



WEIN BERHAD
Company No. 200601023136 (742890-W)
(Incorporated in Malaysia)
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2024
(The figures have not been audited)

	As at 31-March-2024 RM'000	As at 31-Dec-2023 RM'000 (Audited)
ASSETS		
Property, plant and equipment	5,814	6,098
Investment properties	90,194	85,001
Inventory properties	42,758	41,866
Rights-of-use-assets	3,284	3,329
Deferred tax assets	8,099	8,099
Total non-current assets	<u>150,149</u>	<u>144,393</u>
Inventories	84,828	92,066
Current tax assets	3,631	3,532
Trade and other receivables	14,711	18,041
Fixed deposit with licensed banks	92	92
Cash and cash equivalents	58,978	65,201
Total current assets	<u>162,240</u>	<u>178,932</u>
TOTAL ASSETS	<u>312,389</u>	<u>323,325</u>
EQUITY AND LIABILITIES		
Share capital	152,424	152,424
Reserves	96,639	98,063
Total equity attributable to shareholders of the Company	<u>249,063</u>	<u>250,487</u>
Non-controlling interests	(1)	-
Total equity	<u>249,062</u>	<u>250,487</u>
Long term borrowings	42,451	43,066
Other payables	1,288	1,288
Deferred tax liabilities	2,716	2,716
Total non-current liabilities	<u>46,455</u>	<u>47,070</u>
Loans and borrowings	3,825	3,825
Lease liabilities	-	119
Trade and other payables	13,041	21,768
Current tax liabilities	6	56
Total current liabilities	<u>16,872</u>	<u>25,768</u>
TOTAL LIABILITIES	<u>63,327</u>	<u>72,838</u>
TOTAL EQUITY AND LIABILITIES	<u>312,389</u>	<u>323,325</u>
Net Assets per ordinary share (RM)	<u>0.83</u>	<u>0.83</u>

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.



EWEIN BERHAD

Company No. 200601023136 (742890-W)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD ENDED 31 MARCH 2024

(The figures have not been audited)

	INDIVIDUAL QUARTER			CUMULATIVE QUARTER		
	3 months ended			3 months ended		
	31-Mar			31-Mar		
	2024	2023	Changes	2024	2023	Changes
	RM'000	RM'000	(%)	RM'000	RM'000	(%)
Revenue	14,541	7,495	94.01	14,541	7,495	94.01
Cost of sales	(10,355)	(4,584)	125.89	(10,355)	(4,584)	125.89
Gross profit	<u>4,186</u>	<u>2,911</u>		<u>4,186</u>	<u>2,911</u>	
Other operating income	2,165	1,134	90.92	2,165	1,134	90.92
Distribution and administrative expenses	(4,483)	(2,805)	59.82	(4,483)	(2,805)	59.82
Finance costs	(232)	(248)	(6.45)	(232)	(248)	(6.45)
Profit before taxation	<u>1,636</u>	<u>992</u>	64.92	<u>1,636</u>	<u>992</u>	64.92
Tax expense	(151)	(276)	45.29	(151)	(276)	(45.29)
Profit for the period	<u>1,485</u>	<u>716</u>	107.40	<u>1,485</u>	<u>716</u>	107.40
Other Comprehensive Income, net of tax	-	-		-	-	
Total Comprehensive Income for the period	<u><u>1,485</u></u>	<u><u>716</u></u>	107.40	<u><u>1,485</u></u>	<u><u>716</u></u>	107.40
Profit/(Loss) attributable to:						
Owners of the Company	1,486	716		1,486	716	
Non-controlling interests	(1)	-		(1)	-	
	<u><u>1,485</u></u>	<u><u>716</u></u>		<u><u>1,485</u></u>	<u><u>716</u></u>	
Total comprehensive income/(expense) attributable to:						
Owners of the Company	1,486	716		1,486	716	
Non-controlling interests	(1)	-		(1)	-	
	<u><u>1,485</u></u>	<u><u>716</u></u>		<u><u>1,485</u></u>	<u><u>716</u></u>	
Basic earnings per share (sen)	<u>0.50</u>	<u>0.24</u>		<u>0.50</u>	<u>0.24</u>	

The condensed consolidated statements of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying notes attached to the interim financial statements.

**EWEIN BERHAD**

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**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 MARCH 2024**

(The figures have not been audited)

	Share capital RM'000	Treasury shares RM'000	Non- Distributable Reverse acquisition reserve RM'000	Non- Distributable Revaluation reserve RM'000	Distributable Retained earnings RM'000	Total RM'000	Non-Controlling Interests RM'000	Total equity RM'000
At 1 January 2024	152,424	-	-	3,632	94,431	250,487	-	250,487
Total comprehensive income for the period	-	-	-	-	1,486	1,486	(1)	1,485
Share buyback	-	(2,910)	-	-	-	(2,910)	-	(2,910)
At 31 March 2024	<u>152,424</u>	<u>(2,910)</u>	<u>-</u>	<u>3,632</u>	<u>95,917</u>	<u>249,063</u>	<u>(1)</u>	<u>249,062</u>
At 1 January 2023	152,424	-	(31,482)	3,632	124,794	249,368	-	249,368
Total comprehensive income for the period	-	-	-	-	716	716	-	716
At 31 March 2023	<u>152,424</u>	<u>-</u>	<u>(31,482)</u>	<u>3,632</u>	<u>125,510</u>	<u>250,084</u>	<u>-</u>	<u>250,084</u>

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying notes attached to the interim financial statements.

**EWEIN BERHAD**

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**FOR THE PERIOD ENDED 31 MARCH 2024****(The figures have not been audited)**

	3 months ended 31 March	
	2024	2023
	RM'000	RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	1,636	992
Adjustments for:		
Non-cash items	-	324
Non-operating items	1,257	(444)
Operating profit before working capital changes	2,893	872
Changes in working capital		
Net changes in current assets	10,568	12,256
Net changes in inventory properties	(892)	-
Net changes in liabilities	(8,727)	(1,788)
Taxes refunded/(paid)	(300)	(100)
Net cash generated from operating activities	3,542	11,240
CASH FLOW FROM INVESTING ACTIVITIES		
- Interest income	431	578
- Acquisition of investment property	(6,320)	-
- Proceeds from disposal of property, plant and equipment	-	122
Net cash (used in)/generated from investing activities	(5,889)	700
CASH FLOW FROM FINANCING ACTIVITIES		
- Interest paid	(232)	(248)
- Repayment of loans and borrowings	(734)	(821)
- Share buyback	(2,910)	-
Net cash used in financing activities	(3,876)	(1,069)
Net change in cash and cash equivalents	(6,223)	10,871
Cash and cash equivalents at beginning of the period	65,293	48,412
Cash and cash equivalents at end of the period	59,070	59,283
<u>Cash and cash equivalents</u>		
Cash and cash equivalents included in the condensed consolidated statement of cash flows comprise the following:		
Cash and bank balances	58,978	43,072
Fixed deposits placed with licensed banks	92	16,211
	59,070	59,283

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying notes attached to the interim financial statements.



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Notes to the Unaudited Interim Financial Report

1. Basis of preparation

The condensed consolidated interim financial information is unaudited and have been prepared in accordance with the applicable disclosure provisions of paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and MFRS 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and IAS 34, Interim Financial Reporting issued by the International Accounting Standards Board.

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to the understanding of the changes in financial position and performance of the Company and its subsidiaries (“the Group”) subsequent to 31 December 2023.

2. Significant accounting policies

The significant accounting policies applied in the unaudited condensed interim financial statements are consistent with those adopted in the most recent annual audited financial statements for the financial year ended 31 December 2023 except for the adoption of the new and revised Malaysian Financial Reporting Standards (“MFRS”) with effect from 1 January 2024.

The Group plans to apply the following accounting standards, amendments and interpretations:

MFRSs and amendments effective for annual periods beginning on or after 1 January 2024

- Amendment to MFRS 16 Leases - Lease Liability in a Sale and Leaseback
- Amendments to MFRS 101 Presentation of Financial Statements - Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current
- Amendments to MFRS107 and MFRS 7- Supplier Finance Arrangements

MFRSs and amendments effective for annual periods beginning on or after 1 January 2025

- Amendments to MFRS 121 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability

MFRSs, Interpretations and amendments effective for a date yet to be confirmed

- Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture



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3. Auditors' report on preceding annual financial statements

The auditors have expressed an unqualified opinion on the Company's statutory financial statements for the year ended 31 December 2023 in their report dated 30 April 2024.

4. Seasonality or cyclical factors

The business of Ewein Group is not significantly affected by any seasonality or cyclical factors.

5. Unusual items due to their nature, size or incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the quarter ended 31 March 2024.

6. Changes in estimates

There were no changes in estimates that had a material effect in the current quarter ended 31 March 2024.

7. Debt and equity securities

During the quarter ended 31 March 2024, the Company acquired 2,791,926 ordinary shares from the open market for a cash consideration of RM2,909,859. The repurchased shares are treated as treasury shares in accordance with the requirements of Section 127(4) of the Companies Act, 2016.

There were no other issuances, cancellations, repurchases, resale and repayments of debt and equity securities by the Company during the quarter ended 31 March 2024.

8. Dividend paid/payable

There was no dividend announced by the Company in the current quarter and year to date as at date of this interim financial report.

**WEIN BERHAD**Company No. 200601023136 (742890-W)
(Incorporated in Malaysia)**Notes to the Unaudited Interim Financial Report**9. **Segment information**

The following comprises the main business segments of the Group: -

	Individual Quarter		Cumulative Quarter	
	3 months ended		3 months ended	
	31 March	31 March	31 March	31 March
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Segment Revenue				
Property development	10,226	2,800	10,226	2,800
Manufacturing	3,161	3,454	3,161	3,454
Investment holding, property management & letting and others	1,154	1,241	1,154	1,241
Total revenue	14,541	7,495	14,541	7,495
Segment Results				
Property development	3,177	(573)	3,177	(573)
Manufacturing	(805)	171	(805)	171
Investment holding, property management & letting and others	(935)	1,064	(935)	1,064
Profit before interest and taxation	1,437	662	1,437	662
Interest expense	(232)	(248)	(232)	(248)
Interest income	431	578	431	578
Profit before taxation	1,636	992	1,636	992
Taxation	(151)	(276)	(151)	(276)
Profit for the period	1,485	716	1,485	716



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10. **Group's financial performance review and segmental analysis**

10.1 **Overall review of group's financial performance**

Statement of financial position:

Overall, the Group continues to maintain a healthy current ratio that measures the Group's ability to pay off its short-term liabilities with its current assets. The current ratio of the Group at 31 March 2024 and 31 December 2023 were 9.62 times and 6.94 times respectively.

Comparison with previous year's corresponding quarter

The Group recorded a revenue of RM10.23 million in the first quarter ended March 2024 (1Q24) as compared to RM7.50 million in the first quarter ended March 2023 (1Q23). The Group reported a profit before interest and tax of RM1.44 million in 1Q24 against profit before interest and tax of RM0.66 million in 1Q23. The increases in revenue and profit before interest and tax was mainly due higher sales of completed properties in property segment but lower source of revenue in the manufacturing segment. In addition, one of the investment property that rented out last year was demolished and currently in construction stage, hence it caused the decreased in revenue and profit of property management & letting segment.

10.2 **Segmental analysis**

Comparison with previous year's corresponding quarter

(i) **Property development**

The revenue recorded in 1Q24 was RM10.23 million and profit before interest and tax of RM0.32 million. In comparison, the revenue of RM2.80 million and loss before interest and tax of RM0.57 million reported in 1Q23. The increase in revenue and profit was mainly due to higher developed properties sold compare to corresponding year. The Group is actively marketing and seeking for potential buyer for the completed project City of Dreams.



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(ii) Manufacturing

The revenue recorded in 1Q24 was RM3.16 million as compared to RM3.45 million in 1Q23. The loss before interest and tax in 1Q24 was RM0.85 million compared to profit before interest and tax of RM0.17 million in 1Q23. This was due to lower revenue source of the Company. By enhancing revenue segment, Ewein entered into a share sale agreement to acquire entire equity interest in VS Solution Services Sdn Bhd as disclosed in note 20 (ii) in this report.

(iii) Investment holding, property management & letting and others

The revenue recorded in 1Q24 was RM1.15 million as compared to RM1.24 million in 1Q23. The loss before interest and tax in 1Q24 was RM0.94 million as compared to profit before interest and tax in 1Q23 of RM1.06 million. The decrease in revenue and profit before interest and taxation was mainly due to one of the investment property that rented out last year was demolished and currently in construction stage.

11. **Variation of results against preceding quarter**

	3 Months Ended 31 March 2024 RM'000	3 Months Ended 31 Dec 2023 RM'000	Changes
Revenue	10,226	10,693	-4.37%
Profit/(Loss) before interest and taxation	1,437	(730)	+296.85%
Profit/(Loss) before taxation	1,636	(456)	+458.77%
Profit/(Loss) after taxation	1,485	(1,252)	+218.61%

The Group recorded a revenue of RM10.23 million in 1Q24 as compared to RM10.69 million in fourth quarter ended December 2023 (4Q23) and the Group reported a profit before tax of RM1.64 million in 1Q24 against loss before tax of RM0.46 million in 4Q23.

12. **Valuation of property, plant and equipment and investment properties**

Property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

The valuation of investment properties has been brought forward without amendment since 31 December 2023.

13. **Other investment**

There is no other investment made by the Company except as disclosed in note 20 (ii) of this report.



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14. Changes in Group’s composition

There were no significant changes in the Group’s composition as of the date of this report.

15. Changes in contingent liabilities

There were no material contingent liabilities to be disclosed as at the date of this report.

16. Commitments

	RM’000
Contracted but not provided for: Properties	<u>60,884</u>

There were no other material capital commitments as at 31 March 2024 to be disclosed as at the date of this report.

17. Prospects for 2024

The Group’s prospects for the year 2024 in the respective operating segments are explained as follows:

(i) Property development

The company is actively marketing the unsold units to monetise its inventory of completed units.

(ii) Manufacturing

Relate to note 20 (ii), upon completion of the Proposed VSS Acquisition, Ewein will have immediate access to VSS’s Rackform Business and client base. This will provide the Group with an additional source of revenue and earnings stream for its manufacturing business. Further, the enlarged Ewein Group is expected to achieve synergies and economies of scale by the sharing of commonalities as the Group and VSS both serves the Electrical and Electronics (“E&E”) industry, utilise similar raw materials and have access to an enlarged clientele. Therefore, the enlarged Ewein Group will be able to negotiate for better deals with suppliers, streamline business processes, and optimise resource allocation which could potentially reduce production costs and operational expenses, and ultimately boosting profitability.

In addition, the Vendors have provided Ewein with a profit guarantee, where VSS targets to achieves a minimum cumulative profit after tax of RM9.3 million by FYE 2026 which is expected to contribute positively to the Group’s future earnings.



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(iii) Investment holding, property management and letting

Ewein Land Sdn Bhd- The prospect of this segment remains positive due to the strategic location and take up rate of Menara IJM Land.

Skydorm Sdn Bhd- The Company intend to commence the construction of the properties into factory building.

Delight Island Sdn Bhd- Refer to note 19(i), upon completion of the Proposed Land Acquisition, the Group will develop the subject land into a 16- storey workers' dormitory which serves as the entry point for the Group's first foray into workforce management services sector. The land is located in a strategic location in the state of Penang and through the development, the Group is poised to capitalise on the growing demand for foreign workers' dormitory accommodation in the state of Penang. The Proposed Land Acquisition and upon the completion of the proposed development will provide an additional new income stream to the Group.

18. Variance between actual profit and forecast profit

This is not applicable as no profit forecast has been published.

19. Status of corporate proposals

- (i) Delight Island Sdn Bhd, a wholly-owned indirect subsidiary of Ewein had on 26 March 2024 entered into a conditional sale and purchase agreement with Magnum Heritage Sdn Bhd, a related party, for the acquisition of a parcel of vacant industrial land formed by 14 contiguous lots located in Seberang Perai Utara, Pulau Pinang for a total cash consideration of RM25,839,818.34 ("Proposed Land Acquisition").
- (ii) In conjunction with the Proposed Land Acquisition above, the Company intends to undertake proposed diversification of the existing principal activities of Ewein and its subsidiaries to include the provision of workers' dormitory accommodation and manpower management related services.
- (iii) Refer to note 20 (ii) on Proposed VSS Acquisition for more information.

There were other no corporate proposals as at 31 March 2024 to be disclosed as at the date of this report.



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20. **Events subsequent to the balance sheet date**

- (i) On 15 April 2024, The Board of Directors of Ewein is proposing to change its name from "Ewein Berhad" to "Skygate Solutions Berhad" ("Proposed Change of Name"). The Proposed Change of Name is subject to the approval of the Company's shareholders at the forthcoming Annual General Meeting to be convened at 28 June 2024.
- (ii) On 15 May 2024, Ewein entered into a share sale agreement with, Ooi Eng Leong, Goh Kiang Teng, Goh Yin Ze and Chew Tien Kee, ("Vendors") for the acquisition of 500,000 ordinary shares in VS Solution Services Sdn Bhd ("VSS"), representing the entire equity interest in VSS for a total purchase consideration of RM32,000,000 ("Proposed VSS Acquisition") to be satisfied via the following:
 - (a) a cash payment of RM15,999,580; and
 - (b) an allotment and issuance of 17,978,000 ordinary shares in Ewein ("Ewein Share(s)" or the "Share(s)") at an issue price of RM0.89 per Ewein Share, for a total shares consideration of RM16,000,420.

In addition, the Vendors have provided Ewein with a profit guarantee, where VSS targets to achieves a minimum cumulative profit after tax of RM9.3 million by FYE 2026 which is expected to contribute positively to the Group's future earnings.

There was no other event subsequent to the balance sheet date to be disclosed as at the date of this report.



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Notes to the Unaudited Interim Financial Report

21. **Borrowings**

	As at 31 March 2024			As at 31 December 2023				
	Interest rate %	Secured		Total RM '000	Interest rate %	Secured		Total RM '000
		RM '000 RM denomination	RM '000 USD denomination			RM '000 RM denomination	RM '000 USD denomination	
Current:								
Term loans	4.30% - 7.47%	-	3,825	3,825	4.30% - 7.47%	-	3,825	3,825
		-	3,825	3,825		-	3,825	3,825
Non-current:								
Term loans	4.30% - 7.47%	33,800	8,651	42,451	4.30% - 7.47%	33,800	9,266	43,066
		33,800	8,651	42,451		33,800	9,266	43,066
Total		33,800	12,476	46,276		33,800	13,091	46,891



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22. **Material litigation**

Ewein City of Dreams Sdn Bhd (“ECOD”), a wholly owned subsidiary of Ewein Land Sdn Bhd, which is in turn a wholly owned subsidiary of Ewein and CRCC Malaysia Berhad (“CRCC”)

On 31 January 2022, the adjudicator delivered his decision in relation to CRCC claims on Ewein City of Dreams Sdn. Bhd. (“ECOD”), a subsidiary of Ewein Berhad. ECOD decided to comply with the adjudication decision and paid CRCC a sum of RM6.3 million where the said amount has been recognised in the financial year ended 2021. In December 2021, ECOD commenced the arbitration proceedings at the Asian International Arbitration Centre claiming CRCC on the following:

- the sum of RM19 million being the Liquidated Ascertained Damages (“LAD”) for the late completion of the works;
- in the alternative, general damages for the amount of LAD that ECOD is liable to pay to the purchasers of City of Dreams Project (“the Project”);
- damages for the amount incurred to rectify the defects;
- interest at 5% per annum on the sum claimed from date of claim until date of full realisation.

CRCC has disputed on ECOD’s claim and counter claimed as follows:

- CRCC is entitled to the extension of time of 344 days;
- ECOD is not entitled to LAD in the sum of RM24 million;
- a declaration that ECOD is not entitled to any of its set off;
- RM18.9 million being the set-off pursuant to the Adjudication decision, uncertified variation works and loss and expenses incurred; and
- interest on the set-off pursuant to the Adjudication decision, uncertified variation works; and
- cost associated with the arbitration proceedings.

In response to CRCC’s counterclaim, ECOD’s disputed the whole counterclaim on the following grounds:

- ECOD is entitled to back charge the amounts paid to third party contractors for expediting some of CRCC’s works; and
- CRCC’s claim for variation orders/additional works are capped at RM10,700,000 as stated in the supplemental agreement previously entered into between ECOD and CRCC.

Pursuant to the Preliminary Meeting with the Arbitrator on 27 April 2023, both parties had filed the necessary pleadings and bundles of documents and subsequently, ECOD has filed an application to amend the Statement of Claim which was allowed by the learned Arbitrator. Currently, ECOD and CRCC are in the midst of preparing the written witness statements. The tentative deadline for both parties to file and exchange their respective witness statement is in early July 2024 and the hearing is expected to commence in early July 2024.



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23. Basic earnings per share

The calculation of basic earnings per share is based on the net profit attributable to ordinary shareholders divided by the weighted average number of ordinary shares.

	Individual Quarter 3 Months Ended		Cumulative Quarter 12 Months Ended	
	31 March 2024 RM'000	31 Dec 2023 RM'000	31 March 2024 RM'000	31 Dec 2023 RM'000
Profit attributable to owners of the Company (RM'000)	1,486	716	1,486	716
Weighted average number of ordinary shares in issue ('000)	301,585	301,585	301,585	301,585
Weighted average number of ordinary shares after taking into account the effect of share buyback ('000)	(2,792)	-	(2,792)	-
Total weighted average number of ordinary shares ('000)	298,793	301,585	298,793	301,585
Basic earnings per share (sen)	0.50	0.24	0.50	0.24

Diluted earnings per share

The diluted per share were not presented as there were no dilutive potential ordinary shares outstanding at the end of the reporting period.



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24. **Profit before taxation**

	Current Quarter Ended		Cumulative Quarter Ended	
	31 March 2024 RM'000	31 Dec 2023 RM'000	31 March 2024 RM'000	31 Dec 2023 RM'000
Profit before tax is arrived at after crediting/(charging):				
Interest income	431	578	431	578
Interest expense	(232)	(248)	(232)	(248)

25. **Authorisation for issue**

The interim financial report was authorised for issue by the Board of Directors in accordance with a resolution of the Board.

Date: 28 May 2024