VELESTO ENERGY BERHAD

(COMPANY NO : 878786-H) (INCORPORATED IN MALAYSIA)

Condensed Consolidated Statement Of Comprehensive Income For The First Quarter Ended 31st March 2020

(The Figures Have Not Been Audited)

	Quarter Ended 31/03/2020 RM'000	Quarter Ended 31/03/2019 RM'000	(Unaudited) Financial Period Ended 31/03/2020 RM'000	(Unaudited) Financial Period Ended 31/03/2019 RM'000
Continuing Operations				
Revenue	176,269	127,029	176,269	127,029
Operating Expenses	(141,031)	(125,678)	(141,031)	(125,678)
Other Operating Income	33	494	33	494
Profit From Operations	35,271	1,845	35,271	1,845
Finance Costs	(19,513)	(23,763)	(19,513)	(23,763)
Share Of Results Of Associated Company	44	55	44	55
Investment Income	1,930	2,248	1,930	2,248
Profit / (Loss) Before Tax From Continuing Operations	17,732	(19,615)	17,732	(19,615)
Taxation	(1,407)	(2,612)	(1,407)	(2,612)
Profit / (Loss) From Continuing Operations, Net Of Tax	16,325	(22,227)	16,325	(22,227)
Other Comprehensive Income / (Loss):				
Foreign Currency Translation	153,173	(45,265)	153,173	(45,265)
Other Comprehensive Income / (Loss), Net Of Tax	153,173	(45,265)	153,173	(45,265)
Total Comprehensive Income / (Loss) For The Period	169,498	(67,492)	169,498	(67,492)
Profit / (Loss) For The Period Attributable To:				
Equity Holders Of The Company	16,325	(22,219)	16,325	(22,219)
Non-controlling Interests	-	(8)	-	(8)
	16,325	(22,227)	16,325	(22,227)
Total Comprehensive Income / (Loss) Attributable To:				
Equity Holders Of The Company	169,444	(67,357)	169,444	(67,357)
Non-controlling Interests	54	(135)	54	(135)
	169,498	(67,492)	169,498	(67,492)
Earnings / (Loss) Per Share Attributable To Equity Holders O	f The Company:			
Basic (Sen)	0.20	(0.27)	0.20	(0.27)
Diluted (Sen)	0.20	(0.27)	0.20	(0.27)

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 31st December 2019)

VELESTO ENERGY BERHAD Condensed Consolidated Statement Of Financial Position

	(Unaudited) As At 31/03/2020 RM'000	(Audited) As At 31/12/2019 RM'000
ASSETS		
Non-Current Assets		
Property, Plant and Equipment	3,563,313	3,410,616
Right-of-use Assets	12,334	13,240
Investment In Associate	2,028	1,984
	3,577,675	3,425,840
Current Assets		
Inventories	207,995	187,439
Other Investments	75,414	119,988
Trade Receivables	248,714	272,447
Other Receivables	19,659	19,693
Deposits, Cash & Bank Balances	287,784	239,983
	839,566	839,550
TOTAL ASSETS	4,417,241	4,265,390
EQUITY AND LIABILITIES		
Equity Attributable To The Equity Holders Of The Company		
Share Capital	4,054,817	4,054,817
Capital Contribution - ESOS	4,967	3,905
Warrant Reserve	211,876	211,876
Other Reserves	831,175	678,056
Accumulated Losses	(2,130,113)	(2,146,438)
	2,972,722	2,802,216
Non-controlling Interests	1,314	1,260
TOTAL EQUITY	2,974,036	2,803,476
Non-Current Liabilities		
Long Term Borrowings	1,011,147	990,592
Lease Liabilities	7,019	8,082
	1,018,166	998,674
Current Liabilities		
Taxation	5,505	5,435
Short Term Borrowings	277,241	302,660
Lease Liabilities	3,898	3,905
Trade Payables	109,368	119,366
Other Payables	29,027	31,874
•	425,039	463,240
TOTAL LIABILITIES	1,443,205	1,461,914
TOTAL EQUITY AND LIABILITIES	4,417,241	4,265,390
Net Assets Per Share (RM)	0.3618	0.3411

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 31st December 2019)

VELESTO ENERGY BERHAD

Condensed Consolidated Statement Of Changes In Equity For The Period Ended 31st March 2020

	•		— Nor	n - Distributa	able	Gain On	Distributable			
(UNAUDITED)	Share Capital RM'000	Share Options Reserve RM'000	Warrant Reserve RM'000	Capital Reserve RM'000	Foreign Currency Translation Reserve RM'000	Derecognition of Financial Liabilities RM'000	Accumulated Losses RM'000	Total RM'000	Non - Controlling Interests RM'000	Total Equity RM'000
3 MONTHS ENDED 31ST MARCH 2020										
At 1st January 2020	4,054,817	3,905	211,876	698	599,213	78,145	(2,146,438)	2,802,216	1,260	2,803,476
Transactions With Owners: Fair value of share options granted under Employees' Share Option Scheme ("ESOS") Total Comprehensive Income	<u>-</u>	1,062	-	-	- 153,119	<u>-</u>	- 16,325	1,062 169,444	- 54	1,062 169,498
At 31st March 2020	4,054,817	4,967	211,876	698	752,332	- 78,145	(2,130,113)	2,972,722	1,314	2,974,036

Condensed Consolidated Statement Of Changes In Equity For The Period Ended 31st March 2019

	•	Non - Distributable Ga			Gain On	Distributable				
(UNAUDITED)	Share Capital RM'000	Share Options Reserve RM'000	Warrant Reserve RM'000	Capital Reserve RM'000	Foreign Currency Translation Reserve RM'000	Derecognition of Financial Liabilities RM'000	Accumulated Losses RM'000	Total RM'000	Non - Controlling Interests RM'000	Total Equity RM'000
3 MONTHS ENDED 31ST MARCH 2019										
At 1st January 2019	4,054,817	3,187	211,876	698	627,905	78,145	(2,179,656)	2,796,972	1,530	2,798,502
Transactions With Owners Total Comprehensive Loss	-	-	-	-	(45,138)	-	(22,219)	(67,357)	(135)	(67,492)
At 31st March 2019	4,054,817	3,187	211,876	698	582,767	78,145	(2,201,875)	2,729,615	1,395	2,731,010

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 31st December 2019)

VELESTO ENERGY BERHAD

Condensed Consolidated Statement Of Cash Flows For The Period Ended 31st March 2020

	(Unaudited) 3 Months Ended 31/03/2020 RM'000	(Unaudited) 3 Months Ended 31/03/2019 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES	47 722	(10.615)
Profit / (Loss) Before Tax	17,732	(19,615)
Adjustments For:	00.000	40.000
Depreciation & Amortisation	60,822 19,513	48,362
Interest Expense Share Of Results Of Associated Company	(44)	23,763
Investment Income	(1,930)	(55) (2,248)
Net Gain On Disposal Of Property, Plant & Equipment	(1,550)	(12)
Net Unrealised Foreign Exchange Loss / (Gain)	5,221	(271)
Net Fair Value Loss / (Gain) On Money Market Fund	43	`(96)
Operating Profit Before Working Capital Changes	101,357	49,828
Decrease / (Increase) In Receivables	23,229	(11,869)
Increase In Inventories	(10,750)	(2,836)
Decrease In Payables	(22,212)	(19,758)
Cash Generated From Operating Activities	91,624	15,365
Interest Paid	(17,496)	(22,827)
Taxes Paid	<u>(2,779)</u> 71,349	(481)
Net Cash Generated From / (Used In) Operating Activities	71,349	(7,943)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase Of Property, Plant & Equipment	(26,720)	(710)
Proceeds From Disposal Of Property, Plant & Equipment	-	28
Interest Received	1,930	2,248
Net Proceeds From Disposal Of Money Market Fund	45,329	50,175
Net Cash Generated From Investing Activities	20,539	51,741
CASH FLOWS FROM FINANCING ACTIVITIES		
Net Movement In Short Term Borrowings	(78,341)	(68,615)
Placement Of Restricted Cash Deposits In Licensed Bank	(3,584)	(12,561)
Net Cash Used In Financing Activities	(81,925)	(81,176)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	9,963	(37,378)
CASH AND CASH EQUIVALENTS AS AT 1ST JANUARY	192,391	187,437
EFFECTS OF EXCHANGE RATE CHANGES	10,142	(2,521)
CASH AND CASH EQUIVALENTS AS AT 31ST MARCH	212,496	147,538
Cash and Cash Equivalents comprise:		
Deposits, Cash & Bank Balances	287,784	207,691
Less: Restricted cash	(75,288)	(60,153)
	212,496	147,538

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the accompanying explanatory notes and the audited financial statements for the financial year ended 31st December 2019)

Explanatory Notes

NOTE 1 - Significant accounting policies

Basis of preparation

The interim financial statements have been prepared in accordance with the requirements of International Accounting Standards ("IAS") 34, Interim Financial Reporting and Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The significant accounting policies and methods of computation in the interim financial statements are consistent with those in the annual audited financial statements for the year ended 31st December 2019, except for the adoption of the following MFRS/Amendments/Interpretations effective 1 January 2020:

- a) Amendments to MFRS 3: Business Combinations (Definition of a Business)
- b) Amendments to MFRS 7: Financial Instruments Disclosure (Interest Rate Benchmark Reform)
- c) Amendments to MFRS 9: Financial Instruments (Interest Rate Benchmark Reform)
- d) Amendments to MFRS 101: Presentation of Financial Statements (Definition of Material)
- e) Amendments to MFRS 108: Accounting Policies, Changes in Accounting Estimates and Errors (Definition of Material)

The adoption of these pronouncements did not have a significant impact to the financial statements of the Group and the Company.

Standards issued but not yet effective:

The following are accounting standards, amendments and interpretations that have been issued by the Malaysian Accounting Standards Board ("MASB") but not yet effective and have not been applied by the Group:

- MFRS 17, Insurance Contracts (effective 1 January 2021)
- Amendments to MFRS 10 and MFRS 128, Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Deferred)

NOTE 2 - Seasonal or Cyclical Factors

The Group is principally engaged in:

- (a) the provision of drilling services for exploration, development and production wells to the upstream sector of the oil and gas industry; and
- (b) the provision of workover services for the oil and gas industry; as well as threading, inspection and repair services for Oil Country Tubular Goods, with a focus on premium connections used in high-end and complex wells.

The Group's products and services are dependent on the level of activity, and the corresponding capital spending by oil and gas companies. These oil and gas companies are affected by volatile oil and natural gas prices, and cyclicality in the offshore drilling and oilfield services industries.

NOTE 3 - Exceptional Items

There were no material unusual items affecting the Group's assets, liabilities, equity, net income or cash flows during the financial period ended 31st March 2020.

NOTE 4 – Accounting Estimates

There were no material changes in estimates of amounts reported in the prior interim periods of the current financial year or the previous financial years that have a material effect on the results for the financial period under review.

NOTE 5 - Issuance or Repayment of Debt and Equity Securities

There were no issuances, repurchases or repayments of debt securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the financial period under review.

NOTE 6 - Dividends Paid

There were no dividends paid during the financial period ended 31st March 2020.

NOTE 7 - Segmental Reporting

Financial Period Ended 31st March 2020

Business Segment	Revenue RM'000	Profit / (Loss) Before Tax RM'000	Profit / (Loss) Attributable to Owners of the Company RM'000
Drilling Services	174,225	26,377	25,510
Oilfield Services	1,847	(2,318)	(2,359)
Others	255	(6,327)	(6,826)
Inter-segment	(58)	-	-
Consolidated Total	176,269	17,732	16,325

Financial Period Ended 31st March 2019

Business Segment	Revenue RM'000	Profit / (Loss) Before Tax RM'000	Profit / (Loss) Attributable to Owners of the Company RM'000
Drilling Services	124,584	(9,532)	(11,948)
Oilfield Services	2,356	(3,707)	(3,849)
Others	693	(6,376)	(6,422)
Inter-segment	(604)	-	-
Consolidated Total	127,029	(19,615)	(22,219)

With effect from 1st January 2020, The Group has changed its business segments by combining workover and oilfield services together as Oilfield Services segment. Workover services was previously reported under the Drilling Services segment in the last quarterly report.

Comparative results have been restated as per new business segments in this report.

Other than the above, there has been no material change in total assets and no differences in the basis of segmentation or in the basis of measurement of segment profit or loss as compared to the last quarterly report.

NOTE 8 - Subsequent Material Events

There has been no material event or transaction during the period from 31st March 2020 to the date of this announcement, which substantially affects the results of the Group for the financial period ended 31st March 2020.

NOTE 9 - Changes in Composition / Group

There were no other changes in the composition of the Group during the financial period ended 31st March 2020.

NOTE 10 – Commitments for the purchase of Property, Plant and Equipment

The capital commitments are in respect of the following:

	RM'000	RM'000
Approved and contracted for:		
Land and buildings	-	
Equipment, plant and machinery	40,181	
Others	336	40,517
Approved but not contracted for:		
Land and buildings	4,755	
Equipment, plant and machinery	126,264	
Others	18,445	149,464
Total		189,981

NOTE 11 - Significant Related Party Transactions

There were no significant related party transactions for the financial period ended 31st March 2020.

NOTE 12 - Classification of Financial Assets

There were no changes in the classification of financial assets as a result of a change in the purpose or use of the asset.

NOTE 13 - Contingent Liabilities and Contingent Assets

There were no material contingent liabilities and contingent assets as at 31st March 2020.

NOTE 14 - Review of Performance

Performance of Current Quarter Against the Quarter Ended 31st March 2019 ("corresponding quarter")

Business Segment
Drilling Services
Oilfield Services
Others
Total

Reve	enue	Profit / (Loss) Before Tax		
1 st Quarter ended 31/3/2020 RM'000	1 st Quarter ended 31/3/2019 RM'000	1 st Quarter ended 31/3/2020 RM'000	1 st Quarter ended 31/3/2019 RM'000	
174,225	124,584	26,377	(9,532)	
1,847	2,356	(2,318)	(3,707)	
197	89	(6,327)	(6,376)	
176,269	127,029	17,732	(19,615)	

Group

Group revenue of RM176.3 million was 38.8% higher than the corresponding quarter's revenue of RM127.0 million, mainly due to improved performance in the Drilling Services segment.

Consequently, the Group reported a turnaround result; from a loss before tax of RM19.6 million in the corresponding quarter to RM17.7 million profit before tax, a significant improvement of RM37.3 million.

Analysis of segmental performance against the corresponding quarter are as follows:

Drilling Services Segment

Drilling Services segment registered a 39.8% increase in revenue to RM174.2 million in current quarter, mainly due to higher average jack-up rig utilisation of 86% as compared to 66% in the corresponding quarter.

As a result, the Drilling Services segment registered a significant improvement to a profit before tax of RM26.4 million against the loss before tax of RM9.5 million reported in the corresponding guarter.

Oilfield Services Segment

The Oilfield Services segment experienced a 21.6% decline in revenue attributable to lower revenue recorded from our oilfield operation by a subsidiary in China in current quarter.

Despite lower revenue, the Oilfield Services segment recorded a lower loss before tax of RM2.3 million against RM3.7 million in the corresponding quarter. The higher loss in the corresponding quarter was mainly due to recognition of losses incurred from local oilfield operations.

Others Segment

Others segment recorded a loss before tax of RM6.3 million, which is comparable against corresponding quarter.

NOTE 15 - Comparison with Preceding Quarter's Results

Business Segment
Drilling Services
Oilfield Services
Others
Total

Rev	venue	Profit / (Loss) Before Tax		
1st Quarter	4th Quarter	1st Quarter	4th Quarter	
ended	ended	ended	ended	
31/3/2020	31/12/2019	31/3/2020	31/12/2019	
RM'000	RM'000	RM'000	RM'000	
174,225	165,940	26,377	23,572	
1,847	12,078	(2,318)	(1,010)	
197	83	(6,327)	(7,970)	
176,269	178,101	17,732	14,592	

The Group's revenue of RM176.3 million was 1.0% lower than the preceding quarter's revenue of RM178.1 million. This was mainly due to lower revenue from workover services as a result of lower utilisation of hydraulic workover units in the current quarter.

Nevertheless, the Group posted a higher profit before taxation of RM17.7 million compared to RM14.6 million in the preceding quarter mainly due to higher contribution and invoicing efficiency from Drilling Services segment in the current quarter.

NOTE 16 - Review of Consolidated Statement of Financial Position

Total assets

Total equity

Total liabilities

Total equity and liabilities

As at 31/3/2020 RM'000	As at 31/12/2019 RM'000
4,417,241	4,265,390
2,974,036	2,803,476
1,443,205	1,461,914
4,417,241	4,265,390

The Group's total assets increased by RM151.8 million or 3.5% mainly due to the increase in property, plant and equipment during the period.

Total liabilities reduced by RM18.7 million mainly due to reduction in payables and borrowings amounting to RM12.8 million and RM4.9 million respectively during the period.

Other than the above, there has been no other material movement in total assets and total liabilities as compared to the last annual financial statements.

NOTE 17 - Current Prospect

Drilling Services Segment

COVID-19 pandemic has resulted in lower demand for oil and gas as many countries impose controlled movement orders and some even complete lockdowns. Despite the higher production cut by OPEC and non-OPEC major producers to stabilise the price, the benchmark Brent oil price continue to languish below USD30 per barrel from above USD60 per barrel a few months ago.

Many oil companies globally have started to reduce both capital and operational expenses to conserve fund and to prepare for the challenges in the near future. This has resulted in reduced activities including in the drilling sector.

The impact of this has yet to be fully felt in Malaysia as a number of existing drilling contracts are still ongoing. However, lesser drilling activities is expected in the near term as oil companies review their drilling programs.

Currently, while only five of the Group's seven jack-up drilling rigs are working, all are still under contract. However, there is no guarantee that the options under the contracts will be exercised upon expiry of the primary terms.

The Group is continuously tendering for new contracts to partially mitigate potential softening of the market which may affect contract renewals.

Oilfield Services Segment

For the hydraulic workover units, none of the Group's unit is working at present. The demand for workover and plug and abandonment activities are also expected to soften due to the present market environment.

The Group's oilfield services operation in China is also impacted by the softening market but to a lesser degree. The Group will continuously monitor and evaluate the viability of this subsidiary.

Group

In view of the grave uncertainty in the global economy and the demand for oil and gas, the Board believes that the financial performance for the year will be adversely impacted and weaker than 2019.

NOTE 18 - Statement on Revenue and Profit Forecast

This is not applicable to the Group.

NOTE 19 - Variance from Profit Forecast and Profit Guarantee

This is not applicable to the Group.

NOTE 20 - Taxation

	1 st Quarter ended 31/3/2020 RM'000
Taxation for current period	1,407
Deferred taxation	-
Total	1,407

Several companies in the Group were profitable and in tax payable position while the rest of the companies were in a loss position. Hence the tax charge of RM1,407,000 for the current quarter ended 31st March 2020, respectively.

NOTE 21 - Corporate Proposals

On 25th February 2020, on behalf of the Board of Directors of the Company, Affin Hwang Investment Bank Berhad had announced that the Company proposes to undertake a capital reduction exercise which entails the reduction and cancellation of RM2,210,000,000 of its issued share capital pursuant to Section 116 of the Companies Act, 2016 ("Act") ("Proposed Share Capital Reduction").

As at the latest practicable date, the issued share capital of the Company was RM4,054,817,171 comprising 8,215,600,000 ordinary shares of the Company. The credit of RM2,210,000,000 arising from the Proposed Share Capital Reduction will be used to eliminate the accumulated losses of the Company. The surplus after such elimination, if any, will be utilised in such manner as the Board may deem fit and as permitted by the relevant and applicable laws and the Constitution of the Company.

An order by the Court will be sought to approve the Proposed Share Capital Reduction, subject to the receipt of approval from our shareholders at an annual general meeting to be convened.

Other than the above, there were no other corporate proposals announced but not completed at the date of this announcement.

NOTE 22 - Group Borrowings and Debt Securities

	USD'000 borrowings	RM'000 equivalent
Short term borrowings		
- Secured		
Revolving credit	37,804	163,880
Term loans payable within 12 months	26,150	113,361
	63,954	277,241
Long term borrowings		
Secured		
- Long term loans	263,885	1,143,940
Term loans payable within 12 months	(26,150)	(113,361)
Less: Transaction cost		(19,432)
	237,735	1,011,147
Grand Total	301,689	1,288,388

NOTE 22 - Group Borrowings and Debt Securities (cont'd.)

Movements of Borrowings	Revolving Credit	Short Term Borrowings	Long Term Borrowings	Total
	RM '000	RM '000	RM '000	RM '000
Opening Balance	205,050	97,610	990,592	1,293,252
Transaction cost	-	9,631	11,168	20,799
Amount payable within 12 months		(107,241)	107,241	
Adjusted Opening Balance	205,050	-	1,109,001	1,314,051
Exchange Difference	8,830	-	63,280	72,110
Repayment	(50,000)		(28,341)	(78,341)
	163,880	-	1,143,940	1,307,820
Transaction cost	-	-	(19,432)	(19,432)
Amount payable within 12 months		113,361	(113,361)	
Closing Balance	163,880	113,361	1,011,147	1,288,388

NOTE 23 – Material Litigation

Reference is made to the previous announcements made by the Company on enforcement proceeding against Frontier Oil Corporation ("FOC") by Velesto Drilling Sdn Bhd ("VED"), a whollyowned subsidiary of the Company, at the Regional Trial Court, in Makati City, Philippines ("Makati Court").

On 11 December 2019, the Makati Court had granted VED's application for clarification and confidential treatment of information in the Petition for publication. The Petition was published in Philippines on 3 February 2020.

Subsequent to this, the Petition was initially scheduled for clarificatory hearing on 20 March 2020. However, due to the Enhanced Community Quarantine to curb the Covid-19 pandemic declared in certain regions in Philippines, all hearings have been suspended and will be rescheduled after the quarantine has been lifted.

The Company will make further announcement on material development on this matter from time to time.

Other than the above, there was no other material litigation pending on the date of this announcement.

NOTE 24 - Dividend

No dividend has been recommended for the period ended 31st March 2020.

NOTE 25 - Earnings Per Share

	Quarter Ended 31/3/2020	Quarter Ended 31/3/2019	(Unaudited) Financial Period Ended 31/3/2020	(Unaudited) Financial Period Ended 31/3/2019
Profit / (Loss) For The Period Attributable To: Equity Holders Of The Company				2.00.20.0
(RM'000) Weighted average number of ordinary shares in issue ('000)	16,325	(22,219)	16,325	(22,219)
- Basic Effects of dilution: Options under ESOS	8,215,600	8,215,600	8,215,600	8,215,600
- Diluted	8,215,600	8,215,600	8,215,600	8,215,600
Earnings / (Loss) Per Share Attributable To Equity Holders Of The Company: - Basic (Sen) - Diluted (Sen)	0.20 0.20	(0.27) (0.27)	0.20 0.20	(0.27) (0.27)

109,020,000 options under the Employees' Share Option Scheme ("ESOS") granted on 1st November 2019 have not been included in the calculation of diluted earnings per share as the exercise price of the options exceeds the average market price of ordinary shares.

NOTE 26 - Audit Qualification

The audit report in respect of the annual financial statements of the Company for the financial year ended 31st December 2019 was not qualified.

NOTE 27 - Items to Disclose in the Statement of Comprehensive Income

1 st Quarter ended 31/3/2020	
RM'000	
1,131 799	
(60,822) (4,064)	

(a) Interest income

(b) Other Investment Income

(c) Depreciation and amortisation

(d) Net foreign exchange loss

By Order Of The Board

LEE MI RYOUNG Secretary (MAICSA 7058423)

Kuala Lumpur 20th May 2020