# **ACME HOLDINGS BERHAD**

Company No.: 198901012432 (189740-X) (Incorporated in Malaysia)

Interim Financial Report For The Fourth Quarter Ended 31 March 2022 (Unaudited)

#### ACME HOLDINGS BERHAD COMPANY NO.: 198901012432 (189740-X) (INCORPORATED IN MALAYSIA)

#### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2022 (THE FIGURES HAVE NOT BEEN AUDITED)

		INDIVIDUAL QUARTER		CUMULATIVE	E QUARTER
	Note	CURRENT QUARTER ENDED 31 MARCH 2022 RM'000	CORRESPONDING PRECEDING QUARTER ENDED 31 MARCH 2021 RM'000	CUMULATIVE PERIOD ENDED 31 MARCH 2022 RM'000	CORRESPONDING PRECEDING PERIOD ENDED 31 MARCH 2021 RM'000
Revenue		693	12,026	9,852	30,313
Cost of sales		(511)	(8,221)	(8,924)	(23,188)
Gross profit		182	3,805	928	7,125
Other income		235	232	798	1,137
Administrative and general expenses		(838)	(1,212)	(4,402)	(4,036)
Selling and distribution expenses		(10)	(6)	19	(610)
Finance costs		(3)	(14)	(33)	(40)
Share of result of joint venture		(6)	(3)	(31)	(3)
(Loss)/profit before tax	16	(440)	2,802	(2,721)	3,573
Taxation	18	(224)	(741)	131	(993)
Net (loss)/profit, representing total comprehensive (loss)/profit for the financial period		(664)	2,061	(2,590)	2,580
Total comprehensive (loss)/profit attributable to:- - Owners of the Company - Non-controlling interests		(664) 0 (664)	2,061 0 2,061	(2,590) 0 (2,590)	2,580 0 2,580
		(004)	2,001	(2,590)	2,580
(Loss)/profit per share attributable to owners of the Company (sen) - Basic - Diluted	23	(0.21)	0.76	(0.82) (0.81)	0.95

Note:-

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

# ACME HOLDINGS BERHAD COMPANY NO : 198901012432 (189740-X)

(INCORPORATED IN MALAYSIA)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2022

	(Unaudited) 31 MARCH 2022 RM'000	(Audited) 31 MARCH 2021 RM'000
Non-current assets		
Property, plant and equipment	87	19,274
Right-of-use asset	183	208
Investment properties	6,263	8,026
Inventory properties	0	113
Investment in a joint venture	116	147
	6,649	27,768
Current assets		
Inventory properties	68,295	67,593
Inventories	0	3,621
Trade and other receivables	8,215	19,709
Prepayments	1,184	1,282
Contract assets Current tax assets	590	411
Investment securities	563	126 167
Cash and cash equivalents	32,127	12,345
	52,127	12,040
Current liabilities	111,159	105,254
Trade and other payables	10,495	30,623
Lease liability	65	53
Short-term bank borrowings	0	255
Refund liabilities	0	203
Current tax liabilities	13	163
	10.572	21.007
	10,573	31,297
Net current assets	100,586	73,957
Non-current liabilities		
Lease liability	120	171
Long-term bank borrowings	1,485	1,855
Deferred tax liabilities	1,565	1,655
Net assets	104,065	98,044
Financed by:-		
Share capital	251,448	242,826
Treasury shares	(13,874)	(13,874)
Reverse acquisition reserve	0	(193,196)
Currency translation reserve	(57)	(46)
Retained (losses)/profits	(133,452)	62,334
Equity Attributable to Owners of the Company	104,065	98,044
Net Assets per Share Attributable to		
Owners of the Company (sen) <sup>(2)</sup>	29	33

Notes:-

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

(2) Based on 358,758,600 and 298,965,500 shares in issue after excluding 8,784,500 treasury shares as at 31 March 2022 and 31 March 2021.

#### ACME HOLDINGS BERHAD COMPANY NO : 198901012432 (189740-X) (INCORPORATED IN MALAYSIA)

#### CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2022 (THE FIGURES HAVE NOT BEEN AUDITED)

	Attributable to owners of the parent					
	Non-Distributable					
	Share Capital RM'000	Treasury Shares RM'000	Reverse Acquisition Reserve RM'000	Currency Translation Reserve RM'000	Retained Profits RM'000	Total Equity RM'000
CUMULATIVE PERIOD ENDED 31 MARCH 2022						
Balance as at 1 April 2021	242,826	(13,874)	(193,196)	(46)	62,334	98,044
Total comprehensive loss for the financial period	0	0	0	(11)	(2,590)	(2,601)
Disposal of a subsidiary	0	0	193,196	0	(193,196)	0
<i>Transaction with owners:</i> Issuance of shares pursuant to private placement	8,622	0	0	0	0	8,622
Balance as at 31 March 2022	251,448	(13,874)	0	(57)	(133,452)	104,065
CORRESPONDING PRECEDING PERIOD ENDED 31 MARCH 20	21					
Balance as at 1 April 2020	228,861	(13,874)	(193,196)	(35)	59,754	81,510
Total comprehensive profit for the financial period	0	0	0	(11)	2,580	2,569
<i>Transaction with owners:</i> Issuance of shares pursuant to private placement	13,965	0	0	0	0	13,965
Balance as at 31 March 2021	242,826	(13,874)	(193,196)	(46)	62,334	98,044

Notes:-

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

# ACME HOLDINGS BERHAD COMPANY NO : 198901012432 (189740-X) (INCORPORATED IN MALAYSIA)

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2022

	(Unaudited) CUMULATIVE PERIOD ENDED 31 MARCH 2022 RM'000	(Audited) CORRESPONDING PRECEDING PERIOD ENDED 31 MARCH 2021 RM'000
Cash flows from operating activities (Loss)/Profit before tax	(2,721)	3,573
Adjustments for:-		
Accretion of interest Allowance for expected credit losses	9 0	11 111
Bad debts recovered	(23)	0
Depreciation of investment properties	302	312
Depreciation of property, plant and equipment	1,486	2,044
Depreciation of right-of-use assets Dividend income	59 (8)	56 (4)
Fair value (gain)/loss on investment securities	(0)	(4)
Gain on disposal of investment securities	0	(21)
Gain on disposal of property, plant and equipment	0	(169)
Gain on remeasurement of right-of-use asset	(20)	0
Interest expense Interest income	23 (316)	29 (345)
Inventories written down	(010)	(040)
Loss on deconsolidation of investment in subsidiaries	743	0
Share of result of joint venture	31	3
Unrealised gain on foreign exchange	(11)	0
Unwinding discount on retention sum payable	0	33
Operating (loss)/profit before working capital changes	(464)	5,653
Changes in:-		
Inventory properties	(590)	3,019
Contract assets Inventories	(179) 478	(180)
Receivables and prepayments	5,905	(647) (5,976)
Payables	(13,503)	(6,290)
Refund liabilities	(92)	(24)
Cash generated used in operations	(8,445)	(4,445)
Income tax paid	(906)	(431)
Income tax refund	101	108
Interest paid	(23)	(29)
Net cash used in operating activities	(9,273)	(4,797)
Cash flows from investing activities Cash outflow on acquisition of subsidiaries	0	(7,486)
Proceeds from disposal of subsidiaries	20,878	(7,400)
Interest received	316	345
Dividend received	8	4
Purchase of investments in a joint venture	0	(150)
Purchase of other investments Proceeds from disposal of property, plant and equipment	0 0	(1,064) 169
Proceeds from disposal of other investment	0	917
Purchase of property, plant and equipment	(532)	(287)
Net cash from/(used in) investing activities	20,670	(7,552)
Cash flows from financing activities		
Drawdown of term loan	23	1,462
Payment of finance lease liabilities	(197)	(353)
Payment of principal portion of lease liability	(63)	(60)
Proceeds from private placement Net cash from financing activities	8,622	13,965
Net increase in cash and cash equivalents	19,782	2,665
Cash and cash equivalents brought forward	12,345	9,680
Cash and cash equivalents brought forward	32,127	12,345
Saon and bash equivalents carried for ward	52,121	12,040

Note:-

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

#### 1. Basis of Preparation

The interim financial report has been prepared in accordance with requirements of MFRS 134: "Interim Financial Reporting" and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad, and should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 March 2021.

The financial statements of the Group for the financial year ending 31 March 2022 will be prepared under the Malaysian Financial Reporting Standards Framework ("MFRS"). The MFRS framework is a fully IFRS-compliant framework and equivalent to IFRSs. Save for the required presentation of three statements of financial position in the first MFRS financial statement and the changes of accounts classification as disclosed below, there is no major impact on the Group's financial statements.

#### Adoption of New and Amendments/Improvements to MFRS

The significant accounting policies, methods of computation and basis of consolidation adapted by the Group for the preparation of the interim financial report are consistent with those adopted in the annual audited financial statements for the year ended 31 March 2021.

The Group also applied the following standards, IC Interpretations and amendment to standard that have been issued by the Malaysian Accounting Standard Board ("MASB") effective from 1 April 2021. Initial application of the following amendments to MFRSs did not have any material impact to the financial statements of the Group upon adoption.

#### Effective for annual periods beginning on or after 1 January 2021

Amendments to MFRS 9 Financial Instruments, MFRS 139 Financial Instruments: Recognition and Measurement, MFRS 7 Financial Instruments: Disclosures, MFRS 4 Insurance Contracts and MFRS 16 Leases: Interest Rate Benchmark Reform – Phase 2

#### Effective for annual periods beginning on or after 1 April 2021

Amendment to MFRS 16 Leases: Covid-19 - Related Rent Concessions beyond 30 June 2021

#### Standards Issued But Not Yet Effective

The following are accounting standards that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective for the Group:

#### Effective for annual periods beginning on or after 1 January 2022

Amendments to MFRS 3 Business Combinations: Reference to the Conceptual Framework Amendments to MFRS 116 Property, Plant and Equipment: Proceeds before Intended Use Amendments to MFRS 137 Onerous Contracts - Cost of Fulfilling a Contract Annual Improvements to MFRS Standards 2018 - 2020

#### Effective for annual periods beginning on or after 1 January 2023

Amendments to MFRS 4 Insurance Contracts - Extension of the Temporary Exemption from Applying MFRS 9

MFRS 17 Insurance Contracts and Amendments to MFRS 17 Insurance Contracts

Amendments to MFRS 17 Initial Application of MFRS 17 and MFRS 9 – Comparative Information

Amendments to MFRS 101 Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current & Disclosure of Accounting Policies

- Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates
- Amendments to MFRS 112 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction

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

#### Effective date yet to be confirmed

Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The initial application of the above standards is not expected to have any material impacts to the financial statements of the Group upon adoption.

#### 2. Seasonal or Cyclical Factors

The interim operations of the Group were not affected by any seasonal or cyclical factors.

# 3. Unusual Items

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group during the current interim period under review.

#### 4. Changes in Estimates

There were no changes in estimates of amounts reported in the prior financial period that have a material effect in the current interim period.

# 5. Debt and Equity Securities

There were no issuances, repurchases and repayments of debt and equity securities during the current interim period.

#### 6. Dividend Paid

There was no payment of dividend during the current interim period.

# 7. Segment Information

	Manufacturing of	development	Others	Group
Analysis by activity	RM'000	RM'000	RM'000	RM'000
Revenue				
Total revenue	7,050	1,714	1,088	9,852
Intersegment revenue	0	0	0	0
External revenue	7,050	1,714	1,088	9,852
<u>Results</u>				
Segment results	(712)	(1,415)	(773)	(2,900)
Interest income	15	91	96	202
Interest expense	(23)	0	0	(23)
Loss before tax	(720)	(1,324)	(677)	(2,721)
Taxation	297	52	(218)	131
Net loss	(423)	(1,272)	(895)	(2,590)
Assets				
Segment assets	0	82,023	35,222	117,245
Income tax assets	0	563	0	563
Total assets	0	82,586	35,222	117,808

# 8. Valuation of Property, Plant and Equipment

There were no changes in the valuation of property, plant and equipment since the last audited financial statements for the financial year ended 31 March 2021.

#### 9. Material Events After The Reporting Period

There were no material events after the reporting period that have not been reflected in the interim financial report.

#### 10. Changes in Composition

There were no changes in the Group's composition during the interim period.

#### 11. Changes in Contingent Liabilities or Contingent Assets

There were no changes in contingent liabilities or contingent assets since 1 April 2021.

#### 12. Capital Commitments

	<u>RM'000</u>
Contracted but not provided for:	
Investment Properties	4,760

# 13. Review of Performance

#### (a) Cumulative Period Vs Corresponding Preceding Period

Current Quarter Ended 31 March 2022 RM'000	Corresponding Preceding Quarter Ended 31 March 2021 RM'000	Changes RM'000	Cumulative Period Ended 31 March 2022 RM'000	Corresponding Preceding Period Ended 31 March 2021 RM'000	Changes RM'000
0	3,317	(3,317)	7,050	14,509	(7,459)
418	8,439	(8,021)	1,714	14,719	(13,005)
275	270	5	1,088	1,085	3
693	12,026	(11,333)	9,852	30,313	(20,461)
e tax					
0	(263)	263	(720)	(359)	(361)
(525)	2,938	(3,463)	(1,324)	3,586	(4,910)
85	127	(42)	(677)	346	(1,023)
(440)	2,802	(3,242)	(2,721)	3,573	(6,294)
	Quarter Ended 31 March 2022 RM'000 0 418 275 693 e tax 0 (525) 85	Quarter         Preceding           Ended         Quarter Ended           31 March         31 March           2022         2021           RM'000         RM'000           0         3,317           418         8,439           275         270           693         12,026           e tax         0         (263)           (525)         2,938           85         127	Quarter         Preceding Quarter Ended           31 March         31 March           2022         2021         Changes RM'000           0         3,317         (3,317)           418         8,439         (8,021)           275         270         5           693         12,026         (11,333)           e tax         0         (263)         263           (525)         2,938         (3,463)           85         127         (42)	Quarter         Preceding         Period           Ended         Quarter Ended         Ended         31 March         31 March           2022         2021         Changes         2022           RM'000         RM'000         RM'000         RM'000           0         3,317         (3,317)         7,050           418         8,439         (8,021)         1,714           275         270         5         1,088           693         12,026         (11,333)         9,852           e tax         0         (263)         263         (720)           (525)         2,938         (3,463)         (1,324)           85         127         (42)         (677)	Quarter         Preceding         Period         Preceding           Ended         Quarter Ended         31 March         3

#### (i) Comparison with Previous Year Corresponding Preceding Quarter's Results

#### General

The Group recorded a loss before tax of RM440,000 for the current quarter ended 31 March 2022 as compared to profit before tax of RM2,802,000 for the previous corresponding quarter ended 31 March 2021.

#### Manufacturing Division

No contribution was recorded for the current quarter ended 31 March 2022 from Manufacturing Division since it was disposed in the immediate preceding quarter ended 31 December 2021.

#### **Property Division**

During the quarter under review, turnover in the Property Division decreased by 95% as compared to the previous corresponding quarter ended 31 March 2021. The decrease in revenue was mainly due to lower sales being recorded from the on-going low-cost flats project. This has resulted in the division registering a loss before tax of RM525,000.

#### 13. Review of Performance (Cont'd)

- (ii) Comparison with Previous Year Corresponding Period's Results
  - The Group recorded loss before tax of RM2,721,000 for cumulative period ended 31 March 2022 as compared to profit before tax of RM3,573,000 for the previous corresponding period ended 31 March 2021. The loss for the current period is mainly due to drop in revenue contribution by the Property Division and loss on disposal of subsidiary by Investment Holding Division.

#### (b) Current Quarter Vs Immediate Preceding Quarter

	Current Quarter Ended 31 March 2022 RM'000	Immediate Preceding Quarter Ended 31 December 2021 RM'000	Changes RM'000
<u>Revenue</u>			
Manufacturing	0	2,785	(2,785)
Property	418	1,131	(713)
Others	275	275	0
	693	4,191	(3,498)
(Loss)/Profit before tax			
Manufacturing	0	12	(12)
Property	(525)	47	(572)
Others	85	(870)	955
	(440)	(811)	371

The Group's turnover for the reporting quarter was RM693,000 as compared to RM4,191,000 for the immediate preceding quarter. This decrease of approximately 83% is mainly due to no contribution was recorded for the current quarter from Manufacturing Division since it was disposed in the immediate preceding quarter.

Overall, the Group recorded a loss before tax of RM440,000 in the current quarter as compared to loss before tax of RM811,000 in the immediate preceding quarter.

#### 14. Prospects

After the completion of our highly successful Quayside @ Clear Water Bay development in 2017, the Property Development Division is currently gearing up for 2 upcoming new launches.

The Group will be embarking on the final phase of the project which involves 6 blocks of 12storey condominiums (404 units) located in Teluk Air Tawar, Seberang Perai Utara, Penang on a piece of 11-acre land. The Group targets to launch phase 1 of this development project in the third quarter of year 2022 and forecasted to generate a gross development value of approximately RM99.3 million.

In addition, the Group intends to launch an affordable housing project consisting of 2 blocks of 39-storey apartments (646 units) on 2 adjoining parcels of freehold development land in Air Itam, Penang with a total land area measuring approximately 4.1 acres in the fourth quarter of year 2022. The gross development value is forecasted to be approximately RM194.37 million.

#### 15. Profit Forecast

There was no profit forecast being previously announced or disclosed in a public document.

# 16. (Loss)/Profit Before Tax

	Current Quarter Ended 31 March 2022 RM'000	Corresponding Preceding Quarter Ended 31 March 2021 RM'000	Cumulative Period Ended 31 March 2022 RM'000	Corresponding Preceding Period Ended 31 March 2021 RM'000
After charging:-				
Depreciation of				
- Property, plant and equipment	11	512	1,486	2,044
<ul> <li>Investment properties</li> </ul>	69	78	302	312
- Right-of-use assets	18	14	59	56
Impairment loss on receivables				
Interest expense	0	3	23	29
And crediting:-				
Interest income	117	54	316	345

# 17. Additional Disclosure Information

- (a) Significant Related Party Transaction
  - (i) Included in the other receivables is an amount of RM2,100,355 due from Skymind Intelligent Systems Sdn. Bhd., a joint venture of the Company. It is unsecured and interest bearing at 3.48% per annum and repayable on demand.
  - (ii) Included in other payables is an amount of RM308,482 representing short term loan from Nada Wangi Sdn. Bhd., a substantial shareholder of the Company. The loan is unsecured, non-interest bearing and repayable on demand.

# 18. Taxation

	Current Quarter Ended 31 March 2022 RM'000	Corresponding Preceding Quarter Ended 31 March 2021 RM'000	Cumulative Period Ended 31 March 2022 RM'000	Corresponding Preceding Period Ended 31 March 2021 RM'000
Tax based on results for th	e financial per	iod:-		
Malaysian income tax	(55)	(834)	(201)	(1,165)
Deferred tax	(169)	93	332	172
	(224)	(741)	131	(993)

The positive income tax position of RM131,000 for the cumulative period ended 31 March 2022 relates mainly to recognition of the deferred tax assets of the Manufacturing Divisions.

#### **19.** Corporate Proposals

There was no corporate proposal announced but not completed as at 20 May 2022, being the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report.

#### 20. Loans and Borrowings

The Group's borrowings as at 31 March 2022 are as follows:

	<u>RM'000</u>
Long term borrowings (secured) Term Loans	1 105
Term Loans	1,485

All borrowings are denominated in Ringgit Malaysia.

# 21. Changes in Material Litigation

As at the date of this interim financial report, there is no litigation or arbitration against the Group, which has a material effect on the financial position of the Group, and the Board is not aware of any material proceedings pending or of any fact likely to give rise to any proceedings.

#### 22. Dividend Declared/Recommended

There was no declaration/recommendation of dividend during the interim period under review.

#### 23. (Loss)/Profit per Share

(a) Basic (loss)/profit per share

The basic (loss)/profit per share is calculated by dividing the net (loss)/profit attributable to owners of the Company by the weighted average number of ordinary shares in issued excluding treasury shares as follows:-

	Current Quarter Ended 31 March 2022	Corresponding Preceding Quarter Ended 31 March 2021	Cumulative Period Ended 31 March 2022	Corresponding Preceding Period Ended 31 March 2021
Net (loss)/profit for the financial period attributable to owners of the Company				
(RM'000) Weighted average number of ordinary	(664)	2,061	(2,590)	2,580
shares ('000) Basic (loss)/profit per	314,407	272,549	314,407	272,549
share (sen)	(0.21)	0.76	(0.82)	0.95

# 23. (Loss)/Profit per Share (Cont'd)

(b) Diluted (loss)/profit per share

The diluted (loss)/profit per share is calculated by dividing the net (loss)/profit attributable to owners of the Company by the weighted average number of ordinary shares in issued excluding treasury shares after adjustment for all dilutive potential ordinary shares as follows:-

	Current Quarter Ended 31 March 2022	Corresponding Preceding Quarter Ended 31 March 2021	Cumulative Period Ended 31 March 2022	Corresponding Preceding Period Ended 31 March 2021
Net (loss)/profit for the financial period attributable to owners of the Company				
(RM'000) Weighted average number of ordinary shares ('000)	(664) 314,407	2,061 272,549	(2,590) 314,407	2,580 272,549
Effect of warrants Basic (loss)/profit per	5,580	13,621	5,580	13,621
share (sen)	(0.21)	0.72	(0.81)	0.72

## 24. Audit Qualification

The audit report on the Group's annual financial statements for the preceding financial year was not subject to any qualification.

# BY THE ORDER OF THE BOARD

LIM SHIOU GHAY INDEPENDENT NON-EXECUTIVE CHAIRMAN 27 May 2022