

NATIONWIDE EXPRESS HOLDINGS BERHAD

**REPORT FOR THE QUARTER ENDED
30 SEPTEMBER 2021
FOR BURSA SECURITIES ANNOUNCEMENT**

DATE: 23 NOVEMBER 2021

NATIONWIDE EXPRESS HOLDINGS BERHAD
(COMPANY NO : 1185457-K)
(INCORPORATED IN MALAYSIA)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the Period Ended 30 September 2021

Except as disclosed otherwise, the figures have not been audited

	INDIVIDUAL		CUMULATIVE	
	CURRENT QTR ENDED 30 SEPTEMBER 2021 RM'000	CORRESPONDING QTR ENDED 30 SEPTEMBER 2020 RM'000	6 MONTHS CUMULATIVE 30 SEPTEMBER 2021 RM'000	6 MONTHS CUMULATIVE 30 SEPTEMBER 2020 RM'000
Revenue	12,202	12,644	23,379	22,918
Cost of Services	(10,815)	(11,232)	(21,854)	(22,660)
Gross Profit	1,387	1,412	1,525	258
Other Income	67	-	67	-
Administrative Expenses	(2,201)	(3,636)	(4,942)	(7,946)
Selling and Marketing Expenses	(440)	(307)	(822)	(581)
Loss Before Tax	(1,187)	(2,531)	(4,171)	(8,269)
Taxation	-	(588)	-	(588)
Loss net of tax	(1,187)	(3,119)	(4,171)	(8,857)
Other Comprehensive Loss:				
Currency translation differences arising from consolidation	64	71	4	46
Total Comprehensive Loss for the period	(1,123)	(3,048)	(4,167)	(8,811)
Loss per share -Basic (sen)	(0.96)	(2.53)	(3.38)	(7.19)

The basic LPS is calculated based on the loss for the period divided by the weighted average number of shares in issue during the period.

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 March 2021 and the accompanying explanatory notes attached to the interim financial statements.

NATIONWIDE EXPRESS HOLDINGS BERHAD
(COMPANY NO : 1185457-K)
(INCORPORATED IN MALAYSIA)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2021

Except as disclosed otherwise, the figures have not been audited

	As at 30 September 2021 RM'000	Audited As at 31 March 2021 RM'000
ASSETS		
Non-current Assets		
Plant and equipment	1,192	1,220
Right-of-use assets	33,668	34,532
Current Assets		
Inventories	703	683
Trade receivables	11,779	13,409
Other receivables	3,484	2,720
Non-current assets held for sale	19,357	19,357
Cash and bank balances	234	1,568
	<u>35,557</u>	<u>37,737</u>
TOTAL ASSETS	<u>70,417</u>	<u>73,489</u>
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	61,213	61,213
Other reserves	(117,510)	(113,343)
Revaluation reserve	34,493	34,493
Total Equity	(21,804)	(17,637)
Non-current Liability		
Lease liabilities	2,622	2,622
Deferred tax liabilities	7,750	7,750
	<u>10,372</u>	<u>10,372</u>
Current Liabilities		
Other payables	80,410	78,507
Lease liabilities	1,439	2,247
	<u>81,849</u>	<u>80,754</u>
Total Liabilities	92,221	91,126
TOTAL EQUITY AND LIABILITIES	<u>70,417</u>	<u>73,489</u>
Net Assets Per Share (sen)	<u>(18)</u>	<u>(14)</u>

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the financial year ended 31 March 2021 and the accompanying explanatory notes attached to the interim financial statements.

NATIONWIDE EXPRESS HOLDINGS BERHAD
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(INCORPORATED IN MALAYSIA)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the period ended 30 September 2021

	Share Capital RM '000	Merger Reserve RM '000	Non - Distributable Exchange Fluctuation Reserve RM '000	Asset revaluation reserve RM '000	Accumulated Losses RM '000	Total RM '000
As at 1 April, 2021	61,213	413	21	34,493	(113,777)	(17,637)
Total comprehensive loss for the period	-	-	4	-	(4,171)	(4,167)
At 30 September 2021	61,213	413	25	34,493	(117,948)	(21,804)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the period ended 30 September 2020

Except as disclosed otherwise, the figures have not been audited.

	Share Capital RM '000	Share Premium RM '000	Non - Distributable Exchange Fluctuation Reserve RM '000	Asset Revaluation Assets RM '000	Distributable Retained profits RM '000	Total RM '000
As at 1 April, 2020	61,213	413	85	32,258	(103,024)	(9,055)
Total comprehensive loss for the period	-	-	46	-	(8,857)	(8,811)
At 30 September 2020	61,213	413	131	32,258	(111,881)	(17,866)

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 March 2021 and the accompanying explanatory notes attached to the interim financial statements.

NATIONWIDE EXPRESS HOLDINGS BERHAD
(COMPANY NO : 1185457-K)
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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the Period Ended 30 September 2021

Except as disclosed otherwise, the figures have not been audited

	6 Months Ended 30 September 2021 RM '000	6 Months Ended 30 September 2020 RM '000
Cash Flow From Operating Activities		
Loss Before Tax	(4,171)	(8,269)
Adjustments for :		
Depreciation of plant and equipment	350	872
Depreciation of right-of-use assets	864	651
Loss on disposal of plant & equipment	-	2
Interest Income	(67)	-
Interest Expense	792	846
Operating Loss Before Working Capital Changes	(2,232)	(5,898)
(Increase)/Decrease in Inventories	(20)	75
Decrease in Receivables	891	1,426
Decrease in Payables	228	5,012
Cash Flow Generated (Used in)/from Operations	(1,133)	615
Taxation paid	(25)	(36)
Tax refund	-	150
Net Cash Flow Generated (Used in)/from Operating Activities	(1,158)	729
Cash Flow From Investing Activities		
Interest received	67	-
Withdrawal of Fixed Deposit	889	-
Purchase of property, plant and equipment	(322)	(828)
Proceeds from disposal of property, plant and equipment	-	2
Net Cash Generated Used in Investing Activities	634	(826)
Cash Flow From Financing Activities		
Payment of lease liabilities	(808)	(733)
Net Cash Generated Used in Financing Activities	(808)	(733)
Net movement in Cash and Cash Equivalents	(1,331)	(830)
Effects of exchange rate changes	(2)	(25)
Cash and Cash Equivalents at Beginning of the Period	1,568	2,002
Cash and Cash Equivalents at End of the Period	234	1,147

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 March 2021 and the accompanying explanatory notes attached to the interim financial statements.

NOTES TO THE INTERIM FINANCIAL STATEMENTS

Selected Explanatory Notes:-

- **Part A – Explanatory Notes Pursuant to MFRS 134 (Interim Financial Reporting)**
- **Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirement of Bursa Malaysia Securities Berhad**

Part A – Explanatory Notes Pursuant to MFRS 134

A1. Basis of Preparation and Changes in Accounting Policies

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standard ("MFRS") as issued by Malaysian Accounting Standards Board ("MASB"), International Financial Reporting Standards ("IFRS") and the requirements of the Companies Act, 2016 in Malaysia.

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in Ringgit Malaysia (RM) and all values are rounded to the nearest thousand (RM'000) except when otherwise indicated.

A2. Significant Accounting Policies

The significant accounting policies adopted are consistent with those of the statutory financial statements for the financial year ended 31 March 2021 except for the adoption of the following new and amended standards.

(a) Adoption of FRSs, Amendments to FRSs and IC Interpretations

The Group adopted the following FRSs and Amendments to FRSs, IC Interpretations and Amendments to IC Interpretations:-

Description	Effective for annual periods beginning on or after
Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16 - Interest Rate Benchmark Reform - Phase 2	1 January 2021

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Quarterly Announcement for The Quarter Ended 30 September 2021

A2. Significant Accounting Policies (cont'd)

(b) Standards and interpretations issued but not yet effective

The Group has not earlier adopted the following new and amended FRSs and IC Interpretations that are not effective:

Description	Effective for annual periods beginning on or after
Amendments to MFRS 16 Leases - Covid-19-Related Rent Concessions beyond 30 June 2021	1 April 2021
Amendments to MFRS 3 Business Combinations - Reference to the Conceptual Framework	1 January 2022
Amendments to MFRS 137 Provisions, Contingent Liabilities and Contingent Assets - Onerous Contracts—Cost of Fulfilling a Contract	1 January 2022
Annual Improvements to MFRS 9 Standards 2018–2020 Cycles	1 January 2022
Amendments to MFRS 116: Property, Plant and Equipment-Proceeds before Intended Use	1 January 2022
Amendments to MFRS 101 - Disclosure of Accounting Policies	1 January 2023
Amendments to MFRS 108 - Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 101 - Classification of Liabilities as Current or Non-current	1 January 2023
Amendments to MFRS 17 Insurance Contracts	1 January 2023
Amendments to MFRS 112 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 10 and MFRS 128 - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred

The Group will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any significant effect to the financial statements of the Group upon their initial application.

A3. Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 March 2021 was unqualified.

A4. Seasonal and Cyclical Factors

The business operations of the Group are not affected by any seasonal and cyclical factors.



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Quarterly Announcement for The Quarter Ended 30 September 2021

A5. Unusual items due to their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the financial period ended 30 September 2021 except the revenue was affected by the Movement Control Order (MCO) which has been implemented as a preventive measure by the Federal Government of Malaysia in response to the COVID-19 pandemic.

A6. Changes in Estimates

There were no changes in the estimates that have a material effect in the current quarter results.

A7. Issuances, Cancellation, Repurchases, Resale and Repayment of Debts and Equity securities

There were no issuances and repayment of debt and equity securities, share buy-back, share cancellations, share held as treasury shares and resale of treasury shares for the current financial period.

A8. Dividends Paid

No dividend was paid in the current quarter under review.

A9. Segmental Revenue and Results

The Group is organised into the following business segments:

- (a) Courier - includes courier services to both national and international destinations and mailroom management services.
- (b) Logistic - includes freight forwarding, trucking, warehousing and customised logistics services.
- (c) Others - includes investment holding and retail services.

The Management monitors the operating results of its business separately for the purpose of making decisions on resource allocation and performance assessment. Segmental performance is evaluated based on operating profit or loss which in certain aspect as explained below, is measured differently from the operating profit or loss in the consolidated financial statements. Group financing (including finance costs), income tax and segmental reporting on assets and liabilities are managed on a group basis and not allocated to operating segments.



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Quarterly Announcement for The Quarter Ended 30 September 2021

A9. Segmental Revenue and Results (cont'd)

6 months to September 2021	Courier RM'000	Logistic RM'000	Others RM'000	Eliminations RM'000	As per consolidated financial statements RM'000
Revenue					
External	22,722	657	-	-	23,379
Inter-segment	-	-	426	(426)	-
Total revenue	22,722	657	426	(426)	23,379
Results					
Interest Income	67	-	-	-	67
Depreciation	1,214	-	-	-	1,214
Segment (Loss)/Profit net of tax	(4,548)	241	136	-	(4,171)
Segment assets	70,067	565	10	(225)	70,417
Segment liabilities	127,456	8,017	3,448	(46,700)	92,221



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Quarterly Announcement for The Quarter Ended 30 September 2021

A9. Segmental Revenue and Results (cont'd)

6 months to September 2020	Courier RM'000	Logistic RM'000	Others RM'000	Eliminations RM'000	As per consolidated financial statements RM'000
Revenue					
External	21,999	919	-	-	22,918
Inter-segment	347	102	426	(875)	-
Total revenue	22,346	1,021	426	(875)	22,918
Results					
Depreciation	1,520	3	-	-	1,523
Segment Loss net of tax	8,697	75	85	-	8,857
Segment assets	86,864	1,081	50	(14,573)	73,422
Segment liabilities	117,872	8,576	3,428	(38,588)	91,288

Geographical information

The activities of the Group during the current and previous corresponding period are substantially related to the provision of courier, trucking, freight forwarding, customised logistics, mailroom management, retail and warehousing services. The activities were predominantly conducted in Malaysia.

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Quarterly Announcement for The Quarter Ended 30 September 2021

A10. Notes to the Condensed Consolidated Income Statement of Comprehensive Income

Loss before tax is arrived at after charging / (crediting) the following items:

	Individual		Cumulative	
	Current Quarter Ended 30-Sep 2021 <u>RM'000</u>	Corresponding Quarter Ended 30-Sep 2020 <u>RM'000</u>	Current Period Ended 30-Sep 2021 <u>RM'000</u>	Previous Corresponding Period Ended 30-Sep 2020 <u>RM'000</u>
(a) Interest expense	416	423	792	846
(b) Interest income	(67)	-	(67)	-
(c) Impairment loss on trade and other receivables	-	1	-	1
(d) Depreciation of property, plant & equipment	170	275	350	872
(e) Depreciation of right-of-use assets	540	221	864	651
(f) Gain on disposal of property, plant & equipment	-	-	-	2
(g) Net Loss/(Gain) on foreign exchange	44	53	(15)	7

A11. Valuation of Property, Plant and Equipment

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

The Group's leasehold land and building have been revalued by an independent professional valuer. The surpluses arising from the revaluations, net of deferred taxation, have been credited to other comprehensive income and accumulated in equity under the revaluation reserve.



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Quarterly Announcement for The Quarter Ended 30 September 2021

A12. Subsequent Material Events

1. Conditional Agreement with Airpak Express (M) Sdn. Bhd. to acquire all of airpak's rights, title and interest in and to its courier service business

On 16 October 2017, Nationwide Express Distribution Sdn. Bhd. ("NED"), a wholly-owned subsidiary of the Company, had entered into a conditional agreement with Airpak Express (M) Sdn. Bhd. ("Airpak") to acquire all of Airpak's rights, title and interest in and to its courier service business as a going concern, including certain assets and liabilities of Airpak, free from all encumbrances and subject to the terms and conditions contained in the Acquisition Agreement.

The Proposed Acquisition entails the acquisition of the business to be satisfied in the following manner:-

- RM15.00 million in cash to be paid in the manner set out in Section 2.2.8 of the announcement dated 16 October 2017; and
- Issuance and allotment of 3,005,810 new ordinary shares in the Company.

The Proposed Acquisition is subject to the following approvals being obtained:

- Bursa Securities for the listing of and quotation for the Company Consideration Shares to be issued pursuant to the Proposed Acquisition;
- Shareholders of the Company at the extraordinary general meeting to be convened; and
- Any other authorities and/or parties, if required.

The Proposed Acquisition is not conditional upon any other proposal undertaken or to be undertaken by the Company.

On 18 January 2018, NED entered into a supplemental letter with Airpak in respect of the Acquisition Agreement ("Supplemental Letter") to mutually agree that the Consideration Shares shall upon completion, be allotted and issued at an issue price at RM0.73 per Share ("Issue Price"), based on the five (5) day volume average weighted price of the Company Shares up to and including 13 October 2017 (being the last trading day immediately prior to the execution of the Acquisition Agreement).

On 13 February 2018, a second supplemental letter was entered with Airpak in respect of the Acquisition Agreement ("Second Supplemental Letter") to mutually agree to extend the time for the fulfillment of the Conditions Precedent for a further period of one (1) month, i.e. on or before 12 March 2018.

On 12 March 2018, a third supplemental letter was entered with Airpak in respect of the Acquisition Agreement ("Third Supplemental Letter") to mutually agree to extend the time for the fulfillment of the Conditions Precedent for a further period of two (2) months, i.e. on or before 11 May 2018.



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A12. Subsequent Material Events (cont'd)

1. Conditional Agreement with Airpak Express (M) Sdn. Bhd. to acquire all of airpak's rights, title and interest in and to its courier service business (cont'd)

On 30 March 2018, Bursa Malaysia Securities Berhad ("Bursa Malaysia") approved the listing of 3,005,810 new Shares of the Company to be issued pursuant to the Proposed Acquisition.

On 17 April 2018, an application to seek the approval of Bursa Malaysia for an extension of time of up to 2 May 2018 to issue the circular in relation to the Proposed Acquisition was submitted to Bursa Securities.

On 30 April 2018, a fourth supplemental letter was entered with Airpak in respect of the Acquisition Agreement ("Fourth Supplemental Letter") to mutually agree to extend the time for the fulfillment of the Conditions Precedent up to and including 17 May 2018.

On 3 May 2018, Bursa Malaysia approved the Company's application for extension of time of up to 2 May 2018 for the Company to issue the circular in relation to the Proposed Acquisition.

On 17 May 2018, the Company held its Extraordinary General Meeting in relation to the Proposed Acquisition whereby the shareholders of the Company approved the Proposed Acquisition thereof.

On 19 September 2018, the Company announced to Bursa Malaysia on the issuance of 3,005,810 units of new ordinary Shares of the Company pursuant to the Proposed Acquisition.

The parties are expected to complete the Proposed Acquisition via exchange of letters. Due announcement will be made on the completion of the Proposed Acquisition, where all the business activities, certain assets and liabilities under Airpak will be taken over by NED.

In cognizance that Airpak could not deliver the promised business to NED, the parties negotiated for a reduction of the purchase consideration. Since the parties could not reach a mutual consensus on the purchase consideration, on 24 December 2020, Airpak served the Company and its subsidiaries, Nationwide Express Courier Services Berhad ("NECSB") and NED with Writ of Summons and Statement of Claim dated 15 December 2020 claiming inter alia for the balance of the purchase consideration of RM9,000,000.

Our appointed solicitors had accordingly filed the Affidavit in Support of NECSB and the Company Striking Out Application on 30 April 2021, since we are of the view that NECSB and the Company as the 2nd and 3rd Defendants have a reasonable chance to strike out the claim against them as they are not parties to the Acquisition Agreement.

During the case management on 19 May 2021, the Court directed the Parties to file the relevant cause papers on the specific dates and the Striking Out Application is fixed for hearing on 26 July 2021. Due to the on-going Movement Control Order (MCO), the Court had issued a Directive stating that all cause papers which deadlines fall within the MCO are to be filed

A12. Subsequent Material Events (cont'd)

1. Conditional Agreement with Airpak Express (M) Sdn. Bhd. to acquire all of airpak's rights, title and interest in and to its courier service business (cont'd)

within 14 days after the MCO is lifted and/or after the solicitors are allowed to operate. The Hearing which was fixed on 26 July 2021 has been replaced with case management where the Parties received the directions from the Court which among others the new dates given for filing the cause papers and the hearing for Striking Out Application is fixed on 8 September 2021. Our solicitors had accordingly filed the Affidavit in Reply on 2 August 2021. The Parties further have filed the written submission and submission in reply respectively on 16 August 2021 and 30 August 2021.

The Striking Out Application which was fixed for hearing on 8 September 2021 was dismissed with costs by the Court where RM5,000 each to be paid by 2nd & 3rd Defendants. The Court fixed the case management on 21 October 2021, and directed the Parties to file the interlocutory application before 21 October 2021. Following thereof, the 2nd & 3rd Defendants had filed the Notice of Appeal on 5 October 2021 to appeal against the decision of High Court with regards to Striking Out Application. The Defendants also had filed the Notice of Application and Affidavit in Support for Application Stay of Proceedings on 15.10.2021. The Plaintiff on the other hand had filed the Application for Discovery of Documents on 21.10.2021.

During the case management on 21.10.2021, the Court take note the update from both Parties' solicitors on the documentations filed and directed specifically on dates with regards to Application to Stay of Proceedings, Application of Discovery of Documents and Appeal of Application for Striking Out.

2. Practice Note 17

Based on the consolidated quarter results as at 31 December 2019, the shareholders' equity of the Company is below 50% of its issued share capital. In view thereof, the external auditors of the Company have expressed material uncertainty related to the going concern of the Company in the audited financial statements for the financial year ended 31 March 2019.

Pursuant to paragraphs 8.04 and 2.1(e) of the PN17 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Malaysia"), the Company announced on 24 February 2020 that it triggered Paragraph 2.1(e) of PN17 of the MMLR.

In line with PN17, the Company is required to comply with the following:-

(a) Regularise its condition in the following manner:-

- (i) Within twelve (12) months from the date of the first announcement ("First Announcement"):-

A12. Subsequent Material Events (cont'd)

2. Practice Note 17 (cont'd)

- submit a regularisation plan to the Securities Commission Malaysia (“SC”) if the plan will result in a significant change in the business direction or policy of the Company; or
 - submit a regularisation plan to Bursa Malaysia if the plan will not result in a significant change in the business direction or policy of the Company and obtain Bursa Malaysia’s approval to implement the plan.
- (ii) implement the plan within the timeframe stipulated by the SC or Bursa Malaysia as the case may be; and
- (b) Announce within three (3) months from the First Announcement, on whether the regularisation plan will result in a significant change in the business direction or policy of the Company.
- (c) Announce the status of its regularisation plan and the number of months to the end of the relevant timeframes referred to in paragraph 2(i) above, as may be applicable, on a monthly basis until further notice from Bursa Malaysia;
- (d) Announce its compliance or non-compliance with a particular obligation imposed pursuant to PN17, on an immediate basis;
- (e) Announce the details of the regularisation plan and sufficient information to demonstrate that the Company is able to comply with all the requirements set out in PN17 after implementation of the regularisation plan, which the announcement must include a timeline for the complete implementation of the regularisation plan and to be announced by the Company’s Principal Adviser; and
- (f) Where the Company fails to regularise its condition, to announce the dates of the suspension and de-listing of its listed securities, immediately upon notification of suspension and de-listing by Bursa Malaysia.

In the event the Company fails to comply with any part of its obligations to regularise its condition within timeframes permitted by Bursa Malaysia, Bursa Malaysia shall:-

- (a) suspended the trading of the Company’s listed securities on the sixth market day after the date of notification by Bursa Malaysia; and
- (b) de-list the Company subject to the Company’s right to appeal against the de-listing which appeal by the Company must be submitted to Bursa Malaysia within five (5) from the date of notification of de-listing by Bursa Malaysia.

A12. Subsequent Material Events (cont'd)

2. Practice Note 17 (cont'd)

As at the First Announcement, the Company is formulating a plan to regularise its financial condition (“Regularisation Plan”) and the announcement on the same will be made in due course in accordance to the Listing Requirements.

With reference to the First Announcement made on 24 February 2020 and the announcement dated 24 March 2020, the Company announced that in compliance with paragraph 4.1(c) of PN 17 of the MMLR, the Company is presently looking into formulating a Regularisation Plan to address its financial condition and that the Company is required to submit a

Regularisation Plan to the relevant regulatory authorities on or before 23 February 2021, for approval to implement the Regularisation Plan, which is approximately twelve (12) months from the date of the First Announcement.

By virtue of Bursa Malaysia's circular dated 26 March 2020, in view of the imposition of the Movement Control Order arising from the COVID-19 pandemic, PN17 companies whose First Announcement was made between 2 January 2019 to 31 December 2019 is accorded a longer timeframe of twenty-four (24) months (instead of the existing 12 months) from the date of the First Announcement to submit their regularisation plans.

Accordingly, with reference to the First Announcement made on 24 February 2020 and the announcements made on 24 March 2020, 2 April 2020, 4 May 2020, 22 May 2020, 2 June 2020, 1 July 2020, 3 August 2020, 1 September 2020, 2 October 2020 and 2 November 2020, 2 December 2020 and 4 January 2021, 1 February 2021, 1 March 2021, 5 April 2021, 4 May 2021, 2 June 2021, 2 July 2021, 3 August 2021, 6 September 2021, 4 October 2021 and 3 November 2021 the Company is now required to submit a Regularisation Plan to the relevant regulatory authorities on or before 23 February 2022, for approval to implement the Regularisation Plan.

As at current, the Company is still working towards the Regularisation Plan in compliance with paragraph 4.1(c) of PN 17 of the MMLR. The Company at this stage cannot determine if the Regularisation Plan will result in a significant change of business direction or policy of the Company in line with paragraph 4.1(b) of PN17.

3. Proposed disposal of leasehold land and the buildings erected thereon

Nationwide Express Courier Services Berhad, a wholly-owned subsidiary of Nationwide Express Holdings Berhad (“NECSB”) had on 8 July 2020 entered into a conditional sale and purchase agreement with the Rubicon Lexington Sdn Bhd for the disposal of property and the buildings erected thereon located at Lot 11A, Persiaran Selangor, Section 15, 40200 Shah Alam, Selangor Darul Ehsan for a cash consideration of RM19,400,000.

A12. Subsequent Material Events (cont'd)

3. Proposed disposal of leasehold land and the buildings erected thereon (cont'd)

Subsequent thereto, the valuation report of the Property has been submitted to Bursa Malaysia Securities Berhad ("Bursa Malaysia") on 20 July 2020.

Pursuant to Paragraph 9.33(1)(a) of the Listing Requirements, NECSB is required to submit the draft circular in relation to the Proposed Disposal to Bursa Malaysia no later than 2 months from the date of the announcement, i.e. by 8 September 2020.

On 8 September 2020, the Company submitted an application to Bursa Malaysia to seek for an extension of time to 8 December 2020 to submit the draft circular.

Bursa Malaysia vide its letter dated 25 September 2020, granted the Company an extension of time until 8 December 2020 to submit the draft Circular.

On 7 December 2020, an application has been submitted to Bursa Securities to seek for further extension of time to 8 February 2021 to submit the draft Circular to Bursa Securities.

Bursa Securities had vide its letter dated 17 December 2020, granted the Company further extension of time until 8 February 2021 to submit the draft Circular to Bursa Securities.

On 30 December 2020, NECSB and Rubicon Lexington had mutually agreed to extend the cut-off date until 1 April 2021 to fulfil the condition precedent of the SPA.

On 31 December 2020, the Valuer has updated the valuation for the Property in its valuation report dated 9 November 2020 with market value of RM20,250,000.

The Company has also on the same date submitted the draft Circular to shareholders in relation to the Proposed Disposal to Bursa Securities for its review.

Bursa Securities had vide its letter dated 20 January 2021, provided its comments on the draft Circular and also its approval to proceed with the printing of the Circular.

The Company has issued the Circular on the proposed disposal to shareholders on 10 February 2021.

At the Extraordinary General Meeting ("EGM") of the Company held on 4 March 2021, the resolution as set out in the Notice of EGM of the Company dated 10 February 2021 was duly passed by the shareholders of the Company by way of poll. The results of the poll were validated by the independent scrutineer, Coopers Professional Scrutineers Sdn Bhd.

A12. Subsequent Material Events (cont'd)

3. Proposed disposal of leasehold land and the buildings erected thereon (cont'd)

The SPA become unconditional on 13 April 2021 being the date the last of all the Conditions Precedent being obtained, fulfilled, complied or performed in accordance with the terms of the SPA and the sum of Ringgit Malaysia Fifteen Million Five Hundred and Twenty Thousand (RM15,520,000.00) only shall be paid by the Purchaser to the Vendor's Solicitors as stakeholders within four (4) months from the Unconditional Date. ("hereinafter called the Completion Period").

The Purchaser vide its solicitors issued a letter dated 21 July 2021 to our solicitors requesting for the Completion Period and Extended Completion Period (as defined under the SPA dated 8 July 2020) to be extended in view of the MCO & EMCO (in Selangor) announced by the Government of Malaysia. The detail of requests from the Purchaser are as the following: -

- a. That the Completion Period be extended from 12 August 2021 to 30 September 2021;
- b. That the Extended Completion Period be extended from 12 September 2021 to 29 October 2021; and
- c. The Parties be at liberty to further extend time periods by mutual agreement.

NECSB is agreeable to the request for extension and had replied vide their letter dated 3 August 2021.

The Directors of NECSB had presented and duly performed the biometric verification at the Pejabat Tanah & Galian Selangor on 12 August 2021.

The Balance of Purchase Price of RM15,520,000 was received by our solicitors as the stakeholder on 30 September 2021. The vacant possession of the property has been handed over to the Purchaser on 5 October 2021.

After related payments to Purchaser and Legal fee as mentioned in Sale & Purchase Agreement dated 8 July 2020 be deducted from the balance purchase price, our solicitors had on 12 October 2021 banked in the cheque of RM15,219,476.01.

A13. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current quarter.

A14. Changes in Contingent Liabilities

There were no contingent liabilities for the Group as at the date of this Announcement. (2021 : nil).

Save for the above, there is no other contingent liability of the Group as at the date of this announcement.



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A15. Capital Commitments

The amount of commitments for purchase of property, plant and equipment not provided for in the interim financial statements as at 30 September 2021 are as follows:

	RM'000
Approved and contracted for	114
Approved but not contracted for	6,795

A16. Related Party Transactions

<u>Company</u>	Current Period - to – date 30 September 2021 RM'000
BHR Enterprise Sdn. Bhd. - rental expense payable	(40)
- interest charge payable	(280)
Percetakan Keselamatan - delivery and courier service rendered	15
Nasional Sdn Bhd - rental expense payable	(36)
Fima Corporation Berhad - delivery and courier service rendered	4

Fima Corporation Berhad and Percetakan Keselamatan Nasional Sdn. Bhd. are related parties to the Group and the Company by virtue of a common substantial shareholder, BHR Enterprise Sdn. Bhd and Common Director.

The Directors are of the opinion that the transactions above have been entered into in the normal course of business and established under terms that are not materially different from those obtainable with unrelated parties.

A17. Acquisition of Property, Plant and Equipment

As at the end of the financial period ended 30 September 2021, the Group has acquired the following assets: -

	Current Period-to-date 30-Sep-21 RM'000
Capital work in progress	8
Furniture and Fittings	1
Computer/machine/office equipment	33
Leasehold Improvement	125
Motor Vehicle	155
	<hr/> <hr/> 322



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Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

B1. Review of performance

Group Performance

(RM Million)	Current YTD	Previous YTD	Variance %
Revenue	23.38	22.92	2.01
Loss Net of Tax	(4.17)	(8.86)	52.93

The Group's revenue for the period ended 30 September 2021 stood at RM23.38 million, a 2.01% higher as compared to RM22.92 million in the previous corresponding period.

The Group's loss net of tax for the period decreased to RM4.17 million compared to a loss net of tax of RM8.86 million in the previous corresponding period.

The performance of each business segment is as follows: -

(i) Courier Segment

(RM Million)	Current YTD	Previous YTD	Variance %
Revenue	22.72	22.35	1.66
Loss Net of Tax	(4.55)	(8.70)	47.70

The revenue in the Courier segment increased by 1.66% from RM22.35 million in the previous corresponding period to RM22.72 million currently.

The loss net of tax stood at RM4.55 million as compared to loss net of tax of RM8.70 million in the previous corresponding period.

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B1. Review of performance (cont'd)

Group Performance (cont'd)

(ii) Logistic Segment

(RM Million)	Current YTD	Previous YTD	Variance %
Revenue	0.66	1.02	(35.29)
Profit/(Loss) Net of Tax	0.24	(0.08)	400.00

The revenue in the Logistic segment decreased from RM1.02 million in the previous corresponding period to RM0.66 million in the current period. The profit net of tax incurred for the current period to date was RM0.24 million as compared to the loss net of tax of RM0.08 million recorded in the previous corresponding period.

(iii) Other Segments

(RM Million)	Current YTD	Previous YTD	Variance %
Revenue	0.43	0.43	-
Profit/(Loss) Net of Tax	0.14	(0.09)	255.56

The other segments recorded a revenue of RM0.43 million in the current period due to the charging of management fees within the Group of companies.

B2. Comparison with preceding quarter's results

Group Performance

(RM Million)	QTR 2 FY 2021/2022	QTR 1 FY 2021/2022	Variance %
Revenue	12.20	11.18	9.12
Loss Net of Tax	(1.19)	(2.98)	60.07

During the current quarter, the Group recorded a revenue of RM12.20 million, a 9.12% increase from RM11.18 million in the preceding quarter.

The loss net of tax incurred for the current quarter was RM1.19 million as compared to RM2.98 million recorded in the preceding quarter.

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B2. Comparison with preceding quarter's results (cont'd)

Group Performance (cont'd)

The performance of each business segment is as follows:

(i) Courier Segment

(RM Million)	QTR 2 FY 2021/2022	QTR 1 FY 2021/2022	Variance %
Revenue	11.93	10.79	10.57
Loss Net of Tax	(1.44)	(3.11)	53.70

The Courier segment recorded a revenue of RM11.93 million in the current quarter as compared to the preceding quarter of RM10.79 million. The loss net of tax in the current quarter was RM1.44 million as compared to the loss net of tax of RM3.11 million in the preceding quarter.

(ii) Logistic Segment

(RM Million)	QTR 2 FY 2021/2022	QTR 1 FY 2021/2022	Variance %
Revenue	0.27	0.39	(30.77)
Profit Net of Tax	0.17	0.17	-

The revenue in the Logistic segment decreased from RM0.32 million in the preceding quarter to RM0.27 million in the current quarter.

The profit net of tax incurred for the current quarter to date was RM0.17 million maintain the same as recorded in the preceding quarter.



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B2. Comparison with preceding quarter's results (cont'd)

Group Performance (cont'd)

(iii) Others Segment

(RM Million)	QTR 2 FY 2021/2022	QTR 1 FY 2021/2022	Variance %
Revenue	0.21	0.21	-
Profit/(Loss) Net of Tax	0.19	(0.05)	480.00

The revenue in the others segment maintained the revenue of RM0.21 million in the current quarter as compared to the preceding quarter.

The profit net of tax in the current quarter was RM0.19 million as compared to the loss net of tax of RM0.05 million in the preceding quarter.

B3. Current year prospects

The business remains challenging for the Company. The Management continues with its efforts to secure additional sales and managing costs to improve profitability.

B4. Explanatory notes on variances with profit forecast or profit guarantee

The Group did not issue any profit forecast and/or profit guarantee to the public.

B5. Taxation

There was no income tax expense during the financial period under review.

B6. Corporate Proposals

Save as disclosed in note A12, there was no other corporate proposal announced in the current quarter ended 30 September 2021.



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Quarterly Announcement for The Quarter Ended 30 September 2021

B7. Changes in Material Litigation

There were no other material litigation, claims or arbitration, either as plaintiff or defendant and the Directors have no knowledge of any proceedings pending or threatened against the Company and/or its subsidiaries or of any fact likely to give rise to any proceedings which might adversely and materially affect the financial position or business of the Company and/or its subsidiaries, saves as disclosed below:-

Shah Alam High Court Suit No. : BA-22NCvC-522-12/2020

Between

Airpak Express (M) Sdn Bhd

And

- (i) Nationwide Express Distribution Sdn Bhd
- (ii) Nationwide Express Courier Services Berhad
- (iii) Nationwide Express Holdings Berhad

On 24 December 2020, the Company and its subsidiaries, Nationwide Express Courier Services Berhad (“NECSB”) and Nationwide Express Distribution Sdn. Bhd. (“NEDSB”) (collectively referred to as “the Defendants”) were served with Writ of Summons and Statement of Claim dated 15 December 2020 by Airpak Express (M) Sdn. Bhd. (“the Plaintiff”) whereby the Plaintiff claim for the following:-

- (i) a declaration that NEDSB is in breach of the Acquisition Agreement by failing to pay to Airpak the outstanding sum of RM9,000,000 (“Outstanding Debt”);
- (ii) a declaration that NECSB and the Company have indirectly induced, procured and/or facilitated NEDSB in breaching the Acquisition Agreement;
- (iii) further and/or in the alternative to Clause (ii) above, a declaration that NEDSB is acting as an agent of NECSB and the Company in entering into the Acquisition Agreement and in carrying out their instructions to withhold payment of the Outstanding Debt due and owing to Airpak;
- (iv) damages against the Defendants, jointly and severally, for the Outstanding Debt or such other sum deemed fit by the Court;
- (v) interest at the rate of 5% per annum on the sum of RM9,000,000 or such other sum deemed fit by the Court from the date of judgment to the date of full realisation thereof;
- (vi) an injunction restraining the Defendants, whether by themselves, their directors, officers, representatives, employees, servants and/or agents or any of them in combination or otherwise, however from utilising, dealing and/or disposing of any revenue generated, assets, resources, and goodwill obtained from Airpak through the Acquisition Agreement until the Outstanding Debt and any interest accrued thereof are fully paid to Airpak;

B7. Changes in Material Litigation (cont'd)

- (vii) general damages to be assessed;
- (viii) costs; and
- (ix) such further and other relief that the Court deems fit and proper.

On 18 January 2021, this matter came up for case management via online e-review and the Court issued the following directions:-

- (i) the Defendants are to file their Defence by 4 March 2021;
- (ii) the Plaintiff is to file its Reply to Defence by 2 April 2021;
- (iii) the Parties are to file any interlocutory application by 2 April 2021;
- (iv) the Parties are advised to proceed with mediation or settlement; and
- (v) the above matter is fixed for case management on 2 April 2021.

On 17 February 2021, the Company and its subsidiaries requested from the Court for an extension of time to file the Defence.

Subsequently on 18 February 2021, the Court granted the application for extension of time to file the Defence and give direction as follows:-

During the case management on 2 April 2021, the Court gave direction as follows:-

- (i) the Parties are to file the interlocutory applications (if any) by 30 April 2021;
- (ii) the matter is fixed for further case management on 19 May 2021.

Upon perusing the Plaintiff's Claim, our solicitors are of the view that NECSB and the Company as the 2nd and 3rd Defendants have a reasonable chance to strike out the claim against them as they are not parties to the Acquisition Agreement. In relation thereto, our appointed solicitors had accordingly filed the Affidavit in Support of NECSB and the Company Striking Out Application on 30.04.2021.

The Court had sealed the Notice of Application on 4 May 2021.

At the case management of the Defendant's Striking Out Application which was fixed on 19 May 2021, the Court had issued the following directions in relation to the said Application: -

- (i) the Plaintiff is to file its Affidavit in Reply by 31 May 2021;

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B7. Changes in Material Litigation (cont'd)

- (ii) the Defendants are to file its Affidavit in Reply by 14 June 2021;
- (iii) the Parties are to file their respective written submissions by 28 June 2021;
- (iv) the Parties are to file their respective submissions in reply by 12 July 2021; and
- (v) the Application is fixed for hearing on 26 July 2021.

On 3 June 2021, the Defendants received the Plaintiff's Affidavit in Reply from the Defendants' solicitors.

The Defendants' solicitors had notified that due to the on-going Movement Control Order (MCO), the Chief Justice had issued a Directive stating that all cause papers which deadlines fall within the MCO are to be filed within 14 days after the MCO is lifted and/or after the solicitors are allowed to operate. By virtue of the said Directive, the direction given by Court on 19 May 2021 in relation to the filing date of related cause papers is put on hold.

The Hearing which initially fixed on 26 July 2021 has been replaced with case management where the Court directed the Parties as the following: -

- (i) Defendants are to file the Affidavit in Reply by 02.08.2021;
- (ii) Parties are to file their respective written submission by 16.08.2021;
- (iii) Parties are to file their respective submission in reply by 30.08.2021; and
- (iv) Defendants' Striking Out Application is fixed for hearing on 08.09.2021.

In relation thereto, our solicitors had accordingly filed the Affidavit in Reply on 02.08.2021.

The Striking Out Application which was fixed for hearing on 08.09.2021 was dismissed with costs by the Court.

During the case management on 21.10.2021, the Court directed the Stay Application is to be disposed prior to the Discovery Application and hearing for Stay Application is fixed on 28.01.2022.

The case management for Appeal of Striking Out Application has been fixed on 22.11.2021.

The Company and its subsidiaries had sought the necessary legal advice in respect of this legal suit. The Board of Directors is of the opinion that the Company and the affected subsidiaries have good Defence against this suit.

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B8. Dividend

For the current quarter under review, no dividend has been proposed and declared (preceding period : nil)

B9. Loss Per Share

Basic

Basic loss per share is calculated by dividing the net loss for the period attributable to the shareholders by the weighted average number of ordinary shares in issue during the period.

	Current Quarter Ended 30 Sep 2021 (RM'000)	Corresponding Quarter Ended 30 Sep 2020 (RM'000)	Current Period Ended 30 Sep 2021 (RM'000)	Previous Corresponding Period Ended 30 Sep 2020 (RM'000)
Net loss (RM '000)	(1,187)	(3,119)	(4,171)	(8,857)
Weighted average/ number of ordinary shares in issue ('000)	123,238	123,238	123,238	123,238
Basic LPS (sen)	(0.96)	(2.53)	(3.38)	(7.19)

B10. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Board on 23 November 2021.

BY ORDER OF THE BOARD

Shahidatul Nurzihan Binti Ya'acob

Company Secretary

(MIA 36028)

23 November 2021