DeGem Berhad (415726-T)

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income for the Financial Period ended 30 September 2019

(The figures have not been audited)

	INDIVIDU	AL QUARTER	CUMULA	TIVE PERIOD
	CURRENT	PRECEDING YEAR	R CURRENT	PRECEDING YEAI
	YEAR	CORRESPONDING	YEAR	CORRESPONDING
	QUARTER	QUARTER	YEAR TO DAT	E YEAR TO DATE
	ENDED	ENDED	ENDED	ENDED
	30.09.2019	30.09.2018	30.09.2019	30.09.2018
	RM'000	RM'000	RM'000	RM'000
Revenue	30,534	41,806	98,895	117,671
Cost of sales	(17,744	· · · · · · · · · · · · · · · · · · ·	(55,425)	
Gross Profit	12,790	16,397	43,470	46,695
Other Income	441	2,642	3,457	4,276
Administrative expenses	(6,777	(9,635)	(19,803)	(23,375)
Other operating expenses	(6,836)		(22,064)	
Finance costs	(599) (372)	(1,567)	(1,152)
Profit / (loss) before tax	(981	1,037	3,493	1,746
Tax expense	125	(427)	(968)	(1,909)
(Note B5)				
Profit / (loss) for the period	(856	610	2,525	(163)
Other comprehensive income / (loss)				
net of tax				
Items that may be reclassified				
subsequently to profit or loss				
Exchange differences on translation				
of foreign operations	113	(131)	158	(837)
Other comprehensive income / (loss) for the period	113	(131)	158	(837)
Total comprehensive income / (loss) for the period	(743	479	2,683	(1,000)
Profit / (loss) attributable to:				
Owners of the Company	(737	592	2,516	(186)
Non-controlling interests	(119		2,510	23
Profit / (loss) for the period	(856		2,525	(163)
· · · · · · · · · · · · · · · · · · ·		<u> </u>	,-	
Total comprehensive income / (loss) for the period				
Owners of the Company	(624) 461	2,674	(1,023)
Non-controlling interests	(119) 18	9	23
Profit / (loss) for the period	(743) 479	2,683	(1,000)
Basic earnings / (loss) per ordinary				
share (sen)	(0.56	0.45	1.92	(0.14)

(The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2018)

Degem Berhad (Company No: 415726-T) Condensed Consolidated Statement of Financial Position as at 30 September 2019

	(Unaudited)	(Audited)
	As at 30.09.2019 RM'000	As at 31.12.2018 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	25,944	29,047
Investment properties	24,234	29,126
Right of use assets	11,847	-
Deferred tax assets	620	634
	62,645	58,807
Current assets	204.742	207.710
Inventories	204,543	205,510
Trade and other receivables	11,267	14,039
Current tax assets	2,054	2,066
Other investments	4,516	5,396
Fixed deposits placed with licensed banks	14,244	1,450
Cash and cash equivalents	42,628 279,252	26,944 255,405
TOTAL A GOVERN		
TOTAL ASSETS	341,897	314,212
EQUITY AND LIABILITIES		
Equity attributable to owners of the Company		
Share capital	77,435	77,435
Treasury shares	(3,202)	(3,202)
Other reserves	175,980	173,306
	250,213	247,539
Non-controlling interests	1,339	1,330
Total equity	251,552	248,869
LIABILITIES		
Non-current liabilities		
Lease liabilities	6,047	
Loans and borrowings	43,650	36,619
Deferred tax liabilities	626	605
Deferred tax habilities	50,323	37,224
Current liabilities		
Trade and other payables	26,388	22,287
Lease liabilities	5,570	-
Contract liability	1,746	1,631
Current tax liabilities	137	291
Loans and borrowings	6,181	3,910
	40,022	28,119
Total liabilities	90,345	65,343
		
TOTAL EQUITY AND LIABILITIES	341,897	314,212
Net assets per share (RM)	1.92	1.90

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2018)

Degem Berhad (Company No: 415726-T) Condensed Consolidated Statement of Changes in Equity for the Financial Period ended 30 September 2019

	<>							
	Share capital RM'000	Other reserve RM'000	Exchange reserve RM'000	Treasury shares RM'000	Retained earnings RM'000	Total RM'000	Non- Controlling interests RM'000	Total e quity RM'000
At 1 January 2019	77,435	2,500	1,274	(3,202)	169,532	247,539	1,330	248,869
Foreign currency translation differences Profit for the period Total comprehensive income for the period		- - -	158 - 158	- - -	- 2,516 2,516	158 2,516 2,674	9	158 2,525 2,683
At 30 September 2019	77,435	2,500	1,432	(3,202)	172,048	250,213	1,339	251,552
At 1 January 2018	77,435	2,500	1,711	(3,202)	170.849	249,293	1,213	250,506
Foreign currency translation differences Profit for the period		-	(837)		(186)	(837)) -	(837) (163)
Total comprehensive income for the period	-	-	(837)	-	(186)	(1,023)		(1,000)
Transactions with owners Dividends to owners of the company	-	-	-	-	(1,308)	(1,308)) -	(1,308)
At 30 September 2018	77,435	2,500	874	(3,202)	169,355	246,962	1,236	248,198

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2018)

Degem Berhad (Company No: 415726-T) Condensed Consolidated Statement of Cash Flows for the Financial Period ended 30 September 2019

•	9 months	ended
	30.09.2019	30.9.2018
	RM'000	RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	3,493	1,746
A 1'	-,	,-
Adjustments for:	7.501	2.442
Depreciation	7,501	2,443
Finance costs	1,567	1,152
Inventories written down	131	348
Property, plant and equipment written off	204	238
Loss /(gain) on disposal of property, plant and equipment	45	(334)
Gain on disposal of investment property	(1,725)	- (1.41)
Interest income	(256)	(141)
Unrealised foreign exchange gain	(63)	(139)
Operating profit before working capital changes	10,897	5,313
Inventories	836	5,746
Receivables	2,772	24,423
Payables	4,278	(22,640)
Cash generated from operations	18,783	12,842
Income tax paid	(1,631)	(3,239)
Income tax refunded	554	-
Interest received	256	141
Interest paid	(22)	(129)
Net cash generated from operating activities	17,940	9,615
• •		
CASH FLOW FROM INVESTING ACTIVITIES		
Acquisition of property, plant and equipment	(1,166)	(1,769)
Proceeds from disposal of property, plant and equipment	255	417
Proceeds from disposal of investment property	6,366	-
Withdrawal of fixed deposits	1,084	185
Withdrawal /(Placement) of other investments	880	(64)
Net cash from /(used in) investing activities	7,419	(1,231)
CASH FLOW FROM FINANCING ACTIVITIES		
		(1.209)
Dividend paid Net drawdown /(repayment) from borrowings	9 909	(1,308)
	8,898	(1,552)
Net repayment of lease liabilities Interest paid	(5,204)	(1.023)
Net cash from /(used in) financing activities	(1,545) 2,149	(1,023)
Net cash from /(used iii) infancing activities	2,149	(3,883)
NET INCREASE IN CASH AND CASH EQUIVALENTS	27,508	4,501
Effects of foreign exchange rate changes	160	(871)
CASH AND CASH EQUIVALENTS AT 1 JANUARY	26,534	28,865
CASH AND CASH EQUIVALENTS AT 30 SEPT	54,202	32,495
Represented by:		
Fixed deposits with licensed banks	14,244	386
Cash and bank	42,628	33,247
	56,872	33,633
Less: Fixed deposits pledged with licensed banks	(128)	(386)
Less: Bank overdrafts	(2,542)	(752)
	54,202	32,495
	57,202	32,773

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2018)

A. Compliance with Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting and Bursa Listing Requirements

A1. Basis of Preparation

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

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

The accounting policies applied by the Group in these interim financial statements are consistent with those applied by the Group in its annual audited financial statements for the year ended 31 December 2018 except for the adoption of standards, amendments / improvements and IC Interpretation in the current financial period.

A2. Changes in Accounting Policies

Adoption of new MFRS, amendments / improvements to MFRS and new IC Interpretation ("IC Int")

In the current financial period ended 30 September 2019, the Group adopted the following standards, amendments / improvements and IC interpretations that are applicable to its financial statement effective for annual periods beginning on or after 1 January 2019:

New MFRS

MFRS 16 Leases

Amendments / Improvements to MFRSs

MFRS 3 Business combinations
MFRS 9 Financial Instruments
MFRS 11 Joint Arrangements
MFRS 112 Income Taxes
MFRS 119 Employee Benefits
MFRS 123 Borrowing Cost

MFRS 128 Investments in Associates and Joint Ventures

New IC Int

IC Int 23 Uncertainty over Income Tax Treatments

The adoption of the above new MFRSs, amendments / improvements to MFRSs and new IC Int did not have any significant effect on the financial statements of the Group and did not result in any significant changes to the Group's existing policies.

A2. Changes in Accounting Policies (Cont'd)

The Group have not adopted the following new MFRSs, amendments / improvements to MFRSs and amendments to IC Int that have been issued, but not yet to be effective:

		Effective for
		financial periods
N MEDG		beginning on or after
New MFRSs MFRS 17	Insurance Contracts	1 January 2021
A mendments/In	nprovements to MFRSs	•
MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2021 [#]
MFRS 2	Share-based Payment	1 January 2020*
MFRS 3	Business Combinations	1 January 2020*/
		1 January 2021 [#]
MFRS 5	Non-current Assets Held for Sale and Discontinued Operations	1 January 2021 [#]
MFRS 6	Exploration for and Evaluation of Mineral Resources	1 January 2020*
MFRS 7	Financial Instruments: Disclosures	1 January 2021 [#]
MFRS 9	Financial Instruments	1 January 2021 [#]
MFRS 10	Consolidated Financial Statements	Deferred
MFRS 14	Regulatory Deferral Accounts	1 January 2020*
MFRS 15	Revenue from Contracts with Customers	1 January 2021#
MFRS 101	Presentation of Financial Statements	1 January 2020*/
		1 January 2021#
MFRS 107	Statements of Cash Flows	1 January 2021#
MFRS 108	Accounting Policies, Changes in Accounting Estimates and Error	1 January 2020*
MFRS 116	Property, Plant and Equipment	1 January 2021#
MFRS 119	Employee Benefits	1 January 2021#
MFRS 128	Investments in Associates and Joint Ventures	Deferred/
		1 January 2021#
MFRS 132	Financial Instruments: Presentation	1 January 2021 [#]
MFRS 134	Interim Financial Reporting	1 January 2020*
MFRS 136	Impairment of Assets	1 January 2021#
MFRS 137	Provisions, Contingent Liabilities and Contingent Assets	1 January 2020*/
		1 January 2021 [#]
MFRS 138	Intangible Assets	1 January 2020*/
		1 January 2021#
MFRS 140	Investment Property	1 January 2021 [#]
Amendments to	IC Int	
IC Int 12	Service Concession Arrangements	1 January 2020*
IC Int 19	Extinguishing Financial Liabilities with Equity Instruments	1 January 2020*
IC Int 20	Stripping Costs in the Production Phase of a Surface Mine	1 January 2020*
IC Int 22	Foreign Currency Transactions and Advance Consideration	1 January 2020*
IC Int 132	Intangible Assets - Web Site Costs	1 January 2020*

^{*} Amendments to References to the Conceptual Framework in MFRS Standards

^{*} Amendments as to the consequence of effective of MFRS 17 Insurance Contracts

A3. Audit Qualification

There was no audit qualification in the Group's annual financial statements for the year ended 31 December 2018.

A4 Seasonal or cyclical factors

Festive seasons do have an effect on the operations of the Group.

A5. Unusual Items Affecting assets, liabilities, equity, net income or cash flows

There were no items affecting assets, liabilities, equity, net income or cash flows that were unusual because of their nature, size or incidence during the financial period.

A6. Changes in Estimates

There were no material changes in the estimates used for the preparation of this interim financial report as compared to the financial statements of the Group for the financial year ended 31 December 2018.

A7. Issuance, Cancellation or Repayments of Debt and Equity Securities

There were no issuances, repurchases, resale or repayment of debts and equity securities for the current financial period.

During the current quarter, there was no share repurchased. As at 30 September 2019, a total of 3,167,900 shares repurchased were held at a cost of RM3,201,991. The shares repurchased are being held as treasury shares in accordance with Section 127 of Companies Act 2016. None of the treasury shares held were resold or cancelled during the quarter under review and up to the date of this report.

A8. Dividend Paid

There was no dividend paid in respect of the current quarter ended 30 September 2019.

A9. Segmental Information

Segmental Information in respect of the Group's business segment is as follows:

Segments	Products and services
Retail, design and distribution	Suppliers and retailers of jewellery, diamonds, precious gemstones and gold bullion
Manufacturing	Manufacturer and trading in gold and jewellery
Investment holding & property Investment	Investments in subsidiaries and properties

A9. Operating Segment Information (Cont'd)

9 months period ended 30 September 2019	Retail, design & distribution RM'000	Manufacturing RM'000	Investment holding & property investment RM'000	Eliminations RM'000	Consolidated RM'000
•					
Revenue					
External revenue	94,803	3,900	192	-	98,895
Inter-segment revenue	16,836	19,510	2,930	(39,276)	
Total revenue	111,639	23,410	3,122	(39,276)	98,895
Segment results					
Profit after tax	1,515	965	45	-	2,525
Profit attributable to: - Owners of the Company - Non-controlling interests Profit for the period					2,516 9 2,525
9 months period ended 30 September 2018	Retail, design & distribution RM'000	Manufacturing RM'000	Investment holding & property investment RM'000	Eliminations RM'000	Consolidated RM'000
-	& distribution	8	holding & property investment		
Revenue	& distribution RM'000	RM'000	holding & property investment RM'000		RM'000
Revenue External revenue	& distribution RM'000	RM'000	holding & property investment RM'000	RM'000	RM'000
Revenue	& distribution RM'000	RM'000	holding & property investment RM'000		RM'000 117,671
Revenue External revenue Inter-segment revenue	& distribution RM'000	RM'000 4,596 27,854	holding & property investment RM'000	RM'000 - (75,837)	RM'000 117,671

A10. Revenue

Revenue is recognised at point in time.

A11. Valuations of property, plant and equipment

The values of property, plant and equipment have been brought forward without amendments from the audited financial statements for the year ended 31 December 2018.

A12. Material Events Subsequent to the Financial Period

There were no material events subsequent to the end of the period under review.

A13. Changes in the Composition of the Group

There were no changes in the composition of the Group for the quarter under review.

A14. Contingent Liabilities

There were no contingent liabilities as at the date of this report.

A15. Capital commitments

The Group did not have any capital commitments which were contracted but not provided for as at 30 September 2019.

A16. Significant Related Party Transactions

There were no significant related party transactions during the current quarter under review.

B. Additional Information Required by the Bursa Malaysia Securities Berhad Listing

B1. Review of Performance

	Preceding			Preceding		
	Current	Year	Current	Year		
	Year	Corresponding	Year To	Corresponding		
	Quarter	Quarter	Date	Year To Date		
	Ended	Ended	Ended	Ended		
	30.9.2019	30.9.2018	30.9.2018	30.9.2018		
	RM'000	RM'000	RM'000	RM'000		
Revenue	30,534	41,806	98,895	117,671		
Profit before tax	(981)	1,037	3,493	1,746		
Profit / (Loss) after tax	(856)	610	2.525	(163)		

Quarter results

In 3Q 2019, the Group recorded revenue of RM30.53 million as compared to RM41.81 million in 3Q 2018. The lower sales volume is mainly attributable to weak consumer demand and the closure of certain retail outlets as part of our rationalisation process.

The Group registered loss after tax ("LAT") of RM0.86 million compared with profit after tax ("PAT") of RM0.61 million in previous year's corresponding quarter, due to lower sales contribution from retail outlets resulting from factors mentioned above.

Performance for the respective operating business segments for the current quarter as compared to prior year's corresponding quarter is as follows:-

(1) Retail, design & distribution segment

Revenue for the segment decreased to RM29.62 million in the current quarter under review from RM41.12 million recorded in 3Q 2018. The segment recorded higher LAT of RM0.88 million in 3Q 2019 as compared to LAT of RM0.28 million in 3Q 2018. Higher LAT was attributed to lower sales contribution from retail outlets.

(2) Manufacturing segment

Revenue for the segment increased to RM0.85 million in the current quarter from RM0.63 million in 3Q 2018. PAT decreased to RM0.07 million as compared to RM0.26 million recorded in the previous year's corresponding quarter due to lower gross profit margin and higher operating expenses.

(3) Investment holding and property management segment

Revenue in the current quarter was consistent with 3Q 2018. The segment recorded LAT of RM0.05 million from PAT of RM0.63 million in 3Q 2018.

B. Additional Information Required by the Bursa Malaysia Securities Berhad Listing

B1. Review of Performance (Cont'd)

Year to Date Results

For the nine months period, the group recorded PAT of RM2.53 million, which was RM2.69 million higher from LAT of RM0.16 million recorded in the previous year's same period. Revenue decreased by 16.0% to RM98.90 million in current year to date from RM117.67 million for the same period a year ago.

(1) Retail, design & distribution segment

On a year to date basis, revenue was lower by RM18.11 million or 16.0% from RM112.91 million in the preceding year's corresponding period to RM94.80 million in the current period. However, the segment recorded PAT of RM1.52 million as compared to LAT of RM1.76 million in previous year's same period due to lower operating costs from closure of outlet and gain on disposal of an investment property registered in the 2Q 2019 of RM1.72 million.

(2) Manufacturing segment

Revenue for current year to date stood at RM3.90 million, representing a decrease of 15.1% from RM4.60 million in previous year's same period due to reduced sales volume. The segment registered higher PAT of RM0.97 million in current year to date as compared to RM0.58 million in previous year's corresponding period. PAT growth was from better gross profit margin and cost rationalisation as compared to previous year's nine months period.

(3) Investment holding and property management segment

The segment registered revenue at RM0.2 million, which was in line with same period of the preceding year. PAT decreased to RM0.04 million in current year to date as compared to PAT of RM1.0 million mainly due to foreign exchange gain recognised in previous year's same period.

B2. Material Changes in Current Quarter Results compared to Immediate Preceding Quarter

	Current Year	Preceding
	Quarter Ended	Quarter Ended
	30.9.2019	30.6.2019
	RM'000	RM'000
Revenue	30,534	34,492
(Loss) / profit before tax	(981)	3,720
(Loss) / profit after tax	(856)	2,873

For the current quarter under review, the Group recorded revenue and Loss after tax of RM30.53 million and RM0.86 million respectively as compared to revenue of RM34.49 million and profit after tax of RM2.87 million in 2Q 2019. The decline in profitability was mainly due to lower sales contribution from retail outlets. Included in 2Q 2019 results was a gain of RM1.72 million on disposal of an investment property.

B3. Prospects for Financial Year 2019

The Group expects the remaining of 2019 to be challenging due to weak consumer demand. The Group will continue to reinforce its on-going marketing efforts.

B4. Profit Forecast and Profit Guarantee

The Group has not provided any profit forecast or profit guarantee.

B5. Taxation

	Current Year Quarter Ended 30.9.2019 RM'000	Preceding Year Corresponding Quarter Ended 30.9.2018 RM'000	Current Year To Date Ended 30.9.2019 RM'000	Preceding Year Corresponding Year To Date Ended 30.9.2018 RM'000
Income Tax				
- Current year	463	526	1,598	1,271
- Prior year	(569)	(171)	(665)	(171)
Deferred Tax				
- Prior year	(19)	72	35	809
	(125)	427	968	1,909

B6. Status of Corporate Proposals

On 25 September 2019, the Company announced that the Board of the Directors of the Company ("Board") had on even date received a letter from Legion Master Sdn Bhd, a major shareholder of the Company, informing the Board of its intention to privatise the Company by way of a selective capital reduction and repayment exercise pursuant to Section 116 of the Companies Act 2016 ("Proposed SCR") and requesting the Company to undertake the Proposed SCR for this purpose ("SCR Offer Letter").

The Proposed SCR entails a selective capital reduction and a corresponding capital repayment of proposed cash amount of RM1.10 per ordinary share in the Company held by the entitled shareholders of the Company, whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board.

On 11 October 2019, TA Securities Holdings Berhad, on behalf of the Board, announced that the non-interested directors had at a meeting held on the same date, deliberated on the contents of the SCR Offer Letter and had resolved to table the Proposed SCR to the entitled shareholders for their consideration and approval.

B6. Status of Corporate Proposals (cont'd)

The Proposed SCR is subject to, among others, the approval of the entitled shareholders of the Company via a special resolution to be tabled at the forthcoming extraordinary general meeting on 9 December 2019.

For more information on the Proposed SCR, kindly refer to the circular and independent advice letter in relation to the Proposed SCR dated 15 November 2019, a copy of which was also despatched to the shareholders of the Company on 15 November 2019.

Save for this Proposed SCR, there is no other corporate proposal.

B7. Borrowings and Debt Securities

The Group's borrowings as at 30 September 2019 were as follows:-

(Denominated in Ringgit Malaysia)	Secured RM'000	Total RM'000
Current		
Term Loans	3,641	3,641
Bank overdraft	2,540	2,540
	6,181	6,181
Non-current		_
Term Loans	43,650	43,650
Total	49,831	49,831

B8. Material Litigation

There was no material litigation as at the reporting date.

B9. Dividend

The Board do not recommend any dividend during the current quarter.

B10. Qualification of Audit Report of the Preceding Annual Financial Statements

There was no qualification on audit report of the preceding annual financial statements.

B11. Listing requirements

The quarterly report has been reviewed by the Company's external auditors.

B12. Earnings Per Share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the financial period.

	Current Year Quarter Ended 30.9.2019	Preceding Year Corresponding Quarter Ended 30.9.2018	Current Year To Date Ended 30.9.2019	Preceding Year Corresponding Year To Date Ended 30.9.2018
Profit / (Loss) attributable to the owners (RM'000)	(737)	592	2,516	(186)
Weighted average number of ordinary shares in issue ('000)	130,832	130,832	130,832	130,832
Basic earnings / (loss) per share (sen)	(0.56)	0.45	1.92	(0.14)

Diluted earnings per share is not applicable for the Group.

B13. Notes to Condensed Consolidated Income Statements of Profit or Loss

	Current Year Quarter Ended 30.9.2019 RM'000	Preceding Year Corresponding Quarter Ended 30.9.2018 RM'000	Current Year To Date Ended 30.9.2019 RM'000	Preceding Year Corresponding Year To Date Ended 30.9.2018 RM'000
Profit / (Loss) before tax is arrived at after charging:				
Finance cost	599	372	1,567	1,152
Depreciation	2,556	757	7,501	2,443
Inventories written down	(18)	1	131	348
Property, plant and equipment written	, ,			
off	23	7	204	238
After crediting:-				
Interest income	130	51	256	141
Gain / (loss) on disposal of property,				
plant and equipment	-	-	(45)	334
Gain on disposal of investment				
Property	-	-	1,725	-
Unrealised foreign exchange (loss) /	(39)	139	63	139
gain				

BY ORDER OF THE BOARD

ANDREA HUONG JIA MEI Company Secretary MIA 36347

Date: 20 November 2019