

TRANSOCEAN HOLDINGS BHD

Company No.: 197701005709 (36747-U) (Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL REPORT FOR THIRD QUARTER ENDED SEPTEMBER 30, 2020

Dated November 25, 2020

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INTERIM FINANCIAL REPORT

For the Third Quarter ended September 30, 2020

The Board of Directors is pleased to announce the Interim Financial Report on consolidated results of the Group for the third quarter ended September 30, 2020.

The figures have not been audited.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	INDIVI QUAI	RTER			CUMULATIVE QUARTER			
	Current Year Quarter Ended 30/09/20 RM'000	Preceding Year Quarter Ended 30/09/19 RM'000	Chang (Amoun R		Current Year- To- Date Ended 30/09/20 RM'000	Preceding Year-To- Date Ended 30/09/19 RM'000	Chan (Amour	
Revenue	4,555	4,586	(31)	(1%)	12,338	15,718	(3,380)	(22%)
Operating (loss)/ profit before								
depreciation and finance cost	555	(80)	635	>100%	932	367	(565)	>100%
Depreciation & amortisation	(445)	(335)	(110)	(33%)	(1,350)	(1,025)	(325)	(32%)
(Loss)/Profit from operations	110	(415)	525	>100%	(418)	(658)	240	36%
Finance cost	(19)	(40)	21	53%	(69)	(135)	66	(49%)
(Loss)/Profit before taxation	91	(455)	546	>100%	(487)	(793)	306	39%
Income tax expense	-	(15)	15	100%	-	(51)	(51)	(100%)
(Loss)/Profit for the period	91	(470)	(149)	(46%)	(487)	(844)	357	42%
Other comprehensive income:- Items that may be reclassified sui	bsequently to	profit or loss						
- Exchange differences arising from translation of foreign operation	-	5	(5)	100%)	-	24	(24)	(100%)
Total comprehensive (loss)/income								<u> </u>
for the financial period =	91	(465)	556	>100%	(487)	(820)	333	41%
(Loss)/Profit for the period at	ttributable							
to : Owners of the parent Non-controlling interests	91	(470)	561	>100%	(487)	(844)	357	42%
	91	(470)	561	>100%	(487)	(844)	357	42%
Total comprehensive (loss)/pro income attributable to:	fit/							
		(465)	556	>100%	(487)	(820)	333	41%
Owners of the Company Non-controlling interest	91 -	-			-	-		
	91 - 91	(465)	556 >	>100%	(487)	- (820)	333	41%
Non-controlling interest = (Loss)/Profit per share attribution	- 91	(465)	556 >	>100%	(487)	(820)	333	41%
Non-controlling interest	- 91	(465)	556		(487)	(820) (2.06)	333 0.87	41% 42%

(The Condensed Consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the audited financial statements for the financial year ended December 31, 2019 and the accompanying explanatory notes attached to the Interim Financial Report)

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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Unaudited As At 30/09/20 RM'000	Audited As At 31/12/19 RM'000
ASSETS		
Non-Current Assets		
Property, plant and equipment	32,236	31,572
Right-of-use assets	1,293	3,272
Deferred tax assets	-	-
Goodwill on consolidation	-	-
	33,529	34,844
Current Assets		
Inventories	246	173
Trade receivables	3,019	6,461
Contract assets	23	23
Other receivables	1,627	1,324
Amount owing by related companies	5,250	2,385
Tax recoverable	1,035	955
Cash and bank balances	380	452
	11,580	11,773
TOTAL ASSETS	45,109	46,617
EQUITY AND LIABILITIES		
Equity attributable to owners of the company		
Share capital	40,999	40,999
Other Reserves	10,865	10,864
Accumulated Losses	(15,991)	(15,504)
	35,873	36 350
Non-controlling interest	55,875	36,359 1
	1	1
Total Equity	35,874	36,360
Non-Current Liabilities		
Borrowings	47	133
Donowings		
Lease liabilities	957	1,258
Lease liabilities Deferred tax liabilities	957 1,367	1,258 1,367

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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONT'D)

	Unaudited As At 30/9/20 RM'000	Audited As At 31/12/19 RM'000
Current Liabilities		
Borrowings	810	1,346
Lease liabilities	468	456
Trade payables	2,544	2,452
Other payables	2,910	3,131
Amount owing to related companies	132	97
Tax payable	-	17
	6,864	7,499
Total liabilities	9,235	10,257
TOTAL EQUITY AND LIABILITIES	45,109	46,617
Net assets per share attributable to owners of the company (RM)	0.87	0.89

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended December 31, 2019 and the accompanying explanatory notes attached to the Interim Financial Report)

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INTERIM FINANCIAL REPORT For the Third Quarter ended September 30, 2020

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Non-distributable		ι υ			
	Share Capital RM'000	Other Reserves RM'000	Accumulated Losses RM'000	Total RM'000	Non-controlling Interests RM'000	Total Equity RM'000
2020						
At January 1, 2020	40,999	10,865	(15,504)	36,360	1	36,361
Net Loss for the financial year			(487)	(487)		(487)
Other comprehensive income	-	-	-	-	-	-
At September 30, 2020	40,999	10,865	(15,991)	35,873	1	35,874
2019						
At January 1, 2019	40,999	10,837	(9,897)	41,939	1	41,940
Total comprehensive income:-						
Loss for the financial year	-	-	(5,607)	(5,607)	(0)	(5,607)
Other comprehensive loss	-	27	-	27	-	27
		27	(5,607)	(5,580)	-	(5,580)
At December 31, 2019	40,999	10,865	(15,504)	36,359	1	36,360

Attributable to Owners of the Company

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended December 31, 2019 and the accompanying explanatory notes attached to the Interim Financial Report)

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Current Year-To- Date Ended 30/09/20 RM'000	Preceding Year-To- Date Ended 31/12/19 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before taxation	(487)	(5,359)
Adjustment for :-		
Non-cash items	966	5,917
Non-operating items	-	(128)
Finance cost	70	213
Operating profit before working capital changes Changes in working capital :-	549	643
Net change in current assets	112	(103)
Net change in current liabilities	(130)	215
Cash generated from operations	531	755
Interest paid	(70)	(213)
Taxation paid	(84)	(227)
Net cash used in operating activities	377	315
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of plant and equipment	(28)	(1,114)
Proceeds from disposal of property, plant and equipment	()	595
Net cash generated from investing activities	(28)	(519)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of hire purchase payables	(80)	(898)
Repayment of bank borrowings	(00)	(61)
Net cash used in financing activities	(80)	(959)
- NET INCREASE /(DECREASE)/ IN CASH AND CASH EQUIVALENTS	269	(1,163)
Effects of currency translation differences		27
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	(535)	601
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	(266)	(535)
Cash and each equivalents comprise :		
Cash and cash equivalents comprise :- Cash and bank balances	270	450
	370	452
Bank overdrafts (included within short term borrowings in Note 21) Fixed deposits pledged for bank borrowings	(646) 10	(987)
Fixed deposits pledged for bank borrowings		(525)
-	(266)	(535)

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended December 31, 2019 and the accompanying explanatory notes attached to the Interim Financial Report)

INTERIM FINANCIAL REPORT

For the Third Quarter ended September 30, 2020

NOTES TO THE INTERIM FINANCIAL REPORT

SECTION A

Selected Explanatory Notes: MFRS 134

1. Basis of preparation

The condensed consolidated interim financial statements have been prepared under the historical cost convention.

These condensed consolidated interim financial statements, have been prepared in accordance with Malaysian Financial Reporting Standard ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad.

The condensed financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended December 31, 2019. The explanatory notes attached to the Interim Financial Report 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.

The significant accounting policies and methods of computation adopted for the interim financial report are consistent with those of the audited financial statements for the financial year ended 31 December 2019.

Accounting standards and amendments to accounting standards that are applicable and effective for the Group are as follows:

Annual periods beginning on/after 1 January 2018

- MFRS 2 : Classification and Measurement of Share-based Payment Transactions
- MFRS 140 : Transfer of Investment Property
- MFRS 9 : Financial Instruments
- MFRS 15 : Revenue from Contracts with Customers

• Annual Improvements to MFRS Standards 2014-2016 Cycle (except for Amendments to MFRS 12 Disclosure of Interests in Other Entities)

- IC Interpretation 22 : Foreign Currency Transactions and Advance Consideration
- Amendments to MFRS 4: Applying MFRS 9 Financial Instruments with MFRS 4 Insurance Contracts
- Annual periods beginning on/after 1 January 2019
- MFRS 16 : Leases
- MFRS 128 : Investment in Associates and Joint Ventures
- MFRS 9 : Financial Instruments: Prepayment Features with Negative Compensation
- MFRS 119 : Employee Benefits: Plan Amendment, Curtailment or Settlement
- IC Interpretation 23 Uncertainty over Income Tax Treatments

Annual Improvements to MFRS Standards 2015-2017 Cycle

The initial application of the accounting standards, amendments or interpretations are not expected to have any material financial impacts to the current period financial statements of the Group.

INTERIM FINANCIAL REPORT

For the Third Quarter ended September 30, 2020

2. Significant Accounting Estimates and Judgments

(1) Critical Judgments Made in Applying Accounting Policies

There are no critical judgments made by management in the process of applying the Group's accounting policies that have significant effect on the amounts recognized in the financial statements.

(2) Key Sources of Estimation Uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty on the statement of financial position, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as discussed below:

(i) Depreciation of motor vehicles

The cost of motor vehicles for operation and administrative purposes is depreciated on a straight-line basis over the asset's useful lives. Management estimates that the useful lives of these motor vehicles range from 5 to 10 years. These are common life expectancies applied in the industry. Changes in the expected level of usage could impact the economic useful lives and the residual value of these assets, therefore depreciation charges could be revised.

(ii) Impairment loss for receivables

The policy on impairment loss for receivables of the Group is based on the evaluation of collectability and ageing analysis of the receivables and on management's judgement. A considerable amount of judgement is required in assessing the ultimate realisation of these receivables, including the current credit worthiness and the past collection history of each customer. If the financial conditions of customers of the Group were to deteriorate, additional allowances may be required.

(iii) Deferred tax assets

Deferred tax assets are recognised for unutilised tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the losses, capital allowances and other deductible temporary differences can be utilised. Significant management decision is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with tax planning strategies.

3. Auditors' Report on preceding annual financial statements

The auditors' report on the financial statements for the financial year ended December 31, 2019 was not subject to any qualification.

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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 under review and/or financial year-to-date.

5. Segmental information

a. Business segments

The segmental results for the 9 months period ended 30 September 2020 are as follows:-

	Trading of Tyres	Logistics Singapore	Logistics Solution	
Business segment :	"Tyre"	"Logis	stics"	Total
	RM'000	RM'000	RM'000	RM'000
Revenue	2,696	2,993	6,650	12,339
Profit/(Loss) before taxation	76	191	(754)	(487)
Assets	12,459	3,975	28,675	45,109
Liabilities	2,079	1,807	5,349	9,535

b. Geographical segments

The results are for the 9 months period ended 30 September 2020 by geographical segments.

	Malaysia	Singapore	Elimination	Total
	RM'000	RM'000	RM'000	RM'000
Revenue				
External	10,415	1,924	-	12,339
Inter-segment	954	1,069	(2,023)	-
Total revenue	11,369	2,993	(2,023)	12,339
(Loss)/Profit from				
operations	(609)	191	-	(418)
Finance costs	(69)	-	-	(69)
Loss before taxation	(678)	191	-	(487)
Other				
Information				
Segment assets	41,134	3,975	-	45,109

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6. Changes in estimates

There were no changes in estimates that have had a material effect on the current quarter financial results.

7. Comments about seasonal or cyclical factors

The business operations of the Group are not materially affected by any seasonal or cyclical factors.

8. Dividends

No dividend has been paid or declared by the Group since the end of the previous financial year.

9. Debt and equity securities

The Company has not issued or repaid any debt and equity securities for the current quarter and financial year to date.

10. Changes in the composition of the Group

There were no changes in the composition of the Group.

11. Capital commitments

There was no commitment for the purchase of property, plant and equipment and/or other capital commitments for the quarter under review.

12. Changes in contingent liabilities and contingent assets

Contingent liabilities of the Company as at September 30, 2020 since the last annual statement of financial position date comprise:-

	As at 30/09/20 RM'000	As at 31/12/19 RM'000
Guarantees in favour of financial institutions for securing borrowings granted to subsidiaries		
- secured	1,829	2,304
- unsecured	139	175
—	1,968	2,479

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13. Subsequent events

There were no events of a material nature which have arisen between the end of the current Quarter and the date of this report that have not been reflected in the financial statements other than the on-going Covid-19 pandemic which is not seen to be abating as at the date of this report.

Covid-19 Pandemic continuous giving nightmares to businesses. Malaysian trade (Import and export) for FY2020 slowed down by 5% as compared to 2019 for the same period, with export and import market trade having dropped by 4% and 7% respectively. This trade down-trend is anticipated to continue until third quarter of 2021.

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NOTES TO THE INTERIM FINANCIAL REPORT

SECTION B

Additional information required by the Bursa Securities' Listing Requirements

14. Performance Review

Comparison with previous year corresponding quarter

The Group recorded revenue of RM4.555 million and net profit before taxation of RM0.091 million on as compared with previous year corresponding quarter revenue of RM4.586 million and net loss before taxation of RM0.455 million.

The profit of RM0.091 million recorded was mainly attribute to improvements in the Trucking, Warehousing and Haulage segments. Profit of the Trucking division improved to RM0.013 million for nine months ended 30th September 2020 compared to a loss of RM0.516 million for the same period last year. The Warehousing division registered a higher revenue with additional RM0.075 million for 3rd quarter 2020.

Earnings before Interest, Tax, Depreciation and Amortization (EBITDA) however remained positive at RM0.175 million, compared to RM0.0047 million last year.

Comparison with preceding quarter

	Current Quarter 30/09/20 RM'000	Preceding Quarter 30/06/20 RM'000	(An	Changes nount/%) RM'000
Gross revenue	4,555	3,553	1,002	28%
Operating Profit/(Loss) before depreciation and finance cost	555	74	481	>100%
Profit/(Loss) before taxation	91	(404)	495	>100%

Revenue and profit for the Trucking business increased by 23% and 70% respectively. The Haulage division, recorded a revenue increase of 19% while losses continued to moderate by further 10%. At group level, total revenue had increased by 28% while profit had improved by 122%.

Improvements in revenue and profit are attributable to the expanded operations and higher sales.

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15. Commentary on prospects

The Covid-19 pandemic had seen countries reporting negative GDP growth for the first half of this year and Malaysia was not spared. Malaysia's overall trade until September 2020 fell by 5% to RM1,294 billion compare to the same period last year.

Malaysia's admirable performance in containing the domestic spread of covid-19 was hampered by the 3rd wave. The measure taken by the government to control the spread by implementing CMCO would be helpful in combating the pandemic but not to the economy.

The logistics sector continue to play an important role in the Malaysian economy but it is still way below pre-covid performance by 11%. In term of revenue, the haulage segment is anticipated to improve in the immediate future with additional volume and growing market. This is evident from the performance in the 3^{rd} quarter, in which the haulage division revenue improved by 46% compare to the beginning of FY2020. In term of results, the loss for the haulage division shrank by 43%. Management expects the haulage business to continue its improvement momentum in the 4th quarter as well as into the first half of FY2021.

The Group will continue their focus on optimizing the capacity, asset utilization and cost management in improving the overall performance for the rest of the financial year.

16. Profit forecast or profit guarantee

The Group is not involved in any profit guarantee arrangement or providing any forecast profit.

17. Profit before taxation is derived after charging:

	Current Quarter 30/09/2020 RM'000	Current Year-to-date 30/09/2020 RM'000
Interest expense	19	69
Depreciation and amortization	445	1,350

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18. Income tax expense

	Current	Current
	Quarter	Year-to-date
	30/09/2020	30/09/2020
	RM'000	RM'000
~		
Current year provision		-

There is no current tax as the subsidiaries are making losses.

19. Corporate proposal

There was no corporate proposal by the Group for the current quarter and financial year-to-date.

20. Borrowings

Details of borrowings are as follows:

	As at 30/09/2020		
	Long Term	Short Term	Total borrowing
	RM'000	RM'000	RM'000
Secured			
Overdrafts	_	646	646
Term loan	-	-	-
Hire-purchase and lease payables	1,005	632	1,637
Unsecured			
Overdraft	-	-	-
	As at 30/09/2019		
	Long Term	Short Term	Total borrowing
	RM'000	RM'000	RM'000
2			
Secured			
Secured Overdrafts	-	1,110	1,110
	-	1,110	1,110
Overdrafts	- - 194	1,110 - 495	1,110 - 689
Overdrafts Term Loan Hire-purchase and lease payable	- - 194	-	-
Overdrafts Term Loan Hire-purchase and lease payable Unsecured	- 194	-	-
Overdrafts Term Loan Hire-purchase and lease payable	- - 194 -	-	-
Overdrafts Term Loan Hire-purchase and lease payable Unsecured	- - 194 -	-	-

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21. Off balance sheet financial instruments

There were no financial instruments with off balance sheet risks at the date of issue of the report

22. Changes in material litigation

There was no material litigation as at September 30, 2020.

23. Dividend payable

The Directors do not recommend the payment of any dividend for the current quarter.

24. Earnings per share

Basic loss per share is calculated by dividing loss for the period attributable to owners of the parent by the weighted average number of shares in issue during the quarter.

	Current Year Quarter Ended 30/09/20	Preceding Year Quarter Ended 30/09/19	Current Year-To-Date Ended 30/09/20	Preceding Year To-Date Ended 30/09/19
Profit/(Loss) attributable to owners of the parent (RM'000)	91	(470)	(487)	(844)
No of ordinary shares in issue ('000)	40,999	40,999	40,999	40,999
Basic (loss)/profit per share (sen)	0.23	(1.15)	(1.19)	(2.06)

25. Authorisation for issue

The Interim Financial Report was authorized for issue by the Board of Directors.

By order of the Board Dated 25 November 2020