

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

**QUARTERLY REPORT**

<b>CONTENTS</b>	<b>PAGES</b>
Condensed Consolidated Income Statements	1
Condensed Consolidated Statements of Financial Position	2
Condensed Consolidated Statements of Changes in Equity	3
Condensed Consolidated Cash Flow Statements	4
Notes to the Financial Report	5 - 13

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

CONDENSED CONSOLIDATED INCOME STATEMENTS  
FOR THE FIFTH FINANCIAL QUARTER ENDED 30 SEPTEMBER 2021  
(The figures have not been audited)

	Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		Current quarter ended	Corresponding quarter ended	Current year ended	Corresponding year ended
		30/09/2021 RM'000	30/09/2020 RM'000	30/09/2021 RM'000	30/09/2020 RM'000
<b>Continuing operations</b>					
Revenue		18,288	-	99,882	-
Cost of sales		(14,697)	-	(78,804)	-
Gross profit		3,591	-	21,078	-
Operating expenses		(16,797)	-	(34,023)	-
Other operating income		198	-	1,613	-
Finance cost		(53)	-	(387)	-
Share of results in associate		-	-	-	-
Profit before taxation	B14	(13,061)	-	(11,719)	-
Taxation	B 6	(84)	-	(1,201)	-
Profit for the period		<u>(13,145)</u>	<u>-</u>	<u>(12,920)</u>	<u>-</u>
<b>Profit Attributable to:</b>					
Owners of the parent		(13,145)	-	(12,920)	-
Non-controlling interest		-	-	-	-
		<u>(13,145)</u>	<u>-</u>	<u>(12,920)</u>	<u>-</u>
<b>Basic earnings/(loss) per ordinary share (sen)</b>	B16	<u>(11.17)</u>	<u>-</u>	<u>(10.98)</u>	<u>-</u>
<b>Diluted earnings/(loss) per ordinary share (sen)</b>	B16	<u>(7.68)</u>	<u>-</u>	<u>(7.55)</u>	<u>-</u>

Notes:

- 1) The financial year end of the Group has been changed from 30 June 2021 to 30 September 2021. As such, there will be no comparative financial information available for the preceding year corresponding 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

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

**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2021**

	Note	As At 30/09/2021 RM'000	As At 30/06/2020 RM'000 (Audited)
<b>ASSETS</b>			
<b>Non Current Assets</b>			
Property, plant and equipment	A 9	18,839	18,518
Right-of-use-assets		720	948
Goodwill on consolidation		-	2,322
Lease receivables		28	42
Other investment		690	690
		<u>20,277</u>	<u>22,520</u>
<b>Current Assets</b>			
Inventories		15,490	15,362
Trade and other receivables		99,589	16,694
Lease receivables		-	54
Tax recoverable		827	375
Fixed deposits with licensed banks		19,424	7,149
Cash and bank balances		9,210	2,990
		<u>144,540</u>	<u>42,624</u>
Non-current assets classified as held for sale		417,464	387,302
<b>TOTAL ASSETS</b>		<u>582,281</u>	<u>452,446</u>
<b>EQUITY AND LIABILITIES</b>			
Share capital		125,736	- *
Capital reserve		-	101,115
Reserves		10,086	21,388
<b>TOTAL EQUITY</b>		<u>135,822</u>	<u>122,503</u>
<b>Non Current Liabilities</b>			
Finance lease liabilities		279	93
Right-of-use lease liabilities		629	838
Deferred tax liabilities	1	811	818
		<u>1,719</u>	<u>1,749</u>
<b>Current Liabilities</b>			
Trade and other payables		16,276	12,178
Amount owing to directors		109	124
Finance lease liabilities		263	191
Right-of-use lease liabilities		164	158
Short term borrowings	B8	2,800	3,649
Tax liabilities		104	33
		<u>19,716</u>	<u>16,333</u>
Non-current other payables classified as held for sale		425,024	311,861
<b>TOTAL CURRENT LIABILITIES</b>		<u>444,740</u>	<u>328,194</u>
<b>TOTAL LIABILITIES</b>		<u>446,459</u>	<u>329,943</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u>582,281</u>	<u>452,446</u>
Net Assets Per Share Attributable to Owners of the Parent (RM)		<u>1.14</u>	<u>1.13</u>

**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.

\* Share capital of RM2

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.

TOYO VENTURES HOLDINGS BERHAD  
(Company No.202001001322 (1357641-P))  
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**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY  
FOR THE FIFTH FINANCIAL QUARTER ENDED 30 SEPTEMBER 2021**  
(The figures have not been audited)

	<-----Attributable to Shareholders of the Company----->						
	-----Non-Distributable Reserves-----				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	-	-	-	-	-	-	-
Total comprehensive income/(expense) for the period	-	-			-		-
Dividend Paid					-		-
<b>Balance as at 30 September 2020</b>	-	-	-	-	-	-	-
<b>Balance as at 1 July 2020</b>	*	5,885	101,131	-	15,503	-	122,519
Issue of shares pursuant to the reorganisation	107,016	(5,885)	(101,131)				-
Issue of warrants pursuant to the reorganisation	(5,885)	5,885					
Issue of shares from conversion of warrants	4						4
Issuance of ordinary shares	25,145						25,145
Share issue expenses	(544)						(544)
Total comprehensive income/(expense) for the period	-	-		2,795	(12,920)	-	(10,125)
Dividend Paid					(1,177)		(1,177)
<b>Balance as at 30 September 2021</b>	125,736	5,885	-	2,795	1,406	-	135,822

Note:

\* Share capital of RM2

Notes:

- 1 The financial year end of the Group has been changed from 30 June 2021 to 30 Sep 2021. As such, there will be no comparative financial information available for the preceding year corresponding period.
- 2 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  
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CONDENSED CONSOLIDATED CASH FLOW STATEMENTS  
FOR THE FIFTH FINANCIAL QUARTER ENDED 30 SEPTEMBER 2021  
(The figures have not been audited)

	Current period to date ended 30/09/2021 RM'000	Corresponding period to date ended 30/09/2020 RM'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	(11,719)	-
Adjustments for:		
Non-cash items	5,668	-
Interest expense	387	-
Operating profit before working capital changes	(5,664)	-
Changes in working capital:		
Net changes in current assets	(103,757)	-
Net changes in current liabilities	24,760	-
Cash generated from/(in) operations	(84,661)	-
Tax refunded	1	-
Tax paid	(1,594)	-
Interest paid	(387)	-
Translation reserve	1,194	-
Net cash from/(used in) operating activities	(85,447)	-
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from disposal of property, plant and equipment	226	-
Acquisition of property, plant and equipment *	(1,918)	-
Development expenditure	(30,163)	-
Net cash used from/(in) investing activities	(31,855)	-
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Additional / (Repayment) of borrowings	(119)	-
Advances from other payables	113,164	-
Proceeds from conversion of warrants to ordinary shares	4	-
Proceeds from issuance of shares	24,601	-
Dividend to owners	(1,177)	-
Addition/(Payment) from/(to) lease liabilities	54	-
Net cash (used in)/from financing activities	136,527	-
Net increase in cash and cash equivalents	19,225	-
Cash and cash equivalents at beginning of financial year	9,409	-
Cash and cash equivalents at end of financial quarter	28,634	-
<b>CASH AND CASH EQUIVALENTS COMPRISE:</b>		
Cash and bank balances	9,210	-
Fixed deposits with licensed banks	19,424	-
Bank overdraft	-	-
	28,634	-
Less: Fixed deposit pledged with a licensed bank	-	-
	28,634	-

\* Acquisition of property, plant and equipment during the financial quarter are financed by:

	30/09/2021 RM'000	30/09/2020 RM'000
<b>Mode of payments:</b>		
Cash	1,785	-
Hire Purchase	133	-
	1,918	-

Notes:

- The financial year end of the Group has been changed from 30 June 2021 to 30 September 2021. As such, there will be no comparative financial information available for the preceding year corresponding period.
- 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.

**TOYO VENTURES HOLDINGS BERHAD**

Company No. 202001001322 (1357641-P)

(Incorporated in Malaysia)

**QUARTERLY REPORT**

**FOR THE FIFTH FINANCIAL QUARTER ENDED 30 SEPTEMBER 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 September 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”).

**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**

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.

**A8. Dividend Paid**

A first interim single tier dividend of 1 sen per ordinary share amounting to RM1,177,025 in respect of the financial year ending 30 September 2021 was paid on 30 July 2021.

**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 September 2021**

	Manufacturing RM'000	Trading and investment holding RM'000	Discontinued Operation RM'000	Elimination RM'000	Consolidated RM'000
<b>Revenue</b>					
External	68,608	31,274	-	-	99,882
Inter-segment	1,388	394	-	(1,783)	-
<b>Total revenue</b>	<u>69,996</u>	<u>31,668</u>	<u>-</u>	<u>(1,783)</u>	<u>99,882</u>
<b>Results</b>					
Segment results	(929)	(10,403)	-	-	(11,333)
Finance costs	(369)	(18)	-	-	(387)
Share of results in associate					-
Taxation					(1,201)
Non-controlling interest					-
<b>Net profit for the financial period</b>					<u>(12,920)</u>
<b>Other Information</b>					
Segment assets	46,031	117,960	-		162,991
Associate					-
Unallocated corporate assets					418,290
<b>Consolidated total assets</b>					<u>581,281</u>
Segment liabilities	7,869	6,307	-		14,176
Unallocated corporate liabilities					432,283
<b>Consolidated total liabilities</b>					<u>446,459</u>
Capital expenditure	1,512	406	-	-	1,918
Depreciation/ amortization	1,219	195	-	-	1,414



A10. Segmental Reporting (continued)

Corresponding Year To Date 30 September 2020

	Manufacturing RM'000	Trading and investment holding RM'000	Discontinued Operation RM'000	Elimination RM'000	Consolidated RM'000
<b>Revenue</b>					
External	-	-	-	-	-
Inter-segment	-	-	-	-	-
Total revenue	-	-	-	-	-
<b>Results</b>					
Segment results	-	-	-	-	-
Finance costs	-	-	-	-	-
Share of results in associate					-
Taxation					-
Non-controlling interest					-
Net profit for the financial period					-

Geographical Segments

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

	Revenue from external customers by location of customers		Segment assets by location of assets		Capital expenditure by location of assets	
	YTD 30 Jun 2021 RM'000	YTD 30 Jun 2020 RM'000	YTD 30 Jun 2021 RM'000	YTD 30 Jun 2020 RM'000	YTD 30 Jun 2021 RM'000	YTD 30 Jun 2020 RM'000
<b>Continuing operations</b>						
Malaysia	99,882	-	85,032	-	1,918	-
Vietnam	-	-	497,249	-	-	-
	99,882	-	582,281	-	1,918	-

A11. Subsequent Material Events

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.

**TOYO VENTURES HOLDINGS BERHAD**  
 Company No. 202001001322 (1357641-P)

**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 September 2021 (30 September 2020 : RM13,480,000).

**A14. Capital Commitments**

	15 months ended 30 Sep 2021 RM'000	15 months ended 30 Sep 2020 RM'000
Approved and contracted but not provided for:		
- Investment Property	-	-
- Property, Plant & Machinery	-	-
<b>Total</b>	<u>-</u>	<u>-</u>

**B. ADDITIONAL INFORMATION REQUIRED BY BURSA SECURITIES LISTING REQUIREMENTS**

**B1. Review of Performance**

For the current quarter ended ended 30 September 2021, the Group registered revenue and loss before tax of RM18.29 million and RM13.06 million respectively. Year to date, the Group posted revenue and loss before tax of RM99.88 million and RM12.92 million respectively.

The Group's manufacturing segment contributed revenue of RM68.61 million which is approx. 68.7% of the total revenue for the current financial year ended 30 September 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 RM31.27 million which accounted for approx. 31.3% 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 30 June 2021 to 30 September 2021.

**B2 Comparison with Preceding Quarter's Results**

**Quarter ended 30 September 2021 vs 30 June 2021**

	3 months ended 30 September 2021 RM'000	3 months ended 30 June 2021 RM'000
Revenue	18,288	20,695
(Loss)/Profit before tax	(13,061)	(2,144)

For the current quarter ended 30 September 2021 ("5Q 2021"), the Group revenue reduced to RM18.29 million from RM 20.70 million in the preceding quarter ended 30 June 2021 ("4Q 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 13.06 million for 5Q 2021 compared to RM 2.14 million for 4Q 2021 and the decline in the financial performance for the current quarter under review mainly attributable to costs related to the power plant project in Vietnam being expensed off during the current quarter.

**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 September 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 Current quarter ended 30/09/2021 RM'000	QUARTER Corresponding quarter ended 30/09/2020 RM'000	CUMULATIVE Current year to date ended 30/09/2021 RM'000	QUARTER Corresponding year to date ended 30/09/2020 RM'000
Malaysia Income Tax				
-Provision for the period	(103)	-	(1,208)	-
Deferred Taxation				
-Provision for the period	19	-	7	-
	(84)	-	(1,201)	-

**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 tranche 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	24,500	12,788	Within one (1) year
Estimated expenses in relation to the Private Placements	650	545	Completed
	<u>25,150</u>	<u>13,333</u>	

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:

	30/09/2021 RM'000	30/09/2020 RM'000
<b>Short term borrowings</b>		
<b>Secured</b>		
Bankers' acceptances	2,800	3,181
Bank overdrafts	-	2,977
	<u>2,800</u>	<u>6,158</u>
<b>Total</b>	<u>2,800</u>	<u>6,158</u>

**B9. Material Litigations**

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

**B10. Dividend**

The Board has recommended a final single tier dividend of 1.0 sen per ordinary share in respect of the financial year ended 30 September 2021. The proposed dividend shall be subject to approval of the shareholders at the forthcoming Annual General Meeting to be held on a date, which shall be announced later.

**B11. Disclosures of derivatives**

There were no outstanding derivatives as at 30 September 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 September 2021.

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

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

	Individual quarter ended 30/09/2021 RM'000	Cumulative quarter ended 30/09/2021 RM'000
Other income	198	1,613
Interest expense	(53)	(387)
Depreciation of property, plant and equipment	(335)	(1,413)
Foreign exchange (loss)/ gain	(62)	613

**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 Current quarter ended 30/09/2021 RM'000	QUARTER Corresponding quarter ended 30/09/2020 RM'000	CUMULATIVE Current year to date ended 30/09/2021 RM'000	QUARTER Corresponding year to date ended 30/09/2020 RM'000
Profit / (Loss) attributable to shareholders	(13,145)	-	(12,920)	-
Weighted average number of ordinary shares in issue	117,703	-	117,703	-
Basic earnings per share (sen)	(11.17)	-	(10.98)	-

**TOYO VENTURES HOLDINGS BERHAD**  
 Company No. 202001001322 (1357641-P)

**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 30/09/2021 RM'000	QUARTER Corresponding quarter ended 30/09/2020 RM'000	CUMULATIVE Current year to date ended 30/09/2021 RM'000	QUARTER Corresponding year to date ended 30/09/2020 RM'000
Profit / (Loss) attributable to shareholders	(13,145)	-	(12,920)	-
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	-	171,200	-
Basic earnings per share (sen)	(7.68)	-	(7.55)	-

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 November 2021