

Registration No. 198201008273 (105550-K) (Incorporated in Malaysia)

# CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 30 SEPTEMBER 2022

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# Interim Financial Report for the Third Quarter Ended 30 September 2022 Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

	Unaudited				
	Individual Quarter		Cumu	lative	
	3 Months	s Ended	9 Month	9 Months Ended	
	30-Sep-22	30-Sep-21	30-Sep-22	30-Sep-21	
	RM'000	RM'000	RM'000	RM'000	
Revenue	3,921	1	4,792	83	
Cost of sales	(3,684)	(230)	(5,023)	(837)	
Gross profit	237	(229)	(231)	(754)	
Other income	116	74	282	447	
Operating expenses	(645)	(2,666)	(3,090)	(5,448)	
(Loss)/Profit from operations	(292)	(2,821)	(3,039)	(5 <i>,</i> 755)	
Finance income	55	14	82	41	
Finance costs	(59)	(61)	(178)	(269)	
(Loss) before tax	(296)	(2,868)	(3,135)	(5,983)	
Income tax		(7)		(7)	
(Loss) for the period	(296)	(2,875)	(3,135)	(5,990)	
Other comprehensive income,					
net of tax	<u>-</u>				
Total comprehensive (loss) for the					
period	(296)	(2,875)	(3,135)	(5,990)	
Total comprehensive (loss)					
Total comprehensive (loss)					
attributable to owners of the	(206)	(2.075)	/2 125\	(F 000)	
Company	(296)	(2,875)	(3,135)	(5,990)	
(Loss) per share (Sen)	(0.46)	(6.51)	(6.14)	(13.99)	

The Condensed Consolidated Statements of Profit or Loss And Other Comprehensive Income should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2021.

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Interim Financial Report for the Third Quarter Ended 30 September 2022 Condensed Consolidated Statement of Financial Position

	(Unaudited) As At <b>30-Sep-22</b> RM'000	(Audited) As At 31-Dec-21 RM'000
ASSETS		
Non-current Assets	4==	
Property, plant and equipment Goodwill on consolidation	157 31,509	728 31,509
Investment properties	5,010	5,010
Deferred tax assets	7,198	7,198
Fixed deposits	3,340	3,299
·	47,214	47,744
Current Assets	_	
Trade receivables	17,229	16,018
Other receivables	3,783	904
Contract assets	23	-
Other investments	163	178
Tax recoverable	96	188
Cash and bank balances	9,720	40
	31,014	17,328
TOTAL ASSETS	78,228	65,072
EQUITY AND LIABILITIES		
Equity		
Share capital	141,258	125,038
Accumulated losses	(84,574)	(81,440)
Equity attributable to owners of the Company	56,684	43,598
Non-current Liabilities		
Borrowing	-	81
Lease liabilities	47	100
Deferred tax liabilities	4 51	<u>4</u> 185
	21	103
Current Liabilities		
Trade payables	14,518	14,359
Others payables Contract liabilities	3,031	2,450
Amount due to director	- 79	- 1,032
Bank borrowings	796	486
Lease liabilities	113	244
Bank overdraft	2,956	2,524
Tax payable	-	194
	21,493	21,289
TOTAL EQUITY AND LIABILITIES	78,228	65,072
Net assets per share (RM)	1.11	1.01

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2021.

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Interim Financial Report for the Third Quarter Ended 30 September 2022 Condensed Consolidated Statements of Changes in Equity

	Attributable To Equity h Non-distributable	olders of the Company Accumulated	,
	Share Capital RM'000	Losses RM'000	Total Equity RM'000
Balance as of 1 January 2021	122,001	(57,953)	64,048
Transaction with owners			
Issuance of new shares	3,037	-	3,037
Total comprehensive loss for			
the financial year	-	(23,487)	(23,487)
Balance as of 31 December 2021	125,038	(81,440)	43,598
Transaction with owners:			
Issuance of new shares	16,221	-	16,221
Total Comprehensive Loss			
for the financial period	-	(3,135)	(3,135)
Balance as of 30 September 2022	141,259	(84,575)	56,684

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2021.

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## Interim Financial Report for the Third Quarter Ended 30 September 2022 Condensed Consolidated Statements of Cash Flows

	(Unaud 9 months	
GROUP	30-Sep-22 RM'000	30-Sep-21 RM'000
OPERATING ACTIVITIES		
(Loss) before taxation	(3,135)	(5,983)
Adjustment for:		
Depreciation of property, plant and equipment	572	972
Bad debts written off	149	(1,320)
Fair value (gain) /loss of other investments	14 178	(59) 269
Interest expenses Interest income	(82)	(41)
Gain on disposal of property, plant and equipment	(75)	-
Operating (loss)/profit before working capital changes	(2,379)	(6,162)
Changes in working capital:		
Receivables	(4,238)	7,278
Customers on contract	(23)	2,250
Payables	740 506	(2,482) (2,068)
Bankers' acceptance Cash (used in)/generated from operations	596 (5,304)	(1,184)
cash (used hij/generated from operations	(5,304)	(1,104)
Interest paid	(142)	(269)
Income tax paid	(102)	(73)
Net cash (used in)/from operating activities	(5,548)	(1,526)
INVESTING ACTIVITIES		
Purchase of property, plant and equipment	-	(2)
Proceeds from disposal of property, plant & equipment	75	
Net Cash (Used In) / From Investing Activities	75	(2)
FINANCING ACTIVITIES		
Placement of fixed deposits pledged	(42)	(42)
Interest received	83	41
Advance from/(Repayment to) a director	(953)	<del>-</del>
Repayment of lease liabilities	(184)	(733)
Repayment of borrowing	(367)	(369)
Interest paid Issuance of new shares	(36)	2.027
	16,221	3,037
Net cash from/(used in) financing activities	14,722	1,934
CASH AND CASH EQUIVALENTS	0.040	405
Net changes	9,249	406
Balance as of 1 January  Balance as at end of financial period	(2,485) 6,764	(2,836)
portou	0,704	(2,430)

Cash and cash equivalents at the end of the financial period comprise the following balance amount:

	As at	As at
	30-Sep-22	30-Sep-21
	RM'000	RM'000
Cash and bank balances	9,720	40
Bank overdrafts	(2,956)	(2,470)
Fixed deposits	3,340	3,284
Less: Fixed deposits pledged	(3,340)	(3,284)
	6,764	(2,430)

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2021.

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# A EXPLANTORY NOTES IN COMPLIANCE WITH MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134, INTERIM FINANCIAL REPORTING

#### A1 Basis of Preparation

The interim financial statement is unaudited and have been prepared in compliance with Malaysian Financial Reporting Standards ("MFRSs") 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 ("BMSB").

The interim financial statements shall be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2021. These interim financial statements contain selected explanatory notes which provide explanations of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Company and its subsidiaries ("Group").

#### A2 Malaysian Financial Reporting Standards

The significant accounting policies adopted by the Group in these interim financial statements are consistent with those of the audited financial statements for the year ended 31 December 2021.

The Group has adopted the MFRSs framework issued by MASB with effect from 1 January 2012. This MFRS framework was introduced by MASB in order to fully converge Malaysia's existing Financial Reporting Standards ("FRSs") framework with the International Financial Reporting Standards ("IFRSs") framework issued by the International Accounting Standards Board. There has been no material impact upon the adoption of the MFRSs on the financial statements of the Group.

The Group has also adopted the following new standard/amendments/improvements to MFRSs which are mandatory for the financial periods beginning on or after 1 January 2022:

Annual Improvements to MFRS Standards 2018 - 2020 (MFRS 1\*#, 9 and 141\*#)

Amendments to MFRS 3\* Business combination: Reference to the conceptual

framework

Amendments to MFRS 116 Property, Plant and Equipment: Proceeds before intended

use

Amendments to MFRS 137 Provision, contingent liabilities and contingent assets:

Onerous contracts - cost of fulfilling a contract

The adoption of these amendment MFRSs have not resulted in any material impact on the financial statements of the Group.

The following new standard/amendments to MFRSs that were issued but are not yet effective have not been early adopted by the Group.

MFRS 17\*# Insurance contracts.

Amendments to MFRS 4\*# Insurance contracts: Extension of the temporary

exemption from applying MFRS 9.

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Amendments to MFRS 17*#	Insurance contracts.
Amendments to MFRS 17*#	Insurance contracts: Initial application of MFRS 17 and
	MFRS 9 - comparative information.
Amendments to MFRS 101	Presentation of financial statements: Classification of
	liabilities as current or non-current.
Amendments to MFRS 101	Presentation of financial statements: Disclosure of
	accounting policies.
Amendments to MFRS 108	Accounting policies, changes in accounting estimates
	and errors: Definition of accounting estimates.
Amendments to MFRS 112	Income taxes: Deferred tax related to assets and
	liabilities arising from a single transaction.

#### Amendments to MFRSs - effective date deferred indefinitely: -

Amendments to MFRS 10* and	Consolidated financial statements and investments in
128*#	associates and joint ventures: Sale or contribution of
	assets between an investor and its associate or joint

venture.

#### A3 Audit Qualification

There was no qualification of the Group audited financial statements for the year ended 31 December 2021.

## A4 Seasonality or Cyclicality of Interim Operations

The Group's operations are not significantly affected by any seasonal or cyclical factors.

#### A5 Items of Unusual Nature

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

#### A6 Change in Estimates

There was no material change in estimates for the current financial quarter under review.

#### A7 Dividend Paid

There were no dividends paid during the current financial quarter under review.

## A8 Sales Revenue by Geographical Market

The Group's revenue is derived wholly from its operating activities in Malaysia.

<sup>\*</sup> Not applicable to the Company's operation

<sup>\*</sup> Not applicable to the Group's operation

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#### A9 Segmental Reporting

Segmental report for the financial period ended 30 September 2022 is as follows:

	Trading RM'000	Construction RM'000	Investment Holding RM'000	Property Development RM'000	Eliminations RM'000	The Group RM'000
9 Months Ended 30-Sep	tember-2022	<u>)</u>				
Revenue						
External revenue	2,488	2,304	-	-	-	4,792
Inter-segment revenue	1		718		(719)	-
Total revenue	2,489	2,304	718		(719)	4,792
Results						
Segment profit	(161)	(2,205)	(651)	(23)	-	(3,039)
Interest income	28	55	-	-	-	82
Finance cost	(128)	(42)	(8)			(178)
(Loss) before tax	(261)	(2,192)	(659)	(23)	_	(3,135)
9 Months Ended 30-Sep	tember-2021	<u>L</u>				
Revenue						
External revenue	80	3	-	-	-	83
Inter-segment revenue	6		900		(906)	
Total revenue	86	3	900		(906)	83
_			_			
Results						
Segment profit/(loss)	(1,503)	(3,930)	(306)	(16)	-	(5,755)
Interest income	28	13	-	-	-	41
Finance cost	(195)	(65)	(9)			(269)
(Loss)/Profit before tax	(1,670)	(3,982)	(315)	(16)	-	(5,983)

#### A10 Changes in Debt and Equity Securities

There were no issuance, cancellation, repurchases, resale and repayments of debt and equity securities for the current financial quarter ended 30 September 2022, except that on 30 June 2022, the Company had issued 20,100,100 new ordinary shares under private placement.

#### **A11 Subsequent Material Events**

There were no material events subsequent to the end of the current quarter up to 24 November 2022 that have not be reflected in the financial statement for the current financial period.

#### A12 Changes in the Composition of the Group

On 25 January 2022, the Company incorporated a wholly-owned subsidiary, Mercury Land Sdn Bhd, with RM2 share capital. Mercury Land Sdn Bhd has yet to commence its business operations.

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#### A13 Capital Commitment

There is no capital commitment which has not been reflected in the interim financial statements for the current financial quarter ended 30 September 2022.

## A14 Contingent Liabilities / Assets

Save as disclosed below, there are no contingent liabilities incurred or known to be incurred by the Group.

#### <u>Litigation</u>

On 28 January 2021, a vendor commenced legal action against a subsidiary of the Company amounting to RM0.97 million in respect of the missing materials on site.

Based on the legal advice from external legal counsel, the Directors are of the opinion that the possibility of outflow on the litigation above is not probable and therefore, no provision is required to be made.

There are no contingent assets as at the date of this report.

#### A15 Valuation of Property, Plant and Equipment

There was no change in the valuation of property, plant and equipment for the current quarter under review.

#### **A16** Significant Related Party Transactions

The Group had the following significant related party transactions with company in which certain directors of the Company have interest as follow:

		Current	Year
Mandated		Quarter	to date
Related Parties	Nature of Transactions	30-Sep-22	30-Sep-22
		RM'000	RM'000
Ecofirst Group	(i) Construction works and project insurance	-	2
	(ii) Rental of office space and parking lots	43	166

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# B EXPLANATORY NOTES IN COMPLIANCE WITH LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

#### B1 Review of performance – Comparison with corresponding results of last year quarter.

<u>Current quarter ended 30 September 2022 ("3Q2022") versus preceding year corresponding quarter ended 30 September 2021 ("3Q2021")</u>

	Individual (	Quarter		
	30-Sep-22 30-Sep-21		Changes	
	RM'000	RM'000	RM'000	%
Revenue	3,921	1	3,920	391,966%
(Loss) Before Tax	(296)	(2,868)	2,572	90%

For the current quarter ended 30 September 2022, the Group recorded a loss before tax of RM0.30 million on revenue of RM3.92 million, compared to a loss before tax of RM2.87 million and revenue of RM1 thousand reported in the preceding year's corresponding quarter. The higher revenue and lower loss before tax in the current quarter were mainly due to the commencement of new construction contract for Centro @ JBCC project located at Johor Bahru and trading of building material activities.

#### B2 Review of Performance - Comparation with corresponding results of preceding Quarter

<u>Current quarter ended 30 Sept 2022 ("3Q2022") versus immediate preceding quarter ended 30 June 2022 ("2Q2022")</u>

	Current Quarter	Previous		
	Current Quarter	Quarter		
	30-Sep-22	30-Jun-22	Cha	nges
	RM'000	RM'000	RM'000	%
Revenue	3,921	869	3,052	351%
(Loss) Before Tax	(296)	(973)	677	70%

For the current quarter ended 30 September 2022, the Group recorded a loss before tax of RM0.30 million on revenue RM3.92 million, compared to a loss before tax of RM0.97 million and revenue of RM0.87 million reported in the preceding quarter. The higher revenue and lower loss due to commencement of new construction contract for Centro @ JBCC project located at Johor Bahru and trading of building material activities.

#### **B3** Variance from Profit Forecast

Not applicable as the Group has not issued any profit forecast for the period under review.

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#### **B4** Current year Prospects

The Malaysian construction sector has yet to recover fully from the impact of the Covid-19 pandemic, which has brought significant repercussions to the construction sector and the economy as a whole. Supply chain disruptions, mounting building raw material prices, labour shortages, inflationary pressure as well as rising interest rates continue to have a detrimental influence on the construction industry. Slower sectoral growth coincides with a slowdown in construction projects on the back of reduced public sector spending due to fiscal constraints and a softer property development market.

The Group is cautiously optimistic that construction activities will pick up over time and its order book will be replenished by securing the projects that are currently being bid on. Given the gradual recovery of the economy in general and the property sector in particular, the Group believes that its plan to expand upstream into the property development business is timely.

Going forward, the Group opines that with careful planning and execution, it will be better positioned strategically and operationally to improve its business performance when both property development and construction projects re-commence, which would eventually contribute positively to the Group's earnings in the future.

#### **B5** Quoted securities

There was no other purchase or disposal of quoted and marketable securities during the current quarter under review.

#### **B6** Status of Corporate Proposals

Save as disclosed below, there is no outstanding corporate proposal as at the end of the current financial quarter.

(i) Plutovest Sdn Bhd, a wholly-owned subsidiary of Mercury Industries Berhad ("MIB"), had on 16 August 2021, entered into a Grant of Development Rights Agreement ("GDRA") with Aturan Prisma Sdn Bhd for the proposed development of all that freehold land held under individual title HS(D) 81099 PT 49, Pekan Tanjong Kling Seksyen II, Daerah Melaka Tengah, Negeri Melaka in the approximate size of 17,236.7 square metres, subject to the terms and conditions in the GDRA.

Subsequent to the financial quarter ended 30 September 2022, on 9 November 2022, the Company announced that the condition precedents of the GDRA have been fulfilled and the GDRA has been rendered unconditional.

#### (ii) Multiple Proposals:

(a) Mercury Land Sdn Bhd ("MLSB"), a wholly-owned subsidiary of MIB had on 10 March 2022, entered into a conditional sale and purchase agreement ("SPA") with Eastwind Alliance Sdn Bhd ("EASB") to acquire a parcel of land located in Bandar Sungai Buloh, Daerah Gombak, Selangor for a total cash consideration of RM23,514,408.32, subject to the terms of the SPA ("Land Acquisition");

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Subsequent to the financial quarter ended 30 September 2022, on 25 October 2022, the Company announced that the Company received a letter from EASB's solicitors setting out the extended completion period, being 9 November 2022 (previously 21 October 2022) and on 10 November 2022, the Company announced that the Land Acquisition has been terminated and the total deposit of RM2,351,440.83 paid to EASB has been forfeited.

- (b) Proposed share issuance of up to 22,100,100 new ordinary shares in MIB representing 50% of the issued share capital of MIB to the subscribers ("Shares Issuance");
  - On 4 July 2022, the Company announced that the Shares Issuance has been completed on even date.
- (c) Proposed diversification of existing core business of MIB and its subsidiaries to include property development ("Diversification")
  - The Diversification has been effect on 22 June 2022 upon the shareholders' approval at the Extraordinary General Meeting on even date.
- (d) Proposed reduction of the issued share capital of MIB pursuant to Section 116 of the Companies Act, 2016 ("Capital Reduction").

Subsequent to the financial quarter ended 30 September 2022, on 22 November 2022, the Company announced that an office copy of the sealed order of the High Court of Malaya confirming the Proposed Capital Reduction has been lodged with the Companies Commission of Malaysia. Pursuant thereto, the Proposed Share Capital Reduction shall therefore take effect and be deemed completed on even date.

#### **B7** Status of Utilisation of Private Placement Proceeds

The proceeds from private placement raised from the 50% of the issued share capital of MIB on 4 July 2022. (Refer to Note B6(ii)(b)).

As at 30 September 2022 the gross proceeds raised from the private placement are proposed to be utilised in the following manner:

Purposes	Proposed utilisation	Revised Proposed utilisation (Note 1)	Actual utilisation	Balance of unutilised Proceeds	Estimated timeframe for utilisation
	RM'000	RM'000	RM'000	RM'000	
(a) Proposed land acquisition (Note 2)	6,200	6,200	2,351	3,849	Within 6 months
(b) Property development and construction projects	9,000	7,295	1,884	5,411	Within 24 months
(c) Working capital	2,256	2,320	2,256	64	Within 24 months
(d) Expenses in relation to the	450	470	403	67	Within 2 months
corporate exercse					
Total	17,906	16,285	6,894	9,391	

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#### Note 1:

The utilisation of the proceeds as disclosed above should be read in conjunction with the circular to shareholders of the Company dated 31 May 2022 ("Circular"). In accordance to the Circular, the actual gross proceeds raise lower than expected proceeds, the proceeds will be utilised in the following priority:

- i. Estimated expenses for the proposal;
- ii. Proposed Land Acquisition;
- iii. Working Capital; and
- iv. Property development and construction projects.

The balance of the unutilised funds will be placed in a profit-bearing bank account as deposits with licensed financial institution(s) and/or short-term money-market instruments.

#### Note 2:

Following the termination of the Proposed Land Acquisition detailed in Note B6(ii)(a) above. The Board is still deliberating on the proposed utilisation of the balance RM3.85 million. The Company will make the relevant announcement in due course.

#### **B8** Material Litigation

There is no material litigation as of the date of this report.

#### B9 Notes to the Statement of Profit or Loss and Other Comprehensive income

	Individual Quarter		Cumulative	
	Current	Corresponding		
	Quarter	Year Quarter	Current	Corresponding
	Ended	Ended	Year-To-Date	Year-To-Date
	30-Sep-22	30-Sep-21	30-Sep-22	30-Sep-21
	RM'000	RM'000	RM'000	RM'000
After charging:				
Depreciation & amortisation	127	312	572	971
Fair value adjustment on other investments	(10)	63	14	59
Provision for doubtful debts	-	1,426	149	1,426
Interest expenses	59	61	178	269
Rental expense	62	69	220	226
And after crediting:				
Interest income	15	14	82	41
Rental income	4	4	12	13

#### **B10** Taxation

Domestic current income tax is calculated at the statutory rate of 24% (2021: 24%) of the estimated assessable profit for the year.

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	Year-To-	Year-To-Date Ended		
	30-Sep-22	30-Sep-21		
	RM'000	RM'000		
- Current year	-	-		
- (Under)/Over provision in prior year	-	(7)		
	-	(7)		
	_			

## **B11** Group Borrowings and Debt Securities

a) Save as disclosed below, there were no other borrowings or debt securities in the Group as at 30 September 2022:

	Long Term	Short Term	Total Borrowings
	RM'000	RM'000	RM'000
As At Period Ended 30-Sept-2022			
Secured:-			
Term loan	-	200	200
Bank overdrafts	-	2,956	2,956
Bankers' acceptance	-	596	596
Total	-	3,752	3,752
As At Year Ended 31-Dec-2021 Secured:-			
Term loan	81	486	567
Bank overdrafts	-	2,524	2,524
Total	81	3,010	3,091

b) There were no borrowings or debt securities denominated in foreign currencies.

## **B12** Dividend Payable

No interim dividends have been recommended in respect of the current quarter financial quarter under review.

## **B13** Loss Per Ordinary Share

The basic losses per share is calculated by dividing the loss for the period attributable to the owners of the Company by the weighted average number of ordinary shares in issue during the period:

	Current	Quarter	Year to date		
	30-Sep-22	30-Sep-21	30-Sep-22	30-Sep-21	
(Loss) attributable to owners of the Company (RM '000)	(295)	(2,875)	(3,135)	(5,990)	
Weighted average number of ordinary shares ('000)	64,300	44,200	51,047	42,817	
Basic (loss) per share (Sen)	(0.46)	(6.50)	(6.14)	(13.99)	