

Registration No.: 200901014295 (857363-U)

INTERIM FINANCIAL REPORT FOR THE PERIOD FROM 1 JULY 2023 TO 30 SEPTEMBER 2023

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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	QUARTER ENDED		YEAR-TO-DATE	
	30.9.2023	30.9.2022	30.9.2023	30.9.2022
	RM'000	RM'000	RM'000	RM'000
Revenue	56,624	26,830	150,258	128,365
Cost of sales	(51,032)	(24,495)	(135,193)	(86,053)
Gross Profit	5,592	2,335	15,065	42,312
Other income	155	384	508	857
Administrative expenses	(6,929)	(8,313)	(22,391)	(20,935)
Other expenses	-	-	-	(8,833)
Operating profit / (loss)	(1,182)	(5,594)	(6,818)	13,401
Finance income	4,010	4,413	20,804	14,168
Finance costs	(8,180)	(1,428)	(18,357)	(11,173)
Profit / (loss) before tax	(5,352)	(2,609)	(4,371)	16,396
Tax income / (expense)	(2,295)	1,690	(2,304)	(3,494)
Profit / (loss) for the financial year	(7,647)	(919)	(6,675)	12,902
Other comprehensive gain/(loss), net of tax Item that will be reclassified subsequently to profit or loss				
Fair value gain/(loss) on cash flow hedge		83		
Other comprehensive gain/(loss) for the year, net of tax Total comprehensive income/(loss) for the		83		
financial year	(7,647)	(836)	(6,675)	12,902
Earnings per share (sen)				
- Basic	(0.26)	(0.03)	(0.23)	0.47

The Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Note	30.9.2023 RM'000	Audited 31.12.2022 RM'000
ASSETS	NOTE	KIVI 000	KIVI UUU
Non-current Assets			
Property, plant and equipment		17,373	17,626
Right-of-use assets		41,092	41,747
Contract assets		473,295	382,231
Fixed deposit with licensed banks		18,801	9,477
Deferred tax assets		9,708	9,708
Goodwill		8,741	-
Total non-currrent assets		569,010	460,789
Current assets			
Contract assets		270,556	227,676
Trade receivables		37,616	26,042
Other receivables		19,997	17,922
Fixed deposit with licensed banks		6,695	157
Cash and bank balances		139,699	193,860
Total current assets		474,563	465,657
TOTAL ASSETS		1,043,573	926,446
EQUITY AND LIABILITIES EQUITY Equity attributable to owners of the Company			
Share capital		303,644	202,750
Retained earnings		162,667	169,343
Total equity		466,311	372,093
Non-controlling interest			
Total equity		466,311	372,093
LIABILITIES			
Non-current liabilities			
Borrowings		390,447	312,272
Lease liabilities		750	516
Deferred tax liabilities		67,138	67,146
Total non-current liabilities		458,335	379,934
Current liabilities			
Contract liabilities		24,525	22,622
Trade payables		20,207	42,184
Other payables		11,956	10,066
Borrowings		49,490	84,601
Lease liabilities		-	456
Tax payable		12,749	14,490
Total current liabilities		118,927	174,419
Total liabilities		577,262	554,353
TOTAL EQUITY AND LIABILITIES		1,043,573	926,446
Net Tangible Assets per share (RM)		0.16	0.13

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2022 and the accompanying explanatory notes attached to these interim financial statements.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	SHARE CAPITAL	DISTRIBUTABLE RETAINED EARNINGS	ATTRIBUTABLE TO OWNERS OF THE COMPANY	NON- CONTROLLING INTEREST	TOTAL EQUITY
	RM'000	RM'000	RM'000	RM'000	RM'000
As at 1 January 2023	202,750	169,343	372,093	-	372,093
Profit for the financial period	-	(6,675)	(6,675)	-	(6,675)
<u>Transaction with owners:</u> Issuance of ordinary shares via					
private placement Issuance of ordinary shares upon	2,936	-	2,936	-	2,936
exercise of warrants	97,957	-	97,957	-	97,957
Balance as at 30 September 2023	303,643	162,668	466,311	-	466,311

The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2022 and the accompanying explanatory notes attached to these interim financial statements.

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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Unaudited 30.9.23 RM'000	Audited 31.12.2022 RM'000
OPERATING ACTIVITIES	KIVI UUU	KIVI UUU
Profit / (Loss) before tax	(4,371)	(1,628)
Adjustments for;		
Depreciation of property, plant and equipment	1,192	2,401
Depreciation of right-of-use assets	1,014	1,306
Gain on disposal of right-of-use assets	-	(50)
Impairment loss on financial assets	-	960
Finance costs	18,374	18,346
Finance income		(470)
Finance income arising from concession contracts	(20,520)	(18,760)
Operating profit before working capital changes	(4,312)	2,105
Changes in working capital;		
Contract balances	(111,522)	(8,727)
Payables	(20,087)	20,842
Receivables	(11,703)	21,966
Cash generated from operations	(147,623)	36,186
Finance costs paid	-	(692)
Finance income received	13,306	39
Tax paid	(4,898)	(16,139)
Net cash flows from operating activities	(139,215)	19,394
INVESTING ACTIVITIES		
Acquisition of subsidiary (Refer Note A12)	(990)	(15,926)
Finance income received	-	432
Placement of maintenance reserve fund	(5,012)	(2,557)
Placement of Designated Accounts	26,879	(72,506)
Proceed from disposal of right-of-use assets	-	50
Purchase of property, plant and equipment	(939)	(598)
Purchase of right-of-use assets	(200)	(67)
Withdrawal of fixed deposit	(15,862)	18,073
Goodwill on acquisition of a subsidiary	(8,741)	
Net cash flows from investing activities	(4,865)	(73,099)

The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2022 and the accompanying explanatory notes attached to these interim financial statements.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (cont'd)

	30.9.23	31.12.2022
	RM'000	RM'000
FINANCING ACTIVITIES		
Finance cost paid	(18,374)	(12,425)
Issuance of Sukuk Wakalah, net of transaction costs	-	301,237
Drawdown of borrowings	61,800	49,244
Repayment of borrowings	(18,735)	(324,286)
Repayment of lease liabilities	471	(449)
Proceeds from issuance of shares pursuant to private placement and upon exercise of warrants, net of share issuance expenses	100,894	20,717
Net cash flow from financing activities	126,055	34,038
CASH AND CASH EQUIVALENTS		
Net changes	(18,023)	(19,667)
Balance brought forward	72,710	92,377
Carried forward	54,687	72,710
	Unaudited	Audited
	30.9.23	31.12.2022
Cash and cash equivalent comprise of:-	RM'000	RM'000
Cash and bank balances Fixed deposit with licensed bank	139,699 25,496	193,860 9,634
Bank overdraft	23,490	(12,379)
2	165,195	191,115
Less:		
Designated Bank Account	(83,105)	(86,537)
Fixed deposit with licensed bank	- (07.400)	(9,477)
Maintenance Reserve Fund	(27,403)	(22,391)
	54,687	72,710

The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2022 and the accompanying explanatory notes attached to these interim financial statements.

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A. EXPLANATORY NOTES PURSUANT TO MFRS 134



A1 BASIS OF PREPARATION

These interim financial statements are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and paragraph 9.22 and Appendix 9B of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 December 2022 ("FYE 2022") and the accompanying explanatory notes attached to the interim financial statements.

The accompanying explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position, performance and cash flow of the Group since FYE 2022.

A2 SIGNIFICANT ACCOUNTING POLICIES

A2.1 Adoption of Amendments/Improvements to MFRS

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the financial statements for the FYE 2022.

A3 AUDIT REPORT OF PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the financial statements for the FYE 2022 was not subject to any qualification.

A4 SEASONAL OR CYCLICAL FACTORS

The business operations of the Group during the financial period under review have not been materially affected by any significant seasonal or cyclical factors.

A5 UNUSUAL ITEMS AFFECTING ASSETS, LIABILITIES, EQUITY, NET INCOME OR CASH FLOWS

There were no unusual items affecting assets, liabilities, equity, net income or cash flows in the current quarter under review.

A6 MATERIAL CHANGES IN ESTIMATES

There were no material changes in estimates in the current quarter and period under review.

A. EXPLANATORY NOTES PURSUANT TO MFRS 134



A7 DEBTS AND EQUITY SECURITIES

The Group paid the first Sukuk Wakalah annual principal payment amounting RM25 million on 30 March 2023. On 3 July 2023, the Group announced to Bursa Malaysia that its Warrants 2018/2023 expired on 5 August 2023.

Other than the above, there is no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the period under review.

A8 DIVIDEND

There were no dividends declared or paid in the current quarter and period under review.

A9 SEGMENTAL REPORTING

Primary reporting basis by business segments:

Current Quarter	IFM*	Construction	Total
	RM'000	RM'000	RM'000
Revenue	9,857	46,767	56,624
Segment results;			
Other income	-	-	155
Depreciation	-	-	(946)
Finance costs	-	-	(8,180)
Finance income #	-	-	4,010
Taxation	-	-	(2,295)
Loss after tax		-	(7,647)

Year to-date	IFM	Construction	Total
	RM'000	RM'000	RM'000
Revenue	16,775	133,483	150,258
Segment results;			
Other income	-	-	508
Depreciation	-	-	(2,206)
Finance costs	-	-	(18,357)
Finance income #	-	-	20,804
Taxation	=	-	(2,304)
Loss after tax		-	(6,675)

Note

^{*} IFM – Integrated Facility Management

[#] Finance income includes lease rental under concession business

A. EXPLANATORY NOTES PURSUANT TO MFRS 134



A10 CARRYING AMOUNT OF REVALUED ASSET

The Group does not perform any valuation of property, plant and equipment during the quarter and financial year-to-date.

A11 MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM PERIOD

There were no material events subsequent to the end of the current quarter that have not been reflected in the interim financial statement.

A12 EFFECT OF CHANGES IN THE GROUP COMPOSITION, LONG TERM INVESTMENTS, RESTRUCTURING AND DISCONTINUED OPERATIONS

On 6 January 2023, the Group acquired 7,000,000 ordinary shares of Palm Shore Holdings Sdn Bhd ("PSHSB"), representing 100% equity in the company. Subsequently, on 19 January 2023 the Group announced to Bursa the completion of the acquisition.

The following summarized the major classes of consideration transferred and the recognized amount of assets and liabilities assumed for the acquisition of PSHSB.

	<u>RM'000</u>
Concession service receivables	100,701
Other receivables	990
Cash and bank balances	6,993
Borrowings	(76,099)
Other payables	(23,778)
Tax payable	(922)
Total identifiable net assets	7,885
Less: Cash and cash equivalent acquired	(6,993)
Net cash inflow/(outflow) from acquisition	892
Calculation of goodwill:	
Fair value of net identifiable assets	7,885
Fair value of consideration transferred	(16,626)
Goodwill	8,741

A13 CONTINGENT LIABILITIES/ASSETS

There were no contingent liabilities/assets as at the end of the current quarter under review.

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A. EXPLANATORY NOTES PURSUANT TO MFRS 134



A14 CAPITAL COMMITMENT

There were no capital commitments as at the end of the current quarter under review.

A15 SIGNIFICANT RELATED PARTY TRANSACTIONS

	QUARTER ENDED		YEAR TO	O DATE
	30.9.2023 30.9.2022		30.9.2023	30.9.2022
	RM'000	RM'000	RM'000	RM'000
Group				
Rental of office space	147	147	294	294
Company				
Management fee charged to subsidiaries	1,200	1,200	3,600	3,600

B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD



B1 REVIEW OF PERFORMANCE

(a) Comparison with preceding year corresponding period

	QUARTER		YEAR-TO	O-DATE	
	30.9.2023	30.9.2022	30.9.2023	30.9.2022	
	RM'000	RM'000	RM'000	RM'000	
Revenue;					
Construction	46,767	16,913	133,483	67,765	
IFM	9,857	9,917	16,775	60,600	
Total revenue	56,624	26,830	150,258	128,365	
		_			
Gross profit	5,592	2,335	15,065	42,312	
(Loss)/Profit before tax	(5,352)	(2,609)	(4,371)	16,396	

The Group registered higher revenue for third quarter ended 30 September 2023 ("3Q2023") and nine months period ended 30 September 2023 ("9M2023") against same periods preceding year. Construction segment contributed 82.6% and 88.8% of the Group's revenue in 3Q2023 and 9M2023 respectively. Lower IFM revenue was mainly due to expiry of IFM contract with Istana Negara.

Gross profit margin was lower compared to preceding year corresponding period mainly due to high concentration on construction business which is on low margin regime and the impact of rising cost of labor and materials since the beginning of the year.

Loss before tax was mainly due to higher finance cost arising from borrowing made to acquire a concession business during the period under review.

(b) Comparison with preceding quarter's results

	30.9.2023	30.6.2023	Change
	RM'000	RM'000	%
Revenue;			
Construction	46,767	27,944	67%
IFM	9,857	2,909	239%
Total revenue	56,624	30,853	84%
Gross profit ("GP")	5,592	2,787	101%
(Loss)/Profit before tax	(5,352)	350	-1629%

Total revenue increased 84% against preceding quarter in both business segments, highest increment come from IFM segment. On the back of the revenue, the gross profit was double of the preceding quarter while gross profit margin improved from 9.0% in 2Q2023 to 9.9% in 3Q2023.

However, the Group recorded loss before tax mainly attributable to finance cost relating to borrowing made to finance acquisition. During the period under review, interest rate was revised upward twice by the central bank.

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B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD



B2 COMMENTARY ON PROSPECTS

The Group has orderbooks totaling RM1.6 billion, comprising RM722.3 million from construction segment and RM902.9 million from IFM and concession segment. In November 2023, the construction segment obtained a 3-year contract to construct and complete an industrial park in east coast of peninsular Malaysia worth RM116.8 million.

The Group continues to actively participate in both government and private tenders, submit development proposals and explore business opportunities in order to enhance its orderbooks. In ensuring improved profitability, the Group steers the business operations towards efficiency, productivity and cost competitiveness.

B3 VARIANCE OF ACTUAL PROFIT FROM FORECAST PROFIT

There were no profit forecast or profit guarantees released to the public.

B4 TAXATION

Malaysian income tax is calculated at the statutory rate of 24% of the estimated assessable profits for the financial year. The effective tax rate for the current year to date was lower than the statutory tax rate mainly due to adjustment of income not subject to tax.

B5 STATUS OF CORPORATE PROPOSALS ANNOUNCED BUT NOT COMPLETED

Save as disclosed below, there were no corporate proposals announced but not completed as at the date of this announcement.

1. Proposed Private Placement Exercise

On 21 July 2022, on behalf of the Board of Directors of Widad Group Berhad ("Widad"), M&A Securities Sdn Bhd announced that the Company proposes to undertake a private placement of up to 259,250,000 new ordinary shares in Widad, representing not more than 9.42% of the issued ordinary shares in Widad ("**Proposed Private Placement**")

On 3 August 2022, M&A Securities Sdn Bhd, on behalf of the Company announced that the listing application to Bursa Malaysia Securities Berhad in relation to the Proposed Private Placement has been submitted on even date.

Further on 16 August 2022, M&A Securities Sdn Bhd, on behalf of the Company made an announcement that Bursa Securities had, vide its letter dated 16 August 2022, approved the listing of and quotation for up to 259,250,000 new ordinary shares to be issued pursuant to the Proposed Private Placement on the ACE Market of Bursa Securities subject to the following conditions:

a) Widad and M&A Securities must fully comply with the relevant provisions under the Listing Requirements pertaining to the implementation of the Proposed Private Placement:

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B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD



B5 Status of Corporate Proposals Announced But Not Completed (cont'd)

1. Proposed Private Placement Exercise (cont'd)

- b) Widad and M&A Securities to inform Bursa Securities upon the completion of the Proposed Private Placement; and
- c) Widad to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Private Placement is completed.

On 29 November 2022, the Board of Directors of Widad announce that the resolution for the proposed waiver of statutory pre-emptive rights of the shareholders was duly passed at the Extraordinary General Meeting held on even date.

On 15 February 2023, on behalf of the Board, M&A Securities announced that Bursa Securities had vide its letter dated 15 February 2023, approve an extension of time of 6 months up to 15 August 2023 to complete the implementation of the Private Placement.

On 26 July 2023, on behalf of the Board, M&A Securities announced that an application for extension of time of 6 months up to 14 February 2024 to complete the Private Placement has been submitted to Bursa Malaysia.

To date Widad has issued 64,075,000 at price between RM0.3820 to RM0.40 per Placement Shares and the Company is in the midst of securing potential investors for the implementation of the balance of 195,175,000 placement shares.

B6 GROUP BORROWINGS

All borrowings are denominated in Ringgit Malaysia.

	Secured	Unsecured	Total	
•	RM'000	RM'000	RM'000	
Term Loan	38,602	_	38,602	
Revolving credit	11,900	3,197	15,097	
Sukuk Wakalah	386,238	-	386,238	
	436,740	3,197	439,937	
Total Assets		_	1,034,832	
Borrowings over Total Assets;		•	42.51%	
Repayable:				
- within one year			49,490	
- within more than one year		_	390,447	
		-	439,937	

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B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD



B7 MATERIAL LITIGATIONS

There was no pending material litigation as at the date of this report.

B8 DIVIDENDS

There were no dividends declared or paid during the quarter under review.

B9 EARNINGS PER SHARE

The basic earnings per share was calculated by dividing the profit attributable to the ordinary equity holders of the Company to the weighted average number of shares issued during the period.

	Quarter Ended		Year-to-date	
	30.9.2023	30.9.2022	30.9.2023	30.9.2022
Profit/(Loss) attributable to ordinary equity holders of the Company (RM'000)	(7,647)	(919)	- 6,675	12,902
Weighted average number of ordinary shares in issue ('000);				
Number of issued ordinary shares at 1 January	2,809,075	2,752,700	2,809,075	2,752,700
Effect of ordinary shares issued during the financial period Weighted average number of ordinary shares at 30 September 2023 ('000);	110,711		110,711	
	2,919,786	2,752,700	2,919,786	2,752,700
Basic earnings per share (sen)	(0.26)	(0.03)	(0.23)	0.47

B10 NOTES TO THE STATEMENT OF COMPREHENSIVE INCOME

Profit for the current quarter and year-to-date were arrived at after crediting / (charging) the following:

	QUARTEI	QUARTER ENDED		YEAR-TO-DATE	
	30.9.2023	30.9.2022	30.9.2023	30.9.2022	
	RM'000	RM'000	RM'000	RM'000	
Finance income	-	-	284	-	
Finance lease income	4,010	4,413	20,520	14,168	
Depreciation	(946)	(941)	(2,206)	(2,770)	
Finance costs	(8,180)	(1,428)	(18,357)	(11,173)	