

TWL HOLDINGS BERHAD
199401039944 (325631- V)
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE QUARTER ENDED 30 JUNE 2024

(The figures have not been audited)

	NOTE	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		3 MONTHS ENDED 30/06/24 RM'000	3 MONTHS ENDED 30/06/23 RM'000	12 MONTHS CUMULATIVE TO DATE 30/06/24 RM'000	12 MONTHS PRECEDING YEAR TO DATE (Audited) 30/06/23 RM'000
Revenue	A8	28,451	10,815	51,165	25,691
Cost of sales		(15,685)	(8,174)	(25,958)	(17,301)
Gross profit/(loss) from operation		12,766	2,641	25,207	8,390
Other income		131	168	779	1,301
Depreciation of Property, Plant and Equipmnt		(180)	(175)	(674)	(696)
Administrative expenses		(1,030)	(1,169)	(5,027)	(5,766)
Profit/ (Loss) from operation		11,687	1,465	20,285	3,229
Finance costs		(766)	(412)	(1,699)	(973)
Share-based payments (ESOS)		-	407	-	(4,897)
Profit/(loss) before tax		10,921	1,460	18,586	(2,641)
Taxation	B5	(11,395)	(49)	(12,440)	(488)
Profit/(loss) for the period		(474)	1,411	6,146	(3,129)
Other comprehensive income		-	-	-	-
Total comprehensive income/(loss) for the period		(474)	1,411	6,146	(3,129)
Total comprehensive income/(loss) Attributable to :					
Owners of the parent		(474)	1,411	6,146	(3,129)
		<u>(474)</u>	<u>1,411</u>	<u>6,146</u>	<u>(3,129)</u>
Earnings per share (sen)					
Basic	B14	<u>(0.01)</u>	<u>0.034</u>	<u>0.11</u>	<u>(0.08)</u>

The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2023 and the accompanying explanatory notes attached to the interim financial statements.

TWL HOLDINGS BERHAD
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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

FOR THE QUARTER ENDED 30 JUNE 2024

	UNAUDITED AS AT 30/06/2024 RM'000	AUDITED AS AT 30/06/2023 RM'000
ASSETS		
Non-Current Assets		
Property, plant and equipment	1,962	1,961
Inventories	278,188	254,628
Deferred tax assets	3,144	2,478
Right-of-use assets	1,400	266
	284,694	259,333
Current Assets		
Inventories	65,035	53,062
Trade receivables	44,712	15,699
Other receivables	35,619	59,832
Fixed deposit placed with Financial institutions	922	25,314
Cash and bank balances	97,587	71,309
	243,875	225,216
TOTAL ASSETS	528,569	484,549
EQUITY AND LIABILITIES		
Share capital	426,912	368,371
RCULS Equity	4,434	25,943
Reserves	54,056	58,810
Equity attributable to owners of the parent	485,402	453,124
Non-controlling interest	3	3
TOTAL EQUITY	485,405	453,127
Non Current Liabilities		
RCULS - Liabilities	3,472	9,089
Borrowings	7,441	13,461
Lease Liabilities	855	248
	11,768	22,798
Current Liabilities		
RCULS - Liabilities	1,233	1,233
Trade payables	5,955	945
Other payables	2,089	2,175
Amount due to Directors	766	366
Tax payable	14,993	549
Borrowings	6,087	3,142
Lease Liabilities	273	214
	31,396	8,624
TOTAL LIABILITIES	43,164	31,422
TOTAL EQUITY & LIABILITIES	528,569	484,549
Net assets per share (RM)	0.08	0.11
	-	-

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2023 and the accompanying explanatory notes attached to the interim financial statements.

TWL HOLDINGS BERHAD
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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE QUARTER ENDED 30 JUNE 2024

(The figures have not been audited)

	Attributable to owners of the Company				Retained Earnings RM'000	Total Equity RM'000	Non-Controlling Interests RM'000	Total Equity RM'000
	Non-distributable			Distributable				
	Share capital RM'000	Warrant Reserve RM'000	ESOS Reserve RM'000	RCULS - Equity RM'000				
Balance as at 1 July 2023	368,371	30,475	-	25,943	28,335	453,124	3	453,127
Profit for the financial period	-	-	-	-	6,146	6,146	-	6,146
Transactions with owners								
Issuance of shares pursuant to :								
- Conversion of Warrants	22,196	-	-	-	-	22,196	-	22,196
- Conversion of RCULS	36,345	-	-	-	-	36,345	-	36,345
Issuance of RCULS	-	(10,900)	-	(21,509)	-	(32,409)	-	(32,409)
Total transactions with owners	58,541	(10,900)	-	(21,509)	-	26,132	-	26,132
At 30 June 2024	426,912	19,575	-	4,434	34,481	485,402	3	485,405
At 1 July 2022	319,808	16,522	10,338	-	31,462	378,130	5	378,135
Loss for the financial year, representing total comprehensive loss for the financial year	-	-	-	-	(3,127)	(3,127)	(2)	(3,129)
Transactions with owners :								
Issuance of shares pursuant to :								
- Exercise of warrant	13,450	(3,668)	-	-	-	9,782	-	9,782
- Conversion of RCULS	940	-	-	(744)	-	196	-	196
- Exercise of ESOS	34,173	-	(15,235)	-	-	18,938	-	18,938
Issuance of ESOS	-	-	4,897	-	-	4,897	-	4,897
Issuance of RCULS	-	17,621	-	26,687	-	44,308	-	44,308
Acquisition of subsidiary company	-	-	-	-	-	-	-	-
Total transactions with owners	48,563	13,953	(10,338)	25,943	-	78,121	-	78,121
At 30 June 2023	368,371	30,475	-	25,943	28,335	453,124	3	453,127

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2023 and the accompanying explanatory notes attached to the interim financial statements.

TWL HOLDINGS BERHAD
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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE QUARTER ENDED 30 JUNE 2024

(The figures have not been audited)

	2024	2023
	12 months ended	12 months ended
	30 June	30 June
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before taxation	18,586	(2,641)
Adjustments for:		
Depreciation of property, plant and equipment	674	696
Amortisation of right-of-use assets	143	134
Interest income	(432)	(201)
Interest expenses	1,679	973
(Gain)/Loss on disposal of a subsidiary company	-	(471)
(Gain)/Loss on disposal of other investment	-	579
Gain on bargain purchase	-	(72)
Share based payments	-	4,897
Operating profit/(loss) before working capital changes	20,650	3,894
Changes in working capital :		
Inventories	(35,535)	(33,921)
Receivables	(4,801)	(6,579)
Payables	4,918	(31,404)
Cash generated from/ (used in) operations	(14,768)	(68,010)
Interest received	432	201
Interest paid	1,679	(381)
Tax paid	(9)	(52)
Net cash from/(used in) operating activities	(12,666)	(68,242)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of subsidiary companies, net of cash disposed	-	(2)
Proceeds from disposal of other investment	-	6,191
Acquisition of subsidiary companies	-	4
Purchase of property, plant and equipment	(2,595)	(51)
Net Changes of fixed deposit	(904)	31,991
Net cash (used in)/from investing activities	(3,499)	38,133
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of lease liabilities	642	(333)
Repayment of term loans	(5,934)	(935)
Net changes in amount due to Directors	400	(23)
Proceeds from term loans	-	6,000
Proceeds from exercise of ESOS	-	18,936
Proceeds from exercise of warrants	10,784	9,781
Proceeds from issuance of RCULS	-	52,288
Proceeds from conversion of RCULS	11,551	62
Net cash from financing activities	17,443	85,776
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	1,278	55,667
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD	96,338	40,671
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	97,616	96,338
Fixed deposits with financial institutions	922	25,314
Cash and bank balances	97,587	71,309
	98,509	96,623
Less : Fixed deposit pledged to banks	(891)	(283)
Fixed deposit with licensed banks with maturity more than three months	(2)	(2)
	97,616	96,338

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2023 and the accompanying explanatory notes attached to the interim financial statements.

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A. Notes To The Interim Financial Statements

A1. Basis of Preparation

The interim financial statements are unaudited but have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards (MFRS) 134: Interim Financial Reporting issued by the Malaysia Accounting Standards Board (MASB) and paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia”).

The interim financial statements should be read in conjunction with the audited financial statements for the financial period ended 30 June 2023. These explanatory notes attached to the interim financial statements 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 30 June 2023.

The Auditors’ Report on the preceding financial statements for the financial year ended 30 June 2023 was not qualified.

A2. Changes in Accounting Policies

The significant accounting policies adopted during the current quarter under review are consistent with Malaysian Financial Reporting Standards.

A3. Seasonality or cyclicity of operations

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

A4. Unusual Items Due to their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the period ended 30 June 2024.

A5. Changes in Estimates

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

A6. Debt and Equity Securities

There were no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the period ended 30 June 2024.

A7. Dividends Paid

No dividend was paid or declared during the current financial year-to-date.

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A8. Segmental results for the financial period ended 30 June 2024 are as follows:

Cumulative to date	Plantation & Timber		Property Development and Construction		Batching Plant		Medical Healthcare		Others*		Eliminations		Consolidated	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue														
External sales	3,575	5,400	46,975	14,884	-	-	260	4,957	355	450	-	-	51,165	25,691
Inter-segment sales	-	-	37,628	-	1,058	-	-	-	-	-	(38,686)	-	-	-
	<u>3,575</u>	<u>5,400</u>	<u>84,603</u>	<u>14,884</u>	<u>1,058</u>	<u>-</u>	<u>260</u>	<u>4,957</u>	<u>355</u>	<u>450</u>	<u>(38,686)</u>	<u>-</u>	<u>51,165</u>	<u>25,691</u>
Results														
Segment results	57	(49)	28,680	199	(681)	(1,142)	8	443	606	(2,193)	(8,385)	(1,074)	20,285	(1,668)
Loss from operations													20,285	(1,668)
Finance costs													(1,699)	(973)
Taxation													(12,440)	(488)
Net profit/ (loss) for the period													<u>6,146</u>	<u>(3,129)</u>

**Others represent investment holding & dormant companies*

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A9. Carrying Amount of Revalued Assets

There is no revaluation of assets carried out during the current quarter.

The valuations of freehold land and buildings have been brought forward without amendment from the previous annual financial statements.

A10. Material Subsequent Events

There were no material subsequent events as at 30 June 2024.

A11. Changes in the Composition of the Group

There were no changes in the composition of the Group as at 30 June 2024.

A12. Changes in Contingent Assets and Contingent Liabilities

The group has no contingent assets and contingent liabilities as at 30 June 2024.

A13. Capital Commitments

There were no capital commitments as at 30 June 2024.

A14. Related Party Transactions

The group related party transactions as at 30 June 2024 are for the rental of office premises amounting to RM119,968.00

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B. Notes Pursuant to Appendix 9B of Main Market Listing Requirements of Bursa Malaysia Securities Berhad

B1. Review of Performance

	INDIVIDUAL PERIOD 3 MONTHS			CUMULATIVE PERIOD 12 MONTHS		
	CURRENT YEAR QUARTER 30/06/2024 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/06/2023 RM'000	CHANGES AMOUNT (%)	CURRENT YEAR TO-DATE 30/06/2024 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/06/2023 RM'000	CHANGES AMOUNT (%)
Revenue	28,451	10,815	163	51,165	25,691	99
Gross profit/(loss) from operation	12,766	2,641	383	25,207	8,390	200
Profit/ (Loss) from operation	11,687	1,465	698	20,285	3,229	528
Profit/(loss) before tax	10,921	1,460	648	18,586	(2,641)	(804)
Profit/(loss) for the period	(474)	1,411	(134)	6,146	(3,129)	(296)
Total comprehensive (loss)/income attributable to						
Equity holders of the company	(474)	1,411	(134)	6,146	(3,129)	(296)

a) Current Quarter vs Previous Year Corresponding Quarter

The Group posted operating revenue of RM28.451 million in current period quarter mainly from sales of housing development, contract works for earthwork and site clearance work and project consultancy services. The Group recorded a profit before tax for the current period of RM10.921 million mainly due to lower administration expenses incurred and higher profit margin from sales of housing development and contract works. The Group recorded a loss after tax of RM0.474 million for the current quarter due to provision of tax amounting to RM12.607 million.

Performance of the respective operating business segments for the 4th quarter ended 30 June 2024 is analyzed as follows:

- Plantation & Timber-The division recorded a loss of RM0.097 million before tax due to higher administration expenses and pending new timber contract works.
- Batching Plant-The division recorded a loss of RM0.096 million before tax mainly due to depreciation of property, plant and equipment and administration expenses.
- Property Development & Construction-The division recorded a profit of RM18.839 million before tax mainly due to higher margin from sales of housing development and contract works for earthwork and site clearance, project consultancy services and lower administration expenses.
- Medical Healthcare-The division recorded a loss of RM0.010 million before tax mainly due to higher administration expenses.
- Others-The division recorded a profit before tax of RM0.05 million mainly attributed by lower administration expense and interest income.

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B1. Review of Performance (continued)

b) Current Year-to-date vs Previous Year-to date

Performance of the respective operating business segments for the 4th quarter ended 30 June 2024 is analyzed as follows:

- Plantation & Timber-The division recorded a profit of RM0.057 million before tax due to lower administration expenses.
- Batching Plant-The division recorded a loss of RM0.681 million before tax mainly due to depreciation of property, plant and equipment and administration expenses.
- Property Development & Construction-The division recorded a profit of RM28.680 million before tax mainly due to higher margin from sales of housing development and contract works for earthwork
- and site clearance, project consultancy services and lower administration expenses.
- Medical Healthcare-The division recorded a profit of RM0.008 million before tax mainly due to lower administration expenses.
- Others-The division recorded a profit before tax of RM0.606 million mainly attributed by lower administration expense and interest income.

B2. Material Changes in the Quarterly Results compared to the Results of the Preceding Quarter

The Group's revenue of RM28.451 million for the current financial period mainly derived from sales of housing development and contract works for earthwork and site clearance and project consultancy services. The Group's loss after tax of RM0.474 million due from provision of tax amounting to RM12.607 million.

B3. Current Year Prospects

Overview and outlook of the Malaysian economy

Strong economic growth of 5.9% in the second quarter

The Malaysian economy advanced by 5.9% in the second quarter of 2024 (1Q 2024: 4.2%). The growth is driven by stronger domestic demand and further expansion in exports. Household spending increased amid sustained positive labour market conditions and larger policy support. Investment activity was underpinned by continued progress in multi-year projects and capacity expansion by firms. Exports improved amid higher external demand and positive spillovers from the global tech upcycle. Most supply-side sectors registered higher growth. The manufacturing sector was supported by broad-based improvement across all clusters, particularly in electrical and electronics (E&E). The services sector recorded strong growth, driven by consumer and business-related subsectors. On a quarter-on-quarter seasonally-adjusted basis, the economy expanded by 2.9% (1Q 2024: 1.5%).

Inflation edged slightly higher to 1.9%

Headline and core inflation averaged 1.8% in the first half of 2024. During the quarter, both headline and core inflation edged higher to 1.9% (1Q 2024: 1.7% and 1.8% respectively). This was largely driven by higher housing and utilities inflation at 3.1% (1Q 2024: 2.6%). The share of Consumer Price Index (CPI) items recording monthly price increases was higher at 49.4% during the quarter (1Q 2024: 44.2%; second quarter average from 2011-2019: 43.9%), reflecting in part the price adjustments during the festive season and several policy measures by the Government during the period.

Ringgit appreciated against the US dollar and on a NEER basis

For the year until 13 August 2024, the ringgit has appreciated by 3.1% against the US dollar. On a nominal effective exchange rate (NEER) basis, the ringgit also appreciated by 5.3%. This was in part due to growing expectations among financial market participants on US policy rate cuts, which has alleviated pressure on regional currencies, including the ringgit.

The coordinated initiatives by the Government and BNM with the Government-Linked Companies (GLCs) and Government-Linked Investment Companies (GLICs) alongside engagements with corporates, exporters and investors continue to provide support to the ringgit. These efforts have resulted in greater and more consistent flows into the foreign exchange market. The daily average foreign exchange (FX) trading volume has risen to USD18.0 billion during the period of 26 February – 13 August 2024 (2 January – 23 February 2024: USD15 billion). The bid-ask spread is also narrower, indicating improved liquidity in the domestic FX market.

Banks continue to lend

Credit growth to the private non-financial sector increased to 5.4% (1Q 2024: 5.2%), following higher growth in outstanding business loans (5.6%; 1Q 2024: 5.1%) and outstanding corporate bonds (3.4%; 1Q 2024: 3.2%). Outstanding business loan growth increased amid higher growth in both investment-related and working capital loans. By sector, the stronger growth was recorded in the construction and manufacturing sectors. For households, outstanding loan growth was sustained across most loan purposes (6.2%; 1Q 2024: 6.2%). Demand for household loans remained forthcoming, particularly for mortgages.

(Source: Economic and Financial Developments in Malaysia in the Second Quarter of 2024, Bank Negara Malaysia)

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B3. Current Year Prospects (continued)

Overview and outlook of the property market in Malaysia

The Malaysian economy expanded by 3.0% in Q4 2023 (Q3 2023: 3.3%; Q2 2023: 2.9%), supported by expansion in domestic demand, improving labour market conditions, growth in investment activity, commodities and services sectors. Overall, the 2023 growth for the Malaysian economy normalised to 3.7%, after a strong growth registered in the previous year (2022: 8.7%).

Despite a challenging global financial and economic environment, the property market stayed resilient in 2023 supported by positive performance in all sub-sectors except agriculture compared to the previous year. In 2023, total transactions volume and value increased by 2.5% and 9.9% respectively to 399,008 transactions worth RM196.83 billion (2022: 389,107 transactions; RM179.07 billion; 2021: 300,497 transactions; RM144.87 billion). The residential sub-sector continued to contribute the largest share of transactions, recorded a marginal increase in both volume and value.

The industrial sub-sector recorded moderate growth in 2023, remained positive since Q3 2023 (increased by 10.7%), after experienced negative growth in first half 2023 (declined by 2.5%). It is in tandem to Department of Statistics Malaysia (DOSM), Malaysia's Industrial Production Index (IPI) for the year of 2023, which registered a marginal growth of 0.9% in 2023 as compared to 6.7% in 2022. All sectors posted positive growth namely electricity (2.5%); mining (0.8%) and manufacturing (0.7%).

Foreign Direct Investment (FDI) in Malaysia recorded a higher net inflow of RM926.30 billion in Q4 2023 as compared to Q3 2023 (RM914.90 billion). These investments were channelled mainly into the services sector with a value of RM468.40 billion (50.6%), followed by manufacturing (RM390.80 billion; 42.2%) and mining and quarrying (RM42.1 billion; 4.5%). The top three countries for FDI position were Singapore (RM207.70 billion; 22.4%), and Hong Kong (RM113.30 billion; 12.2%) and the United States of America (RM97.40 billion; 10.5%). Thus, the relaxation of Malaysia My Second Home (MM2H) program which was announced by the Government in December 2023 is on the right track to boost foreign investment in Malaysia particularly in real estate sector.

(Source: Property Market Report 2023, Valuation and Property Services Department, Ministry of Finance Malaysia)

B3. Current Year Prospects (continued)

The Malaysian economy grew at a higher rate of 4.2% in the first quarter of 2024 (4Q 2023: 2.9%), driven by stronger private expenditure and positive turnaround in exports. Household spending was higher amid continued growth in employment and wages. Better investment activities were supported by higher capital spending by both the private and public sectors. Exports rebounded amid higher external demand. On the supply side, most sectors registered higher growth. The manufacturing sector was lifted by a rebound across both the electrical and electronic (E&E) and non-E&E industries. The stronger growth in the services sector was driven by higher retail trade activities and continued support from the transport and storage subsector. On a quarter-on-quarter seasonally-adjusted basis, the economy expanded by 1.4% (4Q 2023: -1%).

The resilient national economy is also expected to support the recovery of the Malaysian property market. While the National Property Information Center (NAPIC) is cautiously optimistic on the property market in 2023, the agency also concerned that higher interest rates, labour shortage and increase cost of building materials may impact the overall performance of the sector.

By taking a balanced view of the recovery ahead as well as the potential challenges ahead, TWL will launch its affordable and mid-market properties by second quarter 2024 with an estimated gross development value (“GDV”) of approximately RM1.0 billion. Our strategic focus remains in these market segments, whilst emphasising on innovative and lifestyle living to appeal to the discerning home-buyers.

The Group is confident that the strategic location of its affordable project coupled with the attractive products and pricing, will meet the demand of home-buyers in Malaysia. With a focus on affordable housing that offers appealing values, TWL is confident that the take-up rates of its property project will gain momentum and benefit from the reopening of the economy.

The Management also applauds the initiatives that the government has rolled out to enable Malaysians to own homes, such as providing stamp duty exemption for property ownership transfers and loan agreements. The government has announced a 100% stamp duty exemption for first time homeowners of properties priced RM500,000 and below through the Keluarga Malaysia Home Ownership Initiative (i-MILIKI) initiative from June 1, 2022, until December 2023.

Aside from that, a stamp duty exemption incentive of 75% will be given for homes priced above RM500,000 to RM1 million. The incentives under the Housing and Local Government Ministry’s new Home Ownership Programme (HOPE) were created to assist the B40 and M40 to own affordable and decent first homes, in line with the government’s One Family One Home vision.

We believe that these initiatives will help with the financing for first-time home-buyers, which will boost the recovery of the property sector in Malaysia.

We are also confident that the right product, pricing and location will be the main consideration for good investment choices, and we firmly believe we are on track to achieving another success with the right product to reach out to property buyers and investors. The launching of its new property development projects in FY2024 is expected to gain momentum with a focus on affordable housing and mid-market properties.

Under such conditions, it is imperative that TWL remains resourceful in delivering outstanding services and products that cater to buyers’ needs and demands. As a progressive developer, TWL proactively embarks on initiatives to uphold its relevance in the marketplace. The Group has proficiently embraced digital transformation, integrating innovative technologies into our business to deliver greater efficiency and improve customer experiences. Adapting to the lifestyle changes of buyers, we have endeavored to introduce property designs and layouts to accommodate well-designed home concepts.

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B3. Current Year Prospects (continued)

Moving forward, the Group endeavors to practice good governance and operational excellence to ensure sustainability in the economic, environment and social aspects. The Group will continue to be innovative in its marketing strategies and prudent in its financial policies to ensure sustainable growth in earnings for the Group. We will continue to strive for success, ensuring that our core value of “**Trust, Integrity, Gratitude, Excellence and Respect**” remain distinctly visible.

The Group has the following on-going projects:-

Development

- (1) A residential development project comprising 618 stylish modern concept of condominium units at Seri Kembangan where the surrounding area would consist of schools, university colleges, residential properties, supermarkets and a shopping mall. There would also be several bus services and a KTM commuter train station serving the area.
- (2) Alam Impian Residential Project– This is a joint development project to be undertaken by the Group comprising 224 units of double-storey link house. Telaris Alam Impian is nestled in the locale of Alam Impian, a mature township complete with amenities to sustain the daily need of its population. Five educational institutes cover the age range from children to adults, one them being a prestigious international school. Hypermarkets and shopping centers sprout in close proximity. Professional healthcare is around the corner at the various medical centers. Telaris Alam Impian has everything covered
- (3) A residential Development comprising 300 units of condominium at Bukit Serdang with a full range of securities and facilities for the enjoyment of all residents with the combination of swimming pool, children’s wading pool, playground, gymnasium, jogging trail, reflexology path and etc.
- (4) A development of 1,000 units of affordable housing units on freehold lands held under Lot No. 1866 , Lot No. 1867 Off Jalan Sungei Kandis, Shah Alam in Shah Alam, Selangor Darul Ehsan.
- (5) The Aster Residence is a exclusive apartments development consists of 259 units on freehold land located at Jalan Cheras, Mukim Cheras, Daerah Hulu Langat.
- (6) A joint-development project for the development of 206 units of luxury condominium on freehold lands located in the Mukim Kuala Lumpur, Daerah Kuala Lumpur, with a total area of approximately 2 acres in Kuala Lumpur, Negeri Wilayah Persekutuan.
- (7) Bukit Sri Putra project is a development of 571 units of affordable apartments in Gombak Selangor.
- (8) Taman Pinggiran USJ is another affordable housing project to be undertaken by the Group and is the development of 1,461 units of affordable housing units on freehold lands with the total area of 11.38 acres in Taman Pinggiran USJ.
- (9) Putra Heights is another affordable housing project to be undertaken by the Group and is the development of 1,139 units of affordable housing units in Putra Heights, Subang Jaya.

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B4. Profit Forecast and Profit Guarantee

The Group is not involved in any arrangement whereby it provides profit guarantee(s).

B5. Tax Expense

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	3 months ended 30-06-24 RM'000	3 months ended 30-06-23 RM'000	12 months ended 30-06-24 RM'000	12 months ended 30-06-23 RM'000
Income tax:				
- Current period	(11,395)	(49)	(12,440)	(488)
- Deferred tax liability	-	-	-	-
	<u>(11,395)</u>	<u>(49)</u>	<u>(12,440)</u>	<u>(488)</u>

B6. Sale of Unquoted Investments and/or Properties

There is no sale of unquoted investments and/or properties for the quarter ended 30 June 2024.

B7. Quoted Securities

There is no sale of quoted securities for the quarter ended 30 June 2024.

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*(Incorporated in Malaysia)***B8 Corporate Proposal**

1. On 13 January 2021, the Board of Directors of the Company (“Board”), Mercury Securities Sdn Bhd (“Mercury Securities”) announced that the Company proposes to undertake the renounceable right issue of up to 1,137,789,807 new ordinary shares in the Company (“Tiger Shares” or “Shares”)(“Right Shares”) together with up to 1,137,789,807 free detachable warrants in the Company (“Warrants D”) on the basis of 3 Right Shares together with 3 free Warrants D for every 4 existing Shares held by the entitled shareholders of the Company on an entitlement date to be determined (“Proposed Right Issue with Warrants”)

Bursa Malaysia Securities Berhad had via its letter dated 07 July 2021 had approved the following:

- a) Listing and quotation of up to 1,101,480,437 Right Shares to be issued pursuant to Proposed Rights Issue with Warrants
- b) Admission to the Official List and listing and quotation of up to 1,101,480,437 Warrants D to be issued pursuant to the Proposed Rights Issue with Warrants and
- c) Listing and quotation of up to 1,101,480,437 new Shares to be issued arising from the exercise of the Warrants D

Pursuant to the close of acceptance on 27 September 2021, the Company had received valid acceptances and excess applications for a total of 1,385,371,477 Rights Shares representing 125.77% subscription of the total number of Rights Shares available for subscription under the Rights Issue with Warrants.

The Company had announced on 11 October 2021 that the Rights Issue with Warrants has been completed following the listing and quotation of 1,101,479,634 Rights Shares and 1,101,479,634 Warrants D on the Main Market of Bursa Securities.

The utilization of proceeds from the right issue as follows:

Purpose	Proposed Utilisation RM'000	Actual Utilisation RM'000	Balance Unutilised RM'000	Intended Timeframe for Utilisation
Funding for existing property development projects	30,000	30,000	-	Within 36 months
Repayment of borrowings	11,171	5,550	5,621	Within 6 months
Working capital	2,067	2,067	-	Within 24 months
Estimated expenses for the Rights Issue with Warrants	821	821	-	Immediate
Total	44,059	38,438	5,621	

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B8 Corporate Proposal (continued)

2. On 10 January, the Board of Directors of TWL announced that TWL had entered into a shares sale agreement with Afandi Bin Amir (“Afandi”), Mohammad Ramadhan Bin Othman (“Ramadhan”) and Rising Applause Sdn Bhd (“Rising Applause”)(collectively referred to as the “Vendors”) for the proposed acquisition of 100% equity in Pembinaan Qaiser Sdn Bhd (“Qaiser”) for a total purchase consideration of RM35.0 million (“Purchase Consideration”) to be satisfy partly via cash and partly issuance of new ordinary shares in TWL. On 27 January 2022, the Board of Directors of TWL announced that the Company proposed to undertake the following proposal:-

- a) Issuance of 555,555,556 Consideration Shares to the Vendors to satisfy part of the Purchase Consideration for the Acquisition (“Proposed Issuance”) and
- b) Private placement of up to 771,036,000 new TWL Shares (“Placement Shares”), representing 30% of the existing total number of issued Shares, to independent third-party investor to be identified later and at an issue price to be determined later (“Proposed Private Placement”) to raise funds mainly to fund the construction of a high rise apartment complex building comprising 1,066 units of 3-bedroom apartments, multi-level car park podium and a podium floor of residence facilities as well as other ancillary works. (“Project”).

Bursa Securities had vide its letter dated 18 February approved the listing and quotation of:

- a) Up to 555,555,556 Consideration Shares to be issued pursuant to the Proposed Issuance as part of the Purchase Consideration for the Acquisition
- b) Up to 771,036,000 Placement Shares to be issued pursuant to the Proposed Private Placement.

The listing and quotation of 771,036,000 Placement Shares had been completed on 15 April 2022. Bursa Securities had vide its letter dated 11 August 2022 approved the Company’s application for an extension of time of 6 months until 18 February 2023 for the Company to complete the implementation of the issuance. On 3 February 2023, the Company had submitted an application to seek Bursa Securities’ approval for an extension of time of an additional 6 months to complete the issuance and Bursa Securities had vide its letter dated 12 April 2023 approved the Company’s application for an extension of time of 6 months until 16 August 2023 for the Company to complete the implementation of the issuance.

On 18 August 2023, the Company had announced that TWL had served a notice of termination of the SSA to the Vendors as Harta PMC, the development manager is unable to fulfil the conditions precedent of the DVA which had resulted in the DVA no longer be able to proceed.

The utilization of proceeds from the private placement as follows:

Purpose	Proposed Utilisation RM'000	Actual Utilisation RM'000	Balance Unutilised RM'000
Construction cost	39,519	421	39,098
PP Expenses	940	940	0
	40,459	1,361	39,098

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B8 Corporate Proposal (continued)

3. On 16 August 2022, the Board of Directors of TWL, announced that the Company proposes to undertake a renounceable rights issue of up to RM120.199 million nominal value of 4,006,633,348 5 year redeemable convertible unsecured loan stocks in the Company (“RCULS” at 100% of its nominal value of RM0.03 each together with up to 1,144,752,385 free detachable warrants in the Company (“Warrant E”) on the basis of 7 RCULS together with 2 Warrants E for every 10 existing ordinary shares in the Company held by the entitled shareholders of the Company on an entitlement date to be determined and announced later.

On 26 August 2022, application for the issuance of the RCULS pursuant to the Proposed Rights Issue had been submitted to the Securities Commission and a revised application on 09 November 2022.

On 10 January 2023, application in relation to the Proposed Right Issue has been submitted to Bursa Securities and Bursa Securities had via its letter dated 16 February 2023 approve the listing and quotation of up to 5,563,981,607 RCULS and up to 1,112,796,321 Warrants E to be issued pursuant to the Proposed Rights Issue.

The Company had announced on 20 June 2023 that the Rights Issue with Warrants has been completed following the listing and quotation of 2,614,420,057 RCULS and 522,884,007 Warrants E on the Main Market of Bursa Securities.

The utilization of proceeds from the right issue as follows:

Purpose	Actual proceeds raised RM'000	Actual Utilisation RM'000	Balance Unutilised RM'000	Intended timeframe for utilisation
Purchase Consideration for the Acquisitions	28,643	3,312	25,331	within 36 months
Funding for the Projects	22,450	12,792	9,658	within 36 months
Estimated expenses for the Right Issue	1,195	1,195	0	immediate
	52,288	17,299	34,989	

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B9 Borrowings and Debt Securities

	30-06-2024 RM'000	30/06/2023 RM'000
a. Secured borrowings	14,656	11,413
Unsecured borrowings	-	-
	<u>14,656</u>	<u>11,413</u>
b. Short term		
- lease liabilities	273	214
- term loan	6,087	3,142
	<u>6,360</u>	<u>3,356</u>
Long term		
- lease liabilities	855	248
- term loan	7,441	13,461
	<u>8,296</u>	<u>13,709</u>
Total borrowings	<u>14,656</u>	<u>17,065</u>

All of the above borrowings are denominated in Ringgit Malaysia.

B10. Derivative Financial Instruments

The Group does not have any derivative financial instruments as at 30 June 2024.

B11. Changes in Material Litigation

1. Tinta EN10 Development Sdn. Bhd. (“the Plaintiff”) vs TWL Holdings Berhad and 14 others (“Defendants”) - Kuala Lumpur High Court, Suit No.: WA-22NCC-635-09/2023

On 06 September 2023, the Company had received a Writ of Summons and Statement of Claim both dated 29 August 2023 vide Suit No.: WA-22NCVC-485-08/2023 (“the Suit”) issued by the Kuala Lumpur High Court (“Court”) from Tinta EN10 Development Sdn. Bhd. (“the Plaintiff”), claiming for, among others, a declaration that the Company is in breach of three (3) Consultancy Agreements by failing to pay the Plaintiff the balance 90% Consultancy Fees under the 3 Consultancy Agreements of RM3,503,250.00.

In relation to the above, the Plaintiff is seeking the following reliefs, among others:

- A declaration that the Company in breach of the 3 Consultancy Agreements by failing to pay the Plaintiff the Balance 90% Consultancy Fees under the 3 Consultancy Agreements of RM3,503,250.00;
- A declaration pursuant to Section 540 of the Companies Act 2016 that the Defendants are liable to pay the sum of RM3,503,250.00 to the Plaintiff is hereby imposed on the Defendants jointly and severally;
- Alternatively, a declaration that the Defendants have directly and/or indirectly induced, procured and/or facilitated the breach of the 3 Consultancy Agreements;
- An order that the Defendants do, jointly and severally, pay the Balance 90% Consultancy Fees of RM3,503,250.00 to the Plaintiff forthwith;
- Interest at the rate of 5% per annum on the sum of RM3,503,250.00 until the date of full realization;

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B11. Changes in Material Litigation (continued)

- An order that the Company, whether by itself and/or its subsidiaries, their directors, officers, representatives, employees, servants and/or agents or any of them in combination or otherwise, howsoever, is prohibited from utilizing, 2 dealing and/or disposing of any revenue generated, assets, resources and goodwill obtained from the Plaintiff through the 3 Consultancy Agreements until the Balance 90% Consultancy Fees and any interest accrued thereon are fully paid to the Plaintiff;
- Costs; and
- Such further or other relief that this Honourable Court deems fit and proper

The case was transferred to Kuala Lumpur High Court (Commercial Division) and the new case number for the Suit is WA-22NCC-635-09/2023.

The Suit was fixed for case management on 29 November 2023 by way of e-Review before the Court Registrar.

Thereafter, the 1st – 9th Defendants filed an application for Striking Out of the Suit on 27 November 2023, whilst the 10th – 12th Defendants and 13th -15th Defendants filed their respective applications for Striking Out of the Suit on 29 November 2023 and 28 November 2023 respectively.

The next case management and the Hearing of the Defendants' respective applications for striking out are fixed on 25 March 2024 via Zoom.

The case management fixed on 25 March 2024 was brought forward to 21 March 2024. The solicitors for all the Defendants informed the Court that they wish to withdraw the Striking Out Application.

As the parties are in the midst of a settlement, the Court fixed case management on 3 May 2024 via Zoom for parties to update the Court on the status of the settlement.

On 3 May 2024, the solicitors for the Plaintiff informed the Court that the parties are in the final stages of negotiating the terms of the settlement agreement and the agreement to be signed by the parties in the forthcoming weeks.

The Court fixed the matter for case management on 14 June 2024 to update the Court on the status of the settlement of the parties,

On 14 June 2024, the solicitors for the Plaintiff informed the Court that parties are still negotiating the terms of the settlement agreement and therefore the Court fixed the next case management for the Suit on 26 June 2024 via Zoom for the Plaintiff to update the Court on the status of withdrawal of the Suit.

On 26 June 2024, the Court fixed the matter for further case management on 29 July 2024 via Zoom for the parties to update the Court on the status of the settlement agreement.

On 29 July 2024, solicitors for the Plaintiff informed the Court that the parties had successfully reached an agreement to resolve the dispute and have signed a settlement agreement and that the Plaintiff will withdraw the Suit without liberty to file afresh and with no order as to costs.

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B12. Dividends Payable

The Company has not declared any dividend since the date of the last quarterly report.

B13. Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the financial year ended 30 June 2023 was not qualified.

B14. Basic Earnings Per Share

The basic earnings per share were computed based on:

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	Current year quarter ended 30-06-2024 RM'000	Comparative quarter ended 30-06-2023 RM'000	12 months cumulative to date 30-06-2024 RM'000	12 months cumulative to date 30-06-2023 RM'000
Net (loss)/profit attributable to:				
Shareholders of the company	(474)	1,411	6,146	(3,129)
EPS-Basic (sen)	(0.01)	0.034	0.11	(0.08)
Weighted average number of Ordinary shares in issue	<u>5,750,957</u>	<u>4,182,826</u>	<u>5,750,957</u>	<u>4,182,826</u>

The diluted earnings per share of the Group is similar to the basic earnings per share as the Group does not have any material potential dilutive ordinary shares in issue.

B15. Authorization for Issue

The interim financial report was authorized for issue by the Board of Directors in accordance with a resolution of the Directors on 28 August 2024.

By Order of the Board

Heng Chiang Pooh
Company Secretary
28 August 2024