

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS
FOR SECOND QUARTER ENDED 30 SEPTEMBER 2021**

(The figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/09/21 RM'000	30/09/20 RM'000	30/09/21 RM'000	30/09/20 RM'000
Revenue	21,932	32,839	38,024	44,281
Operating expenses	(18,548)	(23,179)	(31,492)	(35,210)
Other operating income	2,984	1,063	7,508	2,315
Profit from operations	<u>6,368</u>	<u>10,723</u>	<u>14,040</u>	<u>11,386</u>
Finance costs	(4,715)	(5,602)	(10,079)	(11,437)
Profit/(loss) before taxation	<u>1,653</u>	<u>5,121</u>	<u>3,961</u>	<u>(51)</u>
Taxation	(712)	(1,834)	(1,117)	(2,140)
Profit/(loss) after tax for the period	<u><u>941</u></u>	<u><u>3,287</u></u>	<u><u>2,844</u></u>	<u><u>(2,191)</u></u>
Attributable to:-				
Owners of the Parent	1,073	3,367	3,078	(2,063)
Non-controlling interests	(132)	(80)	(234)	(128)
	<u><u>941</u></u>	<u><u>3,287</u></u>	<u><u>2,844</u></u>	<u><u>(2,191)</u></u>
EPS/(LPS) - Basic (sen)				
Before mandatory conversion of ICULS	0.10	0.32	0.29	(0.20)
After mandatory conversion of ICULS	0.07	0.23	0.21	(0.14)
- Diluted (sen)	0.07 #	0.23 #	0.21 #	(0.14) #

The assumed exercise of the Warrants at average market price is treated as an issue of ordinary shares for no consideration. The dilutive effect of the assumed exercise of Warrants for the current quarter and current year todate are not considered because the Warrants are 'out of money'.

(The Condensed Consolidated Statement of Profit or Loss should be read in conjunction with the audited financial statements for the year ended 31 March 2021 and the notes to the Interim Financial Report).

ASIAN PAC HOLDINGS BERHAD (129-T)

(INCORPORATED IN MALAYSIA)

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME FOR SECOND QUARTER ENDED 30 SEPTEMBER 2021**

(The figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/09/21 RM'000	30/09/20 RM'000	30/09/21 RM'000	30/09/20 RM'000
Profit/(loss) after tax for the period	941	3,287	2,844	(2,191)
Other comprehensive income :				
<i>Other comprehensive (loss)/income that will not be reclassified to profit or loss in subsequent periods (net of tax):</i>				
Fair value (loss)/gain on financial assets at fair value through other comprehensive income	(526)	728	(283)	1,700
Total comprehensive income/(loss) for the period	415	4,015	2,561	(491)
Total comprehensive income/(loss) attributable to :				
Owners of the parent	547	4,095	2,795	(363)
Non-controlling interests	(132)	(80)	(234)	(128)
	415	4,015	2,561	(491)

(The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 March 2021 and the notes to the Interim Financial Report).

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 SEPTEMBER 2021

(The figures have not been audited)

	AS AT END OF FINANCIAL YEAR 30/09/21 RM'000	AS AT PRECEDING FINANCIAL YEAR END 31/03/21 RM'000
ASSETS		
Non Current Assets		
Property, plant and equipment	7,204	7,309
Inventories - Land held for property development	360,210	347,114
Investment properties	1,287,470	1,287,470
Intangible assets	37,233	37,276
Investment in associate	-	488
Non-current financial assets	4,573	4,856
Deferred tax assets	89	116
	<u>1,696,779</u>	<u>1,684,629</u>
Current Assets		
Inventories - Property development costs	174,533	163,973
Inventories - Completed properties and others	22,900	26,773
Trade & other receivables	83,393	67,563
Contract assets in respect of property development	-	2,848
Accrued income	625	1,550
Prepayment	717	480
Tax recoverable	2,378	1,380
Other investments	2,087	16,266
Cash and bank balances	43,665	70,149
	<u>330,298</u>	<u>350,982</u>
TOTAL ASSETS	<u>2,027,077</u>	<u>2,035,611</u>
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	213,643	212,399
Reserves	2,825	3,108
ICULS	74,579	75,638
Retained profits	777,778	774,726
Total shareholder's equity	<u>1,068,825</u>	<u>1,065,871</u>
Non-controlling interest	3,535	3,259
Total Equity	<u>1,072,360</u>	<u>1,069,130</u>
Non Current Liabilities		
Deferred tax liabilities	235,279	234,949
Long term trade & other payables	128,866	128,910
Lease liabilities	1,207	968
Loans and borrowings	360,376	363,687
	<u>725,728</u>	<u>728,514</u>
Current Liabilities		
Loans and borrowings	115,329	122,224
Trade & other payables	64,926	91,659
Lease liabilities	1,350	998
Provisions	20,599	20,599
Prepayment from tenants	125	734
Progress billings in respect of property development costs	26,660	521
Tax payable	-	1,232
	<u>228,989</u>	<u>237,967</u>
Total liabilities	<u>954,717</u>	<u>966,481</u>
TOTAL EQUITY AND LIABILITIES	<u>2,027,077</u>	<u>2,035,611</u>
Net assets per share attributable to equity holders of the parent (Sen)	101.7	102.1

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the financial statements for the year ended 31 March 2021 and the Notes to the Interim Financial Report)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR SECOND QUARTER ENDED 30 SEPTEMBER 2021**

	Attributable to Equity Holders of the Parent				Total	Non Controlling Interest	Total Equity
	Non-distributable		ICULS	Distributable			
	Share Capital	Other Reserves		Retained Profits			
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
At 1 April 2021	212,399	3,108	75,638	774,726	1,065,871	3,259	1,069,130
Total comprehensive income/ (loss) for the period	-	(283)	-	3,078	2,795	(234)	2,561
Acquisition of a subsidiary	-	-	-	2	2	510	512
Conversion of ICULS	1,244	-	(1,059)	(28)	157	-	157
At 30 September 2021	213,643	2,825	74,579	777,778	1,068,825	3,535	1,072,360
At 1 April 2020	210,977	194	76,847	805,075	1,093,093	3,549	1,096,642
Total comprehensive (loss)/ income for the period	-	1,700	-	(2,063)	(363)	(128)	(491)
Conversion of ICULS	100	-	(85)	(2)	13	-	13
At 30 September 2020	211,077	1,894	76,762	803,010	1,092,743	3,421	1,096,164

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the financial statements for the year ended 31 March 2021 and the Notes to the Interim Financial Report)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR SECOND QUARTER ENDED 30 SEPTEMBER 2021**

(The figures have not been audited)

	30/09/21 RM'000	30/09/20 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(loss) before taxation	3,961	(51)
Adjustment for non-cash items :		
Non-cash items	(1,150)	1,529
Non-operating items	8,979	10,036
Operating profit before working capital changes	<u>11,790</u>	<u>11,514</u>
Changes in Working Capital :		
Increase in receivables	(8,608)	(4,116)
Movement in property development cost	(6,886)	(11,143)
Movement in stocks	3,873	1,144
Decrease in payables	(1,136)	(6,728)
Cash used in operations	<u>(967)</u>	<u>(9,329)</u>
Interest and dividend received	6	5
Taxation paid	(2,989)	(1,025)
Taxation refund	-	353
Net cash used in operating activities	<u>(3,950)</u>	<u>(9,996)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest and dividend received	185	305
Net cash outflow from an associate become a subsidiary	(16)	-
Disposal of an equity-accounted investee	490	-
Capital contribution from non-controlling interests	510	-
Other investments/placements	11,380	(2,320)
Increase in pledged cash and short term deposits	1,333	-
Purchase property, plant & equipment (net of disposal)	(132)	(197)
Addition to Inventories - Land Held for Development	(9,575)	(10,123)
Proceeds from loan assets	-	20,019
Proceeds from land compensation received	-	1,984
Net cash generated from investing activities	<u>4,175</u>	<u>9,668</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of hire purchase payables (net)	(30)	(63)
Repayment of lease liabilities	(885)	(470)
Drawdown of Short & Long Term Loan	26,580	24,056
Repayment of bank borrowings and financing costs	(34,886)	(14,612)
Interest paid	(13,502)	(10,241)
ICULS Coupon paid	(2,654)	(2,710)
Net cash used in financing activities	<u>(25,377)</u>	<u>(4,040)</u>
NET CHANGES IN CASH & CASH EQUIVALENTS	(25,152)	(4,368)
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	40,456	23,469
CASH & CASH EQUIVALENTS AT THE END OF THE PERIOD	<u>15,304</u>	<u>19,101</u>

(The Condensed Consolidated Statement of Cash Flow should be read in conjunction with the financial statements for the year ended 31 March 2021 and Notes to the Interim Financial Report)

PART A : EXPLANATORY NOTES PURSUANT TO MFRS 134

A1 Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("MFRS") 134 : Interim Financial Reporting and Chapter 9, Part K of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 March 2021. The 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 March 2021.

Adoption of new and amended standards

The accounting policies and methods of computation adopted in this interim financial statements are consistent with those adopted in the preparation of the audited financial statements for the year ended 31 March 2021, except for the adoption of the following amendments to Malaysian Financial Reporting Standards (MFRS) which are applicable for the Group's financial year beginning 1 April 2021:-

Amendments to MFRS 16	COVID-19 Related Rent Concessions beyond 30 June 2021
Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16	Interest Rate Benchmark Return - Phase 2

The adoption of the above amendments had no significant impact to the financial statements of the Group.

A2 Audit Qualification

The audit report of the preceding annual financial statements was not qualified.

A3 Seasonal or Cyclical Factors

The Group's activities are not affected by any seasonal or cyclical factors.

A4 Nature and Amount of Unusual Items

There were no items of an exceptional or unusual nature that have affected the assets, liabilities, equity, net income or cashflows of the Group during the current quarter.

A5 Changes in estimates

There are no significant changes in estimates in the current quarter.

A6 Debt and Equity Securities

There were no other issuances, cancellations, repurchases, resale and repayment of debt and equity securities in the current quarter.

A7 Dividend

There were no dividend paid during the current quarter ended 30 September 2021.

A8 Material and subsequent Events

There were no other material and subsequent events other than the "COVID-19" pandemic which has significant impact to the Group's business, in particular Property development and Mall operations as mentioned in item B1 and B3.

A9 Effects of Changes in the Composition of the Group

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

A10 Contingent Liabilities

Contingent liabilities of the Group as at the date of this report, are in respect of guarantees given to government bodies and service providers amounting to RM7,080,337.

A11 Capital Commitment

There was no capital commitment as at the date of this announcement.

A12 Related Party Transactions

There were no significant related party transactions as at the date of this announcement.

**PART B : EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA
SECURITIES BERHAD**

B1 Review of Performance of the Operating Segments

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER 30/09/21 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/09/20 RM'000	CURRENT YEAR TO DATE 30/09/21 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/09/20 RM'000
<u>Revenue</u>				
Investment holding and others	1,182	1,434	2,314	2,392
Property development	7,480	17,424	8,781	20,387
Property investment	377	302	748	603
Mall operations	18,078	19,435	36,149	29,485
Carpark operations	1,275	2,288	2,946	3,635
	<u>28,392</u>	<u>40,883</u>	<u>50,938</u>	<u>56,502</u>
Adjustments and eliminations	(6,460)	(8,044)	(12,914)	(12,221)
Total revenue	<u>21,932</u>	<u>32,839</u>	<u>38,024</u>	<u>44,281</u>
<u>Results</u>				
Investment holding and others	902	(1,352)	2,535	(2,901)
Property development	(4,119)	859	(9,605)	(3,306)
Property investment	132	161	291	309
Mall Operations	5,186	7,604	11,599	8,822
Carpark operations	252	907	885	1,084
	<u>2,353</u>	<u>8,179</u>	<u>5,705</u>	<u>4,008</u>
Adjustments and eliminations	(700)	(3,058)	(1,744)	(4,059)
Profit/(loss) before tax	<u>1,653</u>	<u>5,121</u>	<u>3,961</u>	<u>(51)</u>

Current Quarter vs Previous Year Corresponding Quarter

For the current quarter under review, the Group recorded a lower revenue of RM21.9 million as compared to preceding year corresponding quarter of RM32.8 million. The decline in the Group's revenue was mainly due to the implementation of Movement Control Order ("MCO") 3.0 from June 2021 and followed by the Phases 1 and 2 of the National Recovery Plan which has negatively impacted the business activities of the Group in the current quarter when most restrictions were still in place. The revenue from the Property Development segment declined by RM9.9 million or 57.1% to RM7.5 million from RM17.4 million in the preceding year quarter mainly due to no new launches and on-going projects as the division focused on clearing the completed inventories in Fortune Centra.

The revenue of the Mall Operations which is situated in Kota Kinabalu, Sabah was lower by 7.0% to RM18.1 million mainly due to an increase in pre-matured termination of tenancy agreements by tenants during the current quarter, as compared to the preceding year corresponding quarter when it was under the Recovery MCO phase. The Car Park's traffic volume also dropped for all car park sites, resulted in the revenue decreased to RM1.3 million as compared to preceding year quarter of RM2.3 million, representing a decrease of RM1.0 million or 44.3%.

The Group recorded a profit before tax of RM1.7 million in the current quarter as compared to a profit before tax of RM5.1 million in the preceding year corresponding quarter. The decrease in profit before tax of RM3.4 million was mainly due to the decrease in revenue of RM10.9 million, partially mitigated by the lower direct operation costs.

B2 Comment on Financial Results (Current quarter compared with the preceding quarter)

	Current Quarter 30/9/21 RM'000	Preceding Quarter 30/6/21 RM'000	Variance RM'000
Profit before tax	1,653	2,308	(655)

For the current quarter, the Group recorded a lower profit before tax as compared to the preceding quarter mainly due to lower gain from investment, mitigated by lower finance costs attributed to lower net borrowings.

B3 Prospects

The Group currently has three active divisions contributing the Group's results, namely Property Development, Mall Operations and the Car Park Operations. The preparation of the country to return to normalcy in social and economic activities with the reopening of most economic sectors, recent uplift of inter-state travels and gradual opening of international border is expected to augur well for the property development, retail and car park industries in which the Group is operating, depending on the successful containment of the COVID-19 infection levels and the spread of the more potent strain of virus.

Notwithstanding the prevailing uncertainties, a series of relief measures provided by the Malaysian Government supported by the lower interest rate regime and reopening of the economy should spur the Malaysian economy and ultimately benefit the property and retail sectors.

B4 Profit Forecast / Guarantee

There were no profit forecast or profit guarantee issued by the Group.

B5 Taxation

Taxation comprises:-

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER 30/09/21 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/09/20 RM'000	CURRENT YEAR TODATE 30/09/21 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/09/20 RM'000
Company Level				
- current taxation	-	-	-	-
- prior year	-	-	-	-
Subsidiary Companies				
- current taxation	(715)	(1,834)	(1,117)	(2,140)
- prior year	3	-	-	-
	<u>(712)</u>	<u>(1,834)</u>	<u>(1,117)</u>	<u>(2,140)</u>

The tax charge in the current quarter and current year-to-date arises from the operating and investment income of subsidiary companies.

The difference between the income tax expense at the statutory income tax rate and the income tax expense at the effective income tax rate of the Group is due to certain income not subject to tax, certain expenses not deductible for tax purposes, utilisation of previously unrecognised tax losses and deferred tax assets not recognised during the current quarter and current year-to-date.

B6 Status of Corporate Proposals

a) Rights Issue of ICULS with Warrants:

Pursuant to the Rights Issue of ICULS with Warrants, the Group wishes to announce the following:

- i) The utilisation of proceeds of RM99,256,000 from the Rights Issue of ICULS with Warrants as at the date of announcement is as follows:

<u>Purpose</u>	<u>Allocation RM'000</u>	<u>Utilisation RM'000</u>	<u>Re-allocation RM'000</u>	<u>Balance unutilised RM'000</u>	<u>Intended timeframe for utilisation from completed date</u>
Acquisition of new land	62,550	(62,550)	-	-	Within 24 months
Working capital	10,006	(10,367)	361	-	Within 9 months (Extended another 15 months)
Repayment of bank borrowings	25,000	(25,000)	-	-	Within 3 months
Payment of expenses in connection with corporate exercise	1,700	(1,339)	(361)	-	Within 3 months
	<u>99,256</u>	<u>(99,256)</u>	<u>-</u>	<u>-</u>	

- ii) The number and percentage of voting shares or voting rights and the conversion or subscription rights or options in Asian Pac held by Mr. Mah Sau Cheong and Ms. Chin Lai Kuen as at latest practicable date prior to the disclosure are as below:

Name	As at 12 November 2021			
	No. of Asian Pac Shares	%	No. of ICULS	No. of Warrants
Mah Sau Cheong	182,068,669	17.33	58,800,411	74,117,122
Chin Lai Kuen	5,260,000	0.50	0	0
Total	187,328,669	17.83	58,800,411	74,117,122

- iii) The maximum potential voting shares or voting rights of Mr. Mah Sau Cheong and Ms. Chin Lai Kuen in Asian Pac, if only Mr. Mah Sau Cheong and Ms. Chin Lai Kuen (but not other holders) exercise the conversion or subscription rights or options in full are as below:

Name	Maximum Potential	
	No. of Asian Pac Shares	%
Mah Sau Cheong	550,187,846	35.34%
Chin Lai Kuen	5,260,000	0.34%
Total	555,447,846	35.68%

- iv) As at 30 September 2021, the following are the outstanding ICULS and Warrants:

- ICULS	87,677,861
- No. of warrants	198,512,922

b) Proposed Disposal of One Parcel of Leasehold Land

On 27 August 2021, Prousa (M) Sdn Bhd, a wholly owned subsidiary of Asian Pac Holdings Berhad, has entered into a Conditional Sale and Purchase Agreement ("SPA") with Greencove Sdn Bhd, a wholly owned subsidiary of Kerjaya Prospek Property Berhad, for the disposal of one (1) parcel of leasehold land measuring an approximate area of 2.631 hectares, held under Pajakan Negeri No. Hakmilik 113068, Lot 87285, Mukim Sungai Buloh, District of Petaling, Selangor Darul Ehsan for a cash consideration of RM42,000,000.

Completion of the SPA shall take place on the date upon full receipt of the balance of the disposal consideration after the conditions precedents therein have been complied, and the SPA remains conditional at the date of this report.

B7 Group Borrowings as at 30 September 2021 are as follows:

	RM'000
a) Current	
Secured:-	
Term loans and Revolving Credits	75,393
Bank Overdaft	12,610
Redeemable Preference Shares	24,826
Obligation under finance lease	52
	<u>112,881</u>
Non-secured:-	
Liability portion of ICULS	2,448
	<u>115,329</u>
b) Non-current	
Secured:-	
Term loans and Revolving Credits	360,376
	<u>360,376</u>
Total Borrowings	<u><u>475,705</u></u>

B8 Material Litigation

The Directors are not aware of any material litigation that would adversely affect the operations and financial affairs of the Group as at the date of this announcement.

B9 Proposed Dividend

The Directors do not recommend any dividend for the 2nd quarter ended 30 September 2021.

B10 Earnings/(loss) Per Share

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TODATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/09/21 RM'000	30/09/20 RM'000	30/09/21 RM'000	30/09/20 RM'000
a) Basic earnings/(loss) per share				
Net profit/(loss) attributable to owners of the parent	1,073	3,367	3,078	(2,063)
Weighted average no. of ordinary share in issue	1,046,160	1,037,417	1,046,160	1,037,417
Assumed full conversion of ICULS ('000)	438,389	451,220	438,389	451,220
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	1,484,549	1,488,637	1,484,549	1,488,637
Basic earnings/(loss) per share (sen)				
- Before mandatory conversion of ICULS (sen)	0.10	0.32	0.29	(0.20)
- After mandatory conversion of ICULS (sen)	0.07	0.23	0.21	(0.14)
b) Diluted earnings/(loss) per share				
Net profit/(loss) attributable to ordinary equity holders of the parent	1,073	3,367	3,078	(2,063)
Weighted average no. of ordinary share in issue	1,046,160	1,037,417	1,046,160	1,037,417
<u>Effects of dilution:</u>				
Assumed full conversion of ICULS ('000)	438,389	451,220	438,389	451,220
Assumed exercise of Warrants	#	#	#	#
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	1,484,549	1,488,637	1,484,549	1,488,637
Diluted earnings/(loss) per share (sen)	0.07	0.23	0.21	(0.14)

The assumed exercise of the Warrants at average market price is treated as an issue of ordinary shares for no consideration. The dilutive effect of the assumed exercise of Warrants for the current quarter and current year todate are not considered because the Warrants are 'out of money'.

B11 Profit Before Tax

The following amounts have been included in arriving at profit before tax:

	CURRENT YEAR QUARTER 30/09/21 RM'000	CURRENT YEAR TODATE 30/09/21 RM'000
Charging:		
Depreciation	939	1,617
Finance cost	4,715	10,079
Impairment of goodwill	29	57
Property, Plant & Equipment written off	-	2
Allowance of doubtful debts	2,452	2,759
And crediting:		
Interest income	135	308
Gain on short term investments	2,734	5,780
Write back allowance for doubtful debts	293	988
Fair value loss on short term investment	(534)	(391)
Other income	358	829

The gain or loss on derivatives is not applicable to the Group as the Group's policy states that no trading in derivative financial instruments shall be undertaken.

Dated : 25 November 2021
Kuala Lumpur, Malaysia

By order of the Board
Chan Yoon Mun
Secretary