



JENTAYU SUSTAINABLES BERHAD GROUP

Registration No. 197501000834 (22146-T)
(Incorporated in Malaysia)

QUARTERLY REPORT

FOR THE THIRD QUARTER ENDED 31 MARCH 2024

JENTAYU SUSTAINABLES BERHAD

Registration No. (197501000834 (22146-T))
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE THIRD QUARTER ENDED 31 MARCH 2024

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income for the Third Quarter Ended 31 March 2024 (Unaudited)

	CURRENT QUARTER		CUMULATIVE QUARTER	
	31/03/2024	31/03/2023	31/03/2024	31/03/2023
	RM'000	RM'000	RM'000	RM'000
Revenue	4,958	5,837	18,207	28,190
Cost of sales	(3,361)	(4,088)	(13,416)	(22,577)
Gross profit	1,597	1,749	4,791	5,613
Other income	486	247	1,115	711
Finance income	11	60	32	209
Administration expense	(6,943)	(8,362)	(20,011)	(20,323)
Distribution expense	(480)	(264)	(1,121)	(691)
Other expenses	(381)	(396)	(1,253)	(1,187)
Impairment gain/(loss) on financial assets	119	682	390	1,846
Impairment gain/(loss) on goodwill	(3,500)	-	(3,500)	-
Gain on disposal of investment property	-	-	-	16,223
Finance costs	(135)	(466)	(513)	(1,470)
Profit/(loss) before taxation	(9,226)	(6,750)	(20,070)	931
Taxation	(22)	(69)	(22)	(69)
Profit/(loss) after tax for the period	(9,248)	(6,819)	(20,092)	862
Total comprehensive income/(loss) for the period attributable to:				
Owners of the Company	(9,248)	(6,819)	(20,092)	592
Non-controlling interests	-	-	-	270
	(9,248)	(6,819)	(20,092)	862
Profit/(Loss) per share attributable to owners of the Company (Sen)				
Basic earnings/(loss) for the period per ordinary share (sen)	(2.12)	(1.87)	(4.75)	0.06

The Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income should be read in conjunction with the audited Annual Financial Statements for the financial year ended 30 June 2023 and the accompanying notes attached to the interim financial statements.

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Registration No. (197501000834 (22146-T))
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QUARTERLY REPORT FOR THE THIRD QUARTER ENDED 31 MARCH 2024

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	AS AT END OF QUARTER ENDED 31/03/2024 <i>Unaudited</i> RM'000	AS AT PRECEDING FINANCIAL YEAR ENDED 30/06/2023 <i>Audited</i> RM'000
ASSETS		
Property, plant and equipment	92,594	80,000
Right-of-use assets	10,210	10,031
Investment properties	24,500	49,500
Other investments	394	394
Trade receivable - long term	2,875	2,875
Goodwill	7,600	11,100
Total non-current assets	138,173	153,900
Inventories	3,031	4,454
Contract assets	5,320	6,069
Trade receivables	3,873	3,173
Other Receivables	26,649	23,633
Tax recoverable	509	496
Cash and cash equivalents	6,657	5,267
Total current assets	46,039	43,092
Assets classified as held for sale	25,000	180
TOTAL ASSETS	209,212	197,172
EQUITY AND LIABILITIES		
Equity		
Share capital	222,520	179,524
Accumulated losses	(75,590)	(55,498)
Fair value reserve	23	23
Equity attributable to shareholders	146,953	124,049
Non-controlling interests	(747)	(747)
Total equity	146,206	123,302
Deferred tax liabilities	2,354	2,355
Provision for restoration cost	-	24
Borrowings	16,926	19,475
Lease liabilities	10,938	10,752
Total non-current liabilities	30,218	32,606
Trade payables	7,030	5,239
Other payables	14,331	21,296
Contract liabilities	6,712	6,118
Borrowings	3,845	7,708
Lease liabilities	633	652
Tax payable	237	251
Total current liabilities	32,788	41,264
TOTAL LIABILITIES	63,006	73,870
TOTAL EQUITY AND LIABILITIES	209,212	197,172
Net assets per share (RM)	0.33	0.31

The Condensed Consolidated Statements of Financial Position should be read in conjunction with the audited Annual Financial Statements for the financial year ended 30 June 2023 and the accompanying notes attached to the interim financial statements.

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QUARTERLY REPORT FOR THE THIRD QUARTER ENDED 31 MARCH 2024

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to shareholders of the Company			Total	Non-Controlling Interests	Total Equity
	Non-Distributable	Distributable				
	Share Capital	Other Reserves	Retained Profits			
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Cumulative quarter ended 31 March 2024						
As at 1 July 2023	179,524	23	(55,498)	124,049	(747)	123,302
Issuance of Ordinary Shares pursuant to Conversion of Warrants	26	-	-	26	-	26
Issuance of Ordinary Shares pursuant to Private Placement	42,970	-	-	42,970	-	42,970
Total transactions with shareholders	42,996	-	-	42,996	-	42,996
Profit after taxation for the financial period	-	-	(20,092)	(20,092)	-	(20,092)
Total comprehensive income for the financial period	-	-	(20,092)	(20,092)	-	(20,092)
At 31 March 2024	222,520	23	(75,590)	146,953	(747)	146,206
Period ended						
Financial year ended 30 June 2023 (Audited)						
At 1 July 2022	135,969	51	(50,525)	85,495	(567)	84,928
Issuance of ordinary shares pursuant to private placement	43,555	-	-	43,555	-	43,555
Total transactions with shareholders	43,555	-	-	43,555	-	43,555
Loss for the financial year	-	-	(4,973)	(4,973)	(180)	(5,153)
Other comprehensive income for the financial year	-	(28)	-	(28)	-	(28)
Total comprehensive income/(loss) for the financial year	-	(28)	(4,973)	(5,001)	(180)	(5,181)
At 30 June 2023	179,524	23	(55,498)	124,049	(747)	123,302

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the audited Annual Financial Statements for the financial year ended 30 June 2023 and the accompanying notes attached to the interim financial statements.

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QUARTERLY REPORT FOR THE THIRD QUARTER ENDED 31 MARCH 2024

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

Condensed Consolidated Statements of Cash Flows for the Third Quarter 31 March 2024 (Unaudited)

	1/7/2023 to 31/03/2024 RM'000	1/7/2022 to 31/03/2023 RM'000
Cash flows from operating activities		
Profit / (loss) before tax	(20,072)	931
Adjustments for:-		
Non-cash items	636	(7,125)
Non-operating items	4,819	(15,044)
Operating (loss)/profit before working capital changes	(14,617)	(21,238)
Net change in current assets	(7,002)	5,246
Net change in current liabilities	6,596	7,895
Cash flows generated from / (used in) operations	(15,023)	(8,097)
Interest paid	(1,742)	(1,240)
Tax paid	-	(165)
Net cash generated from / (used in) operating activities	(16,765)	(9,501)
Cash flows from investing activities		
Purchase of property, plant and equipment	(13,416)	(27,129)
Net cash generated from / (used in) investing activities	(13,416)	(27,129)
Cash flows from financing activities		
Issuance of shares	42,971	32,097
Interest paid	(1,789)	(1,464)
Repayment of lease liabilities	(706)	(344)
Repayment of term financing/loan	(3,559)	6,693
Net cash generated from / (used in) financing activities	36,917	36,982
Net increase/(decrease) in cash and cash equivalents	6,736	351
Cash and cash equivalents at beginning of financial period/year	(2,354)	(3,970)
Cash and cash equivalents at end of financial period/year	4,382	(3,619)

Cash and cash equivalent at the end of the financial period/year comprise of:

	31/03/2024 RM'000	31/03/2023 RM'000
Cash and bank balances	6,657	4,380
Bank overdrafts	(2,275)	(7,999)
	4,382	(3,619)

The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the audited Annual Financial Statements for the financial year ended 30 June 2023 and the accompanying notes attached to the interim financial statements.

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134**A1. BASIS OF PREPARATION**

This quarterly report has been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134 "Interim Financial Reporting" and Paragraph 9.22 of Bursa Malaysia Securities Berhad Main Market Listing Requirements.

This quarterly report should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2023 and the explanatory notes attached to this quarterly report.

A2. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted are consistent with those of the audited financial statements of the Group for the financial year ended 30 June 2023.

At the beginning of the current financial year, the Group adopted new accounting standards/amendments/ improvements to MFRSs which are mandatory for the current financial period.

Initial application of the new accounting standards/amendments/improvements to MFRSs did not have any material impact to the financial performance or position of the Group.

A3. AUDITORS' REPORT ON THE GROUP'S LATEST ANNUAL FINANCIAL STATEMENTS

There were no audit qualifications on the Group's financial statements for the financial year ended 30 June 2023.

A4. SEASONAL OR CYCLICAL FACTORS

The business operation of the group was not subject to any seasonal or cyclical fluctuation.

A5. MATERIAL CHANGES IN ESTIMATES

There was no change in estimates during the period under review that had a material effect on the interim financial statements.

A6. ISSUES, REPURCHASES AND REPAYMENTS OF DEBT AND EQUITY SECURITIES.

There was no other share buy backs, share cancellations, shares held as treasury shares and resale of treasury shares for the period under review apart from:

- a. 38,000 warrants that were exercised at the price of RM 0.66 each pursuant to the Bonus Issues of Shares and Warrants based on the Company's announcement dated 18 June 2023 on 27 July 2023.

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QUARTERLY REPORT FOR THE THIRD QUARTER ENDED 31 MARCH 2024

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A6. ISSUES, REPURCHASES AND REPAYMENTS OF DEBT AND EQUITY SECURITIES. (continued)

- b. 25,910,000 JSB shares that were issued at an issue price of RM0.82 per share from the fourth and final tranche of the private placement on 28 July 2023, the listing of at issue price.
- c. 18,728,070 JSB shares that were issued at an issue price of RM1.16 per share from the first tranche of the private placement on 7 December 2023, the listing of at issue price.

A7. DIVIDENDS PAID

There were no dividends paid during the financial period under review.

A8. REVENUE FROM CONTRACTS WITH CUSTOMERS

The disaggregation of the Group's revenue from contracts with customers is as follows:

	9 Months Ended 31 March	
	2024	2023
	RM'000	RM'000
Primary geographical market		
- Malaysia	17,468	28,190
- Singapore	420	-
- Netherlands	225	-
- Germany	26	-
- France	68	-
	<u>18,207</u>	<u>28,190</u>
Major service lines		
Trading	12,040	10,136
Renewable Energy	1,920	11,996
Property Development	422	450
Healthcare	3,825	5,608
	<u>18,207</u>	<u>28,190</u>
Timing and recognition		
Overtime	673	11,996
At a point in time	17,534	16,194
	<u>18,207</u>	<u>28,190</u>

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QUARTERLY REPORT FOR THE THIRD QUARTER ENDED 31 MARCH 2024

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A9. SEGMENTAL REPORTING

The Group's comprises the following business segments for the period under review:

	Renewable		Property		Others	Total
	Trading	Energy	Development	Healthcare		
Quarter ended 31 March 2024	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	2,893	488	152	1,426	-	4,958
Gross Profit	242	220	152	983	-	1,597
Other income	365	65	53	64	69	616
Operating expenses	(4,664)	(1,028)	(232)	(1,845)	(3,535)	(11,303)
Earnings/(loss) before interest and tax	(4,056)	(743)	(27)	(798)	(3,466)	(9,090)
Financial income / (expense)	(89)	(2)	(42)	(2)	-	(135)
Profit/(loss) before tax	(4,145)	(745)	(69)	(800)	(3,466)	(9,225)
Tax expense	(22)	-	-	-	-	(22)
Profit / (loss) after tax	(4,168)	(745)	(69)	(800)	(3,466)	(9,248)

For the corresponding period in the preceding year was as follows:

	Renewable		Property		Others	Total
	Trading	Energy	Development	Healthcare		
Quarter ended 31 March 2023	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	2,897	-	15	2,925	-	5,837
Gross Profit	278	-	15	1,456	-	1,749
Other income	532	-	240	217	-	989
Operating expenses	(1,443)	(276)	(222)	(1,853)	(5,228)	(9,022)
Earnings/(loss) before interest and tax	(633)	(276)	33	(180)	(5,228)	(6,284)
Financial expense	(9)	-	(41)	(137)	(279)	(466)
Profit/(loss) before tax	(642)	(276)	(8)	(317)	(5,507)	(6,750)
Tax expense	(38)	-	-	-	(31)	(69)
Profit / (loss) after tax	(680)	(276)	(8)	(317)	(5,538)	(6,819)

A10. PROPERTY, PLANT AND EQUIPMENT

Other than freehold lands, the remaining of the property, plant and equipment was stated at cost less accumulated depreciation with impairment losses, where applicable. Freehold lands was stated at cost less impairment losses, where applicable and was not subject to any depreciation.

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)**A11. MATERIAL SIGNIFICANT EVENTS AND SUBSEQUENT EVENTS**

There were no material significant and subsequent events occur after the end of the financial period under review that have not been reflected in this quarterly report.

A12. CHANGES IN COMPOSITION OF THE GROUP

There was no material changes in the composition of the Group for the period under review except for the followings:

- a. Jentayu (MM2H) Sdn Bhd, a wholly owned subsidiary of the Group, had been struck off from the Register of Suruhanjaya Syarikat Malaysia (SSM) following the publication in the Gazette pursuant to Section 551(3) of the Companies Act 2016 which appeared in the website of SSM on 4 October 2023;
- b. Uniherbal Sdn Bhd, another wholly owned subsidiary, had also been struck off from the Register of Suruhanjaya Syarikat Malaysia (SSM) following the publication in the Gazette pursuant to Section 551(3) of the Companies Act 2016 which appeared in the website of SSM on 11 October 2023; and
- c. On the 5 October 2023, Oriole Power Sdn Bhd became a wholly-owned subsidiary of the Group.

A13. CAPITAL COMMITMENTS

There was no material capital commitment for the current quarter under review except for :

- (i) the proposed acquisition on the Solar Asset,
- (ii) the proposed acquisition of Hydro Asset ; and
- (iii) the construction of a 0.41MW solar rooftop project.

A14. CONTINGENT ASSETS AND CONTINGENT LIABILITIES

There were no material contingent assets and contingent liabilities for the period under review of which, upon being enforced, might have a material impact on the financial position of the Group.

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A15. SIGNIFICANT RELATED PARTY TRANSACTIONS

<u>Entities</u>	<u>Nature of transactions</u>	Income / (expenses) Current year to date ended 31.03.24 <u>TOTAL</u>
Telekosang Hydro One Sdn Bhd	Renewable energy certificate	(1,987,892)
Sterling Insurance Brokers Sdn Bhd	Group hospital & surgical takaful insurance	(166,639)
Sterling Insurance Brokers Sdn Bhd	Insurance for directors & officers	(45,590)
Shearn Delamore & Co	Professional fees for Project Young	(586,713)
Shearn Delamore & Co	Professional fees for proposed Islamic bridging facilities with Bank Kerjasama Rakyat Malaysia	(33,406)
	TOTAL	<u>(2,820,240)</u>

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PART B – EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA UNDER PART A OF APPENDIX 9B

B1. REVIEW OF GROUP'S PERFORMANCE

in RM'000

	CURRENT QUARTER ENDED	
	31/3/2024	31/3/2023
Revenue	4,958	5,837
Loss before tax	(9,226)	(6,750)

Performance of the Current Quarter (Q3FY24) against the Preceding Year Corresponding Quarter (Q3FY23)

The Group recorded a total revenue of RM4.96 million in the current quarter with a reduction of RM0.88 million as compared to the preceding year corresponding period of RM5.84 million.

The decrease in revenue was mainly due to the decline of revenue generated from the Healthcare Division of RM1.50 million compared to the preceding year in the same corresponding period. However, there was an increase of RM0.49 million revenue generated from the Energy Division arising from the sale of renewable energy certificate.

The Group registered a higher loss before tax of RM9.23 million as compared to the RM6.75 million losses in the same corresponding period in preceding year due to the impairment on goodwill of RM3.50 million incurred in the current quarter.

Performance of the Current Quarter (Q3FY24) against the Preceding Quarter (Q2FY24)

in RM'000

	CURRENT QUARTER ENDED	
	31/3/2024	31/12/2023
Revenue	4,958	5,679
Loss before tax	(9,226)	(3,699)

The Group's current quarter revenue of RM4.96 million with a reduction of RM0.72 million as compared to the immediate preceding quarter of RM5.68 million mainly due to the closure a subsidiary company, Ipmuda Edar Sdn Berhad's as the entire business operation dealing in trading and distribution of lubricants and fuel businesses in December 2023, which resulted a decrease of RM0.73 million revenue in the current quarter.

The Group's losses has increased by RM5.53 million in current quarter mainly due to RM1.97 million higher in administration expenses for professional fees incurred and impairment on goodwill amounting to RM3.50 million.

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PART B – EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA UNDER PART A OF APPENDIX 9B (continued)

B1. REVIEW OF GROUP'S PERFORMANCE (continued)

**Performance of the current nine (9) months period ended 31 March 24 against the
Preceding year nine (9) months period ended 31 March 2023.**

in RM'000	9 MONTHS ENDED	
	31/3/2024	31/3/2023
Revenue	18,207	28,190
Profit / (loss) before tax	(20,070)	931

Comparing to the preceding financial year in the same corresponding period, current nine months Group revenue has reduced by RM 9.98 million mainly due to revenue generated from Coara Marang Project which has achieved its Commercial Operating Date on 17 September 2022. The losses increased by RM21.00 million in the current financial period mainly due to a RM 16.2 million gain on disposal of investment property which was recognised in the corresponding nine months period in preceding year.

B2. FUTURE PROSPECTS

Building upon the strategic shifts initiated in FY 2020, the Group expects to progress its key plans for the Group, which includes the following:

- i. Grow renewable energy business through brownfield acquisition and greenfield development;
- ii. Grow revenues of healthcare business; and
- iii. Restructure building materials trading business to be more sustainable.

As the Group continues its shift towards the Renewable Energy business, in line with our commitment to environmental sustainability, the Group aims to finalize the acquisition of 46MW of brownfield assets, bolstering revenue streams and advancing our renewable energy goals. In March 2024, the Group's application to the Securities Commission regarding the proposed acquisition of the brownfield assets has been approved under Section 214(1) of the Capital Markets and Services Act 2007, subject to terms and conditions. The approval with conditions by the Securities Commission paves the way for the Group to secure shareholder's approval via an Extraordinary General Meeting, which the Group expects the completion to be in the next financial year.

Progress continues on the development of a 170MW hydropower plant in Sabah, with a focus on optimizing scheme design and securing regulatory approvals, including a Power Purchase Agreement (PPA). Project Oriole has achieved a major milestone in its approval process, as the Group has now received an Initial Letter of Notification (ILON) from the Energy Commission of Sabah (ECoS), representing the state government of Sabah.

B2. FUTURE PROSPECTS (continued)

With the ILON issued, the next steps for the development of the 170 MW hydropower plant will involve negotiations with the Engineering, Procurement, Construction, and Commissioning (EPCC) contractor for the design and development of Project Oriole. The Group will also begin closer collaboration with financial partners and financiers to progress towards achieving financial close for this project.

To further enhance the Group's presence in the renewable energy market segment, the Group is also exploring various options in participating into the upcoming Large Scale Solar programs, to make further study on the opportunities in the Operations & Maintenance business for RE plants and trading in selling of Renewable Energy Certificates. These growth initiatives are align with our long-term visions to become a holistic player in this sector by driving sustainable growth and making values creation.

In the Healthcare segment, the Group continues to invest in improving its operational efficiency and processes including the followings ;

Moving forward, the Group will :

- i. increase the spending in marketing expenses in order to build a greater presence in the community;
- ii. build on its unique value proposition of all female O&G doctors; and
- iii. further invest in order to deliver premium yet affordable service standards.

The Group's Trading Division continues to evolve to in line with the Group's strategy on more sustainability focused by closure of the trading of lubricants business segment and redirecting its efforts on products with positive growth potential as well as alignment with the Group's renewable energy business.

The Board will continue to observe the economic development and regulatory environment for exercising key judgement in order to obtain the best timing for future potential investments and to progress on various strategic initiatives to be undertaken by the Group.

B3. COMMENTARY ON PREVIOUSLY ANNOUNCED OR DISCLOSED FINANCIAL ESTIMATE, FORECAST, PROJECTION OR INTERNAL TARGETS

The Company did not announce or disclose any financial estimate, forecast, projection or internal targets for the period under review previously hence commentary is not applicable.

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PART B – EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA UNDER PART A OF APPENDIX 9B

B4. PROFIT/(LOSS) BEFORE TAX

The profit/(loss) before tax was arrived after charging/(crediting):

	CURRENT QUARTER		CUMULATIVE QUARTER	
	31/3/2024	31/3/2023	31/3/2024	31/3/2023
	RM'000	RM'000	RM'000	RM'000
Interest income	(11)	(60)	(32)	(209)
Other income	(486)	(247)	(1,115)	(711)
Interest expense	135	466	513	1,470
Depreciation and amortisation	381	396	1,255	1,187
Gain on disposal of investment property	-	-	-	(16,223)
Loss on impairment of goodwill	(3,500)	-	(3,500)	-
Net gain on impairment of financial assets	(119)	(682)	(390)	(1,846)

B5. TAXATION

Taxation comprises the following:

	CURRENT QUARTER		CUMULATIVE QUARTER	
	31/3/2024	31/3/2023	31/3/2024	31/3/2023
	RM'000	RM'000	RM'000	RM'000
Malaysian income tax:				
Current year tax	(22)	(69)	(22)	(69)
Total income tax expense	(22)	(69)	(22)	(69)

The effective tax rate of the Group was higher than the statutory tax rate in the current quarter and year to date was related to under provision of taxation for prior years in the respective period.

B6. PURCHASE OR DISPOSAL OF QUOTED SECURITIES

There was no purchase or disposal of quoted securities for the current quarter under review.

B7. STATUS OF CORPORATE PROPOSALS

There was no corporate proposal announced but not completed as at the date of this quarterly report except as disclosed below:

Multiple Proposals- To Acquire Solar Asset And Hydro Asset

On 22 September 2021, the Company entered into the following share sales agreement in relation to the Proposed Acquisition of Solar Asset and Proposed Acquisition of Hydro Asset:

- (i) one (1) SSA with Jentayu Capital Sdn. Bhd. and Seri Panglima Sdn. Bhd. for the acquisition of 3,000,000 ordinary shares representing the entire equity interest in Jentayu Solar Sdn. Bhd. for a total purchase consideration of RM11,107,050 to be satisfied via issuance of new Jentayu Sustainable Shares in relation to the Proposed Acquisition of Solar Asset;
- (ii) one (1) SSA with Kasa Tuah Resources Sdn. Bhd. and Borneo Sustainable Energy Sdn. Bhd. for the acquisition of 200 ordinary shares representing the entire equity interest in Senja Optima, by acquiring 50% equity interest from Kasa Tuah Resources Sdn. Bhd. and Borneo Sustainable Energy Sdn. Bhd. respectively, for a total purchase consideration of RM44,600,200 to be satisfied via cash consideration of RM5,464,000 and issuance of new Jentayu Sustainable Shares amounting to RM39,136,200 in relation to the Proposed Acquisition of Hydro Asset;
- (iii) one (1) SSA with Jentayu Capital Sdn. Bhd. for the acquisition of 60,000,000 redeemable preference shares representing 100% issued and paid-up preference shares in Telekosang Hydro One Sdn. Bhd. and 40,000,000 redeemable preference shares representing 100% issued and paid-up preference shares in Telekosang Hydro Two Sdn. Bhd. for a total purchase consideration of RM93,600,000 to be satisfied via cash consideration of RM7,488,000 and issuance of new Jentayu Sustainable Shares amounting to RM86,112,000 in relation to the Proposed Acquisition of Hydro Asset; and
- (iv) one (1) SSA with Jentayu Capital Sdn. Bhd. for 100% of the Junior Bonds in Telekosang Hydro One Sdn. Bhd. for a total purchase consideration of RM38,100,000 to be satisfied via cash consideration of RM3,048,000 and issuance of new Jentayu Sustainable Shares amounting to RM35,052,000 in relation to the Proposed Acquisition of Hydro Asset.

B7. STATUS OF CORPORATE PROPOSALS (continued)

On 3 and 4 April 2023, it was announced that the Company and the respective vendors for the Proposed Acquisitions of both Hydro Assets and Solar Assets have mutually agreed to extend the CP Fulfilment Date of the SSAs to 31 March 2024. It was also mutually agreed by all parties that the Solar Assets and Hydro Assets being transferable or transferred (as the case may be) to and in the name of Jentayu Sustainables or its elected nominee, which shall be a wholly owned subsidiary of Jentayu Sustainables, if it so chooses. This is to facilitate the organising of these Solar and Hydro Assets under the Group's renewable energy business segment.

On 26 July 2023, it was announced that the Company and Hydro SSA 1 Vendors have entered into a second supplementary agreement. This supplementary agreement clarifies the intention of the Company to acquire 100% of the Preference Shares and Junior Bonds of the Hydro Assets as part of the ultimate acquisition of the Hydro Assets.

On 1 November 2023, it was announced that the application in relation to the Proposed Acquisition of Hydro Assets and Solar Assets has been submitted to the Securities Commission Malaysia and on 3 November the same has been submitted to the Equity Compliance Unit of Securities Commission Malaysia.

On 27 December 2023, the Company announced that it has notified by Telekosang Hydro Two Sdn Bhd that run of river hydropower plant Telekosang Hydro 2 (TH2), with a capacity of 16 MW's, has now achieved its Feed in Tariff Commencement Date (FiTCD) as of 25th December, 2023.

On 27 March 2024, the Company has announced that SC had vide its letter dated 27 March 2024 approved the Proposed Acquisitions subject to certain terms and conditions.

On the 29 March 2024, the Company has announced that the Company and the relevant Vendors have entered into 3 supplemental agreements related to the Hydro Assets and another supplemental agreement related to the Solar. Asset

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B7. STATUS OF CORPORATE PROPOSALS (continued)

Proposed Disposal of Freehold Residential Land To Armani Development Sdn Bhd

On 23 November 2023, it was announced that the Company entered into a conditional sale and purchase agreement (“SPA”) with Armani Development Sdn Bhd (“Armani Development”) for the disposal by JSB of all that piece of freehold residential development land held under Geran 76749, Lot 20002, Seksyen 43, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur, measuring approximately 1,197 square meters (12,884.4 square feet) in area and located at No. 21, Jalan Mayang, 50450 Kuala Lumpur, WP Kuala Lumpur (“Land” or “Property”) to Armani Development for a total consideration of RM25 million to be satisfied by a combination of cash consideration and contra of units.

The SPA is conditional upon conditions precedent being fulfilled within the approval period of the SPA.

On 13 May 2024, it was announced that the Company entered into a supplemental agreement on the Sale and Purchase Agreement dated 23 November 2023 with Armani Development Sdn. Bhd. with salient variations of the terms of the SPA.

Proposed Private Placement up to 57,236,765 Placement Shares

On 7 December 2023 the Company announced that it is proposing to undertake a proposed private placement of up to 57,236,765 Placement Shares, representing up to approximately 10% of the total number of issued Jentayu Sustainable Shares.

Subsequently, on 16 January 2024, the Company announced that it completed the first tranche of the private placement, listing an additional 18,728,070 ordinary shares of the Company at the issue price of RM 1.16 per share.

The status of utilisation of proceeds raised from the private placement are as follows:

Purposes	Minimum Scenario	Maximum Scenario	Estimated timeframe for utilisation of proceeds (from date of listing of the Placement Shares)	Partial Proceeds raised on the 3 Jan 2024	Actual proceeds utilisation as at 31 March 2024	Balance unutilised proceeds
	RM'000	RM'000		RM'000	RM'000	RM'000
Partially finance the development or pre-development expenditures of Project Oriole (as defined herein)	26,000	26,000	Within 12 months	8,100	6,008	2,092
Professional fees	5,000	5,000	Within 12 months	2,350	2,350	-
Working capital	12,324	28,060	Within 12 months	8,360	7,083	1,277
Expansion of healthcare division	1,200	1,600	Within 6 months	1,265	558	707
Estimated expenses	1,700	2,300	Within 3 months	1,650	970	680
Total	46,224	62,960		21,725	16,969	4,756

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B8. GROUP BORROWINGS AND DEBT SECURITIES

The Group's borrowings and debt securities are denominated in Ringgit Malaysia as at 31 March 2024 as follows:

	As at 31/03/2024 Unaudited RM'000	As at 30/06/2023 Audited RM'000
Secured	3,845	7,708
Total short term borrowings	<u>3,845</u>	<u>7,708</u>
Secured	16,926	19,475
Total long term borrowings	<u>16,926</u>	<u>19,475</u>
Total borrowings	<u>20,772</u>	<u>27,183</u>

B9. OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There was no off-balance sheet financial instrument as at the date of this report.

B10. MATERIAL LITIGATION

There was no material litigation pending since the date of the last audited annual statement of financial position to seven (7) days prior to the date of issuance of this quarterly report.

B11. DIVIDENDS

The Board of Directors does not recommend the payment of any dividends for the financial period under review.

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B12. BASIC EARNINGS/(LOSS) PER SHARE AND DILUTED LOSS PER SHARE

- a) Basic earnings/(loss) per ordinary share was calculated by dividing the loss attributable to ordinary shareholders of the Company by the weighted average number of issued and paid-up ordinary shares during the financial period; and
- b) Diluted earnings/(loss) per share was calculated by dividing the loss attributable to ordinary shareholders of the Company by the weighted average number of shares in issue during the financial period, adjusted to assume the conversion of all dilutive potential ordinary shares from share options granted to directors and employees under the Employees' Share Option Scheme.

	CURRENT QUARTER		CUMULATIVE QUARTER	
	31/3/2024	31/3/2023	31/3/2024	31/3/2023
Profit/(Loss) attributable to owners of the Company (RM'000)	(9,248)	(6,819)	(20,092)	592
Weighted average number of ordinary shares('000)	435,618	365,365	422,721	352,225
Basic earnings/(loss) per share attributable to owners of the company (sen)	(2.12)	(1.87)	(4.75)	0.06
Weighted average number of ordinary shares after dilution ('000)	587,766	505,426	574,869	482,599
Diluted earnings/(loss) per share attributable to owners of the company (sen)	(1.57)	(1.35)	(3.50)	0.12

By Order of the Board
Chua Siew Chuan
Tan Lay Theng
Company Secretaries

Kuala Lumpur
21 May 2024