

JOE Holding Berhad (Formerly known as GPA Holdings Berhad)

Unaudited Interim Report as at 30 September 2021

Condensed Consolidated Statement of Comprehensive Income*(The current year figures have not been audited)*

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter	Preceding Year Corresponding Quarter	Current Year To Date	Preceding Year Corresponding Period
	30/09/21	30/09/20	30/09/21	30/09/20
	RM'000	RM'000	RM'000	RM'000
Sales	5,130	7,078	10,064	14,689
Cost of Sales	(4,066)	(5,969)	(8,004)	(12,474)
Gross Profit	1,064	1,109	2,060	2,215
Other income				
- Fair value gain on financial asset	-	-	-	-
- Non-operating income	50	97	75	109
- Interest income	550	395	830	752
	1,664	1,601	2,965	3,076
Operating Expenses	(548)	(1,872)	(2,954)	(3,242)
Fair value loss on financial asset	(23,994)	-	(16,247)	-
Profit/ (loss) from operations	(22,878)	(271)	(16,236)	(166)
Finance cost	-	-	-	-
Profit/ (loss) before tax	(22,878)	(271)	(16,236)	(166)
Taxation	-	(106)	-	(178)
Profit/ (loss) after tax	(22,878)	(377)	(16,236)	(344)
Other comprehensive loss, net of taxation	-	-	-	-
Total comprehensive profit/ (loss) for the period	(22,878)	32	(16,236)	(344)
Profit/ (loss) attributable to :				
-Owners of the Company	(22,905)	(350)	(16,277)	(280)
-Non-controlling interests	27	(27)	41	(64)
Profit/ (loss) after tax for the period	(22,878)	(377)	(16,236)	(344)
Total comprehensive Profit/ (loss) attributed to				
-Owners of the Company	(22,905)	(350)	(16,277)	(280)
-Non-controlling interests	27	(27)	41	(64)
Net comprehensive Profit/ (loss) for the period	(22,878)	(377)	(16,236)	(344)
Earnings per share - basic (Sen)	(0.87)	(0.04)	(0.61)	(0.03)

The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 March 2021.

JOE Holding Berhad (Formerly known as GPA Holdings Berhad)

Unaudited Interim Report as at 30 September 2021

Condensed Consolidated Statement of Financial Position*(The current year figures have not been audited)*

	Unaudited	Audited
	As at	As at
	30/09/21	31/03/21
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	47,918	48,121
Other investments	24,066	15,299
	<u>71,984</u>	<u>63,420</u>
Current assets		
Inventories	4,820	5,259
Receivables, deposits and prepayments	31,131	66,955
Tax Recoverable	1,109	1,068
Cash and bank balances	145,920	58,855
	<u>182,979</u>	<u>132,137</u>
TOTAL ASSETS	<u>254,964</u>	<u>195,557</u>
EQUITY AND LIABILITIES		
Equity		
Share capital	212,958	170,620
Warrant reserve	34,140	-
Revaluation reserve	25,959	25,959
Accumulated loss	(38,031)	(21,754)
Shareholders' equity	<u>235,026</u>	<u>174,825</u>
Non-controlling interests	4,771	4,730
Total Equity	<u>239,798</u>	<u>179,555</u>
Non-current liability		
Deferred tax liabilities	4,168	4,168
	<u>4,168</u>	<u>4,168</u>
Current liabilities		
Trade Payables	795	1,068
Other payables	10,203	10,766
	<u>10,998</u>	<u>11,834</u>
Total Liabilities	<u>15,166</u>	<u>16,002</u>
TOTAL EQUITY AND LIABILITIES	<u>254,964</u>	<u>195,557</u>
Net Assets per Share (RM)	<u>0.08</u>	<u>0.11</u>

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the financial statements for the financial year ended 31 March 2021.

JOE Holding Berhad (Formerly known as GPA Holdings Berhad)
Unaudited Interim Report as at 30 September 2021
Condensed Consolidated Statement of Changes in Equity
(The current year figures have not been audited)

Attributable to owner of the company							
Share Capital	Non-distributable		Distributable	Total Equity Funds	Non-controlling interests	Total Equity	
	Warrant reserve	Revaluation reserves	Accumulated loss				
RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	
Balance as at 1 April 2020	104,303	-	20,824	(19,813)	105,314	4,699	110,013
Profit/ (loss) for the financial year the period	-	-	-	(2,065)	(2,065)	31	(2,034)
Revaluation surplus on property, plant and equipment	-	-	5,259	-	5,259	-	5,259
Realisation of revaluation surplus on property, plant and equipment	-	-	(124)	124	-	-	-
Issuance of new ordinary share	66,317	-	-	-	66,317	-	66,317
Balance as at 31 March 2021	170,620	-	25,959	(21,754)	174,825	4,730	179,555
Balance as at 1 April 2021	170,620	-	25,959	(21,754)	174,825	4,730	179,555
Profit/ (loss) for the financial year the period	-	-	-	(16,277)	(16,277)	41	(16,236)
Issuance of new ordinary share	42,338	34,140	-	-	76,478	-	76,478
Balance as at 30 September 2021	212,958	34,140	25,959	(38,031)	235,026	4,771	239,798

The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the financial statements for the financial year ended 31 March 2021.

JOE Holding Berhad (Formerly known as GPA Holdings Berhad)

Unaudited Interim Report as at 30 September 2021

Condensed Consolidated Statement of Cash flows*(The current year figures have not been audited)*

	Unaudited as at 30/09/21 RM'000	Audited as at 31/03/21 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(Loss) before taxation	(16,648)	(981)
Adjustments for:		
Depreciation of property, plant and equipment	259	676
Fair value (gain)/loss on investment securities	16,660	412
Gain on disposal of property, plant and equipment	-	(585)
Impairment loss on trade receivable	-	100
Interest income	(830)	(1,318)
Inventories written down	-	336
Provision for warranty claims	-	458
Reversal of inventories written down	-	(633)
Reversal of provision for warranty claims	-	(89)
Unrealised loss/(gain) on foreign exchange	109	45
Operating profit/(loss) before working capital changes	<u>(450)</u>	<u>(1,579)</u>
(Increase)/Decrease in:		
Inventories	439	3,839
Trade receivables	1,133	(54,458)
Other receivables, Deposits & prepayment	34,691	-
Increase/(Decrease) in:		
Trade payable	(386)	(4,044)
Other payables	785	-
Contract liabilities	(808)	144
Cash generated from/(used in) operating activities	<u>35,405</u>	<u>(56,098)</u>
Tax refund	(41)	204
Tax paid	(541)	(1,204)
Net Cash From/(Used In) Operating Activities	<u>34,823</u>	<u>(57,098)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	(8)	585
Purchase of property, plant and equipment	(44)	(43)
Interest received	830	1,318
Proceeds from quoted securities	25,014	(15,711)
Net cash from/ (used in) investing activities	<u>(24,236)</u>	<u>(13,851)</u>
CASH FLOWS FROM FINANCING ACTIVITY		
Proceeds from share issue	76,478	66,317
Advance from director	-	4
Net cash from/ (used in) financing activity	<u>76,478</u>	<u>66,321</u>
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS	<u>87,065</u>	<u>(4,628)</u>
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	<u>58,855</u>	<u>63,483</u>
CASH AND CASH EQUIVALENTS AT END OF PERIOD/YEAR	<u>145,920</u>	<u>58,855</u>

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the financial statements for the financial year ended 31 March 2021.

JOE HOLDING BERHAD (FORMERLY KNOWN ASGPA HOLDINGS BERHAD)

Notes to the Financial Information – First Quarter ended 30 September 2021

(The current year figures have not been audited)

A. Explanatory Notes Pursuant to MFRS 134

1) BASIS OF PREPARATION

The interim financial statements are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standard ("MFRSs") 134: Interim Financial Reporting in Malaysia and paragraph 9.22 (Appendix 9B Part A) of the Main Market Listing Requirements ("Listing Requirements") of the Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 March 2021. The 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 31 March 2021.

2) CHANGES IN ACCOUNTING POLICIES

The Group's financial statement was prepared in accordance with MFRSs, which is in line with International Financial Reporting Standards as issued by the International Accounting Standards Board. The adoptions of new and revised MFRSs, Amendments/Improvements to MFRSs, IC Interpretations and Amendments to IC Interpretations in this interim financial report are consistent with those adopted in the audited financial statements for the financial year ended 31 March 2021.

- a) During the current financial period, the Group has adopted the following accounting standards and interpretations (including the consequential amendments):-

MFRSs and IC Interpretations (including the Consequential Amendments)

MFRSs (Including The Consequential Amendments)	Effective dates for financial period beginning on and after
Amendments to MFRS 3: Reference to Conceptual Framework	1 January 2022
Amendments to MFRS 116: Property, Plant and Equipment - Proceeds before Intended Use	1 January 2022
Amendments to MFRS 137: Onerous Contracts - Cost of Fulfilling a Contract	1 January 2022
Annual Improvements to MFRSs 2018 - 2020	1 January 2022
MFRS 17 – Insurance Contracts	1 January 2023
Amendments to MFRS 17 – Insurance Contracts	1 January 2023
Amendments to MFRS 101: Classification of Liabilities as Current or Non-Current	1 January 2023
Amendments to MFRS 101: Presentation of Financial Statements	1 January 2023
Amendments to MFRS 108: Accounting Policies, Changes in Accounting Estimates and Errors	1 January 2023
Amendments to MFRS 112: Income Taxes	1 January 2023
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be announced

3) AUDITORS' REPORT

The auditors' report on the financial statements for the financial year ended 31st March 2021 was not subject to any qualification.

4) SEASONAL AND CYCLICAL FACTORS

Export Sales - High season for battery sales occur during the winter months and low season during the summer months.

Local Sales - Low season for battery sales occur during the major festive months.

5) UNUSUAL ITEMS AFFECTING ASSETS, LIABILITIES, EQUITY, NET INCOME, OR CASH

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the quarter and three months ended 30 September 2021.

6) INDIVIDUALLY SIGNIFICANT ITEMS

There were no individually significant items for the current quarter and financial year-to-date.

7) MATERIAL CHANGES IN ESTIMATES

There were no material changes in estimates for the current quarter and financial year-to-date.

8) DEBT AND EQUITY SECURITIES

There was no issuance, cancellation, repurchase, resale and repayment of debt or equity securities for the current financial quarter ended 30th September 2021 other than 1,529,559,600 new ordinary shares which were issued under Share Issuance Scheme amounting to approximately RM76 million.

9) DIVIDENDS PAID

No dividend was paid during the current quarter ended 30th September 2021.

10) SEGMENTAL REPORTING

The Group is organized into three main business segments as follows:

	Automotive Batteries RM'000	Non Automotive Batteries RM'000	Investment Holding RM'000	Personal Care Products RM'000	Eliminations RM'000	Group RM'000
Financial year-to-date ended 30 September 2021						
Revenue						
External revenue	<u>8,678</u>	<u>1,386</u>	1,413	-	1,413	10,064
Results						
Segment results	(610)	135	(15,353)	(14)	-	(15,843)
Unallocated income						642
Unallocated expenses						(1,036)
Finance cost						-
Tax expense						-
Profit/ (Loss) for the period						<u>(16,236)</u>
Net assets						
Segment assets	40,541	20,486	109,468	114	(30,831)	139,755
Unallocated assets						<u>115,209</u>
Total assets						<u>254,964</u>
Segment liabilities	5,973	4,531	93,239	7	(93,009)	10,744
Unallocated liabilities						<u>4,422</u>
Total liabilities						<u>15,166</u>
Other information						
Capital expenditure	44	-	-	-	-	44
Depreciation	<u>25</u>	<u>6</u>	<u>228</u>	-	-	<u>259</u>
	Automotive Batteries RM'000	Non- Automotive Batteries RM'000	Investment Holding RM'000	Personal Care Products RM'000	Eliminations RM'000	Group RM'000
Financial year-to-date ended 30 September 2020						
Revenue						
External revenue	<u>13,395</u>	<u>1,329</u>	-	-	(35)	14,689
Results						
Segment results	(150)	(202)	-	(14)	-	(366)
Unallocated income						605
Unallocated expenses						(405)
Finance cost						-
Tax expense						(178)
Profit/ (Loss) for the period						<u>(344)</u>
Net assets						
Segment assets	67,518	16,711	-	4,141	(55,738)	32,632
Unallocated assets						<u>87,851</u>
Total assets						<u>120,483</u>
Segment liabilities	44,585	1,379	-	4,000	(55,738)	(5,774)
Unallocated liabilities						<u>16,578</u>
Total liabilities						<u>10,804</u>
Other information						
Capital expenditure	23	-	-	-	-	23
Depreciation	<u>336</u>	<u>6</u>	-	-	-	<u>343</u>

11) VALUATIONS OF PROPERTY, PLANT AND EQUIPMENT

There is no valuation for the property, plant and equipment during the current interim period.

12) CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group for the current quarter and the financial year-to-date.

13) CONTINGENT LIABILITIES / ASSETS

The Group does not have any contingent liabilities or assets as at the date of this announcement.

14) SIGNIFICANT SUBSEQUENT EVENT

There were no significant events subsequent to the end of the current quarter under review up to the date of this quarterly report.

15) CAPITAL COMMITMENTS

There were no capital commitments as at the date of this announcement.

16) SIGNIFICANT RELATED PARTY TRANSACTIONS

During the current quarter under review, the Directors are of the opinion that the Group has no related party transactions which would have a significant impact on the financial position and business of the Group.

JOE HOLDING BERHAD (FORMERLY KNOWN ASGPA HOLDINGS BERHAD)

Notes to the Financial Information – Second Quarter ended 30 September 2021

(The current year figures have not been audited)

B. Selected Explanatory Notes to the Interim Financial Report (Part A of Appendix 9B of Bursa Malaysia Listing Requirements)

1) REVIEW OF PERFORMANCE

The Group registered RM 5.13 million in turnover in this quarter as compared to RM 7.08 million in previous year corresponding quarter. The significant decrease was mainly due to the decrease of local sales volume of automotive batteries.

The Group achieved a Loss after tax (“LAT”) of RM22.88 million compared to loss after tax (“LAT”) of RM0.38 million in the preceding quarter. This was mainly due to the net fair value loss of quoted investments of RM24 million registered in this quarter.

2) COMPARISON WITH IMMEDIATE PRECEDING QUARTER’S RESULTS

	Current Quarter As at 30 September 2021 RM’000	Previous Quarter As at 30 June 2021 RM’000
Revenue	5,130	4,934
Profit/ (loss) after tax	(22,878)	6,644

The Group registered RM 5.13 million in turnover in this quarter as compared to RM 4.93 million in previous year corresponding quarter which is consistent with last preceding quarter.

The Group registered a Loss after tax (“LAT”) of RM22.88 million compared to Profit after tax (“PAT”) of RM6.64 million in the preceding quarter. The decrease was mainly due to the net fair value loss of quoted investments of RM24 million registered in this quarter.

3) CURRENT YEAR PROSPECTS

Business prospects of the Group for the 2022 financial year remain challenging.

The Group will continue to monitor the Covid-19 situation and will review the operations with proactive measures to be taken to address the financial performance going forward.

Diversification into Glove Business

After taking into consideration the current market demand for nitrile gloves following the COVID-19 pandemic, the Company had on 16 November 2020, obtained the approval from the Shareholders in a general meeting for the diversification of the business of the Group to include the Gloves Business.

While diversifying to include the Glove Business, the Group also intends to turnaround its existing core business of trading of automotive batteries, related components and automotive lubricants. Moving forward, the Group will focus on improving its business strategy by streamlining its operations, pursue improvements in their products and services coupled with other initiatives such as brand rebuilding and continuous improvement to enhance its value chain and operating efficiencies. The Group also intends to continue to market and create brand awareness in domestic market as well as international market.

3) CURRENT YEAR PROSPECTS (CONT'D)

The Group had on 18 October 2021 adopted the business analysis and get board of directors' approval for the glove manufacturing relocation from Klang to Ipoh. As of to date the site preparation and line installation for dipping glove production line are still in progress. The Group targets to finalize the process by the first quarter of 2022.

Moving forward, the Group does not foresee that the COVID-19 will have a material adverse impact on its financial performance as well as the Group's operations.

4) VARIANCE OF ACTUAL PROFIT FROM FORECAST

Not applicable as no forecast was issued as public document.

5) TAX

	<i>3 months ended 30/09/2021 RM'000</i>	<i>3 months ended 30/09/2020 RM'000</i>
In respect of current period:		
- Income Tax	-	106
- Deferred Tax	-	-
- (Over)/ Under provision of previous year	-	-
Total	-	106

The effective tax rate on the Group's profit before tax for the financial year-to-date ended 30th September 2021 is the statutory tax rate of 24.0%

6) STATUS OF CORPORATE PROPOSALS AND STATUS OF UTILISATION OF PROCEEDS

- a. The utilisation of proceeds of RM39.7 million raised from Private Placement on December 2020, as at the end of reporting quarter is as follows:

Utilisation of proceeds	Intended timeframe for utilisation	Actual proceeds raised (RM'000)	Actual utilisation (RM'000)	Balance available (RM'000)
Investment in the Glove Business	Within 24 months	39,073	-	39,073
Estimated expenses	Within 1 month	620	(620)	-
Total		39,693	(620)	39,073

- b. The utilisation of proceeds of RM26.6 million raised from Private Placement on January 2021, as at the end of reporting quarter is as follows:

Utilisation of proceeds	Intended timeframe for utilisation	Actual proceeds raised (RM'000)	Actual utilisation (RM'000)	Balance available (RM'000)
Investment in the Glove Business	Within 24 months	26,324	-	26,324
Estimated expenses	Immediate	300	(300)	-
Total		26,624	(300)	26,324

- c) The utilisation of proceeds of RM76.47 million raised from Right Issues on May 2021, as at the end of reporting quarter is as follows:

Utilisation of proceeds	Intended timeframe for utilisation	Actual proceeds raised (RM'000)	Actual utilisation (RM'000)	Balance available (RM'000)
Investment in the Glove Business	Within 24 months	75,678	-	75,678
Estimated expenses	Immediate	800	(642)	158
Total		76,478	(642)	75,836

7) BANK BORROWINGS

There were no borrowings as at the end of the current financial quarter.

8) MATERIAL LITIGATION

Since the preceding financial quarter ended 30th September 2020, there is no change in material litigation as at the date of this announcement except as disclosed below:

High Court of Malaya, Kuala Lumpur (Suit No. 22NCVC-477-09/2015)

GP Autobat Sdn Bhd ("GPA") was in September 2015 served with a Writ of Summons together with a Statement of Claims issued by the High Court of Malaya, Kuala Lumpur in relation to a claim filed by Battery Solutions Sdn Bhd ("BS") amounting to RM1,213,989.93 ("the BS's Claim") for alleged breach of contract relating to the purchase of battery grid panels from BS.

8) MATERIAL LITIGATION (CONT'D)

The High Court had on 28 September 2016 delivered the judgment that GPA was liable to pay the BS's Claim at an interest rate of 5% per annum together with cost for a sum of RM50,000 ("the High Court Judgment").

GPA had on 14 October 2016 filed an appeal with the Court of Appeal against the High Court Judgment. The Court of Appeal had on 9 July 2018 allowed GPA's appeal against the decision of the High Court, and awarded cost of RM80,000 to be paid by BS.

On 1 August 2018, GPA through its solicitors issued a Statutory Notice of Demand pursuant to section 466(1)(a) and/or (b) of the Companies Act 2016 demanding BS to pay the remaining judgment sum of RM649,068.87 and cost of RM80,000-00 as BS had only paid RM680,452.72 up to the date of issuance of the Statutory Notice of Demand.

BS had on 7 August 2018 through its solicitors filed an application for leave to appeal to the Federal Court against the Court of Appeal Judgment. The leave application will be heard on 22nd January 2019.

BS through its solicitors further filed and served an Originating Summons No.WA-24NCC-403-08/2018 dated 10 August 2018 to the Kuala Lumpur High Court applying for an injunction to restrain and stop GPA from proceeding with the winding up petition against BS until the full and final disposal of the case.

GPA through its solicitors, Messrs Singara Velan & Assoc has challenged the Motion dated 7 August 2018 and the Originating Summons dated 10 August 2018 filed by BS. On 31st October 2018, the parties, through mediation process, agreed to enter a consent order that the remaining judgment sum and the cost are to be deposited into a fixed deposit at Ambank Berhad under both parties' solicitors names as joint stakeholders. pending the outcome of the leave to appeal to the Federal Court.

On 9 July 2018, Court of Appeal has allowed GPA's appeal against the decision of the High Court of Malaya. The Court of Appeal awarded cost of RM80,000 to be paid by BS subject to allocator fees.

On 22 January 2019, BS was granted the leave to appeal against the decision of the Court of Appeal. On 22 April 2019, the Federal Court has directed the parties to file their written submissions, bundle of authorities are core bundles by 13 September 2019 and the hearing of the appeal which was originally fixed for 30 September 2019 has now been postponed thrice – from 24 March 2020 to 24 August 2020 and subsequently to 25 November 2020.

The Federal Court had on 18 November 2020 granted the application of BS to postpone the hearing date which was fixed on 25 November 2020.

The Federal Court had on 4 May 2021 allowed the appeal by BS. However, the Federal Court in delivering its decision had disagreed with the quantum of damages ordered by the High Court on 28 September 2016 and had ordered that the matter be remitted back to the High Court for assessment of damages. The High Court has now fixed the Hearing for Assessment of Damages from 19th to 21st January 2022.

GPA will announce any material development arising from the above proceedings at the appropriate time.

9) EARNINGS PER SHARE

		<i>Current Quarter</i>		<i>Cumulative Quarter</i>	
		<i>30/09/2021</i>	<i>30/09/2020</i>	<i>30/09/2021</i>	<i>30/09/2020</i>
Basic earnings per share					
Net profit attributable to ordinary equity holders of the parent company	(RM'000)	(22,905)	(350)	(16,277)	(280)
Weighted average number of shares in issue	('000)	2,647,315	980,490	2,647,315	980,490
Basic earnings/ (loss) per share	(sen)	(0.87)	(0.04)	(0.61)	(0.03)

Basic earnings per share is calculated by dividing the profit for the period attributable to owner of the company by the weighted average number of ordinary shares in issue during the period.

10) PROFIT/(LOSS) BEFORE TAXATION

Profit/ (loss) before taxation is arrived at after charging / (crediting):-

	Current Quarter (RM'000)	YTD (RM'000)
Interest income	(550)	(830)
Other (gain)/loss including investment income	23,994	16,247
Depreciation and amortization	133	259