



KEY ALLIANCE GROUP BERHAD
Registration No.: 200301007533 (609953-K)
(Incorporated in Malaysia)
THIRD QUARTER ENDED 31 DECEMBER 2024

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

	INDIVIDUAL QUARTER			CUMULATIVE QUARTER		
	2024	2023	<i>Changes</i>	2024	2023	<i>Changes</i>
	CURRENT QUARTER	PRECEDING YEAR CORRESPONDING QUARTER		CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD	
	31/12/2024	31/12/2023	%	31/12/2024	31/12/2023	%
	RM'000	RM'000		RM'000	RM'000	
REVENUE	2,525	7,125	-65%	7,759	19,756	-61%
Operating expenses	(3,754)	(2,146)	75%	(9,644)	(5,739)	68%
Other income	215	227	-5%	583	1,451	-60%
Interest income	15	26	-42%	51	122	-58%
Interest expense	(107)	(99)	8%	(352)	(322)	9%
Fair value adjustment on other investment	(1,182)	(1,456)	-19%	(5,626)	(8,527)	-34%
Share of associate result	39	53	-26%	80	211	-62%
Loss before tax	(4,774)	(3,395)	41%	(14,908)	(12,804)	16%
Taxation	-	(12)	-	-	(12)	-
Loss after taxation	(4,774)	(3,407)	40%	(14,908)	(12,816)	16%
Loss attributable to:						
Equity holders of the company	(4,638)	(3,308)	40%	(14,500)	(12,587)	15%
Non-controlling interest	(136)	(99)	37%	(408)	(229)	78%
Loss after taxation	(4,774)	(3,407)	40%	(14,908)	(12,816)	16%
Weighted average number of shares in issue ('000)	3,678,221	3,678,171		3,678,221	3,678,171	
Loss per share (sen) - basic	(0.13)	(0.09)		(0.39)	(0.34)	

The Unaudited Condensed Consolidated Statement of Profit and Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2024 and the accompanying explanatory notes attached to this interim financial statements.



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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	AS AT END OF CURRENT QUARTER 31/12/2024 (Unaudited) RM'000	AS AT PRECEDING FINANCIAL YEAR ENDED 31/03/2024 (Audited) RM'000
ASSETS		
Non-current Assets		
Property, Plant and Equipment	32,727	35,608
Right of use assets	4,179	5,179
Investment properties	24,955	18,200
Development Expenditure	7,000	7,000
Investment in Associate	11,437	11,357
Other investment	19,257	25,082
	99,555	102,426
Current Assets		
Inventories	822	1,281
Trade and other receivables	8,276	27,221
Tax recoverable	184	261
Fixed deposits with licensed banks	2,823	4,944
Cash and bank balances	1,799	5,224
	13,904	38,931
TOTAL ASSETS	113,459	141,357
EQUITY AND LIABILITIES		
Capital and Reserves		
Issued capital	193,399	193,399
Accumulated loss	(105,690)	(91,190)
	87,709	102,209
Non-controlling interest	(4,500)	(4,115)
Total Equity	83,209	98,094
Non-current Liabilities		
Deferred tax liabilities	497	497
Contract liabilities	-	24
Lease liabilities	3,264	4,101
	3,761	4,622
Current Liabilities		
Trade and other payables	21,153	25,484
Bank overdrafts	1,989	2,991
Contract liabilities	2,088	8,730
Lease Liabilities	1,259	1,436
	26,489	38,641
Total Liabilities	30,250	43,263
TOTAL EQUITY AND LIABILITIES	113,459	141,357
Net assets per share attributable to ordinary equity holders of the parent (RM)	0.0238	0.0278

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2024 and the accompanying explanatory notes attached to this interim financial statements.



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THIRD QUARTER ENDED 31 DECEMBER 2024

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Issued Capital	Warrant Reserve	Accumulated Loss	Non - Controlling Interest	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as of 1 April 2024	193,399	-	(91,190)	(4,115)	98,094
Total comprehensive loss for the period	-	-	(14,500)	(408)	(14,908)
Arising from changes of shareholding in subsidiary	-	-	-	23	23
Balance as of 31 December 2024	193,399	-	(105,690)	(4,500)	83,209

	Issued Capital	Warrant Reserve	Accumulated Loss	Non - Controlling Interest	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as of 1 April 2023	193,396	19,642	(100,977)	(3,821)	108,240
Total comprehensive loss for the period	-	-	(12,587)	(229)	(12,816)
Exercise of warrants	2	-	-	-	2
Warrants expired	-	(19,642)	19,642	-	-
Arising from increase of stakes in subsidiary	-	-	51	(51)	-
Balance as of 31 December 2023	193,398	-	(93,871)	(4,101)	95,426

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 March 2024 and the accompanying explanatory notes attached to this interim financial statements.



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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW

	9-MONTHS ENDED 31/12/2024 (Unaudited) RM'000	12-MONTHS ENDED 31/03/2024 (Audited) RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before tax	(14,908)	(11,462)
Adjustment for:		
Non-cash items	4,839	10,343
Non-operating items	301	331
Operating loss before working capital changes	(9,768)	(788)
Net changes in current assets	10,156	(4,034)
Net changes in current liabilities	(1,341)	12,529
Cash (used in)/generated from operations	(953)	7,707
Interest received	50	142
Interest paid	(352)	-
Net tax (paid)/received	(160)	71
Net cash (used in)/generated from operating activities	(1,415)	7,920
CASH FLOWS FOR INVESTING ACTIVITIES		
Investment in other investment	-	(16,316)
Acquisition of investment in associates	-	(633)
Pledged of fixed deposit	(49)	(2,077)
Proceeds from disposal of plant and equipment	1	348
Proceeds from disposal of other financial assets	-	2,869
Proceeds from disposal of subsidiary	-	100
Purchase of intangible assets	-	(4,000)
Purchase of property, plant and equipment	(116)	(599)
Interest income	-	5
Net cash used in investing activities	(164)	(20,303)
CASH FLOWS FOR FINANCING ACTIVITIES		
Repayment of lease liabilities	(1,014)	(1,914)
Interest paid	-	(473)
Proceeds from issuance of shares	-	3
Net cash used in financing activities	(1,014)	(2,384)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(2,593)	(14,767)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	2,403	17,170
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD/YEAR	(190)	2,403
CASH AND CASH EQUIVALENTS COMPRISE OF:		
Fixed deposits with licensed bank	2,823	4,944
Cash and bank balances	1,799	5,224
Bank overdrafts	(1,989)	(2,991)
	2,633	7,177
Less : Fixed deposits pledged	(2,823)	(4,774)
	(190)	2,403

The unaudited Condensed Consolidated Statement of Cash Flow should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2024 and the accompanying explanatory notes attached to this interim financial statements.



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A. EXPLANATORY NOTES

A1. Basis of Preparation

The condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the Malaysia Financial Reporting Standards (“MFRSs”) 134 – *Interim Financial Reporting* and Rule 9.22 of the ACE Marketing Listing Requirements (“AMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the Group’s audited financial statements for the financial year ended 31 March 2024.

The significant accounting policies adopted by the Group are consistent with those adopted in the audited financial statements for the financial year ended 31 March 2024.

The explanatory notes provide an explanation of events and transactions that are significant for an understanding of the changes in the financial position and performance of the Group since the year ended 31 March 2024.

A2. Auditors’ Report

The auditors’ report for the Group’s annual financial statements for the financial year ended 31 March 2024 was not subject to any qualification.

A3. Seasonal or Cyclical Factors

The Group does not experience any significant seasonal or cyclical sales cycle. However, there may be fluctuations between the quarters due to the nature of the Group’s integration businesses which are secured on a project by project basis.

A4. Unusual Items

During the financial quarter under review, there were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group.

A5. Material Changes in Estimates

There were no changes in the estimate of amounts reported in the prior quarter or financial year which have material effect on the current quarter results.



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A6. Changes in Debts and Equity Securities

There were no issuance and repayment of debt and equity securities, share buy-backs, share cancellation, shares held as treasury shares and resale of treasury shares during the current quarter under review.

A7. Dividend

No dividend has been declared or paid during the current financial year-to-date under review.

A8. Segmental Reporting

The Group's business is wholly conducted in Malaysia and therefore there's no geographical segment. The Group's reportable segments were identified as follows:

- Cloud and IT Services – Provision of cloud and disaster recovery services
- Trading of Kitchen Appliances, IT and office automation and medical equipment– Provision of distributing and reselling of kitchen appliances, IT-related product and office automation and services
- Construction and renovation – Provision of the general builders, contractors, renovations, project management and specialist in all kinds of construction works and renovation works.

Other non-reportable comprise operations related to investment holding and other services.



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A8. Segmental Reporting (Cont'd)

Business Segments	Cloud and IT Services	Trading	Construction and renovation	Others	Elimination	Group
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Current quarter ended 31 December 2024						
Revenue	<u>1,658</u>	<u>739</u>	<u>130</u>	<u>45</u>	<u>(87)</u>	<u>2,525</u>
Segment results	(1,608)	(326)	(579)	(3,078)	871	(4,720)
Interest expenses						(107)
Interest income						15
Share of associate result						<u>38</u>
Loss before tax						<u>(4,774)</u>
Taxation						-
Loss after tax						<u><u>(4,774)</u></u>
Segment assets	<u>38,455</u>	<u>22,110</u>	<u>-</u>	<u>106,371</u>	<u>(53,477)</u>	<u>113,459</u>



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A8. Segmental Reporting (Cont'd)

Business Segments	Cloud and IT Services	Trading	Construction and renovation	Others	Elimination	Group
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Quarter ended 31 December 2023						
Revenue	<u>2,176</u>	<u>919</u>	<u>4,215</u>	<u>81</u>	<u>(266)</u>	<u>7,125</u>
Segment results	(1,014)	(521)	57	(1,990)	93	(3,375)
Interest expenses						(99)
Interest income						26
Share of associate result						<u>53</u>
Loss before tax						(3,395)
Taxation						-
Loss after tax						<u>(3,395)</u>
Segment assets	<u>41,758</u>	<u>24,017</u>	<u>21,745</u>	<u>130,804</u>	<u>(82,778)</u>	<u>135,546</u>

A9. Valuation of Property, Plant and Equipment

The valuation of property, plant and equipment were brought forward without any amendments from the preceding annual financial statements.

A10. Subsequent Events

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



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A11. Changes in the Composition of the Group

The Company had on 1st October 2024 entered into a Share Sale Agreement to dispose 100% of the issued and paid-up capital of Design Dept Sdn Bhd (“DDSB”) for a consideration of RM100,000. DDSB has ceased to be the subsidiary of the Group upon completion.

There were no other material changes to the composition of the Group for the current quarter under review.

A12. Changes in Contingent Assets and Contingent Liabilities

There was no material contingent assets or contingent liabilities for the current quarter under review.

A13. Capital Commitments

There were no material capital commitments for the purchase of property, plant and equipment incurred or known to be incurred for in the current quarter under review.



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B. ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS

B1. Review of Performance

The Group recorded revenue of RM2.53 million, 64.52% lower than RM7.13 million recorded in the corresponding quarter last year. This is due to the lower revenue contributed by all the segments, mainly construction and renovation segment.

The Group recorded a net loss after taxation of RM4.77 million as compared to the last year corresponding quarter's loss after taxation of RM3.40 million. This is in line with the decrease in revenue and also due to the following:

- a) The fair value loss on other investment of RM1.18 million for the current quarter under review as compared to the fair value loss on other investment of RM1.46 million in the last year corresponding quarter.

The performance of the respective business segments for the quarter ended 31 December 2024 as compared to the last year corresponding quarter is analysed as follows:-

1) Cloud and IT Services

The cloud and IT services segment recorded revenue of RM1.66 million for the current financial quarter ended 31 December 2024 compared to RM2.18 million recorded in the last year corresponding quarter. The cloud and IT services segment recorded loss before taxation of RM1.61 million compared to loss before taxation of RM1.02 million in the last year corresponding quarter. This is in line with the decrease in revenue.



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B1. Review of Performance (Cont'd)

2) *Trading*

The trading segment recorded revenue of RM0.74 million for the current financial quarter ended 31 December 2024 compared to RM0.92 million in the last year corresponding quarter. The trading segment recorded loss before taxation of RM0.33 million as compared to loss before taxation of RM0.56 million in the last year corresponding quarter.

3) *Construction and renovation*

The construction and renovation segment recorded a revenue of RM0.13 million during the quarter compared to RM4.21 million in the last year corresponding quarter. The segment recorded loss before taxation of RM0.58 million during the current quarter as compared to profit before taxation of RM54,000 in the last year corresponding quarter.

B2. Future Prospect

The Board is of the view that more companies and enterprises recognising the critical importance of cloud technologies. Looking ahead, the Group plans to strategically focus its resources on the Cloud and IT segment to fully leverage the growing demand for digitization. As industries continue to undergo digital transformation, the Group is well-positioned to capture significant portion of the expanding market for cloud-based solutions. In addition to driving growth through its cloud offerings, the Group remains committed to actively monitoring market trends. This vigilance allows the Group to adapt its strategies in response to changing conditions, minimizing risks such as shift in client needs while simultaneously identifying and capitalising on emerging opportunities.

In the past three years, the Group was faced with some challenging periods, brought on by Covid-19. The unprecedented fallout of this pandemic caused the Group to attempt to pivot to numerous industries in E-Commerce, Medical Trading and Consumer goods trading.

As the economy streamlines and consolidates, market behavioural patterns have emerged that the Group has reacted by restructuring and reorganising its focus.

The current AI focus in the world will see continuous drive in IT services, cloud platforms usage and data center services.

The Group's challenge now is to ensure it remains at the forefront of technology adoption.



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B3. Changes in Profit/Loss before Taxation against Immediate Preceding Quarter

For the current quarter under review, the Group's revenue was RM2.53 million which is lower by RM0.42 million as compared to immediate preceding quarter revenue of RM2.95 million.

The current quarter recorded loss after tax of RM4.77 million as compared to the loss after tax of RM3.74 million for the immediate preceding quarter. This is in line with the decrease in revenue and also the fair value loss on the other investment during the current quarter under review is increased by RM0.10 million.

The performance of the respective business segments for the quarter ended 31 December 2024 as compared to the immediate preceding corresponding quarter is analysed as follows:-

1) *Cloud Services*

The cloud services recorded revenue of RM1.66 million during the current financial quarter ended 31 December 2024 as compared to the RM1.68 million in the immediate preceding corresponding quarter. This segment recorded a loss after taxation of RM1.61 million in the current quarter under review as compared to immediate preceding corresponding quarter loss after taxation of RM1.19 million. This is mainly due to the additional cost incurred for new contracts secured.

Trading

The trading segment recorded revenue of RM0.74 million in the current financial quarter ended 31 December 2024 as compared to immediate preceding corresponding quarter revenue of RM0.66 million. This segment recorded a loss after taxation of RM0.33 million in the current quarter under review as compared to immediate preceding corresponding quarter loss after taxation of RM0.43 million.



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B3. Changes in Profit/Loss before Taxation against Immediate Preceding Quarter (Cont'd)

2) Construction and renovation

The construction and renovation segment recorded revenue of RM0.13 million in the current quarter ended 31 December 2024 as compared to immediate preceding corresponding quarter revenue of RM0.66 million. The construction and renovation segment recorded loss before taxation of RM0.58 million as compared to loss before taxation of RM7.22 million in the immediate preceding corresponding quarter which is due to the provision of impairment loss on other receivable amounting to RM6.83 million incurred during the immediate preceding corresponding quarter under review.

B4. Profit Forecast

- (a) No profit forecast was announced hence there was no comparison made with the actual results.
- (b) There is no shortfall in profit guarantee as the Group did not provide any profit guarantee.

B5. Taxation

	9-months ended 31/12/2024	12-months ended 31/03/2024
	RM'000	Audited RM'000
Income tax		
- Current year provision	-	(198)
- Under provision in previous year	-	(11)
Deferred taxation	-	-
Total	<u>-</u>	<u>(209)</u>

Income tax is calculated at the Malaysian statutory tax rate of 24% (2024:24%) of the estimated assessable profit for the year.

B6. Profit on sale of Unquoted Investments and/or Properties

There was no disposal of unquoted investments and/or properties for the current quarter and financial year-to-date under review.



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B7. Purchase and Disposal of Quoted Securities

(a) The details of the investment in quoted shares as at 31 December 2024 are as below:

	As at 31 December 2024
	RM'000
At cost	71,957
At book value	19,185

B8. Corporate Proposals

Multiple Proposals

On 10 January 2025, the Board of Directors has announced that the Company proposes to undertake the following:-

- (i) proposed consolidation of every 30 existing ordinary shares in KAG (“KAG Share(s)” or “Share(s)”) into 1 Share (“Consolidated Share(s)”) (“Proposed Share Consolidation”); and
- (ii) proposed reduction of up to RM96,000,000 of the issued share capital of KAG pursuant to Section 117 of the Companies Act 2016 (“Act”) (“Proposed Share Capital Reduction”)

(Collectively referred as the “Proposals”)

The application in relation to the Proposed Share Consolidation has been submitted to Bursa Securities on 13 January 2025.

Bursa Securities has, vide its letter dated 17 January 2025, resolved to approve the Proposals.

There was no other corporate proposal announced but not completed for the quarter under review.



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B9. Group Borrowings

As at 31 December 2024	Short-term RM'000	Long-term RM'000	Total RM'000
Secured			
Hire purchase	51	1	52
Other lease liabilities	1,208	3,263	4,471
Bank overdraft	1,989	-	1,989
Total	3,248	3,264	6,512
As at 31 March 2024	Short-term RM'000	Long-term RM'000	Total RM'000
Secured			
Hire purchase	51	38	89
Other lease liabilities	1,385	4,063	5,448
Bank overdraft	2,991	-	2,991
Total	4,427	4,101	8,528

B10. Off Balance Sheet Financial Instruments

The Group does not have any off-balance sheet financial instruments as at the date of this quarterly report.

B11. Material Litigation

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

B12. Dividend

No dividend has been declared or paid during the current quarter and the financial year-to-date under review.



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B13. Loss Before Tax

Loss for the period is arrived after charging/(crediting) the following:

	Quarter Ended		Cumulative Year-To-Date Ended	
	31/12/2024 RM'000	31/12/2023 RM'000	31/12/2024 RM'000	31/12/2023 RM'000
Depreciation & amortization	373	1,594	1,118	4,491
Fair value adjustment on other investment / quoted shares	1,182	1,456	5,626	8,527
Interest expenses	107	99	352	322
Allowance/(Reversal) for expected credit losses and impairment losses of trade and other receivables	399	(71)	489	(600)
(Reversal)/Allowance for impairment loss on inventories	(1,084)	-	(1,175)	39
Reversal of impairment loss on plant and machinery and rights of used assets	-	-	(36)	(85)
Bad debts written back	-	(4)	(2)	(15)
Gain on disposal of fixed assets	(19)	2	-	(39)
Gain on disposal of other investments	-	-	-	(671)
Interest income	(15)	(26)	(51)	(122)



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B14. Status of utilisation of proceeds

Rights issue

On 20 November 2020, the Rights Issue with Warrants has been completed with the listing of Rights Shares and Warrants on the ACE Market of Bursa Malaysia Securities Berhad. As at 31 December 2024, the status of the utilisation of the proceeds raised is as follow:

Purpose	Proposed Utilisation RM'000	Variation RM'000	Revised Utilisation of Proceeds RM'000	Revised Actual Utilisation RM'000	Intended Timeframe for Utilisation
Business expansion					
- <i>Purchase of Covid-19 RT PCR Test Kit, and other in vitro diagnostic devices and/or medical equipment/devices</i>	28,995	1,388	30,383	(30,383)	Within 12 months from completion
- <i>Staff related costs</i>	1,000	-	1,000	(646)	Within 12 months from completion
- <i>Marketing & Advertising costs</i>	5,000	(2,400)	2,600	(286)	Within 12 months from completion
Repayment of bank borrowings	9,600	-	9,600	(9,600)	Within 6 months from completion
Working capital	3,810	1,012	4,822	(4,822)	Within 12 months from completion
Estimated expenses for the Corporate Exercises	700	-	700	(700)	Upon completion



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B14. Status of utilisation of proceeds (Cont'd)

Private Placement I

On 23 December 2021, the Private Placement I has been completed with the listing of 510,861,906 placement shares on the ACE Market of Bursa Malaysia Securites Berhad. As at 31 December 2024, the status of the utilisation of the proceeds raised is as follow:

Purpose	Proposed Utilisation RM'000	Actual Utilisation RM'000	Intended Timeframe for Utilisation
Development of an electronic-commerce marketplace/platform for medical equipment, devices and related products	6,787	(5,148)	Within 12 months from completion
Estimated expenses	<u>110</u>	<u>(92)</u>	Upon completion

Private Placement II

On 13 April 2022, the Private Placement II has been completed with the listing of 613,000,000 placement shares on the ACE Market of Bursa Malaysia Securites Berhad. As at 31 December 2024, the status of the utilisation of the proceeds raised is as follow:

Purpose	Proposed Utilisation RM'000	Actual Utilisation RM'000	Intended Timeframe for Utilisation
Data centre maintenance and upgrade	2,070	(2,070)	Within 12 months from completion
Software development / expansion for agricultural cloud-based business	1,274	(839)	Within 12 months from completion
Working capital	1,589	(1,402)	Within 18 months from completion
Estimated expenses in relation to the proposals	<u>400</u>	<u>(400)</u>	Upon completion



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B15. Earnings per Share

Basic

The earnings per share for the current quarter and cumulative quarter year-to-date are computed as follows:

	Quarter Ended		Year-To-Date Ended	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Net loss for the period attributable to ordinary equity holders of the Company (RM'000)	(4,638)	(3,308)	(14,500)	(12,587)
Weighted average number of ordinary shares in issue ('000)	3,678,221	3,678,171	3,678,221	3,678,171
Loss per share (sen)	<u>(0.13)</u>	<u>(0.09)</u>	<u>(0.39)</u>	<u>(0.34)</u>