(Company No.202001001322 (1357641-P)) (Incorporated in Malaysia)

## QUARTERLY REPORT

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(Company No.202001001322 (1357641-P)) (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED INCOME STATEMENTS FOR THE FOURTH FINANCIAL QUARTER ENDED 30 JUNE 2021

(The figures have not been audited)

		INDIVIDUAL	OUARTER	CUMULATIV	E QUARTER
		Current quarter ended	Corresponding quarter ended	Current year ended	Corresponding year ended
	Note	30/06/2021 RM'000	30/06/2020 RM'000	30/06/2021 RM'000	30/06/2020 RM'000
Continuing operations					
Revenue		20,695	-	81,594	-
Cost of sales		(16,707)	-	(64,107)	•
Gross profit	2	3,988	-	17,487	
Operating expenses		(6,335)	T	(17,227)	-
Other operating income		288	2	1,415	-
Finance cost		(85)	-	(334)	_
Share of results in associate	· ·	-			
Profit before taxation	B14	(2,144)	-	1,341	-
Taxation	В 6	(95)		(1,116)	
Profit for the period	_	(2,239)		225	
Profit Attributable to:					
Owners of the parent		(2,239)	_	225	2
Non-controlling interest	_	-			
	_	(2,239)		225	
Basic earnings/(loss)					
per ordinary share (sen)	B16	(1.90)		0.19	
Diluted earnings/(loss)					
per ordinary share (sen)	B16	(1.31)		0.13	

#### Notes:

- The financial year end of the Group has been changed from 31 Mar 2020 to 30 June 2020. As such, there will be no comparative financial information avaiable for the preceding year correspoding period.
- 2) The Condensed Consolidated Income Statements should be read in conjunction with the Annual Audited Financial Statements of the Group for the financial period ended 30 June 2020

(Company No.202001001322 (1357641-P)) (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 30 JUNE 2021

ASSETS		Note	As A 30/06/2021 RM'000	As At 30/06/2020 RM'000 (Audited)
Non Current Assets		14010		(Auditeu)
Property, plant and equipment		A 9	18,432	10 510
Right-of-use-assets		Ay		18,518
Goodwill on consolidation			768	948
Lease receivables			105	2,322
Other investment			195	42
Other investment			690	690
Current Assets			20,085	22,520
Inventories			17 720	15.262
Trade and other receivables			17,738	15,362
Lease receivables			76,493	16,694
Tax recoverable			113	54
Fixed deposits with licensed banks			734	375
Cash and bank balances			19,821	7,149
Cash and bank balances			33,632	2,990
Non guerant agests alogaified as hold for sol-			148,531	42,624
Non-current assets classified as held for sale TOTAL ASSETS			428,687	387,302
TOTAL ASSETS			597,303	452,446
EQUITY AND LIABILITIES				
Share capital			125,720	_ *
Capital reserve			123,720	101,115
Reserves			21,752	21,388
TOTAL EQUITY			147,472	122,503
				,
Non Current Liabilities				
Finance lease liabilities			246	93
Right-of-use lease liabilities			673	838
Deferred tax liabilities	1		830	818
			1,749	1,749
Current Liabilities				
Trade and other payables			18,577	12,178
Amount owing to directors			75	124
Finance lease liabilities			362	191
Right-of-use lease liabilities			165	158
Short term borrowings		B8	3,733	3,649
Tax liabilities			146	33
NT			23,058	16,333
Non-current other payables classified as held for sale			425,024	311,861
TOTAL CURRENT LIABILITIES			448,082	328,194
TOTAL LIABILITIES			449,831	329,943
TOTAL EQUITY AND LIABILITIES			597,303	452,446
Net Assets Per Share Attributable to				
Owners of the Parent (RM)			1.36	1.13

#### Note:

The comparative figures in the consolidated statement of financial position are presented as if the reorganisation had been affected from the beginning of the earliest period presented. Please refer to Note 1 Basis of Preparation.

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Audited Financial Statements of the Group for the financial period ended 30 June 2020.

<sup>\*</sup> Share capital of RM2

(Company No.202001001322 (1357641-P)) (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE FOURTH FINANCIAL QUARTER ENDED 30 JUNE 2021

(The figures have not been audited)

	Attributable to Shareholders of the Companies. Non-Distributable Reserves				any> Distributable Reserve		
	Share Capital RM 000	Warrant reserve RM '000	Merger reserve RM '000	Translation reserve RM'000	Retained Earnings RM '000	Non- Controlling Interest RM'000	Total Equity RM '000
Balance as at 1 July 2019	396				-	**	
Total comprehensive income/(expense) for the period Dividend Paid Balance as at 30 June 2020	32:				-		
Balance as at 1 July 2020		+	107,000		15,503	-	122,503
Issue of shares pursuant to the reorganisation Issue of shares from conversion of warrants Issuance of ordinary shares Share issue expenses	101,115 4 25,145 (544)	5,885 (4)	(107,000)				25,145 (544)
Total comprehensive income/(expense) for the period		120		143	225		368
Balance as at 30 June 2021	125,720	5,881	-	143	15,728		147,472

#### Note:

#### Notes:

<sup>\*</sup> Share capital of RM2

<sup>1</sup> The financial year end of the Group has been changed from 31 Mar 2020 to 30 June 2020. As such, there will be no comparative financial information available for the preceding year correspoding period.

<sup>2</sup> The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Audited Financial Statements of the Group for the financial period ended 30 June 2020.

TOYO VENTURES HOLDINGS BERHAD (Company No.202001001322 (1357641-P)) (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED CASH FLOW STATEMENTS FOR THE FOURTH FINANCIAL QUARTER ENDED 30 JUNE 2021

(The figures have not been audited)

	Current period to date ended 30/06/2021 RM'000	Corresponding period to date ended 30/06/2020 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES Profit before taxation	1,341	-
Adjustments for:	244	
Non-cash items Interest expense	3,446 334	
Operating profit before working capital changes	5,121	
Changes in working capital:		
Net changes in current assets	(65,019)	-
Net changes in current liabilities	9,245	
Cash generated from/(in) operations	(50,653)	•
Tax refunded	1 (1.257)	*
Tax paid Interest paid	(1,357) (334)	•
Translation reserve	29	
Net cash from/(used in) operating activities	(52,314)	
CASH FLOWS FROM INVESTING ACTIVITIES		<u></u>
Proceeds from disposal of property, plant and equipment	226	-
Acquisition of property, plant and equipment *	(1,234)	
Development expenditure	(41,402)	
Net cash used from/(in) investing activities	(42,410)	•
CASH FLOWS FROM FINANCING ACTIVITIES		
Additional / (Repayment) of borrowings	814	-
Advances from other payables Proceeds from conversion of warrants to ordinary shares	113,164	-
Proceeds from issuance of shares	24,605	·
Dividend to owners	24,005	
Addition/(Payment) from/(to) lease liabilities	165	-
Net cash (used in)/from financing activities	138,752	-
Net increase in cash and cash equivalents	44,028	
Cash and cash equivalents at beginning of financial year	9,409	
Cash and cash equivalents at end of financial quarter	53,437	
CACH AND CACH FOUNDALENTS COMPRISE.		
CASH AND CASH EQUIVALENTS COMPRISE:	22 (22	
Cash and bank balances Fixed deposits with licensed banks	33,632 19,821	
Bank overdraft	19,821	
	53,453	-
Less: Fixed deposit pledged with a licensed bank	53,453	
* Acquisition of property, plant and equipment during the financial quarter are financial		7- <del>2</del>
Acquisition of property, plant and equipment during the financial quarter are financial	30/06/2021	30/06/2020
	RM'000	RM'000
Mode of payments:		
Cash	1,101	
Hire Purchase	133	, <u> </u>
	1,234	-

#### Notes:

- 1) The financial year end of the Group has been changed from 31 Mar 2020 to 30 June 2020. As such, there will be no comparative financial information avaiable for the preceding year correspoding period.
- 2) The Condensed Consolidated Cash Flow Statements should be read in conjunction with the Annual Audited Financial Statements of the Group for the period ended 30 June 2020.

Company No. 202001001322 (1357641-P)

(Incorporated in Malaysia)

## QUARTERLY REPORT FOR THE FOURTH FINANCIAL QUARTER ENDED 30 JUNE 2021

#### NOTES TO THE FINANCIAL REPORT

## A. EXPLANATORY NOTES PURSUANT TO THE MALAYSIAN FINANCIAL REPORTING STANDARD ("MFRS") 134 (INTERIM FINANCIAL REPORTING)

### A1. Basic of Preparation

The unaudited interim financial statements, for the period ended 30 June 2021, have been prepared in accordance with MFRS 134, *Interim Financial Reporting* issued by the Malaysian Accounting Standard Board ("MASB") and paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The unaudited interim financial statements should be read in conjunction with the annual audited financial statements of the Group for the financial year ended 30 June 2020. For the periods up to and including the period ended 30 June 2020, the Group prepared its financial statement in accordance with the Malaysian Financial Reporting Standards ("MFRS").

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 period ended 30 June 2020.

On 26 October 2020, Toyo Ventures Holdings ("TVHB" or "the Company") completed the Proposed Share Exchange as part of the Proposed Internal Reorganisation (as detailed in Circular to shareholders on 15 June 2020) by way of Members' Scheme of Arrangement under Section 366 of the Companies Act 2016.

On completion of the Proposed Share Exchange the Company assumes the listing status of Toyo Ink Group Berhad ("TIGB") and TIGB became a wholly owned subsidiary of the Company. The share exchange is a reorganisation and does not result in any change of economic substance of the group. Accordingly, the comparative figures in the consolidated statement of comprehensive income are presented as if the reorganisation had been affected from the beginning of the earliest period presented.

### A2. Changes in Accounting Policies

The financial statements of the Group have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs"). The significant accounting policies adopted in preparing the interim financial statement are consistent with those of the audited financial statement for the period ended 30 June 2020.

The following are the accounting standards, amendments and interpretations of the MFRS that have been issued by the Malaysian Accounting Standards Board ("MASB").

Company No. 202001001322 (1357641-P)

## A2. Changes in Accounting Policies (continued)

	Amendments to MFRS 3	Business Combinations – Definition of a Business
•	Amendments to MFRS 101	Presentation of Financial Statements
•	Amendments to MFRS 108	Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material
	Amendments to MFRS 9	Financial Instruments
•	Amendments to MFRS 139	Financial Instruments: Recognition and Measurements
•	Amendments to MFRS 7	Financial Instruments: Disclosure – Interest Rate Benchmark Reform*
	Amendments to MFRS 16	Covid-19-Related Rent Concessions

The adoption of the above amendments to published standards and interpretations does not give rise to any material effects to the Group.

## A3. Auditors' Report

The auditors' report of the preceding annual financial statements was not subject to any qualification.

## A4. Seasonal or Cyclical Factors

The Group's operations were not significantly affected by any seasonal or cyclical factors.

### A5. Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the current quarter under review.

## A6. Changes in Estimates

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

## A7. Issuance or Repayment of Debts and Equity Securities

Save as disclosed below, there were no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, share held as treasury shares and resale of treasury shares for the current quarter under review.

On 9 April 2021, 6,450,000 new ordinary shares in THVB were issued at RM2.35 each and listed pursuant to the first tranche of the private placement.

16 April 2021, 4,250,000 new ordinary shares in THVB were issued at RM2.35 each and listed pursuant to the second and final tranche of the private placement.

#### A8. Dividend Paid

No dividend was paid in the current quarter.

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## A9. Valuation of Property, Plant and Equipment

The values of property, plant and equipment have been brought forward without amendment from the previous annual financial statements.

The Group did not carry out any valuation on its property, plant and equipment during the current interim period.

## A10. Segmental Reporting

## **Current Year To Date 30 June 2021**

	Manufacturing RM'000	Trading and investment holding RM'000	Discontinued Operation RM'000	Elimination RM'000	Consolidated RM'000
Revenue					
External	53,649	27,945	-	-	81,594
Inter-segment	1,276	373	121	(1,649)	
Total revenue	54,925	28,318	-	(1,649)	81,594
Results					
Segment results	(94)	1,770	-	_	1,676
Finance costs	(319)	(15)	-	-	(334)
Share of results in associate					-
Taxation					(1,117)
Non-controlling interest				<u> </u>	-
Net profit for the financial period					225
Other Information Segment assets Associate Unallocated corporate assets	47,368	120,514	-		167,882 - 429,421
Consolidated total assets					597,303
Segment liabilities Unallocated corporate	7,788	8,751			16,539
liabilities				V <u>-</u>	433,291
Consolidated total liabilities					449,830
Capital expenditure	858	376	-	=0	1,234
Depreciation/ amortization	919	160	-	-	1,079

Company No. 202001001322 (1357641-P)

## A10. Segmental Reporting (continued)

## Corresponding Year To Date 30 June 2020

	Manufacturing RM'000	Trading and investment holding RM'000	Discontinued Operation RM'000	Elimination RM'000	Consolidated RM'000
Revenue					
External	-	-	-	-	-
Inter-segment		-	-	-	-
Total revenue	-	5	-	-	-7/
Results					
Segment results		-	-	-	-
Finance costs	-		_	2	-
Share of results in associate					T
Taxation					- I
Non-controlling interest					-
Net profit for the financial period					-

## **Geographical Segments**

The Group's continuing operates are mainly production and sale of products in two principal geographical areas, Malaysia and Indonesia.

	Revenue fro customers by			t assets by n of assets	Capital expe	nditure by on of assets
	YTD 30 Jun 2021	YTD 30 Jun 2020	YTD 30 Jun 2021	YTD 30 Jun 2020	YTD 30 Jun 2021	YTD 30 Jun 2020
Continuing operations	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Malaysia	81,594	-	167,882	_	1,234	_
Vietnam	34	-	429,421	-	-	=
	81,594		597,303		1,234	-

Company No. 202001001322 (1357641-P)

## A11. Subsequent Material Events

Save as disclosed below, there is no material events have arisen between the end of the reporting period and the date of issuance of this quarterly report, which will substantially affect the results of the Group.

### **Proposed Acquisition**

On 11 August 2021, EDM Machining Solutions (M) Sdn. Bhd., a wholly-owned subsidiary of TVHB, had entered into a Sale and Purchase Agreement with VC Merit Sdn Bhd for the acquisition of one unit of single storey semi-detached factory for a total cash consideration of RM2,650,000.00

## A12. Changes in the Composition of the Group

There were no material changes in the composition of the Group in the current financial quarter under review.

## A13. Contingent Liabilities or Contingent Assets

Save as disclosed below, there were no changes in contingent liabilities since the last annual reporting date and there were no contingent assets as at the end of the current quarter.

The contingent liabilities pertaining to the corporate guarantees given by the Company to financial institutions for banking facilities granted to subsidiaries were RM13,480,000 as at 30 June 2021 (30 June 2020: RM13,480,000).

## A14. Capital Commitments

12 months ended 30 Jun 2021 RM'000	12 months ended 30 Jun 2020 RM'000
	(F.
_	-
-	
	30 Jun 2021

# B. <u>ADDITIONAL INFORMATION REQUIRED BY BURSA SECURITIES LISTING</u> REQUIREMENTS

#### **B1.** Review of Performance

For the current quarter ended ended 30 June 2021, the Group registered revenue and loss before tax of RM20.70 million and RM2.14 million respectively. Year to date, the Group posted revenue and profit before tax of RM81.59 million and RM1.34 million respectively.

The Group's manufacturing segment contributed revenue of RM54.93 million which is approx. 67.3% of the total revenue for the current financial year ended 30 June 2021. The revenue from manufacturing segment is derived mainly from the sales of ink products and EDM wires.

The Group's trading segment contributed revenue of RM28.32 million which accounted for approx. 34.7% of the total revenue and the segment sales is derived from EDM engineering and consumables products and trading of component automotive refinish system.

There are no prior year comparisons for the quarter and full year due to the change of financial year end from 31 March 2020 to 30 June 2020.

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## B2 Comparison with Preceding Quarter's Results

## Quarter ended 30 June 2021 vs 31 March 2021

	3 months ended 30 June 2021 RM'000	3 months ended 31 March 2021 RM'000	
Revenue	20,695	20,927	
(Loss)/Profit before tax	(2,144)	320	

For the current quarter ended 30 June 2021 ("4Q 2021"), the Group revenue reduced to RM20.70 million from RM 20.93 million in the preceding quarter ended 31 March 2021 ("3Q 2021") mainly due to lower sales demand as a results from the reinstatement of MCO 3.0 in May 2021.

Loss before tax was RM 2.14 million for 4Q 2021 compared to RM 0.32 million for 3Q 2021 and the decline in the financial performance for the current quarter under review was due to the additional impairment loss on goodwill arising from consolidation of RM2.39 million.

### **B3.** Prospects

In view of the on-going Covid-19 situation and the uncertain market conditions, the Board of Directors expect the Group's prospect to be challenging but remain confident of achieving encouraging performance for the financial year ending 30 June 2022.

#### **B4.** Statement of the Board of Directors' Opinion

Not applicable as the Group did not announce or publish any revenue or profit estimate, forecast, projection or internal target for the financial year.

#### **B5.** Profit Forecast and Profit Guarantee

The Group has not provided any profit forecast or profit guarantee in a public document.

#### **B6.** Taxation

	INDIVIDUAL	QUARTER	CUMULATIVE	QUARTER
	Current	Corresponding	Current	Corresponding
	quarter	quarter	year to date	year to date
	ended	ended	ended	ended
	30/06/2021	30/06/2020	30/06/2021	30/06/2020
	RM'000	RM'000	RM'000	RM'000
Malaysia Income Tax				
-Provision for the period	(83)	-	(1,104)	-
<b>Deferred Taxation</b>				
-Provision for the period	(12)	-	(12)	-
	(95)	E <b>#</b> €	(1,116)	-

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## B7. Status of Corporate Proposals and utilisation of proceeds

#### **Private Placement Proceeds**

On 9 April 2021, the Company completed the issuance of the first tranche of the private placement comprised of 6,450,000 new ordinary shares at an issue price of RM2.35 per share.

On 16 April 2021, the Company completed the issuance of the second and final trance of the private placement comprised 4,250,000 new ordinary shares at an issue price of RM2.35 per share.

The total gross proceeds raised from the above private placement amounted to RM25.15 million.

## Utilisation of proceeds

The details and status of the utilisation of Proceeds from Private Placements are as follow:

Purpose	Proposed Utilization RM'000	Actual Utilization RM'000	Intended Time Frame
Investment in Power Plant Project Estimated expenses in relation	24,500	12,045	Within one (1) year
to the Private Placements	650	545	Completed
	25,150	12,590	

The utilisation of proceeds as disclosed above should be read in conjunction with the Announcement of the Company dated 5 February 2021.

## B8. Borrowings

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

Short term borrowings	30/06/2021 RM'000	30/06/2020 RM'000	
Secured Bankers' acceptances	3,733	2,919	
Bank overdrafts	-	730	
	3,733	3,649	
Total	3,733	3,649	

## **B9.** Material Litigations

There were no material litigations as at the date of this quarterly report.

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#### B10. Dividend

The Board does not recommend any dividend for the current quarter under review.

#### **B11.** Disclosures of derivatives

There were no outstanding derivatives as at 30 June 2021.

## B12. Gain/Losses Arising from Fair Value Changes of Financial Liabilities

There were no gains/losses arising from fair value changes of the financial liabilities for the current quarter ended 30 June 2021.

### B13. Notes to the condensed consolidated Income Statement

Profit before taxation is arrived at after (charging)/crediting the following items:

	Individual quarter ended 30/06/2021 RM'000	Cumulative quarter ended 30/06/2021 RM'000
Other income	305	1,431
Interest expense	(85)	(334)
Depreciation of property, plant and equipment	(255)	(1,079)
Foreign exchange (loss)/ gain	413	675;

## **B14.** Earnings Per Share

i. Basic earnings per share is calculated by dividing the profit/ (loss) attributable to shareholders by the weighted average number of ordinary shares in issue during the financial period.

**INDIVIDUAL** QUARTER **CUMULATIVE** QUARTER Current Corresponding Current Corresponding quarter year to date year to date quarter ended ended ended ended 30/06/2021 30/06/2020 30/06/2020 30/06/2021 RM'000 RM'000 RM'000 RM'000 Profit / (Loss) attributable to shareholders (2,239)225 Weighted average number 117,703 117,703 of ordinary shares in issue (1.90)0.19 Basic earnings per share (sen)

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## **B14.** Earnings Per Share (continued)

ii. Dilutive earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares that would have been issued upon potential full exercise of the remaining warrants as shown below:-

	INDIVIDUAL Current quarter ended 30/06/2021 RM'000	QUARTER Corresponding quarter ended 30/06/2020 RM'000	CUMULATIVE Current year to date ended 30/06/2021 RM'000	QUARTER Corresponding year to date ended 30/06/2020 RM'000
Profit / (Loss) attributable to shareholders	(2,239)		225	
Weighted average number of ordinary shares in issue	117,703		117,703	
Effect of dilution of warrants	53,497	-	53,497	
Adjusted weighted average number of ordinary shares in issue and issuable	171,200	#s	171,200	
Basic earnings per share (sen)	(1.31)	T.	0.13	ita:

Save as disclosed above, the other items as required under Appendix 9B, Part A Note 16 of the Bursa Listing Requirements are not applicable.

By Order of the Board,

Andrea Huong Jia Mei Company Secretary

Dated 30 September 2021