(Incorporated In Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (THE FIGURES HAVE NOT BEEN AUDITED)

	As at 31.10.2019 Unaudited RM'000	As at 31.07.2019 Audited RM'000
ASSETS		
Non-Current Assets		
Property, plant and equipment	77,988	77,161
Investment property	1,321	-
Investment in an associate	1,596	-
Deferred tax assets	615	615
	81,520	77,776
Current Assets		
Inventories	15,074	13,916
Trade receivables	11,982	13,655
Other receivables	1,714	1,391
Tax recoverable	275	273
Cash and bank balances	2,769 31,814	2,602 31,837
TOTAL ASSETS	113,334	109,613
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the company		
Share capital	44,405	44,405
Reserves	35,649	38,426
Non controlling Interests	80,054	82,831
Non-controlling Interests Total Equity	80,054	82,831
	80,034	02,051
Non-Current Liabilities		
Borrowings	1,357	614
Deferred tax liabilities	117	129
	1,474	743
Current Liabilities		
Borrowings	9,204	7,746
Trade payables	13,604	11,215
Other payables Tax payables	8,919 79	6,948 130
Tax payables	31,806	26,039
777 / 1 7 · 1 · 1·/·		
Total Liabilities	33,280	26,782
TOTAL EQUITY AND LIABILITIES	113,334	109,613
Net assets per stock unit attributable to ordinary		
equity holders of the company (RM)	1.8028	1.8654

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 July 2019.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER ENDED 31 OCTOBER 2019

		INDIVIDUAL QUARTER 3 Months Ended 31-Oct-19 31-Oct-18		E QUARTERS s Ended 31-Oct-18
	RM'000 (Unaudited)	RM'000 (Unaudited)	31-Oct-19 RM'000 (Unaudited)	RM'000 (Unaudited)
Revenue	17,817	16,704	17,817	16,704
Cost of sales	(17,906)	(15,745)	(17,906)	(15,745)
Gross (loss)/ profit	(89)	959	(89)	959
Other income	70	106	70	106
Selling and administrative expenses	(2,503)	(2,199)	(2,503)	(2,199)
Finance costs	(102)	(54)	(102)	(54)
Share of loss of associate	(144)	-	(144)	-
(Loss)/ profit before tax	(2,768)	(1,188)	(2,768)	(1,188)
Taxation	(9)	202	(9)	202
(Loss)/ profit for the period	(2,777)	(986)	(2,777)	(986)
Other comprehensive (loss)/ income: Other comprehensive (loss)/ income for the period				
Total comprehensive (loss)/ income for the period	(2,777)	(986)	(2,777)	(986)
(Loss)/ profit attributable to:				
Equity holders of the company Non-controlling interests	(2,777)	(986)	(2,777)	(986)
	(2,777)	(986)	(2,777)	(986)
Total comprehensive (loss)/ income attributable to: Equity holders of the company Non-controlling interests	(2,777)	(986)	(2,777)	(986)
-	(2,777)	(986)	(2,777)	(986)
(Loss)/ earnings per share attributable to equity holders of the company: Basic and diluted (sen)	(6.25)	(2.22)	(6.25)	(2.22)
	(0.23)	(2:22)	(0.25)	(2:22)

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 July 2019.

(Incorporated in Malaysia)

NOTES TO THE CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

The following amounts have been charged/ (credited) in arriving at profit/ (loss) before tax:

	3 Month 31-Oct-19 RM'000	L QUARTER as Ended 31-Oct-18 RM'000 (Unaudited)		E QUARTERS hs Ended 31-Oct-18 RM'000 (Unaudited)
Interest income	(9)	(99)	(9)	(99)
Interest expenses	102	54	102	54
Depreciation	855	549	855	549
Impairment of golf club membership	1	1	1	1
Provision/ (reversal) for warranties	78	25	78	25
Loss/ (gain) on foreign exchange				
- realised	1	66	1	66
- unrealised	72	(19)	72	(19)

Save as disclosed above and in the Condensed Consolidated Statement of Comprehensive Income, the other items required by Bursa Malaysia Securities Berhad Main Market Listing Requirements, Chapter 9, Appendix 9B are not applicable to the Group.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE QUARTER ENDED 31 OCTOBER 2019

(The figures have not been audited)

	 ▲ Attribu 		lolders of the Comp − Distributable →	bany ──►
-	Share capital RM'000	Capital reserve RM'000	Retained profits RM'000	Total RM'000
At 1 Aug 2019	44,405	1,006	37,420	82,831
Other comprehensive income/ (loss) (Loss)/ profit for the period	-	-	(2,777)	(2,777)
Total comprehensive (loss) for the period	-	-	(2,777)	(2,777)
At 31 Oct 2019	44,405	1,006	34,643	80,054
At 1 Aug 2018	44,405	1,006	44,231	89,642
Other comprehensive income/ (loss) (Loss)/ profit for the period Total comprehensive (loss) for the	-	-	- (986)	- (986)
period	-	-	(986)	(986)
At 31 Oct 2018	44,405	1,006	43,245	88,656

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 July 2019.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE QUARTER ENDED 31 OCTOBER 2019

(The figures have not been audited)

	3 months ended 31-Oct-19 RM'000 (Unaudited)	3 months ended 31-Oct-18 RM'000 (Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES		(1.100)
Loss before taxation	(2,768)	(1,188)
Adjustments for : Depreciation Impairment of golf club membership Share of loss of associate Interest income Interest expense Short term accumulated compensated absences Provision/ (reversal) for warranties Unrealised loss/ (gain) on foreign exchange	855 1 144 (9) 102 179 78 72	549 1 - (99) 54 145 25 (19)
Operating (loss)/ profit before working capital changes	(1,346)	(532)
Receivables Inventories	1,349	181
Payables	(1,158) 2,552	(1,060) 2,872
Cash generated from operations	1,397	1,461
Tax paid	(73)	(163)
Interest paid	(102)	(54)
Net cash from operating activities	1,222	1,244
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	9	99
Purchase of property, plant and equipment	(1,663)	(594)
Acquisition of an associate	(261)	-
Net cash used in investing activities	(1,915)	(495)
CASH FLOWS FROM/ (FOR) FINANCING ACTIVITIES		
Repayment of borrowings	(16,002)	(752)
Drawdown of bank borrowings	17,047	-
Repayment of hire purchase obligations	(1,129)	-
Net cash used in financing activities	(84)	(752)
NET DECREASE IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS AT RECONNINC	(777)	(3)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	2,602	11,725
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	1,825	11,722
CASH AND CASH EQUIVALENTS COMPRISE:		
Cash and bank balances	2,769	11,722
Bank overdraft (included under short term borrowings)	(944) 1,825	- 11,722

The condensed consolidated statement of cash flow should be read in conjunction with the audited financial statements for the year ended 31 July 2019.

NOTES TO THE INTERIM FINANCIAL REPORT – 1^{ST} QUARTER ENDED 31 OCTOBER 2019

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A1. Basis of Preparation

This condensed consolidated interim financial statement (Condensed Report) has been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Condensed Report should be read in conjunction with the audited financial statements of MCE Holdings Berhad ('The Group') for the financial year ended 31 July 2019. These explanatory notes attached to the Condensed Report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 July 2019.

A2. Significant Accounting Policies

The accounting policies and presentation adopted for the interim financial statements are consistent with those adopted for the annual financial statements of the Group for the year ended 31 July 2019.

The adoption of the following new MFRSs, Amendments to MFRSs and IC Interpretation that came into effect and did not have any significant impact on the unaudited consolidated financial statements upon their initial application.

- MFRS 16 Leases (effective from 1 January 2019)
- IC Interpretation 23 Uncertainty over Income Tax Treatments (effective from 1 January 2019)
- Amendments to MFRS 9 Prepayment Features with Negative Compensation (effective from 1 January 2019)
- Amendments to MFRS 128: Long-term Interests in Associates and Joint Ventures (effective from 1 January 2019)
- Annual improvements to MFRS Standards 2015 2017 Cycles (effective from 1 (effective from 1 January 2019)

The Group has not early adopted the following new or revised standards, amendments or IC Interpretations which are applicable to the Group that have been issued by the MASB but are not yet effective for the Group's current financial period ended 31 October 2019:

MFRS, Amendments to MFRS and IC Interpretation	Effective for annual periods beginning on or after
Amendments to MFRS 3: Definition of a Business	1 January 2020
Amendments to References to the Conceptual Framework in MFRS Standards	1 January 2020
Amendments to MFRS 101 and MFRS 108: Definition of Material	1 January 2020
Amendments to MFRS 9, MFRS 139 and MFRS 7: Interest Rate Benchmark Reform	1 January 2020

NOTES TO THE INTERIM FINANCIAL REPORT – 1^{ST} QUARTER ENDED 31 OCTOBER 2019

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A2. Significant Accounting Policies (Cont'd)

MFRS, Amendments to M	Effective for annual periods beginning on or after	
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further notice

The adoption of the above pronouncements will not have any financial impact to the Group.

A3. Disclosure of Audit Report Qualification

The auditors' report of the Group's most recent audited financial statements for the financial year ended 31 July 2019 did not contain any qualification.

A4. Seasonal or Cyclical Factors Affecting Operations

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

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

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group for the financial period ended 31 October 2019.

A6. Material Changes in Estimates

There were no changes in estimates that have a material effect in the current quarter.

A7. Changes in Debt and Equity Securities

There were no issuance and repayment of debt securities, share buyback, share cancellations, shares held as treasury shares and resale of treasury shares for the financial period ended 31 October 2019.

A8. Dividends Paid

No dividend has been paid during the financial period ended 31 October 2019.

NOTES TO THE INTERIM FINANCIAL REPORT – $1^{\rm ST}$ QUARTER ENDED 31 OCTOBER 2019

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134

A9. Segmental Reporting

The Group is organized into 2 main reportable segments as follows: -

-	Automotive parts	- involved in manufacturing and trading of automotive parts.
-	Healthcare services	- involved in providing health care services.

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The segmental information are as follows: -

3 months ended 31 October 2019	Automotive Parts	Healthcare Services	Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000
<u>Revenue</u>				
Revenue	17,817	-	-	17,817
<u>Results</u>				
Segment results	(2,345)	(36)	-	(2,381)
Interest expenses				(102)
Share of loss of an associate				(144)
Unallocated expenses				(141)
(Loss) before taxation				(2,768)

Cumulative 3 months ended 31 October 2019	Automotive Parts RM'000	Healthcare Services RM'000	Elimination RM'000	Consolidated RM'000
Revenue				
Revenue	17,817	-	-	17,817
Results				
Segment results	(2,345)	(36)	-	(2,381)
Interest expenses				(102)
Share of loss of an associate				(144)
Unallocated expenses				(141)
(Loss) before taxation				(2,768)

NOTES TO THE INTERIM FINANCIAL REPORT – 1^{ST} QUARTER ENDED 31 OCTOBER 2019

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A9. Segmental Reporting (Cont'd)

Assets & liabilities as at 31 October 2019	Automotive Parts RM'000	Healthcare Services RM'000	Elimination RM'000	Consolidated RM'000
Assets & liabilities				
Segmental assets	113,900	33,716	(35,895)	111,721
Unallocated assets				1,613
Consolidated total assets				113,334
Segmental liabilities Unallocated liabilities	31,614	5,190	(5,894)	30,910 2,370
Consolidated total				
liabilities				33,280
Other information				
Capital expenditure	3,004	-	-	3,004
Depreciation and amortisation	855	-	-	855

No segmental information is provided on a geographical basis as the Group's activities are conducted primarily in Malaysia.

NOTES TO THE INTERIM FINANCIAL REPORT – $1^{\rm ST}$ QUARTER ENDED 31 OCTOBER 2019

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A10. Material Events Subsequent to the end of the Reporting Period

There were no material events subsequent to the end of the current financial period that have not been reflected in the interim financial reports for the said period as at the date of this report.

A11. Changes in the Composition of the Group

There were no changes in the composition of the Group during the period under review except the 29% equity investment in October 2019 by the wholly owned subsidiary company, MCE Ventures Sdn Bhd in a new associated company known as Fortech Technologies (Malaysia) Sdn Bhd.

A12. Contingent Liabilities and Contingent Assets

The Group has no material contingent liabilities and assets as at 31 October 2019.

NOTES TO THE INTERIM FINANCIAL REPORT – 1^{ST} QUARTER ENDED 31 OCTOBER 2019

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

B1 Review of Performance

Comparison to preceding year corresponding quarter

For the first quarter ended 31 October 2019, the Group achieved consolidated revenue of RM17.82 million which was approximately 6.66% higher than the preceding year corresponding quarter. The increase in revenue was mainly due to high demand for Original Equipment Manufacturer ("OEM") products in the current quarter. The Group recorded a loss after tax of RM2.77 million for the current quarter as compared to RM0.99 million in the preceding year corresponding quarter mainly due to higher operating costs incurred in current quarter.

B2 Material Changes in Profit/ (Loss) before Taxation for the Current Quarter with Immediate Preceding Quarter

	Current Quarter 31 Oct 2019 RM'000	Preceding Quarter 31 Jul 2019 RM'000
Revenue	17,817	16,618
Pre-tax (loss)/ profit before non-controlling interests	(2,768)	(2,491)

For the current quarter, the Group achieved revenue of RM17.82 million, representing an increase of 7.22% as compared to the preceding quarter ended 31 July 2019. The increase was attributable to higher demand for OEM products in the current quarter. The Group recorded a pre-tax loss before non-controlling interests ("NCI") of RM2.77 million for the quarter under review as compared to RM2.49 million for the preceding quarter.

B3 Prospects Commentary

The Group will continue to enhance its product technology by upgrading its existing production facilities and also control production costs through its various cost reduction initiatives which includes improvement of production processes and productivity together with vertical integration to reduce the material cost.

The Group is also looking for strategic partners to expand its product range to broaden its existing customer base and capitalize on operational synergies.

The Board expects that with the strategies and measures put in place, and management's preparedness to knuckle down, the positive impact of such strategies and measures is expected to be seen in the medium and longer term.

NOTES TO THE INTERIM FINANCIAL REPORT – $1^{\rm ST}$ QUARTER ENDED 31 OCTOBER 2019

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

B4 Variance of Actual Profit from Forecast Profit & Shortfall on Profit Guarantee

There is no profit forecast prepared for public release and no profit guarantee provided by the Group for the current financial period.

B5 Taxation

	Individual Quarter 3 months ended		Cumulative Quarter 3 months ended	
	31.10.19	31.10.18	31.10.19	31.10.18
	RM'000	RM'000	RM'000	RM'000
Income tax:				
- current year	21	132	21	132
- (Over)/ under provision in prior years	-	-	-	-
	21	132	21	132
Deferred tax	(12)	(334)	(12)	(334)
Tax (income)/ expense	9	(202)	9	(202)

Even though the Group incurred losses during the financial year, the income tax provision is in relation to the profit generated by a subsidiary.

B6 Status of Corporate Proposals

There were no corporate proposals announced by the Company as at the date of issue of this quarterly report.

B7 Group Borrowings and Debt Securities

Group borrowings as at 31 October 2019:

(a)	Secured borrowings Unsecured borrowings	<u>RM'000</u> 10,561 - 10,561
(b)	 Short term hire purchase payable bankers' acceptances bank overdraft 	942 7,318 944 9,204
	Long term - hire purchase payable	1,357 1,357
	Total borrowings	10,561

All the above borrowings are denominated in Ringgit Malaysia.

NOTES TO THE INTERIM FINANCIAL REPORT – 1^{ST} QUARTER ENDED 31 OCTOBER 2019

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

B8 Financial Instruments

The Group enters into forward foreign exchange currencies contracts to hedge its exposure to fluctuations in foreign currency arising from purchases.

The Group has no outstanding derivative financial instruments as at 31 October 2019.

B9 Changes in Material Litigation

There was no pending material litigation as at 16 December 2019 being a date not earlier than 7 days from the date of this quarterly report.

B10 Dividends

No dividend is recommended for the current quarter (Q1-FY2019: Nil).

B11 Earnings per Share

The basic and diluted earnings per share are calculated as follows:

	3 months ended		3 months ended	
	31.10.2019	31.10.2018	31.10.2019	31.10.2018
(Loss)/ profit for the period attributable to ordinary equity holders of the company (RM'000)	(2,777)	(986)	(2,777)	(986)
Number of ordinary shares in issue ('000)	44,405	44,405	44,405	44,405
Basic and diluted (loss)/ earnings per share (sen)	(6.25)	(2.22)	(6.25)	(2.22)

NOTES TO THE INTERIM FINANCIAL REPORT – 1^{ST} QUARTER ENDED 31 OCTOBER 2019

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

B12 Memorandum of Understanding ("MOU")

- i) The Group had entered into Memorandum of Understanding ("MOU") with the following strategic partner with the intention to enhance its' product technology, penetrate into global market and expand its' existing product range:
 - a) E-LEAD ELECTRONIC CO., LTD ("E-LEAD") on 19 September 2017 with an intention to enter into an equity joint venture, setting forth a framework for the consultation and exchange of information and technology. The cooperation in the current stage shall focus on the development, manufacture and marketing of automobile parts in Malaysia using the technology and technical assistance provided by E-Lead.

There were no further development to-date.

b) SUZHOU PRACHTIG ELECTRONIC MATERIAL CO., LTD ("PRACHTIG") on 8 October 2018 for the purpose of setting forth a framework for the consultation and exchange of information and technology. The cooperation in the current stage shall focus on the localization of automotive plastic parts and value added processes (hereinafter referred to as "Products") in order to develop, produce, market and supply the Products in Malaysia and Association of Southeast Asia Nations countries and if so desired and mutually agreed by both parties to further extend the collaboration into an equity joint venture and other electronic and mechatronic parts.

On 28 November 2018, the Company entered into joint venture agreement with PRACHTIG and currently in the process of implementing the equity and capital structure of the joint venture company.

There were no further development to-date.

B13 Authorized for issue

The interim financial statements were authorized by the Board of Directors in accordance with the resolution of the Directors on 20 December 2019.

By Order of the Board,

Lee Wee Hee (MAICSA 0773340) Company Secretary Johor Bahru Date: 20 December 2019