

SCOMI GROUP BHD
(COMPANY NO: 571212-A)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 31 MARCH 2022**

	<u>Quarter</u> 3 months ended 31 Mar 2022 RM '000	<u>Quarter</u> 3 months ended 31 Mar 2021 RM '000	<u>Cumulative Period</u> 9 months ended 31 Mar 2022 RM '000	<u>Cumulative Period</u> 9 months ended 31 Mar 2021 RM '000
<u>Continuing Operations</u>				
Revenue	-	-	-	-
Cost of revenue	-	-	-	-
Gross (loss)/profit	-	-	-	-
Other income/(expenses), net	(4,496)	2,305	(15,777)	(4,505)
Operating expenses	(531)	(697)	(1,448)	(2,714)
Finance costs	(1,165)	(1,087)	(3,459)	(3,216)
Share of results of associates / jointly controlled entities	-	-	-	-
Profit/(Loss) before taxation	(6,192)	521	(20,684)	(10,435)
Taxation	-	-	-	-
Profit/(Loss) for the period/year from continuing operations	(6,192)	521	(20,684)	(10,435)
Profit/(Loss) for the period/year from discontinued operations	189	-	265	-
Profit/(Loss) for the financial period/year	(6,003)	521	(20,419)	(10,435)
Other comprehensive income/(expense)				
Currency translation differences	(254)	7,437	(254)	7,437
Other comprehensive income/(expense), net of tax	(254)	7,437	(254)	7,437
Total comprehensive Income/(expense) for the period	(6,257)	7,958	(20,673)	(2,998)
Loss attributable to:				
Owners of the Company	(6,003)	521	(20,419)	(10,435)
Non-controlling interests	-	-	-	-
	(6,003)	521	(20,419)	(10,435)
Total comprehensive Income/(expense) attributable to:				
Owners of the Company	(6,257)	7,958	(20,673)	(2,998)
Non-controlling interests	-	-	-	-
	(6,257)	7,958	(20,673)	(2,998)
Earnings/(loss) per share	sen	sen	sen	sen
Basic earnings/(loss) per share	(0.55)	0.05	(1.87)	(0.95)

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Report for the year ended 30 June 2021 and the accompanying explanatory notes attached to the interim financial statements.

SCOMI GROUP BHD
(COMPANY NO: 571212-A)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2022**

	As at 31 March 2022 RM'000	As at 30 June 2021 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	10	244
Other Investment	6,890	11,712
	6,900	11,956
Current assets		
Short-term deposits, cash and bank balances	16	64
	16	64
Total assets	6,916	12,020
EQUITY AND LIABILITIES		
Equity attributable to owners of the Company		
Share capital	224,964	224,964
Other reserves	-	-
Accumulated Losses	(494,312)	(473,639)
	(269,348)	(248,675)
Non-current liabilities		
Loans and borrowings	-	242
	-	242
Current liabilities		
Trade and other payables	260,038	244,194
Loans and borrowings	-	95
Current tax liabilities	-	-
	260,038	244,289
Liabilities Classified As Held-For-Sale	16,226	16,164
Total Liabilities	276,264	260,695
Total equity and liabilities	6,916	12,020
Net asset per share attributable to equity holders of the parent (RM)	(0.25)	(0.23)

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Report for the year ended 30 June 2021 and the accompanying explanatory notes attached to the interim financial statements.

SCOMI GROUP BHD
(COMPANY NO: 571212-A)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 MARCH 2022**

	Share capital RM'000	Treasury shares RM'000	Translation reserve RM'000	Accumulated losses RM'000	Total RM'000	Non- controlling interests RM'000	Total equity RM'000
At 1 July 2021	224,964	-	-	(473,639)	(248,675)	-	(248,675)
Foreign currency translation differences	-	-	(254)	-	(254)	-	(254)
Reclassification of Translation Reserve to Accumulated Losses	-	-	254	(254)	-	-	-
Loss for the year	-	-	-	(20,419)	(20,419)	-	(20,419)
Total comprehensive income for the year	-	-	-	(20,673)	(20,673)	-	(20,673)
At 31 March 2022	224,964	-	-	(494,312)	(269,348)	-	(269,348)
At 1 July 2020	224,964	-	(7,437)	(458,064)	(240,537)	-	(240,537)
Foreign currency translation differences	-	-	1,197	-	1,197	-	1,197
Reclassification of Translation Reserve to Accumulated Losses	-	-	(1,197)	1,197	-	-	-
Loss of significant influence in associate	-	-	7,437	-	7,437	-	7,437
Loss for the year	-	-	-	(16,772)	(16,772)	-	(16,772)
Total comprehensive income for the year	-	-	7,437	(15,575)	(8,138)	-	(8,138)
At 30 June 2021	224,964	-	-	(473,639)	(248,675)	-	(248,675)

SCOMI GROUP BHD
(COMPANY NO: 571212-A)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 31 MARCH 2022**

	Period Ended 31 March 2022 RM'000	Period Ended 31 March 2021 RM'000
Cash flows from operating activities		
Loss before taxation		
Continuing operations	(20,684)	(10,435)
Discontinued operations	265	-
Adjustments for non-cash items	22,315	5,730
Operating (loss)/profit before working capital changes	1,896	(4,705)
Changes in working capital:		
Trade and other receivables	-	-
Trade and other payables	(1,937)	4,673
Net cash from operating activities	(41)	(32)
Cash flows from investing activities		
Proceed from disposal of property, plant and equipment	330	-
Net cash used in investing activities	330	-
Cash flows from financing activities		
Repayment of borrowings	(337)	-
Interest paid on borrowings	-	(11)
Net cash used in financing activities	(337)	(11)
Net increase in cash and cash equivalents	(48)	(43)
Cash and cash equivalents at beginning of period	64	77
Cash and cash equivalents at end of period	16	34
<u>Cash and cash equivalents comprise:</u>		
Cash and bank balances	16	34
	16	34

PART A: EXPLANATORY NOTES AS PER FRS 134

A1. Basis of preparation of interim financial reports

The interim financial statements are prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting and paragraph 9.22 of the Bursa Malaysia Securities Berhad's ("Bursa Malaysia") Listing Requirements and should be read in conjunction with the Company's annual financial statements for the year ended 30 June 2021 and the accompanying notes attached to the unaudited condensed consolidated financial statements.

Within the context of these condensed consolidated financial statements, the Group comprises the Company and its subsidiaries, and the Group's interest in associates and joint ventures as at year ended 30 September 2021.

Except as described below, the same accounting policies and methods of computation are followed in the condensed consolidated financial statements as compared with the consolidated financial statements for year ended 30 June 2021.

The following are amendments to the MFRSs that have been issued by the Malaysian Accounting Standards Board ("MASB"):

		<u>Effective dates for financial periods beginning on or after</u>
Amendments to MFRS 3	Reference of the 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 Standards 2018 - 2020:		1 January 2022
• Amendments to MFRS 1		
• Amendments to MFRS 9		
• Amendments to MFRS 16		
• Amendments to MFRS 141		
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	Disclosure of Accounting Policies	1 January 2023
Amendments to MFRS 108	Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 112	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 10 and MFRS 128	Sales or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further notice

The Group and the Company plans to apply the abovementioned accounting standards, interpretations and amendments (if relevant to its financial statements):

- from the annual period beginning on 1 July 2022 for those amendments that are effective for annual periods beginning on or after 1 January 2022.

- from the annual period beginning on 1 July 2023 for those amendments that are effective for annual periods beginning on or after 1 January 2023.

The initial application of the abovementioned amendments is not expected to have any material financial impact to the current period and prior period financial statements of the Group and of the Company.

A2. Qualification of financial statements

The preceding year annual financial statements were subject to the following qualification which was mentioned as follows in the Independent Auditors' Report for the financial year ended 30 June 2021 (to be read in conjunction with the audited financial statement for the year ended 30 June 2021) :

Extracted from the Independent Auditors Report to the members of Scomi Group Bhd:

We do not express an opinion on the accompanying financial statements of the Group and of the Company. Because of the significance of the matters described in the *Basis for Disclaimer of Opinion* section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

Basis for Disclaimer of Opinion

As disclosed in Note 33 to the financial statements, certain matters stated therein were unresolved since the preceding financial year. These matters form the basis of our disclaimer of opinion and are enumerated below. Further, we were unable to determine whether adjustments to the opening accumulated losses might be necessary arising from the possible effects of these matters (individually or accumulatively) on the comparability of the current and prior financial years figures.

1. As disclosed in Note 2 to the financial statements, the financial statements of the Group and of the Company have been prepared on a going concern basis. The application of the going concern basis assumes that the Group and the Company will be able to realise their assets and settle their liabilities in the normal course of business. In forming our disclaimer of opinion, we considered the following matters, amongst others:

- 1.1 As at 30 June 2021, current liabilities of the Group and of the Company has exceeded the current assets by RM260.39 million and RM269.78 million respectively. The Group and the Company also had deficits in equity amounting to RM248.68 million and RM258.07 million respectively.

- 1.2 On 3 December 2019, the Company announced that it has become an affected listed issuer pursuant to the amended Practice Note 17/2011 ("PN17") of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Malaysia"). As an affected issuer, the Company must submit a regularisation plan to Bursa Malaysia and obtain the Bursa Malaysia's approval to implement the regularisation plan.

Bursa Malaysia had on 2 September 2021 announced the extension of time for listed issuers to submit its regularisation plans for PN17 of the MMLR from 12 months to 24 months from the date the listed issuer first announce their PN17 classification ("First Announcement"), whose First Announcement was made between 2 January 2019 to 31 December 2020. Bursa Malaysia had on 22 September 2021, further granted an extension of time of 6 months to the Company to submit a regularisation plan to the regulatory authorities. The Company is currently in the process of formulating the proposed regularisation plan and was granted an extension of time up to 22 February 2022 to submit its regularisation plan to the regulatory authorities.

Therefore, the going concern basis used in preparing the financial statements of the Group and of the Company is significantly dependent on:

- (i) approval being obtained from all the relevant parties on the proposed regularisation plan;
 - (ii) timely and successful implementation of the key components of the proposed regularisation plan; and
 - (iii) ability of the Group and the Company to achieve sustainable and viable operations so as to generate sufficient cash flows to enable them to meet their obligations as and when they fall due.
2. As disclosed in Note 22 to the financial statements, on 26 February 2020, the Company lost its control in Scomi Energy Services Bhd and its subsidiaries ("SESB Group"). Consequently, SESB ceased to be a subsidiary and is accounted for as an associate. The consolidated financial information of SESB Group as of that date was not made available for the Group to account for the effect of the deconsolidation of SESB Group on the said date. The Group accounted for the effects of deconsolidation using the closest available financial information of SESB Group for the financial period ended 31 December 2019. We are unable to determine if there were any material differences between the financial information of the two different dates.

In view of the above, we were unable to obtain sufficient appropriate audit evidence to ascertain whether the amount for the loss on deconsolidation of RM91.46 million as disclosed in Note 22 to the financial statements and share of losses of equity accounted associate of RM8.41 million in previous financial year as disclosed in the statement of profit or loss and other comprehensive income of the Group is fairly stated and the effect of misstatements, if any.

During the financial year, the Group had loss significant influence over SESB Group and investment in SESB Group is henceforth accounted for as other investment. As a result, we are unable to ascertain whether the amount for the gain arising on the loss of significant influence of associate of RM8.41 million recognised in the statement of profit or loss and other comprehensive income of the Group is fairly stated.

3. We were unable to ascertain whether the outstanding liabilities amounting to RM2.68 million of the Group, as disclosed in Note 17(c)(vi) to the financial statements, is fairly stated. These liabilities are mainly related to past related parties' transactions that are pending substantiation, reconciliation and reclassification to appropriate accounts.

A3. Seasonal and cyclical factors

The Group's results were not materially affected by any major seasonal or cyclical factors.

A4. Unusual items

There are no unusual items that affected the assets, liabilities, equity, net income or cash flows in the current period under review.

A5. Material changes in estimates

There were no material changes in estimates other than as disclosed in these unaudited condensed consolidated interim financial statements that have a material effect on the results for the current period under review.

A6. Debt and equity securities

There were no issuances, cancellations, share buy-backs, resale of shares bought back or repayment of debt and equity securities during the current period.

A7. Dividends paid

No dividends were paid during the current period.

A8. Valuation of property, plant and equipment

There is no revaluation of property, plant and equipment, as the Group does not adopt a revaluation policy on property, plant and equipment.

A9. Subsequent Events

There were no material events subsequent to the end of the period under review.

A10. Changes in composition of the Group

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

A11. Contingent liabilities

There were no contingent liabilities of the Group at the end of the period.

A12. Capital and operating lease commitments

There were no capital and operating lease commitments as at the end of the period.

A14. Related Party Transactions

The following is the related party transaction during the period under review:

	Current 3 months ended 31-Mar-22 RM'000	Cumulative Cumulative Period 9 months ended 31-Mar-22 RM'000
<u>Income / (Expenses):</u>		
Transactions with related party:		
Sale of motor vehicle	-	330

PART B : EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENT OF BURSA MALAYSIA SECURITIES

B1. Review of performance

Current Period – 3 months ended 31 March 2022 (“3QFY2022”) vs 31 March 2021 (“3QFY2021”)

Details of the key factors driving the performance for the current quarter ended (“3QFY2022”) vs the corresponding quarter ended (“3QFY2021”) are provided below:

	Revenue		Variance		Profit/(Loss) After Tax		Variance	
	3 months to				3 months to			
	31 Mar 2022	31 Mar 2021	RM'000	RM'000	31 Mar 2022	31 Mar 2021	RM'000	%
Corporate	-	-	-	-	(6,003)	521	(6,524)	1252%
	-	-			(6,003)	521		

Corporate

The Loss After Tax for the current quarter was mainly due to:

- Net gain on reclassification of Associate Company to Other Investment of RM8.4 million recognized in the corresponding quarter with;
- Lower impairment on other receivables of RM0.2 million in the current quarter (3QFY2021:RM2.1 million).

Details of the key factors driving the performance for the current period ended (“3QFY2022”) vs the corresponding period ended (“3QFY2021”) are provided below:

	Revenue		Variance		Profit/(Loss) After Tax		Variance	
	9 months to				9 months to			
	31 Dec 2021	31 Dec 2020	RM'000	RM'000	31 Dec 2021	31 Dec 2020	RM'000	%
Corporate	-	-	-	-	(20,419)	(10,435)	(9,984)	-96%
	-	-			(20,419)	(10,435)		

Corporate

The higher Loss After Tax for the current period was mainly due to:

- Net gain on reclassification of Associate Company to Other Investment of RM8.4 million recognized in the corresponding quarter with;
- Higher Fair Value adjustment expense on Other Investment of RM4.8 million (3QFY2022:RM0.7 million);
- Higher Provision For Redemption Of Pledged Securities of RM10.0 million (3QFY2021:RM9.1 million).

- d) Higher Finance Cost of RM3.5million (3QFY2021:RM3.2 million);
- e) Lower Forex Loss in the current quarter of RM0.3 million (3QFY2021:RM1.0 million)
- f) Lower Impairment on other receivable of RM0.8 million (3QFY2021:RM 2.1 million).
- g) Lower Operating Expenses in the current quarter of RM1.4 million due to lower head count (3QFY2021:RM2.7 million).
- h) With RM0.3 million Profit From Discontinuing Operations (3QFY2021:RM Nil)

B2. Material Change in Performance as Compared to Preceding 3 months Period

The Loss Before Tax ("LBT") for the current quarter of RM6.2 million compared to LBT of RM7.1 million in the preceding quarter was mainly due to:

- a) Lower Fair Value Adjustment expense on Other Investment in the current quarter of RM0.7 million compared to preceding quarter of RM2.1 million expense.
- b) Forex losses of RM0.2 million in the current quarter as compared to a Forex Gain of RM0.1 million in the preceding quarter.
- c) Marginally higher Operating Cost in the current quarter of RM0.5 million as compared to RM0.4 million in the preceding quarter.

B3. Current Financial Period Prospects

The Company is taking active steps to restructure its balance sheet as well as finalizing proposals with its customers to build up its potential revenue stream by focusing on segments it has capabilities such as Energy Management Solutions, including Renewal Energy as well as rail maintenance and rehabilitation works.

The Company have submitted several proposals to potential customers on the above areas with Memorandum of Understanding ("MOU") signed with various parties to commence technical and commercial discussions before an award could be finalized. During the current quarter, an MOU was signed with Skill Johor Sdn Bhd to develop a 4MW Solar Photovoltaic System (please refer to Bursa announcement dated 10 May 2022).

B4. Profit Forecast

The Group has not announced or disclosed any revenue or profit estimate, forecast, projection or internal targets for the Group for the period under review.

B5. Taxation

	Current 3 months ended 31-Mar-22	Cumulative Period 9 months ended 31-Mar-22
Continuing operations		
Current tax:		
Malaysian income tax	-	-
Foreign tax	-	-
 Total income tax	 ----- -	 ----- -

There is no tax expense for the current period while the current quarter losses do not meet the criteria for deferred tax income.

B6. Status of corporate proposals announced by the Company

- (a) There are no corporate proposals that have been announced but not completed.
- (b) Practice Note 17

On 30 August 2019, the Company triggered Paragraph 2.1(a) and 2.1(e) of PN17 of the Listing Requirements of Bursa. Pursuant to this, on 3 September 2019 the Company submitted an application for a waiver ("Waiver Application") from being classified as an affected listed issuer to Bursa Securities.

Bursa Securities had, vide its letter dated 2 December 2019, decided to reject SGB's application for a waiver from being classified as an affected listed issuer pursuant to Paragraph 8.04(2) and PN17 of the Listing Requirements as there are concerns on the sustainability and growth potential of the existing/remaining business and the ability of SGB to generate sufficient revenue and thus profitability. Pursuant to this and as well as Paragraph 8.04 and Practice Note 17 of the Listing Requirements, the Company is now regarded as an affected listed issuer ("**PN17 Company**") as it has triggered Paragraphs 2.1(a) and 2.1(e) of PN17 of the Listing Requirements.

On 21 January 2020, the Company has defaulted in repaying in full by one bullet repayment of RM21.00 million each to TSWA and GGSB, respectively, pursuant to the TSWA Loan Agreement and GGSB Loan Agreement. The total amount defaulted is RM42.00 million together with interest, which was due on 18 January 2020. After further reasonable inquiry into the affairs of the Company by the Board, the Board is of the opinion that the Company is not solvent and unable to provide to Bursa Securities a solvency declaration as required under Paragraph 9.19A(4) of the Listing Requirements. Pursuant to this, the Company has further triggered the prescribed criteria under Paragraph 2.1(f) of PN17 of the Listing Requirements on 20 January 2020.

The Company is in the midst of finalising a plan to regularise its financial condition ("**Proposed Regularisation Plan**") and the announcement on the same will be made in due course in accordance to the Listing Requirements. Bursa Securities had on 26 March 2020 announced additional relief measures to alleviate the impact of COVID-19 on capital market players, among others, the extension of time for listed issuers to submit its regularisation plans for PN17 of the MMLR from twelve (12) months to twenty-four (24) months from the date the listed issuer first announced their PN17 classification ("**First Announcement**"), whose First Announcement was made between 2 January 2019 to 31 December 2020. As such, the Company had until 29 August 2021 to submit its

regularisation plan to the regulatory authorities. The Company had on 16 August 2021 submitted an application to Bursa Securities for an extension of time of twelve (12) months i.e. up to 31 August 2022 to submit its regularisation plan to the relevant regulatory authorities.

On 22 September 2021, Bursa Securities decided to grant the Company an extension of time of 6 months up to 28 February 2022 to submit its regularisation plan to the relevant regulatory authorities. The extension of time is without prejudice to Bursa Securities' right to proceed to suspend the trading of the listed securities of the Company and to de-list the Company in the event:-

- (i) the Company fails to submit the regularisation plan to the regulatory authorities on or before 28 February 2022;
- (ii) the Company fails to obtain the approval from any of the regulatory authorities necessary for the implementation of its regularisation plan; or
- (iii) the Company fails to implement its regularisation plan within the time frame or extended time frame stipulated by any of the regulatory authorities.

Upon occurrence of any of the events set out in (i) to (iii) above, Bursa Securities may suspend the trading of the listed securities of SGB on the 6th market day after the date of notification of suspension by Bursa Securities and de-list the Company, subject to the Company's right to appeal against the delisting.

On 25 February 2022, the Company submitted a further extension of time application to Bursa Securities of nine (9) months i.e. up to 30 November 2022 to submit the Company's Regularisation Plan to the relevant regulatory authorities ("**EOT Application**").

On 11 April 2022, Bursa Securities rejected the Company's application for a further extension of time to submit its regularisation plan. In the circumstances and pursuant to paragraph 8.04(5) of Bursa Securities Main Market Listing Requirements:-

- (i) the trading in the securities of the Company will be suspended with effect from **20 April 2022**; and
- (ii) the securities of the Company will be de-listed on **22 April 2022** unless an appeal against the de-listing is submitted to Bursa Securities on or before **18 April 2022** ("the Appeal Timeframe"). Any appeal submitted after the Appeal Timeframe will not be considered by Bursa Securities.

In the event the Company submits an appeal to Bursa Securities within the Appeal Timeframe, the de-listing of the securities of the Company from the Official List of Bursa Securities on **22 April 2022** will be deferred pending the decision on the Company's appeal. However, Bursa Securities shall proceed to suspend the trading of the Company's securities on **20 April 2022** even though the decision on the Company's appeal is still pending.

On 5 May 2022, the Company submitted an appeal against the de-listing of the Company to Bursa Securities.

Further announcement will be made to Bursa Securities with regards to the development of the above in due course.

B7. Group borrowings and debt securities

The Group has no borrowings and debt securities as at the end of the reporting period.

B8. Changes in material litigation

1. HIGH COURT OF SHAH ALAM WRIT OF SUMMONS NO. BA-22NCC-90-06/2020 FILED BY SCOMI ENERGY SERVICES BHD ("PLAINTIFF")

On 22 June 2020, the Company was served with a Writ of Summons dated 18 June 2020 by the Plaintiff through their solicitors ("Suit"). In this Suit, the Plaintiff is claiming the following from SGB:

- (a) the sum of RM54,525,036.49 (as at 31.3.2020) ("Settlement Sum") being the outstanding sum due and owing by the Company to the Plaintiff.
- (b) interest at the rate of 5% per annum on the final judgement sum from the date of filing of the Suit herein until the date of full and final settlement.
- (c) costs; and
- (d) such further or other relief and/or orders as deemed fit and proper by the Honourable Court.

The High Court of Shah Alam on 26 November 2020 allowed the Plaintiff's application for summary judgement ("Summary Judgement") against the Company for:

- (i) Settlement Sum
- (ii) interest at the rate of 5% per annum from the date of filing of the Suit until the date of full and final settlement.
- (iii) cost of RM5,000.00 to the Plaintiff.

The Notice of Appeal ("Appeal") has been filed to appeal to the Court of Appeal against the decision of the High Court of Shah Alam which allowed the application by the Plaintiff for Summary Judgement against SGB. The Company will make further announcement on any material development in the Appeal in due course.

2. HIGH COURT OF KUALA LUMPUR WRIT OF SUMMONS NO. WA-22NCC-545-11/2020 FILED BY MALAYAN BANKING BERHAD (PLAINTIFF OR MBB) AGAINST SCOMI GROUP BHD (SGB OR COMPANY)

The Company has on 10 November 2020 been served with a Writ of Summons dated 6 November 2020 by the Plaintiff through their solicitors ("MBB Suit"). In this MBB Suit, the Plaintiff is claiming the following from SGB:

- (a) the sum of RM113,957,000.00 ("Claimed Sum") together with interest accruing thereon at the rate of 3.5% per annum above MBB's Base Lending Rate on a monthly rest and compounded monthly until full settlement (estimated total interest accruing as at 10 November 2020 is approximately RM22,771,000.00) ("Interest Accrued").
- (b) costs; and
- (c) such further or other relief and/or orders as deemed fit and proper by the Honourable Court.

The Company will make further announcement on any material development in the MBB Suit in due course.

3. APPLICATION FOR JUDICIAL MANAGEMENT ORDER

The Company applied for Judicial Management Order ("JM Order") pursuant to Sections 404 and 405 of the Companies Act, 2016 with the High Court of Malaya at Kuala Lumpur on 14 April 2021. The application for the JM Order immediately puts into effect a moratorium ("Moratorium") for the period commencing with the application of the JM Order and ending with the grant or dismissal of the application, during which no resolution shall be passed or order shall be made for the winding-up of the Company.

In addition, during this Moratorium, the leave of the Court will be required to:-

- a) enforce any charge on or security over the property of the Company; and
- b) commence or continue any legal proceedings against the Company or their respective property.

The JM Order was applied for as part of proactive measure by SGB to:-

- a) get the involvement of an independent professional to facilitate the restructuring of the Company with the assistance of the Board of Directors ("BOD") and management;
- b) rehabilitate and maximize the return to creditors and value to the shareholders of the Company; and
- c) give the Company the opportunity to rehabilitate and be restored to profitability.

At the hearing held on 28 May 2021 in respect of the application ("Application") for the JM Order which is being opposed by creditors of SGB, the Court adjourned the hearing to 24 August 2021 to allow for the parties to file their respective affidavits in response and written submissions in relation to the Application.

On 24 August 2021, the Court adjourned for a decision to 4 October 2021 (initially fixed for 24 September 2021) for the Court to decide on the following legal threshold issues:

1. whether public listed companies ("PLC") are allowed to apply for a JM Order pursuant to Section 403 of the Companies Act 2016.
2. the definition of a secured creditor pursuant to Section 409 of the Companies Act 2016.

On 4 October 2021, the Court delivered the decision that the Company's application for Judicial Management was dismissed with costs. The Court held, inter alia, as follows:-

- a) public listed companies ("PLC") are not allowed to apply for a JM Order pursuant to Section 403 of the Companies Act 2016.
- b) a creditor with a registered charge is deemed a secured creditor pursuant to Section 409 of the Companies Act 2016.

On 5 October 2021, the Notice of Appeal ("JM Appeal") was filed to appeal to the Court of Appeal against the decision of the Court which had dismissed the Company's application for JM Order with costs.

On 8 October 2021, an application was filed in the Court of Appeal for interim preservation order pursuant to Section 44 of the Courts of Judicature Act 1964, to preserve and prevent any legal proceedings against the Company pending the disposal of the JM Appeal.

On 16 December 2021, the Court of Appeal granted the interim preservation order pursuant to Section 44 of the Courts of Judicature Act 1964, to preserve and prevent any legal proceedings against the Company pending the disposal of the JM Appeal.

At the Hearing for the JM Appeal on 23 February 2022, the Court of Appeal requested further submissions pertaining to the issue on whether public listed companies are allowed to apply for a Judicial Management Order.

On 23 May 2022, the Court of Appeal delivered the decision on the JM Appeal whereby the Company's Appeal was dismissed with costs.

The Company is currently seeking legal advice on the next course of action and will make further announcement on any material development in due course.

B9. Proposed Dividend

No dividend has been declared for the current period under review.

B10. Earnings per share

The computation for earnings per share is as shown below.

		Current 3 months ended 31 March 2022	Cumulative Period 9 months ended 31 March 2022
Basic earnings/(loss) per share			
Net profit/(losses) attributable to shareholders (RM'000)		<u>(6,003)</u>	<u>(20,419)</u>
<u>Weighted average number of shares</u>	('000)		
Issued shares at opening		<u>1,093,907</u>	<u>1,093,907</u>
Weighted average number of shares	('000)	<u>1,093,907</u>	<u>1,093,907</u>
Basic earnings/(loss) per share	(sen)	<u>(0.55)</u>	<u>(1.87)</u>

Diluted earnings per ordinary share are not presented as the Group's warrants exercise price is more than the average share price for the period.

B11. Loss Before Taxation for the period

Loss for the period is stated after crediting / (charging):

	Current 3 months ended 31-Mar-22 RM'000	Cumulative Period 9 months ended 31-Mar-22 RM'000
Interest expense	(1,165)	(3,459)
Provision for redemption of pledged securities	(3,343)	(9,956)
Impairment of receivables	(222)	(845)
Fair value loss on other investment	(689)	(4,823)
Gain/(loss) from disposal of property, plant and equipment, net	-	102
Foreign exchange gain/(loss), net	(242)	(255)
	<u>(4,461)</u>	<u>(19,335)</u>

B12. Authorised for Issue

The interim financial statements were authorised for issue by the Board of Directors on 30 May 2022.