



# **VIZIONE HOLDINGS BERHAD**

**UNAUDITED INTERIM FINANCIAL REPORT  
FOR THE PERIOD ENDED  
31 MAY 2020**

**VIZIONE HOLDINGS BERHAD (442371-A)**

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE 4TH QUARTER ENDED 31 MAY 2020****CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

	INDIVIDUAL		CUMULATIVE	
	Current Year Quarter Ended 31-May-20 RM'000	Preceding Year Corresponding Quarter Ended 31-May-19 RM'000	Current Y-T-D Ended 31-May-20 RM'000	Preceding Y-T-D Ended 31-May-19 RM'000
<b>Turnover</b>	<b>26,947</b>	<b>103,602</b>	<b>328,189</b>	<b>593,816</b>
Cost of sales	(26,401)	(84,683)	(292,783)	(497,040)
<b>Gross profit</b>	<b>547</b>	<b>18,919</b>	<b>35,406</b>	<b>96,776</b>
Other operating income	185	7,006	5,200	11,772
Operating and administrative expenses	(7,702)	(4,896)	(18,873)	(16,684)
Goodwill amortisation	(623)	(4,468)	(2,492)	(4,468)
Net Impairment gain on receivables	-	-	1	-
Distribution expenses	(404)	-	(404)	-
Share of results of associate	-	(103)	-	(103)
Share of results of joint venture	(7)	191	943	191
ESOS expenses	-	(509)	-	(509)
<b>Profit from operations</b>	<b>(8,004)</b>	<b>16,140</b>	<b>19,781</b>	<b>86,975</b>
Finance costs	(911)	(956)	(3,446)	(1,353)
<b>Profit before taxation</b>	<b>(8,916)</b>	<b>15,184</b>	<b>16,335</b>	<b>85,622</b>
Taxation	1,342	(4,064)	(5,498)	(22,274)
<b>Total comprehensive profit</b>	<b>(7,574)</b>	<b>11,120</b>	<b>10,837</b>	<b>63,348</b>
<b>Total comprehensive profit attributable to :</b>				
Owners of the parent	(7,574)	11,400	11,422	63,628
Non-controlling interest	-	(280)	(585)	(280)
	<b>(7,574)</b>	<b>11,120</b>	<b>10,837</b>	<b>63,348</b>
<b>Profits per-share</b>	<b>sen</b>	<b>sen</b>	<b>sen</b>	<b>sen</b>
Basic	<b>(1.32)</b>	<b>2.08</b>	<b>1.99</b>	<b>11.60</b>
Diluted	<b>(1.22)</b>	<b>1.92</b>	<b>1.84</b>	<b>11.60</b>

The Condensed Consolidate Statement of Comprehensive income should be read in conjunction with the Audited Financial Statements for the year ended 31 May 2019.

**VISIONE HOLDINGS BERHAD (442371-A)**

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE 4TH QUARTER ENDED 31 MAY 2020****CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

	As At 31-May-20 (UNAUDITED) RM'000	As At 31-May-19 (AUDITED) RM'000
<b>ASSETS</b>		
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment	18,816	18,608
Investment properties	5,100	5,100
Intangible assets	242,798	243,513
Capital work in progress	897	790
Investment in associate companies	3,890	490
Investment in a joint venture company	1,134	191
Deferred tax assets	13	-
	<b>272,648</b>	<b>268,692</b>
<b>CURRENT ASSETS</b>		
Contract assets	155,164	188,077
Trade receivables	314,479	206,399
Others receivables	98,761	108,045
Amount due from associate companies	450	152
Other investments	35	2
Tax recoverable	-	5
Fixed deposits with licensed banks	21,323	18,462
Cash and bank balances	834	11,512
	591,046	532,654
Asset classified as held for sale	56,241	56,241
	<b>647,287</b>	<b>588,895</b>
<b>TOTAL ASSETS</b>	<b>919,935</b>	<b>857,587</b>
<b>EQUITY</b>		
Share capital	495,519	450,995
Share issuance scheme option reserve	639	639
Warrant reserves	1,749	1,749
Irredeemable convertible unsecured loan stocks	261	261
Retained earnings/(Accumulated losses)	77,944	67,364
Equity attributable to owners of the parent	<b>576,112</b>	<b>521,008</b>
Non-controlling interests	-	585
Total Equity	<b>576,112</b>	<b>521,593</b>
<b>LIABILITIES</b>		
<b>NON-CURRENT LIABILITIES</b>		
Irredeemable convertible unsecured loan stocks	4	4
Finance lease liabilities	1,170	531
Bank borrowings	34,538	32,718
Deferred tax liabilities	360	945
	<b>36,073</b>	<b>34,198</b>

**VIZIONE HOLDINGS BERHAD** (442371-A)

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE 4TH QUARTER ENDED 31 MAY 2020****CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

	<b>As At</b> <b>31-May-20</b> <b>(UNAUDITED)</b> RM'000	<b>As At</b> <b>31-May-19</b> <b>(AUDITED)</b> RM'000
<b>CURRENT LIABILITIES</b>		
Contract liabilities	10,943	3,086
Trade payables	211,964	188,557
Others payables	47,960	64,223
Amount due to directors	305	217
Amount due to a joint venture company	-	17,944
Finance lease liabilities	3,315	575
Bank borrowings	32,410	19,707
Tax payables	853	7,487
	<b>307,749</b>	<b>301,796</b>
<b>TOTAL LIABILITIES</b>	<b>343,822</b>	<b>335,994</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>919,935</b>	<b>857,587</b>
<b>NET ASSETS PER-SHARE (RM)</b>	<b>1.0022</b>	<b>0.9494</b>

*The Condensed Consolidate Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 May 2019.*

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE 4TH QUARTER ENDED 31 MAY 2020**
**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	ATTRIBUTABLE TO THE OWNERS OF THE PARENT							TOTAL EQUITY RM'000
	Non-distributable				Distributable		Non-controlling Interest RM'000	
	Share Capital RM'000	Share Issuance Scheme Options ("SIS") Reserve RM'000	Warrants Reserves RM'000	Irredeemable Convertible Unsecured Loan Stock ("ICULS") RM'000	Retained Earnings/ (Accumulated Losses) RM'000	Total Attributable To Owners Of The Parent RM'000		
<b>GROUP</b>								
<b>As at 1 Jun 2019</b>	<b>450,995</b>	<b>639</b>	<b>1,749</b>	<b>261</b>	<b>67,364</b>	<b>521,008</b>	<b>585</b>	<b>521,593</b>
Profit for the financial period, representing total comprehensive income for the financial period	-	-	-	-	6,854	<b>6,854</b>	(152)	<b>6,702</b>
<b>As at 31 Aug 2019</b>	<b>450,995</b>	<b>639</b>	<b>1,749</b>	<b>261</b>	<b>74,218</b>	<b>527,862</b>	<b>433</b>	<b>528,295</b>
Profit for the financial year, representing total comprehensive income for the financial year	-	-	-	-	7,924	<b>7,924</b>	(301)	<b>7,623</b>
<b>Transactions with owners:-</b>								
Issuance of ordinary shares	20,706	-	-	-	-	<b>20,706</b>	-	<b>20,706</b>
Share issuance expenses	(171)	-	-	-	-	<b>(171)</b>	-	<b>(171)</b>
<b>Total transactions with owners</b>	<b>20,535</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>20,535</b>	<b>-</b>	<b>20,535</b>
<b>As at 30 Nov 2019</b>	<b>471,530</b>	<b>639</b>	<b>1,749</b>	<b>261</b>	<b>82,142</b>	<b>556,321</b>	<b>132</b>	<b>556,453</b>
Profit for the financial year, representing total comprehensive income for the financial year	-	-	-	-	4,218	<b>4,218</b>	(132)	<b>4,086</b>
<b>Transactions with owners:-</b>								
Issuance of ordinary shares	25,943	-	-	-	-	<b>25,943</b>	-	<b>25,943</b>
Share issuance expenses	(785)	-	-	-	-	<b>(785)</b>	-	<b>(785)</b>
<b>Total transactions with owners</b>	<b>25,158</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>25,158</b>	<b>-</b>	<b>25,158</b>
<b>As at 29 Feb 2020</b>	<b>496,688</b>	<b>639</b>	<b>1,749</b>	<b>261</b>	<b>86,360</b>	<b>585,697</b>	<b>0</b>	<b>585,697</b>
Effects of completion of purchase price allocation	-	-	-	-	(841)	<b>(841)</b>	-	<b>(841)</b>
Profit for the financial year, representing total comprehensive income for the financial year	-	-	-	-	(7,574)	<b>(7,574)</b>	-	<b>(7,574)</b>
<b>Transactions with owners:-</b>								
Issuance of ordinary shares	77	-	-	-	-	<b>77</b>	-	<b>77</b>
Treasury Shares	(1,204)	-	-	-	-	<b>(1,204)</b>	-	<b>(1,204)</b>
Share issuance expenses	(42)	-	-	-	-	<b>(42)</b>	-	<b>(42)</b>
<b>Total transactions with owners</b>	<b>(1,169)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,169)</b>	<b>-</b>	<b>(1,169)</b>
<b>As at 31 May 2020</b>	<b>495,519</b>	<b>639</b>	<b>1,749</b>	<b>261</b>	<b>77,945</b>	<b>576,113</b>	<b>0</b>	<b>576,113</b>

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE 4TH QUARTER ENDED 31 MAY 2020**
**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	ATTRIBUTABLE TO THE OWNERS OF THE PARENT							TOTAL EQUITY RM'000
	Non-distributable				Distributable		Non-controlling Interest RM'000	
	Share Capital RM'000	Share Issuance Scheme Options ("SIS") Reserve RM'000	Warrants Reserves RM'000	Irredeemable Convertible Unsecured Loan Stock ("ICULS") RM'000	Retained Earnings/ (Accumulated Losses) RM'000	Total Attributable To Owners Of The Parent RM'000		
<b>GROUP</b>								
<b>As at 1 Jun 2018 as previously stated</b>	<b>418,635</b>	<b>646</b>	<b>4,269</b>	<b>268</b>	<b>9,207</b>	<b>433,025</b>	-	<b>433,025</b>
Effects of completion of purchase price allocation	-	-	-	-	(5,519)	(5,519)	-	(5,519)
Opening balance adjustment from adoption of MFRS 9	-	-	-	-	(2,472)	(2,472)	-	(2,472)
<b>As at 1 Jun 2018 as restated</b>	<b>418,635</b>	<b>646</b>	<b>4,269</b>	<b>268</b>	<b>1,216</b>	<b>425,034</b>	-	<b>425,034</b>
Profit for the financial year, representing total comprehensive income for the financial year	-	-	-	-	63,628	<b>63,628</b>	(280)	<b>63,348</b>
<b>Transactions with owners:-</b>								
Issuance of ordinary shares	30,016	-	-	-	-	<b>30,016</b>	-	<b>30,016</b>
Conversion of ICULS	8	-	-	(7)	-	<b>1</b>	-	<b>1</b>
Exercise of SIS	3,517	(516)	-	-	-	<b>3,001</b>	-	<b>3,001</b>
Non-controlling interest arising from acquisition of a subsidiary company	-	-	-	-	-	-	865	<b>865</b>
Expiry of warrants	-	-	(2,520)	-	2,520	-	-	-
Share-based payment	-	509	-	-	-	<b>509</b>	-	<b>509</b>
Share issuance expenses	(1,181)	-	-	-	-	<b>(1,181)</b>	-	<b>(1,181)</b>
<b>Total transactions with owners</b>	<b>32,360</b>	<b>(7)</b>	<b>(2,520)</b>	<b>(7)</b>	<b>2,520</b>	<b>32,346</b>	<b>865</b>	<b>33,211</b>
<b>As at 31 May 2019</b>	<b>450,995</b>	<b>639</b>	<b>1,749</b>	<b>261</b>	<b>67,364</b>	<b>521,008</b>	<b>585</b>	<b>521,593</b>

The Condensed Consolidate Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 May 2019.

**VIZIONE HOLDINGS BERHAD (442371-A)**

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE 4TH QUARTER ENDED 31 MAY 2020****CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW**

	<b>12 Months Ended 31-May-20 (UNAUDITED) RM'000</b>	<b>12 Months Ended 31 May 2019 (AUDITED) RM'000</b>
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before taxation	16,335	85,622
Adjustments for:		
Amortisation of intangible assets	2,492	4,468
Bad debts written off	-	5
Depreciation of property, plant and equipment	1,673	1,301
Dividend income from other investments	(27)	(113)
Fair value adjustments on investment properties	-	(3)
Impairment loss on trade receivables	-	61
Reversal of impairment loss on trade receivables	-	(159)
Reversal of impairment loss on other receivables	(1)	-
Interest income	(551)	(687)
Interest expenses	3,446	1,334
Gain on bargain purchase on a subsidiary company	-	(649)
Share-based payment	-	509
Share of results of associate companies	-	101
Share of results of joint venture company	(943)	(191)
Loss on fixed assets disposal	1,234	-
Waiver of amount due to other payables	-	(22)
<b>Operating profit/(loss) before working capital changes</b>	<b>23,658</b>	<b>91,577</b>
<b>Change in working capital:</b>		
Contract assets	32,914	(81,069)
Trade & other receivables	(95,895)	(109,054)
Contract liabilities	7,857	2,440
Trade & other payables	7,143	39,769
Amount due to a joint venture company	(17,944)	17,944
	(65,923)	(129,970)
<b>Cash generated from/(used in) operations</b>	<b>(42,265)</b>	<b>(38,393)</b>
Interest paid	(3,446)	(2,676)
Interest received	551	687
Dividend received	27	113
Tax paid	(12,725)	(18,010)
	(15,592)	(19,886)
<b>Net cash generated from/(used in) operating activities</b>	<b>(57,857)</b>	<b>(58,279)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Capital work-in-progress incurred	(107)	-
Net cash inflow/(outflow) from acquisition of a subsidiary company	-	18
Acquisition of an associate company	(6,019)	(500)
Purchase of property, plant and equipment	(2,006)	(3,315)
Purchase of investment properties	(66)	-
Disposal of property, plant and equipment	30	-
<b>Net cash from/(used in) investing activities</b>	<b>(8,169)</b>	<b>(3,797)</b>

	<b>12 Months Ended 31-May-20 (UNAUDITED) RM'000</b>	<b>12 Months Ended 31 May 2019 (AUDITED) RM'000</b>
<b>CASH FLOW FROM FROM FINANCING ACTIVITIES</b>		
Repayment of finance lease liabilities	(594)	(599)
Net changes in amount due from/to associate companies	(298)	2,923
Proceeds from issuance of ordinary shares	44,524	28,835
Proceeds from exercise of SIS option	-	3,001
Net changes in amount due from/to Directors	87	131
Decrease/(increase) in cash and bank balances pledged	49	193
Decrease in fixed deposit pledged	(2,861)	1,686
Drawdown of term loans	5,145	-
Repayment of term loans	(2,938)	(971)
Net changes in trust receipts and invoice financing	5,007	2,068
<b>Net cash from/(used in) financing activities</b>	<b>48,121</b>	<b>37,267</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(17,904)</b>	<b>(24,809)</b>
<b>Cash and cash equivalents at beginning of the period</b>	<b>5,322</b>	<b>30,131</b>
<b>Cash and cash equivalents at end of the period</b>	<b>(12,582)</b>	<b>5,322</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD COMPRISES:</b>		
Fixed deposits with licensed banks	21,323	18,462
Cash and bank balances	834	11,512
Other investment	35	2
Bank overdrafts	(12,784)	(5,475)
	9,410	24,501
Less: Fixed deposits pledged with licensed banks	(21,323)	(18,462)
Cash and bank balances pledged	(668)	(717)
	<b>(12,582)</b>	<b>5,322</b>

The Condensed Consolidate Statement of Cash flow should be read in conjunction with the Audited Financial Statements for the year ended 31 May 2019.



**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**PART A: EXPLANATORY NOTES IN COMPLIANCE WITH MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134 : INTERIM FINANCIAL REPORTING**

**A1) Basis of preparation**

This interim financial statements have been prepared under the historical cost convention. This interim financial statements are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards (“MFRS”) 134: Interim Financial Reporting and Chapter 9.22, part K of Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”). The interim financial report is in compliance with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board.

The interim financial statements should be read in conjunction with the explanatory notes attached to the interim financial statements which 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.

**A2) Significant accounting policies and application of MFRS**

The accounting policies adopted are consistent with those of the previous financial year except as follows:

On 1 Jun 2019, the Group adopted the following new and amended MFRS and IC Interpretations mandatory for annual financial periods beginning on or after 1 Jun 2019.

<b>Description</b>	<b>Effective for annual periods beginning on or after</b>
MFRS 16 : Leases	1 January 2019
Amendments to MFRS 3: Business Combinations (Annual Improvements to MFRS Standards 2015 - 2017 Cycle)	1 January 2019
Amendments to MFRS 11: Joint arrangements (Annual Improvements to MFRS Standards 2015 - 2017 Cycle)	1 January 2019

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**A2) Significant accounting policies and application of MFRS (Cont'd)**

<b>Description</b>	<b>Effective for annual periods beginning on or after</b>
Amendments to MFRS 112: Income Taxes (Annual Improvements to MFRS Standards 2015 - 2017 Cycle)	1 January 2019
Amendments to MFRS 128 : Investments in Associates and Joint Ventures	1 January 2019
IC Interpretation 23: Uncertainty over Income Tax Treatments	1 January 2019
Amendments to MFRS 9: Prepayment Features with Negative Compensation	1 January 2019
Amendments to MFRS 119: Plan Amendment, Curtailment or Settlement	1 January 2019

The adoption of the above Amendments to MFRS and IC Interpretation did not have any significant financial impact to the Group except as mentioned below:

i) MFRS 16: Leases

MFRS 16 replaces MFRS 117 Leases, IC Interpretation 4 Determining whether an Arrangement contains a Lease, IC Interpretation 115 Operating Lease-Incentives and IC Interpretation 127 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. MFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under MFRS 117.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**A2) Significant accounting policies and application of MFRS (Cont'd)**

MFRS 16 introduces a single, on balance sheet lease accounting for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard which continues to be classified as finance or operating leases. Right-of-use assets are disclosed as a single line in the statement of financial position. The lease liabilities are included as borrowings in the statement of financial position.

The adoption of MFRS 16 has no material financial impact on the Group.

Standards and interpretations issued but not yet effective.

The Group has not adopted the following standards and interpretations that have been issued but not yet effective.

<b>Description</b>	<b>Effective for annual periods beginning on or after</b>
Amendments to MFRS 3: Business Combinations (Definition of a business)	1 January 2020
Amendments to MFRS 101: Presentation of Financial Statements (Definition of material)	1 January 2020
Amendments to MFRS 108: Accounting Policies, Changes in Accounting Estimates and Errors (Definition of material)	1 January 2020
MFRS 17: Insurance Contracts	1 January 2021
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 Group are expected to apply the abovementioned pronouncements beginning from the respective dates the pronouncements become effective. The initial application of the abovementioned pronouncements are not expected to have any material impacts to the financial statements of the Group.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**A3) Audit report**

The Auditors' Report of the preceding annual financial statements for the financial year ended 31 May 2019 was not subject to any audit qualification.

**A4) Seasonal or cyclical factors**

The Group's performance is slightly affected by seasonal and cyclical factors.

**A5) Unusual items**

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the reporting quarter ended 31 May 2020.

**A6) Material changes in estimates used**

There were no significant changes in the nature and amount of estimates reported in the prior interim period of the current financial quarter or prior years that have a material effect on the current financial quarter ended 31 May 2020 under review.

**A7) Debt and equity securities**

Saved as disclosed below, there were no issuance or repayment of debt and equity securities, share buy-backs, share cancellations, share held as treasury shares by the Group during the financial period:-

(a) 32,428,664 new ordinary shares pursuant to the Private Placement.

**A8) Dividends paid**

No dividends were declared or paid during the current financial quarter ended 31 May 2020 under review.

**A9) Segmental reporting**

Segment information is presented in respect of the Group's business segments which are based on the internal reporting structure presented to the management of the Company. The Group's principal segment businesses are construction and investment holding.

The Group's segmental report for the current financial quarter ended 31 May 2020 under review are as follows:-

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**A9) Segmental reporting (Cont'd)**

	Individual		Cumulative	
	Current Year Quarter Ended 31-May-20 RM'000	Preceding Year Corresponding Quarter Ended 31-May-19 RM'000	Current Y-T-D Ended 31-May-20 RM'000	Preceding Y-T-D Ended 31-May-19 RM'000
<b><u>TURNOVER</u></b>				
Construction	40,338	109,240	350,778	631,854
Investment holdings	32	831	4,039	2,200
Less: Inter-segment revenue	0	(6,469)	(13,204)	(40,238)
<b>Total consolidated revenue</b>	<b>40,370</b>	<b>103,602</b>	<b>341,612</b>	<b>593,816</b>
<b><u>RESULTS</u></b>				
Construction	(5,486)	20,945	23,930	95,770
Investment holdings	(1,630)	(207)	(1,333)	(3,631)
	<b>(7,115)</b>	<b>20,738</b>	<b>22,597</b>	<b>92,139</b>
Other non-reportable segments	(258)	(218)	(1,268)	(784)
Share of results of joint venture	(7)	191	943	191
Provision for taxation	1,342	(4,064)	(5,498)	(22,274)
Goodwill amortisation	(623)	(4,468)	(2,492)	(4,468)
Interest expenses	(911)	(956)	(3,446)	(1,353)
<b>Net profit/(loss) after tax</b>	<b>(7,574)</b>	<b>11,223</b>	<b>10,837</b>	<b>63,451</b>
<b><u>SEGMENT ASSETS</u></b>				
Construction			704,640	589,891
Investment holdings			485,937	435,136
			<b>1,190,576</b>	<b>1,025,027</b>
Others non-reportable segments			75,285	73,068
Elimination of inter-company balances			(345,927)	(244,650)
<b>Consolidated total assets</b>			<b>919,935</b>	<b>853,445</b>
<b><u>SEGMENT LIABILITIES</u></b>				
Construction			533,993	436,108
Investment holdings			18,187	10,016
			<b>552,179</b>	<b>446,124</b>
Others non-reportable segments			78,177	72,787
Elimination of inter-company balances			(286,534)	(186,065)
<b>Consolidated total liabilities</b>			<b>343,822</b>	<b>332,846</b>

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**A10) Valuation of property, plant and equipment**

There was no valuation on any of the Group's property, plant & equipment during the reporting quarter ended 31 May 2020. The carrying value of property, plant & equipment are based on the amount incorporated in the audited financial statement for financial year ended 31 May 2019.

**A11) Significant events**

There were no events of a material nature to be disclosed in the interim financial statements for the current financial quarter ended 31 May 2020, save and except for the followings:-

- (I) On 11 March 2020, there is an immediate announcement on shares buy back of 1,720,000 of shares at RM0.655 price paid for each shares. Total consideration paid was RM1,130,520.57 for the whole shares buy back process.
- (II) We refer to the Company's earlier announcements dated 28 November 2020, 23 January 2020 and 12 February 2020 in relation to the Proposed Bonus Issue of Warrants, the announcements dated 11 February 2020, 14 February 2020 and 17 February in relation to the Loan Agreement and the announcement dated 28 February 2020 in relation to the Proposals.

On 24 April 2020, the board had announced that it has resolved not to proceed with the Proposed Shares Issuance as it intends to negotiate with the Lender to vary certain terms of the Loan Agreement after taking into consideration, amongst others, the recent developments in the capital markets. Details of such variation in the terms of the Loan Agreement will be announced in due course.

- (III) On 24 April 2020, the board also had announced that the company proposes to undertake a private placement of up to 185,038,000 new ordinary shares in Vizione, representing up to 30% of the total number of issued shares of Vizione, to independent third-party investor(s) to be identified later, at an issue price to be determined later ("**Proposed Private Placement**"); and to undertake a bonus issue of free warrants in the Company ("Warrants D") on the basis of 2 Warrants D for every 5 Vizione Shares held on an entitlement date to be determined and announced later ("**Proposed Bonus Issue of Warrants**"). The Company will submit a fresh application to Bursa Securities for the New Proposed Bonus Issue of Warrants together with the Proposed Private Placement.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**A11) Significant events (Cont'd)**

(IV) We refer to the Company's earlier announcements on 24 April 2020 and 15 May 2020 in relation to the multiple proposals of private placement and bonus issue of warrants. Bursa securities had vide its letter dated 27<sup>th</sup> May 2020 approved the listing and quotation for up to 185,038,000 new ordinary shares to be issued pursuant to the Proposed Private Placement; admission to the Official List and listing and quotation for up to 374,704,174 Warrants D to be issued pursuant to the Proposed Bonus Issue of Warrants; and listing and quotation for up to 374,704,104 new ordinary shares to be issued arising from the exercise of the Warrants D.

(V) The Company's wholly-owned subsidiary, Wira Syukur (M) Sdn Bhd had on 28<sup>th</sup> May 2020 accepted a Letter of Award from Pinnacle Paradise Sdn Bhd for the proposed construction of 214 units of condominium and 31 units of superlink villas together with ancillary facilities like car parks, swimming pool etc at No. 3, Jalan BRP 4/1, Bukit Rahman Putra, Seksyen U20, 40160 Shah Alam, Selangor Darul Ehsan. The contract sum is a provisional amount of RM96.3 million.

**A12) Material changes in the composition of the Group**

There was no changes in the composition of the Group during the reporting quarter ended 31 May 2020 and up to the date of this report.

**A13) Contingent liabilities and contingent assets**

There were no material contingent liabilities or assets for the reporting quarter ended 31 May 2020 except below:-

(a) Contingent liabilities

	Cumulative	
	Quarter Ended 31-May-20 RM'000	Quarter Ended 31-May-19 RM'000
Corporate guarantee given to banks for facilities granted to related parties	4,210	4,286
Corporate guarantee given to banks for facilities granted to third parties	69,446	69,586
	<b>73,656</b>	<b>73,872</b>
Bank guarantees extended to third parties in respect of contracts entered	50,684	39,682

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**A13) Contingent liabilities and contingent assets (Cont'd)**

(b) Contingent assets

As at the date of this report, there were no contingent assets.

**A14) Material events subsequent to the end of the interim financial report**

The management is not aware of any material events subsequent to the end of the interim financial report that have not been reflected in the financial statements for the current financial quarter ended 31 May 2020 under review, save and except for the followings:-

- (I) In relation to the Proposed Private Placement and Proposed Bonus Issue of Warrants, Bursa Securities had vide its letter dated 27 May 2020 to approve the followings:-
  - a) Listing and quotation for up to 185,038,000 new ordinary shares to be issued pursuant to the Proposed Private Placement;
  - b) Admission to the Official List and listing and quotation for up to 374,704,174 Warrants D to be issued pursuant to the Proposed Bonus Issue of Warrants; and
  - c) Listing and quotation for up to 374,704,174 new ordinary shares to be issued arising from the exercise of the Warrants D.

**A15) Capital commitment**

There was no commitment for the purchase of property, plant and equipment provided for in the current financial quarter ended 31 May 2020.

**A16) Related Party Transactions**

The Group has carried out the following significant transactions with the related parties during the current financial quarter ended 31 May 2020.



**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

	Individual		Cumulative	
	Current Year Quarter Ended 31-May-20 RM'000	Preceding Year Corresponding Quarter Ended 31-May-19 RM'000	Current Y-T-D Ended 31-May-20 RM'000	Preceding Y-T-D Ended 31-May-19 RM'000
(I) Progressive sub-contracting income for the Group construction project	-	12,249	10,460	21,872
(II) Project management services rendered	-	(3,000)	-	-
(III) Progressive sub-contracting costs for the Group construction project	-	(215)	(91)	(6,054)
(IV) Office rental	(15)	(15)	(60)	(85)
(V) Project development costs	-	(5)	(20)	(5)

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**PART B: ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENT OF THE BURSA MALAYSIA SECURITIES BERHAD**

**B1) Review of performance – Quarter 4, FY 2020 (“Q4FY2020”) vs Quarter 4, FY 2019 (“Q4FY2019”)**

For the current financial quarter under review, the Group posted a revenue of RM26.95 million as compared to its corresponding preceding financial quarter, Q4FY2019 of RM103.60 million. Along with the decrease in revenue, profit before tax (“PBT”) during the current quarter reduced to a deficit of RM8.92 million, representing a decrease of RM24.10 million from its corresponding preceding quarter of RM15.18 million.

**B2) Changes in revenue and PBT for Q4FY2020 as compared with the immediate preceding quarter ended 29 Feb 2020 (“Q3FY2020”):-**

	<b>Current Year Quarter Ended 31 May 2020 RM'000</b>	<b>Immediate Preceding Quarter Ended 29 Feb 2020 RM'000</b>	<b>Variance  %</b>
Revenue	<b>26,947</b>	<b>91,335</b>	<b>(70.50)</b>
Profit before taxation	<b>(8,916)</b>	<b>4,872</b>	<b>(283.01)</b>

For the current quarter, the Group reported a revenue and PBT of RM26.95 million and deficit of RM8.92 million as compared to RM91.34 million and RM4.87 million respectively in the immediate preceding quarter.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**B3) Future prospects**

The construction sector is expected to falter this year, however the sector players remain optimistic of a recovery in 2021 on the roll out of some deferred infrastructure projects. Construction output in Malaysia slumped 6.3% year on year in March 2020, swinging from a 1.3% growth in the previous period. The downtime in productivity is expected to put a dent on the bottom lines of construction players for the financial year 2020. The second quarter 2020 results is depressing where the brunt of subdued construction activity for the month of April, May and June have already impacted the financials. Nevertheless, the management envisages the government will gradually pivot its focus onto economic recovery measures for the mid to long term horizon. Drawing from historical experience, the management is convinced that construction will be a key catalyst for the government to kick start the economic recovery process as the sector undergo a massive business realignment. As the economy gradually opens up, construction would be grabbing more headlines from the likelihood of projects that could be rolled out to pump prime the economy.

There might be more upsides as further catalytic news flow emerges from the upcoming Budget 2021 on the timeline for the Kuala Lumpur-Singapore High Speed Rail and the Klang Valley MRT Line 3 projects. Measures will be introduced to stimulate the construction sector under the short term economic recovery plan in light of public-private partnership for government facilities and infrastructure development such as the building of hospitals, water supply and renewable power generation plants, which could potentially steer the economy upwards. The construction sector is set to rebound, as the government will accelerate the implementation of infrastructure projects to support economic growth. Vizione will remain cautiously optimistic on the prospects of recovery given that the earnings forecast and order book replenishment of new projects remain slow.

**B4) Variance on profit forecast / profit guarantee**

The group is not subject to any profit forecast and/or profit guarantee.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**B5) Taxation**

	Individual		Cumulative	
	Current Year Quarter Ended 31 May 2020 RM'000	Preceding Year Corresponding Quarter Ended 31 May 2019 RM'000	Current Y-T-D ended 31 May 2020 RM'000	Preceding Y-T-D Ended 31 May 2019 RM'000
<b>In respect of current quarter:-</b>				
Income Tax	(1,193)	5,327	6,097	23,505
Deferred Tax	(149)	(1,263)	(598)	(1,231)
	<b>(1,342)</b>	<b>4,064</b>	<b>5,498</b>	<b>22,274</b>

**B6) Additional notes to the Comprehensive Income Statement**

The following items have been charged and credited in arriving at the Profit/(Loss) before taxation:-

	INDIVIDUAL		CUMULATIVE	
	Current Year Quarter Ended 31-May-20 RM'000	Preceding Year Corresponding Quarter Ended 31-May-19 RM'000	Current Y-T-D Ended 31-May-20 RM'000	Preceding Y-T-D Ended 31-May-19 RM'000
Building and office rental	24	15	69	264
Depreciation of Property, plant and equipment ("PPE")	378	364	1,673	1,301
Interest expenses	911	956	3,446	1,353

**B7) Corporate Proposals**

There were no other proposals announced by the company that pending implementation as at the date of this report.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**B8) Group Borrowings**

Details of the Group's bank borrowings as at 31 May 2020 are as follows:-

	<u>Current</u> RM'000	<u>Non-current</u> RM'000	<u>Total</u> RM'000
Secured			
Finance Lease Liabilities	3,315	1,170	4,486
Bank Borrowings	32,410	34,538	66,948
<b>Total</b>	<b>35,726</b>	<b>35,708</b>	<b>71,434</b>

**B9) Material litigations**

The management is not aware of any pending material litigation which will have a material effect on the financial position or the business of the Group and the Board is not aware of any proceedings pending or threatened against the Group or of any fact likely to give rise to any proceedings which may materially and adversely affect the financial position or business of the Group at the date of this report.

**B10) Dividends**

No dividend has been proposed and paid for during the current financial quarter ended 31 May 2020 and the previous audited financial year ended 31 May 2019.

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**B11) Earnings / (loss) per share**

	Individual		Cumulative	
	Current Year Quarter Ended 31-May-20	Preceding Year Corresponding Quarter Ended 31-May-19	Current Y-T-D Ended 31-May-20	Preceding Corresponding Y-T-D Ended 31-May-19
<b>a) <u>Basic earnings per-share</u></b>				
Profit attributable to the owners of parent ('000)	<b>(7,574)</b>	<b>11,400</b>	<b>11,422</b>	<b>63,628</b>
Total weighted average number of ordinary shares in issue ('000)	574,849	548,741	574,849	548,741
<b>Basic earnings per share (sen)</b>	<b>(1.32)</b>	<b>2.08</b>	<b>1.99</b>	<b>11.60</b>
<b>b) <u>Diluted earnings per-share</u></b>				
Profit attributable to the owners of parent ('000)	<b>(7,574)</b>	<b>11,400</b>	<b>11,422</b>	<b>63,628</b>
Total weighted average number of ordinary shares in issue ('000)	574,849	548,741	574,849	548,741
Adjusts for:				
Assuming full conversion of ICULS	-	2,188	-	2,188
Assuming full conversion of Warrants C 17/22	33,395	30,453	33,395	30,453
Assuming full exercise of Share Issuance Scheme	13,740	12,530	13,740	12,530
	<b>621,984</b>	<b>593,912</b>	<b>621,984</b>	<b>593,912</b>
<b>Diluted earnings per-share (sen)</b>	<b>(1.22)</b>	<b>1.92</b>	<b>1.84</b>	<b>10.71</b>

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**B12) Status of utilisation of proceeds**

- (i) The first tranche of the private placement of 23,800,000 new Vizione Shares at the issue price of RM0.87 per placement share had been completed on 22 Oct 2019, which raised a total of approximately RM20.71 million.

The status of utilization is as below:-

	<b>Proposed Utilisation</b>	<b>Actual Utilisation</b>	<b>Balance Unutilised</b>
<b>Details of Utilisation</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Construction projects expenditure	7,930	7,930	-
Tender/contract deposit and/or performance bond	12,526	12,526	-
Expenses in relation to the Corporate Exercise	250	250	-
<b>Total</b>	<b>20,706</b>	<b>20,706</b>	<b>-</b>

- (ii) The Private Placement was completed on 20 Feb 2020 following the listing and quotation of second tranche of 32,428,664 Placement Shares at the issue price of RM0.80 per placement share, which raised approximately RM25.94 million.

The status of utilization is as below:-

	<b>Proposed Utilisation</b>	<b>Actual Utilisation</b>	<b>Balance Unutilised</b>
<b>Details of Utilisation</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Construction projects expenditure	9,499	9,499	-
Tender/contract deposit and/or performance bond	15,694	15,694	-
Expenses in relation to the Corporate Exercise	750	750	-
<b>Total</b>	<b>25,943</b>	<b>25,943</b>	<b>-</b>

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MAY 2020**

**B13) Authorisation for issue**

The interim financial report were authorised for issue by the Board of Directors in accordance with resolution of the directors on 24<sup>th</sup> Jul 2020.