(Company No. 200701007217 / 765218-V)

INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

	NSOLIDATED STAT OTHER COMPREHE			5		
	-	Quarter ended		Unaudited Audited Year to date ended 31-Mar-21 31-Mar-20		Change
	RM'000	RM'000	Change %	RM'000	RM'000	%
Revenue	12,289	16,511	-26%	44,656	62,127	-28%
Cost of sales	(12,221)	- (16,620)	-26%	(43,788)	(58,866)	-26%
Gross profit	68	(109)	-162%	868	3,261	-73%
Adminstrative expenses Net allowance for expected	(1,347)	(1,327)	2%	(7,253)	(5,726)	27%
credit losses	(6,023)	(863)	598%	(5,869)	(863)	580%
Other operating income Other operating loss	138 (1,399)	-		158 (4,749)	-	-
Profit/(Loss) from operations	(8,563)	(2,299)	272%	(16,845)	(3,328)	406%
Finance income	284	10	2740%	296	81	265%
Finance cost Net finance (cost)/income	(27) 257	(57) (47)	-53%	(626) (330)	(88)	611%
Share of result of associate	(2,096)	-		(2,096)	-	
Profit/(Loss) before taxation	(10,402)	(2,346)	343%	(19,271)	(3,335)	478%
Income tax reversal / (expense)	(460)	663	-169%	(555)	155	-458%
Profit/(Loss) after taxation	(10,862)	(1,683)	545%	(19,826)	(3,180)	523%
Loss from discontinued operation, net of tax	-	(12,699)	-100%	-	(21,587)	-100%
Profit/(Loss) for the period	(10,862)	(14,382)	-24%	(19,826)	(24,767)	-20%
Other comprehensive income Fair value gain/(loss) on equity investments designated at fair value through other comprehensive income	-	-	-	-	-	-
Total comprehensive income/(loss)	(10,862)	(14,382)	-24%	(19,826)	(24,767)	-20%
Net profit/(loss) attributable to: Owners of the Company	(10,543)	(14,414)		(19,891)	(24,491)	
Non-controlling interests	(319)	32		(15,651) 65	(21,191) (276)	
	(10,862)	(14,382)	-	(19,826)	(24,767)	
Total comprehensive income/(loss) attributable to: Owners of the Company Non-controlling interests	(10,543) (319)	(14,414) 32		(19,891) 65	(24,491) (276)	
	(10,862)	(14,382)	-	(19,826)	(24,767)	
Earning/(Loss) per share attributable to equity holders of	the parent:					
Basic (sen)	-4.97	-7.64	_	-9.38	-12.98	
Diluted (sen)	N/A	N/A	_	N/A	N/A	
			_			

The unaudited 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 31 March 2020 and the accompanying explanatory notes attached to the interim consolidated Financial Statements.

(Company No. 200701007217 / 765218-V)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2021

	Note	As at 31-Mar-21	As at 31-Mar-20
		RM'000	RM'000
100570		(Unaudited)	(Audited)
<u>ASSETS</u> Non-Current Assets			
Property, plant and equipment		966	1,325
Right of use assets		2,981	5,171
Investment in associate		7,557	-
Other investments		9,860	9,860
Trade receivables	B7 (i)	2,968	9,956
		24,332	26,312
Current Assets			
Contract assets		8,669	4,339
Trade receivables	B7 (i)	45,571	33,253
Other receivables, deposits and prepayments	B7 (ii)	20,980	11,637
Amount due from associate company		23,330	-
Tax recoverable Cash and bank balances		2,966	5,893
Cash and Dank Dalances		<u>6,435</u> 107,951	2,960 58,082
Asset held for sale		-	55,169
Total current assets		107,951	<u> </u>
TOTAL ASSETS		132,283	139,563
		<u>.</u>	<u>,</u>
EQUITY AND LIABILITIES			
Current Liabilities			
Contract liabilities			320
Trade payables		24,380	13,867
Other payables, deposits and accruals		3,120	12,568
Borrowings	B6	409	413
Finance Lease Rental	20	239	680
		28,148	27,848
		<i>i</i>	<i>i</i>
Non Current Liabilities			
Borrowings	B6	1,468	1,514
Finance Lease Rental		896	2,442
Deferred tax liabilities		-	14
Trade payables		1,676	3,224
		4,040	7,194
Total Liabilities		32,188	35,042
		52,100	
Capital and reserves			
Share capital		128,143	114,097
Reserves		455	-
Retained earnings		(32,735)	(12,844)
		95,863	101,253
Non-controlling interests		4,232	3,268
Total Equity		100,095	104,521
		132 283	120 562
TOTAL EQUITY AND LIABILITIES		132,283	139,563
Net Asset per share (in RM)		0.36	0.54
		0100	5154

The unaudited condensed consolidated Statement of Financial Position should be read in conjunction with the audited Financial Statements for the financial year ended 31 March 2020 and the accompanying explanatory notes attached to the interim consolidated Financial Statements.

(Company No. 200701007217 / 765218-V)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2021 (THE FIGURES HAVE NOT BEEN AUDITED)

	•	ne Company					
	Share Capital RM'000	Non-Distributa Share Options Reserve RM'000		Distributable Retained Earnings RM'000	Total RM'000	Non- controlling Interests RM'000	Total Equity RM'000
As At 1 April 2020	114,097	-	-	(12,844)	101,253	3,268	104,521
Share option value	-	688	-	-	688	-	688
Exercise of share option	233	(233)	-	-	-	-	-
Shares issued during the periodPrivate PlacementShare issuance schemeConversion of redeemable convertible preference shares	4,297 840 8,676 13,813	- - -	-		4,297 840 8,676 13,813		4,297 840 8,676 13,813
Disposal of asset held for sale	-	-	-	-	-	899	899
Total comprehensive loss for the period		-	-	(19,891)	(19,891)	65	(19,826)
As At 31 March 2021	128,143	455	-	(32,735)	95,863	4,232	100,095
As At 1 April 2019 (as previously reported)	114,097	-	-	13,286	127,383	294	127,677
Prior year adjustments	-	-	-	(1,639)	(1,639)	-	(1,639)
As At 1 April 2019 (as restated)	114,097	-	-	11,647	125,744	294	126,038
Share option value	-	-	-	-	-	-	-
Non-exercise of share option	-	-	-	-	-	-	-
Shares issued during the period	-	-	-	-	-	3,250	3,250
Total comprehensive loss for the period	-	-	-	(24,491)	(24,491)	(276)	(24,767)
As At 31 March 2020	114,097	-		(12,844)	101,253	3,268	104,521

The unaudited condensed consolidated Statement of Changes in Equity should be read in conjunction with the audited Financial Statements for the financial year ended 31 March 2020 and the accompanying explanatory notes attached to the interim consolidated Financial Statements.

(Company No. 200701007217 / 765218-V)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH 2021

	Hunory d'An d	A
	Unaudited 31-Mar-21	Audited 31-Mar-20
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before tax	(19,271)	(3,335)
Adjustments for:		
Allowance for expected credit losses	5,869	863
Depreciation	1,175	1,039
Equity share-based payment	688	-
Finance income	(271)	-
Interest income	(25)	(81)
Interest expenses	626	88
Share of losses from subsidiary	3,350	-
Control premium from investment in associate	1,291	-
Share of results of associate	2,096	-
Right of use assets written off	1,669	
Operating loss before working capital changes	(2,803)	(1,426)
Changes in contract assets/liabilities -net	(4,963)	(4,072)
Decrease/(Increase) in trade and other receivables	(17,927)	18,392
Increase/(Decrease) in trade and other payables	11,516	(37,192)
Cash used in operations	(14,177)	(24,298)
Income tax paid	(714)	(5,124)
Income tax refunded	3,072	119
Net cash used in operating activities	(11,819)	(29,303)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of plant & equipment	(295)	(305)
Acquisition of right of use assets	-	(125)
Non-controlling interest' subscription		(110)
of shares of a subsidiary	-	3,250
Proceeds/deposits received for		-,
disposal of a subsidiary	4,414	12,000
Interest received	25	81
Net cash from investing activities	4,144	14,901
CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(626)	(88)
Repayment of lease liabilities	(2,267)	(646)
Proceeds from hire purchase	230	(040)
Proceeds from private placement	4,297	
Proceeds from share issuance scheme	840	
Issuance of redeemable convertible preference shares	8,676	
Net cash from /(used in) financing activities	<u> </u>	(734)
Net cash from / (used in) financing activities		(734)
Net changes in cash and cash equivalents	3,475	(15,136)
Cash and cash equivalents brought forward	2,960	18,096
Cash and cash equivalents carried forward	6,435	2,960
Cash and cash equivalents comprise:		
Cash and bank balances	6,435	2,960
Bank overdrafts	<u> </u>	
	6,435	2,960

The unaudited condensed consolidated Statement of Cash Flow should be read in conjunction with the audited Financial Statements for the financial year ended 31 March 2020 and the accompanying explanatory notes attached to the interim consolidated Financial Statements.

(Company No. 200701007217 / 765218-V)

INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

PART A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD NO. 134

A1. Basis of Preparation

The unaudited condensed interim financial statements for the fourth quarter ended 31 March 2021 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 and Appendix 9B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The unaudited condensed interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 March 2020 and the accompanying explanatory notes.

The accounting policies and methods of computation adopted in these interim financial statements of the Group are consistent with those adopted in the annual audited financial statements for the financial year ended 31 March 2020, included the adoption of all the applicable MFRSs and IC Interpretations that are relevant and effective for the financial period beginning on or after 1 January 2018.

The adoption of the MFRSs and IC Interpretations which are applicable to the Group did not have any significant impact on the interim financial statements of the Group.

A2. Audited Report Of Preceding Annual Financial Statements

The audited financial statements for the financial year ended 31 March 2020 was not subject to any qualification.

A3. Seasonal Or Cyclical Factors

The construction business of the Group is not affected by any seasonal or cyclical factors.

A4. Unusual Items Affecting Assets, Liabilities, Equity, Net Income Or Cash Flows

There were no items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature in size or incidence during the current quarter under review.

A5. Material Changes In Estimates

There were no material changes in the estimates of amounts reported that have material effect on the results for the current quarter under review.

A6. Issuances, Cancellations, Repurchases, Resale And Repayments Of Debt and Equity Securities

Pursuant to the corporate exercise undertaken as disclosed in note B12, during the current quarter, a total principal amount RM6,000,000 had been subscribed under the Proposed Issuance of RCPS and such RCPS had been fully converted into 33,453,305 number of ordinary shares. Other than this, there were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the current quarter under review.

A7. Dividend Paid

There was no dividend paid during the current quarter under review.

(Company No. 200701007217 / 765218-V)

INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

PART A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD NO. 134

A8. Segmental Reporting

The Group's business segmental information for the financial period to date is as follows. There were no disclosure on geographical segment as its revenue from segment other than Malaysia is insignificant.

	<u>Reve</u> Year To Da		<u>Profit/(Loss) before tax</u> Year To Date Ended			
	31-Mar-21 RM'000	31-Mar-20 RM'000	31-Mar-21 31-Mar-2 RM'000 RM'000	20		
Constructions Investment holdings and others	44,656 - 44,656	62,127 - 62,127	(7,020) 181 (12,251) (3,516 (19,271) (3,335	6)		

A9. Valuation of Property, Plant and Equipment

The property, plant and equipment of the Group have not been revalued during the current quarter under review.

A10. Changes In The Composition of The Group

There were no material changes to the composition of the Group for the current quarter under review.

A11. Contingent Liabilities and Contingent Assets

There were no material contingent liabilities, either secured or unsecured and contingent assets of the Group as at the end of the current quarter.

A12. Commitments

There were no material capital commitments approved or contracted for as at 31 March 2021.

(Company No. 200701007217 / 765218-V)

INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

PART B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B, PART A OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Review of Group's Results For The Current Quarter and Year-To-Date Ended 31 March 2021

	Quarter 31-Mar-21 RM'000	r ended 31-Mar-20 RM'000	Changes RM'000	Year To D a 31-Mar-21 RM'000	ate Ended 31-Mar-20 RM'000	Changes RM'000
Revenue Profit/(Loss) before taxation Profit/(Loss) after taxation	12,289 (10,402) (10,862)	16,511 (2,346) (1,683)	(4,222) (8,056) (9,179)	44,656 (19,271) (19,826)	62,127 (3,335) (3,180)	(17,471) (15,936) (16,646)
Comprehensive income/(loss) attributable to equity holders of the parent	(10,543)	(14,414)	3,871	(19,891)	(24,491)	4,600

Construction

The construction business recorded a turnover of RM12.3 million in the current quarter which was lower than the preceding year corresponding quarter of RM16.5 million. The revenue in the current period was lower mainly due to the volatile conditions under the Movement Control Order where progress of ongoing construction works is affected from time to time under stringent operating procedures.

Loss before tax was recorded at RM10.4 million in the current quarter compared to loss before tax of RM2.3 million in the preceding year corresponding quarter mainly due to the provision of expected credit losses from receivables of RM5.1 million, share of losses from investment in associate of RM2.1 million and control premium adjustment on the investment in associate of RM1.3 million.

B2. Variation Of Results For The Current Quarter Against Immediate Preceding Quarter

	Current Quarter 31-Mar-21	Immediate Preceding Quarter 31-Dec-20	Change	
	RM'000	RM'000	RM'000	%
Revenue Profit/(Loss) from operations Profit/(Loss) before taxation Profit/(Loss) after taxation	12,289 (8,563) (10,402) (10,862)	21,891 (503) (4,400) (4,400)	(9,602) (8,060) (6,002) (6,462)	-44% 1602% 136% 147%
Comprehensive income/(loss) attributable to equity holders of the parent	(10,543)	(4,633)	(5,910)	128%

Construction

The Group recorded the construction revenue of RM12.3 million in the current quarter, representing a decrease of RM9.6 million over the immediate preceding quarter. The volatile conditions under the Movement Control Order had adversely affected the progress of ongoing construction works in the current quarter, which saw execution of works on two of our projects temporarily slowing down.

The loss before tax in current quarter of RM10.4 million was higher as compared to immediate preceding quarter of RM4.4 million mainly due to the provision of expected credit losses from receivables of RM5.1 million plus additional impairment losses net of reversal amounting to RM0.8 million in the current quarter.

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INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

PART B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B, PART A OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B3. Group's Prospects

The Group's outstanding order book stands at approximately RM892 million which includes the PMIP project mentioned below.

The Group's construction arm was awarded a contract worth RM815 million for the construction of a by-pass from Bandar Baru Ayer Hitam connecting to Lebuhraya Tun Dr Lim Chong Eu (Package 2 of the Penang Mega Infrastructure Project) ("PMIP") in August 2018. The project initially commenced in November 2019 with early works preparation. However, due to the COVID-19 pandemic and Movement Control Order implemented by the Malaysian government, progress of works has been delayed until February 2021. The Group is currently in talks with the new project owner, ECK Development Sdn Bhd which has effectively taken control of Consortium Zenith Construction Sdn Bhd, on the future direction of the project.

Besides this, another project in the order book which may pick up work momentum in the coming quarters is the construction and completion of the Light Rail Transit Line 3 from Bandar Utama to Johan Setia with a contract sum worth RM100 million. This project primarily involves work on the Precast Viaduct (U-Trough Girder) and other related works.

Moving forward, Vertice remains cautiously optimistic of its future performance with the expected gradual recovery in the overall economic climate which had been severely affected by the COVID-19 pandemic and continuous efforts to beef up its order book.

B4. Variance Of Profit Forecast

The Group did not issue any profit forecast or profit guarantee during the current financial period under review.

B5. Income Tax Expense

The breakdown of income tax expense is as follows:-

	Current Quarter 31-Mar-21 RM'000	Year to Date 31-Mar-21 RM'000
Current year tax expense	255	350
Under/(over) provision in prior year	219	219
Deferred tax expenses/(reversal)	(14)	(14)
	460	555

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INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

PART B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B, PART A OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B6. Group Borrowings and Debt Securities

The Group's borrowings are as follows:-

	Quarter ended 31-March-2021		Quarter ended 31-March-2020 Unsecured			
	Secured Debt	Unsecured Debt	Total	Secured Debt	Debt	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Short-term borrowings Hire purchase creditors Bridging loan Bank overdrafts	409 - -	- - -	409 - -	413 - -	-	413 - -
	409	_	409	413	_	413
Long-term borrowings Hire purchase creditors	1,468	-	1,468	1,514	-	1,514
	1,468	-	1,468	1,514	-	1,514

The Group does not have any foreign currency borrowings as at 31 March 2021. All borrowings indicated above are denominated in Ringgit Malaysia.

B7. Receivables, deposits and prepayments

The ageing analysis of the Group's trade receivables and other receivables breakdown are as follows:-

	As at 31-Mar-21 RM'000	As at 31-Mar-20 RM'000
(i) Trade receivables from contracts with customers Less: Impairment losses	54,666 (6,127) 48,539	45,297 (2,088) 43,209
(ii) Other receivables Deposits and prepayments	1,731 19,249 20,980	3,149 8,488 11,637

B8. Material Litigation

The Group is not engaged in any material litigation either as plaintiff or defendant and the Directors do not have any knowledge of any proceedings pending or threatened against the Group as at the date of this report.

B9. Dividend Proposed

No dividend has been declared during the current quarter under review.

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INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

PART B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B, PART A OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B10. Earnings Per Share ("EPS")

Basic EPS

The basic earnings per share of the Group is calculated by dividing the profit attributable to the owners of the Company by the weighted average number of ordinary shares in issue.

	Current Quarter 31-Mar-21	31-Mar-21
	RM'000	RM'000
Earnings attributable to owners of the Company	(10,543)	(19,891)
Number of ordinary shares ('000) Adjustment for assumed exercise of warrants ('000) Adjustment for assumed exercise of Share Issuance Scheme ('000) Adjustment for number of ordinary shares from issuance of RCPS ('000) Adjustment for assumed exercise of Proposed Private Placement ('000) Adjustment for assumed number of ordinary shares issued and issuable ('000)	212,138 - - - - 34,321 246,459	212,138 - - - - - - - - - - - - - - - - - - -
Earnings/(loss) per ordinary share (sen)		
Basic	(4.97)	(9.38)
Diluted	N/A	N/A

B11. Significant Event Subsequent to Reporting Period

There was no significant event subsequent to this reporting period.

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INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 MARCH 2021

PART B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B, PART A OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B12. Status of Corporate Proposal Announced

(1) On 19 May 2020, the Company made an offer of options to eligible persons to subscribe for new shares in the Company under the Company's Employees' Share Issuance Scheme. The total number of options offered was 14,507,000 and the exercise period is within one year from the date of offer. As at the closing date for the acceptance of offer, the number of options accepted was 8,845,000, while the remaining balance of 5,662,000 was not taken up. On 27 November 2020, 3,000,000 options were exercised raising a total of RM840,000. The exercise period had lapsed on 19 May 2021 with the remaining balance of 5,845,000 number of options not exercised.

(2) On 30 September 2020, the Company entered into a subcription agreement with the RCPS Subscribers in relation to the Proposed Issuance of RCPS totalling an aggregate principle amount of up to RM60.0 million to undertake the following:-

(i) proposed Issuance of up to 600,000,000 new 2% cumulative redeemable convertible preference shares in Vertice ("RCPS") at an issue price of RM0.10 each ("RCPS Issue Price") to Advance Opportunities Fund ("AOF") and Advance Opportunities Fund I ("AOF I") (collectively, AOF and AOF I are referred to as the "RCPS Subscribers") ("Proposed Issuance of RCPS"); and

(ii) proposed amendments to the Constitution of the Company to facilitate the implementation of the Proposed Issuance of RCPS ("Proposed Amendments")

The proposed Issuance of RCPS and Proposed Amendments were approved by shareholders at the Extraordinary General Meeting on 11 December 2020. As at 24 December 2020, a total principal amount of RM4,000,000 had been subscribed and such RCPS had been fully converted into 21,893,814 number of ordinary shares. As at 20 January 2021, another total principal amount of RM6,000,000 had been subscribed and such RCPS had been fully converted into 33,453,305 number of ordinary shares.

The status of utilisation of the proceeds raised from the Proposed Issuance of RCPS are as follows:-

Purpose	Proposed Utilisation RM'000	Actual Utilisation RM'000	Intended Timeframe for Utilisation	Yet to be utilised amount RM'000	%	Explanation (if "Yet to be utilised" is 5% or more)
(i) Funding for construction business segment	7,633	7,633	Within 3 years	-	-	-
(ii) Working Capital	1,043	1,043	Within 1 year	-	-	-
(iii) Estimated expenses relating to the proposals	1,324	1,324	Within 3 years	-	-	-
Total	10,000	10,000		-		

B13. Authorization For Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 24 June 2021.