KAWAN FOOD BERHAD

(Registration No: 200401001942 (640445-V))

(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

		Individual	l Quarter	Cumulativ	e Quarter
	Note	30.6.2023 RM'000	30.6.2022 RM'000	30.6.2023 RM'000	30.6.2022 RM'000
Revenue	8	67,453	80,368	146,556	149,044
Cost of sales	_	(45,675)	(49,096)	(100,222)	(94,341)
Gross profit		21,778	31,272	46,334	54,703
Other income		5,913	1,873	7,423	3,203
Selling & distribution expenses		(12,633)	(13,377)	(22,769)	(22,283)
Administrative expenses		(8,593)	(7,111)	(15,193)	(13,233)
Finance costs	18	(90)	(76)	(183)	(176)
Share of loss of associate	_	(79)	-	(173)	
Profit before tax	17	6,296	12,581	15,439	22,214
Income tax expense	19	(592)	(1,763)	(1,857)	(2,790)
Profit for the period		5,704	10,818	13,582	19,424
Other comprehensive income Exchange differences on translation of		(919)	313	(561)	(450)
foreign operations	-	(919)	313	(301)	(150)
Total comprehensive income for the period		4,785	11,131	13,021	19,274
Profit attributable to:					
Owners of the company Non-controlling interest ("NCI")		5,704	10,841 (23)	13,582	19,445 (21)
Profit for the period	-	5,704	10,818	13,582	19,424
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Total comprehensive income attributable to:					
Owners of the company		4,785	11,154	13,021	19,295
Non-controlling interest		-	(23)	-	(21)
Total comprehensive income for the period		4,785	11,131	13,021	19,274
Earnings per share	25				
Basic (sen)		1.57	3.02	3.75	5.42
Diluted (sen)		1.57	3.01	3.75	5.39

The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2022 and the accompanying explanatory notes attached to the interim financial statements.

KAWAN FOOD BERHAD

(Registration No: 200401001942 (640445-V))

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2023

	Note	30.6.2023 RM'000	31.12.2022 RM'000
ASSETS		Unaudited	Audited
Non-current assets			
Property, plant and equipment		202,737	210,393
Right-of-use assets		16,918	17,051
Investment properties Investment in an associate		7,775 843	7,848
Investment in a joint venture		100	1,616 100
Deferred tax assets		464	464
Deferred tax assets	-	228,837	237,472
Current assets	-	220,007	201,112
Trade and other receivables		57,965	72,547
Investment in quoted shares		9,749	2,799
Inventories		42,739	42,034
Current tax assets		2,614	4,266
Prepayments		5,723	3,111
Cash and cash equivalents		112,343	98,582
	-	231,133	223,339
Total assets	=	459,970	460,811
EQUITY AND LIABILITIES Equity	0.4	404 000	404 000
Share capital	24	184,890	184,890
Treasury shares Translation reserve		(1,345) 7,687	(1,345) 8,248
Share option reserve	21	7,007	0,240
Retained earnings	21	205,636	205,075
Equity attributable to owners of the Company	-	396,868	396,868
Non-controlling interests		-	-
Total equity	- -	396,868	396,868
Liabilities Non-current liabilities			
Deferred tax liabilities	-	12,858	12,703
	-	12,858	12,703
Current liabilities		4.40=	0.000
Loan and borrowings	22	4,407	6,399
Trade and other payables Current tax liabilities		45,837	44,649 192
Current tax habilities	-	50,244	51,240
Total liabilities	-	63,102	63,943
Total equity and liabilities	<u>-</u>	459,970	460,811
Net assets per share attributable to owners of the Company (RM)	=	1.10	1.10

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2022 and the accompanying explanatory notes attached to the interim financial statements.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT 30 JUNE 2023

--Attributable to Owners of the Company----<----Non-distributable----> Distributable Non-Share Translation Share Option Treasury Retained Controlling Total Capital Reserve Reserve shares Earnings Sub Total Interests Equity (Audited) RM'000 RM'000 RM'000 RM RM'000 RM'000 RM'000 RM'000 At 1 January 2022 179,760 10,883 480 177,221 368,344 658 369,002 Net profit for the financial year 38,498 38,498 (21) 38,477 Other comprehensive expense for the (2,635)(2,635)financial year (2,635)Total comprehensive (expense)/income for the financial year (2,635)38,498 35,863 (21) 35,842 Contributions by and distributions to owners - dividend to owners of the Company (10,769)(10,769)(10,769)- issuance of ordinary shares pursuant to ESOS 5,130 (386)4,744 4,744 - share options granted under ESOS 31 31 31 - share options lapsed (125)125 - share buy-back (1,345)(1,345)(1,345)- changes in ownership interest in a subsidiary (637)(637)At 31 December 2022 184,890 8,248 (1,345) 205,075 396,868 396,868 (Unaudited) At 1 January 2023 184,890 205,075 396,868 396,868 8,248 (1,345)13,582 13,582 13,582 Net profit for the financial year Other comprehensive expense for the financial year (561)(561)(561)Total comprehensive (expense)/income for 13,582 the financial year (561)13,021 13,021 Contributions by and distributions to owners -dividends to owners of the Company (13,021)(13,021)(13,021)At 30 June 2023 184,890 (1,345)205,636 396,868 7.687 396.868

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2022 and the accompanying explanatory notes attached to the interim financial statements.

KAWAN FOOD BERHAD

(Registration No: 200401001942 (640445-V))

(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

	Unaudited 30.6.2023 RM'000	Unaudited 30.6.2022 RM'000
Cash flows from operating activities		
Profit before tax	15,439	22,214
Adjustments for:		
Depreciation and amortisation	9,234	9,575
Employee share scheme expenses	-	34
Finance income from deposits	(500)	(477)
Finance costs	183	176
Impairment loss on investment in an associate	600	-
Impairment loss on trade receivables	-	116
Provision for slow moving inventories	-	84
Inventories written off	357	223
Gain on disposal of property, plant and equipment	(3)	(39)
Share of loss in an associate	173	-
Fair value loss on financial assets	50	517
Unrealised gain on foreign exchange	(4,266)	768
Operating profit before working capital changes	21,267	33,191
Changes in working capital:		
Inventories	(1,062)	(4,604)
Trade and other receivables, prepayments		(0= 00=)
and other financial assets	15,841	(25,885)
Trade and other payables	506	9,139
Cash generated from operations	36,552	11,841
Income tax paid	(242)	(2,321)
Net cash from operating activities	36,310	9,520
Cash flows from investing activities		
Acquisition of property, plant and equipment,		
net of interest capitalised	(1,372)	(1,365)
Proceeds from disposal of property, plant and equipment	3	55
Investment in an associate	-	(2,000)
Finance income from deposits	500	477
Investment in quoted shares	(7,000)	- (2.222)
Net cash generated from/(used in) investing activities	(7,869)	(2,833)
Cash flows from financing activities		
Dividends paid to owners of the Company	(13,021)	(10,769)
Acquisition of treasury shares	-	(1,353)
Repayment of loans and borrowings	(1,992)	(2,121)
Finance cost on loans and borrowings	(183)	(176)
Issue of shares by a subsidiary to non-controlling interests	-	23
Net cash used in financing activities	(15,196)	(14,396)
Net decrease in cash and cash equivalents	13,245	(7,709)
Effect of changes in foreign exchange rate	516	(918)
Cash and cash equivalents at beginning of year	98,582	88,601
Cash and cash equivalents at end of year	112,343	79,974

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2022 and the accompanying explanatory notes attached to the interim financial statements.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

1 Basis of Preparation

The condensed consolidated interim financial statements ("interim financial statements") are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("MFRS"), MFRS 134: Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2022. These explanatory notes attached to the interim financial statement 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 2022.

The interim financial statements have been prepared in accordance with the same accounting policies and methods of computation adopted in audited financial statements for the financial year ended 31 December 2022 except the adoption of standards, interpretations and amendments to standards that are mandatory applied beginning on 1 January 2022 did not have any material impact ont the financial statements of the Group.

Effective for financial periods beginning on or after 1 January 2023

Amendments to MFRS 101 Presentation of Financial Statements – Classification of Liabilities as

Current or Non-current

Amendments to MFRS 101 Presentation of Financial Statements – Disclosure of Accounting Policies
Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors –

Definition of Accounting Estimates

Amendments to MFRS 112 Income Taxes – Deferred Tax related to Assets and Liabilities arising

from a Single Transaction

Effective for financial periods beginning on or after 1 January 2024

Amendments to MFRS 16 Leases – Lease Liability in a Sale and Leaseback

Amendments to MFRS 101 Presentation of Financial Statements – Classification of Liabilities as Current or

Non-current

Amendments to MFRS 101 Presentation of Financial Statements – Non-current Liabilities with Covenants

Effective date of these Amendments to Standards has been deferred, and yet to be announced

Amendments to MFRS 10 Consolidated Financial Statements

Amendments to MFRS 128 Investment in Associates and Joint Ventures – Sale or Contribution of Assets

between an Investor and its Associate or Joint Venture

The Group and the Company will adopt the above pronuncements when they become effective in the respective financial periods. These pronouncements are not expected to have any material effect to the financial statements of the Group and the Company upon their initial applications.

2 Qualification of financial statements

There was no qualification made on the preceding audited financial statements.

3 Seasonal or cyclical factors

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

4 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 for the current quarter and financial period ended 30 June 2023.

5 Changes in estimates

There were no changes in estimates that have had any material effect during the current quarter and financial period ended 30 June 2023.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

6 Debt and equity securities

The Company has implemented an Employee Share Option Scheme ("ESOS") of up to 15% of the Company's issued share capital (excluding treasury shares, if any) for the eligible employees of the Group effective from 2 October 2018. On 20 March 2023, the Company had announced the extension of the duration of the ESOS for another 5 years from 2 October 2023 to 1 October 2028.

During the current quarter ended 30 June 2023, no options were exercised as the offer made on 24 November 2021 lapsed on 17 November 2022.

On 26 July 2023, the Company made an offer of ESOS options of 250,000 to eligible employee and the options remained un-exercised.

7 Dividends paid

The following dividends were paid during the current and previous financial year ended:

	31 Dec 2023	31 Dec 2022
First interim dividend		
For the financial year ended	31 Dec 2023	31 Dec 2022
Approval and declared on	22 Feb 2023	1 Mar 2022
Date paid	31 Mar 2023	30 Mar 2022
Number of ordinary shares on which dividends		
were paid ('000)	361,699	358,966
Interim dividend per share (single-tier)	3.6 sen	3.0 sen
Net dividend paid (RM'000)	13,021	10,769

8 Segmental information

The Group's business segments comprise mainly the manufacturing and sale of frozen food products.

Business segmental information therefore has not been prepared as all the Group's revenue, operating profit, assets employed, liabilities, depreciation and amortisation, and non-cash expenses are mainly confined to one business segment.

Geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers.

	3 months	ended		Year-to-dat	e ended	
	30 Jun 2023	30 Jun 2022	Changes	30 Jun 2023	30 Jun 2022	Changes
	RM'000	RM'000	(%)	RM'000	RM'000	(%)
Malaysia	34,294	32,644	5.1%	73,002	64,719	12.8%
China	2,331	1,941	20.1%	4,167	3,435	21.3%
Rest of Asia	7,502	9,341	-19.7%	18,723	20,670	-9.4%
Europe	7,543	9,700	-22.2%	19,588	16,262	20.5%
North America	11,701	22,975	-49.1%	24,313	37,041	-34.4%
Oceania	3,393	2,927	15.9%	5,736	5,770	-0.6%
Africa	689	840	-18.0%	1,027	1,147	-10.5%
Consolidated	67,453	80,368	-16.1%	146,556	149,044	-1.7%

9 Valuation of property, plant and equipment

No revaluation of property, plant and equipment were undertaken during the current quarter under review.

10 Material events subsequent to the end of the interim period

There were no material events subsequent to the end of the current quarter up to the date of this report.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

11 Capital commitments

12

The capital commitments of the Group as at 30 June 2023 is as follows:

		RM'000
Property, plant and equipment Contracted but not provided for	=	1,225
2 Related party transactions		
The Group's related party transactions in the current quarter and the financial periodillows:	od ended 30 June	e 2023 are as
	3 months ended	Year-to-date ended
	30 Jun 2023 RM'000	30 Jun 2023 RM'000
Transaction with a company in which Gan Ka Bien, the daugther of Gan Thiam Chai and Kwan Sok Kay, being a Director of the Company has interest: Hot & Roll Holdings Sdn Bhd		
-Sales	425	877
Transactions with a company in which the daughter of Gan Thiam Chai and Kwan Sok Kay, and the son of Gan Thiam Hock has interests: GT Chain Sdn Bhd		
-Sales	-	2
Transactions with a company in which the sons and the spouse of Gan Thiam Hock, a Director of the Company has interests: MH Delight Sdn Bhd		
-Sales -Purchases	3 679	9 1,146
Transactions with a company in which the daughters of Gan Thiam Chai and Kwan Sok Kay, including Gan Ka Bien and the son of Gan Thiam Hock have interests:		
Food Valley Sdn Bhd -Rental income	111	221
Transactions with companies in which Nareshchandra Gordhandas Nagrecha, a Major Shareholder and Former Director of the Company has interest; and Nareshchandra's associate En Abdul Razak Bin Shakor is a non independent non executive director in the Company Shana Foods Limited		
-Sales	5,311	14,337
Rubicon Food Products Limited -Sales	1,974	4,136
Transactions with a company in which the sons and the spouse of Gan Thiam Hock, a Director of the Company has interests: La-Vision Logistics Sdn Bhd		
-Provision of transportation services	17	27

The above transactions have been entered in the normal course of business and have been established on terms and condition that are not materially different from those obtainable in similar transactions with unrelated parties.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

13 Review of performance

	3 months	3 months		Year-to-date	Year-to-date	
	ended	ended		ended	ended	
	30 Jun 2023	30 Jun 2022	Changes	30 Jun 2023	30 Jun 2022	Changes
	("2Q 2023")	("2Q 2022")		(YTD 2023")	("YTD 2022")	
	RM'000	RM'000	(%)	RM'000	RM'000	(%)
Revenue	67,453	80,368	-16.1%	146,556	149,044	-1.7%
Profit before tax	6,296	12,581	-50.0%	15,439	22,214	-30.5%
Profit after tax	5,704	10,818	-47.3%	13,582	19,424	-30.1%
Profit attributable to	5,704	10,841	-47.4%	13,582	19,445	-30.2%
owners of the						
Company						

Comparison between 2Q 2023 with 2Q 2022

The Group reported lower revenue of RM67.5 million for the financial quarter ended 30 June 2023, compared to revenue of RM80.4 million in the preceding corresponding financial quarter. The decrease in revenue for Q2 2023 was mainly due to softer demand from overseas markets. The Group's profit after tax decreased by 47.3% from RM10.8 million in Q2 2022 to RM5.7 million in 2Q 2023.

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14 Variance of quarterly results compared to preceding quarter

		immediate	
	Current	Preceding	
	Quarter	Quarter	
	30 Jun 2023	31 Mar 2023	Changes
	RM'000	RM'000	%
Revenue	67,453	79,103	-14.7%
Profit before tax	6,296	9,143	-31.1%
Profit after tax	5,704	7,878	-27.6%
Profit attributable to owner of the Company	5,704	7,878	-27.6%

For the current quarter under review, the Group reported a revenue of RM67.5 million, a decrease of 14.7% from the preceding quarter of RM79.1 million. The decrease in revenue was mainly due to softer demand from overseas markets. The Group reported a profit after tax of RM5.7 million in current quarter, a decrease of 27.6% from the preceding quarter of RM7.9 million.

15 Commentary on the prospect

While the global market outlook shows sign of recession, we foresee the Malaysian economy sustaining its momentum in the domestic demand on the back of various policy support and continued recovery in the tourism-related sub-sector.

The Group strives to remain competitive and seek opportunities to grow its business. Despite the challenges on inflationary pressure on production, the Group will continue to produce quality products and continuously improving the sustainability of its business.

16 Variance of actual and profit forecast

The Group did not issue any profit forecast or profit guarantee for the current financial year.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

17 Profit before tax

The following have been included in arriving at profit before tax:

	3 months	3 months	Year-to-date	Year-to-date
	ended	ended	ended	ended
	30 Jun 2023	30 Jun 2022	30 Jun 2023	30 Jun 2022
	RM'000	RM'000	RM'000	RM'000
Profit before tax is arrived at after				
charging/(crediting):				
Finance costs	90	76	183	176
Depreciation and amortisation	4,436	4,773	9,234	9,575
Foreign exchange gain	(3,334)	202	(3,748)	(117)
Impairment loss on investment in an associate	600	-	600	-
Impairment loss on trade receivables	-	48	-	116
Inventories written off	234	126	357	223
Provision for slow moving inventories	-	25	-	84
Fair value loss on financial assets	41	306	50	517
Interest income	(226)	(141)	(500)	(477)
Gain on disposal of property,	` ,	, ,	` ,	,
plant and equipment	(3)	-	(3)	(39)
18 Finance cost				
10 Tillance cost	3 months	3 months	Year-to-date	Year-to-date
	ended	ended	ended	ended
	30 Jun 2023	30 Jun 2022	30 Jun 2023	30 Jun 2022
	RM'000	RM'000	RM'000	RM'000
Interest expense of financial liabilities that are	140000	1111 000	1111000	140000
-not at fair value through profit or loss:				
Term loans, secured	64	46	131	121
Other bank charges	26	30	52	55
Other ballk charges	90	76	183	176
		70	100	170
19 Income tax expense				
			3 months	Year-to-date
			ended	ended
			30 Jun 2023	30 Jun 2023
			RM'000	RM'000
Tax expense - Current year			88	868
Deferred tax expense				
-origination and reversal of temporary differences			504	989
Total		_	592	1,857
		=		

The effective tax rate for the Group for the quarter under review is lower than the statutory tax rate. This is mainly attributed to the reinvestment allowances available for set off against chargeable income.

20 Corporate Proposals

There were no corporate proposals announced as at date of this report.

21 Share Option Reserve

The fair value of equity-settled share options granted was estimated using Trinomial Option Pricing model, taking into account the terms and conditions upon which the options were granted.

The expected life of the option is based on historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome. No other features of the options granted were incorporated into the measurement of fair value.

During the quarter ended 30 June 2023, the Company does not have any share option reserve as there is no options unexercised.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER AND FINANCIAL PERIOD ENDED 30 JUNE 2023

22 Borrowings (secured)

	As at 30 Jun 2023 RM'000	As at 30 Jun 2022 RM'000
Short term borrowings:		
in Malaysia Ringgit	302	3,623
in RMB	3,532	-
in US Dollar	573	6,073
	4,407	9,696
Long term borrowings:		
in Malaysia Ringgit		302

23 Material litigation

The Group does not have any material litigation as at the date of this announcement.

24 Dividends

An interim single tier dividend of 3.6 sen per ordinary share totalling RM13,021,188 in respect of the financial year ended 31 December 2023 has been declared and paid on 31 March 2023.

25 Earnings per share ("EPS")

a) Basic earnings per share				
	3 months	3 months	Year-to-date	Year-to-date
	ended	ended	ended	ended
	30 Jun 2023	30 Jun 2022	30 Jun 2023	30 Jun 2022
Profit attributable to equity				
holders of the parent (RM'000)	5,704	10,841	13,582	19,445
Weighted average number of				
ordinary shares in issue (units)	362,581,760	358,642,935	362,581,760	358,967,699
Dania saminya nanahan (asa)	4 57	2.00	2.75	F 40
Basic earnings per share (sen)	1.57	3.02	3.75	5.42
b) Diluted earnings per share				
b) Blidted ediffilings per share	3 months	3 months	Year-to-date	Year-to-date
	ended	ended	ended	ended
	30 Jun 2023	30 Jun 2022	30 Jun 2023	30 Jun 2022
Profit attributable to equity				
holders of the parent (RM'000)	5,704	10,841	13,582	19,445
Weighted average number of				
ordinary shares in issue (units)	362,581,760	358,642,935	362,581,760	358,967,699
Weighted average number of				
ordinary shares deemed to				
been issued for exercise				
ESOS option (units)		1,894,086	-	1,894,086
Weight a decrease of				
Weighted average number of				
ordinary shares for diluted earnings	200 504 700	200 527 024	202 504 702	200 004 705
per share computation (units)	362,581,760	360,537,021	362,581,760	360,861,785
Diluted cornings per chara (con)	1 57	2.04	275	E 20
Diluted earnings per share (sen)	1.57	3.01	3.75	5.39

By Order of the Board

Gan Thiam Chai Executive Chairman Date: 22 August 2023