

Unaudited Third Quarter Condensed Interim Consolidated Financial Statements and Dividend Announcement for the period ended 30 September 2022

The board of directors (the “**Board**” or “**Directors**”) of Astaka Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to announce the unaudited condensed interim consolidated financial statements of the Group for the nine months ended 30 September 2022. Such quarterly reporting announcement is mandatory, made pursuant to the Singapore Exchange Securities Trading Limited’s (the “**SGX-ST**”) requirements, as required under Rule 705(2) of the SGX-ST Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”).

A. Condensed consolidated statement of profit or loss and other comprehensive income

	Note	Group			Group		
		3 months ended		Change %	9 months ended		Change %
		30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000		30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000	
Revenue	5	5,505	543	913.8	30,067	4,337	593.3
Cost of sales		(3,763)	(460)	718.0	(5,083)	(4,576)	11.1
Gross profit/(loss)		1,742	83	1,998.8	24,984	(239)	n.m.
Other income	7	35	20	75.0	111	112	(0.9)
Selling and distribution expenses		(329)	(66)	398.5	(1,147)	(287)	299.7
Administrative expenses		(4,709)	(3,153)	49.3	(12,618)	(9,225)	36.8
Other expenses		(106)	(354)	(70.1)	(107)	(1,685)	(93.6)
Results from operating activities		(3,367)	(3,470)	(3.0)	11,223	(11,324)	n.m.
Finance income	7	59	35	68.6	76	69	10.1
Finance costs	7	(1,689)	(2,302)	(26.6)	(6,064)	(6,400)	(5.3)
Net finance costs		(1,630)	(2,267)	(28.1)	(5,988)	(6,331)	(5.4)
(Loss)/Profit before income tax	7	(4,997)	(5,737)	(12.9)	5,235	(17,655)	n.m.
Tax credit/(expense)	8	564	-	n.m.	564	(682)	n.m.
(Loss)/Profit for the period, representing total comprehensive (loss)/income for the period		(4,433)	(5,737)	(22.7)	5,799	(18,337)	n.m.
Total comprehensive (loss)/income attributable to:							
Owners of the Company		(4,568)	(5,186)	(11.9)	5,497	(16,663)	n.m.
Non-controlling interests		135	(551)	n.m.	302	(1,674)	n.m.
Total comprehensive (loss)/income for the period		(4,433)	(5,737)	(22.7)	5,799	(18,337)	n.m.
(Loss)/Earnings per share							
Basic and diluted (loss)/earnings per share (cents per share)		(0.24)	(0.28)	(14.3)	0.29	(0.89)	n.m.

n.m. – not meaningful

The basic and fully diluted (loss)/earnings per share (calculated based on the weighted average number of ordinary shares in issue) were the same as there were no potentially dilutive ordinary shares in issue as at 30 September 2022 and 30 September 2021.

B. Condensed statement of financial position

	Note	Group		Company	
		30/09/2022 (Unaudited) RM'000	31/12/2021 (Audited) RM'000	30/09/2022 (Unaudited) RM'000	31/12/2021 (Audited) RM'000
Assets					
Property, plant and equipment	10	1,046	810	-	-
Investment in subsidiaries	11	-	-	200,000	200,000
Non-current assets		1,046	810	200,000	200,000
Development properties	12	321,006	337,281	-	-
Asset held for sales	13	115,401	115,401	-	-
Contract assets		896	2,815	-	-
Trade and other receivables		23,473	20,499	49	82
Tax recoverable		800	207	-	-
Cash and cash equivalents		7,285	6,465	127	520
Current assets		468,861	482,668	176	602
Total assets		469,907	483,478	200,176	200,602
Equity					
Share capital	14	259,384	259,384	1,455,079	1,455,079
Merger reserve		(10,769)	(10,769)	-	-
Capital reserve		-	-	1,419	1,419
Accumulated losses		(171,181)	(176,678)	(1,260,268)	(1,259,678)
Equity attributable to owners of the Company		77,434	71,937	196,230	196,820
Non-controlling interests		4,268	3,966	-	-
Total equity		81,702	75,903	196,230	196,820
Liabilities					
Lease liabilities	15	547	408	-	-
Non-current liabilities		547	408	-	-
Trade and other payables	16	248,793	246,180	759	732
Amount due to related parties		126,641	148,463	3,187	3,050
Lease liabilities	15	351	309	-	-
Loans and borrowings	17	11,873	11,899	-	-
Current tax liabilities		-	316	-	-
Current liabilities		387,658	407,167	3,946	3,782
Total liabilities		388,205	407,575	3,946	3,782
Total equity and liabilities		469,907	483,478	200,176	200,602

C. Condensed statement of changes in equity

Group (Unaudited)

	Share capital RM'000	Merger reserve RM'000	Accumulated losses RM'000	Total RM'000	Non-controlling interest RM'000	Total equity RM'000
Balance as at 1 January 2022	259,384	(10,769)	(176,678)	71,937	3,966	75,903
Profit and total comprehensive income for the period	-	-	5,497	5,497	302	5,799
Balance as at 30 September 2022	259,384	(10,769)	(171,181)	77,434	4,268	81,702

Group (Unaudited)

	Share capital RM'000	Merger reserve RM'000	Accumulated losses RM'000	Total RM'000	Non-controlling interest RM'000	Total equity RM'000
Balance as at 1 January 2021	259,384	(10,769)	(156,982)	91,633	565	92,198
Loss and total comprehensive loss for the period	-	-	(16,663)	(16,663)	(1,674)	(18,337)
Transactions with owners, recognised directly in equity						
<i>Contribution by and distributions to owner</i>						
Capital injection in a subsidiary by non-controlling interests	-	-	-	-	6,860	6,860
Balance as at 30 September 2021	259,384	(10,769)	(173,645)	74,970	5,751	80,721

Company (Unaudited)

	Share capital RM'000	Capital reserve RM'000	Accumulated losses RM'000	Total equity RM'000
Balance as at 1 January 2022	1,455,079	1,419	(1,259,678)	196,820
Loss and total comprehensive loss for the period	-	-	(590)	(590)
Balance as at 30 September 2022	1,455,079	1,419	(1,260,268)	196,230

Company (Unaudited)

	Share capital RM'000	Capital reserve RM'000	Accumulated losses RM'000	Total equity RM'000
Balance as at 1 January 2021	1,455,079	1,419	(647,978)	808,520
Profit and total comprehensive income for the period	-	-	141	141
Balance as at 30 September 2021	1,455,079	1,419	(647,837)	808,661

D. Condensed consolidated statement of cash flows

	Note	Group	
		9 months ended	
		30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000
Cash flows from operating activities			
Profit/(Loss) before income tax		5,235	(17,655)
Adjustments for:			
Accruals for late payment interests	7.1	-	1,107
Bad debts written off	7.1	38	-
Depreciation of property, plant and equipment	7.1	283	374
Loss on disposal of property, plant and equipment	7.1	-	5
Interest expense	7.1	6,064	6,400
Interest income	7.1	(76)	(69)
Reversal of liquidated ascertained damages	7.1	-	(652)
Reversal of foreseeable loss on development properties	12	(1,523)	(46)
Unrealised (gain)/loss on foreign exchange		(25)	45
Total operating cash flows before movements in working capital		9,996	(10,491)
Changes in working capital:			
Development properties		17,798	(319)
Contract assets and liabilities		1,919	7,599
Trade and other receivables		(3,012)	7,629
Trade and other payables		11,949	(27,762)
Cash generated from/(used in) operations		38,650	(23,344)
Tax paid		(345)	(735)
Net cash generated from/(used in) operating activities		38,305	(24,079)
Cash flows from investing activities			
Acquisition of property, plant and equipment	10	(75)	(46)
Decrease/(Increase) in fixed deposit pledged		58	(430)
Interest received		76	69
Proceeds from disposal of property, plant and equipment		-	45
Net cash generated from/(used in) investing activities		59	(362)
Cash flows from financing activities			
Advances from affiliated corporations		19,657	26,043
Capital injection in a subsidiary by non controlling interests		-	6,860
Interest paid		(515)	(3,313)
Repayment to affiliated corporations		(13,403)	-
Repayment to a controlling shareholder		(33,900)	-
Repayment to trade and other payables		(9,208)	(11,000)
Repayment to term loan		-	(617)
Repayment to lease liabilities		(110)	(359)
Net cash (used in)/generated from financing activities		(37,479)	17,614
Net increase/(decrease) in cash and cash equivalents		885	(6,827)
Cash and cash equivalents at the beginning of period		(6,864)	29
Effect of exchange rate fluctuation on cash held		19	(48)
Cash and cash equivalents at the end of period		(5,960)	(6,846)

For the purposes of representing the consolidated statement of cash flows, cash and cash equivalents comprise the following:

	Group	
	30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000
Cash and cash equivalents	7,285	5,623
(-) Bank overdrafts	(11,873)	(11,041)
(-) Fixed deposit pledged	(1,372)	(1,428)
Cash and cash equivalents per consolidated statement of cash flows	(5,960)	(6,846)

E. Notes to the condensed interim consolidation financial statements

1. Corporate information

Astaka Holdings Limited is incorporated in Singapore and listed on the Catalist Board of the SGX-ST. These condensed interim consolidated financial statements as at and for the period ended 30 September 2022 comprise the Company and its subsidiaries. The principal activity of the Company is that of investment holding and the principal activity of the Group is property development.

2. Going concern

The Group recorded a net profit of RM5.80 million for the financial period ended 30 September 2022 (31 December 2021: net loss of RM22.79 million) and, as of 30 September 2022, the Group reported net current assets of RM81.20 million (31 December 2021: RM75.50 million), for which current assets comprised mainly development properties amounting to RM321.01 million (31 December 2021: RM337.28 million), representing the completed properties held for sale and properties in the course of development. As at 30 September 2022, the Company was in net current liabilities position of RM3.77 million (31 December 2021: RM3.18 million). In light of the current global economic uncertainties, which to a certain extent, had dampened the Malaysian property market.

The above matters may present material uncertainty on the ability of the Group and of the Company to continue as a going concern and therefore, the Group and the Company may not be able to realise their assets and discharge their liabilities in the normal course of business.

Notwithstanding the above, the condensed interim consolidated financial statements have been prepared on a going concern basis. To support the condensed interim consolidated financial statements having been prepared on going concern basis and to ensure the adequacy of funds required to meet the Group's obligations and working capital needs, the Group has prepared a 12-month consolidated cash flow forecast from 1 October 2022. In preparing the 12-month consolidated cash flow forecast, the Group exercised judgement and made certain key assumptions and basis of judgements including the following:

- (i) Following the full opening of Malaysia international borders in April 2022, the Board is of the view that this will have positive effects on the Group's sale campaign through various sales packages and promotions, including special rebates and discount during the forecasted period.
- (ii) The subsidiary of the Group, Astaka Padu Sdn Bhd ("**APSB**") has entered into a conditional sale and purchase agreement (the "**SPA**") with Seaview Holdings Sdn. Bhd. ("**SHSB**") for the proposed sale of a parcel of freehold land held under H.S.(D) 571006, PTD 233330, Mukim of Plentong, District of Johor Bahru, State of Johor, measuring approximately 7.65 acres in area (the "**Land**") on 14 January 2022 (the "**Proposed Disposal**"). The sale consideration for the Land is RM116.0 million (the "**Consideration**").

On 21 February 2022, APSB and SHSB entered into a supplemental letter agreement to the SPA (the "**Supplemental Letter Agreement**"), to vary, amend and alter certain terms of the SPA. APSB and the SHSB have agreed, under the terms of the Supplemental Letter Agreement, to remove the set-off arrangement in respect of the balance of the 90% Consideration (being RM104,400,000.00) (the "**Balance**") against the amount of loans and/or advances extended to APSB by SHSB and/or its related parties and persons connected with them entirely from the

SPA, and that the Balance shall be paid and settled in full by SHSB to APSB in cash via 6 tranches in a fixed sum of RM17,400,000.00 for each Instalment Tranche.

Following the receipt of approval from shareholders of the Company on the Proposed Disposal at the extraordinary general meeting held on 12 April 2022, the Proposed Disposal will be completed upon full settlement of the Balance amount which is envisaged to be on or about July 2023.

- (iii) Continuing support from Dato' Daing A Malek Bin Daing A Rahaman ("**Dato' Malek**"), the controlling shareholder of the Company. Dato' Malek has undertaken to provide the necessary financial support to the Group to enable it to continue its operations and to pay its debts as and when they fall due. Since the inception of this undertaking of continuing support, Dato' Malek has consistently met the Company's requirement for the drawdown of the loan facilities, and will continue to do so.

APSB has on 8 December 2021 obtained an additional loan facility from DMR Holdings Sdn Bhd ("**DMR Holdings**") (the "**Additional Loan Facility**") of up to RM8.0 million for general corporate and working capital purposes. APSB has drawn down RM6.7 million of the Additional Loan Facility, with RM1.3 million available for further drawdown as at 30 September 2022.

In addition, APSB has on 21 February 2022, obtained an additional unsecured, interest free loan facility from Dato' Malek, of up to RM60.0 million (the "**2022 New Loan**") for general corporate and working capital purposes, and shall only be drawn only when required. The 2022 New Loan has not been utilised by the Group as at the date of this announcement.

- (iv) On 17 March 2022, APSB entered into a supplemental agreement to the construction contract (the "**Contract**") previously granted to JBB Kimlun Sdn Bhd ("**JBB Kimlun**") with JBB Kimlun for the full and final settlement of the outstanding amount of RM24,761,348.35 payable from APSB to JBB Kimlun in respect of work done for the 15-storey Grade A office tower Menara MBBJ, the headquarters of the Johor Bahru City Council. The said outstanding amount will be settled in the following manner: (i) a sum of RM12,867,695.00 to be settled by way of transferring 11 properties (the "**Contra Properties**") in accordance with the terms of the contra agreement; (ii) a sum of RM5,865,159.97 shall be paid to JBB Kimlun based on 2 years instalment plan and (iii) RM6,028,493.38 which being the retention sum, shall be paid to JBB Kimlun after the issuance of the certificate of making good defects by the superintending officer and within fourteen (14) days from the date on which APSB is in receipt of the retention sum under the MBBJ Project from the Mayor of Johor Bahru. The contra arrangement will reduce the current liabilities of the Group without having to overstretch its current working capital requirements.
- (v) On 22 June 2022, the Company's indirect subsidiary, Bukit Pelali Properties Sdn. Bhd. ("**BPP**") entered into a conditional master supplemental agreement (the "**Master Supplemental Agreement**") with JBB Builders (M) Sdn. Bhd ("**JBB Builders**") and APSB, to vary, amend and revise the payment term and payment structure of the outstanding contract sum of RM58,982,983.26 (the "**Outstanding Contract Sum**"), fully and finally, payable by BPP to JBB Builders for performing construction and infrastructure works pursuant to various letters of award, documents and contracts issued or signed by the BPP and JBB, in connection with the Bukit Pelali Project (the "**Principal Contracts**") (the "**Proposed Settlement**"). The Company had, on 5 October 2022, sought and obtained the approval of shareholders for the Proposed Settlement as an interested person transaction and a major transaction at an extraordinary general meeting convened and held by electronic means. Pursuant to, among others, the approval of shareholders, the Master Supplemental Agreement and the Financial Support Agreement have become unconditional as at 5 October 2022.

- (vi) The Group has been making timely payment to its other creditors as set out in the repayment schedules entered into with the respective creditors. Other than those main contractors for which the Group had confirmed on the settlement arrangement, the Group has engaged in further discussions with other trade creditors on possible settlement arrangements, including offsetting the amount owing to these trade creditors through the transfer of the Group's properties.
- (vii) The Group aims to launch a new mixed commercial development project consisting of serviced apartments on a parcel of land on Mukim Tebrau, Tempat Taman Setia Indah, Daerah Johor Bahru, Negeri Johor, pursuant to the joint development agreement (the "JDA") with Straits Perkasa Services Sdn. Bhd. The period for fulfilment of the conditions precedent of the JDA has been automatically extended for a period of three (3) months until 19 January 2023.

The Board believes that the Group and the Company will be able to continue operations in the foreseeable future based on the 12-month consolidated cash flow forecast, and that the preparation of the accompanying condensed interim consolidated financial statements on a going concern basis is appropriate.

If the going concern assumption were inappropriate, the Group may be unable to discharge its liabilities in the normal course of business and, adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the statements of financial position. In addition, the Group may have to reclassify non-current assets and liabilities to current assets and liabilities respectively. No such adjustments have been made to the consolidated condensed interim financial statements.

3. Basis of preparation

The condensed consolidated financial statements for the nine-month period ended 30 September 2022 have been prepared in accordance with SFRS(I) 1-34 *Interim Financial Reporting* issued by the Accounting Standards Council Singapore. The condensed interim consolidated financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2021.

The accounting policies and methods of computation adopted are consistent with those of the most recently audited annual financial statements for the financial year ended 31 December 2021, which were prepared in accordance with the SFRS(I)s, except for the adoption of new and amended standards as set out in Note 3.1 below.

The condensed interim consolidated financial statements are presented in Malaysia Ringgit ("RM") which is the functional currency of the Company.

3.1 New and amended standards adopted by the Group

The Group has adopted the applicable revised Singapore Financial Reporting Standards (International) ("SFRS(I)") including related Interpretations of SFRS(I) ("SFRS(I) INT") that are mandatory for the accounting periods beginning on or after 1 January 2022.

In the current period, the Group has adopted all the new and revised SFRS(I) and SFRS(I) INT that are relevant to its operations and effective for annual periods beginning on or after 1 January 2022. The adoption of these new or revised SFRS(I) and SFRS(I) INT did not result in changes to the Group's and Company's accounting policies, and has no material effect on the current or prior period's financial statement and is not expected to have a material effect on future periods.

3.2. Use of judgements and estimates

In preparing the condensed interim consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the

reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the period ended 31 December 2021.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

3.2.1 Critical judgements made in applying the Group's accounting policies

Identifying performance obligations, measuring progress and measuring estimated variable consideration included in transaction price

The Group enters into contracts with customers to deliver specified building units to the customers based on the plan and specifications as set out in the contracts. In accordance with SFRS(I) 15, the analysis of whether the contracts comprise one or more performance obligations, determining whether the performance obligations are satisfied over time or at a point in time, the method used to measure progress for revenue recognition where performance obligations are satisfied over time and estimated variable consideration included in the transaction price represent areas requiring critical judgement and estimates by the Group.

3.2.2 Key sources of estimation uncertainty

Completeness of trade and other payables

The Group records the construction costs of development properties at each reporting date based on certified claims submitted by the main contractors. The Group also accrues the construction costs by relying on the estimates of claims prepared by quantity surveyors in relation to those physical work performed by the main contractors but yet to be submitted by the main contractors to the Group at the reporting dates. The final actual claims may differ from the accrued construction costs and the difference may affect the Group's results. The carrying amount of the Group's trade and other payables as at 30 September 2022 were RM248,793,000 (31 December 2021: RM246,180,000).

Depreciation of property, plant and equipment

The Group depreciates the property, plant and equipment ("PPE") over their estimated useful lives after taking into account of their estimated residual values. The estimated useful life reflects management's estimate of the period that the Group intends to derive future economic benefits from the use of the Group's property, plant and equipment. Management estimates the useful lives of these PPE to be within 2 to 10 years. Changes in the expected level of usage and technological developments could affect the economics, useful lives and the residual values of these assets which could then consequentially impact future depreciation charges. The carrying amounts of the Group's property, plant and equipment as at 30 September 2022 were RM1,046,000 (31 December 2021: RM810,000).

Estimation of allowance for foreseeable losses for development properties and impairment losses for contract costs

The Group assesses at every reporting date whether any allowance for foreseeable losses and impairment losses are required. The allowance for foreseeable losses and impairment losses is estimated after taking into account estimated selling prices and estimated total construction costs. The estimated selling prices are based on prevailing market trends in relation to the recent transactions of comparable properties in Malaysia. The estimated total construction costs are based on future costs to complete the projects and development plans of the Group, taking into consideration available industry data, status of construction progress, deviation in design plans, cost overruns and current market factors.

Based on management's assessment, no additional allowance for foreseeable losses on development properties and impairment losses for contract costs were recognised by the Group as at 30 September 2022 and 31 December 2021.

Measurement of Expected Credit Losses ("ECL") of trade receivables

The Group uses an allowance matrix to measure ECL for trade receivables. The ECL rates are based on the Group's historical loss experience of the customers, for the last 3 years prior to the reporting date for various customer groups that are assessed by adjusted for forward looking factors specific to the debtors and the economic environment which could affect the ability of the debtors to settle the trade receivables. In considering the impact of the economic environment on the ECL rates, the Group assesses, for example, the gross domestic production growth rates of the country (i.e. Malaysia). The Group adjusts, as necessary, the allowance matrix at each reporting date. Such estimation of the ECL rates may not be representative of the actual default in the future. The expected loss allowance on the Group's trade receivables as at 30 September 2022 was RMNil (31 December 2021: RMNil).

Provision for income taxes

The Group has exposure to income taxes in several jurisdictions of which a portion of these taxes arose from certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on their best estimates of the likely taxes due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. The carrying amount of the Group's income tax as at 30 September 2022 was net tax recoverable of RM800,000 (31 December 2021: net tax liabilities of RM109,000).

Impairment of investment in subsidiaries

At the end of each financial year, an assessment is made on whether there are indicators that the Company's investment in subsidiaries are impaired or that an impairment loss recognised in prior periods may no longer exist or may have decreased. Where applicable, the Company's and Group's determination of the recoverable value is based on the estimation of the value-in-use of the applicable assets as defined in SFRS(I) 1-36 Impairment of Assets by forecasting the expected future cash flows for a period up to 5 years, using a suitable discount rate in order to calculate the present value of those cash flows. The Company's carrying amounts of investment in subsidiaries as at 30 September 2022 was RM200,000,000 (31 December 2021: RM200,000,000).

4. Seasonal operations

The Group's businesses are not affected significantly by seasonal or cyclical factors during the financial period.

5. Segment and revenue information

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors. The Board of Directors is responsible for allocating resources and assessing performance of the operating segments. The operating segments were determined based on the reports reviewed by management.

Geographic market information in relation to revenue of the Group is not presented as the Group's revenue is substantially derived from Malaysia.

Management considers that the entire Group's operations constitute a single segment which is in the business of property development in Malaysia. Management assesses the performance of the Group's operations based on the profit before tax, total assets and total liabilities which are measured in a manner consistent with that of the consolidated financial statements.

In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the operating segments is not applicable, as the Group only operates in a single segment.

5.1 Revenue

	Group	
	3 months ended	
	30/09/2022	30/09/2021
	(Unaudited)	(Unaudited)
	RM'000	RM'000
Revenue from sale of development properties		
- transferred at a point in time	5,505	543

5.2 A breakdown of sales and operating profit/(loss) are as follows:

	Group		
	30/09/2022	30/09/2021	% increase/
	RM'000	RM'000	(decrease)
Sales reported for the first 6 months (January 2022 to June 2022)	24,562	3,794	547.4
Operating profit/(loss) after tax before deducting minority interests reported for the first 6 months (January 2022 to June 2022)	10,065	(11,477)	n.m.
Sales reported for the next 3 months (July 2022 to September 2022)	5,505	543	913.8
Operating loss after tax and before deducting minority interests reported for the next 3 months (July 2022 to September 2022)	(4,568)	(5,186)	(11.9)

6. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group and the Company as at 30 September 2022 and 31 December 2021.

		Group		Company	
		30/09/2022	31/12/2021	30/09/2022	31/12/2021
	Note	(Unaudited)	(Audited)	(Unaudited)	(Audited)
		RM'000	RM'000	RM'000	RM'000
Financial Assets not measured at fair value					
Trade and other receivables		23,060	20,212	-	-
Cash and cash equivalents		7,285	6,465	127	520
		<u>30,345</u>	<u>26,677</u>	<u>127</u>	<u>520</u>
Financial liabilities not measured at fair value					
Trade and other payables	16	(248,793)	(246,180)	(759)	(732)
Amount due to related parties		(126,641)	(148,463)	(3,187)	(3,050)
Loans and borrowings	17	(11,873)	(11,899)	-	-
Lease liabilities	15	(898)	(717)	-	-
		<u>(388,205)</u>	<u>(407,259)</u>	<u>(3,946)</u>	<u>(3,782)</u>

7 Profit/(Loss) before income tax

7.1 Significant items

	Group			
	3 months ended		9 months ended	
	30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000	30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000
Other Income				
Rental income	29	18	76	68
Forfeiture of payment from purchaser	-	-	-	25
Finance Income				
Interest income	59	35	76	69
Finance costs				
Interest expense	1,689	2,302	6,064	6,400
Expenses				
Accruals for late payment interests	-	373	-	1,107
Adjustment in final project costing	(896)	-	(12,572)	-
Bad debts written off	38	-	38	-
Cost recovery from the relevant government authority	-	-	(7,961)	-
Depreciation of property, plant and equipment	100	118	283	374
(Gain)/Loss on foreign exchange	(3)	3	(11)	39
Loss on disposal of property, plant and equipment	-	5	-	5
Manpower cost, including director remuneration	1,693	1,255	4,581	3,965
Operating lease expense	110	110	336	336
Reversal of foreseeable loss on development properties sold at above carrying amount	-	(18)	(1,523)	(46)
Reversal of liquidated ascertained damages	-	-	-	(652)
Waiver of late payment interest charged to customers	-	-	-	144

7.2 Significant related party transactions

In addition to the related party information disclosed elsewhere in the condensed interim consolidated financial statements, the following significant transactions took place between the Group and related parties during the financial period on terms agreed between the parties concerned:

	Group			
	3 months ended		9 months ended	
	30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000	30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000
Affiliated corporations				
Advances from	-	18,000	18,500	32,000
Rental expenses	62	62	186	185
Interest expenses	1,134	625	3,702	1,382
Land costs paid/payable	985	120	1,163	933
A controlling shareholder of the Company				
Rental expenses	41	41	123	123
Interest expenses	371	830	1,829	2,462

8 Taxation

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed consolidated statement of profit or loss are:

	Group			
	3 months ended		9 months ended	
	30/09/2022 (Unaudited) RM'000	30/09/2021 (Unaudited) RM'000	30/09/2022 (Unaudited) RM'000	30/09/2021 (Audited) RM'000
Current tax (credit)/expense				
Current period	-	-	-	200
Adjustment for prior years	(564)	-	(564)	482
Tax (credit)/expense	(564)	-	(564)	682

9 Net asset value

	Group		Company	
	30/09/2022 (Unaudited) RM'000	31/12/2021 (Audited) RM'000	30/09/2022 (Unaudited) RM'000	31/12/2021 (Audited) RM'000
Net Asset Value ⁽¹⁾ ("NAV") (RM'000)	77,434	71,937	196,230	196,820
Number of ordinary shares in issue	1,869,434,303	1,869,434,303	1,869,434,303	1,869,434,303
NAV per ordinary share (RM'sen)	4.14	3.85	10.50	10.53

Note:

(1) NAV attributable to owners of the Company.

10 Property, plant and equipment

During the financial period ended 30 September 2022, the Group acquired assets amounting to RM75,000 (31 December 2021: RM18,000).

11 Investment in subsidiaries

	Company	
	30 September 2022 (Unaudited) RM'000	31 December 2021 (Audited) RM'000
Unquoted equity shares, at cost	1,229,000	1,229,000
Less: Impairment loss	(1,029,000)	(1,029,000)
Carrying amount	<u>200,000</u>	<u>200,000</u>

The movement in allowance for impairment loss on investment in subsidiaries during the period is as follows:

	Company	
	30 September 2022 (Unaudited) RM'000	31 December 2021 (Audited) RM'000
At beginning of the period	1,029,000	417,168
Addition	-	611,832
At end of the period	<u>1,029,000</u>	<u>1,029,000</u>

12 Development properties

	Group	
	30 September 2022 (Unaudited) RM'000	31 December 2021 (Audited) RM'000
Completed properties held for sale:		
- completed properties (i)	192,200	217,129
Properties in the course of development (on-going projects):		
- properties for development representing mainly development cost, at cost (ii)	128,806	120,152
	<u>321,006</u>	<u>337,281</u>

Completed properties held for sale:

(i) Completed properties held for sale

The amount relates primarily to costs attributable to the completed properties held for sale.

	Group	
	30 September 2022 (Unaudited) RM'000	31 December 2021 (Audited) RM'000
Completed properties held for sale:		
- aggregate costs incurred	208,293	234,745
- allowance for foreseeable losses	(16,093)	(17,616)
	<u>192,200</u>	<u>217,129</u>

The movement in allowance for foreseeable losses on development properties during the period is as follows:

	Group	
	30 September 2022 (Unaudited) RM'000	31 December 2021 (Audited) RM'000
At beginning of the period	17,616	19,701
Reversal of foreseeable loss on development properties sold at above carrying amount	(1,523)	(2,085)
At end of the period	16,093	17,616

(ii) Securities

On 12 April 2017, a subsidiary of the Company, APSB entered into a loan agreement with China State Construction Engineering (M) Sdn Bhd (“**CSCE**”) and as a security under the loan agreement, a lien holder caveat has been created on certain lands owned by Saling Syabas Sdn Bhd (“**SSSB**”) which owns 49.0% of BPP. SSSB is owned by the controlling shareholder of the Company, Dato’ Malek. The said lands are located in BPP, which the Group has the sole and exclusive development rights to develop its development properties. On 29 November 2021, APSB and CSCE has entered into the 2021 Settlement Agreement (as defined in Note 16 of this announcement). As at the date of this announcement, 4 land parcels located in BPP remain secured to CSCE in accordance with the terms of the 2021 Settlement Agreement (as defined herein). As at 30 September 2022, the Group had incurred and recorded RM38,160,836 (31 December 2021: RM40,264,000) in development properties for the share of master infrastructure costs on the said lands.

For more details, please refer to Note 16 of this announcement.

13 Asset held for sales

On 14 January 2022, APSB has entered into SPA with SHSB. for the proposed sale of the Land (as disclosed in Note 2(ii) of this announcement. The sale consideration for the Land is RM116.00 million. Asset held for sales stated at the lower of carrying amount and fair value less costs to sell. The carrying amount of asset held for sale as at 30 September 2022 was RM115.40 million (31 December 2021: RM115.40 million). Following the receipt of approval from shareholders of the Company on the Proposed Disposal at the extraordinary general meeting held on 12 April 2022, the Proposed Disposal will be completed upon full settlement of the balance amount which is envisaged to be on or about July 2023.

14 Share capital

	30 September 2022			31 December 2021		
	Number of shares	Amount		Number of shares	Amount	
	Group RM'000	Company RM'000	Group RM'000	Company RM'000	Group RM'000	Company RM'000
Issued and fully paid ordinary shares	1,869,434,303	259,384	1,455,079	1,869,434,303	259,384	1,455,079

There were no changes in the Company’s share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on, being 30 June 2022.

The Company did not hold any treasury shares as at 30 September 2022 and 30 September 2021.

There were no outstanding convertibles as at 30 September 2022 and 30 September 2021.

The Company's subsidiaries do not hold any shares in the Company as at 30 September 2022 and 30 September 2021.

There was no sale, transfer, cancellation and/or use of treasury shares or subsidiary holdings during, and at the end of, the three-month period ended 30 September 2022.

15 Lease liabilities

	Group	
	30 September 2022 (Unaudited) RM'000	31 December 2021 (Audited) RM'000
Amount repayable within one year or on demand:		
- Secured	22	91
- Unsecured	329	218
Amount repayable after one year:		
- Secured	-	16
- Unsecured	547	392
	898	717

The Group's hire purchase financing facilities of RM110,000 (31 December 2021: RM692,000) are secured by its underlying assets.

16 Trade and other payables

	Group		Company	
	30/09/2022 (Unaudited) RM'000	31/12/2021 (Audited) RM'000	30/09/2022 (Unaudited) RM'000	30/06/2021 (Audited) RM'000
Trade payables	153,511	207,084	-	-
Other payables	62,818	7,045	759	732
Accrued land costs	2,228	3,391	-	-
Accrued transaction costs	11,342	10,957	-	-
Accrued expenses	18,894	17,703	-	-
	248,793	246,180	759	732

2021 Settlement Agreement with China State Construction Engineering (M) Sdn Bhd

- (a) On 30 November 2021, the Company announced that APSB had, on 29 November 2021, entered into a settlement agreement with CSCE by way of consent judgment, as full and final settlement and discharge of all disputes, differences and claims by either party in connection with CSCE's claim against APSB for the sum of RM50,878,046.41 and interests thereon (the "Dispute") (the "2021 Settlement Agreement"). The terms of the 2021 Settlement Agreement include the (a) potential transfer of up to five (5) properties within the development, The Astaka @ Bukit Senyum ("The Astaka") from APSB to CSCE or nominees of CSCE, at the discretion of APSB; and (b) payment by APSB to CSCE of a settlement sum of RM44,073,120.00, which includes the potential transfer of up to five (5) properties within the development.
- (b) On 30 December 2021, the Company announced that following the execution of the 2021 Settlement Agreement, CSCE had filed and recorded the consent judgment of the civil proceedings relating to the 2021 Settlement Agreement in the High Court of Malaya at Johor Bahru on 13 December 2021 (the "Consent Judgment"). Accordingly, both CSCE and APSB had since started to withdraw and/or discontinue the adjudication or civil proceedings relating to the Dispute.

Further to the Consent Judgment, APSB had on 22 December 2021, filed the notice of discontinuance in the Court of Appeal at Putrajaya and had withdrawn the Erinford Injunction in the Kuala Lumpur High Court.

- (c) As at the date of this announcement, APSB has fulfilled its repayment milestones to CSCE in accordance with the 2021 Settlement Agreement and an amount of RM20,692,461 remains outstanding under the 2021 Settlement Agreement.

17 Loans and borrowings

	Group	
	30 September 2022 (Unaudited) RM'000	31 December 2021 (Audited) RM'000
Amount repayable within one year or on demand:		
<i>Secured</i>		
Bank overdraft	11,873	11,899
	11,873	11,899

Included in the bank overdraft is Affin Bank Berhad overdraft facility of RM12,000,000 (31 December 2021: RM12,000,000) for the working capital requirements of the Group, which is secured against a controlling shareholder's fixed deposit of RM12,000,000 (31 December 2021: RM12,000,000).

18 Subsequent events

Pursuant to the Master Supplemental Agreement entered into by BPP with JBB Builders and APSB (the "**Proposed Settlement**"), the Company had, on 5 October 2022, held an extraordinary general meeting convened by electronic means to seek and obtain Shareholders' approval for the Proposed Settlement as an interested person transaction and a major transaction in relation to the conditional agreement to settle the Outstanding Contract Sum in the total sum of approximately RM59.0 million owed to JBB Builders and payable by BPP. A sum of approximately RM41.6 million shall be deemed to be paid via transfer of twenty (20) properties which are legally and beneficially owned by APSB and situated at the residential development known as 'The Astaka @ One Bukit Senyum' (the "**Astaka Project**") to JBB Builders or its nominee(s), a sum of approximately RM17.4 million shall be paid by BPP to JBB Builders via 22 monthly instalments (the "**Cash Instalment**"), subject to certain conditions, and the original issue documents of strata/individual titles and other transfer documents pertaining to nine (9) properties in the Astaka Project of total net price of approximately RM20.6 million shall be held in escrow by JBB Builders as security for compliance by BPP of its payment obligations in respect of the Cash Instalment. Pursuant to, among others, the Shareholders' Approval, all conditions precedent under the Master Supplemental Agreement have been obtained and fulfilled, and accordingly, the Master Supplemental Agreement and the Financial Support Agreement have become unconditional as at 5 October 2022. The Completion took place on 12 October 2022.

The financial effects of the Proposed Settlement will be reflected in the condensed interim consolidated financial statements for the three months and full year ending 31 December 2022.

19 Other information

19.1 Review

The condensed interim consolidated statement of financial position of the Group as at 30 September 2022 and the related condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the period then ended and certain explanatory notes have not been audited or reviewed by the Company's auditors.

19.2 Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:

- (a) Updates on the efforts taken to resolve each outstanding audit issue.
- (b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

This is not required for any audit issue that is a material uncertainty relating to going concern.

Not applicable. Save for an Emphasis of Matter on Going Concern in the Independent Auditor's report, the latest financial statements of the Group were not subject to an adverse opinion, qualified opinion or disclaimer of opinion.

19.3 Review of performance of the Group

Consolidated statement of profit or loss and other comprehensive income

Revenue

The increase in revenue for the three months ended 30 September 2022 ("3QFY2022") as compared to the three months ended 30 September 2021 ("3QFY2021") was mainly due to Malaysia re-opening its international borders as at 1 April 2022, and the Group has recorded more sales for the Group's existing property development projects, namely, The Astaka and BPP.

Cost of Sales and Gross Profit

The increase in cost of sales was in line with the increase in revenue. The increase in cost of sales was partially offset by the cost saving of approximately RM896,000 arising from the signed property development projects final account.

Excluding the reversal of foreseeable loss on development properties and the abovementioned cost saving, gross profit in 3QFY2022 would have been approximately RM0.8 million as compared to gross profit of RM0.06 million in 3QFY2021.

Other Income

Other income consists mainly of rental income received in 3QFY2022.

Finance Income

The increase in finance income in 3QFY2022 as compared to 3QFY2021 was mainly due to more interest received from fixed deposit placements from financial institutions.

Expenses

The increase in selling and distribution expenses in 3QFY2022 as compared to 3QFY2021 was mainly due to the Group stepping up its marketing efforts such as organising of events and roadshows following the full re-opening of Malaysia's international borders as at 1 April 2022.

The administrative expenses increased in 3QFY2022 was mainly due to the following:

- i. quit rent and assessment of RM0.79 million (3QFY2021: RM0.62 million);
- ii. manpower costs of RM1.70 million (3QFY2021: RM1.25 million);
- iii. professional and legal fee of RM1.09 million (3QFY2021: RM0.35 million);
- iv. office maintenance of RM83,000 (3QFY2021: RM28,000);
- v. repairs and maintenance of RM71,000 (3QFY2021: RM1,000); and
- vi. landscape maintenance of RM146,000 (3QFY2021: RM18,000)

However, the increase in administrative expenses in 3QFY2022 was partially offset by a decrease in:

- i. depreciation of PPE of RM0.10 million (3QFY2021: RM0.12 million);
- ii. insurance of RM52,000 (3QFY2021: RM68,000); and
- iii. management fee and sinking fund of RM0.31 million (3QFY2021: RM0.39 million)

Other expenses decreased in 3QFY2022 as compared to 3QFY2021 mainly due to the absence of provision of late payment interest on outstanding amount owing to CSCE pursuant to the 2021 Settlement Agreement.

In 3QFY2022, the Group's finance costs relate mainly to (i) bank overdraft interest which amounted to approximately RM0.18 million, and (ii) interest expenses in relation to the loan agreements entered into by APSB, a subsidiary of the Company, with Dato' Malek and its associated company, DMR Holdings which in aggregate, amounted to approximately RM1.50 million. The decrease in interest expenses in relation to the loan agreements for 3QFY2022 as compared to 3QFY2021 was mainly due to the partial repayment for the loan obtained from Dato Malek and DMR Holdings.

Income tax credit recorded in 3QFY2022 was due to over provision of income tax in prior year.

As a result of the abovementioned, the Group recognised a net loss after tax of RM4.43 million in 3QFY2022 as compared to a net loss after tax of RM5.74 million in 3QFY2021.

Consolidated statement of financial position

PPE increased by approximately RM0.24 million from RM0.81 million as at 31 December 2021 to RM1.05 million as at 30 September 2022. This was mainly due to additions of new PPE and rights-of-use assets, which was partially offset by the depreciation charged during the financial period.

Development properties decreased by approximately RM16.28 million from RM337.28 million as at 31 December 2021 to RM321.01 million as at 30 September 2022. The decrease was due to the sale of completed properties for The Astaka and BPP.

Decrease in contract assets as at 30 September 2022 was due to progress billing issued for BPP projects.

Trade and other receivables increased by approximately RM2.97 million from RM20.50 million as at 31 December 2021 to RM23.47 million as at 30 September 2022 which was mainly due to the collection amount yet to be received from purchasers.

Tax recoverable recorded is in relation to the tax instalments made by the Group. Under the self-assessment system, every company is required to determine and submit an estimate of its tax payable for the respective year of assessment ("YOA"), and the estimate of tax payable shall not be less than eighty-five per cent of the revised estimate of tax payable in the immediately preceding YOA.

Cash and cash equivalent increased by approximately RM0.82 million from RM6.47 million as at 31 December 2021 to RM7.29 million as at 30 September 2022 which was mainly due to the receipt of approximately RM46.40 million pertaining to the SPA entered into with SHSB for the Proposed Disposal which was partially offset by the payment made to trade and other payables and repayment to Dato' Malek and DMR Holdings during the financial period.

Trade and other payables increased by approximately RM2.61 million from RM246.18 million as at 31 December 2021 to RM248.79 million as at 30 September 2022, which was mainly due to the receipt approximately RM46.40 million pertaining to the SPA entered into with SHSB for the Proposed Disposal which was partially offset by the payment made during the financial period. The sale consideration for the Proposed Disposal is RM116.00 million.

Amount due to related parties decreased by approximately RM21.82 million from RM148.46 million as at 31 December 2021 to RM126.64 million as at 30 September 2022, which was mainly due to partial repayment to DMR Holdings. The decrease was partially offset by the interest charged on the loan facilities provided by Dato' Malek and DMR Holdings, at the interest rate of 8% per annum.

The current and non-current lease liabilities increased by approximately RM181,000 from RM717,000 as at 31 December 2021 to RM898,000 as at 30 September 2022. This was mainly due to the addition of right-of-use assets leased by the Group. The lease liabilities are payable on a monthly basis according to the lease payment terms.

The decrease in loans and borrowings was due to the repayment made during the financial period.

The Group has recorded an increase of net current assets from RM75.50 million as at 31 December 2021 to RM81.20 million at 30 September 2022.

Consolidated statement of cash flows

The Group reported a net cash flow generated from operating activities of approximately RM38.31 million as at 30 September 2022. This was primarily due to the receipt of RM46.40 million pertaining to the SPA entered into with SHSB for the Proposed Disposal, partially offset by the repayments made to trade and other payables during the financial period.

Net cash flow generated from investing activities of approximately RM0.06 million was mainly due to interest received from the fixed deposit placements with the financial institutions. The aforesaid was partially offset by the acquisition of PPE.

Net cash flow used in financing activities of approximately RM37.48 million as at 30 September 2022 was due to the repayment to a controlling shareholder of approximately RM33.90 million, repayment to affiliated corporations of approximately RM13.40 million, the repayment of trade and other payables of approximately RM9.21 million, interest expense of approximately RM0.52 million and the repayment of lease liabilities of approximately RM0.11 million.

Included in the year-to-date (“YTD”) September 2022 cash and bank balances is an amount of approximately RM813,000 (YTD September 2021: RM811,001) of which the bank accounts are maintained in accordance with Housing Development (Housing Development Account) Regulation 1991 in Malaysia. These accounts, which consist of monies received from purchasers, are for the payments of property development expenditure incurred. The surplus monies, if any, will be released to the respective subsidiaries upon the completion of the property development properties and after all property development expenditure have been fully settled.

19.4 Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

No variance as the Group’s financial results for 3QFY2022 and the nine months ended 30 September 2022 were in line with the profit guidance released on 2 November 2022.

19.5 A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

The Malaysian economy, especially its tourism sector, continues to see strong recovery following the reopening of its international borders. Despite a small wave of infection arising from the COVID-19 Omicron subvariant XBB, it has not derailed the economy recovery due to the transition towards endemic living.

In 2021, Johor was the top tourist destination in Malaysia for domestic tourists, drawing in 1.8 million domestic tourists despite the COVID-19 restrictions.¹ In addition, the Singapore-Malaysia land checkpoints have been experiencing high traffic since the reopening, with overall peak traveller volumes matching pre-pandemic levels. The rising cost of living in Singapore, coupled with the attractive exchange rate of the Malaysian Ringgit, continue to draw tourists from Singapore to Malaysia and this bodes well for businesses in Johor Bahru.²

While the global macroeconomy continues to face inflationary pressures and the Malaysian Ringgit experiences a weakening the Malaysian government has reiterated that the Malaysian economy continues to remain stable as it noted that the World Bank had made an upward revision of Malaysia’s gross domestic product forecast to 6.4% for 2022.³ Despite the poor consumer sentiments brought

¹ The Star Malaysia - State records highest domestic tourist arrival last year (<https://www.thestar.com.my/metro/metro-news/2022/09/29/state-records-highest-domestic-tourist-arrival-last-year>)

² The Straits Times - Attractive exchange rate a draw for S'poreans heading for JB (<https://www.straitstimes.com/singapore/6-months-since-land-borders-reopening-sporeans-flock-to-jb-lured-by-lower-prices>)

³ The Edge Markets - Malaysia's economy on solid and stable footing despite global headwinds — Tengku Zafrul (<https://www.theedgemarkets.com/article/malysias-economy-solid-and-stable-footing-despite-global-headwinds-%E2%80%94-tengku-zafri>)

about by the rising cost of living, the Malaysian property market continues to see stable recovery as consumers continue to regard property as a hedge to inflation while the Johor property market is expected to continue on its recovery trajectory.⁴ The implementation of new property cooling measures in September by the Singapore government could also bode well for the Johor property market.

The Malaysian government has also announced the commitment of RM16.5 billion to the transportation sector in the Budget 2023 plan in a bid to create a more conducive business environment in Malaysia.⁵ The various infrastructure projects includes the Johor Bahru-Singapore Rapid Transit System (RTS), the Gemas-Johor Bahru Electrified Double Track, and the Central Spine Expressway. The upgrade in infrastructure to increase connectivity to and across Malaysia is expected to bode well for the real estate industry.

Moving forward, the Group will continue to closely monitor the volatile economic climate and adapt accordingly. The transition towards endemic living has allowed the Group to keep up with its ongoing marketing initiatives, such as large scale in-person roadshows and events, which will help to improve sales performance. In addition, the Group will also look to build on the strong start made in 2022 and seek viable opportunities to expand the Group's business and portfolio.

19.6 Dividend information

If a decision regarding dividend has been made: -

(a) Whether an interim (final) ordinary dividend has been declared (recommended); and

No dividend has been declared or recommended for 3QFY2022.

(b) (i) Amount per share (RM'sen)

Not applicable.

(ii) Previous corresponding period (RM'sen)

Not applicable. No dividend has been declared or recommended for the previous corresponding period.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not applicable.

(d) The date the dividend is payable

Not applicable.

(e) The date on which Registrable Transfers received by the Company (up to 5.00 p.m.) will be registered before entitlements to the dividend are determined.

Not applicable.

(f) If no dividend has been declared (recommended), a statement to that effect and the reason(s) for the decision.

There was no dividend declared or recommended for the current reporting period as the Group intends to conserve cash as working capital for the Company, to repay existing creditors and to fund the project pipelines of the Group.

⁴ The Star - Positive property outlook for Iskandar Malaysia in 2023 (<https://www.thestar.com.my/metro/metro-news/2022/10/08/positive-property-outlook-for-iskandar-malaysia-in-2023>)

⁵ New Straits Times - Road and railroad projects will benefit the construction and real estate industries (<https://www.nst.com.my/property/2022/10/839988/road-and-railroad-projects-will-benefit-construction-and-real-estate>)

19.7 Interested person transactions

The Group does not have a general mandate from its shareholders for recurring interested person transactions.

19.8 Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1)

The Company has received undertakings from all its Directors and executive officers in the format as set out in Appendix 7H under Rule 720(1) of the Catalist Rules.

19.9 Negative confirmation pursuant to Catalist Rule 705(5)

On behalf of the board of directors (the “**Board**”), we, the undersigned, hereby confirm that, to the best of our knowledge that nothing has come to the attention of the Board which may render the unaudited condensed interim financial statements for the nine months ended 30 September 2022 to be false or misleading in any material aspect.

On behalf of the Board of Directors

Lai Kuan Loong, Victor
Non-Executive Chairman and
Independent Director

Khong Chung Lun
Executive Director and Chief Executive
Officer

By Order of the Board

Khong Chung Lun
Executive Director and Chief Executive Officer

10 November 2022

This announcement has been prepared by the Company and reviewed by the Company’s sponsor, Novus Corporate Finance Pte. Ltd. (the “**Sponsor**”), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Mr Andrew Leo, Chief Executive Officer, at 7 Temasek Boulevard, #18-03B Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.
