

PDZ HOLDINGS BHD [199501031213 (360419 – T)]
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive
Income for the period ended 31 March 2021 (Unaudited)

	Individual Quarter		Cumulative Quarter	
	Current Year	Preceding Year	Current Year	Preceding Year
	Quarter	Quarter	To Date	To Date
	<u>31.3.2021</u>	<u>31.3.2020</u>	<u>31.3.2021</u>	<u>31.3.2020</u>
	RM '000	RM '000	RM '000	RM '000
Revenue	1,182	1,220	1,182	1,220
Cost of sales	(1,073)	(1,107)	(1,073)	(1,107)
Gross profit	109	113	109	113
Other expenses	(227)	-	(227)	-
Administrative expenses	(1,781)	(365)	(1,781)	(365)
Loss from operations	(1,899)	(252)	(1,899)	(252)
Interest income	151	382	151	382
Finance cost	-	-	-	-
Loss / (profit) before tax	(1,748)	130	(1,748)	130
Taxation	-	-	-	-
Loss / (profit) after tax	(1,748)	130	(1,748)	130
Other comprehensive expenses:				
Changes in fair value of financial assets	(176)	-	(176)	-
Loss after tax and other comprehensive expenses for the financial period	(1,924)	130	(1,924)	130
Loss after tax attributable to:				
- Owners of the Company	(1,748)	130	(1,748)	130
- Non-controlling interests	-	-	-	-
	(1,748)	130	(1,748)	130
Loss after tax and other comprehensive expenses attributable to:				
- Owners of the Company	(1,924)	130	(1,924)	130
- Non-controlling interests	-	-	-	-
	(1,924)	130	(1,924)	130
Loss per share (sen)				
- Basic	(0.17)	0.02	(0.17)	0.02
- Diluted	N/A	N/A	N/A	N/A

(The condensed consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2020 and the accompanying explanatory notes attached to the interim financial statements.)

PDZ HOLDINGS BHD [199501031213 (360419 – T)]
Condensed Consolidated Statement of Financial Position
as at 31 March 2021 (Unaudited)

	(Unaudited) As at <u>31.3.2021</u> RM '000	(Audited) As at <u>31.12.2020</u> RM '000
ASSETS		
Non-current assets		
Property, plant and equipment	4,205	4,285
Investments in joint venture	9,000	9,000
Other investments	124	300
	<u>13,329</u>	<u>13,585</u>
Current assets		
Trade receivables	1,768	648
Other receivables	2,015	2,086
Deposits and prepayments	7,954	7,979
Tax recoverable	848	848
Term deposits	29,401	28,966
Cash at bank	1,235	4,381
	<u>43,221</u>	<u>44,908</u>
TOTAL ASSETS	<u>56,550</u>	<u>58,493</u>
EQUITY AND LIABILITIES		
Share capital	98,021	95,621
Reserves	3,674	3,850
Accumulated losses	(57,369)	(55,621)
Equity attributable to owners of the Company	<u>44,326</u>	<u>43,850</u>
Non-controlling interests	<u>300</u>	<u>300</u>
Total equity	<u>44,626</u>	<u>44,150</u>
Non-current liabilities		
Deferred taxation	280	280
	<u>280</u>	<u>280</u>
Current liabilities		
Trade payables	1,707	4,049
Other payables and accruals	9,870	9,947
Tax payable	67	67
	<u>11,644</u>	<u>14,063</u>
Total liabilities	<u>11,924</u>	<u>14,343</u>
TOTAL EQUITY AND LIABILITIES	<u>56,550</u>	<u>58,493</u>
No. of ordinary shares ('000)	1,011,179	980,679
Net assets per share (sen)	4.38	4.47

(The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2020 and the accompanying explanatory notes attached to the interim financial statements.)

PDZ HOLDINGS BHD [199501031213 (360419 – T)]
Condensed Consolidated Statement of Changes in Equity
for the period ended 31 March 2021 (Unaudited)

	<-Attributable to owners of the Company->				Non- controlling interests RM '000	Total equity RM '000
	Share capital	Reserves	Retained earnings	Total		
	RM '000	RM '000	RM '000	RM '000		
At 1 January 2021	95,621	3,850	(55,621)	43,850	300	44,150
Share issuance under ESOS	2,159	241	-	2,400	-	2,400
Share based transactions	241	(241)	-	-	-	-
Profit for the financial year	-	-	(1,748)	(1,748)	-	(1,748)
Other comprehensive expenses	-	(176)	-	(176)	-	(176)
At 31 March 2021	<u>98,021</u>	<u>3,674</u>	<u>(57,369)</u>	<u>44,326</u>	<u>300</u>	<u>44,626</u>
At 1 January 2020	80,027	3,750	(40,404)	43,373	248	43,621
Issuance of new shares	5,736	-	-	5,736	-	5,736
Conversion of warrants	759	-	-	759	-	759
Share issuance under ESOS	8,079	1,020	-	9,099	-	9,099
Share based transactions	1,020	(1,020)	-	-	-	-
Transfers	-	(164)	164	-	-	-
Loss for the financial year	-	-	(15,381)	(15,381)	52	(15,329)
Other comprehensive expenses	-	264	-	264	-	264
At 31 December 2020	<u>95,621</u>	<u>3,850</u>	<u>(55,621)</u>	<u>43,850</u>	<u>300</u>	<u>44,150</u>

(The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the financial year 31 December 2020 and the accompanying explanatory notes attached to the interim financial statements.)

PDZ HOLDINGS BHD [199501031213 (360419 – T)]
Condensed Consolidated Statement of Cash Flows
for the period ended 31 March 2021

	(Unaudited) Year To Date <u>31.3.2021</u> RM '000	(Unaudited) Year To Date <u>31.3.2020</u> RM '000
Cash flow from operating activities		
Loss before tax	(1,748)	130
Adjustments for:		
Depreciation	80	133
Interest income	(151)	(382)
ESOS expenses	421	-
Unrealised loss on foreign exchange	227	-
Unrealised loss on quoted shares	176	-
	<u>(995)</u>	<u>(119)</u>
Changes in working capital:		
Receivables	(1,049)	1,124
Payables	(2,826)	(1,170)
Cash used in operations	<u>(4,870)</u>	<u>(165)</u>
Interest received	-	4
Net cash used in operating activities	<u>(4,870)</u>	<u>(161)</u>
Cash flow from financing activities		
Proceeds from issuance of share capital	2,159	-
Proceeds from warrants	-	-
Net cash generated from financing activities	<u>2,159</u>	<u>-</u>
Net change in cash and cash equivalents	(2,711)	(161)
Cash and cash equivalents at beginning of the period	33,347	34,826
Effects of currency translation differences	-	(4)
Cash and cash equivalents at end of the financial period	<u>30,636</u>	<u>34,661</u>
	(Unaudited)	(Unaudited)
	As at	As at
	<u>31.3.2021</u>	<u>31.3.2020</u>
Cash and cash equivalents comprise:	RM '000	RM '000
Cash and bank balances	1,235	671
Term deposits at call	29,401	33,990
	<u>30,636</u>	<u>34,661</u>

(The condensed consolidated statement of cash flow should be read in conjunction with the audited financial statements for the financial year ended 31 December 2020 and the accompanying explanatory notes attached to the interim financial statements.)

A. Compliance with Malaysian Financial Reporting Standards (“MFRS”) 134

A1. Basis of preparation

The interim financial report is unaudited and has been prepared in accordance with the reporting requirements of MFRS 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board and Paragraph 9.22 Main Market Listing Requirements of the Bursa Malaysia Securities Berhad. The interim financial report also complies with IAS 34: Interim Financial Reporting issued by the International Accounting Standards Board. The interim financial report should be read in conjunction with the audited financial statements for the financial year ended 31 December 2020. The accounting policies and methods of computation adopted for the interim financial report are consistent with those adopted for the financial statements for the financial year ended 31 December 2020 except for the adoption of new MFRS, amendments and interpretations that are mandatory for the Group for the financial year beginning on 1 January 2021. The adoption of these standards, amendments and interpretations do not have a material impact on the interim financial information of the Group.

A2. Auditors’ Report on Preceding Annual Financial Statements

The auditors’ report on the financial statements of the Group for the financial period ended 31 December 2020 was not subject to any qualification.

A3. Seasonal or Cyclical Factors

The Group’s turnover is seasonal in nature, as there are low and peak demand periods during the different months of the year.

A4. Unusual Items Due to Their Nature, Size or Incidence

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

A5. Changes in Estimates

There were no material changes in estimates that have a material effect on the financial results during the current quarter.

A6. Changes in Debt and Equity securities

On 26 January 2021, the Company issued 30,500,000 shares pursuant to the Employee Share Options Scheme making the issued ordinary shares of the Company to become 1,011,179,290 ordinary shares as at 31 March 2021. There were no other issuances, cancellations, repurchases, resale or repayments of debt securities during the current quarter.

A7. Dividend paid

There were no dividends paid during the current quarter.

A8. Valuation of Property and Equipment

The Group did not revalue any of its property, plant and equipment during the current reporting period.

A9. Subsequent Events

There were no material events subsequent to the end of the reporting period requiring adjustments.

A10. Changes in Composition of the Group

There was no change in composition of the Group during the current reporting period.

A11. Capital commitments

There were no material capital commitments as at the end of the reporting period.

A12. Contingent Liabilities and Contingent Assets

There were no contingent liabilities and contingent assets as at the end of the reporting period.

B. Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad**B1. Operating segments review**

Financial review for Current Quarter and Cumulative Quarter:

	Individual and Cumulative Period (1 st Quarter)		
	Current Year to- Date 31/3/21 RM'000	Preceding Year Corresponding Period 31/3/20 RM'000	Changes (Amount) RM'000
Revenue	1,182	1,220	(38)
Operating Loss	(1,899)	(252)	(1,647)
Loss Before Interest and Tax	(1,899)	(252)	(1,647)
Loss Before Tax	(1,748)	130	(1,878)
Loss After Tax	(1,748)	130	(1,878)
LAOHC*	(1,748)	130	(1,878)

* Profit / (Loss) Attributable to the Owners of the Company

The Group registered lower revenue for the current quarter compared to the preceding year corresponding quarter due to the lower volume transported by the Group. The Group registered a higher Loss After Tax for the current quarter compared to the preceding year corresponding quarter due to higher administrative expenses from higher business development coupled with professional fees arising from fund raising corporate proposal per B12.

Financial review for Current Quarter and Immediate Preceding Quarter:

	Current Quarter 31/3/21 RM'000	Immediate Preceding Quarter 31/12/20 RM'000	Changes (Amount) RM'000
Revenue	1,182	1,712	(530)
Operating Loss	(1,899)	(6,619)	4,720
Loss Before Interest and Tax	(1,899)	(6,619)	4,720
Loss Before Tax	(1,748)	(6,423)	4,675
Loss After tax	(1,748)	(6,491)	4,743
Loss Attributable to the Owners of the Company	(1,748)	(6,543)	4,795

The Group registered lower revenue for the current quarter compared to the immediate preceding quarter due to the lower volume transported by the Group. The Group registered a lower Loss After Tax in the current quarter compared to the immediate preceding quarter due to higher customer acquisition and business development costs incurred in the immediate preceding quarter.

B2. Prospects

The Group foresees prolonged challenges on the prospect for financial year ending 31 December 2021 due to the ongoing COVID-19 global pandemic and the uncertainties in global economic environment (albeit sign of improving trends are being observed), which will definitely impact the demand for freight transport, including container liner services. However, economic activity is expected to gradually pick up in the upcoming quarters and the Group continuously looking to further expands into related logistic business to enhance the Group's existing and future earnings. The Group has on 23 March 2021 per B12, announced multiple proposals, including diversification into glove manufacturing industry predicated upon the glove industry's positive growth.

B3. Profit Forecast and Profit Guarantee

The Group has not issued any profit forecast or profit guarantee in any public documents.

B4. Bank borrowings and debt securities

The Group has no borrowings and debt securities as at the end of the reporting period.

B5. Dividend Payable

The Board of Directors did not recommend any dividend for the current quarter.

B6. Trade Receivables

The Group's normal trade credit terms range from 30 days to 9 months (2020: cash terms to 9 months). Other credit terms are assessed and approved on a case by case basis. There are no trade receivables from related parties.

	As at 31 March 2021				Total RM'000
	Current RM'000	1-3 months RM'000	3-6 months RM'000	More than 6 months RM'000	
Denominated in RM					
Trade receivables	430	1,204	134	0	1,768

B7. Material litigation

- (a) Injunction against Formosa Plastics Marina Corporation ("Formosa") and Eastgate:
On 21 September 2016, the Company obtained an ex parte injunction against Formosa and the Eastgate Group, amongst others, to restrain them from arresting the Company's vessels, cargo thereon or freight due therefrom. Formosa filed an application to set aside the said injunction and also for a stay of proceedings to refer this dispute to arbitration. On 2 May 2017, the Judge allowed the stay application pending arbitration and also that the injunctions were validly granted. The Court awarded Eastgate Group's counter-claim against the Company and its former subsidiary, Perkapalan Dai Zhun Sdn Bhd ("PDZSB") amounting to RM5.2 million being operational expenses incurred by Eastgate Group with interest of RM0.9 million and cost of RM0.1 million, which has been provided in the previous financial reporting periods. The Company and PDZSB have on 18 November 2019 filed for an appeal against the said judgement and obtained a stay of execution of the High Court judgement, with a sum of RM1.2 million paid by the Company into a joint stakeholder account with a private caveat on the Company's office building. Hearing on the Company's appeal is fixed for case management on 28 July 2021.
- (b) Counter claims by Johany Jaafar ("JJ"):
On 12 November 2018, the Court has dismissed the counter claim against the Company by JJ with cost of RM10,000.00. The matter is fixed for hearing on 24 June 2021 at the High Court. The solicitors acting for the Company is of the view the Company has a strong arguable case on the matter.

- (c) Claims by Dan-Bunkering (Singapore) Pte Ltd (“Dan-Bunkering”):
On 16 October 2020, the Company received a sealed order from the Kuala Lumpur High Court awarding Dan-Bunkering (Singapore) Pte Ltd’s claims, with interest and other costs, amounting to RM4.9 million for non-payment of marine fuel oil and/or gas oil to vessels which were previously owned by the former subsidiary of the Company, PDZSB. Nevertheless, the Company has made a provision of RM6.7 million in the previous financial reporting period. The Company has filed an appeal against the decision of the High Court and the matter is fixed for hearing on 23 November 2021. The solicitors acting for the Company is of the view the Company has a strong arguable case on the matter.
- (d) Claims by Harbour-Link Lines (“Harbour”) and Shin Yang Shipping (“Shin Yang”):
Reference is made to our announcement dated 2 February 2017. The case is pending assessment of damages which in turn is pending the outcome of appeal per above B7(c). The solicitor acting for the Company is of the view the Company has a strong arguable case on the matter.

B8. Taxation

	3 months ended individual and cumulative period	
	<u>31/3/21</u>	<u>31/3/20</u>
	RM '000	RM '000
Taxation	-	-

The Group’s effective tax rate was above the statutory tax rate for the current quarter mainly due to temporary differences.

B9. Earnings/(loss) per share

Basic earnings per share of the Group is calculated by dividing the profit attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue:

		3 months ended individual and cumulative period	
		<u>31/3/21</u>	<u>31/3/20</u>
Net (loss) / earnings attributable to			
ordinary shareholders	(RM'000)	(1,748)	130
Weighted average number of			
ordinary shares in issue	('000)	772,586	681,991
Basic loss per share	(sen)	(0.23)	0.02

B10. Profit Before Taxation

Profit or loss before tax is after charging/(crediting) the following:

	3 months ended individual and cumulative period	
	<u>31/3/21</u>	<u>31/3/20</u>
	RM '000	RM '000
Interest income	(151)	(382)
Depreciation expense	80	133
ESOS expenses	421	-
Unrealised loss on foreign exchange	227	-
Unrealised loss on quoted shares	176	-
	<u>176</u>	<u>-</u>

B11. Status of utilisation of proceeds raised from Rights issue with Warrants completed on 7 February 2018, following the admission of Warrants to the official list and the listing of and the quotation for 434,660,560 Rights Shares together with 325,995,328 Warrants on the Main Market of Bursa Securities on 7 February 2018.

No	Purpose	Proposed utilisation (RM'000)	YTD utilisation (RM'000)	YTD balance (RM'000)	Intended Timeframe for utilisation from date of receipt
(i)	Acquisition of a container tug and barge set	4,000	0	4,000	Within 36 months ⁽¹⁾
(ii)	Regional business expansion	1,800	0	1,800	Within 42 months
(iii)	Working capital	8,150	(8,150)	0	Within 42 months
(iv)	Security deposit for bank guarantee to port authorities	350	0	350	Within 42 months
(v)	Purchase of containers	4,900	0	4,900	Within 42 months ⁽¹⁾
(vi)	Acquisition of a vessel	11,000	0	11,000	Within 42 months ⁽¹⁾
(vii)	Acquisition and/or investment in other complementary businesses and/or assets	12,346	(11,509)	837	Within 42 months
(viii)	Estimated expenses for the Corporate Exercises	920	(920)	0	Immediate
	Total	43,466	(20,579)	22,887	

⁽¹⁾On 23 March 2021, the Group announced multiple proposals as per B12.

B11. Status of utilisation of proceeds raised from the Private Placement following the quotation for 68,200,000 ordinary shares on 18 June 2020 and 136,397,000 ordinary shares on 26 June 2020, on the Main Market of Bursa Securities.

No	Purpose	Proposed utilisation (RM'000)	YTD utilisation (RM'000)	YTD balance (RM'000)	Intended Timeframe for utilisation from date of receipt
(i)	Working capital	5,376	(3,853)	1,523	Within 24 months
(ii)	Expenses in relation to the Corporate Exercise	360	(360)	0	Immediate
	Total	5,736	(4,213)	1,523	

B12. Status of corporate proposals

The Group on 23 March 2021 announced multiple proposals as per below:

- (i) Proposed diversification of the business of the Group to include the manufacture, sale and marketing of gloves and other related activities;
- (ii) Proposed consolidation of every 10 existing ordinary shares in PDZ Holdings Bhd (“PDZ Shares” or “Shares”) into 1 Share (“Consolidated Share”);
- (iii) Proposed renounceable rights issue of up to 797,749,896 new Shares together with up to 398,874,948 free detachable warrants in PDZ Holdings Bhd (“Warrants C”) on the basis of 6 Rights Shares together with 3 free Warrants C for every 1 Consolidated Share held by the entitled shareholders of the Company on an entitlement date to be determined;
- (iv) Proposed variation of the utilisation of proceeds previously raised from a rights issue exercise previously undertaken by the Group which was completed on 7 February 2018; and
- (v) Proposed establishment of an employees’ share options scheme involving up to 15% of the total number of issued Shares (excluding treasury shares, if any).

The Group on 28 May 2021 announced the following revision:

Original basis of entitlement	Revised basis of entitlement
6 Rights Shares together with 3 free warrants C for every 1 Consolidated Share held by the Entitled Shareholders on the Entitled Date	6 Rights Shares together with 2 free warrants C for every 1 Consolidated Share held by the Entitled Shareholders on the Entitled Date

All the other proposals remained unchanged as per the earlier announcement dated on 23 March 2021.

B13. Off-balance sheet financial instruments

There were no financial instruments with off-balance sheet risks as at the reporting date.