WMG HOLDINGS BHD.

(Company no. 1166985-X) (Incorporated in Malaysia)

Unaudited Interim Financial Statements

For The Third Quarter Ended 30 September 2018

WMG HOLDINGS BHD. (1166985-X)
Interim financial statements for the third quarter ended 30 September 2018

Index	page
Condensed Consolidated Statement of Comprehensive Income	3
Condensed Consolidated Statement of Financial Position	4
Condensed Consolidated Statement of Changes in Equity	5
Condensed Consolidated Statement of Cash flows	6 - 7
Notes to the interim financial statements	8 – 13
Additional information required by the Bursa Malaysia Securities Berhad	14 - 16
Authorisation for issue of the interim financial statements	16

Condensed Consolidated Statement of Comprehensive Income

		Individual Quarter		Individual Quarter Financial Year-to-da			ear-to-date
		3 months 30/09/2018	s ended 30/09/2017	9 months 30/09/2018	s ended 30/09/2017		
	Note	RM'000	RM'000	RM'000	RM'000		
Revenue	8	8,034	11,442	17,531	11,442		
Cost of sales		(7,123)	(8,194)	(15,034)	(8,194)		
Gross profit		911	3,248	2,497	3,248		
Other income	9	372	428	1,421	428		
Other expenses	10	(1,635)	(341)	(2,066)	(341)		
Finance costs		(1,448)	(969)	(4,064)	(969)		
Distribution costs		36	(171)	(87)	(171)		
Administrative expenses		(3,975)	(3,624)	(12,330)	(3,624)		
Loss from operations		(5,739)	(1,429)	(14,629)	(1,429)		
Interest on fixed deposits		115	338	337	338		
Exceptional items		-	(16,685)	-	(16,685)		
Loss before tax	11	(5,624)	(17,776)	(14,292)	(17,776)		
Income tax expense	13	(1,879)	(175)	(1,826)	(175)		
Loss for the period		(7,503)	(17,951)	(16,118)	(17,951)		
Other comprehensive income, net							
of tax:		_					
Total comprehensive loss for the period		(7,503)	(17,951)	(16,118)	(17,951)		
	•	<u>-</u>					
Loss attributable to owners of the Company		(7,503)	(17,951)	(16,118)	(17,951)		
Total comprehensive loss	•	(1,503)	(17,551)	(10,110)	(17,551)		
attributable to owners of the							
Company		(7,503)	(17,951)	(16,118)	(17,951)		
Company	•	(7,303)	(17,931)	(10,110)	(17,931)		
Loss per share attributable to owners of the Company:	14	Sen	Sen	Sen	Sen		
- ·			·= a=	/a as:			
- Basic		(1.21)	(7.83)	(2.88)	(7.83)		
- Diluted		(0.65)	(4.63)	(1.38)	(4.63)		

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements.

Interim financial statements for the third quarter ended 30 September 2018

Condensed Consolidated Statement of Financial Position

		AS AT 30/09/2018	AS AT 31/12/2017
ASSETS	Note	RM'000	RM'000
Non-current Assets			
Property, plant and equipment		61,858	62,436
Land held for property development	15	143,177	146,916
Investment properties	24	39,231	24,272
Other investment		115	115
Deferred tax assets		2,751	2,864
		247,132	236,603
Current Assets			
Property development costs	16	45,486	36,132
Inventories	17	39,397	41,411
Trade and other receivables		17,617	19,531
Income tax refundable		2,078	3,901
Investment securities		1,118	497
Other current assets		3,109	1,305
Cash and bank balances	20	13,127	66,043
		121,932	168,820
Total Assets		369,064	405,423
EQUITY AND LIABILITIES Current Liabilities Borrowings Trade and other payables	19	102,191 27,540	102,526 36,951
Income tax payable			52
		129,731	139,529
Non-current Liabilities Deferred tax liabilities		3,501	3,671
Borrowings	19	29,074	14,347
Dollowings	19	32,575	18,018
Total Liabilities		162,306	157,547
Equity attributable to owners of the			
Share capital	18	230,073	205,073
Irredeemable convertible preference shares	18	203,339	203,339
Redeemable convertible preference shares	18	149,173	173,233
Merger deficit		(312,039)	(312,039)
Accumulated losses		(63,788)	(21,730)
Total Equity		206,758	247,876
Total Equity and Liabilities		369,064	405,423
Net assets per share attributable to owners of the Company (RM)		0.49	0.58

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements.

Interim financial statements for the third quarter ended 30 September 2018

Condensed Consolidated Statement of Changes in Equity

<-----> Attributable to owners of the Company

		<	Auribi	>			
	Note	Share capital	ICPS	RCPS	Merger deficit	Accumulated losses	Total Equity
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 Jan 2017		*	_	-	-	(15)	(15)
Total comprehensive loss for the period		-	-	-	-	(17,951)	(17,951)
Transactions with owners: Shares issued for:							
 Acquisition of subsidiary companies 		115,489	203,339	173,233			492,061
- Share Exchange with Tekala		89,584					89,584
Acquisition of subsidiary companies		,			(312,039)		(312,039)
A4 20 C 2017		205 072	202 220	172 022	(212.020)	(17.066)	251.640
At 30 September 2017		205,073	203,339	173,233	(312,039)	(17,966)	251,640
At 1 Jan 2018		205,073	203,339	173,233	(312,039)	(21,730)	247,876
Total comprehensive loss for the period		-	-	-	-	(16,118)	(16,118)
Transfer to share capital arising from redemption of RCPS		25,000	-	-	-	(25,000)	-
Redemption of RCPS	25	=		(24,060)		(940)	(25,000)
At 30 September 2018		230,073	203,339	149,173	(312,039)	(63,788)	206,758

Notes: * represents RM2.

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements.

Condensed Consolidated Statement of Cash Flows

Cash flows from operating activities (14,292) 30/09/2017 RM*0000 Loss before tax (14,292) (17,776) Adjustments for: 1,829 446 Epinance costs 4,064 969 Equipment written off 35 - Investment income (337) (338) Gain from disposal of property, plant and equipment (521) (1999) Unrealised loss on foreign exchange 5.901 15,151 Other expenses 10 853 - Impairment of goodwill 1 85,901 16,025 Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,009) Increase in in property development costs (5,155) (3,009) Increase in in property development costs (5,155) (3,009) Increase in property development costs (5,155) (3,009) Increase in property development costs (1,803) 313 Decrease in juncertain in other current assets (9,410) (3,980) Decrease in			9 month	ths ended	
Cash flows from operating activities Loss before tax (14,292) (17,776) Adjustments for: 1,829 446 Depreciation 1,829 446 Finance costs 4,064 969 Equipment written off 35 - Investment income (322) (7) Interest income (337) (338) Gain from disposal of property, plant and equipment (521) (199) Unrealised loss on foreign exchange - 15,151 Other expenses 10 853 - Impairment of goodwill - 15,151 Other expenses 10 853 - Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in inventories (5,155) (3,069) Decrease in inventories (5,155) (3,069) Decrease in inventories (9,410) (3,980) Decrease in payables (9,410) (3,980)			30/09/2018	30/09/2017	
Loss before tax		Note	RM'000	RM'0000	
Adjustments for: Image: costs 1,829 446 Finance costs 4,064 969 Equipment written off 35 - Investment income (22) (7) Interest income (337) (338) Gain from disposal of property, plant and equipment (521) (199) Unrealised loss on foreign exchange - 3 Impairment of goodwill - 15,151 Other expenses 10 853 - Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in inventories (8,391) (1,756) Decrease in inventories 2,014 2,360 Decrease (Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities (21,213) (12,570) Interest paid capitalized under property development costs (368) -			(1.4.202)	(17.77.6)	
Depreciation	Loss before tax		(14,292)	(17,7/6)	
Finance costs 4,064 969 Equipment written off 35 - Investment income (22) (7) Interest income (337) (338) Gain from disposal of property, plant and equipment (521) (199) Unrealised loss on foreign exchange - 3 Impairment of goodwill - 15,151 Other expenses 10 853 - Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease (Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease (Increase) in receivables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) -<	Adjustments for:				
Equipment written off 35 - Investment income (22) (7) Interest income (337) (338) Gain from disposal of property, plant and equipment (521) (199) Unrealised loss on foreign exchange - 3 Impairment of goodwill - 15,151 Other expenses 10 853 - Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease in inventories 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Increase in occurrent, overdue and project accounts received 1,015			1,829	446	
Investment income	Finance costs		4,064	969	
Interest income	Equipment written off		35	-	
Gain from disposal of property, plant and equipment (521) (199) Unrealised loss on foreign exchange - 3 Impairment of goodwill - 15,151 Other expenses 10 853 - Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in oper	Investment income		(22)	(7)	
Unrealised loss on foreign exchange - 3 Impairment of goodwill - 15,151 Other expenses 10 853 - Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest paid capitalized under property development costs (368) - Interest paid capitalized under property development costs (368) - Interest paid capitalized under property development costs (368) - Income tax refunded 1,015 124 Income tax paid (1,979) (152) <	Interest income		(337)	(338)	
Impairment of goodwill	Gain from disposal of property, plant and equipment		(521)	(199)	
Other expenses 10 853 - Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities Increase in deposit pledged - (52) Increase in investment properties	Unrealised loss on foreign exchange		-	3	
Operating loss before working capital changes 5,901 (8,391) 16,025 (8,391) Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities Increase in deposit pledged - (52) Increase in investment properties (622) (7) Increase in investment properties </td <td>Impairment of goodwill</td> <td></td> <td>-</td> <td>15,151</td>	Impairment of goodwill		-	15,151	
Operating loss before working capital changes (8,391) (1,751) Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease in inventories 2,014 2,360 Decrease in other current assets (1,803) 313 (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities 22 7 Interest income received 112 206 Increase in deposit pledged -	Other expenses	10			
Increase in property development costs (5,155) (3,069) Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) -			5,901	16,025	
Increase in land held for development (382) (1,766) Decrease in inventories 2,014 2,360 Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment	Operating loss before working capital changes		(8,391)	(1,751)	
Decrease in inventories 2,014 2,360 Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities (22,320) (12,466) Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Increase in property development costs		(5,155)	(3,069)	
Decrease/(Increase) in receivables 1,914 (3,518) (Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Increase in land held for development		(382)	(1,766)	
(Increase)/Decrease in other current assets (1,803) 313 Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Decrease in inventories		2,014	2,360	
Decrease in payables (9,410) (3,980) Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities (22,320) (12,466) Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Decrease/(Increase) in receivables		1,914	(3,518)	
Decrease in other liabilities - (1,159) Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) - Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	(Increase)/Decrease in other current assets		(1,803)	313	
Cash flows used in operations (21,213) (12,570) Interest paid capitalized under property development costs (368) Interest on current, overdue and project accounts received 225 132 Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities Investment income 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Decrease in payables		(9,410)	(3,980)	
Interest paid capitalized under property development costs Interest on current, overdue and project accounts received Income tax refunded Income tax paid Inco	Decrease in other liabilities		-	(1,159)	
Interest on current, overdue and project accounts received Income tax refunded Income tax paid Income tax paid Net cash flows used in operating activities Cash flows from investing activities Investment income Interest income received Increase in deposit pledged Increase in investment securities Increase in investment properties Increase in investment properties Increase of property, plant and equipment Proceeds from disposal of plant and equipment Increase in investment securities Increase in investment properties Increase in investment pr	Cash flows used in operations		(21,213)	(12,570)	
Income tax refunded 1,015 124 Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities Investment income 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Interest paid capitalized under property development costs		(368)	-	
Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities Investment income 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Interest on current, overdue and project accounts received		225	132	
Income tax paid (1,979) (152) Net cash flows used in operating activities (22,320) (12,466) Cash flows from investing activities Investment income 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Income tax refunded		1,015	124	
Cash flows from investing activities Investment income 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200			•	(152)	
Investment income 22 7 Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Net cash flows used in operating activities		(22,320)	(12,466)	
Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200					
Interest income received 112 206 Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200	Investment income		22	7	
Increase in deposit pledged - (52) Increase in investment securities (622) (7) Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200				•	
Increase in investment securities(622)(7)Increase in investment properties(14,690)(3,703)Purchase of property, plant and equipment(153)(47)Proceeds from disposal of plant and equipment521200			112		
Increase in investment properties (14,690) (3,703) Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200			(622)		
Purchase of property, plant and equipment (153) (47) Proceeds from disposal of plant and equipment 521 200			` '		
Proceeds from disposal of plant and equipment 521 200	* *				
Net cash flows used in investing activities (14.810) (3.396)	Net cash flows used in investing activities		(14,810)	(3,396)	

Interim financial statements for the third quarter ended 30 September 2018

Condensed Consolidated Statement of Cash Flows (Cont'd)

	9 months ended			
	Note	30/09/2018 RM'000	30/09/2017 RM'0000	
Cash flows from financing activities				
Proceeds from bankers' acceptances		6,553	3,230	
Proceeds from revolving credits		3,000	20,000	
Repayment of bankers' acceptances		(3,743)	(1,854)	
Repayment of revolving credits		(6,008)	(24)	
Proceeds from term loan		10,297	-	
Repayment of obligations under finance leases		(131)	(32)	
Finance costs paid		(4,064)	(969)	
Redemption of RCPS		(25,000)	<u> </u>	
Net cash flows (used in)/from financing activities		(19,096)	20,351	
Net (decrease)/increase in cash and cash equivalents		(56,226)	4,489	
Cash and cash equivalents at beginning of financial year		62,579	47,214	
Cash and cash equivalents at end of financial period	20	6,353	51,703	

The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the year ended 31 December 2017 and the accompanying explanatory notes attached to the interim financial statements.

Interim financial statements for the third quarter ended 30 September 2018

(A) Notes to the interim financial statements

1) Basis of preparation

WMG Holdings Bhd. (WMG) is a public limited liability company incorporated and domiciled in Malaysia, and is listed on Bursa Malaysia Securities Berhad.

The unaudited condensed consolidated interim financial statements for the period ended 30 September 2018 have been prepared in accordance with MFRS 134 Interim Financial Reporting issued by the Malaysian Accounting Standards Board and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. These unaudited condensed consolidated interim financial statements also comply with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2017. The explanatory notes to the interim financial statements provide an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2017.

2) Accounting Policies

The accounting policies and presentation adopted for the interim financial statements are consistent with those adopted for the audited financial statements for year ended 31 December 2017.

3) Seasonality of operations

The Group's operations are not seasonal and cyclical in nature.

4) Unusual items

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

5) Changes in estimates

There were no changes in estimates of amounts reported in prior interim periods of the current financial year or the prior financial year that have a material effect in the interim period under review.

6) Changes in the composition of the Group

There were no changes in the composition of the Group during the interim period under review.

7) Share capital and treasury shares

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the interim period under review except for the partial redemption of 25,000,000 RCPS at the redemption price of RM1.00 per RCPS out of the Company's retained earnings pursuant to Section 72 (4(a)) of the Companies Act, 2016.

Interim financial statements for the third quarter ended 30 September 2018

8) Segment information

Business Segments

9 months	ended	30	September	2018
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	•				
	Property development	Trading of building materials	Others	Adjustment/ Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue					
External	5,483	12,048	-	-	17,531
Inter-segment	-	-	-	-	-
Total	5,483	12,048	-	-	17,531
Results					
Depreciation	549	30	1,250	-	1,829
Interest income	152	151	34	-	337
Other non-cash expenses		-	-	-	
Segment loss	(12,391)	(453)	(1,448)	-	(14,292)

9) Other income

Included in other income is gain from disposal of equipment of RM520,555.

10) Other expenses

Included in other expenses are charges of RM852,636 imposed pertaining to tax review exercise by the Inland Revenue Board.

11) Loss before tax

Included in the loss before tax are the following items:

	Individual Quarter		Financial Year-to-date		
	3 month	s ended	9 months ended		
	30/09/2018 30/09/2017		30/09/2018	30/09/2017	
	RM'000	RM'000	RM'000	RM'000	
(a) Interest income	115	338	337	338	
(b) Other income including investment income	372	428	1,421	428	
(c) Interest expenses	1,448	969	4,064	969	
(d) Depreciation and amortization	648	446	1,829	446	
(e) Provision for and write off of receivables	-	-	-	-	
(f) Provision for and write off of inventories	-	-	-	-	
(g)Gain/(loss) on disposal of quoted or unquoted investments or properties	-	-	-	-	
(h) Impairment of assets	-	-	-	-	
(i) Foreign exchange gain/(loss)	-	-	-	-	
(j) Gain or loss on derivatives	-	-	-	-	
(k) Exceptional items					
- Goodwill on share exchange with Tekala	-	15,151	-	15,151	
- Stamp duties on acquisition of subsidiaries	-	1,534	-	1,534	

Interim financial statements for the third quarter ended 30 September 2018

12) Events after the reporting period

There were no material events subsequent to the end of the interim period.

13) Income tax expense

	Individual Quarter 3 months ended		Financial Year-to-date 9 months ended	
	30.09.2018 RM'000	30.09.2017 RM'000	30.09.2018 RM'000	30.09.2017 RM'000
Current income tax	-	175	-	175
Reversal of deferred tax	(14)	-	(67)	-
Tax review	1,893	-	1,893	-
	1,879	175	1,826	175

There is no current income tax other than the tax arising from the tax review exercise by Inland Revenue Board for the current quarter and period under review.

14) Loss per share

	Individual Quarter 3 months ended 30.09.2018 30.09.2017		Financial Year-to-date 9 months ended 30.09.2018 30.09.2017	
Loss net of tax attributable to owners of the Company (RM'000) Less: cumulative dividend on RCPS	(7,503) (2,735)	(17,951) (3,107)	(16,118) (8,302)	(17,951) (3,107)
Loss net of tax attributable to owners of the Company used in the computation of basic loss per share (RM'000) Add back; cumulative dividend on RCPS	(10,238) 2,735	(21,058) 3,107	(24,420) 8,302	(21,058) 3,107
Loss net of tax attributable to owners of the Company used in the computation of diluted loss per share(RM'000)	(7,503)	(17,951)	(16,118)	(17,951)
Weighted average number of ordinary shares for basic loss per share computation ('000) Effect of dilution – RCPS ('000)	848,731 310,000	268,890 118,681	848,731 317,143	268,890 118,681
Weighted average number of ordinary shares for diluted loss per share computation ('000)	1,158,731	387,571	1,165,874	387,571
Basic loss per share (sen) Diluted loss per share (sen)	(1.21) (0.65)	(7.83) (4.63)	(2.88) (1.38)	(7.83) (4.63)

Interim financial statements for the third quarter ended 30 September 2018

15) Land held for Development

	As at 30.09.2018	As at 31.12.2017
	RM'000	RM'000
At beginning of year	146,916	-
At acquisition of Target companies	-	121.809
Additions	370	13,026
Transfer (to)/from property development costs	(4,109)	12,081
At end of period	143,177	146,916

As at 30.09.2018, the Group has a total land bank of approximately 637 acres, comprising 431 acres in Sandakan and 206 acres in Kota Kinabalu.

16) Property development costs

		As at 30.09.2018 RM'000	As at 31.12.2017 RM'000
Balance at cost		45,486	36,132
At 30.09.2018	Long-term leasehold RM'000	Development expenditure RM'000	Total RM'000
Cumulative property development cost At 01.01.2018	9,753	28,260	38,013
Transfer from land held for development Cost incurred during the period	1,086	3,023 6,599	4,109 6,599
At 30.09.2018	10,839	37,882	48,721
Cumulative costs recognized in statement of comprehensive income At 01.01.2018	(558)	(1,323)	(1,881)
Recognised during the period	(78)	(1,276)	(1,354)
At 30.09.2018	(636)	(2,599)	(3,235)
Property development costs at 30.09.2018	10,203	35,283	45,486

As at 30.09.2018, the Group has two ongoing projects namely the commercial project, Sejati Corporate Garden at RM5.4 million, with percentage of completion of 23% and the residential project, Sri Indah Kondominium at RM11.3 million, with a percentage of completion of 12%, totalling RM16.70 million and the projects to be launched amounted to RM28.79 million.

Interim financial statements for the third quarter ended 30 September 2018

17) Inventories

	As at 30.09.2018	As at 31.12.2017
	RM'000	RM'000
Completed properties	38,344	40,347
Trading inventories	1,053	1,064
Balance at cost	39,397	41,411

18) Share capital, ICPS and RCPS

The details of share capital, ICPS and RCPS of the Company are as follows:-

	No. of	
	Ordinary Shares	Amount
Share capital		RM
As at 01.01.2018	426,167,169	205,072,913
Arising from redemption of RCPS		
pursuant to section 72 (4(a)) of the	-	25,000,000
Companies Act, 2016		
As at 30.09.2018	426,167,169	230,072,913
	No. of	
	Preference Shares	Amount
Irredeemable convertible preference shares (ICPS)		RM
As at 01.01.2018 and 30.09.2018	211,281,792	203,338,864
Redeemable convertible preference shares (RCPS)		
As at 01.01.2018	180,000,000	173,233,080
Redeemed on 9 February 2018	(25,000,000)	(24,060,150)
As at 30.09.2018	155,000,000	149,172,930

19) Borrowings

The Group's borrowings and debt securities are as follows:

	As at third quarter ended 30.09.2018			As at third quarter ended 30.09.2017		
	Long	Short	Total	Long	Short	Total
	Term	Term	borrowings	Term	Term	borrowings
Secured	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Bankers' acceptances (BA)	-	4,177	4,177	-	3,519	3,519
Revolving credits (RC)	-	95,300	95,300	-	94,300	94,300
Overdraft (OD)	2,470	884	3,354	-	-	-
Term loan (TL)	25,727	1,538	27,265	-	-	-
Obligations under finance leases	877	292	1,169	95	124	219
	29,074	102,191	131,265	95	97,943	98,038

The interest rates for BA, RC, OD and TL range from 1% to 2% above the cost of fund of the banks.

There are no borrowings denominated in foreign currency.

Interim financial statements for the third quarter ended 30 September 2018

20) Cash and Cash Equivalents

	As at 30.09.2018 RM'000	As at 31.12.2017 RM'000
Fixed deposits	5,335	26,620
Cash on hand and at banks	7,792	39,423
Cash and bank balances	13,127	66,043
Less: deposits pledged for banking facilities	(3,420)	(3,420)
Less: bank overdrafts	(3,354)	(44)
	6,353	62,579

21) Contingencies

There were no changes in contingent liabilities since the last balance sheet date, 31 December 2017 to 19 November 2018, the latest practicable date which is not earlier than 7 days from the issue of this interim financial statements.

22) Capital Commitments

	As at 30.09.2018 RM'000	As at 31.12.2017 RM'000
Approved and contracted for:		
- Investment property	41,106	54,513

23) Dividends

For the period ended 30 September 2018, the Directors do not recommend payment of dividend. (2017:Nil).

The total dividend for the current financial year is Nil (2017: Nil).

24) Investment properties

Included in investment properties is a hypermarket and a shoplot under construction of RM35.57 million and RM1.70 million respectively.

25) Redemption of RCPS

The amount of RM939,850 representing the difference between the redemption amount RM25 million and the carrying amount RM24,060,150 of the RCPS redeemed is transferred to revenue reserve.

26) Comparative figures

Comparative figures of the preceding year corresponding period comprising for the three months ended 30 September 2017 are presented commencing from the current quarter as the Group was only formed in July 2017 upon the acquisitions of subsidiaries by the Company as previously disclosed.

Interim financial statements for the third quarter ended 30 September 2018

(B) Additional information required by Bursa Malaysia Securities Berhad's Listing Requirements

1. Performance review

For the current quarter and period ended 30 September 2018, the Group recorded revenue of RM8.03 million and RM17.53 million and incurred loss before tax of RM5.62 million and RM14.29 million respectively.

For the corresponding quarter and period ended 30 September 2017 which comprised the three months ended 30 September 2017, the Group recorded revenue of RM11.44 million and loss before tax of RM17.78 million.

The higher loss before tax in the corresponding quarter and period was mainly due to the non-recurring charges of RM16.68 million incurred on the acquisitions of subsidiaries in the previous year as shown below.

	Individual Quarter			Financial Year to date				
	3 month	ns ended				9 months ended		
	30.09.2018	30.09.2017	Changes		30.09.2018	30.09.2017	Changes	
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
Revenue	8,034	11,442	(3,408)	(30)	17,531	11,442	6,089	53
Gross profit	911	3,248	(2,337)	(72)	2,497	3,248	(751)	(23)
Loss Before Interest and	(4,176)	(16,807)	12,631	75	(10,228)	(16,807)	6,579	39
Tax								
Loss Before Tax	(5,624)	(17,776)	12,152	68	(14,292)	(17,776)	3,484	20
Loss After Tax	(7,503)	(17,951)	10,448	58	(16,118)	(17,951)	1,833	10
Loss attributable to	(7,503)	(17,951)	10,448	58	(16,118)	(17,951)	1,833	10
ordinary equity holders of								
the Company								

There were no launches of new property development projects by the Group during the quarter and period under review. The Group generated a total revenue for the current quarter and period of RM8.03 million and RM17.53 million respectively. RM2.40 million (30%) and RM5.48 (31%) were from property development and RM5.63 million (70%) and RM12.05 million (69%) were from trading of building materials for the current quarter and period respectively.

Sales of residential properties amounted to RM2.40 million and RM4.88 for the current quarter and period respectively while the balance of RM0.60 million was from sale of commercial properties in the period under review.

Sales of building materials to contractors engaged by the Group for its property development projects amounted to RM1.82 million and RM5.42 million, representing 32% and 45% of the total sales of building materials of RM5.63 million and RM12.05 million for the current quarter and period respectively.

The Group recorded a gross profit of RM2.50 million for the period under review. After taking into account interest income and other income totalling RM1.76 million and deducting expenses of RM18.55 million including finance cost of RM4.06 million, other expenses of RM2.07 million, administrative expenses of RM12.33 million, the Group incurred a loss before tax of RM14.29 million.

Interim financial statements for the third quarter ended 30 September 2018

Administrative expenses of RM12.33 million comprised mainly fixed and semi-fixed costs namely staff costs, directors' remuneration, overheads and office expenses (including depreciation RM1.83 million) of approximately RM4.16 million, RM3.50 million and RM4.67 million respectively.

2. Comments on material changes in profit/(loss) before taxation

The Group recorded a loss before tax of RM5.62 million for the current quarter under review compared to loss before tax of RM4.06 million for the immediate preceding quarter as follows:-.

	Current	Immediate		
	quarter	preceding		
		quarter	Chang	ges
	30.09.2018	30.06.2018		
	RM'000	RM'000	RM'000	%
Revenue	8,034	5,631	2,403	43
Gross profit	911	1,146	(235)	(21)
Loss Before Interest and Tax	(4,176)	(2,327)	(1,849)	(79)
Loss Before Tax	(5,624)	(4,061)	(1,563)	(38)
Loss After Tax	(7,503)	(4,041)	(3,462)	(86)
Loss attributable to ordinary equity holders of the Company	(7,503)	(4,041)	(3,462)	(86)

Revenue for the current quarter increased by RM2.40 million or 43% mainly due to higher sales of building materials and properties whereas loss before tax for the current quarter increased by RM1.56 million or 38% as compared to the immediate preceding quarter mainly due to higher expenses and finance costs.

For the current quarter under review, revenue from the property segment and building material segment amounted to RM2.40 million and RM5.63 million respectively as compared to preceding quarter of RM2.16 million and RM3.47 million respectively.

3. Commentary on Prospects

As at 30 September 2018, the Group has unbilled sales of approximately RM30.08 million and the gross development value of unsold units of its ongoing projects amounted to approximately RM107.64 million.

The Group's performance for the current financial year is adversely affected due to the slow property market, the financing conditions faced by potential buyers and the property market sentiments.

4. Profits forecast and profit guarantee

The above is not applicable as no profit forecast and profit guarantee were provided.

5. Income tax expense

This is stated in note 13 to the interim financial statements.

6. Corporate proposals

There were no corporate proposals announced but not completed as at 19 November 2018, the latest practicable date which is not earlier than 7 days from the date of issue of this interim financial statements.

Interim financial statements for the third quarter ended 30 September 2018

7. Group borrowings and debt securities

This is stated in note 19 to the interim financial statements.

8. Changes in material litigation

The Group did not have any material litigation as at 19 November 2018, the latest practicable date which is not earlier than 7 days from the date of issue of these interim financial statements.

9. Dividends

This is stated in note 23 to the interim financial statements.

10. Earnings/(loss) per share

This is stated in note 14 to the interim financial statements.

11. Auditors' report on preceding annual financial statements

The auditors' report on the financial statements of the Company for the preceding financial year ended 31 December 2017 was not subject to any qualification.

12. Profit/(loss) before tax

Disclosure of items as required under Appendix 9B, Part A(16) of Bursa Malaysia Securities Berhad listing requirements is stated in note 11 to the interim financial statements.

13. Disclosure of derivatives

The Group did not enter into any derivatives during the period ended 30 September 2018 or the previous financial year ended 31 December 2017.

14. Disclosure of gains/losses arising from fair value changes of financial liabilities

The Group did not have any financial liabilities measured at fair value through profit or loss as at 30 September 2018 and 31 December 2017.

15. Breakdown of realised and unrealised profits or losses

The above disclosure in the format prescribed by Bursa Malaysia Securities Bhd is as follows:

	As at 30.09.2018 RM'000	As at 31.12.2017 RM'000
Total accumulated losses of the Company and its subsidiaries:		
- Realised - Unrealised	(63,788)	(21,730)
- Officialised	(63,788)	(21,730)
Less: Consolidation adjustments	-	-
Total Group accumulated losses as per consolidated accounts	(63,788)	(21,730)

(C) Authorisation for issue of interim financial statements

The Board of Directors of the Company had authorised this unaudited interim financial statements for issue on 23 November 2018.