

EURO HOLDINGS BERHAD

[Registration No.: 200401008055 (646559-T)]

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE QUARTER ENDED 31 MAR 2022
(The figures have not been audited)**

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter 31/03/2022 RM'000	Preceding Year Corresponding Quarter 31/03/2021 RM'000	Current Year To Date 31/03/2022 RM'000	Preceding Year Corresponding Period 31/03/2021 RM'000
Continuing Operations:				
Revenue	58,904	16,258	58,904	16,258
Cost of sales	(56,560)	(13,045)	(56,560)	(13,045)
Gross profit	<u>2,344</u>	<u>3,213</u>	<u>2,344</u>	<u>3,213</u>
Other income	85	91	85	91
Operating expenses	(1,709)	(2,505)	(1,709)	(2,505)
Finance costs	(701)	(339)	(701)	(339)
Profit before taxation	<u>19</u>	<u>460</u>	<u>19</u>	<u>460</u>
Taxation	-	-	-	-
Profit for the period / Total comprehensive profit for the period	<u><u>19</u></u>	<u><u>460</u></u>	<u><u>19</u></u>	<u><u>460</u></u>
Attributable to:				
Owners of the Company	33	490	33	490
Non-controlling interest	(14)	(30)	(14)	(30)
	<u>19</u>	<u>460</u>	<u>19</u>	<u>460</u>
Earnings per share				
- Earnings per share (sen)	<u><u>0.004</u></u>	<u><u>0.061</u></u>	<u><u>0.004</u></u>	<u><u>0.061</u></u>

Notes:

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2021 and the accompanying explanatory notes attached to the interim financial statements.

EURO HOLDINGS BERHAD

[Registration No.: 200401008055 (646559-T)]

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**AS AT 31 MAR 2022****(The figures have not been audited)**

	As At 31/03/2022 RM'000	As At 31/12/2021 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	38,200	38,576
Right-of-use assets	-	2
	<u>38,200</u>	<u>38,578</u>
Current assets		
Property development cost	25,535	30,573
Inventories	16,233	12,597
Trade receivables	13,861	11,277
Other receivables, deposits and prepayments	9,170	7,069
Tax recoverable	603	397
Fixed deposit	6,778	6,757
Cash and bank balances	469	2,141
	<u>72,649</u>	<u>70,811</u>
TOTAL ASSETS	<u><u>110,849</u></u>	<u><u>109,389</u></u>
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	48,402	48,402
Fair Value Reserve	1,591	1,591
Retained Earnings	(5,632)	(5,665)
	<u>44,361</u>	<u>44,328</u>
Non-controlling interest	(803)	(789)
Total equity	<u><u>43,558</u></u>	<u><u>43,539</u></u>
Non-current liabilities		
Term loans and borrowings	7,769	7,769
	<u>7,769</u>	<u>7,769</u>
Current liabilities		
Trade payables	7,065	11,340
Other payables and accruals	16,310	14,901
Amount due to director	15,761	10,875
Bank overdrafts	12,927	11,737
Bills payable	-	1,509
Term loans and borrowings	6,896	7,192
Lease liabilities	39	3
Tax payable	524	524
	<u>59,522</u>	<u>58,081</u>
Total liabilities	<u><u>67,291</u></u>	<u><u>65,850</u></u>
TOTAL EQUITY AND LIABILITIES	<u><u>110,849</u></u>	<u><u>109,389</u></u>
Net Assets Per Share (RM)	0.0553	0.0553

Notes:

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2021 and the accompanying explanatory notes attached to the interim financial statements.

EURO HOLDINGS BERHAD

[Registration No.: 200401008055 (646559-T)]

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE QUARTER ENDED 31 MAR 2022
(The figures have not been audited)**

	Attributable to Equity Holders of the Company			Total	Non- Controlling Interest	Total Equity
	Non-distributable Share Capital	Distributable Fair Value Reserve	Distributable Retained Earnings			
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 January 2022	48,402	1,591	(5,665)	44,328	(789)	43,539
Total comprehensive profit/(loss) for the period	-	-	33	33	(14)	19
At 31 March 2022	48,402	1,591	(5,632)	44,361	(803)	43,558
At 1 January 2021	48,402	-	16,071	64,473	887	65,360
Total comprehensive profit/(loss) for the period	-	-	490	490	(30)	460
At 31 March 2021	48,402	-	16,561	64,963	857	65,820

Notes:

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2021 and the accompanying explanatory notes attached to the interim financial statements.

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[Registration No.: 200401008055 (646559-T)]

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MAR 2022
(The figures have not been audited)**

	Current Period Ended 31/03/2022 RM'000	Preceding Period Ended 31/3/2021 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	19	460
Non-cash items	378	441
Non-operating items	257	277
Operating profit before working capital changes	<u>654</u>	<u>1,178</u>
Inventories	(3,636)	(1,303)
Trade and other receivables	(4,666)	(1,782)
Trade and other payables	(2,866)	1,823
Cash used in operations	<u>(10,514)</u>	<u>(84)</u>
Property development costs	5,038	324
Tax paid	(206)	(81)
Interest paid	-	(500)
NET CASH USED IN OPERATING ACTIVITIES	<u>(5,682)</u>	<u>(341)</u>
CASH FLOWS FROM INVESTING ACTIVITY		
Interest received	104	305
NET CASH GENERATED FROM INVESTING ACTIVITY	<u>104</u>	<u>305</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(697)	-
Repayment of hire purchase payables & lease liabilities	36	(114)
Advances From A Director	4,886	-
Net drawdown/(repayment) of term loans and borrowings	(1,509)	(914)
NET CASH GENERATED FROM/(USED IN) FINANCING ACTIVITIES	<u>2,716</u>	<u>(1,028)</u>
Net decrease in cash and cash equivalents	(2,862)	(1,064)
Cash and cash equivalents at beginning of the financial period	(9,596)	(10,517)
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL PERIOD*	<u>(12,458)</u>	<u>(11,581)</u>

*Cash and cash equivalents at the end of the financial period comprised the following:

Bank overdrafts	(12,927)	(12,791)
Cash and bank balances	469	1,210
Fixed deposits	6,778	6,971
	<u>(5,680)</u>	<u>(4,610)</u>
Less: Fixed deposits pledged to a bank for credit facilities	(6,778)	(6,971)
	<u>(12,458)</u>	<u>(11,581)</u>

Notes:

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the annual financial statements for the financial year ended 31 December 2021 and the accompanying explanatory notes attached to the interim financial statements.

EURO HOLDINGS BERHAD

[Registration No.: 200401008055 (646559-T)]

NOTES TO THE INTERIM FINANCIAL STATEMENTS - QUARTER ENDED 31 MAR 2022

A1. Basis of preparation

The condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the requirements of Paragraph 9.22 of the Main Listing Requirements ("Main LR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting. The condensed consolidated interim financial statements also comply with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board.

The notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2021. The condensed consolidated interim financial statements and notes thereon however do not include all of the information required for a full set of financial statements prepared in accordance with MFRSs and should be read in conjunction with the annual consolidated financial statements of the Company for the financial year ended 31 December 2021.

A2. Significant Accounting Policies

The significant accounting policies, methods of computation and basis of consolidation applied in the unaudited condensed consolidated interim financial statements are consistent with those adopted in the annual audited financial statements of the Group for the financial year ended 31 December 2021, except for the adoption of the MFRSs, amendments and interpretations which are effective from the financial period beginning 1 January 2022.

A3. Auditors' Report

The auditors' report on the financial statements for the financial year ended 31 December 2021 was not qualified.

A4. Seasonal and Cyclical Factors

The Group's operations were not materially affected by seasonal or cyclical factors during the financial period under review.

A5. Unusual items affecting assets, liabilities, equity, net income or cash flows

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the current quarter ended 31 March 2022.

A6. Material Changes in Estimates of Amounts Reported

There were no material changes in accounting estimates that have a material effect in the current quarter under review and financial period to date.

A7. Changes in Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayment of debts and equity securities for the current quarter ended 31 March 2022.

A8. Dividends Paid

No dividends were paid by the Company in the current quarter ended 31 March 2022.

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[Registration No.: 200401008055 (646559-T)]

NOTES TO THE INTERIM FINANCIAL STATEMENTS - QUARTER ENDED 31 MAR 2022

A9. Segmental Reporting

For the financial period ended 31 March 2022, the Group's financial information is analysed by operating segments as follows:

Financial period ended 31 March 2022:

	Manufacturing RM'000	Property RM'000	Investment Holding RM'000	Elimination RM'000	Total RM'000
Revenue					
Local	55,519	763	-	(265)	56,017
Exports	2,887	-	-	-	2,887
	<u>58,406</u>	<u>763</u>	<u>-</u>	<u>(265)</u>	<u>58,904</u>
Results					
Segment Results	(260)	113	(784)	1,651	720
Finance costs	(523)	-	(426)	248	(701)
Profit/(Loss) before taxation	(783)	113	(1,210)	1,899	19
Taxation	-	-	-	-	-
Profit/(Loss) after taxation	<u>(783)</u>	<u>113</u>	<u>(1,210)</u>	<u>1,899</u>	<u>19</u>
Net Assets as at 31 March 2021	<u>49,264</u>	<u>26,375</u>	<u>20,280</u>	<u>(52,360)</u>	<u>43,559</u>

Financial period ended 31 March 2021:

	Manufacturing* RM'000	Property RM'000	Investment Holding RM'000	Elimination RM'000	Total RM'000
Revenue					
Local	13,327	2,109	-	-	15,436
Exports	822	-	-	-	822
	<u>14,149</u>	<u>2,109</u>	<u>-</u>	<u>-</u>	<u>16,258</u>
Results					
Segment Results	(354)	1,435	(141)	(141)	799
Finance costs	(561)	-	81	141	(339)
Profit/(Loss) before taxation	(915)	1,435	(60)	-	460
Taxation	-	-	-	-	-
Profit/(Loss) after taxation	<u>(916)</u>	<u>1,435</u>	<u>(60)</u>	<u>-</u>	<u>460</u>
Net Assets as at 31 March 2021	<u>55,556</u>	<u>36,778</u>	<u>49,765</u>	<u>(76,279)</u>	<u>65,820</u>

A10. Material Events Subsequent to the End of the Financial Period

There were no material events between the end of the financial period and the date of this report that have not been reflected in the financial statements for the financial period.

A11. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current quarter and financial period under review.

A12. Capital Commitments

	As at 31/3/2022 RM'000
Property, plant and machinery	
Contracted but not provided for	<u>-</u>

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NOTES TO THE INTERIM FINANCIAL STATEMENTS - QUARTER ENDED 31 MAR 2022**A13. Contingent Liabilities and Contingent Assets**

Contingent Liabilities of the Group and of the Company of a material nature are as follows:

	Group As at 31/3/2022 RM'000	Company As at 31/3/2022 RM'000
(a) Guarantees		
Corporate guarantees given to:		
- financial institutions for credit facilities granted to subsidiary companies	38,978	38,978
- third parties for credit facilities granted to subsidiary companies	200	200
- third parties for credit facilities granted to main contractor	2,583	1,446
	41,761	40,624

PART B : ADDITIONAL INFORMATION REQUIRED BY APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**B1. Review of Performance**

	Current Quarter Ended 31/03/2022 RM'Million	Preceding Year Corresponding Quarter Ended 31/03/2021 RM'Million	Current Period Ended 31/03/2022 RM'Million	Preceding Period Ended 31/03/2021 RM'Million
Revenue				
- Manufacturing	58.1	14.1	58.1	14.1
- Property	0.8	2.1	0.8	2.1
	58.9	16.3	58.9	16.3
Profit before taxation	0.02	0.46	0.02	0.46

Manufacturing Division

The revenue of Q1 2022 recorded at RM58.1 million, an increase of RM44.0 million as compared to RM14.1 million of the corresponding quarter in preceding year

Despite a surge raw material prices, the financial performance of the Group in the first quarter of 2022 had achieve marginal profit of RM0.02 million.

Property Division

The revenue of Q1 2022 recorded was RM0.8 million, a decrease of RM1.3 million as compared to RM2.1 million of the corresponding quarter in preceding year due to completion of the project.

The Group's profit before tax of current quarter was recorded at RM0.02 million as compared to a profit before tax of RM0.46 million of the corresponding quarter in preceding year.

B2. Variation of Results Against Preceding Quarter

	Current Quarter ended 31/03/2022 RM'Million	Preceding Quarter ended 31/12/2021 RM'Million
Revenue		
- Manufacturing	58.1	89.5
- Property	0.8	(10.1)
	58.9	79.4
Profit/(Loss) before taxation	0.02	(3.1)

Revenue for current quarter was recorded at RM58.9 million, a decrease of RM20.5 million as compared to RM79.4 million of the preceding quarter, mainly due to lower orders during the festivity seasons.

The Group's profit before tax of current quarter was RM0.02 million as compared to loss before tax of RM3.1 million reported in the preceding quarter mainly due to continuous provision of Liquidated Ascertained Damages ('LAD') on the property segment, the Certificate of Completion and compliance ("CCC") is expected to be obtained by end of Q1 2022.

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NOTES TO THE INTERIM FINANCIAL STATEMENTS - QUARTER ENDED 31 MAR 2022**B3. Variance of Actual and Forecast Profit**

Not applicable as there is no profit forecast or profit guarantee issued.

B4. Loss for the Quarter/Period

Loss for the quarter/period is arrived at after charging/(crediting) :-

	Current Quarter Ended 31/03/2022 RM'000	Preceding Year Corresponding Quarter Ended 31/03/2021 RM'000	Current Period Ended 31/03/2022 RM'000	Preceding Period Ended 31/03/2021 RM'000
Interest Income	(104)	(91)	(104)	(91)
Interest expense	697	494	697	494
Depreciation & amortisation	379	576	379	576
Foreign exchange (gain)/loss	19	(115)	19	(115)
Loss/(Gain) on derivatives	-	42	-	42
Net additions/(reversal) of impairment loss on trade-receivables	265	-	265	-

B5. Current Year Prospects

The operating environment amid the recovery on Covid-19 pandemic continues to be challenging. The Group will manage these challenges by constantly reviewing its financial performance and exercising prudence in its decisions. The Group will continue to implement strategies to increase revenue while continue to review cost saving measures.

The Manufacturing Division will leverage on its strong base of export clientele and explore new countries to diversify its market base as a growth strategy and managing its business risk. Its extensive range of high quality products will ensure the long-term sustainability growth of the business. The Group will be focusing on growth markets within the Asean and Asia regions. The Division is also working to increase revenue via the E-commerce initiatives.

In regards to Property Division, Damai Vista Condominium Project is still striving to achieve the Certificate of Completion and Compliance ("CCC") which is expected to be obtained by end of Q1 2022. The Division will adopt suitable marketing strategies for the sale of unsold completed units.

B6. Taxation

	Current Quarter Ended 31/03/2022 RM'000	Preceding Year Corresponding Quarter Ended 31/03/2021 RM'000	Current Period Ended 31/03/2022 RM'000	Preceding Period Ended 31/03/2021 RM'000
<u>Current taxation</u>				
-current year	-	149	-	149
-prior year	-	-	-	-
	-	149	-	149
Deferred taxation	-	-	-	-
	-	149	-	149

The effective tax rate for the quarter ended 31 March 2022 was lower than the statutory income tax rate mainly due to carry forward losses of subsidiary in prior year.

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NOTES TO THE INTERIM FINANCIAL STATEMENTS - QUARTER ENDED 31 MAR 2022

B7. Corporate Proposal

The following corporate proposals as announced by the Company have not been completed as at 20 May 2022 (being the latest practicable date which is not earlier than 7 days from the date of issuance of this report. The Company continues to engage with Bursa on appropriate actions.

Proposed Acquisition I, Proposed Acquisition II, Proposed Debt Settlement, Proposed Special Issue, Proposed Bonus Issue of Warrants and Proposed Diversification.

On 8 October 2021, on behalf of the Board of Directors of Euro, M&A Securities Sdn. Bhd. ("M&A") had announced that the Company was proposing to undertake the following:-

- 1 Proposed Acquisition of a parcel of leasehold land together with on-going renovation of a single-storey showroom complex with a mezzanine floor held under PN 54145, Lot 19403, Mukim Cheng, District Of Melaka Tengah, State of melaka bearing the postal address of 19403-1, Jalan TTC 12, Taman Teknologi Cheng, 75250 Cheng, Melaka on a renovated basis together with the issuance of Certificate of Completion and Compliance from Imponotive Auto Sdn Bhd for the purchase consideration of RM56,000,000 to be stified via issuance of new ordinary shares in EURO.
(Proposed Acquisition I)
- 2 Proposed Acquisition of a parcel of leasehold industrial land erected with four (4) blocks of industrial buildings held under PN 65466, Lot 20111 Mukim Cheng, District of Melaka Tengah, State of Melaka bearing the postal address of 19400-1, Jalan TTC 12, Taman Teknologi Cheng, 75250 Cheng, Melaka from Supreme Power Auto Sdn Bhd for the purchase consideration of RM61,000,000 to be satisfied via issuance of new EURO shares **(Proposed Acquisition II)**
- 3 Proposed settlement of debt owing to Dato' Sri Lim Teck Boon, the Group Managing Director and major shareholder of EURO, via the issuance of 22,301,516 new EURO shares ("Settlement Shares") at the issue price of RM0.4484 per Settlement Share **(Proposed Debt Settlement)**
- 4 Proposed special issue of up to 74,000,000 new EURO Shares, representing 9.2% of the existing issued capital of EURO to S.P.A Furniture Sdn Bhd and third party investors to be identified **(Proposed Special Issue)**
- 5 Proposed bonus issue of up to 579,564,629 free warrants in EURO ("Warrants") on the basis of one (1) Warrant for every two (2) existing shares held on entitled shareholders of the Company on an entitlement date to be determined and announced later **(Proposed Bonus Issue of Warrants)**; and
- 6 Proposed diversification of EURO and its subsidiaries' existing business to include the trading of steel products business segment **(Proposed Diversification)**

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NOTES TO THE INTERIM FINANCIAL STATEMENTS - QUARTER ENDED 31 MAR 2022**B8. Group Borrowings and Debt Securities**

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

	Short Term	Long Term	Total
	RM'000	RM'000	RM'000
<u>Secured</u>			
Overdrafts	12,927	-	12,927
Term loans and borrowings	6,896	7,769	14,665
Lease payables	39	-	39
	<u>19,862</u>	<u>7,769</u>	<u>27,631</u>

All borrowings of the Group are denominated in Ringgit Malaysia.

B9. Dividend

No dividend has been proposed or declared for the financial period ended 31 March 2022 (31 March 2021: Nil).

B10. Derivative Financial Instruments

The Group used forward exchange contracts to hedge the Group's sales denominated in USD, EURO, GBP and SGD. Financial derivatives were recognised on their respective contract dates.

The currency forward contracts were transacted with the Group's bankers. Credit risk for non-performance by the counterparties in these instruments was low.

There is no outstanding position as at 31 March 2022.

B11. Earnings Per Share

The earnings per share for the quarter ended 31 March 2022 is computed as follows:-

	Current	Preceding Year	Current	Preceding
	Quarter	Corresponding	Period	Period
	Ended	Quarter Ended	Ended	Ended
	31/03/2022	31/03/2021	31/03/2022	31/03/2021
Profit for the quarter/period, attributable to ordinary shareholders of the Company (RM'000)	<u>33</u>	<u>490</u>	<u>33</u>	<u>490</u>
Weighted average number of shares ('000)	<u>801,900</u>	<u>801,900</u>	<u>801,900</u>	<u>801,900</u>
Basic Earnings Per Share (sen)	<u>0.004</u>	<u>0.061</u>	<u>0.004</u>	<u>0.061</u>

There is no diluted earnings per share as the Company does not have any convertible financial instruments as at the end of the financial period ended 31 March 2022.

B12. Material Litigation

As at 26 May 2022, there was no material litigation since the last annual balance sheet date except for the following:-

1) Kuala Lumpur High Court ("High Court") Case No. WA-22NCVC-340-05/2019. Chia Wooi Chiew ("CWC") v. Euroland & Development Sdn. Bhd. ("ELD")

Putrajaya Court of Appeal Case No. W-02(IM)(NCVC)-1345-09/2020. ELD v. CWC

Putrajaya Federal Court Case No. 08(j)-422-09/2021(W). CWC v. ELD

On 10 May 2019, ELD had been served with a sealed Writ and Statement of Claim dated 2 May 2019 and 29 April respectively by CWC for, amongst others, specific performance of alleged Sale and Purchase Agreements involving four (4) units of residential property to be developed by ELD and/or a total sum of RM2,800,000 as damages in lieu of specific performance.

ELD has on 15 August 2019 filed an amended Statement of Defence averring that there is no record of the alleged sale and purchase agreements and sales of the said four (4) units. On 18 November 2019, the Court granted CWC application for the legal suit set out in paragraph 2 below to be consolidated into this case. CWC has subsequently on 27 August 2019 filed the amended Reply to Defence dated 27 August 2019.

ELD has on 22 July 2020 filed an application to amend the Statement of Defence but such application was dismissed by the High Court on 22 September 2020. ELD has on 22 September 2020 filed a Notice of Appeal to appeal against the decision of the Court for dismissing the application to amend the Statement of Defence. The Court of Appeal has via an order dated 23 August 2021 set aside the decision of the High Court which dismissed ELD application to amend the Statement of Defence. ELD filed an Amended Statement of Defence and Counterclaim on 3 September 2021 pursuant to the order of the Court of Appeal dated 23 August 2021. CWC then filed an Amended Reply and defence to the Amended Statement of Defence and Counterclaim on 20 September 2021.

On 22 September 2021, CWC had filed the Notice of Motion to apply for leave to appeal to the Federal Court against the Court of Appeal's decision on 23 August 2021. The application for leave to appeal has been dismissed by the Court on 8 December 2021.

ELD had on 22 November 2021 served the Amended Statement of Defence and Counterclaim by way of substituted service.

Trial dates have been fixed on 18 July 2022 and 19 July 2022.

2) Kuala Lumpur High Court ("High Court") Case No. WA-22NCVC-288-05/2019. Goh Bee Ling ("GBL") v. Euroland & Development Sdn. Bhd. ("ELD")

Putrajaya Court of Appeal Case No. W-02(IM) (NCVC)-1341-09/2020. ELD v. GBL

Putrajaya Federal Court Case No. 08(j)-422-09/2021(W). GBL v. ELD

On 30 May 2019, ELD had been served with a sealed Writ and Statement of Claim dated 21 May 2019 and 20 May 2019 respectively, by GBL for, amongst others, specific performance of alleged Sale and Purchase Agreements involving four (4) units of residential property to be developed by ELD and/or a total sum of RM2,800,000 as damages in lieu of specific performance.

ELD has filed a Statement of Defence averring that there is no record of the alleged sale and purchase agreements and sales of the said four (4) units to the plaintiff. On 18 November 2019, the Court granted GBL application to consolidate this case with the legal suit set out in paragraph (1) above. The plaintiff has subsequently filed the Reply to Defence dated 26 July 2019.

ELD has on 22 July 2020 filed an application to amend the Statement of Defence but such application was dismissed by the Court on 22 September 2020. ELD has on 22 September 2020 filed a notice of appeal to appeal against the decision of the Court for dismissing the application to amend the Statement of Defence. The Court of Appeal has via an order dated 23 August 2021 set aside the decision of the High Court which dismissed ELD application to amend the Statement of Defence. ELD filed an amended Statement of Defence and Counterclaim on 3 September 2021 pursuant to the order of the Court of Appeal dated 23 August 2021. The plaintiff then filed an Amended Reply and Defence to the Amended Statement of Defence and Counterclaim on 20 September 2021.

On 22 September 2021, GBL had filed the Notice of Motion to apply for leave to appeal to the Federal Court against the Court of Appeal's decision on 23 August 2021. The application for leave to appeal has been dismissed by the Court on 8 December 2021.

ELD had on 22 November 2021 served the Amended Statement of Defence and Counterclaim by way of substituted service.

Trial dates have been fixed on 18 July 2022 and 19 July 2022.

3 Kuala Lumpur Session Court ("Session Court") Case No. WA-B52NCC-102-03/2019. Bina-Pile Industries Sdn. Bhd. ("Bina-Pile) v. All Ways Builder Sd Bhd ("AWB") and Euroland & Development Sdn. Bhd. ("ELD")

Kuala Lumpur High Court ("High Court") Case No. WA-12BNCC-16-07/2020. Bina-Pile v. ELD

Putrajaya Court of Appeal ("Appeal Court") Case No. W-04(NCC)(W)-225-05/2021. ELD v. Bina-Pile

Shah Alam High Court ("High Court") Case No. BA-28NCC-537-11/2021. Bina-Pile v. ELD (Winding-Up Petition).

Bina-Pile claimed for RM996,205.51 against the debts due and owing by AWB where ELD acts as corporate guarantor guaranteeing the payment to Bina-Pile for material supplied to AWB. The Sessions Court had on 22 July 2020 delivered a Judgement against Bina-Pile, pursuant to which Bina-Pile's claim against ELD is dismissed with cost of RM10,000.00 to be paid by Bina-Pile to ELD.

Bina-Pile has on 23 July 2020 filed a Notice of Appeal dated 23 July 2020 to appeal against the Sessions Court's Judgement. The High Court has on 26 April 2021 allowed the said appeal.

ELD has on 4 May 2021 filed a Notice of Appeal to appeal against the decision of the High Court. The Court of Appeal has on 19 January 2022 dismissed the said appeal. ELD has on 11 January 2022 filed a committal application against the Plaintiff and its Directors, namely Heng Kai Huat, Heng Hau Chong and Heng Haw Choi, for an order that the latter be committed for their contempt of the court. The application was dismissed on 19 February 2022.

ELD has been served with a winding-up petition dated 8 November 2021 by Bina-Pile on 15 December 2021. Bina-Pile has, on 26 April 2021, obtained an order for, inter alia, the sum of RM996,205.51 with interest of 5% per annum from the date of the order and costs of RM15,000 against ELD in the legal suit W-04(NCC)(W)-225-05/2021 as disclosed above.

On 28 September 2021, Bina-Pile served a notice of demand dated 27 September 2021 on ELD, demanding the payment of RM1,032,357.82. The Winding Up Petition filed by Bina-Pile had been withdrawn with liberty to file afresh with settlement being reached.

4 Kuala Lumpur High Court Case No. WA-22NCVC-890-12/2019. Tan Kim Swat ("TKS") v. Euroland & Development Sdn. Bhd. ("ELD"), Choong Yueng Keong @ Tong Yuen Keong ("CYK"), Tong Yun Mong ("TYM"), Tong Kah Hoe ("TKH"), Ong Kar Voi, Alex Boon Thai Woo, Chin Jing Shen, Veronica a/p Steevan and Messrs K.V. Ong, Chua & Partners ("& 8 Others")

Putrajaya Court of Appeal Case No. W-02(IM)(NCVC)-1217-06/2021. ELD v. Tan Kim Swat ("TKS")

ELD had been served with a sealed Writ and Statement of Claim both dated 14 January 2020 and subsequently with an amended Statement of Claim dated 12 August 2020, by TKS for, amongst others, a total sum of RM1,552,118 as damages of alleged sale and purchase agreements involving two (2) units of residential property to be developed by ELD and/or general damages.

ELD has filed the Statement of Defence and Counterclaim dated 10 February 2020 to counter claim against TKS and TKH for conspiracy to defraud

TKS has subsequently filed the Reply to Defence and Counterclaim dated 27 February 2020. CYK and TYM have filed an application to strike out TKS claim on 11 March 2020. The High Court has on 12 August 2020 granted an order to allow the said application to strike out TKS claim with costs of RM3,000.00 to be paid by TKS. The 5th, 6th, 8th and 9th defendant have on 18 June 2020 filed an application to strike out TKS claim, but the High Court has dismissed such application.

ELD has on 1 February 2021 filed a Notice of Application to amend its Statement of Defence and Counterclaim, but such application was dismissed by the High Court on 18 June 2021. ELD has on 21 June 2021 filed a Notice of Appeal to appeal against the decision of the High Court which dismissed ELD's application to amend the Statement of Defence and Counterclaim.

The trial has been fixed on 7 September 2022, 26 September 2022, 13 October 2022 and 9 November 2022 respectively.

EURO HOLDINGS BERHAD

[Registration No.: 200401008055 (646559-T)]

NOTES TO THE INTERIM FINANCIAL STATEMENTS - QUARTER ENDED 31 MAR 2022

5 Kuala Lumpur High Court Case No. WA-22NCC-632-12/2020 (previously known as BA-B52NCC-133-07/2020). ADY Marketing Sdn Bhd ("ADY") v. All Ways Builder Sdn Bhd (1st Defendant), Euro Holdings Berhad ("EHB" or 2nd Defendant), Wong Kin Sing (3rd Defendant) and Chia Chiw Hoon (4th Defendant)

EHB has been served with a sealed Writ dated 1 July 2020 and a sealed amended Statement of Claim dated 6 July 2020 for, amongst others, a principal sum of RM493,634.03 and late payment interest of RM137,746.74 owing and accumulated by All Ways Builder where EHB acts as guarantor for full repayment of the overdue debt owing by All Ways Builder to ADY.

EHB subsequently on 14 August 2020 filed the Statement of Defence and Counterclaim dated 14 August 2020, where EHB has counterclaimed against ADY for, inter alia, the following:-

- 1) a declaration that ADY has conspired with the conspirators vide unlawful means to cheat and/or to deceive EHB which caused EHB to suffer losses;
- 2) a declaration that ADY has conspired with the conspirators with the intention or purpose to insure and/or affect EHB and/or to cause EHB to suffer losses; and
- 3) damages to be assessed by the Court for the losses suffered by EHB based on the conspiracy actions of ADY and the conspirators against EHB.

ADY has on 27 August 2020 filed the Reply and Defence to the Counterclaim dated 27 August 2020. ADY filed a Notice of Application for Summary Judgement against EHB on 27 August 2020 and the Application for Summary Judgement has been dismissed on 3 November 2020. The matter has been consolidated with WA-22NCC-246-06/2020 and WA-22NCC-137-03/2021 (previously known as WA-B52NCC-41-01/2021) as disclosed in Note 6 and 8 respectively.

The next case management to be heard on 27 June 2022 to fix new trial dates and pre-trial case management.

6 Kuala Lumpur High Court Case No. WA-22NCC-246-06/2020. ADY Marketing Sdn. Bhd. v. Euroland & Development Sdn. Bhd. ("ELD") v. Euro Holdings Berhad ("EHB")

ELD and EHB have been served with a sealed Writ dated 17 June 2020 and a sealed amended Statement of Claim dated 18 August 2020 for, amongst others, a principal sum of RM1,416,753.60 owing and accumulated by ELD, where EHB acts as guarantor for full repayment of the overdue debt owing by ELD to ADY. ADY has further claimed against ELD for the remaining sum of RM120,329.69 which exceeded the limit guaranteed by EHB together with the outstanding late payment interest of RM479,688.07 incurred.

EHB has subsequently on 3 September 2020 filed the amended Statement of Defence and Counter claim dated 26 August 2020, where EHB has counterclaimed against ADY for, inter alia, the following:-

- 1) a declaration that ADY has conspired with the conspirators vide unlawful means to cheat and/or to deceive EHB and ELD which caused them to suffer losses; and
- 2) damages to be assessed by the Court for the losses suffered by EHB and ELD based on the conspiracy action of ADY and the conspirators against them.

ADY has on 1 September 2020 filed the Reply and Defence to Counterclaim dated 28 August 2020.

ADY has also on 26 August 2020 filed a Notice of Application for Summary Judgement against EHB and ELD and the said application has been withdrawn on 15 October 2020.

ADY has filed a Notice of Application to strike out EHB and ELD counterclaims and the said application has been withdrawn.

The matter had been consolidated with WA-22NCC-137-03/2021 (previously known as WA-B52NCC-41-01/2021) and WA-22NCC-632-12/2020 (previously known as BAB52NCC-133-07/2020) as disclosed in Note 5 and 8 respectively.

The next case management to be heard on 27 June 2022 to fix new trial dates and pre-trial case management.

7 Kuala Lumpur High Court Case No. WA-22NCVC-856-12/2020. Yap Yih Tze ("YYT") v. Euroland & Development Sdn. Bhd. ("ELD")

ELD has been served with a Writ and Statement of Claim both dated 29 December 2020, by YYT for, amongst others, an order for specific performance whereby ELD shall register two (2) units of the residential property to be developed by ELD onto YYT name and/or an alternative, an order that ELD shall repay the full payment of RM600,000.00 made by YYT to ELD for the said two (2) units and/or general damages.

ELD has filed the Statement of Defence and Counterclaim on 4 February 2021 to counter claim against YYT for conspiracy to defraud and YYT has filed the Reply to Defence on 19 February 2021.

The trial has been fixed on 2 October 2022 and 3 October 2022 respectively.

8 Kuala Lumpur Sessions Court Case no. WA-B52NCC-41-01/2021. M South Marketing Sdn Bhd ("M South") v. All Ways builder Sdn Bhd ("All Ways" or 1st Defendant) and Euro Holdings Berhad ("EHB" or 2nd Defendant)

EHB had been served with a Writ and Statement of Claim both dated 20 January 2021, by M South where M South alleged that they has supplied goods to All Ways Builder and EHB has guaranteed the payment for the goods supplied to All Ways Builder.

M South has claimed for, amongst others, a total principal sum of RM315,880.27, late payment interest of RM121,076.52 as at 31 December 2020 and the interest on the principal sum at the rate of 1.5% per annum from 1 January 2021 until full settlement.

EHB has filed the Statement of Defence and Counterclaim on 1 March 2021 to counter claim against M South for conspiracy to defraud and M South has filed the Reply to Defence and Counterclaim on 12 March 2021.

The matter has been consolidated with WA-22NCC-246-06/2020 and WA-22NCC-632-12/2020 (previously known as BAB52NCC-133-07/2020) as disclosed in Note 5 and 6 respectively.

The next case management to be heard on 27 June 2022 to fix new trial dates and pre-trial case management.

9 Shah Alam Sessions Court ("Sessions Court") Case no. BA-A52NCVC-25-01/2021. Ban Hee Metal Sdn. Bhd. ("Ban Hee") v. All Ways Builder Sdn Bhd ("AWB" or 1st Defendant) and Euroland & Development Sdn. Bhd. ("ELD" or 2nd Defendant)

Shah Alam High Court ("High Court") Case no. BA-12ANCVC-106-07/2021. Ban Hee Metal Sdn. Bhd. ("Ban Hee") v. All Ways Builder Sdn Bhd ("AWB" or 1st Defendant) and Euroland & Development Sdn. Bhd. ("ELD" or 2nd Defendant)

ELD had been served with a Writ and Statement of Claim both dated 13 January 2021, by the plaintiff where Ban Hee wherein Ban Hee alleged that Ban Hee has supplied goods to AWB and ELD has guaranteed the payment for the goods supplied to AWB.

Ban Hee has claimed for, amongst others, a total principal sum of RM90,284.46, interest accrued as of 30 November 2020 amounting to RM50,655.38 and interest on the principal sum at the rate of 1.5% per annum from 1 December 2020 until full settlement.

ELD has filed the Statement of Defence and Counterclaim on 19 February 2021 to counter claim against the plaintiff and AWB. Ban Hee has filed the Reply to Defence and Counterclaim on 4 March 2021 and AWB has filed the Reply to Counterclaim on 8 March 2021.

Ban Hee has also filed a Notice of Application for Summary Judgement on 8 March 2021 against AWB and ELD. The Sessions Court has on 18 June 2021 dismissed the said application for summary judgement. Ban Hee has on 1 July 2021 filed a Notice of Appeal against the decision of the Sessions Court for dismissing Ban Hee application for summary judgement. The High Court has on 29 October 2021 dismissed the said appeal.

ELD has on 15 February 2022 filed an application to transfer this legal suit under the Sessions Court to the High Court to be heard together with legal suits WA-22NCC-246-06/2020 and WA-22NCC-632-12/2020 (previously known as BAB52NCC-133-07/2020) as disclosed in Note 5 and 6 respectively.

Trial dates have been fixed on 2 December 2022, 7 December 2022 and 8 December 2022 respectively.

10 Shah Alam Sessions Court ("Sessions Court") Case no. BA-22NCVC-447-10/2020. Tan Chee Who, Phan Work Kei and Bestphone Trading ("the Plaintiffs") v. Tong Kah Hoe, Tong Yun Mong ("TYM") and Euroland & Development Sdn. Bhd. ("ELD" or 3rd Defendant)

ELD had been served with a Writ and Statement of Claim both dated 28 October 2020, by the plaintiffs for, amongst others, an order for specific performance of the alleged sale and purchase agreements involving twelve (12) units of residential property to be developed by ELD and/or a total sum of RM2,500,000.00 as damages in lieu of the specific performance.

ELD has filed the Statement of Defence and Counterclaim on 18 January 2020 against the plaintiffs and TYM. The plaintiff has filed the Reply to Defence and Counterclaim on 8 February 2021 and TYM has filed the Reply to Counterclaim on 15 February 2021.

The trial has been fixed on 4 January 2023 and 7 to 13 February 2023 respectively.

11 Kuala Lumpur High Court Case No. WA-22NCVC-127-03/2019. Supreme Code Land Sdn. Bhd. ("SCL" or plaintiff) v. Euroland & Development Sdn. Bhd. ("ELD" or Defendant)

Putrajaya Court of Appeal ("Court of Appeal") Case No. W-02(NCVC)(W)-1248-09/2020. Euroland & Development Sdn. Bhd. ("ELD") v. Supreme Code Land Sdn. Bhd. ("SCL")

On 14 March 2019, ELD had been served with a sealed Writ and Statement of Claim both dated 7 March 2019 by SCL for, amongst others, specific performance of alleged sale and purchase agreements involving four (4) units of residential property to be developed by ELD and/or a total sum of RM3,062,284 as damages in lieu of specific performance.

The Kuala Lumpur High Court, on 10 August 2020, granted:-
1) An order for the judgement sum of RM1,200,000 to be paid by ELD to SCL; and
2) An order for costs of RM35,000 to be paid by ELD to SCL.

ELD had on 9 September 2020 filed a Notice of Appeal to appeal against the decision of the High court. The Court of Appeal had on 1 October 2021 granted a stay order wherein the current appeal proceeding will be stayed pending the disposal of the legal suit WA-22NCVC-288-05/2019 and WA-22NCVC-340-05/2019 as disclosed under Note 1 and 2 respectively.

The court of Appeal had on 6 April 2022 fixed further case management on 11 August 2022 to update the development of the High Court trial which has been fixed on 17 July 2022 and 19 July 2022 respectively.

12 Kuala Lumpur High Court ("High Court") Case No. WA-22NCVC-55-02/2021. Lim Yeow Hon & 3 Others ("LYH") v. Euroland & Development Sdn. Bhd. ("ELD" or 1st Defendant) & 11 Others ("Defendants")

ELD had been served with a Writ and Statement of Claim both dated 1 February 2021, by LYH for, amongst others, specific damages of RM1,200,000.00, loss of profit of RM1,520,000.00 and exemplary damages for the alleged sale and purchase agreements entered into between LYH and ELD in relation to five (5) units of residential property to be developed by ELD.

ELD has filed their statement of Defence and Counterclaim on 3 May 2021 and LYH in return filed the Reply to Defence and Counterclaim on 23 July 2021.

The fifth to eight defendants, as well as the second and third defendants had filed an application to strike out LYH claim. The hearing for both applications have been fixed on 26 May 2022.

13 Shah Alam Sessions Court ("Sessions Court") Case No. BA-B52NCVC-113-04/2021. Loh Teck Wah ("LTW") v. Euroland & Development Sdn. Bhd. ("ELD")

ELD had been served with a Writ and Statement of Claim both dated 16 April 2021, by LTW for, amongst others, judgement sum of RM500,000.00 where LTW alleged that LTW and ELD had entered into a friendly loan agreement where ELD has failed to repay the sum of RM500,000.00 to LTW pursuant to the friendly loan agreement. ELD had on 19 May 2021 filed its Statement of Defence and Counterclaim.

The case has been transferred to the High Court of Shah Alam on 3 September 2021 and hearing of the said application was scheduled to be heard on 16 June 2022.

14 Kuala Lumpur High Court ("High Court") Case No. WA-22NCC-355-08/2021. All Ways Builder Sdn. Bhd. ("AWB") v. Euroland & Development Sdn. Bhd. ("ELD") & Euro Holdings Berhad ("EHB")

ELD and EHB had been served with a Writ and Statement of Claim both dated 13 August 2021, by AWB for, amongst others, to jointly and severally pay a sum of RM8,767,031.97 with interest to AWB as the outstanding sum owed. AWB claimed that it is the main contractor of ELD for the projected to be developed and it has completed the project with the "Conditional Certificate of Practical Completion".

ELD and EHB have on 6 October 2021 filed their Defence and Counterclaim against AWB, Chia Chiew Hoon, Wong Kin Sing, Choong Yuen Keong @ Tong Yuen Keong, Tong Yun Mong and Tong Kah Hoe to counterclaim for, amongst others, conspiring in causing ELD and EHB funds to be channeled out through the project. AWB has then filed its Reply to Defence and Defence to the Counterclaim on 27 October 2021.

ELD and EHB had subsequently on 11 October 2021 filed a Notice of Application to strike out AWB's claim or alternatively transfer this legal suit to be heard together with the legal suits WA-22NCC-246-06/2020, WA-22NCC-137-03/2021 (previously known as WA-B52NCC-41-01/2021) and WA-22NCC-632-12/2020 (previously known as BAB52NCC-133-07/2020) as disclosed in Note 5, 6 and 8 respectively.

The next pre-trial case management to be heard on 27 June 2022.

15 Shah Alam High Court ("High Court") Case No. BA-22NCvC-210-05/2021. Chow Ye An & 21 Others ("CYA") v. Euroland & Development Sdn. Bhd. ("ELD")

ELD had been served with a Writ and Statement of Claim both dated 17 May 2021, by a representative action of 22 plaintiffs ("CYA") for, amongst others, a declaration that ELD is responsible to pay RM10,235,977.18 as special damages and specific performance for ELD to be liable to pay all amounts of interest that have accrued and will accrue under the financing facility provided by CYA financiers to CYA for the purchase of the properties to be developed by ELD pursuant to multiple alleged sale and purchase agreements respectively entered into between CYA and ELD.

ELD has filed the Statement of Defence on 2 November 2021 and amended Statement of Defence on 16 November 2021. Euroland has further commenced a third party proceeding against All Ways Builder Sdn. Bhd. ("AWB:") by filing a Third Party Notice on 2 November 2021 and a Notice for Third Party Directions on 25 November 2021 claiming for full indemnity by AWB against CYA claims. The said application has been allowed by the Court on 20 December 2021.

AWB has on 30 December 2021 filed a transfer application for the legal suit BA-22NCV-388-10/2021 as disclosed in Note 16 to be heard together with this legal suit. The High Court has on 9 February 2022 allowed the said application. The next case management has yet to be advised by The High Court.

16 Shah Alam High Court ("High Court") Case No. BA-22BCvC-388-10/2021. Lam Pheng Pheng & Others ("LPP") v. Euroland & Development Sdn. Bhd. ("ELD")

ELD had been served with a Writ and Statement of Claim both dated 4 October 2021, by LPP for, amongst others, a declaration that ELD is responsible to pay RM1,797,925.00 as special damages and specific performance for ELD to be liable to pay all amounts of interest that have accrued and will accrue under the financing facility provided by LPP financiers to LPP for the purchase of the properties to be developed by ELD pursuant to multiple alleged sale and purchase agreements respectively entered into between LPP and ELD.

ELD has filed their Statement of Defence on 3 November 2021 and LPP in return have filed the Reply to Defence on 24 November 2021. ELD has further commenced a third party proceeding against AWB by filing a Third Party Notice on 3 November 2021 and a Notice for Third Party Directions on 18 November 2021 claiming for full indemnity by AWB against LPP. AWB has on 30 December 2021 filed a transfer application for the legal suit BA-22NCVC-210-05/2021 as disclosed in Note 15 to be heard together with this legal suit. The High Court has on 9 February 2022 allowed the said application. The next case management has yet to be advised by the High Court.

B13. Authorisation for Issue

The interim financial report was authorised for issue by the Board of Directors on 26 May 2022.