

ANCOM LOGISTICS BERHAD (Registration No: 196601000150 (6614-W))

(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE FINANCIAL QUARTER ENDED 28 FEBRUARY 2022**

	Individual quarter ended		Year-to-date ended	
	28.02.2022	28.02.2021	28.02.2022	28.02.2021
	RM'000	RM'000	RM'000	RM'000
Revenue	7,240	7,682	22,132	22,538
Cost of sales	(5,525)	(5,926)	(16,738)	(17,288)
Gross profit	1,715	1,756	5,394	5,250
Other income	101	143	472	741
Administrative expenses	(1,329)	(1,104)	(3,868)	(3,722)
Other operating expenses	8	3	(19)	(30)
Finance costs	(134)	(169)	(433)	(469)
Profit before taxation	361	629	1,546	1,770
Tax expense	(209)	(241)	(751)	(707)
Net profit for the financial period	152	388	795	1,063
(Loss)/Profit attributable to:				
Owners of the parent	(118)	86	(47)	266
Non-controlling interests	270	302	842	797
	152	388	795	1,063
(Loss)/Profit per ordinary share attributable to owners of the parent	Sen	Sen	Sen	Sen
- Basic and diluted	(0.02)	0.02	(0.01)	0.06

The Unaudited Condensed Consolidated Income Statement should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2021 and the accompanying notes to this Interim Financial Report.

ANCOM LOGISTICS BERHAD (Registration No: 196601000150 (6614-W))

(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE FINANCIAL QUARTER ENDED 28 FEBRUARY 2022**

	Individual quarter ended		Year-to-date ended	
	28.02.2022	28.02.2021	28.02.2022	28.02.2021
	RM'000	RM'000	RM'000	RM'000
Net profit for the financial period	152	388	795	1,063
Other comprehensive income				
Items that may be reclassified subsequently to				
Foreign currency translation	-	-	-	-
Other comprehensive income, net of tax	-	-	-	-
Total comprehensive income	152	388	795	1,063
Total comprehensive (loss)/income attributable to:				
Owners of the parent	(118)	86	(47)	266
Non-controlling interests	270	302	842	797
	152	388	795	1,063

The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2021 and the accompanying notes to this Interim Financial Report.

ANCOM LOGISTICS BERHAD (Registration No: 196601000150 (6614-W))

(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 28 FEBRUARY 2022**

	Unaudited 28.02.2022 RM'000	Audited 31.05.2021 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	15,036	18,069
Rights-of-use assets	8,879	9,310
Investment in associate	2,219	2,219
	26,134	29,598
Current assets		
Trade and other receivables	18,085	18,594
Tax recoverable	6	5
Other investments	2,222	2,191
Short term deposits with licensed banks	154	152
Cash and bank balances	3,804	2,875
	24,271	23,817
TOTAL ASSETS	50,405	53,415
EQUITY AND LIABILITIES		
Current liabilities		
Trade and other payables	13,142	12,942
Loan and borrowings	552	552
Short term lease liabilities	1,227	3,090
Provision for taxation	236	235
	15,157	16,819
Non-current liabilities		
Deferred tax liabilities	3,153	3,478
Long term lease liabilities	2,302	2,726
Loan and borrowings	96	510
	5,551	6,714
TOTAL LIABILITIES	20,708	23,533
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT		
Share capital	23,664	23,664
Reserves	8,526	8,526
Accumulated loss	(8,767)	(8,720)
	23,423	23,470
Non-controlling interests	6,274	6,412
TOTAL EQUITY	29,697	29,882
TOTAL EQUITY AND LIABILITIES	50,405	53,415
Net assets per share attributable to owners of the parent (RM)	0.05	0.05

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2021 and the accompanying notes to this Interim Financial Report.

ANCOM LOGISTICS BERHAD (Registration No: 196601000150 (6614-W))

(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL QUARTER ENDED 28 FEBRUARY 2022

	Attributable to equity holders of the Company			Total RM'000	Non- controlling interests RM'000	Total equity RM'000
	----- Non-Distributable-----	Distributable				
	Share capital RM'000	Merger reserve RM'000	Accumulated loss RM'000			
Balance as at 1 June 2020	23,664	8,526	(9,102)	23,088	7,245	30,333
Total comprehensive income	-	-	382	382	1,008	1,390
Transactions with owners						
Disposal of a subsidiary	-	-	-	-	315	315
Dividend paid to non-controlling interests	-	-	-	-	(2,156)	(2,156)
Total transactions with owners	-	-	-	-	(1,841)	(1,841)
Balance as at 31 May 2021	23,664	8,526	(8,720)	23,470	6,412	29,882
Total comprehensive income	-	-	(47)	(47)	842	795
Transaction with owners						
Dividend paid to Non-controlling interests	-	-	-	-	(980)	(980)
Balance as at 28 February 2022	23,664	8,526	(8,767)	23,423	6,274	29,697

The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2021 and the accompanying notes to this Interim Financial Report.

ANCOM LOGISTICS BERHAD (Registration No: 196601000150 (6614-W))

(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE FINANCIAL QUARTER ENDED 28 FEBRUARY 2022**

	Year-to-date ended	
	28.02.2022	28.02.2021
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	1,546	1,770
Adjustments for non-cash items:		
Depreciation and amortisation	4,238	4,343
Interest expense	433	469
Interest income	(2)	(32)
Others	(145)	(356)
Operating profit before working capital changes	6,070	6,194
Net changes in working capital	709	(1,477)
Income tax paid	(1,076)	(884)
Net cash generated from operating activities	5,703	3,833
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(567)	(1,412)
Proceed from disposal of property, plant and equipment	114	144
Net cash outflow on disposal of a subsidiary	-	(2)
Sale of other investments	-	800
Placement of deposits pledged to a licensed bank	(2)	(3)
Interest received	2	32
Net cash used in investing activities	(867)	(441)
CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(240)	(155)
Dividend paid to non-controlling interest of a subsidiary	(980)	(1,568)
Payment for lease liabilities	(2,273)	(2,090)
Net repayment of borrowings	(414)	(414)
Net cash used in financing activities	(3,907)	(4,227)
Net increase/(decrease) in cash and cash equivalents	929	(835)
Cash and cash equivalents at the beginning of the financial year	2,875	3,642
Effect of exchange rate changes	-	-
Cash and cash equivalents at the end of the financial period	3,804	2,807
Cash and cash equivalents		
Cash and bank balances	3,804	2,807
Short term deposits with licensed banks	154	151
	3,958	2,958
Deposits with maturity more than three (3) months	(154)	(151)
	3,804	2,807

The Unaudited Condensed Consolidated Statement of Cash Flow should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2021 and the accompanying notes to this Interim Financial Report.

ANCOM LOGISTICS BERHAD

(Incorporated in Malaysia)

(Company No: 6614-W)

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FINANCIAL QUARTER ENDED 28 FEBRUARY 2022

A. EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD ("MFRS") 134

A1 Basis of preparation

This Interim Financial Report of Ancom Logistics Berhad ("ALB") and its subsidiaries ("Group") is unaudited and has been prepared in accordance with MFRS 134: Interim Financial Reporting and Rule 9.22(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("ACE Market Listing Requirements").

This Interim Financial Report should be read in conjunction with the Audited Financial Statements of ALB for the financial year ended 31 May 2021. These explanatory notes attached to this Interim Financial Report 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 financial year ended 31 May 2021.

For the financial periods up and including the financial year ended 31 May 2021, the Group prepared its financial report in accordance with Malaysian Financial Reporting Standard ("MFRSs") and International Financial Reporting Standards ("IFRSs"). The accounting policies and methods of computation adopted by the Group in this Interim Financial Report are consistent with those adopted in the most recent audited financial statements for the financial year ended 31 May 2021.

A2 Significant accounting policies

The accounting policies and methods of computation adopted by the Group in this Interim Financial Report are consistent with those adopted in the most recent audited financial statements for the financial year ended 31 May 2021 except for the adoption of the following Amendments to MFRSs and IC Interpretation (collectively referred to as "pronouncements") which are applicable to the Group for the financial year beginning 1 June 2021:

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

The adoption of the above pronouncements did not have any material impact on the financial statements of the Group.

A3 Auditors' report on preceding annual financial statements

The auditors did not qualify the Group's Audited Financial Statements for the financial year ended 31 May 2021.

A4 Seasonality or cyclicity

The operations of the Group were not significantly affected by any seasonal and cyclical factors.

A5 Items of unusual nature and amount

During the financial quarter ended 28 February 2022, there were no items affecting the assets, liabilities, equity, net income or cash flows of the Group that are material and unusual by reason of their nature, size or incidence.

A6 Changes in estimates

There was no material changes in estimates amounts reported in prior period that have a material effect on the financial quarter ended 28 February 2022.

A7 Debt and equity securities

There was no issuance, cancellation, repurchase or repayment of debt and equity securities during the financial quarter ended 28 February 2022.

A8 Dividends

There was no dividend declared and/or paid during the financial quarter ended 28 February 2022.

A9 Segmental information

For management purposes, the Group is organised into business units based on their products, and there are two (2) operating segments as follows:

- (a) The logistics segment is in the business of providing services such as rental and transportation services. It also includes freight forwarding, packing and crafting services.

(b) The other segment is involved in investment holding activities.

	Logistics RM'000	Others RM'000	Elimination RM'000	Total RM'000
28 February 2022				
Revenue				
External revenue	22,132	-	-	22,132
Inter-segment revenue	-	-	-	-
Total revenue	<u>22,132</u>	<u>-</u>		<u>22,132</u>
Segment results	3,369	(1,390)	-	1,979
Finance costs				<u>(433)</u>
Profit before taxation				1,546
Tax expense				<u>(751)</u>
Net profit for the financial period				<u>795</u>
28 February 2021				
Revenue				
External revenue	22,538	-	-	22,538
Inter-segment revenue	-	-	-	-
Total revenue	<u>22,538</u>	<u>-</u>		<u>22,538</u>
Segment results	3,293	(1,054)	-	2,239
Finance costs				<u>(469)</u>
Profit before taxation				1,770
Tax expense				<u>(707)</u>
Net profit for the financial period				<u>1,063</u>

A10 Valuation of property, plant and equipment

The Group did not carry out any valuation on its property, plant and equipment during the financial quarter ended 28 February 2022.

A11 Capital commitments

The capital commitments as at the end of the reporting date are as follows:

	RM'000
Property, plant and equipment	
- Approved and contracted for	-
- Approved but not contracted for	<u>20,600</u>
	<u>20,600</u>

A12 Changes in composition of the Group

There were no material changes in the composition of the Group for the financial quarter ended 28 February 2022.

A13 Changes in contingent liabilities

There were no material changes to the contingent liabilities disclosed since the last Audited financial statements for the financial year ended 31 May 2021.

A14 Subsequent events

There were no events subsequent to the end of the financial quarter ended 28 February 2022 up to the date of this Interim Financial Report which may substantially affect the results or operations of the Group.

B. ADDITIONAL INFORMATION REQUIRED UNDER THE ACE MARKET LISTING REQUIREMENTS

B1 Review of Group's performance

Overall review for the financial period and quarter ended 28 February 2022

For the nine months ended 28 February 2022, the revenue of the Group decreased slightly to RM22.1 million compared to RM22.5 million for the corresponding period last year. Consequently, the Group reported lower profit before taxation ("PBT") of RM1.5 million for the current financial period compared to RM1.8 million for the corresponding period last year.

During the financial quarter ended 28 February 2022, the Group posted lower revenue of RM7.2 million compared to RM7.7 million last year. Lower revenue reported is mainly due to several clients prolong their closure due to the Covid-19 pandemic. As a result, the Group reported lower PBT of RM0.4 million for the current financial quarter as compared to RM0.6 million in the corresponding quarter last year.

Review of business segments for the financial period ended 28 February 2022

For the nine months ended 28 February 2022, the Logistics segment posted lower revenue of RM22.1 million compared to RM22.5 million for the corresponding period last year. Despite lower revenue, this segment reported a higher segmental profit of RM3.4 million compared to RM3.3 million in corresponding period last year.

The results of others segment are mainly attributed to corporate expenses incurred by the investment holding company. This segment reported higher segmental loss of RM1.4 million for the current financial period compared to RM1.1 million in corresponding period last year.

B2 Material change in the results for the current financial quarter as compared with immediate preceding financial quarter

Revenue for the current financial quarter decreased to RM7.2 million as compared to RM7.8 million in the immediate preceding quarter. Consequently, the Group reported lower PBT of RM0.4 million for current financial quarter compared to RM0.9 million in the immediate preceding financial quarter.

B3 Current year prospects

The petrochemicals industry was already experiencing a slowdown due to low demand and market uncertainties. The COVID-19 Pandemic has further exacerbated the situation when economy was made standstill with measures imposed to slow the spread of the disease. The second MCO and lockdown effective June 2021 until August 2021 has adverse impact on the operation and business of the company in the first quarter of the financial year.

The Board will continue to exercise caution in managing the business. Management has implemented immediate austerity measures since the start of the Covid-19 pandemic in March 2020 and is continuously exploring ways to build new capabilities for long term growth.

B4 Forecast profit, profit guarantee and internal targets

The Group did not provide any profit forecast, profit guarantee and internal targets in any publicly available documents or announcements.

B5 Profit before taxation

	Individual quarter ended 28.02.2022 RM'000	Year-to-date ended 28.02.2022 RM'000
The profit before taxation is stated after charging/(crediting):		
Interest income	(1)	(2)
Loss on foreign exchange	(8)	19
Fair value gain on other investment	10	31
Finance costs	134	433
Gain on disposal of property plant and equipment	-	114
Depreciation and amortisation	1,404	4,238

B6 Tax expense

	Individual quarter ended		Year-to-date ended	
	28.02.2022	28.02.2021	28.02.2022	28.02.2021
	RM'000	RM'000	RM'000	RM'000
Current tax expense based on profit for the financial period:				
Malaysian income tax	356	241	1,075	707
Under provision in prior years:				
Malaysian income tax	-	-	-	-
	356	241	1,075	707
Deferred taxation:				
Transfer to deferred taxation	(147)	-	(324)	-
Under provision in prior years	-	-	-	-
	209	241	751	707

The effective tax rate of the Group is higher than the statutory rate in the current financial quarter is mainly due to certain expenses being disallowed for taxation purposes.

B7 Status of corporate proposals

There were no corporate proposals announced but not completed at the date of issuance of this Interim Financial Report other than the following:

ALB had on 16 July 2020 announced that the Company and its holding company, Ancom Nylex Berhad (formerly known as Ancom Berhad) ("Ancom"), had entered into a Heads of Agreement ("HOA") with S7 Holdings Sdn Bhd ("S7"), Merrington Assets Limited ("MAL"), MY E.G. Capital Sdn Bhd ("MYEG Capital") and Avocat Sdn Bhd ("Avocat") for the following:

(S7, MAL, MYEG Capital and Avocat shall be collectively referred to as "Vendors" and ALB, Ancom and Vendors shall be collectively referred to as "Parties")

- i. Proposed acquisition by ALB of the entire share capital of S5 Holdings Inc. (Company No.: LL14071) ("S5") from the Vendors at a price to be agreed by the Parties, subject to a valuation report to be issued by an independent valuer to be agreed by the Parties, and in return ALB shall issue new ordinary shares in ALB ("ALB Shares") based on RM0.10 per share ("Consideration Shares") to the Vendors ("Proposed Acquisition");
- ii. Proposed Mandatory General Offer by the Vendors for the shares of ALB which are not owned by the Vendors upon completion of the Proposed Acquisition ("Proposed Mandatory General Offer");
- iii. Proposed private placement of new ordinary shares to be issued by ALB after the Proposed Acquisition ("Proposed Private Placement");
- iv. Proposed offer for sale of part of the Consideration Shares in ALB to be held by the Vendors upon completion of the Proposed Acquisition to independent third party investors ("Proposed Offer for Sale"); and
- v. Proposed disposal by ALB of Synergy Trans-Link Sdn Bhd ("STL"), a wholly-owned subsidiary of ALB, to Nylex (Malaysia) Berhad ("Nylex"), a 50.25% subsidiary of Ancom, at a valuation to be agreed by ALB and Nylex and upon such terms and conditions to be determined later ("Proposed Disposal"). For avoidance of doubt, the Proposed Acquisition, the Proposed Mandatory General Offer, Proposed Private Placement and Proposed Offer for Sale are not conditional upon the Proposed Disposal.

(Proposed Acquisition, Proposed Mandatory General Offer, Proposed Private Placement, Proposed Offer for Sale and Proposed Disposal shall be collectively be referred to as "Proposals")

On 19 January 2022, ALB and Ancom have entered into a supplemental agreement to the HOA ("Supplemental HOA") with S7, MAL, MYEG Capital and Avocat to vary the terms and conditions of the HOA as follows:

- i. Extended the expiry date of the HOA for a further period of 3 months to 15 April 2022 with an extension of another three months ("Extended Negotiation Period") if the following conditions are fulfilled:
 - (a) Any of S5 and/or any of its subsidiaries ("S5 Group") enter into binding contracts which are within the core businesses of any of the corporations within S5 Group whereby the revenue to S5 Group arising from such binding contracts is worth at least RM300,000,000. The vendors shall procure ALB to furnish proof of such binding contracts to the satisfaction of ALB.

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Notes to the Interim Financial Report for the financial quarter ended 28 February 2022

For the avoidance of doubt, if the condition above is not fulfilled to the satisfaction of ALB within the Negotiation Period, the HOA shall terminate.

- ii. Varied the purchaser of Synergy Trans-Link Sdn Bhd, a wholly-owned subsidiary of ALB, from Nylex (a subsidiary of Ancom) to Ancom or its subsidiary.

For the avoidance of doubt, the Proposed Disposal has been varied and is to be read as "The proposed disposal by ALB of the subsidiaries of ALB to Ancom or its subsidiary at a valuation to be agreed by ALB and Ancom or its subsidiary and upon such terms and conditions to be determined later".

On 15 April 2022, the Company announced that the HOA (as supplemented by the Supplemental HOA) has expired and lapsed as the conditions in the Supplementary HOA has not been met, and no further extension of time of the Negotiation Period has been requested by the Vendors.

Upon expiry and lapse of the HOA (as supplemented by the Supplemental HOA), the Parties shall have no claims against each other under the HOA and Supplemental HOA, unless due to antecedent breaches.

B8 Utilisation of proceeds

The Company does not have any unutilised proceeds raised from any corporate exercise.

B9 Borrowings

The borrowings of the Group denominated in their functional currencies are as follows:

	28.02.2022	31.05.2021
	RM'000	RM'000
SHORT TERM BORROWINGS		
Secured:		
Ringgit Malaysia	552	552
LONG TERM BORROWINGS		
Secured:		
Ringgit Malaysia	96	510
	648	1,062

B10 Material litigation

The Group does not have any material litigation as at the date of this Interim Financial Report.

B11 Dividend

There was no dividend declared and/or paid during the financial quarter and period ended 28 February 2022.

B12 Earnings per shareBasic earnings per share

	Individual quarter ended		Year-to-date ended	
	28.02.2022	28.02.2021	28.02.2022	28.02.2021
Weighted average number of ordinary shares ('000)	473,286	473,286	473,286	473,286
Net (loss)/profit attributable to owners of the parent (RM'000)	(118)	86	(47)	266
(Loss)/Profit per ordinary share (sen) - Basic	(0.02)	0.02	(0.01)	0.06

Diluted earnings per share

Diluted earnings per share is the same as basic earnings per share as there is no dilutive potential ordinary share.

The Company does not have convertible securities at the end of the reporting periods.