



**OCR Group Berhad**  
 (Registration No: 199701025005 (440503-K))  
 (Incorporated in Malaysia)

*Condensed Consolidated Statement of Comprehensive Income (Unaudited)*  
*For the financial quarter ended 30 September 2024*

	Note	Individual Quarter		Cumulative Period	
		Current Year Quarter 30.9.2024 RM'000	Preceding Year Quarter 30.9.2023 RM'000	Current Year to Date 30.9.2024 RM'000	Preceding Year to Date 30.9.2023 RM'000
Revenue	A8	9,943	52,214	90,586	120,938
Cost of sales		(887)	(45,059)	(66,562)	(103,148)
Gross profit		9,056	7,155	24,024	17,790
Other income		738	606	2,084	2,106
Other operating expenses		(337)	(595)	(1,587)	(1,891)
Administrative expenses		(4,765)	(4,303)	(14,586)	(13,161)
(Allowance for)/Reversal of impairment loss on trade and other receivables		(2,886)	59	(1,566)	2,183
Finance costs		(1,178)	(2,578)	(5,104)	(5,102)
Share of loss from associates		-	-	-	(2)
Profit before tax		628	344	3,265	1,923
Income tax credit/(expense)	B5	405	(21)	304	(626)
<b>Profit after tax for the financial period</b>		1,033	323	3,569	1,297
<b>Other comprehensive income/(loss), net of tax</b> <i>Items that may be reclassified subsequently to profit or loss</i>					
Fair value loss of equity instruments designated at fair value through other comprehensive		(991)	(752)	(3,094)	(970)
<b>Total comprehensive income/ (loss) for the financial period</b>	B11	42	(429)	475	327



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*Condensed Consolidated Statement of Comprehensive Income (Unaudited)*  
*For the financial quarter ended 30 September 2024 (Cont'd)*

	Note	Individual Quarter		Cumulative Period	
		Current Year Quarter 30.9.2024 RM'000	Preceding Year Quarter 30.9.2023 RM'000	Current Year to Date 30.9.2024 RM'000	Preceding Year to Date 30.9.2023 RM'000
<b>Profit after tax attributable to:</b>					
Owners of the Company		537	625	3,877	772
Non-controlling interests		496	(302)	(308)	525
		1,033	323	3,569	1,297
<b>Total comprehensive (loss)/income attributable to:</b>					
Owners of the Company		(454)	(127)	783	(198)
Non-controlling interests		496	(302)	(308)	525
		42	(429)	475	327
<b>Earnings per share ("EPF") attributable to owners of the Company (sen per share):</b>					
Basic	B10	0.03	0.06	0.24	0.07
Diluted	B10	0.03	0.06	0.24	0.07

*The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.*



**OCR Group Berhad**  
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*Condensed Consolidated Statement of Financial Position as at 30 September 2024*

	As at 30.9.2024 (Unaudited) RM'000	As at 31.12.2023 (Audited) RM'000
<b>ASSETS</b>	<b>Note</b>	
<b>Non-current assets</b>		
Property, plant and equipment	2,815	5,966
Right-of-use assets	9,772	10,209
Investment properties	196,918	191,310
Inventories	23,425	27,685
Investment in associates	137	545
Trade and other receivables	7,013	6,137
Other investments	3,253	7,859
<b>Total non-current assets</b>	<b>243,333</b>	<b>249,711</b>
<b>Current assets</b>		
Inventories	211,338	206,489
Current tax assets	315	385
Trade and other receivables	112,920	118,801
Contract assets	10,572	13,540
Contract costs	12,313	12,071
Cash and short-term deposits	25,494	25,945
<b>Total current assets</b>	<b>372,952</b>	<b>377,231</b>
<b>TOTAL ASSETS</b>	<b>616,285</b>	<b>626,942</b>
<b>EQUITY AND LIABILITIES</b>		
Share capital	318,475	275,178
Other reserves	(2,207)	887
Accumulated losses	(79,455)	(81,723)
	236,813	194,342
Non-controlling interests	11,656	10,355
<b>TOTAL EQUITY</b>	<b>248,469</b>	<b>204,697</b>
<b>Non-current liabilities</b>		
Trade and other payables	81,687	81,687
Lease liabilities	-	42
Loans and borrowings	120,787	104,999
<b>Total non-current liabilities</b>	<b>202,474</b>	<b>186,728</b>
<b>Current liabilities</b>		
Trade and other payables	94,974	171,579
Lease liabilities	44	235
Loans and borrowings	49,849	53,910
Current tax liabilities	63	231
Contract liabilities	20,412	9,562
<b>Total current liabilities</b>	<b>165,342</b>	<b>235,517</b>
<b>TOTAL LIABILITIES</b>	<b>367,816</b>	<b>422,245</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>616,285</b>	<b>626,942</b>
<b>Net assets per shares (RM)</b>	<b>0.12</b>	<b>0.14</b>

*The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.*



**OCR Group Berhad**  
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*Condensed Consolidated Statement of Changes in Equity  
For the financial period ended 30 September 2024*

← Attributable to owners of the Company →

	Share capital RM'000	Fair value reserve of financial assets at FVOCI RM'000	Share option reserve RM'000	Accumulated losses RM'000	Total RM'000	Non- controlling interests RM'000	Total equity RM'000
<b>Balance as at 1 January 2024</b>	275,178	887	-	(81,723)	194,342	10,355	204,697
Profit/(Loss) for the period	-	-	-	3,877	3,877	(308)	3,569
Other comprehensive loss for the period	-	(3,094)	-	-	(3,094)	-	(3,094)
		(3,094)	-	3,877	783	(308)	475
<b>Transactions with owners</b>							
Issuance of ordinary shares	43,297	-	-	-	43,297	-	43,297
Changes in ownership interest in subsidiaries	-	-	-	(1,609)	(1,609)	1,609	-
<b>Balance At 30 September 2024</b>	<b>318,475</b>	<b>(2,207)</b>	<b>-</b>	<b>(79,455)</b>	<b>236,813</b>	<b>11,656</b>	<b>248,469</b>
<b>Balance as at 1 January 2023</b>	<b>244,458</b>	<b>1,421</b>	<b>613</b>	<b>(63,635)</b>	<b>182,857</b>	<b>15,354</b>	<b>198,211</b>
Profit for the period	-	-	-	772	772	525	1,297
Other comprehensive loss for the period	-	(970)	-	-	(970)	-	(970)
	-	(970)	-	772	(198)	525	327
<b>Transactions with owners</b>							
Issuance of ordinary shares	24,000	-	-	-	24,000	-	24,000
Dividends paid to non-controlling interest on shares of a subsidiary	-	-	-	-	-	(4,000)	(4,000)
<b>Balance At 30 September 2023</b>	<b>268,458</b>	<b>451</b>	<b>613</b>	<b>(62,863)</b>	<b>206,659</b>	<b>11,879</b>	<b>218,538</b>

*The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.*



**OCR Group Berhad**  
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*Condensed Consolidated Statement of Cash Flows  
For the financial period ended 30 September 2024*

	<b>Current Year to Date 30.9.2024 RM'000</b>	<b>Preceding Year to Date 30.9.2023 RM'000</b>
<b>Cash Flows from Operating Activities</b>		
Profit before tax	3,265	1,923
Adjustments for:		
Depreciation of:		
- Property, plant and equipment	1,034	1,352
- Right-of-use assets	387	415
- Investment properties	166	56
Property, plant and equipment written off	815	-
Gain on disposal of right-of-use assets	(21)	-
Gain on disposal of a subsidiary	-	(184)
Loss on disposal of other investments	182	-
Negative goodwill arising from business combination	(794)	-
Net impairment on trade and other receivables	1,566	(2,183)
Interest expenses	5,104	5,102
Interest income	(354)	(428)
Share of results of associates	-	2
	<hr/> 11,350	<hr/> 6,055
Changes on working capital:		
Inventories	(589)	(11,443)
Contract assets/(liabilities)	13,817	3,597
Contract costs	(243)	(5,513)
Trade and other payables	(77,178)	7,194
Trade and other receivables	4,434	(31,204)
	<hr/> (48,409)	<hr/> (31,314)
Net cash used in operations		
Interest received	171	349
Interest paid	(9,348)	(9,163)
Income tax paid	(128)	(679)
	<hr/> (57,714)	<hr/> (40,807)
Net cash used in operating activities		



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*Condensed Consolidated Statement of Cash Flows*  
*For the financial period ended 30 September 2024 (Cont'd)*

	Current Year to Date 30.9.2024 RM'000	Preceding Year to Date 30.9.2023 RM'000
<b>Cash Flows from Investing Activities</b>		
Acquisition of a subsidiary, net of cash and cash equivalents	6	-
Purchase of property, plant and equipment	(37)	(1,440)
Proceeds from disposal of property, plant and equipment	1,339	
Additions to investment properties	(389)	(3,596)
Increase in pledged fixed deposits with licensed banks	(148)	1,664
Net cash from/(used in) investment activities	771	(3,372)
<b>Cash Flows from Financing Activities</b>		
Proceeds from issuance of ordinary shares pursuant to:		
- Private placement, net of expenses	-	24,000
- Proposed settlement	43,297	-
Drawdown of bank borrowings	42,033	51,220
Repayment of bank borrowings	(28,817)	(26,263)
Repayment of lease liabilities	(169)	(180)
Net cash from financing activities	56,344	48,777
Net cash (decrease)/increase in cash and cash equivalents	(599)	4,598
Cash and cash equivalents beginning of the financial year	8,279	4,914
Cash and cash equivalents at end of the financial period	7,680	9,512
<b>Analysis of cash and cash equivalents:</b>		
Fixed deposits with licensed banks	17,814	17,573
Cash and bank balances	(i) 7,680	9,512
	<b>25,494</b>	<b>27,085</b>
Less: Fixed deposits pledged to licensed banks	(17,814)	(17,573)
	<b>7,680</b>	<b>9,512</b>

*Note:*

(i) *The cash and bank balances exclude the bank overdrafts amounted to RM10,354,000 (30.9.2023: RM10,106,000).*

*The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.*



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## NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER

### PART A EXPLANATORY NOTES PURSUANT TO MFRS 134

#### 1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with MFRS 134, Interim Financial Reporting and Paragraph 9.22 and Appendix 9B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The report should be read in conjunction with the annual audited financial statements of the Group for the year ended 31 December 2023.

The significant accounting policies and methods of computation adopted for the interim financial statements are consistent with those adopted in the latest audited financial statements for the financial year ended 31 December 2023, except for the adoption of the new MFRS, Amendments to MFRSs and Annual Improvements to MFRS Standards.

(a) Adoption of amendments/improvement to MFRSs

The Group and the Company have adopted the following amendments/improvements to MFRSs for the current financial year:

<u>Amendments to MFRS</u>		<b>Effective for the financial periods beginning on or after</b>
MFRS 7	Financial instruments: Disclosures	1 January 2024
MFRS 16	Leases	1 January 2024
MFRS 101	Presentation of Financial Statements	1 January 2024
MFRS 107	Statements of Cash Flows	1 January 2024

A brief discussion on the above significant amendments to MFRSs that may be applicable to the Group and the Company are summarised below.

#### *Amendments to MFRS 16 Leases*

The amendments clarify how an entity should subsequently measure the leaseback liability that arise in a sale and leaseback transaction. Although MFRS 16 includes requirements on how to account for a sale and leaseback at the date the transaction takes place, it has not specified how to measure the sale and leaseback transaction when reporting after that date.

The amendments add subsequent measurement requirements for the right-of-use assets and lease liability arising from a sale and leaseback transaction by clarifying that a seller-lessee in a sale and leaseback transaction shall apply Paragraphs 29 to 35 to the right-of-use asset arising from the leaseback and Paragraphs 36 to 46 to the lease liability arising from the leaseback. The amendments will not change the accounting for leases other than those arising in a sale and leaseback transaction.



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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER (CONT'D)**

**PART A  
EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)**

**1. Basis of Preparation (Cont'd)**

- (a) Adoption of amendments/improvement to MFRSs

A brief discussion on the above significant amendments to MFRSs that may be applicable to the Group and the Company are summarised below. (cont'd)

***Amendments to MFRS 101 Presentation of Financial Statements***

The amendments include specifying that an entity's right to defer settlement of a liability for at least twelve months after the reporting period must have substance and must exist at the end of the reporting period; clarifying that classification of liability is unaffected by the likelihood of the entity to exercise its right to defer settlement of the liability for at least twelve months after the reporting period; clarifying how lending conditions affect classification of a liability; and clarifying requirements for classifying liabilities an entity will or may settle by issuing its own equity instruments.

The latest amendments to MFRS 101 clarify how conditions with which an entity must comply within 12 months after the reporting period affect the classification of a liability. As such, the amendments specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. Instead, the amendments require an entity to disclose information about these covenants in the notes to the financial statements.

- (b) The Group and the Company have not adopted the following new MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective:

<u>New MFRS</u>		<b>Effective for financial periods beginning on or after</b>
MFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
<u>Amendments/Improvements to MFRSs</u>		
MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2026
MFRS 10	Consolidated financial statements	Deferred
MFRS 121	The Effects of Changes in Foreign Exchange Rate	1 January 2025
MFRS 128	Investments in Associates and Joint Ventures	Deferred

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group upon their initial application.





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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER (CONT'D)**

**PART A**  
**EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)**

**2. Status of Audit Qualifications**

The audited financial statements of the Group for the financial year ended 31 December 2023 was not subject to any audit qualification.

**3. Seasonality or Cyclicity of Operations**

There were no material seasonal or cyclical factors that have affected the financial performance of the Group.

**4. Unusual Items**

Save for the information disclosed in this interim financial report, there are no unusual items affecting assets, liabilities, equity, net income, or cash flows.

**5. Changes in Estimates**

There were no significant changes in the estimates of amounts reported during this quarter and in prior quarters or prior financial year that have a material effect on the current quarter.

**6. Issuances, Cancellation, Repurchases, Resale & Repayments of Debts and Equity Securities**

During the financial period ended 30 September 2024, the Company increased its issued and paid-up share capital by way of issuance of 618,525,646 new ordinary shares at the issue price of RM0.07 per share to Ong Kah Hoe (“OKH”) and Tan Chin Hoong (“TCH”) as the settlement of advances owing by Stack Builder Sdn. Bhd., a 50.5%-owned subsidiary of the Company to OKH and TCH.

Save for the above, there were no issuance, cancellation, repurchases, resale and repayments of debt and equity securities during the financial period-to-date apart from the drawdown and repayment of loans and borrowings in the normal course of operations.

**7. Dividend**

There were no dividends paid during the current quarter.



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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER (CONT'D)**

**PART A**  
**EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)**

**8. Segment Information**

The following is an analysis of the consolidated revenue and consolidated result of the Group by segment of its operating activities for the current quarter ended 30 September 2024:

<b>9-months ended 30.9.2024</b>	<b>Property Development RM'000</b>	<b>Property Construction RM'000</b>	<b>Others RM'000</b>	<b>Adjustments and eliminations RM'000</b>	<b>Total RM'000</b>
<b>Revenue</b>					
External customers	90,244	-	342	-	90,586
Inter-segment	-	27,975	6,707	(34,682)	-
<b>Total revenue</b>	<b>90,244</b>	<b>27,975</b>	<b>7,049</b>	<b>(34,682)</b>	<b>90,586</b>
<b>Results</b>					
EBITDA	13,453	(3,630)	(465)	598	9,956
Finance costs	(3,380)	(388)	(1,336)	-	(5,104)
Depreciation and amortization	(1,061)	(307)	(219)	-	(1,587)
<b>Consolidated Profit / (Loss) Before Tax</b>	<b>9,012</b>	<b>(4,325)</b>	<b>(2,020)</b>	<b>598</b>	<b>3,265</b>
<b>As at 30.9.2024</b>					
<b>Additions to non- current assets</b>	<b>5,811</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,811</b>
<b>Segment assets</b>	<b>539,078</b>	<b>69,495</b>	<b>362,580</b>	<b>(355,282)</b>	<b>615,871</b>
<b>Segment liabilities</b>	<b>403,471</b>	<b>33,939</b>	<b>84,918</b>	<b>(154,512)</b>	<b>367,816</b>



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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER (CONT'D)**

**PART A**

**EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)**

**8. Segment Information (cont'd)**

The following is an analysis of the consolidated revenue and consolidated result of the Group by segment of its operating activities for the current quarter ended 30 September 2024 (cont'd):

<b>9-months ended 30.9.2023</b>	<b>Property Development RM'000</b>	<b>Property Construction RM'000</b>	<b>Others RM'000</b>	<b>Adjustments and eliminations RM'000</b>	<b>Total RM'000</b>
<b>Revenue:</b>					
External customers	83,316	37,348	274	-	120,938
Inter-segment	-	17,456	5,123	(22,579)	-
<b>Total revenue</b>	<b>83,316</b>	<b>54,804</b>	<b>5,397</b>	<b>(22,579)</b>	<b>120,938</b>
<b>Results</b>					
EBITDA	(6,540)	17,022	(4,539)	2,905	8,848
Finance costs	(2,802)	(287)	(1,132)	-	(5,102)
Depreciation and amortization	(767)	(389)	(112)	-	(1,823)
<b>Consolidated (Loss)/ Profit Before Tax</b>	<b>(10,109)</b>	<b>418</b>	<b>(5,783)</b>	<b>2,905</b>	<b>1,923</b>
<b>As at 30.9.2023</b>					
<b>Additions to non- current assets</b>	<b>9,132</b>	<b>38</b>	<b>115</b>	<b>-</b>	<b>9,285</b>
<b>Segment assets</b>	<b>519,312</b>	<b>99,397</b>	<b>304,671</b>	<b>(307,095)</b>	<b>616,285</b>
<b>Segment liabilities</b>	<b>330,625</b>	<b>49,482</b>	<b>37,510</b>	<b>(83,859)</b>	<b>333,758</b>



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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER (CONT'D)**

**PART A**  
**EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)**

The following is an analysis of the consolidated revenue and consolidated result of the Group by segment of its operating activities for the current quarter ended 30 September 2024 (cont'd):

<b>3-months ended 30.9.2024</b>	<b>Property Development RM'000</b>	<b>Property Construction RM'000</b>	<b>Others RM'000</b>	<b>Adjustments and eliminations RM'000</b>	<b>Total RM'000</b>
<b>Revenue</b>					
External customers	9,829	-	114	-	9,943
Inter-segment	-	13,409	2,898	(16,307)	-
<b>Total revenue</b>	<b>9,829</b>	<b>13,409</b>	<b>3,012</b>	<b>(16,307)</b>	<b>9,943</b>
<b>Results</b>					
EBITDA	6,702	(3,673)	65	(951)	2,143
Finance costs	(832)	(171)	(175)	-	(1,178)
Depreciation and amortization	(157)	(108)	(72)	-	(337)
<b>Consolidated Profit/ (Loss) Before Tax</b>	<b>5,713</b>	<b>(3,952)</b>	<b>(182)</b>	<b>(951)</b>	<b>628</b>
<b>3-months ended 30.9.2023</b>					
<b>3-months ended 30.9.2023</b>	<b>Property Development RM'000</b>	<b>Property Construction RM'000</b>	<b>Others RM'000</b>	<b>Adjustments and eliminations RM'000</b>	<b>Total RM'000</b>
<b>Revenue</b>					
External customers	37,505	14,587	122	-	52,214
Inter-segment	-	11,754	1,807	(13,561)	-
<b>Total revenue</b>	<b>37,505</b>	<b>26,341</b>	<b>1,929</b>	<b>(13,561)</b>	<b>52,214</b>
<b>Results</b>					
EBITDA	(3,054)	8,496	3,869	(5,754)	3,557
Finance costs	(1,511)	(540)	(527)	-	(2,578)
Depreciation and amortization	(224)	(372)	(39)	-	(635)
<b>Consolidated (Loss)/ Profit Before Tax</b>	<b>(4,789)</b>	<b>7,584</b>	<b>3,303</b>	<b>(5,754)</b>	<b>344</b>



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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER (CONT'D)**

**PART A**  
**EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)**

**9. Valuation of Property, Plant and Equipment**

There was no valuation of the property, plant and equipment in the current quarter under review.

**10. Material Events Subsequent to the End of the Interim Period**

There were no material events subsequent to the reporting period up to 20 November 2024 except for the explanation in corporate proposal as disclosed in Part B, note 6, being the latest practicable date, which not earlier than 7 days from the date of issue of this quarterly report, that have not been reflected in the financial statements for the current quarter ended 30 September 2024.

**11. Changes in the Composition of the Group**

There were no material changes in the composition of the Group for the period under review.

**12. Changes in Contingent Liabilities or Contingent Assets since the Last Annual Balance Sheet Date**

Since the last annual balance sheet date, there were no material changes in contingent liabilities for the Group as at 20 November 2024, being the last practicable date from the date of issue of this quarterly report that are expected to have an operational or financial impact on the Group.

The changes in contingent liabilities of the Company are as follows: -

	<b>Company</b>	
	<b>As at</b>	<b>As at</b>
	<b>30.9.2024</b>	<b>30.9.2023</b>
	<b>RM'000</b>	<b>RM'000</b>
Corporate guarantees extended:		
- to financial institutions for credit facilities granted to subsidiaries	120,543	111,262
- to third party in respect of the supply of goods and credit to the subsidiary's project	-	3,000
	<u>                    </u>	<u>                    </u>

There were no contingent assets since the date of the latest audited financial statements.

**13. Capital Commitments**

	<b>As at</b>	<b>As at</b>
	<b>30.9.2024</b>	<b>30.9.2023</b>
	<b>RM'000</b>	<b>RM'000</b>
Approved and contracted for		
Property, plant and equipment	7,400	-
	<u>                    </u>	<u>                    </u>



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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER (CONT'D)**

**PART A**  
**EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)**

**14. Significant Inter Company and Related Party Transactions**

	<b>9-months ended 30.9.2024 RM'000</b>	<b>9-months ended 30.9.2023 RM'000</b>
<b><u>Inter Company Transactions</u></b>		
Progress billing to a company which a director has substantial financial interest	4,873	42,557
Marketing fee to a company which a director has substantial financial interest	181	3,143
Subcontractor fee to a company which a director has substantial financial interest	18,912	33,457
Rental expense paid to a company which a director has substantial financial interest	336	-
	<hr/>	<hr/>

The Directors are of the opinion that all inter-segment and related party transactions have been entered into the normal courses of business and are based on negotiated terms.



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**PART B**

**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS**

**1. Detailed Analysis of the Performance of all Operating Segments**

	Individual Quarter		Cumulative Period	
	30.9.2024	30.9.2023	30.9.2024	30.9.2023
	RM'000	RM'000	RM'000	RM'000
Segment Revenue				
Property Development	9,829	37,505	90,244	83,316
Property Construction	-	14,587	-	37,348
Others	114	122	342	274
Revenue	9,943	52,214	90,586	120,938
EBITA	2,143	3,557	9,956	8,848
Finance Cost	(1,178)	(2,578)	(5,104)	(5,102)
Depreciation and Amortisation	(337)	(635)	(1,587)	(1,823)
<b>Profit before tax</b>	<b>628</b>	<b>344</b>	<b>3,265</b>	<b>1,923</b>

The Group recorded revenue of RM9.9 million and a profit before tax (“PBT”) of RM0.6 million for the current quarter ended 30 September 2024, as compared to revenue of RM52.2 million and a PBT of RM0.3 million in the corresponding quarter of the previous financial year. Decrease in revenue was mainly due to lower contribution from Isola KLCC and The Mate, Damansara Jaya which are nearing completion. Positive balance of cost recognized is mainly due to revision of project costing in the current quarter.

**Results of the business segment are analyzed below:**

Property Development Segment

The revenue for the current quarter was primarily derived from the recognition of project progress in our ongoing projects, including Isola at KLCC, The Mate at Damansara Jaya and Stellar Damansara.

Construction Segment

The construction project of the Group, YOLO Signature Suites at Bandar Sunway was completed in December 2023, and there are no new construction projects for the Group for the quarter under review.



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**PART B**  
**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**2. Comparison with preceding quarter's report**

	<b>Current Quarter 30.9.2024 RM'000</b>	<b>Immediate Preceding Quarter 30.6.2024 RM'000</b>
Segment Revenue		
Property Development	9,829	46,554
Others	114	114
<b>Revenue</b>	<u>9,943</u>	<u>46,668</u>
EBITA	2,143	4,946
Finance Cost	(1,178)	(2,510)
Depreciation and Amortisation	(337)	(655)
<b>Profit before tax</b>	<u>628</u>	<u>1,781</u>

The Group recorded revenue of RM9.9 million and PBT of RM0.6 million in the current quarter were mainly due to lower contribution from Isola KLCC and The Mate, Damansara Jaya which are nearing completion.

**3. Prospects**

The Malaysia's economy expanded by 5.3% in the Q3 2024, according to Bank Negara Malaysia. This is driven by strong investment activity and continued improvement in exports, contributing to a positive outlook for the second half of the year. BNM maintained the Overnight Policy Rate ("OPR") at 3.0% in November 2024. According to Ministry of Finance, GDP growth is projected 4.5% to 5.5% in year 2025, which is boosted by the services sector, strong private sector expenditure and stable global trade. The residential building sector is anticipated to expand, driven by sustained demand for affordable housing as underlined by the MADANI Economy framework, alongside new development projects by the private sector.

In FY2024, OCR will maintain its unwavering focus on project delivery and completion while simultaneously exploring new collaborations within the framework of an internal consolidation strategy. A notable new project launching this financial year is Residensi Akasia, an affordable housing initiative registered under the Rumah Selangorku scheme, with a gross development value of RM287.1 million, commenced in Q3 2024. Despite adopting a cautious outlook this year, the Group anticipates a healthy recovery and remains agile to seize grow opportunities.





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**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**4. Variances Between Actual Profit and Forecast Profit**

There was no profit forecast made public for the financial year under review.

**5. Income Tax (Credit)/Expense**

	<b>Current Year To Date 30.9.2024 RM'000</b>	<b>Preceding Year To Date 30.9.2023 RM'000</b>
Income tax	(304)	1,016
Deferred tax	-	(390)
	<hr/>	<hr/>
Income tax expenses	(304)	626
	<hr/>	<hr/>

For the current quarter and the corresponding quarter of the preceding financial year, the Group's effective tax rate is lower than the statutory income tax rate of 24% mainly due to certain income not being subject to tax ad utilization of carried forward tax losses to offset against the chargeable income.

**6. Corporate Proposals**

There were no corporate proposals announced but not completed as at 20 November 2024, being the last practicable date from the date of the issue of this report, except the following:

**Multiple proposals – (I) Proposed settlement; (II) Proposed Rights Issue with Warrants; (III) Proposed Exemption 1; (IV) Proposed Exemption 2 and (V) Proposed Exemption 3**

On 13 December 2023, the Company announced that it proposed to undertake the following proposals:

- i) proposed settlement of advances amounting to RM43.30 million owing by Stack Builder Sdn Bhd ("Stack Builder"), a 50.5%-owned subsidiary of the Company, to Ong Kah Hoe ("OKH") and Tan Chin Hoong ("TCH") ("Stack Builder Advances") to be satisfied entirely via the issuance of 618,525,646 new ordinary shares in the Company ("OCR Shares" or "Shares") at an issue price of RM0.0700 per Share ("Settlement Shares") ("Proposed Settlement");
- ii) proposed renounceable rights issue of up to 1,336,348,534 new Shares ("Rights Shares") together with up to 1,336,348,534 free detachable warrants in the Company ("Warrants E") on the basis of 2 Rights Shares together with 2 Warrants E for every 3 existing Shares held by entitled shareholders of the Company ("Shareholders") ("Entitled Shareholders") on an entitlement date to be determined and announced later ("Entitlement Date") ("Proposed Rights Issue with Warrants");



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**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**6. Corporate Proposals (cont'd)**

**Multiple proposals – (I) Proposed settlement; (II) Proposed Rights Issue with Warrants; (III) Proposed Exemption 1; (IV) Proposed Exemption 2 and (V) Proposed Exemption 3 (cont'd)**

- iii) proposed exemption under Paragraph 4.08(1)(b) of the Rules on Take-Overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia (“SC”) pursuant to Section 377 of the Capital Market and Services Act, 2007 (“CMSA”) (“Rules”) to OKH, TCH and persons acting in concert (“PACs”) with them from the obligation to undertake a mandatory take-over offer for the remaining OCR Shares and options granted under the Company’s existing employees’ share options scheme (“ESOS”) (“ESOS Options”) (if any) not already held by them (“Mandatory Offer”) upon the completion of the Proposed Settlement (“Proposed Exemption 1”);
- iv) proposed exemption under Paragraph 4.08(1)(b) of the Rules to OKH from the obligation to undertake a Mandatory Offer upon the completion of the Proposed Rights Issue with Warrants (“Proposed Exemption 2”); and
- v) proposed exemption under Paragraph 4.08(1)(b) of the Rules to OKH and PACs with him from the obligation to undertake a Mandatory Offer upon the completion of the Proposed Rights Issue with Warrants (“Proposed Exemption 3”).

On 6 August 2024, the Company announced that the Proposed Settlement has been completed following the allotment and issuance of 618,525,646 Settlement Shares to OKH and TCH on 1 August 2023 at an issue price of RM0.0700. The Settlement Shares are listed on Main Market of Bursa Securities on 6 August 2024.

On 7 October 2024, the Company announced that the Rights Issue with Warrants has been completed following the listing and quotation of 1,336,346,717 Rights Shares and 1,336,346,717 Warrant E on the Main Market of Bursa Securities, raised total proceeds of RM46,772,000.



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**PART B**  
**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**7. Borrowings and Debt Securities**

The Group's borrowings as at the end of the reporting period are as follows: -

	<b>As at 30.9.2024 RM'000</b>
Secured:	
Current liabilities	
- Bank overdrafts	10,354
- Revolving credit	19,544
- Term loans	13,823
- Trust receipts	3,652
- Share margin financing	1,194
- Hire purchase liabilities	1,282
	<hr/> <b>49,849</b>
Non-current liabilities	
- Term loan	120,305
- Hire purchase liabilities	482
	<hr/> <b>120,787</b>
Total Borrowings	<hr/> <b>170,636</b> <hr/>

The portion of borrowings that is repayable within one year is included in current liabilities. Whereas, the portion that is repayable after the next 12 months is included in long-term liabilities.



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**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**8. Material Litigation**

Since the date of the last annual statement of financial position, there was no pending material litigation as at 20 November 2024, except the following:

**Commencement of Arbitration Proceedings by O&C Makok Isola Sdn. Bhd. (“OMISB”) against Jetson Construction Sdn. Bhd. (“JCSB”)**

OMISB, a 50.01% owned subsidiary of the Company has commenced arbitration proceedings (“Arbitration”) against JCSB in connection with the contract for the construction of the main building and external works (“Contract”) for a property development project.

OMISB as the employer, by a letter of award dated 10 July 2018 (issued through Ken Wong Architect, as the “Architect”) (“LOA”), awarded the Contract to JCSB to complete the main building and external works in the Project (“Works”) for the contract sum of RM88,029,450.03.

The Parties have subsequently executed a Supplemental Letter No. 1 to the LOA dated 30 January 2022 (“Supplemental Letter No.1”) which provides among others that JCSB shall first complete the agreed scope of works listed therein (“Agreed Scope”) on/by the First Completion Date.

JCSB has delayed the Works and have committed various breaches of its obligations under the Contract, including amongst others:

- (a) JCSB had failed, refused and/or neglected to proceed regularly and/or diligently with the Works, in particular the Agreed Scope;
- (b) JCSB had persistently failed, refused and/or neglected to comply with the Architect’s Instruction’s; and
- (c) JCSB had failed to complete the Works under the Agreed Scope by the First Completion Date.

As a result of JCSB’s continued defaults and breaches of the Contract, and subsequent determination of JCSB’s employment by OMISB by reason of these continued defaults and breaches of the Contract, OMISB has suffered and continues to suffer loss, expenses and damages, as more particularly set out below.

**Particular of claims**

In commencing the Arbitration, OMISB is seeking to claim for, among others but not limited to the following reliefs against JCSB:

- (a) the sum of RM30,879,616.14, or alternatively a sum to be assessed by the Tribunal for the additional costs relating to the appointment of a replacement contractor to complete the Works;
- (b) the liquidated damages;
- (c) reimbursement of all any over payment of Works;



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**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**8. Material Litigation (cont'd)**

**Particular of claims (cont'd)**

- (d) reimbursement of all advance payment made by OMISB under the Contract;
- (e) damages including loss and expense as a result of JCSB's breach of the Contract including for delay/failure to complete the Works and/or Agreed Scope;
- (f) interest;
- (g) cost and expenses of the arbitration, including OMISB's legal costs and expenses; and
- (h) any further and/or other relief as the arbitrator deems fit to award.

On 4 October 2024, the Company announced that following the deemed termination of the Arbitration initiated against JCSB on 10 September 2024 due to JCSB's failure to pay its share of requisite deposits to Pertubuhan Arkitek Malaysia, OMISB has filed the Writ of Summons and Statement of Claim against JCSB and Kumpulan Jetson Berhad ("KJB") on 3 October 2024 with the Kuala Lumpur High Court in Civil Suit No. WA-22C-73-10/24 ("Suit").

The Suit was filed against JCSB and KJB in connection with OMISB's claims against JCSB as stipulated in the Arbitration proceedings and OMISB's enforcement against KJB under the Corporate Guarantee dated 30 January 2022 issued by KJB due to JCSB's failure to remedy its breaches and defaults under the contract.

The Group does not expect any material operational impact and any losses to arise by reason of the commencement of the said Arbitration proceeding other than the associated legal cost and time to be incurred on the legal claim. Hence, the Arbitration is expected to have no material operational and financial adverse impact to the Group.

**9. Dividend**

No dividend has been proposed for the financial period under review.



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**PART B**  
**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**10. Earnings Per Share**

**(a) Basic earnings per ordinary share**

	<b>Individual Quarter</b>		<b>Cumulative Period</b>	
	<b>Current Year Quarter</b>	<b>Preceding Year Quarter</b>	<b>Current Year To Date</b>	<b>Preceding Year To Date</b>
	<b>30.9.2024</b>	<b>30.9.2023</b>	<b>30.9.2024</b>	<b>30.9.2023</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Net profit attributable to the owners for the period	<u>537</u>	<u>625</u>	<u>3,877</u>	<u>772</u>
Weighted average number of ordinary shares issued ('000)	1,644,561	1,049,156	1,644,561	1,049,156
Basic earnings per ordinary share (sen)	<u>0.03</u>	<u>0.06</u>	<u>0.24</u>	<u>0.07</u>

**(b) Diluted earnings per ordinary share**

The basic and diluted earnings per ordinary shares is the same as the Company has no diluted potential ordinary shares.



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**EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)**

**11. Notes to the Statement of Comprehensive Income**

	<b>Current Year Quarter 30.9.2024 RM'000</b>	<b>Current Year to date 30.9.2024 RM'000</b>
Depreciation and amortization	337	1,587
Gain on disposal of right-of-use assets	-	(21)
Interest income	(150)	(354)
Interest expense	1,178	5,104
Loss on disposal of other investment	56	182
Net impairment on trade and other receivables	2,886	1,566
Negative goodwill arising from business combination	-	(794)
Property, plant and equipment written off	-	815
Rental expenses	163	448
Rental income	(11)	(32)

**12. Fair Value Changes for Financial Liabilities**

There were no gains/losses arising from fair value changes for financial liabilities for the current quarter and financial year-to-date under review.

**13. Authorisation for issue**

The interim financial report was authorized for issue by the Board of Directors in accordance with a resolution of the Directors on 27 November 2024.