be classified as a PN17 listed issuer and will not be required to comply with the obligations pursuant to paragraph 8.04 and PN17 of the Main Market Listing Requirements for a period of 12 months from the date of triggering the criteria;
- b. Upon the expiry of the 12 months from the Relief Announcement, the Group will re-assess its condition and announce whether it continues to trigger any of the criteria in PN17 of the Main Market Listing Requirements ("said Announcement"); and
- c. If the Group continues to trigger any of the criteria in PN17 of the Main Market Listing Requirements, it will then be classified as a PN17 listed issuer and must comply with all the obligations under paragraph 8.04 and PN17 of the Main Market Listing Requirements, including the obligation to submit a regularisation plan to the relevant authorities within 12 months from the said Announcement.

The Group has prepared its interim financial statements on a going concern basis, notwithstanding that the Group's current liabilities exceeded its current assets by RM234.84million. There are material uncertainties that may cast significant doubt on the ability of the Group to meet their obligations as and when they fall due and to continue as going concerns.

The Group has prepared profit and cash flow forecasts and will continue to monitor and assess the cash positions of the Group on a regular basis.

On 16 June 2021, Bursa has announced that an 18-month relief period for a listed issuer that had triggered the suspended PN17 between 1 July 2012 and 31 December 2021.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B16. Material uncertainty related to going concern disclosed in the external auditors' report - continued

In order to address the Group's material uncertainty relating to going concern highlighted in the auditor's report for financial year ended 2019, the management has taken actions as follow:

- a. On 11 May 2021, the Group Proposed a private placement of 117,670,000 new ordinary shares in Ikhmas ("Ikhmas Shares" or "Shares") ("Placement Shares"), representing approximately 20% of the Company's existing number of issued Shares (excluding any treasury shares) ("Proposed Private Placement").

On 25 May 2021, the Proposed Private Placement had been approved by Bursa Malaysia with conditions.

On 18 June 2021, the Board fixed issue price for the first tranche of the Private Placement at RM0.05 per Placement Share ("Issue Price"). The Issue Price represents a discount of approximately 9.75% to the 5-day VWAP of Top Builders Shares up to and including 17 June 2021 of RM0.0554, being the last market day immediately preceding the Price-fixing Date.

On 29 June 2021, the first tranche of the Private Placement was completed following the listing of and quotation for 40,000,000 new ordinary shares at RM0.05 per share on Main Market of Bursa Malaysia and thereby raised RM2,000,000 for working capital purposes.

On 16 July 2021, the Board fixed issue price for the second tranche of the Private Placement at RM0.045 per Placement Share ("Issue Price"). The Issue Price represents a discount of approximately 9.09% to the 5-day VWAP of Top Builders Shares up to and including 15 July 2021 of RM0.0495, being the last market day immediately preceding the Price-fixing Date.

On 26 July 2021, the second tranche of the Private Placement was completed following the listing of and quotation for 40,600,000 new ordinary shares at RM0.045 per share on Main Market of Bursa Malaysia and thereby raised RM1,827,000 for working capital purposes.

- b. Proposed reduction of RM150,000,000 of the issued share capital of TBCB on 20 April 2021.

The Special Resolution set out in the Notice of the Extraordinary General Meeting ("EGM") dated 24 June 2021 was duly passed by way of poll at the EGM of the Company held on 27 July 2021.

The Board wishes to announce that the Company had on 30 July 2021, filed an application to the High Court to obtain the confirmation from the High Court for the Proposed Share Capital Reduction pursuant to Section 116 of the Act.

The Board wishes to announce that the High Court had on 28 September 2021 granted an order confirming the Share Capital Reduction. The sealed order will be extracted and an office copy of the order will be lodged with the Companies Commission of Malaysia for the Share Capital Reduction to take effect pursuant to Section 116(6) of the Act.



TOP BUILDERS CAPITAL BERHAD Registration No: 201301043050 (1072872-D)

NOTES TO THE INTERIM FINANCIAL STATEMENTS – SIXTH QUARTER ENDED 30 JUNE 2021

B16. Material uncertainty related to going concern disclosed in the external auditors' report - continued

c. Proposed scheme of arrangement and restraining order on 31 December 2020.

- **Proposed Scheme of Arrangement**

An Order pursuant to Section 366(1) of the Act to summon meetings of the creditors of the Applicants or any class of them for the purpose of considering and, if thought fit, approving the scheme of arrangement and compromise between the Applicants and the creditors.

On 25 March 2021, High Court has extended the time to summon meetings of the creditors to approve the scheme of arrangement for further 3 months from 31 March 2021.

On 29 June 2021, High Court has extended the time to summon meetings of the creditors to approve the scheme of arrangement for further 3 months from 30 June 2021.

The Board have held the Court convened creditors' meetings pursuant to sections 366 of the Companies Act 2016 ("Act") on 26 August 2021. The proposed scheme of arrangement presented in the Court convened creditors' meeting has been approved by the requisite majority in value of the creditors present and voting at their respective Court convened meetings. The three companies will next be filing the necessary application to seek for the Court's sanction of the scheme of arrangement.

The Board have filed for sanction of the scheme of arrangement, as approved by the requisite majority of scheme creditors present and voting at the court convened creditors meetings held on 26 August 2021 ("Sanction Application"). The hearing for the Sanction Application is on 25 November 2021.

- **Restraining Order**

That a Restraining Order be granted pursuant to Section 368(1) of the Act, whereby all proceedings and/or further proceedings and/or future proceedings in any action or proceedings against the Applicants and/or its assets be and is hereby forthwith restrained and stayed except by Leave of Court, for a period of three months from the 31 December 2020.

On 25 March 2021, High Court has extended the Restraining Order for further 3 months from 31 March 2021.

On 29 June 2021, High Court has extended the Restraining Order for further 3 months from 30 June 2021.

On 22 September 2021, High Court has extended the Restraining Order for further 3 months from 30 September 2021.

B17. Authorisation for Issue

The interim financial report was authorised for issue by the Board of Directors on 30 September 2021.