201501041664(1166985-X) (Incorporated in Malaysia)

Unaudited Interim Financial Statements

For The Second Quarter Ended 30 June 2020

201501041664 (1166985-X)

WMG HOLDINGS BHD.

Interim financial statements for the second quarter ended 30 June 2020

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Interim financial statements for the second quarter ended 30 June 2020

Condensed Consolidated Statement of Comprehensive Income

		Individual	Quarter	Financial Y	ear-to-date
	•	3 months 30/06/2020	s ended 30/06/2019	6 month 30/06/2020	s ended 30/06/2019
	Note	RM'000	RM'000	RM'000	RM'000
Revenue	8	7,502	14,615	17,154	22,271
Cost of sales	-	(5,704)	(11,897)	(13,786)	(18,662)
Gross profit		1,798	2,718	3,368	3,609
Other income		2,063	83	2,503	969
Other expenses		(787)	(52)	(895)	(512)
Distribution costs		(2)	(30)	(82)	(114)
Finance costs		(2,262)	(2,120)	(4,600)	(3,472)
Administrative expenses		(2,775)	(4,031)	(6,967)	(8,922)
Loss from operations	-	(1,965)	(3,432)	(6,673)	(8,442)
Interest on fixed deposits		3	100	58	178
Loss before tax	9	(1,962)	(3,332)	(6,615)	(8,264)
Income tax expense	11	36	23	(106)	51
Loss for the period	-	(1,926)	(3,309)	(6,721)	(8,213)
Other comprehensive income, net of tax:	-	-	<u>-</u>		<u>-</u>
Total comprehensive loss for the period		(1,926)	(3,309)	(6,721)	(8,213)
Loss attributable to owners of the Company	_	(1,926)	(3,309)	(6,721)	(8,213)
Total comprehensive loss attributable to owners of the		(1.026)	(3 300)	(6.721)	(8.212)
Company	-	(1,926)	(3,309)	(6,721)	(8,213)
Loss per share attributable to owners of the Company:	12	Sen	Sen	Sen	Sen
- Basic - Diluted		(0.55) (0.17)	(0.71) (0.29)	(1.43) (0.58)	(1.60) (0.71)

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2019 and the accompanying explanatory notes attached to the interim financial statements.

Interim financial statements for the second quarter ended 30 June 2020

Condensed Consolidated Statement of Financial Position

ASSETS	Note	AS AT 30/06/2020 RM'000	AS AT 31/12/2019 RM'000
Non-current Assets			
Property, plant and equipment		28,339	29,212
Investment properties	14	105,313	106,693
Other investment		35	34
Deferred tax assets		2,455	2,797
Inventory properties	13	146,834	146,002
• • •		282,976	284,738
Current Assets			
Inventory properties	13	109,723	105,333
Trading inventories		575	1,008
Trade and other receivables		23,590	26,935
Prepayment		99	48
Contract assets		10,484	7,342
Income tax refundable		350	317
Investment securities		1,193	1,172
Cash and bank balances	17	7,946	11,558
		153,960	153,713
Total Assets		436,936	438,451
EQUITY AND LIABILITIES			
Current Liabilities			
Loans and borrowings	16	137,108	133,101
Lease liabilities		426	386
Trade and other payables		23,741	32,711
Tax payable		10	49
		161,285	166,247
Net current liabilities		(7,285)	(12,534)
Non-current Liabilities			
Loan and borrowings	16	92,512	81,938
Lease liabilities		783	912
Deferred tax liabilities		4,382	4,659
		97,677	87,509
Total Liabilities		258,962	253,756

Interim financial statements for the second quarter ended 30 June 2020

Condensed Consolidated Statement of Financial Position (cont'd)

EQUITY AND LIABILITIES (cont'd)

Equity attributable to owners of the	Note	AS AT 30/06/2020 RM'000	AS AT 31/12/2019 RM'000
Company			
Share capital	15	229,133	229,133
Redeemable convertible preference shares	15	149,173	149,173
Irredeemable convertible preference shares	15	203,339	203,339
Merger deficit		(312,039)	(312,039)
Accumulated losses		(91,632)	(84,911)
Total Equity		177,974	184,695
Total Equity and Liabilities		436,936	438,451
Net assets per share attributable to owners of the Company (RM)		0.42	0.43

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2019 and the accompanying explanatory notes attached to the interim financial statements.

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Interim financial statements for the second quarter ended 30 June 2020

Condensed Consolidated Statement of Changes in Equity

	Note	Share capital	RCPS	ICPS	Merger deficit	Accumulated losses	Total Equity
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 Jan 2020		229,133	149,173	203,339	(312,039)	(84,911)	184,695
Total comprehensive loss for the period		-	-	-	-	(6,721)	(6,721)
At 30 June 2020	- -	229,133	149,173	203,339	(312,039)	(91,632)	177,974
At 1 Jan 2019		205,073	149,173	203,339	(312,039)	(68,413)	201,193
Total comprehensive loss for the period		_	-	_	-	(8,213))	(8,213)
At 30 June 2019	_	229,133	149,173	203,339	(312,039)	(76,626)	192,980

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2019 and the accompanying explanatory notes attached to the interim financial statements.

Interim financial statements for the second quarter ended 30 June 2020

Condensed Consolidated Statement of Cash Flows

		6 months ended	
	Note	30/06/2020 RM'000	30/06/2019 RM'0000
Cash flows from operating activities			
Loss before tax		(6,615)	(8,264)
Adjustments for:			
Depreciation		2,260	1,172
Finance costs		4,600	3,472
Investment income		(5)	(6)
Interest income		(58)	(178)
Gain from disposal of property, plant and equipment		(1)	(103)
		6,796	4,362
Operating profit/(loss) before working capital changes		181	(3,902)
Increase in properties under development		(5,230)	(10,867)
Increase in land held for development		(832)	(829)
Decrease in inventories		1,273	125
Decrease/(increase) in receivables		3,294	(288)
(Increase)/decrease in contract assets		(3,142)	758
(Decrease)/increase in payables		(8,970)	1,645
Cash flows used in operations		(13,426)	(13,358)
Interest paid		(609)	(285)
Interest received		46	131
Income tax refunded		_	314
Income tax paid		(113)	(382)
Net cash flows used in operating activities		(14,102)	(13,580)
Cash flows from investing activities			
Addition to investment properties		_	(25,358)
Investment income		5	6
Interest income received		12	48
Purchase of investment securities		(21)	(11)
Purchase of property, plant and equipment		(8)	(4)
Proceeds from disposal of plant and equipment		1	103
Net cash flows used in investing activities		(11)	(25,216)

Interim financial statements for the second quarter ended 30 June 2020

Condensed Consolidated Statement of Cash Flows (cont'd)

		ns ended	
	Note	30/06/2020 RM'000	30/06/2019 RM'0000
Cash flows from financing activities			
Proceeds from bankers' acceptances		3,470	8,787
Proceeds from revolving credits		9,203	5,200
Proceeds from bridging loan		15,030	5,330
Proceeds from term loans		2,804	50,955
Repayment of bankers' acceptances		(5,781)	(7,677)
Repayment of bridging loan		(8,632)	(2,127)
Repayment of term loan		(3,088)	(2,066)
Repayment of revolving credits		-	(6,000)
Repayment of obligations under finance leases		(105)	(178)
Finance costs paid		(3,975)	(3,929)
Net cash flows from financing activities		8,926	48,295
Net decrease in cash and cash equivalents		(5,187)	9,499
Cash and cash equivalents at beginning of financial year		5,254	8,865
Cash and cash equivalents at end of financial period	17	67	18,364

The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the year ended 31 December 2019 and the accompanying explanatory notes attached to the interim financial statements.

Interim financial statements for the second quarter ended 30 June 2020

(A) Notes to the interim financial statements

1) Basis of preparation

WMG Holdings Bhd. 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 June 2020 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 2019. 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 2019.

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 2019.

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 other than

- (i) the acquisition of a shelf company, KK Stay Sdn Bhd on 28 February 2020; and
- (ii) the dissolution of an indirect wholly owned non-operating subsidiary, Offshore Constructor (Labuan) Ltd., as announced on 10 March 2020.

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.

Interim financial statements for the second quarter ended 30 June 2020

8) Segment information

Business Segments

2		6 months ended 30 June 2020					
	Property	Building materials	Others	Adjustment/ Elimination	Consolidated		
	RM'000	RM'000	RM'000	RM'000	RM'000		
Revenue							
External	11,182	5,972	-	-	17,154		
Inter-segment	-	-	-	-	-		
Total	11,182	5,972	-	-	17,154		
Results							
Depreciation	2,233	26	1	-	2,260		
Interest income	25	33	-	-	58		
Other non-cash expenses		-	-	-			
Segment loss	(6,088)	(329)	(198)	-	(6,615)		

9) Loss before tax

Included in the loss before tax are the following items:

	Individual Quarter		Financial Year-to-date		
	3 month	ns ended	6 months ended		
	30/06/2020	30/06/2019	30/06/2020	30/06/2019	
	RM'000	RM'000	RM'000	RM'000	
(a) Interest income	3	100	58	178	
(b) Other income including investment income	2,063	83	2,503	969	
(c) Interest expenses	2,262	2,120	4,600	3,472	
(d) Depreciation and amortization	961	580	2,260	1,172	
(e) Provision for and write off of receivables	-	-	-	-	
(f) Provision for and write off/down of inventories	-	-	1	1	
(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	-	-	-	-	

10) Events after the reporting period

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

Interim financial statements for the second quarter ended 30 June 2020

11) Income tax expense

	Individual Quarter 3 months ended		_		
	30.06.2020 RM'000	30.06.2019 RM'000	30.06.2020 RM'000	30.06.2019 RM'000	
Current income tax	-	-	41	-	
Overprovision of income tax	(13)	-	(4)	-	
Deferred tax	(23)	(23)	69	(51)	
	(36)	(23)	106	(51)	

The Group's income tax expense for the current period is mainly due to losses of certain subsidiaries which cannot be set off against taxable profits of other subsidiaries within the Group and deferred taxation.

12) Loss per share

	Individual Quarter 3 months ended		Financial Y 6 month	s ended
	30.06.2020	30.06.2019	30.06.2020	30.06.2019
Loss net of tax attributable to owners of the				
Company (RM'000)	(1,926)	(3,309)	(6,721)	(8,213)
Less: cumulative dividend on RCPS	(2,705)	(2,705)	(5,410)	(5,380)
Loss net of tax attributable to owners of the				
Company used in the computation of basic				
loss per share (RM'000)	(4,631)	(6,014)	(12,131)	(13,593)
Add back: cumulative dividend on RCPS	2,705	2,705	5,410	5,380
Loss net of tax attributable to owners of the				
Company used in the computation of				
diluted loss per share(RM'000)	(1,926)	(3,309)	(6,721)	(8,213)
				_
Weighted average number of ordinary				
shares for basic loss per share computation				
(000)	848,731	848,731	848,731	848,731
Effect of dilution – RCPS ('000)	310,000	310,000	310,000	310,000
Weighted average number of ordinary				_
shares for diluted loss per share				
computation ('000)	1,158,731	1,158,731	1,158,731	1,158,731
Basic loss per share (sen)	(0.55)	(0.71)	(1.43)	(1.60)
Diluted loss per share (sen)	(0.17)	(0.29)	(0.58)	(0.71)

Interim financial statements for the second quarter ended 30 June 2020

13) Inventory properties

	As at 30.06.2020 RM'000	As at 31.12.2019 RM'000
Non-current		
Land held for property development	146,834	146,002
Current Properties under development Completed properties	74,548 	69,318 36,015
	109,723	105,333
	256,557	251,335

(a) Land held for Development

	As at 30.06.2020	As at 31.12.2019
	RM'000	RM'000
At beginning of year	146,002	144,794
Additions	832	2,471
Transfer to properties under development	-	(1,263)
At end of year	146,834	146,002

As at 30.06.2020, the Group has a total land bank of approximately 633 acres, comprising 435 acres in Sandakan and 198 acres in Kota Kinabalu.

(b) Properties under development

		As at 30.06.2020 RM'000	As at 31.12.2019 RM'000
Balance at cost		74,548	69,318
	Long-term leasehold RM'000	Development expenditure RM'000	Total RM'000
Cumulative property development cost At 01.01.2020	10,651	58,667	69,318
Cost incurred during the period Recognised in profit and loss	(269)	9,947 (4,448)	9,947 (4,717)
At 30.06.2020	10,382	64,166	74,548

As at 30.06.2020, the Group has three ongoing projects namely the commercial project, Sejati Corporate Garden at RM11.96 million, with percentage of completion of 95% and the residential projects, Sri Indah Kondominium at RM32.38 million, with a percentage of completion of 63%, and Parklane 1 terrace houses at RM16.39 million, with percentage of completion of 31% totalling RM60.73 million and the projects to be launched amounted to RM13.82 million.

Interim financial statements for the second quarter ended 30 June 2020

14) Investment properties

Included is Mydin Hypermarket completed in 2019 with a net carrying amount as at 30 June 2020 of RM72.58 million. (2019: RM73.89 million)

15) Share capital, RCPS and ICPS

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

Share capital	No. of Ordinary Shares	Amount RM
As at 01.01.2020 and 30.06.2020	426,167,169	229,133,063
	No. of Preference Shares	Amount
Redeemable convertible preference shares (RCPS)		RM
As at 01.01.2020 and 30.06.2020	155,000,000	149,172,930
Irredeemable convertible preference shares (ICPS)		
As at 01.01.2020 and 30.06.2020	211,281,792	203,338,864

16) Loan and borrowings

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

	As at second quarter ended 30.06.2020			As at fourth quarter ended 31.12.2019		
	Long	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)	-	1,211	1,211	-	3,522	3,522
Revolving credits (RC)	-	110,503	110,503	-	101,300	101,300
Overdraft (OD)	-	6,427	6,427	-	4,852	4,852
Bridging loan (BL)	*12,669	*14,277	26,946	2,653	15,993	18,646
Term loans (TL)	*79,843	*4,690	84,533	79,285	7,434	86,719
	92,512	137,108	229,620	81,938	133,101	215,039

^{*} The amounts payable have taken into account the moratorium of loan payment granted by the respective banks due to the Covid-19 outbreak.

The interest rates for BA, RC, TL, BL and OD 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 second quarter ended 30 June 2020

17) Cash and Cash Equivalents

	As at 30.06.2020 RM'000	As at 31.12.2019 RM'000
Fixed deposits	1,452	1,452
Cash on hand and at banks	6,494	10,106
Cash and bank balances	7,946	11,558
Less: deposits pledged for banking facilities	(1,452)	(1,452)
Less: bank overdrafts	(6,427)	(4,852)
	67	5,254

18) Contingencies

There were no changes in contingent liabilities since the last balance sheet date, 31 December 2019 to 21 August 2020, the latest practicable date which is not earlier than 7 days from the issue of this interim financial statements.

19) Dividends

For the period ended 30 June 2020, the Directors do not recommend payment of dividend. (2019:Nil).

The total dividend for the current financial year is Nil (2019: Nil).

Interim financial statements for the second quarter ended 30 June 2020

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

1. Performance review

The Group's performance is as tabulated below:

	Individual Quarter			Financial Year to date				
	3 month	is ended			6 months ended			
	30.06.2020	30.06.2019	Changes		30.06.2020	30.06.2019	Changes	
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
Revenue	7,502	14,615	(7,113)	(49)	17,154	22,271	(5,117)	(23)
Gross profit	1,798	2,718	(920)	(34)	3,368	3,609	(241)	(7)
Profit/(Loss)Before	300	(1,212)	1,512	(125)	(2,015)	(4,792)	2,777	(58)
Interest and Tax								
Loss Before Tax	(1,962)	(3,332)	1,370	(41)	(6,615)	(8,264)	1,649	(20)
Loss After Tax	(1,926)	(3,309)	1,383	(42)	(6,721)	(8,213)	1,492	(18)
Loss attributable to ordinary equity holders	(1,926)	(3,309)	1,383	(42)	(6,721)	(8,213)	1,492	(18)
of the Company								

For the current quarter and period ended 30 June 2020, the Group recorded revenue of RM7.50 million and RM17.15 million and incurred loss after tax of RM1.93 million and RM6.72 million as compared to the corresponding quarter and period's revenue of RM14.62 million and RM22.27 million and loss after tax of RM3.31 million and RM8.21 million.

The Group generated a total revenue for the current quarter and period of RM7.50 million and RM17.15 million respectively. RM5.76 million (77%) and RM11.18 million (65%) were from property segment and RM1.74 million (23%) and RM5.97 million (35%) were from building materials segment for the current quarter and period respectively.

Sales of properties were at RM4.91 million and RM8.47 million, property management at RM0.03 million and 0.07 million, property letting at RM0.82 million and RM2.64 million for the current quarter and period under review.

Sales of building materials to contractors engaged by the Group for its property development projects amounted to RM0.63 million and RM3.51 million, representing 36% and 59% of the total sales of building materials of RM1.74 million and RM5.97 million for the current quarter and period under review.

The Group recorded a gross profit of RM3.37 million for the period under review. After taking into account interest income and other income totalling RM2.56 million and deducting expenses of RM12.54 million (which include finance cost of RM4.60 million, other expenses of RM0.90 million, administrative expenses of RM6.97 million) and tax expense of RM0.11 million, the Group incurred a loss after tax of RM6.72 million.

Administrative expenses of RM6.97 million comprised mainly fixed and semi-fixed costs namely staff costs, directors' remuneration, overheads and office expenses (which include depreciation RM0.88 million) of approximately RM2.28 million, RM1.94 million and RM2.75 million respectively.

Interim financial statements for the second quarter ended 30 June 2020

2. Current quarter compared with immediate preceding quarter

The Group recorded a loss after tax of RM1.93 million for the current quarter under review compared to loss after tax of RM4.80 million for the immediate preceding quarter as follows:-.

	Current quarter	Immediate preceding quarter	Chan	ges
	30.06.2020	31.03.2020		
	RM'000	RM'000	RM'000	%
Revenue	7,502	9,652	(2,150)	(22)
Gross profit	1,798	1,570	228	15
Profit/(Loss) Before Interest and Tax	300	(2,315)	2,615	(113)
Loss Before Tax	(1,962)	(4,653)	2,691	(58)
Loss After Tax	(1,926)	(4,795)	2,869	(60)
Loss attributable to ordinary equity holders of the Company	(1,926)	(4,795)	2,869	(60)

Revenue for the current quarter is lower than the immediate preceding quarter by RM2.15 million or 22% as compared to immediate preceding quarter mainly due to lower revenue from trading of building material segment in the current quarter under review. Loss after tax for the current quarter decreased by RM2.87 million or 60% mainly due to the increase in other income of RM1.62 million.

For the current quarter under review, revenue from the property segment and building material segment amounted to RM5.76 million and RM1.74 million respectively as compared to preceding quarter of RM5.42 million and RM4.23 million respectively.

3. Commentary on Prospects

As at 30 June 2020, the Group has unbilled sales of approximately RM49.53 million and the gross development value of unsold units of its ongoing projects amounted to approximately RM130.10 million.

Barring any unforeseen circumstances, the Board expects the Group's operating environment for the current financial year to remain challenging due to the financing conditions and the slow property market.

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 11 to the interim financial statements.

6. Corporate proposals

There were no corporate proposals announced but not completed as at 21 August 2020, the latest practicable date which is not earlier than 7 days from the date of issue of this interim financial statements other than the proposed voluntary liquidation/de-registration of non-operating subsidiaries as announced on 3 December 2018 and the proposal to comply with the Bumiputra Equity condition as extended by the Securities Commission Malaysia and announced on 14 August 2020.

7. Group borrowings and debt securities

This is stated in note 16 to the interim financial statements.

Interim financial statements for the second quarter ended 30 June 2020

8. Changes in material litigation

The Group did not have any material litigation as at 21 August 2020, 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 19 to the interim financial statements.

10. Earnings/(loss) per share

This is stated in note 12 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 2019 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 9 to the interim financial statements.

13. Disclosure of derivatives

The Group did not enter into any derivatives during the period ended 30 June 2020 or the previous financial year ended 31 December 2019.

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 June 2020 and 31 December 2019.

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 30.06.2020 RM'000	As at 31.12.2019 RM'000
Total accumulated losses of the Company and its subsidiaries:		
- Realised	(91,632)	(84,911)
- Unrealised	-	-
	(91,632)	(84,911)
Less: Consolidation adjustments	-	-
Total Group accumulated losses as per consolidated accounts	(91,632)	(84,911)

(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 26 August 2020.