

Incorporated in Malaysia

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2019

	INDIVIDUAL QUARTER THREE MONTHS ENDED			CUMULATIVE PERIOD THREE MONTHS ENDED			
	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	Variance %	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	Variance %	
Revenue	60,019	53,207	12.8	60,019	53,207	12.8	
Cost of sales	(39,023)	(40,764)	(4.3)	(39,023)	(40,764)	(4.3)	
Gross profit	20,996	12,443	68.7	20,996	12,443	68.7	
Other income	926	863	7.3	926	863	7.3	
Other operating expenses	(16,659)	(17,982)	(7.4)	(16,659)	(17,982)	(7.4)	
Finance costs	(1,957)	(2,021)	(3.2)	(1,957)	(2,021)	(3.2)	
Share of results of associates, net of tax	1,065	974	9.3	1,065	974	9.3	
Share of results of a jointly-controlled entity, net of tax	(22)	-	NA	(22)	-	NA	
Profit / (Loss) before tax	4,349	(5,723)	NA	4,349	(5,723)	NA	
Taxation	(426)	(82)	NA	(426)	(82)	NA	
Profit / (Loss) for the financial period	3,923	(5,805)	NA	3,923	(5,805)	NA	
Other comprehensive loss, net of tax							
Items that may be reclassified subsequently to profit or lo	oss:						
<ul> <li>Foreign currency translation differences for foreign operations</li> </ul>	(165)	(28)	NA	(165)	(28)	NA	
- Share of other comprehensive loss of associates	(31)	(27)	14.8	(31)	(27)	14.8	
Other comprehensive loss, net of tax	(196)	(55)	NA	(196)	(55)	NA	
Total comprehensive income / (loss)	3,727	(5,860)	NA	3,727	(5,860)	NA	
Profit / (Loss) attributable to:- Owners of the Parent Non-controlling interests	4,054 (131)	(5,567) (238)	NA (45.0)	4,054 (131)	(5,567) (238)	NA (45.0)	
Profit / (Loss) for the financial period	3,923	(5,805)	NA	3,923	(5,805)	NA	
Total comprehensive income / (loss) attributable to:- Owners of the Parent Non-controlling interests	3,899 (172)	(5,596) (264)	NA (34.8)	3,899 (172)	(5,596) (264)	NA (34.8)	
Total comprehensive income / (loss)	3,727	(5,860)	NA	3,727	(5,860)	NA	
Earnings / (Loss) per ordinary share (sen) - Basic and diluted	0.85	(1.29)		0.85	(1.29)		

(The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying explanatory notes to the interim financial report and the audited financial statements for the financial year ended 31 MARCH 2019.)



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# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2019

AS AT 30 JUNE 2019	As at 30 JUNE 2019 RM'000 Unaudited	As at 31 MARCH 2019 RM'000 Audited
ASSETS		
Non-Current Assets		
Property, plant and equipment Investment in associates Investment in a jointly-controlled entity Other intangible assets Other investments Investment properties Other receivables	8,306 89,804 - 9,931 5,740 994 6,036	8,647 88,739 22 10,555 5,077 994 5,979
Goodwill on consolidation Deferred tax assets	38,027 5,009 163,847	38,027 5,055 163,095
Current Assets		
Other investments Inventories Trade receivables Other receivables, deposits and prepayments Contract assets Amounts owing by associates Amount owing by a jointly-controlled entity Current tax assets Cash and cash equivalents	108 5,442 47,723 96,040 2,465 - - - 6,034 25,738	106 2,852 46,114 95,320 5,771 1 77 6,772 37,927
	<del></del> -	
TOTAL ASSETS	<u>347,397</u> =	358,035
EQUITY AND LIABILITIES		
Equity attributable to owners of the Parent		
Share capital Other reserves Accumulated losses	248,973 27,879 (131,294) 145,558	248,723 27,956 (135,345) 141,334
Non-controlling interests	5,766	5,893
TOTAL EQUITY	151,324	147,227
Non-Current Liabilities		
Borrowings Provision for post employment benefits Deferred tax liabilities	8,825 3,868 2 12,695	9,983 3,868 2 13,853
Current Liabilities		10,000
Trade payables Other payables, deposits and accruals Contract liabilities Amounts owing to associates Borrowings Current tax payables	35,548 45,021 26,853 155 75,351 450 183,378	38,257 50,398 30,168 378 77,373 381 196,955
TOTAL LIABILITIES	196,073	210,808
TOTAL EQUITY AND LIABILITIES	347,397	358,035
Net assets per share (RM)	0.3047	0.2958

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the accompanying explanatory notes to the interim financial report and the audited financial statements for the financial year ended 31 MARCH 2019.)



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# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2019

<> Attributable to owners of the Parent
<> <-Distributable ->

Unaudited Three Months Financial Period Ended 30 JUNE 2019	Share capital RM'000	Capital reserve RM'000	Warrant reserve RM'000	Equity compensation reserve RM'000	Exchange translation reserve RM'000	Accumulated losses RM'000	Total attributable to owners of the parent RM'000	Non- controlling interests RM'000	Total equity RM'000
Balance as at 1 APRIL 2019	248,723	24,663	-	3,577	(284)	(135,345)	141,334	5,893	147,227
Profit/(Loss) for the financial period	-	-	-	-	-	4,054	4,054	(131)	3,923
Foreign currency translation for foreign operations, net of tax	-	-	-	-	(124)	-	(124)	(41)	(165)
Share of other comprehensive loss of associates, net of tax	-	-	-	-	(31)	-	(31)	-	(31)
Total comprehensive (loss)/profit for the financial period	-	-	-	-	(155)	4,054	3,899	(172)	3,727
Transactions with owners	r								
Shares issued pursuant to Long Term Incentive Plan ("LTIP")	250	-	-	-	-	-	250	-	250
Arising from accretion of equity interests in subsidiaries	-	-	-	-	-	(3)	(3)	(4)	(7)
Share-based payment transactions in a subsidiary	-	-	-	78	-	-	78	49	127
Total transactions with owners	250	-	-	78	-	(3)	325	45	370
Balance as at 30 JUNE 2019	248,973	24,663	-	3,655	(439)	(131,294)	145,558	5,766	151,324



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# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2019 (continued)

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Unaudited Three Months Financial Period Ended 30 JUNE 2018	Share capital RM'000	Capital reserve RM'000	Warrant reserve RM'000	Equity compensation reserve RM'000	Exchange translation reserve RM'000	Accumulated losses RM'000	Total attributable to owners of the parent RM'000	Non- controlling interests RM'000	Total equity RM'000
Balance as at 1 APRIL 2018	230,698	24,663	11,307	3,313	(251)	(115,411)	154,319	13,088	167,407
Loss after tax for the financial period	-	-	-	-	-	(5,567)	(5,567)	(238)	(5,805)
Foreign currency translation for foreign operations, net of tax	-	-	-	-	(2)	-	(2)	(26)	(28)
Share of other comprehensive loss of associates, net of tax	-	-	-	-	(27)	-	(27)	-	(27)
Total comprehensive loss for the financial period	-	-	-	-	(29)	(5,567)	(5,596)	(264)	(5,860)
Transactions with owners									
Shares issued pursuant to Long Term Incentive Plan ("LTIP")	105	-	-	-	-	-	105	-	105
Arising from accretion of equity interests in subsidiaries	-	-	-	-	-	(2,049)	(2,049)	2,049	-
Share-based payment transactions in a subsidiary	-	-	-	246	-	-	246	169	415
Issuance of shares pursuant to exercise of warrant	1,099	-	(235)	-	-	-	864	-	864
Warrants lapsed	-	-	(11,072)	-	-	11,072	-	-	-
Total transactions with owners	1,204	-	(11,307)	246	-	9,023	(834)	2,218	1,384
Balance as at 30 JUNE 2018	231,902	24,663	_	3,559	(280)	(111,955)	147,889	15,042	162,931

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying explanatory notes to the interim financial report and the audited financial statements for the financial year ended 31 MARCH 2019.)



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# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2019



## THREE MONTHS ENDED

30 JUNE 2019 RM'000 Unaudited30 JUNE 2019 RM'000 UnauditedCASH FLOWS FROM OPERATING ACTIVITIESProfit / (Loss) before tax4,349Adjustments for: Depreciation and amortisation Equity settled share-based payment transactions Impairment losses on property, plant and equipment Interest expense Interest income Interest income Inventories written off Net gain on disposal of property, plant and equipment Net loss on dilution of equity interest in associates Net loss on fair value adjustments on other investments Share of results of a soociates Share of results of a jointly-controlled entity30 JUNE 2019 RM'000 UnauditedCASH FLOWS FROM OPERATING ACTIVITIES (Loss) BRM'000 Unaudited30 JUNE 2019 ARM'000 UnauditedPopportunity Profit Agnus	(5,723) 1,194 415 4 1,973 (374) - - 276 (102) (974)
Profit / (Loss) before tax  Adjustments for:  Depreciation and amortisation  Equity settled share-based payment transactions Interest expense Interest income Interest income Inventories written off Net gain on disposal of property, plant and equipment Net loss on dilution of equity interest in associates Net loss on fair value adjustments on other investments Share of results of a jointly-controlled entity  4,349  4,349  4,349  4,349  Adjustments or interest in associates 1,317  (257)  (101) (11) (12) (13) (14) (14) (15) (15) (164) (164) (165) (1664) (1665) (1665) (1665)	1,194 415 4 1,973 (374) - 276 (102)
Adjustments for:  Depreciation and amortisation Equity settled share-based payment transactions Inpairment losses on property, plant and equipment Interest expense Interest income Inventories written off Inventories writte	1,194 415 4 1,973 (374) - 276 (102)
Depreciation and amortisation Equity settled share-based payment transactions Impairment losses on property, plant and equipment Interest expense Interest income (257) Inventories written off (13) Net gain on disposal of property, plant and equipment Net loss on dilution of equity interest in associates Net loss on fair value adjustments on other investments Share of results of associates (1,065) Share of results of a jointly-controlled entity	415 4 1,973 (374) - 276 (102)
Write off of deposits	1
Operating profit / (loss) before working capital changes 5,980	(3,310)
Net changes in assets(2,347)Net changes in liabilities(10,866)	17,638 (8,852)
Net cash (used in)/from operations (7,233)	5,476
Tax paid       (684)         Tax refunded       1,110	(1,406)
Net cash (used in)/from operating activities(6,807)	4,070
CASH FLOWS FROM INVESTING ACTIVITIES	
Acquisition of additional shares in subsidiaries  Addition of software development  Interest received  Net placement of fixed deposits pledged  Proceeds from disposal of interest in an associate  Purchase of property, plant and equipment  (27)	(159) 373 (1,861) 799 48
Net cash used in investing activities (555)	(800)
CASH FLOWS FROM FINANCING ACTIVITIES	
Net repayment of borrowings  Proceeds from exercise of warrants Interest paid  (4,900)  - (1,917)	(9,402) 864 (1,972)
Net cash used in financing activities (6,817)	10,510)
Net decrease in cash and cash equivalents (14,179)	(7,240)
Cash and cash equivalents at 1 APRIL 2019/2018* 22,242	27,581
Effect of foreign exchange on opening balance (181)	(13)
Cash and cash equivalents at 30 JUNE 2019/2018* 7,882	

<sup>\*</sup> Cash and cash equivalents at the beginning and end of the financial period are net of deposits pledged to banks.

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the accompanying explanatory notes to the interim financial report and the audited financial statements for the financial year ended 31 MARCH 2019.)

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Notes to the Interim Financial Report For the First Quarter Ended 30 June 2019



#### 1 Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements outlined in the Malaysian Financial Reporting Standard ("MFRS") 134, *Interim Financial Reporting* issued by the Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 MARCH 2019. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the previous financial year ended 31 MARCH 2019.

#### 2 Significant Accounting Policies

The significant accounting policies and methods of computation adopted in the unaudited interim financial statements are consistent with those adopted in the most recent annual financial statements for the financial year ended 31 MARCH 2019, except for the adoption of the following new MFRSs, amendments to MFRSs and IC interpretations that are effective from 1 JANUARY 2019: -

#### MFRS 16 Leases

IC Interpretation 23 Uncertainty over Income Tax Treatments

Amendments to MFRS 128 Long-term Interests in Associates and Joint Ventures

Amendments to MFRS 9 Prepayment Features with Negative Compensation

Amendments to MFRS 3 Annual Improvements to MFRS Standards 2015-2018 Cycle

Amendments to MFRS 11 Annual Improvements to MFRS Standards 2015-2018 Cycle

Amendments to MFRS 112 Annual Improvements to MFRS Standards 2015-2018 Cycle

Amendments to MFRS 123 Annual Improvements to MFRS Standards 2015-2018 Cycle

Amendments to MFRS 119 Plan Amendment, Curtailment or Settlement

The adoption of the above did not have any significant effects on the interim financial statements upon their initial application.

## 3 Qualification of independent auditors' report on preceding annual audited financial statements

The independent auditors' report on the annual audited financial statements for the financial year ended 31 MARCH 2019 was not qualified.

# 4 Seasonal and cyclical factors

The business operations of the Group was not materially affected by any significant seasonal and cyclical factors during the current financial period under review.

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

Saved as disclosed in Note 2 and Note 7 of this report, there were no unusual items affecting the assets, liabilities, equity, net income, or cash flows due to their nature, size, or incidence during the current financial period under review.

## 6 Material changes in estimates

There were no changes in estimates of amounts which have a material effect to the financial statements of the current financial period under review.

# 7 Debt and equity securities

During the current financial period under review, the Company alloted 613,400 new ordinary shares pursuant to the exercise of Employee Share Grant Plan ("ESGP").

Saved as disclosed above, there were no other issuance and repayment of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the current financial period under review.

# 8 Dividends paid

No dividends have been paid during the current financial period under review.



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## 9 Segmental reporting

The Group's reportable segments were identified as follows: -

- Business Performance Services Provision of business performance improvement related services.
- Trading & Distribution Services Distribution and reselling of hardware and software and related services.
- Digital & Infrastructure Services Provision of a comprehensive range of tele/data communication, networking solutions and related services.

Other operating segments that do not constitute reportable segments comprise operations related to property development and investment holding.

Business Segments	Business Performance Services RM'000	Trading & Distribution Services RM'000	Digital & Infrastructure Services RM'000	Others RM'000	Eliminations RM'000	Total RM'000				
Three Months Financial Period Ended 30 JUNE 2019 Unaudited										
External revenue Inter segment revenue	26,602 10,027	32,953 782	439 	25 490	- (11,301)	60,019				
Total Revenue	36,629	33,735	441	515	(11,301)	60,019				
Segment results Share of results of associates Share of results of	7,760 -	(192) -	(185) -	(1,200) 1,065	(1,217) -	4,966 1,065				
a jointly-controlled entity Interest expense Interest Income	- (470) 196	- (361) 56	- - -	(22) (1,086) 5	- - -	(22) (1,917) 257				
Profit / (Loss) before tax	7,486	(497)	(185)	(1,238)	(1,217)	4,349				
Segment assets	248,087	103,113	451	175,907	(180,161)	347,397				
Three Months Financial Period Ended 30 JUNE 2018 Unaudited										
External revenue Inter segment revenue	34,279 5,115	17,549 5,470	1,211 37	168 546	- (11,168)	53,207				
Total Revenue	39,394	23,019	1,248	714	(11,168)	53,207				
Segment results Share of results of associates Interest expense Interest Income	227 - (467) 303	(1,385) - (343) 67	(1,231) - (113) 2	(1,503) 974 (1,154) 106	(1,206) - 104 (104)	(5,098) 974 (1,973) 374				
Profit / (Loss) before tax	63	(1,661)	(1,342)	(1,577)	(1,206)	(5,723)				
Segment assets	349,930	99,046	6,403	284,386	(385,632)	354,133				

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Notes to the Interim Financial Report For the First Quarter Ended 30 June 2019



#### 10 Carrying amount of revalued assets

There were no changes to the valuation of property, plant and equipment during the current financial period under review.

## 11 Changes in the composition of the group

There were no changes in the composition of the Group during the current financial period under review.

## 12 Subsequent events

Man Yau Holdings Berhad ("MYHB"), a wholly-owned subsidiary of the Group has on 15 JULY 2019 disposed off 3,000,000 ordinary shares in Formis e Solutions Sdn. Bhd. ("FES"), a company incorporated in Malaysia that remained inactive, representing 100% of the equity interest for a total cash consideration of RM26,880,000 to an unrelated party. Following the disposal, FES ceased to be a subsidiary of the Company.

## 13 Changes in contingent liabilities or contingent assets

There were no changes in contingent liabilities or contingent assets during the current financial period under review.

#### 14 Capital commitments

There were no capital commitments during the current financial period under review.

## 15 Cash and bank balances

The Group's cash and bank balances as at the end of the reporting date can be analysed as follows:

	As at 30 JUNE 2019 RM'000	As at 30 JUNE 2018 RM'000
Cash and bank balances Fixed deposits with licensed financial institutions	8,083 17,655	13,896 24,060
Less: Fixed deposits pledged with licensed banks Less: Bank overdraft	25,738 (14,768) (3,088)	37,956 (14,472) (3,156)
	7,882	20,328





# Additional information required by Bursa Securities Listing Requirements For the First Quarter Ended 30 June 2019

## 1 Detailed analysis of performance

The detailed breakdown of revenue by business segments of the Group is as follows: -

	INDIV THREI	CUMULATIVE PERIOD THREE MONTHS ENDED				
	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	Variance %	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	Variance %
Business Performance Services Trading & Distribution Services Digital & Infrastructure Services Others	36,629 33,735 441 515	39,394 23,019 1,248 714	(7.0) 46.6 (64.7) (27.9)	36,629 33,735 441 515	39,394 23,019 1,248 	(7.0) 46.6 (64.7) (27.9)
Less : Inter Segment Revenue Total Group Revenue	71,320 (11,301) 60,019	64,375 (11,168) 53,207	10.8 12.8	71,320 (11,301) 60,019	64,375 (11,168) 53,207	10.8 12.8

The Group's revenue for the current quarter under review has increased to RM60.02 million or an increase of 12.8% as compared to the corresponding quarter of the preceding financial period mainly due to higher order fulfilments and progress billings in the Trading and Distribution Services segment.

The detailed breakdown of loss before tax by business segments of the Group is as follows: -

	INDI\ THRE	CUMULATIVE PERIOD THREE MONTHS ENDED				
	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	Variance %	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	Variance %
Business Performance Services Trading & Distribution Services Digital & Infrastructure Services Others	7,486 (497) (185) (1,238)	63 (1,661) (1,342) (1,577)	NA (70.1) (86.2) (21.5)	7,486 (497) (185) (1,238)	63 (1,661) (1,342) (1,577)	NA (70.1) (86.2) (21.5)
Less : Elimination Profit / (Loss) before tax	5,566 (1,217) 4,349	(4,517) (1,206) (5,723)	NA NA	5,566 (1,217) 4,349	(4,517) (1,206) (5,723)	NA NA

The Group posted a profit before tax of RM4.35 million for the current financial quarter as compared to a loss before tax of RM5.72 million as recorded in the previous corresponding quarter. The increase was mainly attributable to significant increase in the revenue and gross profit margin.

# 2 Variation of results against preceding quarter

	ENDED	THREE MONTHS ENDED 31 MARCH 2019 RM'000	
Revenue	60,019	69,009	(13.0)
Profit before tax	4,349	2,108	NA

The Group's revenue for the current quarter under review is 13.0% lower than that recorded for the immediate preceding quarter mainly due to lower order fulfilments.

For the current quarter under review, the Group has recorded profit before tax of RM4.35 million compared to a profit before tax of RM2.11 million.





# Additional information required by Bursa Securities Listing Requirements For the First Quarter Ended 30 June 2019

### 3 Business prospects

Despite the continued uncertainties in the domestic and global economic situation, the Board remains cautiously optimistic that the financial performance for the current financial year will remain positive.

## 4 Profit forecast

Not applicable.

#### 5 Taxation

		INDIVIDUAL QUARTER THREE MONTHS ENDED		CUMULATIVE PERIOD THREE MONTHS ENDED	
	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	30 JUNE 2019 RM'000 Unaudited	30 JUNE 2018 RM'000 Unaudited	
Current tax expense - Malaysian taxation	335	100	335	100	
Under provision in prior periods - Malaysian taxation	45		45	<u>-</u>	
Deferred taxation	380	100	380	100	
- origination and reversal of temporary differences	46	(40)	46	(10)	
- Malaysian taxation	46 426	(18) 82	426	(18) 82	

The Group incurred an income tax expense with a lower effective interest rate for the financial period under review. This is because the Company has benefited from utilisation of the unused tax losses of certain subsidiaries.

#### 6 Status of corporate proposals

There were no other corporate proposals announced or outstanding as at the date of this announcement.

#### 7 Borrowings and debt securities

The Group's bank borrowings consist of term loan, invoice financing, lease creditors, trust receipts and bank overdraft, and are denominated in RM.

# 8 Changes in material litigation

There is no pending litigation as at end of the current financial period under review.

## 9 Dividends

No dividends have been paid during the current financial period under review.

## 10 Earnings / (Loss) per ordinary share

## Basic / diluted loss per ordinary share

Basic / diluted loss per ordinary share for the quarter and financial period under review is calculated based on the Group's loss after tax and non-controlling interests divided by the weighted average ("WA") number of ordinary shares in issue during the financial period.

	INDIVIDUAL QUARTER THREE MONTHS ENDED		CUMULATIVE PERIOD THREE MONTHS ENDED	
	30 JUNE 2019 Unaudited	30 JUNE 2018 Unaudited	30 JUNE 2019 Unaudited	30 JUNE 2018 Unaudited
Profit / (Loss) after tax and non-controlling interests (RM'000)	4,054	(5,567)	4,054	(5,567)
Number of shares in issue as at beginning of the period ('000) Effect of issuance of LTIP ('000) Effect of conversion of Warrant B ('000)	477,592 189 -	431,075 228 570	477,592 189 -	431,075 228 570
WA number of ordinary shares in issue ('000)	477,781	431,873	477,781	431,873
Basic / diluted earnings / (loss) per ordinary share (sen)	0.85	(1.29)	0.85	(1.29)