A. EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARD 134 (MFRS 134): INTERIM FINANCIAL REPORTING

A1. Basis Of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirement of MFRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 December 2018. These explanatory notes attached to the interim financial statements provide explanation of events and transactions that are significant for the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2018.

Significant Accounting Policies

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the most recent audited annual financial statements for the financial year ended 31 December 2018, except for the adoption of the following Malaysian Financial Reporting Standards ("MFRSs") and amendments to MFRS for financial periods beginning on or after 1 January 2019:-

MFRS 16 Leases

Amendments to MFRS 9 Prepayment Features with Negative

Compensation

Amendments to MFRS 119 Plan Amendment, Curtailment or Settlement

Amendments to MFRS 128 Plan Amendment, Curtailment or Settlement

Long-term Interests in Associates and Joint

Ventures

IC Interpretation 23 Uncertainty over Income Tax Treatments

Annual Improvements to MFRSs 2015-2017 Cycle

As at the date of authorisation of the interim financial report, the following new MFRSs, amendments to MFRSs and IC Interpretations were issued but not yet effective and have not been adopted by the Group:-

Effective for financial periods beginning on or after 1 January 2020

Amendments to MFRS 2 Amendments to MFRS 3	Share-Based Payment Business Combinations
Amendments to MFRS 6	Exploration for and Evaluation of Mineral Resources
Amendments to MFRS 14	Regulatory Deferral Accounts
Amendments to MFRS 101	Presentation of Financial Statements
Amendments to MFRS 108	Accounting Policies, Changes in Accounting
	Estimates and Errors
Amendments to MFRS 134	Interim Financial Reporting
Amendments to MFRS 137	Provisions, Contingent Liabilities and
	Contingent Assets
Amendments to MFRS 138	Intangible Assets
IC Interpretation 12	Service Concession Arrangements

A1. Basis Of Preparation (Cont'd)

Effective for financial periods beginning on or after 1 January 2020 (Cont'd)

IC Interpretation 19 Extinguishing Financial Liabilities with Equity

Instruments

IC Interpretation 20 Stripping Costs in the Production Phase of a

Surface Mine

IC Interpretation 132 Intangible Assets-Web Site Costs

Effective for financial periods beginning on or after 1 January 2021

MFRS 17 Insurance Contracts

Effective date to be announced

Amendments to MFRS 10 and MFRS

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The Group will adopt the above pronouncement when they become effective in the respective financial periods. The impact of the above accounting standards, amendments to accounting standards and interpretation effective during the financial period is not expected to have any significant impact to the financial results and position of the Group.

A2. <u>Auditors' Report On Preceding Annual Financial Statements</u>

The auditors' report on the financial statements for the year ended 31 December 2018 was not subject to any qualification.

A3. Seasonal Or Cyclical Factors

The Group's operations were not materially affected by any seasonality or cyclicality for the quarter under review.

A4. <u>Unusual Items Due To Their Nature, Size Or Incidence</u>

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

A5. Changes In Estimates

There were no changes in estimates used for accounting estimates which may have a material effect for the current quarter under review.

A6. <u>Debt And Equity Securities</u>

As at the expiry date of 2014/2019 Warrants on 4 February 2019, 34,193,402 Warrants which remained unexercised were lapsed and ceased to be valid, and were delisted from the official list of Bursa Malaysia Securities Berhad with effect from 7 February 2019.

There were no issuance and repayment of debts and equity securities for the financial year except for the issuance of 2,000,000 new ordinary shares at an issue price of RM0.21 per share via second tranche of the private placement. The details of the private placement are disclosed in Note B7 below.

A7. <u>Dividends Paid</u>

There were no dividend paid by the Company since the end of previous financial year.

A8. <u>Segment Information</u>

Segmental information for the 3 months ended 31 March 2019:

Business Segments	Construction and Property RM'000	Hostel Management RM'000	Manufacturing RM'000	Elimination RM'000	Total RM'000
External sales Inter-segment	9,803	1,740	33,433	-	44,976
revenue	328	-	-	(328)	-
Total revenue	10,131	1,740	33,433	(328)	44,976
Operating (loss)/profit Finance costs Interest income Loss before tax Tax expense Loss after tax	(1,621)	302	1,739	-	420 (932) 13 (499) (111) (610)
Assets Segment assets	247,816	19,655	131,336	(191,355)	207,452
Liabilities Segment liabilities	113,802	17,094	88,076	(97,307)	121,665

A8. <u>Segment Information (Cont'd)</u>

Segmental information for the 3 months ended 31 March 2018:

Business Segments	Construction and Property RM'000	Hostel Management RM'000	Manufacturing RM'000	Elimination RM'000	Total RM'000
External sales Inter-segment	10,737	1,890	33,252	-	45,879
revenue	274	-	-	(274)	-
Total revenue	11,011	1,890	33,252	(274)	45,879
Operating (loss)/profit Finance costs Interest income Loss before tax Tax expense Loss after tax	(2,742)	558	1,544	-	(640) (774) 63 (1,351) (246) (1,597)
Assets			404-0-	(0.1.1.=0.1)	
Segment assets	261,310	23,063	134,797	(211,501)	207,669
Liabilities Segment liabilities	127,731	20,110	106,273	(140,762)	113,352
3	,			(,)	,

A9. Valuation Of Property, Plant And Equipment

The valuation of property, plant and equipment has been brought forward without amendment from the previous annual financial statements.

A10. Subsequent Event

There were no material events subsequent to the end of the reporting period that have not been reflected in these interim financial statements.

A11. Changes In Composition Of The Group

On 22 January 2019, Jetson Construction Sdn. Bhd. ("JCSB") had transferred its entire 5,000,000 ordinary shares held in Jetson Development Sdn Bhd ("JDSB") to the Company. Consequent thereupon, JDSB became a direct wholly-owned subsidiary of the Company.

On 8 February 2019, the issued and paid-up capital of JCSB has been increased from RM40,000,000 to RM60,000,000 following the allotment of 20,000,000 new ordinary shares at an issue price of RM1.00 per share to the Company. Consequent thereupon, JCSB remained a wholly-owned subsidiary of the Company.

A11. Changes In Composition Of The Group (Cont'd)

On 12 March 2019, JDSB, a wholly-owned subsidiary had acquired 10 ordinary shares, representing the entire issued shares in Ara 2J Sdn Bhd ("Ara 2J") for a total consideration of RM10.00. Consequent thereto, Ara 2J, a company incorporated in Malaysia with the issued and paid-up capital of RM10.00 divided into 10 ordinary shares became a wholly-owned subsidiary of JDSB.

On 21 March 2019, the issued and paid-up capital of Jetson Development (Asia) Sdn Bhd ("JDASB") has been increased from RM5,000,000 to RM17,828,220 following the allotment of 12,828,220 new ordinary shares at an issue price of RM1.00 per share by way of capitalisation the sum of RM12,828,220, being amount owing by JDASB to JCSB and the Company amounting to RM9,232,420 and RM3,595,800 respectively. Consequently thereto, JDASB became a 79.83% owned subsidiary of JCSB.

Other than as disclosed above, there were no other changes in the composition of the Group during the financial year under review.

A12. Capital Commitments

	As at 31 Mar 2019 RM'000	As at 31 Dec 2018 RM'000
Approved and contracted for:- Property, plant and equipment	1,857	2,616
Approved and not contracted for:- Property, plant and equipment	182	

A13. Changes In Contingent Liabilities And Contingent Assets

Contingent liabilities of the Company refer to bank guarantees and corporate guarantees extended in support of banking and credit facilities utilised by its subsidiaries. Contingent liabilities increased from RM74.96 million as at 31 December 2018 to RM75.59 million as at 31 March 2019.

A14. Related Party Transactions

	3 Months Ended 31 Mar 2019 RM'000	3 Months Ended 31 Mar 2018 RM'000
Transaction with a company in which a Director of the Company is a member:		
Professional fees		85,297

The Board of Directors, save for the interested director is of the opinion that all transactions between the Group and the interested director are at arm's length basis and on terms not more favourable to the related party than those generally available to the public.

B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Financial Review For The Current Quarter

	Re	evenue	Operating Results		
	Current Year Quarter 31 Mar 2019	Preceding Year Corresponding Quarter 31 Mar 2018	Current Year Quarter 31 Mar 2019	Preceding Year Corresponding Quarter 31 Mar 2018	
Operating segment	RM'000	RM'000	RM'000	RM'000	
Construction and					
Property	10,131	11,011	(1,621)	(2,742)	
Hostel Management	1,740	1,890	302	558	
Manufacturing	33,433	33,252	1,739	1,544	
Elimination	(328)	(274)	-	-	
Group	44,976	45,879	420	(640)	
Finance costs			(932)	(774)	
Interest income			13	63	
Loss before tax			(499)	(1,351)	

The Group recorded revenue of RM44.98 million for current quarter, a decrease of RM0.90 million or 1.97% compared to preceding year's corresponding quarter of RM45.88 million. Despite lower revenue, the Group recorded operating profit of RM0.42 million in current quarter against operating loss of RM0.64 million in preceding year corresponding quarter, mainly due to substantial loss decrease from Construction and Property Division.

The performance of the respective divisions for the current quarter was as follows:-

a) Construction and Property Division

The division generated total revenue of RM10.13 million, which was RM0.88 million lower compared to the corresponding quarter in previous year of RM11.01 million. Revenue for the quarter was mainly contributed by the division's existing ongoing projects which include construction of infrastructure projects namely SUKE Highway project and MEX II Highway bridgeworks and its property development activities at Taman Melawati.

Despite lower revenue by 7.99%, the division's operating loss has reduced 40.88% to RM1.62 million from RM2.74 million in preceding year corresponding quarter mainly attributed to the profit contribution from the residential property at Taman Melawati.

b) Hostel Management Division

There was a marginal decrease in revenue for the quarter by RM0.15 million from RM1.89 million in preceding year corresponding quarter to RM1.74 million reported in the current quarter.

The division reported lower operating profit of RM0.30 million as compared to RM0.56 million in the preceding year corresponding quarter which was in line with the lower hostel rental income.

B1. Financial Review For The Current Quarter (Cont'd)

c) Manufacturing Division

Manufacturing Division registered total revenue of RM33.43 million in the current quarter, which was RM0.18 million higher than the previous year corresponding quarter of RM33.25 million. The increase in revenue was mainly due to higher local demand for automotive product and pails sales.

The division reported operating profit of RM1.74 million as compared to RM1.54 million in the preceding year corresponding quarter. Higher operating profit in the current quarter was mainly due to cost saving in administration and other expenses.

B2. <u>Financial Review For The Current Quarter Compared With Immediate Preceding Quarter</u>

	Rev	venue	Operating Results	
	Current Year Quarter 31 Mar 2019	Immediate Preceeding Quarter 31 Dec 2018	Current Year Quarter 31 Mar 2019	Immediate Preceeding Quarter 31 Dec 2018
Operating segment	RM'000	RM'000	RM'000	RM'000
Construction and				
Property	10,131	18,486	(1,621)	(4,754)
Hostel Management	1,740	1,910	302	75
Manufacturing	33,433	34,864	1,739	719
Elimination	(328)	(388)		-
Group	44,976	54,872	420	(3,960)
Finance costs			(932)	(954)
Interest income			13	32
Loss before tax			(499)	(4,882)

The Group's revenue decreased from RM54.87 million in the immediate preceding quarter to RM44.98 million in the current quarter. The decrease in revenue was mainly due to lower contribution from Construction and Property Division.

Despite lower in revenue, the Group recorded an operating profit of RM0.42 million as compared to operating loss of RM3.96 million in the immediate preceding quarter mainly due to write off of preliminary expenses and impairment made on investment in associate company and receivables in the immediate preceding quarter.

B3. Commentary On Prospect

Moving forward, the sustainability of the local economy is largely dependent on public and private consumption with the on-going infrastructure and mega projects. The volatility of the ringgit against foreign currencies would have an impact on the export sales of our Manufacturing Division as the pricing of our products may not be competitive compared to our competitors.

B3. Commentary On Prospect (Cont'd)

The Group is continuing to aggressively pursue for more projects especially in East Malaysia for its Construction Division in order to replenish its order book.

In addition, the Group is also relentlessly penetrating into property development either through acquisition of land or joint venture with the land owner.

The Manufacturing Division will aggressively strengthening its presence in the export market. Meanwhile, the division is also broadening its product base to accommodate for different market segments. To counter the factors of volatility ringgit and increase in crude oil prices, the division would continuously source for cheaper or alternative material while emphasizing on improving the efficiency of the production.

Although market conditions remain challenging, the Group continue to improve revenue growth development, cost monitoring of the key cost drivers and innovating on operational efficiencies.

B4. Profit Forecast Or Profit Guarantee

Not applicable.

B5. Loss Before Tax

	Individual quarter		Cumulative quarter	
	31 Mar 2019 RM'000	31 Mar 2018 RM'000	31 Mar 2019 RM'000	31 Mar 2018 RM'000
Loss before tax is arrived				
after charging/(crediting):-				
Amortisation of concession				
right	467	467	467	467
Goodwill on consolidation				
written off	14	-	14	-
Depreciation of property,				
plant and equipment	1,470	1,398	1,470	1,398
Interest expense	932	774	932	774
Interest income	(13)	(63)	(13)	(63)
Inventories written off	-	7	-	7
Allowance for slow-moving				
inventories	34	-	34	-
Impairment loss on trade				
receivables	15	7	15	7
Loss on foreign exchange:				
- realised	92	270	92	270
- unrealised	84	28	84	28
Plant and equipment				
written off	5	1	5	1

B6. Tax Expense

	Individua	l quarter	Cumulative quarter	
	31 Mar 2019 RM'000	31 Mar 2018 RM'000	31 Mar 2019 RM'000	31 Mar 2018 RM'000
Income tax:-				
Based on result for current				
quarter	(47)	(153)	(47)	(153)
Deferred tax:-				
Origination of temporary				
differences	(64)	(93)	(64)	(93)
Tax expense	(111)	(246)	(111)	(246)

The effective tax rate of the Group for the current year is higher than the statutory tax rate principally due mainly to losses incurred by the Company and certain operating subsidiaries.

B7. Status Of Corporate Proposal

On 3 July 2018, the KAF Investment Bank Berhad ("KAF") announced on behalf of the Board of Directors that the Company proposed to undertake a private placement of up to 10% of the total number of issued shares of the Company to independent third party investor(s) to be identified ("Proposed Private Placement"). The Proposed Private Placement may entail the issuance of up to between 20,666,700 and 24,086,000 new ordinary shares in the Company ("Placement Shares").

KAF had on 10 July 2018 announced on behalf of the Board of Directors that Bursa Malaysia Securities Berhad ("Bursa Securities") had, vide its letter dated 9 July 2018, approved the Proposed Private Placement subject to the following conditions:-

- i) The Company and KAF must fully comply with the relevant provisions under the Main Market Listing Requirements of Bursa Securities ("Listing Requirements") pertaining to the implementation of the Proposed Private Placement;
- ii) The Company and KAF to inform Bursa Securities upon the completion of the Proposed Private Placement;
- iii) The Company and KAF to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Private Placement is completed;
- iv) If relevant, the Company to furnish Bursa Securities with a certified true copy of the resolution passed by the shareholders at the Company's forthcoming annual general meeting for the authority to issue shares pursuant to the Companies Act, 2016 before the listing of the Placement Shares;
- v) KAF must submit to Bursa Securities the placee's details in accordance with Paragraph 6.15 of the Listing Requirements as soon as practicable after each tranche of placement and before the listing of the Placement Shares; and
- vi) If applicable, payment of additional listing fee based on the final issue price of the Placement Shares together with a copy of the details of the computation of the amount of listing fees payable.

B7. Status Of Corporate Proposal (Cont'd)

KAF had on 13 November 2018 further announced that the Company has fixed the issue price for the first tranche of the Proposed Private Placement comprising 2,900,000 Placement Shares at RM0.21 per Placement Share. The said issue price of RM0.21 per Placement Share represents a premium of approximately 9.95% from the five (5)-day volume weighted average market price of the Company's shares ("Jetson Share") up to and including 12 November 2018 of approximately RM0.1910 per Jetson Share.

Pursuant to the first tranche of the Proposed Private Placement, 2,900,000 new ordinary shares were issued on 21 November 2018 and listed on the main market of Bursa Securities on 23 November 2018.

KAF had on 10 December 2018 announced that KAF had, on 10 December 2018, submitted an application to Bursa Securities to seek an extension of time of six (6) months from 9 January 2019, on which the approval of Bursa Securities for the Proposed Private Placement granted on 9 July 2018 would lapse, for the Company to implement the Proposed Private Placement.

Bursa Securities had, vide its letter dated 14 December 2018, resolved to grant the Company an extension of time of six (6) months until 9 July 2019 for the Company to implement the Proposed Private Placement.

KAF had on 27 December 2018 further announced that the Company has fixed the issue price for the second tranche of the Proposed Private Placement comprising 2,000,000 Placement Shares at RM0.21 per Placement Share. The said issue price of RM0.21 per Placement Share represents a premium of approximately 18.31% from the five (5)-day volume weighted average market price of Jetson Shares up to and including 26 December 2018 of approximately RM0.1775 per Jetson Share.

Pursuant to the second tranche of the Proposed Private Placement, 2,000,000 new ordinary shares were issued on 8 January 2019 and listed on the main market of Bursa Securities on 9 January 2019.

Other than the above, there were no other corporate proposal announced but not completed as at 22 May 2019 (being the latest practicable date which is not earlier than 7 days from the date of this report).

B8. Group Borrowings

As at 31 March 2019

	Long term RM'000	Short term RM'000	Total borrowing RM'000
Secured			
Bank overdrafts	-	13,528	13,528
Trust receipts and bankers' acceptance	-	20,034	20,034
Term loans	16,767	5,380	22,147
Finance lease payables	3,015	3,803	6,818
	19,782	42,745	62,527
	·	· · · · · · · · · · · · · · · · · · ·	·

B8. Group Borrowings (Cont'd)

As at 31 March 2018

	Long term RM'000	Short term RM'000	Total borrowing RM'000
Secured			
Bank overdrafts	-	13,199	13,199
Trust receipts and bankers' acceptance	-	19,136	19,136
Term loans	18,412	4,981	23,393
Finance lease payables	3,516	3,730	7,246
	21,928	41,046	62,974

- a) The Group's total borrowing as at 31 March 2019 was RM62.53 million, a decreased of RM0.45 million compared to preceding year correspondence quarter.
- b) The Group does not have any borrowings denominated in foreign currency.

B9. Off Balance Sheet Financial Instruments

There is no financial instrument with off balance sheet risk at the date of this report.

B10. Status Of Material Litigation

(a) On 29 June 2017, the Company announced that Jetson Construction Sdn. Bhd. ("JCSB"), a wholly-owned subsidiary of the Company had accepted the sub-contract works for main building works - Package B (preliminaries, demolition and site works, architectural works to basement, podium structural works, elevated carpark, retails, Tower B, sky bridges and facilities floor, external works, hard landscaping works at Jalan Conlay) ("the Project").

On 3 July 2017, JCSB received a letter from MCC Overseas (M) Sdn. Bhd. ("MCC" or "Defendant") wherein MCC purported to unilaterally rescind the award of the subcontract relating to the Project on the basis that there was an alleged misrepresentation or non-disclosure of a certain matter namely that one of the substantial shareholders of the Company is a director of a third-party consultant to the employer of the Project.

JCSB had on 28 August 2017 through its solicitors filed and served an unsealed Writ of Summons and Statement of Claim against the Defendant.

According to the Writ of Summons and Statement of Claim, the Plaintiff's claim against the Defendants is, amongst others, the following:

- (a) a declaration that the termination of the Sub-Contract is unlawful and in breach of the terms of the letter of award dated 16 June 2017 issued by the Defendant;
- (b) an order that the Defendant do pay the Plaintiff damages for expenses incurred by the Plaintiff in the sum of RM792,659.83; and
- (c) an order that the Defendant do pay the Plaintiff damages in the form of loss of profit in the sum of RM55,231,602.16.

B10. Status Of Material Litigation (Cont'd)

The sealed Writ of Summons was served on 7 September 2017.

MCC filed the Memorandum of Appearance on 20 September 2017 and Statement of Defence on 27 October 2017. JCSB filed the Statement in Reply and Amended Statement of Claim on 10 November 2017.

The Court fixed 11 December 2017 as the next case management wherein parties are to file their Bundles of Documents, Agreed Facts, Issues to be Tried and List of witnesses. The Court directed parties to attempt mediation at the Kuala Lumpur High Court Mediation Centre. Mediation was fixed for 11 January 2018.

On 11 January 2018, the parties attended the first mediation for the above matter. The mediation was then adjourned to 30 January 2018. As parties could not reach an amicable settlement, the mediation was terminated. The case management for the above matter was fixed for 7 March 2018 to update the Court as to the status of any possible settlement between the parties and to obtain further trial directions.

The Court also fixed the matter for trial on 12 to 15 March 2018.

The trial was subsequently postponed to 11 and 12 June 2018. The Court fixed 26 April 2018 for case management to obtain final instructions as to the filing of witness statements and any other outstanding matters to be dealt with.

At the case management on 26 April 2018, the Court had given directions regarding some housekeeping matters of the bundles. As such, the Court has fixed 25 May 2018 as case management of the matter to obtain any further directions. The trial of this matter is still fixed for 11 and 12 June 2018.

JCSB was informed that the learned Judge is retiring and as such, is not able to hear the trial. Therefore, the Court fixed a case management on 2 October 2018 for JCSB to appear before the new Judge in order to get further directions and fix new trial dates.

Subsequently, this matter has been fixed for trial on 3, 4 and 6 December 2018 and another round on 14 and 15 January 2019. However, the Defendant has filed an application to amend their defence which was served on 12 November 2018. This application has yet to be set for hearing. The Court has fixed a case management on 23 November 2018 to deal with the same.

The Defendant had filed an application to amend their defence. This was heard before the Judge on 3 December 2018 and dismissed with costs of RM5,000 to be paid by the Defendant to JCSB. The trial was commenced on 3, 4 and 6 December 2018 and parties were directed to file written submissions. As such, parties filed written submissions on 28 January 2019 and submissions in reply on 4 February 2019. The Court shall write to inform parties when a decision is ready to be delivered.

The case has been fixed for decision on 29 May 2019.

B11. Dividend Payable

No dividend has been recommended by the Board of Directors during the financial period ended 31 March 2019.

B12. Loss Per Ordinary Share

(a) Basic

Basic loss per ordinary share are calculated by dividing loss for the financial year attributable to owners of the Company by the weighted average number of ordinary shares in issue during the financial period.

	3 month	s ended	Cummulative Year To-date		
	31 Mar 2019 RM'000	31 Mar 2018 RM'000	31 Mar 2019 RM'000	31 Mar 2018 RM'000	
Net loss attributable to the owners of the					
Company	(821)	(1,580)	(821)	(1,580)	
Adjusted weighted average number of ordinary shares in	044.000	000 007	044.000	000 007	
issue and issuable	211,389	206,667	211,389	206,667	
Basic loss per share (sen)	(0.38)	(0.76)	(0.38)	(0.76)	

(b) Diluted

Diluted loss per ordinary share for the financial year is calculated by dividing the loss for the financial year attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year adjusted for the effects of dilutive potential ordinary shares.

The Group have no dilution in their loss per ordinary shares as the exercise price of the warrants has exceeded the average market price of ordinary shares during the financial period and has lapsed and ceased to be valid on the expired on 4 February 2019, therefore the warrants do not have any dilutive effect on the weighted average number of ordinary shares.

B13. Authorised For Issuance

The interim financial statement for the financial period ended 31 March 2019 has been approved by the Board of Directors on 29 May 2019 for release to the Bursa Securities.