

Company No. 200401012615 (651118-K) Website : <u>www.bslcorp.com.my</u> Email : info@bsli.com.my

BSL CORPORATION BERHAD

Company Number: 200401012615 (651118-K)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 NOVEMBER 2022

Г	INDIVIDUAL QUARTER		CUMULATIVE QUARTER		
	CURRENT YEAR QUARTER 30-Nov-22 RM'mil	PRECEDING YEAR QUARTER 30-Nov-21 RM'mil	CURRENT YEAR TO DATE 30-Nov-22 RM'mil	PRECEDING YEAR TO DATE 30-Nov-21 RM'mil	
Revenue	29.1	-	206.4	-	
Cost of sales	(30.7)	-	(194.5)	-	
Gross (loss) / profit	(1.6)	-	11.9	-	
Other income	1.2	-	7.0	-	
Other expenses	(3.7)		(16.5)		
Results from operating activities	(4.1)	-	2.4	-	
Loss on disposal of subsidiary	0.0	-	(0.9)	-	
Interest expense	(0.2)	-	(0.6)	-	
(Loss) / Profit before tax	(4.3)	-	0.9	-	
Income tax credit / (expense)	0.9	-	(0.7)	-	
(Loss) / Profit for the year	(3.4)		0.2	-	
Other comprehensive income: Exchange differences on translation of foreign operations	0.0	-	0.0	-	
TOTAL COMPREHENSIVE (EXPENSES) / INCOME FOR THE					
PERIOD	(3.4)		0.2	-	
(Loss) / Profit attributable to :					
Equity holders of the company	(3.7)	-	(0.2)	-	
Non-controlling interest	0.3 (3.4)	<u> </u>	0.4		
Total comprehensive (loss) / profit attributable	to :				
Equity holders of the company	(3.7)	-	(0.2)	-	
Non-controlling interest	0.3		0.4		
	(3.4)		0.2		
Loss per share attributable to					
equity holders of the parent: Basic, for loss for the period (sen)	(1.4)		(0.1)		
Diluted, for loss for the period (sen)	(1.4)		(0.1)		

Notes:

1) The financial year end of the Group has been changed from 31 August to 31 December. As such, the next set of audited financial statements shall be for a period of sixteen (16) months from 1 September 2021 to 31 December 2022. There will be no comparative financial information available for the quarter ended 30 November 2022.

2) The Unaudited Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Annual Financial Statements of BSL Corporation Berhad for the financial year ended 31 August 2021.

Company Number: 200401012615 (651118-K)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 30 NOVEMBER 2022

ASSETS	(Unaudi ted) As at 30-Nov-22 RM'mil	(Audited) As at 31-Aug-21 RM'mil
Non current assets		
Property, plant and equipment	90.4	91.2
Right to use assets	3.4	1.1
Goodwill	2.9	-
Other investments	8.1	5.8
Total non current assets	104.8	98.1
Current assets		
Inventories	17.2	22.6
Trade receivables	20.0	24.2
Other receivables	23.3	7.0
Contract assets	-	0.5
Current tax assets	1.2	0.7
Short-term deposits with licensed banks	19.1	4.0
Cash and bank balances	12.6	14.1
Total current assets	93.4	73.1
Total assets	198.2	171.2
Equity and liabilities		
Capital and reserves		
Share capital	75.6	50.8
Treasury shares	(0.5)	(0.5)
Reserves	69.5	69.7
Equity attributable to equity holders of the parent	144.6	120.0
Non-controlling interest	3.0	(0.5)
Total equity	147.6	119.5
Non current liabilities		
Term loans	2.7	3.2
Lease liabilities	2.7	1.7
Deferred taxation liabilities	7.2	7.0
Total non current liabilities	12.6	11.9
Current liabilities		
Trade payables	21.9	27.9
Other payables and accruals	7.5	6.7
Contract liabilities	-	0.2
Lease liabilities	1.6	1.7
Bank borrowings	5.3	1.6
Term loans	1.7	1.7
Total current liabilities	38.0	39.8
Total liabilities	50.6	51.7
Total equity and liabilities	198.2	171.2
Net Assets per share attributable to ordinary		
equity holders of the company (RM)	0.51	0.62

Notes :

The Unaudited Condensed Consolidated Statements Of Financial Position should be read in conjunction with the Annual Financial Statements of BSL Corporation Berhad for the financial year ended 31 August 2021 and the accompanying notes attached to the interim financial reports.

Company Number: 200401012615 (651118-K)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 NOVEMBER 2022

		No	on-distributable			Distributable			
	Share Capital RM'mil	Foreign currency translation reserve RM'mil	Revaluation reserve RM'mil	Fair value reserve RM'mil	Treasury Shares RM'mil	Retained Profit RM'mil	Attributable to Equity Holders of the Parent RM'mil	Non-controlling Interest RM'mil	Total RM'mil
Balance as at 1 September 2021	50.8	(1.1)	35.2	(3.2)	(0.5)	38.8	120.0	(0.5)	119.5
Acquisition of subsidiary company Disposal of a subsidiary company Profit for the year	- -		-	-	-	(0.2)	(0.2)	2.7 0.4 0.4	2.7 0.4 0.2
Other comprehensive expenses for the year	-	(0.0)	-	-	-	-	(0.0)	-	(0.0)
Total comprehensive profit for the year	-	(0.0)		-	·	(0.2)	(0.2)	0.4	0.2
Issuance of share in pursuant to: - Warrant exercised - Private placement - ESOS exercised	- 12.0 12.7 0.1	- - -	- - -	- - -	- - -	- - -	12.0 12.7 0.1	- - -	12.0 12.7 0.1
Balance as at 30 November 2022	75.6	(1.1)	35.2	(3.2)	(0.5)	38.6	144.6	3.0	147.6
Balance as at 1 September 2020	-	-	-	-	-	-	-	-	-
Realisation of revaluation reserves Profit for the year	-	-	-	-	-	-	-	-	-
Other comprehensive income for the year Total comprehensive income for the year	-	•		-	*		 _		-
Balance as at 30 November 2021	-			-		-	<u> </u>		-

Notes :

1) The financial year end of the Group has been changed from 31 August to 31 December. As such, the next set of audited financial statements shall be for a period of sixteen (16) months from 1 September 2021 to 31 December 2022. There will be no comparative financial information available for the quarter ended 30 November 2022.

2) The Unaudited Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the Annual Financial Statements of BSL Corporation Berhad for the financial year ended 31 August 2021 and the accompanying notes attached to the interim financial reports.

BSL CORPORATION BERHAD Company Number: 200401012615 (651118-K)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE PERIOD ENDED 30 NOVEMBER 2022

	30-Nov-22 RM'mil	30-Nov-21 RM'mil
Cash flows from operating activities		
Profit before tax	0.9	-
Adjustments for:		
Non-cash items	5.4	-
Non-operating items	0.3	-
Operating profit before working capital changes	6.6	-
Decrease/(Increase) in working capital:		
Inventories	6.7	-
Receivables	(15.1)	-
Payables	(5.8)	-
Cash used in operations	(7.6)	-
Income tax paid	(1.8)	-
Net cash used in operating activities	(9.4)	-
Cash flows from investing activities		
Interest received	0.4	-
Proceeds from disposal of property, plant and equipment	0.4	-
Cash paid for acquisition of a subsidiary company	(2.3)	-
Net cashflow received from acquisition a subsidiary	3.3	-
Increase in other investment	(2.5)	-
Purchase of property, plant and equipment	(3.7)	-
Proceeds from disposal of subsidiary	0.4	-
Net cash used in investing activities	(4.0)	-
Cash flows from financing activities		
Drawdown of bank borrowings	5.3	-
Issuance of share capital	24.8	-
Interest paid	(0.6)	-
Repayment of lease liabilities	(2.0)	-
Repayment of term loans	(0.5)	-
Net cash generated from financing activities	27.0	-
Net increase in cash and cash equivalents	13.6	-
Effect of changes in foreign currency translation reserves	(0.0)	-
Cash and cash equivalents at beginning of financial period	17.5	-
Cash and cash equivalents at end of financial period	31.1	-
Cash and cash equivalents at end of quarter comprise:		
Cash and bank balances	12.6	-
Deposits in licensed banks	19.1	
	31.7	-
Less : Fixed deposit pledged to licensed bank	(0.6)	-
	31.1	

Notes :

1) The financial year end of the Group has been changed from 31 August to 31 December. As such, the next set of audited financial statements shall be for a period of sixteen (16) months from 1 September 2021 to 31 December 2022. There will be no comparative financial information available for the quarter ended 30 November 2022.

2) The Unaudited Condensed Consolidated Statements of Cash Flows should be read in conjunction with the Annual Financial Statements of BSL Corporation Berhad for the financial year ended 31 August 2021 and notes attached to the interim financial reports. **4**

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

PART A: NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER ENDED 30 NOVEMBER 2022

A1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the reporting requirements as set out in Malaysian Financial Reporting Standard ("MFRS") 134 "Interim Financial Reporting" and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 August 2021 and the accompanying explanatory notes. The explanatory notes attached to the interim financial statements provides 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 August 2021.

The accounting policies and methods of computation adopted by the Company and its subsidiaries ("Group") in the interim financial statements are consistent with those adopted for the annual audited statements for the year ended 31 August 2021.

The adoption of the new/amended MFRS and its amendments does not give rise to any adjustment to the opening balances of retained profit of prior and current years or changes in comparatives.

A2. Qualification of annual financial statements

There were no audit qualifications on the financial statements for the year ended 31 August 2021.

A3. Seasonal and cyclical factors

The Group's business operation results were not materially affected by any major seasonal or cyclical factors.

A4. Unusual nature and amounts of items affecting assets, liabilities, equity, net income or cash flows

There were no unusual nature and amounts of items affecting assets, liabilities, equity, net income or cash flows during the current quarter under review.

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

A5. Material changes in estimates

There were no material changes in estimates of amounts reported in the current quarter under review.

A6. Dividend paid

There was no dividend paid by the Company during the quarter under review.

A7. Issuance of Debt & Equity Securities

There were no issuance, cancellations, or repayments of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares, repurchase and resale of treasury shares for the current financial quarter under review. The total number of treasury shares held amount to 2,728,226 at the end of the period.

The total issued share capital of the Group during the current financial period is 275,928,072 after taking into account treasury shares held.

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

A8. Segment information

Segmental information from continuing operations is presented in respect of the Group's business segments for the year to date ended 30 November 2022:

	INDIVIDUAL	QUARTER	CUMULATIV	E QUARTER
	Current	Preceding	Current	Preceding
	Year	Year	Year	Year
	Quarter	Quarter	To Date	To Date
	30-Nov-22	30-Nov-21	30-Nov-22	30-Nov-21
	RM'mil	RM'mil	RM'mil	RM'mil
Revenue				
Metal	26.8	-	186.9	-
PCB Assembly	2.2	-	18.6	-
Others	0.2	-	2.0	
Total revenue including inter-segment sales	29.2	-	207.5	-
Eliminations of inter-segment sales	(0.1)	-	(1.1)	-
Total Revenue	29.1	-	206.4	-
<u>Segment result</u>				
Metal	(3.3)	-	6.9	-
PCB Assembly	(0.5)	-	0.6	-
Others	3.7	-	3.8	-
Investment Holding	0.4	-	(1.2)	-
Eliminations	(4.6)	-	(9.2)	-
(Loss) / Profit before interest and tax	(4.3)	-	0.9	-
Finance Cost	(0.2)	-	(0.6)	-
Interest Income	0.2	-	0.6	-
Taxation	0.9	-	(0.7)	-
(Loss) / Profit After Tax	(3.4)	-	0.2	-

A9. Valuation of property, plant and equipment

There was no valuation of property, and plant and equipment carried out during the quarter under review.

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

A10. Material events subsequent to the end of the interim period

On 30 November 2021, BSL Electronics & Technologies Sdn Bhd ("BSLET") (formerly known as Crestronics (M) Sdn. Bhd.) was informed of the Court of Appeal's decision to allow Panasonic Manufacturing Malaysia Berhad ("PMMA") to intervene BSLET's appeal proceedings at the Court of Appeal. The solicitors on behalf of the Company has filed an application for leave to appeal to the Federal Court against the Court of Appeal's decision to allow PMMA's application to intervene.

After hearing the parties' oral submissions at a hearing on 24 May 2022 at the Federal Court, the Federal Court allowed PMMA to intervene. On 29 June 2022, the Court of Appeal fixed the hearing date of the appeal on 10 May 2023.

On 22 June 2022, the Court of Appeal had allowed BSLET to withdraw the motion for stay of proceedings pending disposal of leave to the Federal Court as BSLET's application of leave to the Federal Court has been disposed of.

On 16 August 2022, the Court of Appeal had dismissed BSLET's appeal on the sales tax and import duties imposed by the Royal Customs of Malaysia.

We are currently seeking advice from our solicitors as to the next best cause of action and will make the necessary announcement.

A11. Changes in the composition of the Group

On 15 September 2022, the Company via its wholly-owned subsidiary, Ban Seng Lee Industries Sdn. Bhd. ("BSLI"), incorporated a wholly-owned subsidiary, BSL Unify (M) Sdn Bhd ("BSLU"). The principal activities include developing, manufacturing and distribution of modular components, machine structures, engineering parts, semiconductor equipment. Consequently, BSLU became a wholly-owned subsidiary of the Company.

A12. Changes in contingent liabilities

As at quarter ended 30 November 2022, outstanding corporate guarantees amounting to approximately RM10.5 million were given by the Company to financial institutions for credit facilities granted to subsidiary companies.

A13. Capital commitments

	Approved and contracted for RM'mil	Approved but not contracted for RM'mil
Purchase of plant and equipment	1.6	

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

PART B: ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA LISTING REQUIREMENTS

B1. Performance review Sub part results for the current quarter

Summary of the Group's financial performance for the fourth quarter and year to date as well as by the respective divisions are summarized below together with an overall analysis.

	Individual Quarter			Cumulative Period		
	30-Nov-22 RM'mil	30-Nov-21 RM'mil	Changes (%)	30-Nov-22 RM'mil	30-Nov-21 RM'mil	Changes (%)
Revenue	29.1	-	-	206.4	-	-
(Loss) / Profit before interest and tax (LBIT/ PBIT)	(4.1)	-	-	2.4	-	-
(Loss) / Profit before tax (LBT/PBT)	(4.3)	-	-	0.9	-	-
(Loss) / Profit after tax (LAT/PAT)	(3.4)	-	-	0.2	-	-
Loss attributable to ordinary equity holders of the parent	(3.7)	-	-	(0.2)	-	-

Overall analysis

The Group posted revenue of RM29.1 million and RM206.4 million and an attributable loss of RM 3.7 million and RM0.2 million for the quarter and the period under review.

For the fifteen months under review, the contribution of revenue for current yearto-date and current financial quarter came from our 3 key segments. Electrical and electronic segment was the top contributor followed by Agricultural and Industrial segments.

For the current quarter, the Group recorded a loss after tax due to lower revenue mainly in electrical and electronic. In addition, contribution from the other segments also recorded lower revenues.

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

	Individua	l Quarter	
	30-Nov-22	31-Aug-22	Changes
	RM'mil	RM'mil	(%)
Revenue	29.1	43.6	-33.2
Loss before interest and tax (LBIT)	(4.1)	(0.5)	>100
Loss before tax (LBT)	(4.3)	(0.5)	>100
Loss after tax (LAT)	(3.4)	(0.9)	>100
Loss attributable to ordinary equity holders of the parent	(3.7)	(1.0)	>100

B2. Variation of results against the immediate preceding quarter

Revenue for the current quarter decreased by 33.2% compared to the immediate preceding quarter.

The Group recorded an attribute loss after tax of RM 3.7 million in the current quarter compared to RM 1.0 million in the immediate preceding quarter as a result of the drop of revenue.

B3. Current year prospects

The outlook remains clouded due to interest rates, labor constraints and weak customer demand. Globally, there is a sharp drop in demand especially in covid related products such as consumer electronics, PCs and related services. This is compounded by supply catching up with demand as manufacturing bottlenecks ease.

Given this current backdrop we are unable to provide a forward insight.

B4. Variance of actual and forecast profit

The Group had not provided any profit forecast.

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

B5. (Loss) / Profit for the period

	Current Quarter 30-Nov-22 RM'mil	Current Year to date 30-Nov-22 RM'mil
(Loss) / Profit for the period is arrived at after		
charging / (crediting):		
Depreciation of property, plant & equipment	1.2	5.0
Finance cost	0.2	0.6
Gain on disposal of peroperty, plant and	(0.0)	(0.4)
Net foreign exchange gain	(0.2)	(0.6)
Interest income	(0.2)	(0.6)
Loss on disposal of subsidiary	0.0	0.9
Fair value changes on other investement	0.2	0.2

B6. Income tax expense

	Current	Current
	Quarter	Year to date
	30-Nov-22	30-Nov-22
	RM'mil	RM'mil
Income tax expense	(0.6)	1.1
Deferred tax expense	(0.3)	(0.4)
	(0.9)	0.7

B7. Unquoted investments and/or properties

The Group has not acquired or disposed any investments in any unquoted investments and/or properties during the financial quarter under review.

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

B8. Quoted and marketable investments

During the quarter the following quoted and marketable investments were acquired.

(a) The net purchase of investments in quoted securities by the Group for the current financial quarter and financial year-to-date under review are as follows:-

	Current	Current
	Quarter	Year to date
	30-Nov-22	30-Nov-22
	RM'mil	RM'mil
Total net purchase of investments in quoted		
securities	2.5	2.5

(b) The details of investments in quoted securities as at end of the current financial quarter are set out as below:-

	Current	
	Year to date	
	30-Nov-22	
	RM'mil	
Total investments at cost	2.5	
Total investments at carrying value	2.3	
Total investments at market value	2.3	

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

B9. Status of corporate developments

On 28 June 2022, the Company announced its proposal to issue a renounceable rights issue of up to 2,354,494,986 new Company's shares together with up to 981,039,577 free detachable warrants on the basis of 12 Rights Shares together with 5 free Warrants B for every 2 existing shares held by the entitled shareholders on an entitlement date.

The application on the above has been approved by Bursa Securities on 15 July 2022. On 16 August 2022, the proposals were passed at the Extraordinary General Meeting ("EGM").

On 5 January 2023, the Company announced that Bursa Securities had, vide its letter dated 4 January 2023, resolved to grant the Company an extension of time until 15 July 2023 to complete the implementation of the Right Issue with Warrants.

(ii) On 18 August 2022, the Company announced that our wholly owned subsidiary, Unique Forging & Components Sdn. Bhd., had on 17 August 2022 entered into a Share Sale Agreement with KAB Energy Holdings Sdn Bhd for the disposal of 100% of Matahari Suria Sdn. Bhd., for RM5.3 million. The sale is expected to be finalized before the first half of 2023.

B10. Utilization of Proceeds

The proceeds of the Private Placement have been utilized as follows as at 30 November 2022:

Utilization of proceeds	Intended timeframe for utilization	Proposed utilization RM'mil	Actual utilization RM'mil	Balance unutilised RM'mil
(i) Manufacturing expansion	Within 24 months	10.6	6.1	4.5
(ii) Expenses for the corporate exercises	Immediate	2.1	0.6	1.5
Total		12.7	6.7	6.0

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

B11. Group borrowings

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

	As at 30 November 2022					
	Long Term RM'mil	Short term RM'mil	Total borrowings RM'mil			
Secured borrowings						
Bankers' acceptance	-	5.3	5.3			
Term loans	2.7	1.7	4.4			
Lease liabilities	0.3	0.5	0.8			
Sub-Total	3.0	7.4	10.5			
<u>Un-Secured borrowings</u>						
Lease liabilities	2.4	1.1	3.5			
Sub-Total	2.4	1.1	3.5			
Total	5.4	8.5	14.0			

B12. Off balance sheet financial instrument

There are no financial instruments with off balance sheet risk since the end of the previous financial year ended 31 August 2021 up to the date of this announcement.

B13. Changes in material litigation

Save as disclosed in Note A10 above, the Board is not aware of any proceedings pending or threatened, or of any fact likely to give rise to any proceedings, which might materially and adversely affect the position or business of the Company or any of its subsidiary companies.

B14. Dividends

The Board of Directors did not propose any dividend for the period under review.

Company No: 200401012615 (651118-K)

Notes on the interim financial statements For the fourth quarter ended 30 November 2022

B15. (Loss) / Earnings per share

The (loss)/earnings per share is calculated by dividing the net (loss)/profit attributable to ordinary owners of the parent by the weighted average number of ordinary shares in issue during the current financial quarter to date.

The (loss)/profit for the quarter attributable to ordinary equity holders of the parent is not subjected to any dilutive elements.

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	Current Year	Preceding	Current Year	Preceding
	Quarter	Year Quarter	To Date	Year to Date
	30-Nov-22	30-Nov-21	30-Nov-22	30-Nov-21
	RM'mil	RM'mil	RM'mil	RM'mil
Loss attributable to equity holders of the parent (RM'mil)	(3.7)	-	(0.2)	-
Weighted average number of ordinary share in issue	275.9	-	244.1	-
Basic Loss Per Share (sen)	(1.4)	-	(0.1)	<u> </u>
Fully Diluted Per Share (sen)	(1.4)	-	(0.1)	<u> </u>

B16. Authorisation for issue

This quarterly report was authorised for issue by the Board of Directors.