

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023**

	INDIVIDUAL QUARTER THREE MONTHS ENDED			CUMULATIVE PERIOD TWELVE MONTHS ENDED		
	31 MAR 2023	31 MAR 2022	Variance	31 MAR 2023	31 MAR 2022	Variance
	RM'000 Unaudited	RM'000 Unaudited	%	RM'000 Unaudited	RM'000 Audited	%
Continuing Operations						
Revenue	23,692	35,628	(33.5)	116,285	132,846	(12.5)
Cost of sales	(19,274)	(20,276)	(4.9)	(73,940)	(83,776)	(11.7)
Gross profit	4,418	15,352	(71.2)	42,345	49,070	(13.7)
Other income	7,066	8,165	(13.5)	198,972	10,397	NA
Other operating expenses	(41,001)	(26,753)	53.3	(102,213)	(71,664)	42.6
Finance costs	(4,101)	(5,445)	(24.7)	(21,113)	(18,276)	15.5
Share of results of associates, net of tax	3,799	396	NA	7,227	(2,511)	NA
(Loss) / profit before tax from continuing operations	(29,819)	(8,285)	NA	125,218	(32,984)	NA
Taxation	(889)	(1,021)	(12.9)	(727)	(1,429)	(49.1)
(Loss) / profit for the financial period from continuing operations	(30,708)	(9,306)	NA	124,491	(34,413)	NA
Discontinued Operations						
Profit before tax from discontinued operations	-	5,288	NA	7,388	34,291	(78.5)
Taxation	-	(4,368)	NA	(801)	(8,772)	(90.9)
Profit for the financial period from discontinued operations	-	920	NA	6,587	25,519	(74.2)
(Loss)/ profit for the financial period	(30,708)	(8,386)	NA	131,078	(8,894)	NA
Other comprehensive income, net of tax						
Items that may be reclassified subsequently to profit or loss:						
- Foreign currency translation differences for foreign operations	(124)	(801)	(84.5)	(112)	(790)	(85.8)
- Share of other comprehensive loss of associates	(221)	20	NA	(221)	20	NA
Other comprehensive loss, net of tax	(345)	(781)	(55.8)	(333)	(770)	(56.8)
Total comprehensive (loss) / income	(31,053)	(9,167)	NA	130,745	(9,664)	NA
(Loss)/ profit attributable to:-						
Owners of the Parent	(29,686)	(11,832)	NA	128,314	(20,169)	NA
Non-controlling interests	(1,022)	3,446	NA	2,764	11,275	(75.5)
(Loss)/ profit for the financial period	(30,708)	(8,386)	NA	131,078	(8,894)	NA
Total comprehensive (loss)/ income attributable to:-						
Owners of the Parent	(30,190)	(12,566)	NA	127,916	(20,896)	NA
Non-controlling interests	(863)	3,399	NA	2,829	11,232	(74.8)
Total comprehensive (loss) / income	(31,053)	(9,167)	NA	130,745	(9,664)	NA
(Loss)/ profit per ordinary share (sen)						
- Basic and diluted	(5.49)	(2.22)		23.95	(3.78)	

(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 2022.)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2023

	As at 31 MAR 2023 RM'000 Unaudited	As at 31 MAR 2022 RM'000 Audited
ASSETS		
Non-Current Assets		
Right-of-Use assets	24,572	48,397
Property, plant and equipment	2,848	4,621
Investment in associates	312,181	87,683
Other intangible assets	161,680	260,882
Other investments	1,796	705
Investment properties	674	694
Goodwill on consolidation	14,073	51,196
Deferred tax assets	791	3,497
	<u>518,615</u>	<u>457,675</u>
Current Assets		
Other investments	-	4,475
Inventories	10,488	14,763
Trade receivables	16,996	52,416
Other receivables, deposits and prepayments	11,795	37,719
Contract assets	21	9,502
Amounts owing by associates	8,633	99
Amount owing by a jointly-controlled entity	810	1,111
Current tax assets	1,758	6,547
Cash and cash equivalents	49,196	97,510
	<u>99,697</u>	<u>224,142</u>
	<u>618,312</u>	<u>681,817</u>
TOTAL ASSETS		
EQUITY AND LIABILITIES		
Equity attributable to owners of the Parent		
Share capital	279,795	276,949
Other reserves	23,549	23,726
Warrant reserves	27,121	27,121
Retained profits/ Accumulated losses	2,022	(133,114)
	<u>332,487</u>	<u>194,682</u>
Non-controlling interests	<u>(3,928)</u>	<u>92,599</u>
TOTAL EQUITY	<u>328,559</u>	<u>287,281</u>
Non-Current Liabilities		
Other payables, deposits & accruals	-	181
Borrowings	18,795	50,321
Provision for post employment benefits	116	4,303
Deferred tax liabilities	8	3,747
Redeemable Preference shares	89,222	84,126
	<u>108,141</u>	<u>142,678</u>
Current Liabilities		
Trade payables	4,783	36,433
Other payables, deposits and accruals	43,272	38,650
Contract liabilities	24	18,722
Amounts owing to associates	31,723	234
Amount due to joint venture	20	135
Borrowings	101,605	154,744
Current tax payables	185	2,462
Provision for post employment benefits	-	478
	<u>181,612</u>	<u>251,858</u>
TOTAL LIABILITIES	<u>289,753</u>	<u>394,536</u>
TOTAL EQUITY AND LIABILITIES	<u>618,312</u>	<u>681,817</u>
Net assets per share (RM)	<u>0.6152</u>	<u>0.3644</u>

(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 2022.)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023

	----- Non-distributable -----							
	Share capital RM'000	Capital reserve RM'000	Warrant reserve RM'000	Exchange translation reserve RM'000	Retained profits / Accumulated losses RM'000	Total attributable to owners of the parent RM'000	Non- controlling interests RM'000	Total equity RM'000
Unaudited								
TWELVE Months Financial Period Ended 31 MARCH 2023								
Balance as at 1 APRIL 2022	276,949	24,663	27,121	(937)	(133,114)	194,682	92,599	287,281
Profit after tax for the financial period	-	-	-	-	128,314	128,314	2,764	131,078
Foreign currency translation for foreign operations, net of tax	-	-	-	(177)	-	(177)	65	(112)
Share of other comprehensive loss of associates, net of tax	-	-	-	-	(221)	(221)	-	(221)
Total comprehensive profit for the financial period	-	-	-	(177)	128,093	127,916	2,829	130,745
Transactions with owners								
Shares issued pursuant to Employee Share Grant Plan ("ESGP")	2,846	-	-	-	-	2,846	513	3,359
Effects arising from dilution of a subsidiary	-	-	-	-	-	-	90	90
Effects arising from deemed disposal of a subsidiary	-	-	-	-	-	-	(104,802)	(104,802)
Arising from accretion of equity interests in an associate	-	-	-	-	83	83	-	83
Arising from decretion of equity interests in subsidiaries	-	-	-	-	6,960	6,960	5,068	12,028
Dividend paid	-	-	-	-	-	-	(225)	(225)
Total transactions with owners	2,846	-	-	-	7,043	9,889	(99,356)	(89,467)
Balance as at 31 MARCH 2023	279,795	24,663	27,121	(1,114)	2,022	332,487	(3,928)	328,559

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023 (continued)

	----- Non-distributable -----							
	Share capital RM'000	Capital reserve RM'000	Warrant 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
Audited								
TWELVE Months Financial Period Ended 31 MARCH 2022								
Restated balance as at 1 APRIL 2021	276,260	24,663	27,121	(210)	(114,392)	213,442	49,721	263,163
(Loss) / profit after tax for the financial period	-	-	-	-	(20,169)	(20,169)	11,275	(8,894)
Foreign currency translation for foreign operations, net of tax	-	-	-	(747)	-	(747)	(43)	(790)
Share of other comprehensive loss of associates, net of tax	-	-	-	20	-	20	-	20
Total comprehensive (loss) / profit for the financial period	-	-	-	(727)	(20,169)	(20,896)	11,232	(9,664)
Transactions with owners								
Shares issued pursuant to Employee Share Grant Plan ("ESGP")	689	-	-	-	-	689	2,944	3,633
Shares issued pursuant to private placement	-	-	-	-	-	-	31,341	31,341
Effects arising from acquisition of a subsidiary	-	-	-	-	-	-	1,428	1,428
Arising from accretion of equity interests in subsidiaries	-	-	-	-	1,447	1,447	(4,067)	(2,620)
Total transactions with owners	689	-	-	-	1,447	2,136	31,646	33,782
Balance as at 31 MARCH 2022	276,949	24,663	27,121	(937)	(133,114)	194,682	92,599	287,281

(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 2022.)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023**

	TWELVE MONTHS ENDED	
	31 MAR 2023	31 MAR 2022
	RM'000 Unaudited	RM'000 Audited
CASH FLOW USED IN OPERATING ACTIVITIES		
Profit/ (loss) before tax from continuing operations	125,218	(32,984)
Profit before tax from discontinued operations	7,388	34,291
	<u>132,606</u>	<u>1,307</u>
Adjustments for:		
Bad debts written off	380	-
Depreciation and amortisation	30,640	38,426
Dividend income	-	(51)
Impairment losses on goodwill	1,313	-
Impairment losses on investment in associates	11,422	-
Other intangible assets written off	-	1,042
Equity settled share-based payment expenses	2,498	3,633
Impairment losses on trade receivables	213	794
Impairment losses on other receivables	(125)	2,463
Impairment losses on contract assets	-	14
Impairment losses on intangible assets	9,595	-
Impairment losses on property, plant and equipment	2,511	-
Impairment loss on investment property	-	240
Interest expense	20,149	19,143
Interest income	(580)	(1,027)
Inventories written off	26	592
Net gain on disposal of quoted investment	(34)	(1,727)
Deemed gain on disposal of subsidiary	(184,772)	-
Gain on disposal of a subsidiary	(4,241)	-
Gain on disposal of Right-of-Use assets	(287)	-
Gain on disposal of property, plant and equipment	(92)	-
Net gain on dilution of equity interest in associates	(745)	-
Net gain on disposal of associates	(6,571)	-
Net gain on fair value adjustments on other investments	(36)	133
Net unrealised gain on foreign currency exchange	(275)	-
(Reversal) / Provision for gratuity obligations	(2,597)	(17)
Reversal of impairment loss on trade receivables	-	(800)
Reversal of impairment loss on other receivables	-	(21)
Provision of stock obsolescence no longer required	(107)	-
Share of (gain)/ loss results of associates	<u>(7,227)</u>	<u>2,511</u>
Operating profit before working capital changes	3,664	66,655
Net changes in assets	3,251	(19,649)
Net changes in liabilities	<u>3,714</u>	<u>(42,552)</u>
Net cash used in operations	10,629	4,454
Tax paid	(1,812)	(7,688)
Tax refunded	<u>113</u>	<u>18</u>
Net cash used in operating activities	<u>8,930</u>	<u>(3,216)</u>
CASH FLOWS USED IN INVESTING ACTIVITIES		
Acquisition of assets of a partnership	(109)	-
Acquisitions of additional interests in a subsidiary	(475)	(24,649)
Net proceeds from disposal of interests in associates	80,612	(1,441)
Acquisition of subsidiaries, net of cash acquired	(786)	(11,436)
Addition of software development expenditure	(1,483)	(80,036)
Disposal of interest in subsidiaries	8,700	-
Effects of deemed disposal of a subsidiary	(48,878)	-
Interest received	580	1,026
Dividend received	2,629	51
Purchase of other investments	-	(21,848)
Proceeds from disposal of other investments	-	19,408
Proceeds from disposal of property, plant and equipment	367	-
Net purchase of other investments	(10,657)	-
Purchase of property, plant and equipment	(3,372)	(307)
Net placement of deposits pledged to licensed banks	-	(12,752)
Net cash from/ (used in) investing activities	27,128	(131,984)
CASH FLOWS FROM FINANCING ACTIVITIES		
Net (repayment)/ drawdown of borrowings	(56,528)	35,524
Interest paid	(20,150)	(8,028)
Net proceeds of a private placement exercise in a subsidiary	-	53,370
Net cash (used in)/ from financing activities	<u>(76,678)</u>	<u>80,866</u>
Net decrease in cash and cash equivalents	(40,620)	(54,334)
Cash and cash equivalents at 1 APRIL 2022/2021*	61,401	116,525
Effect of foreign exchange on opening balance	(97)	(790)
Cash and cash equivalents at 31 March 2023/2022*	<u>20,684</u>	<u>61,401</u>

* 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 2022.)

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 2022. 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 2022.

2 Significant Accounting Policies

The accounting policies and methods of computation adopted by the Group in this interim financial statements are consistent with those adopted in the financial statements for the financial year ended 31 March 2022 except for the newly-issued accounting framework - MFRS and IC Interpretations ("IC Int.") to be applied by all Entities Other Than Private Entities for the financial periods beginning on or after 1 January 2021:

Interest Rate Benchmark Reform - Phase 2 (Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16)
Annual Improvements to MFRS Standards 2018 - 2020
Amendments to MFRS 3 Reference to the Conceptual Framework
Amendments to MFRS 116 Property, Plant and Equipment - Proceeds before Intended Use
Amendments to MFRS 137 Onerous Contracts - Cost of Fulfilling a Contract
Amendments to MFRS 101 Classification of Liabilities as Current or Non-current
MFRS 17 Insurance Contracts
Amendments to MFRS 17 Insurance Contracts
Disclosure of Accounting Policies (Amendments to MFRS 101 Presentation of Financial Statements)
Definition of Accounting Estimates (Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors)
Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to MFRS 112 Income Taxes)
Initial Application of MFRS 17 and MFRS 9 Comparative Information (Amendments to MFRS 17 Insurance Contracts)
Amendments to MFRS 10 and MFRS 128 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

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 2022 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

There were no 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.

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.
- Healthcare Services - Distribution of pharmaceutical products, vaccines and medical devices and provision of various medical 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	Healthcare Services RM'000	Others RM'000	Eliminations RM'000	Total RM'000
-------------------	---	---	---	-------------------------------	------------------	------------------------	-----------------

TWELVE Months Financial Period Ended 31 MARCH 2023
Unaudited
Continuing Operations

External revenue	92,216	-	55	22,706	1,308	-	116,285
Inter segment revenue	9,873	-	-	-	418	(10,291)	-
Total Revenue	102,089	-	55	22,706	1,726	(10,291)	116,285
Segment results	1,161	-	275	(157)	218,905	(82,998)	137,186
Share of results of associates	-	-	-	-	7,227	-	7,227
Share of results of a jointly-controlled entity	-	-	-	-	-	-	-
Interest expense	(13,784)	-	(15)	(163)	(5,665)	-	(19,627)
Interest Income	378	-	-	-	54	-	432
(Loss)/ profit before tax	(12,245)	-	260	(320)	220,521	(82,998)	125,218
Segment assets	560,529	-	919	24,453	379,891	(347,480)	618,312

Discontinued Operations

External revenue	15,303	30,088	-	-	-	-	45,391
Inter segment revenue	13,814	2,540	-	-	-	(16,354)	-
Total Revenue	29,117	32,628	-	-	-	(16,354)	45,391
Segment results	8,838	(163)	-	-	-	(913)	7,762
Interest expense	(185)	(337)	-	-	-	-	(522)
Interest Income	88	60	-	-	-	-	148
Profit/ (loss) before tax	8,741	(440)	-	-	-	(913)	7,388

TWELVE Months Financial Period Ended 31 MARCH 2022
Audited
Continuing Operations

External revenue	116,525	-	57	15,368	896	-	132,846
Inter segment revenue	18,491	-	-	-	230	(18,721)	-
Total Revenue	135,016	-	57	15,368	1,126	(18,721)	132,846
Segment results	(18,310)	214	(657)	2,600	43,813	(41,420)	(13,760)
Share of results of associates	-	-	-	-	(2,511)	-	(2,511)
Share of results of a jointly-controlled entity	-	-	-	-	-	-	-
Interest expense	(12,752)	(214)	(22)	(34)	(4,405)	-	(17,427)
Interest Income	597	-	-	-	117	-	714
(Loss)/ profit before tax	(30,465)	-	(679)	2,566	37,014	(41,420)	(32,984)
Segment assets	564,931	4,167	2,357	26,872	257,509	(430,043)	425,793

Discontinued Operations

External revenue	37,083	135,615	-	-	(250)	-	172,448
Inter segment revenue	53,741	9,225	-	-	250	(63,216)	-
Total Revenue	90,824	144,840	-	-	-	(63,216)	172,448
Segment results	23,254	15,436	-	-	-	(2,996)	35,694
Interest expense	(987)	(729)	-	-	-	-	(1,716)
Interest Income	218	95	-	-	-	-	313
Profit before tax	22,485	14,802	-	-	-	(2,996)	34,291
Segment assets	274,759	94,376	-	-	-	(113,111)	256,024

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

(i) During the financial period under review, Omesti Holdings Berhad ("OHB"), a wholly-owned subsidiary of the Group sold net 150,214,800 ordinary shares in Microlink Solutions Berhad ("Microlink") for a total cash consideration of RM80,611,822. Microlink diluted OHB's equity interest by issuing 512,600 ordinary shares on 2 August 2022, 2,633,500 ordinary shares on 23 December 2022 and 952,600 ordinary shares on 27 January 2023 as part of its long term incentive plan. Following these transactions, OHB now holds 36.33% equity interest in Microlink.

(ii) Heads Of Agreement ("HOA") Entered Into Between Omesti Berhad, Man Yau Holdings Berhad And Microlink Solutions Berhad

M&A Securities Sdn Bhd, on behalf of the Board of Directors of Omesti wishes to announce that the Company had on 19 January 2022 entered into a Heads of Agreement with Man Yau Holdings Berhad ("MYHB"), a wholly-owned subsidiary of Omesti, and Microlink Solutions Berhad ("Microlink"), wherein Omesti and MYHB on the one hand are desirous of undertaking the transfer of certain information technology projects to Microlink on the other hand, which will comprise and involve the following:

- (i) the proposed sale and transfer by Omesti of its rights and interests under the TMBSSP contracts in respect of a business support system project for Telekom Malaysia Berhad ("TMBSSP"), to Microlink ("Proposed Transfer of TMBSSP");
- (ii) the proposed sale and transfer by Omesti of 250,000 ordinary shares in Formis Research & Development Sdn Bhd, representing 100% of its equity interest, which is carrying out certain electronic services development and maintenance projects, to Microlink ("Proposed Share Sale of FRDSB"); and
- (iii) the proposed sale and transfer by MYHB of 10,000 ordinary shares in Omesti Assist Sdn Bhd, representing 100% of its equity interest, which is also carrying out certain electronic services development and maintenance projects, to Microlink ("Proposed Share Sale of OASB").
- (iv) all parties acknowledge that the definitive agreements shall be executed within 60 days from the date of the HOA, with an automatic extension of 30 days upon the expiry of such 60 days period (i.e. by 18 April 2022), or such further extended date as the parties may mutually agree upon ("Expiry Date").

On 12 April 2022, all parties executed a letter mutually agreeing to extend the Expiry Date for a period of 3 months, commencing from 19 April 2022 and expiring on 18 July 2022, subject to any further extension as may be mutually agreed upon between the parties.

On 18 July 2022, the HOA expired and lapsed with no further extension of time has been between the Company, Man Yau Holdings Berhad, a wholly-owned subsidiary of Omesti, and Microlink Solutions Berhad.

(iii) On 4 July 2022, the Company has disposed Formis Lab Singapore Pte Ltd from Continuous Network Advisers Sdn Bhd to Microlink Solutions Berhad ("Microlink").

(iv) On 12 July 2022, Omesti Holdings Berhad ("OHB"), a wholly-owned subsidiary, entered into a Joint Venture and Shareholders' Agreement with 360 Medic Holdings Sdn Bhd ("360MH") for the formation and operation of a joint venture company, namely, Aurora 360 Sdn Bhd.

This joint venture company will establish and undertake the operations of one or more diagnostic and screening centre(s) in Malaysia.

(v) From 18 July 2022 onwards, the Company stopped treating Microlink Solutions Berhad ("Microlink") as a subsidiary of the Company for the following reasons:-

- (i) as at 18 July 2022, the Company through Omesti Holdings Berhad ("OHB"), a wholly-owned subsidiary of Omesti holds a total of 525,594,972 Microlink shares, representing 49.2% equity interest in Microlink; and
- (ii) with the changes to the board compositions of both Omesti and Microlink and the re-designation of a director in Omesti announced on 18 July 2022, and hence Microlink is accounted for as an investment in associate henceforth.

Accordingly, Microlink is now a 49.2%-owned associated company of OHB, and consequently an indirect 49.2%-owned associated company of Omesti with effect from 18 July 2022.

(vi) On 9 December 2022, Bemed (PTJ) Sdn Bhd ("Bemed PTJ"), a 70% indirectly-owned subsidiary completed the acquisition of the assets of a pharmacy outlet from a partnership for a total cash consideration of RM109,152.86.

(vii) On 22 February 2023, Bemed PTJ completed the acquisition of RJ Drugstore Sdn Bhd, a company carrying on the business of pharmacy for a total cash consideration of RM900,000.00 and contingency payments of RM450,000.00 subject to meeting certain profit guarantees and other conditions.

Saved as disclosed above, there were no changes in the composition of the Group during the current financial period under review.

12 Discontinued Operations

As disclosed in Note 11 (v) above, Microlink is now classified as discontinued operations since 18 July 2022 in accordance with MFRS 5: Non-current Assets Held for Sale and Discontinued Operations whereby the comparative Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income has been presented to show the discontinued operations separately from continuing operations.

Microlink Solutions Sdn Bhd

Profit attributable to the discontinued operations were as follows:

	INDIVIDUAL QUARTER THREE MONTHS ENDED			CUMULATIVE PERIOD SIX MONTHS ENDED		
	30 SEPT 2022 RM'000 Unaudited	30 SEPT 2021 RM'000 Unaudited	Variance %	30 SEPT 2022 RM'000 Unaudited	30 SEPT 2021 RM'000 Unaudited	Variance %
Revenue	4,605	62,991	(92.7)	58,462	104,925	(44.3)
Cost of sales	(1,630)	(45,120)	(96.4)	(36,466)	(72,058)	(49.4)
Gross profit	2,975	17,871	(83.4)	21,996	32,867	(33.1)
Other income	155	944	(83.6)	359	1,103	(67.5)
Other operating expenses	(2,639)	(10,386)	(74.6)	(13,727)	(18,281)	(24.9)
Finance costs	(60)	(346)	(82.7)	(536)	(778)	(31.1)
Profit before tax	431	8,083	(94.7)	8,092	14,911	(45.7)
Taxation	219	(1,024)	NA	(801)	(1,324)	(39.5)
Profit for the financial period	<u>650</u>	<u>7,059</u>	(90.8)	<u>7,291</u>	<u>13,587</u>	(46.3)

13 Gain on Disposal / Deemed Disposal of Subsidiaries

(i) The gain on the deemed disposal of Microlink due to its change of status from subsidiary to associate on 18 July 2022, as disclosed in 11 (v):

Gain Arising from Deemed Disposal of Microlink	RM '000
Fair Value of Microlink Shares	296,961
Derecognition of Microlink Net Assets	(209,058)
Derecognition of non-controlling interest of Microlink	104,802
Derecognition of Exchange Translation & Forex Reserve of Microlink	44
Derecognition of Intangible Assets allocated via Purchase Price Allocation of Microlink	(60)
Derecognition of Goodwill recognised in relation to Microlink	(18,304)
Reversal of various elimination for intercompany transactions between the Group (excluding Microlink) and Microlink	10,387
Gain from Deemed Disposal of Microlink	<u>184,772</u>

(ii) The gain on the disposal of Formis Labs Singapore Pte. Ltd. ("FLS") on 4 July 2022, as disclosed in 11 (iii):

Gain Arising from Disposed of FLS	RM
Consideration	-
Derecognition of FLS Net Assets	4,293
Gain from Disposed of FLS	<u>4,293</u>

14 Subsequent events

There were no material events announced subsequent to the end of the current financial period under review up to the date of this announcement.

15 Changes in contingent liabilities or contingent assets

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

16 Capital commitments

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

17 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 31 MAR 2023 RM'000	As at 31 MAR 2022 RM'000
Cash and bank balances	29,664	73,831
Fixed deposits with licensed financial institutions	19,532	23,679
	49,196	97,510
Less: Fixed deposits pledged with licensed banks	(19,532)	(23,679)
Less: Bank overdraft	(8,980)	(12,430)
	<u>20,684</u>	<u>61,401</u>

**Additional information required by Bursa Securities Listing Requirements
For the Fourth Quarter Ended 31 March 2023**

1 Detailed analysis of performance

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

	INDIVIDUAL QUARTER THREE MONTHS ENDED			CUMULATIVE PERIOD TWELVE MONTHS ENDED		
	31 MAR 2023	31 MAR 2022	Variance	31 MAR 2023	31 MAR 2022	Variance
	RM'000 Unaudited	RM'000 Unaudited	%	RM'000 Unaudited	RM'000 Audited	%
Continuing Operations						
Business Performance Services	19,328	39,395	(50.9)	102,089	135,016	(24.4)
Trading & Distribution Services	-	-	NA	-	-	NA
Digital & Infrastructure Services	15	14	7.1	55	57	(3.5)
Healthcare Services	5,634	6,232	(9.6)	22,706	15,368	47.7
Others	696	(2,659)	NA	1,726	1,126	53.3
	25,673	42,982	(40.3)	126,576	151,567	(16.5)
Less : Inter Segment Revenue	(1,981)	(7,354)		(10,291)	(18,721)	
Group Revenue from continuing operations	<u>23,692</u>	<u>35,628</u>	(33.5)	<u>116,285</u>	<u>132,846</u>	(12.5)
Discontinued Operations						
Business Performance Services	-	22,218	NA	29,117	90,824	(67.9)
Trading & Distribution Services	-	36,559	NA	32,628	144,840	(77.5)
	-	58,777	NA	61,745	235,664	(73.8)
Less : Inter Segment Revenue	-	(28,958)		(16,354)	(63,216)	
Group Revenue from discontinued operations	<u>-</u>	<u>29,819</u>		<u>45,391</u>	<u>172,448</u>	
Total Group Revenue	<u>23,692</u>	<u>65,447</u>	(63.8)	<u>161,676</u>	<u>305,294</u>	(47.0)

The Group's revenue for the current quarter under review has decreased to RM23.69 million, representing a decrease of 63.8% as compared to the corresponding quarter of the preceding financial period mainly due to discontinued operations of a group of subsidiaries.

The Group has ceased to recognise the financial contribution from Microlink since 18 July 2022 due to its change of status from subsidiary to associate. Accordingly, Microlink is now a 36.33% owned associate company of OHB, a wholly-owned subsidiary of Omesti.

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

	INDIVIDUAL QUARTER THREE MONTHS ENDED			CUMULATIVE PERIOD TWELVE MONTHS ENDED		
	31 MAR 2023	31 MAR 2022	Variance	31 MAR 2023	31 MAR 2022	Variance
	RM'000 Unaudited	RM'000 Unaudited	%	RM'000 Unaudited	RM'000 Audited	%
Continuing Operations						
Business Performance Services	(12,146)	(28,739)	(57.7)	(12,245)	(30,465)	(59.8)
Trading & Distribution Services	-	(545)	NA	-	-	NA
Digital & Infrastructure Services	734	(715)	NA	260	(679)	NA
Healthcare Services	(511)	1,674	NA	(320)	2,566	NA
Others	4,256	63,061	(93.3)	220,521	37,014	NA
	(7,667)	34,736	NA	208,216	8,436	NA
Less : Elimination	(22,152)	(43,021)		(82,998)	(41,420)	
(Loss)/ profit before tax from continuing operations	<u>(29,819)</u>	<u>(8,285)</u>	NA	<u>125,218</u>	<u>(32,984)</u>	NA
Discontinued Operations						
Business Performance Services	-	(5,126)	NA	8,741	22,485	(61.1)
Trading & Distribution Services	-	13,585	NA	(440)	14,802	NA
	-	8,459	NA	8,301	37,287	(77.7)
Less : Elimination	-	(3,171)		(913)	(2,996)	
Profit before tax from discontinued operations	<u>-</u>	<u>5,288</u>	NA	<u>7,388</u>	<u>34,291</u>	(78.5)
Total (Loss)/ Profit before tax	<u>(29,819)</u>	<u>(2,997)</u>	NA	<u>132,606</u>	<u>1,307</u>	NA

The Group posted a loss before tax of RM29.82 million for the current financial quarter as compared to loss before tax of RM3.00 million recorded in the previous corresponding quarter. The significant increase in loss is mainly due to impairment of investment in an associate and impairment of a certain intangible asset.

Additional information required by Bursa Securities Listing Requirements
For the Fourth Quarter Ended 31 March 2023

2 Variation of results against preceding quarter

	THREE MONTHS ENDED		Variance %
	31 MAR 2023 RM'000	31 DEC 2022 RM'000	
<u>Continuing Operations</u>			
Revenue	<u>23,692</u>	<u>40,421</u>	(41.4)
(Loss)/ Profit before tax	<u>(29,819)</u>	<u>(5,979)</u>	NA
<u>Discontinued Operations</u>			
Revenue	<u>-</u>	<u>-</u>	NA
Loss before tax	<u>-</u>	<u>-</u>	NA
Total Revenue	<u>23,692</u>	<u>40,421</u>	(41.4)
Total (Loss)/ Profit before tax	<u>(29,819)</u>	<u>(5,979)</u>	NA

The Group's revenue for the current quarter under review has decreased to RM23.69 million, representing a decrease of 41.4% as compared to the immediate preceding quarter mainly due to lower order fulfilments and progress billing in the Business Performance Services.

The Group has registered a higher loss before tax for the current quarter as compared to the immediate preceding quarter due to impairment of investment in an associate and impairment of a certain intangible asset.

**Additional information required by Bursa Securities Listing Requirements
For the Fourth Quarter Ended 31 March 2023**

3 Business prospects

In FY2023, the Group strategically divested specific assets in the IT segment to reduce its debt obligations. Looking ahead to FY2024, the Group's focus will be on enhancing the revenue contribution from the healthcare sector. Simultaneously, the Group remains committed to nurturing its existing investments in the IT industry with the aim of unlocking their full potential.

The Group aims to optimize its operations, improve efficiency, and capitalise on the growth potential within these industries. These strategic initiatives are vital for the Group's long-term success and are in line with its objective of adapting to changing market dynamics.

4 Profit forecast

Not applicable.

5 Taxation

	INDIVIDUAL QUARTER THREE MONTHS ENDED		CUMULATIVE PERIOD TWELVE MONTHS ENDED	
	31 MAR 2023 RM'000 Unaudited	31 MAR 2022 RM'000 Unaudited	31 MAR 2023 RM'000 Unaudited	31 MAR 2022 RM'000 Audited
<u>Continuing Operations</u>				
Current tax expense				
- Malaysian taxation	599	1,021	599	1,429
Under/ (over) provision in prior periods				
- Malaysian taxation	280	-	118	-
	<u>879</u>	<u>1,021</u>	<u>717</u>	<u>1,429</u>
Deferred taxation				
- origination and reversal of temporary differences				
- Malaysian taxation	10	-	10	-
Under provision in prior periods				
- Malaysian taxation	-	-	-	-
	<u>10</u>	<u>-</u>	<u>10</u>	<u>-</u>
	<u>889</u>	<u>1,021</u>	<u>727</u>	<u>1,429</u>
<u>Discontinued Operations</u>				
Current tax expense				
- Malaysian taxation	-	4,368	634	4,601
Under/ (over) provision in prior periods				
- Malaysian taxation	-	-	42	122
	<u>-</u>	<u>4,368</u>	<u>676</u>	<u>4,723</u>
Deferred taxation				
- origination and reversal of temporary differences				
- Malaysian taxation	-	-	125	4,728
Under provision in prior periods				
- Malaysian taxation	-	-	-	(679)
	<u>-</u>	<u>-</u>	<u>125</u>	<u>4,049</u>
	<u>-</u>	<u>4,368</u>	<u>801</u>	<u>8,772</u>
Total Group Taxation	<u>889</u>	<u>5,389</u>	<u>1,528</u>	<u>10,201</u>

The Group has incurred a current tax expense of RM0.6 million and an underprovision of RM0.3 million in the current quarter under review for 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 redeemable preference shares, term loan, invoice financing, lease creditors, trust receipts and bank overdraft, and are denominated in RM.

**Additional information required by Bursa Securities Listing Requirements
For the Fourth Quarter Ended 31 March 2023**

8 Changes in material litigation

Save as disclosed below, the Group and its subsidiaries are not engaged in any other material litigations, claims or arbitration, either as plaintiff or defendant as at the date of this report:

1) Foster Moore International Limited ("the Plaintiff") vs. Formis Network Services Sdn. Bhd. ("FNS") and Omesti Berhad ("Omesti")

Omesti Berhad ("OB") together with Formis Network Services Sdn Bhd ("FNS"), an indirect subsidiary of OB (collectively, the "Defendants"), had on 13 May 2020 received a Writ of Summons and Statement of Claim both dated 2 April 2020 from Foster Moore International Limited ("Plaintiff"), alleging that FNS has failed to pay the Plaintiff for works done in accordance with a master service agreement dated 20 November 2017 entered into between the Plaintiff, OB (as corporate guarantor to guarantee the payment obligation of FNS) and FNS. The works in question relate to the provision of services and deliverables by the Plaintiff to FNS in connection with an online register of companies' solution to the Companies Commission of Malaysia ("CCM").

The Plaintiff is seeking for, inter alia, the following orders from the Kuala Lumpur High Court ("the Court"):

- a) that the Defendants jointly and severally pay the Plaintiff an outstanding sum of USD0.8 million;
- b) interest at the rate of 1.5% per month for the sums due and owing amounting to an aggregate sum of USD0.8 million, calculated from the due date, being no later than 30 days after the date of the invoice or the date of issuance of the invoice, until the date of judgment;
- c) post-judgment interest at the rate of 5% per annum on the judgment sum from the date of judgment until full and final settlement of the same;
- d) costs; and
- e) any further and other relief as this Court deems appropriate.

The Defendants filed a statement of defence and counterclaim against the Plaintiff on 10 July 2020. In the counterclaim, the Defendants are claiming for, amongst

- (i) Damages for overpayment to the Plaintiff; and
- (ii) Licence fees in the approximate sum of USD1.0 million.

Subsequently, the Plaintiff filed its reply and defence to counterclaim on 4 September 2020 and the Defendants filed their reply to the Plaintiff's defence to counterclaim on 16 October 2020. Further the Defendants had received the Plaintiff's amended reply to defence and counterclaim on 14 December 2020 and the Defendants had subsequently filed their amended reply to the Counterclaim on 4 January 2021.

The suit is presently fixed for a case management on 22nd June 2023 for parties to finalise pre-trial documents, further, the suit now fixed for trial from 5 February 2024 to 7 February 2024. The previous trial dates that were fixed in August 2023 was vacated due to other high priority cases.

The solicitors acting for and on behalf of the Defendants believe that the Defendants have a fair chance of defending the claim and succeeding with the counterclaim.

2) Formis Network Services Sdn Bhd ("FNS") vs Suruhanjaya Syarikat Malaysia ("SSM")

On 5 August 2019, CCM issued a termination notice ("Termination Notice") to FNS to terminate the outsourcing agreement dated 28 November 2017 entered into between CCM and FNS (which was supplemented by a first supplemental agreement dated 28 March 2019) for the supply, implementation, training, support and maintenance of CCM's Core Digital Registry Solution ("Outsourcing Agreement"). Pursuant to the Termination Notice, CCM alleged that FNS failed and/or neglected to complete the implementation of "Release 1" within the prescribed time frame set out in the notice of default dated 3 June 2019 issued by CCM and to fulfil all its obligations as stipulated in the Outsourcing Agreement. By reason thereof, CCM sought to terminate the Outsourcing Agreement and demanded liquidated ascertained damages in the sum of RM13.2 million from FNS.

FNS in response, via its letter dated 9 August 2019, denied CCM's allegations and took the position, amongst others, that the Termination Notice is unlawful and premature. In this regard, FNS took the position that if CCM continues to breach the Outsourcing Agreement, FNS will be constrained to commence proceedings against CCM and the indicative sum of damages sought (which is provided by the Outsourcing Agreement) would be RM150.0 million.

The parties thereafter engaged in a dispute resolution discussions as provided for under the terms of the Outsourcing Agreement.

On 8 July 2020, CCM via its solicitors issued a letter to FNS confirming that CCM has maintained its decision to terminate the Outsourcing Agreement in accordance with the Termination Notice, as CCM believes that no amicable solution can be reached between the parties.

FNS maintains the position that it is not in default of the Outsourcing Agreement and had filed a writ and statement of claim on 11 February 2021 against CCM. CCM had served their defence and counterclaim on FNS on 30 March 2021, claiming among others:

- a) RM 49,298,651.00 for liquidated ascertained damages ("LAD") allegedly owing by FNS to CCM due to delays and costs for the payment of licensing which CCM would not have had to allegedly incur, had the Core Project been completed as per the agreed timeline under the Outsourcing Agreement.
- b) Damages – to be assessed by Court
- c) Interests on all sums allegedly due
- d) Costs
- e) An order for the delivery of all the content, materials, designs, specifications, records, accounts, detailed report, data, document and any other information belonging to the CCM by FNS.

**Additional information required by Bursa Securities Listing Requirements
For the Fourth Quarter Ended 31 March 2023**

8 Changes in material litigation (cont.)

FNS had filed and served its reply to CCM's defence and counterclaim on 12 May 2021 denying and disputing CCM's defence and counterclaim. Apart from the writ and statement of claim filed by FNS against CCM, FNS had subsequently filed a sealing application to ensure all documents in relation to FNS's confidential information and intellectual properties including works created and/or products designed and/or developed by FNS in performing its obligations under the Outsourcing Agreement are sealed and shall only be privy to parties named in the Suit and the Court. A Consent Order for the sealing application was recorded on 23 November 2021. The Discovery Application is scheduled for a hearing on 28 June 2023 at 10am, and trial dates have been fixed for this matter on 18 and 19 September 2023 & 2, 3 and 7 November 2023.

The solicitors acting for and on behalf of the FNS are of the view that FNS has a fair chance of succeeding in the claim and also in defending the counterclaim.

The Group assessed that the expected losses arising from the litigation are the expenses in engaging advocates and solicitors to address the litigation and the cost of the litigation and litigation proceedings.

9 Dividends

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

10 (Loss)/ earnings per ordinary share

Basic / diluted (loss)/ earnings per ordinary share

Basic / diluted (loss)/ earnings per ordinary share for the quarter and financial period under review is calculated based on the Group's (loss)/ profit 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 TWELVE MONTHS ENDED	
	31 MAR 2023	31 MAR 2022	31 MAR 2023	31 MAR 2022
	Unaudited	Unaudited	Unaudited	Audited
(Loss)/ profit after tax and non-controlling interests (RM'000) from continuing operations	(29,686)	(12,287)	124,966	(32,783)
(Loss)/ profit after tax and non-controlling interests (RM'000) from discontinued operations	-	455	3,348	12,614
(Loss)/ profit after tax and non-controlling interests (RM'000)	<u>(29,686)</u>	<u>(11,832)</u>	<u>128,314</u>	<u>(20,169)</u>
Number of shares in issue as at beginning of the period ('000)	539,814	533,531	534,190	532,479
Effect of issuance of ESGP ('000)	601	586	1,663	599
WA number of ordinary shares in issue ('000)	<u>540,415</u>	<u>534,117</u>	<u>535,853</u>	<u>533,078</u>
Basic / diluted (loss)/ earnings per ordinary share (sen) from continuing operations	(5.49)	(2.30)	23.32	(6.15)
Basic / diluted (loss)/ earnings per ordinary share (sen) from discontinued operations	-	0.09	0.62	2.37
Basic / diluted (loss)/ earnings per ordinary share (sen)	<u>(5.49)</u>	<u>(2.22)</u>	<u>23.95</u>	<u>(3.78)</u>