

Registration No.: 200301007533 (609953-K)
(Incorporated in Malaysia)
THIRD QUARTER ENDED 31 DECEMBER 2023

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

	INDIVIDUAL QUARTER			CUMULATIVE QUARTER			
	2023	2022		2023	2022		
	CURRENT QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	Changes	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD	Changes	
	31/12/2023 RM'000	31/12/2022 RM'000	%	31/12/2023 RM'000	31/12/2022 RM'000	%	
REVENUE	7,125	5,594	27%	19,756	28,396	-30%	
Operating expenses	(2,146)	(2,380)	-10%	(5,739)	(6,992)	-18%	
Other income	227	236	-4%	1,451	715	103%	
Interest income	26	65	-60%	122	181	-33%	
Interest expense	(99)	(136)	-27%	(322)	(440)	-27%	
Fair value adjustment on other investment	(1,456)	277	-626%	(8,527)	(6,459)	32%	
Share of associate result	53	127	-58%	211	(1,186)	-118%	
Loss before tax	(3,395)	(1,811)	87%	(12,804)	(14,181)	-10%	
Taxation	(12)	-	-	(12)	-	-	
Loss after taxation	(3,407)	(1,811)	88%	(12,816)	(14,181)	-10%	
Loss attributable to: Equity holders of the company Non-controlling interest	(3,308) (99)	(1,729) (82)	91% 21%	(12,587) (229)	(13,945) (236)	-10% -3%	
Loss after taxation	(3,407)	(1,811)	88%	(12,816)	(14,181)	-10%	
Weighted average number of shares in issue ('000) Loss per share (sen) - basic	3,678,181 (0.09)	3,651,422 (0.05)		3,678,181 (0.34)	3,651,422 (0.38)		

The unaudited condensed consolidated statement of profit and loss and other comprehensive income should be read in conjunction with the annual audited financial statements for the financial year ended 31 March 2023 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 31/12/2023 (Unaudited)	AS AT PRECEDING FINANCIAL YEAR ENDED 31/03/2023 (Audited)
ASSETS	RM'000	RM'000
Non-current Assets Property, Plant and Equipment Right of use assets Investment properties Development Expenditure Investment in Associate Other investment	36,872 3,409 18,200 5,222 10,174 28,424 102,301	40,108 4,557 18,200 222 9,963 23,102 96,152
Current Assets		
Inventories Trade and other receivables Tax recoverable Fixed deposits with licensed banks Cash and bank balances	1,514 21,038 319 2,799 7,575 33,245	2,021 27,926 541 2,748 19,111 52,347
TOTAL ASSETS	135,546	148,499
EQUITY AND LIABILITIES Capital and Reserves Issued capital Accumulated loss Warrants reserve Non-controlling interest	193,398 (93,871) - - 99,527 (4,101)	193,396 (100,977) 19,642 112,061 (3,821)
Total Equity	95,426	108,240
Non-current Liabilities Deferred tax liabilities Contract liabilities Lease liabilities Current Liabilities Trade and other payables Bank overdrafts	497 76 2,580 3,153 26,532 1,996	497 371 3,370 4,238 21,460 1,993
Contract liabilities	7,224	10,682
Lease Liabilities	1,215 36,967	1,886 36,021
Total Liabilities	40,120	40,259
TOTAL EQUITY AND LIABILITIES	135,546	148,499
TOTAL EQUIT I AND LIADILITIES	135,546	140,499

The unaudited condensed consolidated Balance Sheet should be read in conjuction with the annual audited financial statements for the financial year ended 31 March 2023 and the accompanying explanatory notes attached to this interim financial statements.

0.0271

0.0305

Net assets per share attributable to ordinary

equity holders of the parent (RM)



KEY ALLIANCE GROUP BERHAD (609953-K)

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UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY Non -**Share Option** Controlling Issued Warrant Accumulated Capital Reserve Reserve Loss Interest Total RM'000 RM'000 RM'000 RM'000 RM'000 RM'000 Balance as of 1 April 2023 193,396 (100,977)19,642 (3,821)108,240 Total comprehensive loss for the period (12,587)(229)(12,816)2 Exercise of warrants Warrants expired (19,642)19,642 Arising from increase of stakes in subsidiary 51 (51)(93,871) Balance as of 31 December 2023 193,398 (4,101)95,426 Non -**Share Option** Issued Warrant Accumulated Controlling Capital Reserve Reserve Loss Interest **Total** RM'000 RM'000 RM'000 RM'000 RM'000 RM'000 Balance as of 1 April 2022 188,509 19,642 (80,395)(3,192)124,564

The unaudited condensed consolidated Statement of Changes in Equity should be read in conjunction with the annual audited financial statements for the financial year ended 31 March 2023 and the accompanying explanatory notes attached to this interim financial statements.

19,642

5,333

193,396

(446)

(13,945)

(94,340)

(236)

(3,428)

(14,181)

115,270

5,333

(446)

Total comprehensive loss for the period

Issuance of shares from private placement

Share issuace for acquisition of associate

Balance as of 31 December 2022



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	9-MONTHS ENDED 31/12/23 (Unaudited) RM'000	12-MONTHS ENDED 31/03/23 (Audited) RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before tax Adjustment for:	(12,804)	(21,043)
Non-cash items	11,215	20,237
Non-operating items	201	372
Operating loss before working capital changes	(1,388)	(434)
Net changes in current assets	8,258	10,702
Net changes in current liabilities	1,319	(8,980)
Cash generated from operations	8,189	1,288
Interest received	118	245
Interest paid	(322)	-
Net tax received/(paid)	210	(136)
Net cash generated from operating activities	8,195	1,397
CASH FLOWS FOR INVESTING ACTIVITIES		
Investment in other investment	(13,176)	(4)
(Pledged)/Withdrawal of fixed deposit	(51)	154
Proceeds from disposal of plant and equipment	50	-
Purchase of intangible assets	(5,000)	(50)
Purchase of property, plant and equipment Interest income	(99) 1	(1,209)
Net cash used in investing activities	(18,275)	(1,105)
CASH FLOWS FOR FINANCING ACTIVITIES		
Repayment of lease liabilities	(1,461)	(2,241)
Interest paid	(1,101)	(617)
Proceeds from warrant exercised	2	-
Proceeds from private placement	-	4,887
Net cash (used in)/generated from financing activities	(1,459)	2,029
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(11,539)	2,321
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD/YEAR	17,170	14,849
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD/YEAR	5,631	17,170
CASH AND CASH EQUIVALENTS COMPRISE OF:		
Fixed deposits with licensed bank	2,799	2,748
Cash and bank balances	7,575	19,112
Bank overdrafts	(1,996)	(1,993)
	8,378	19,867
Less : Fixed deposits pledged	(2,747)	(2,697)
	5,631	17,170

The unaudited condensed consolidated Cash Flow Statement should be read in conjunction with the annual audited financial statements for the financial year ended 31 March 2023 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 2023.

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 2023.

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 2023.

A2. Auditors' Report

The auditors' report for the Group's annual financial statements for the financial year ended 31 March 2023 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 other 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 except for the following:-

- a) 50,000 of Warrant C were exercised at an exercise price of RM0.05 per Warrant C; and
- b) 982,053,848 Warrant C remained unexercised and lapsed on 10 November 2023.

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. Following the Group's internal restructuring during the year, the Group's new 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, and medical equipment and devices
- Construction Provision of the general builders, contractors, renovations, project management and specialist in all kinds of construction works and renovation works.



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A8. Segmental Reporting (Cont'd)

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

Business Segments	Cloud and IT Services	Trading	Construction	Others	Elimination	Group
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Current quarter ended 31 December 2023						
Revenue	2,176	919	4,215	81	(266)	7,125
Segment results	(1,014)	(521)	57	(1,990)	93	(3,375)
Interest expenses						(99)
Interest income Share of associate						26
result Loss before						53
tax						(3,395)
Taxation						(12)
Loss after tax						(3,407)
Segment assets	41,758	24,017	21,745	130,804	(82,778)	135,546



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A8. Segmental Reporting (Cont'd)

Business Segments	Cloud and IT Services	Trading	Property Construction	Others	Elimination	Group
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Quarter ended 31 December 2022						
Revenue	2,022	1,178	2,569	81	(256)	5,594
Segment						
results	(949)	(562)	(62)	(379)	85	(1867)
Interest expenses						(136)
Interest						, ,
income Share of						65
associate						107
result Loss before						127
tax						(1811)
Taxation						-
Loss after tax						(1,811)
Segment						
assets	45,211	25,001	25,777	133,498	(77,144)	152,343

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.

A11. Changes in the Composition of the Group

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



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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 RM7.13 million, 27.55% higher than RM5.59 million recorded in the corresponding quarter last year. This is due to the higher revenue contributed by the construction segment offset with the lower revenue contributed by the trading of kitchen appliances, IT and office automation equipment and medical equipment segment.

The Group recorded a net loss after taxation of RM3.41 million as compared to the last year corresponding quarter's loss after taxation of RM1.81 million. This is due to the fair value loss on other investment during the quarter under review amounting to RM1.46 million compared to fair value gain of RM 0.28 million in last year corresponding quarter.

The performance of the respective business segments for the quarter ended 31 December 2023 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 RM2.18 million in the current financial quarter ended 31 December 2023 compared to RM2.02 million recorded in the last year corresponding quarter. The cloud and IT services segment recorded loss before taxation of RM1.02 million compared to loss before taxation of RM0.97 million in the last year corresponding quarter.

2) Trading of Kitchen Appliances, IT and Office Automation Equipment and Medical Equipment

The trading of kitchen appliances, IT and office automation equipment and medical equipment segment recorded revenue of RM0.92 million in the current financial quarter ended 31 December 2023 compared to RM1.17 million in the last year corresponding quarter.

The trading segment recorded loss before taxation of RM0.56 million as compared to loss before taxation of RM0.61 million in the last year corresponding quarter.



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B1. Review of Performance (Cont'd)

3) Construction

The Construction segment has recorded a revenue of RM4.21 million during the quarter compared to RM2.57 million in the last year corresponding quarter. This is due to the higher progress billing of construction and renovation works during the quarter under review. The segment recorded profit before taxation of RM54,000 during the current quarter as compared to loss before taxation of RM67,000 in the last year corresponding quarter.

B2. Future Prospect

The Board is of the view that the increase in revenue for Cloud and IT segment during the Covid-19 pandemic, indicating more companies and enterprises realising the importance of cloud and subscribing for cloud and co-location services. The Group will continue to focus its energies on the Cloud and IT segment, to capitalize on the growing requirement of digitization. The Group will also pay close attention to the market trends that are impacted by the spread of Covid-19, and will respond accordingly to minimise the risks and maximise opportunities.

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

For the current quarter under review, the Group's revenue was RM7.13 million represents an decrease of RM2.94 million as compared to immediate preceding quarter revenue of RM10.07 million.

Current quarter recorded loss after tax of RM3.41 million as compared to the loss after tax of RM1.66 million for the immediate preceding quarter. This is due to the followings:

- a) The fair value loss on the other investment during the current quarter is increased by RM1.10 million;
- b) The share of associate profit of RM53,000 during the current quarter as compared to share of associate profit of RM0.17 million in the immediate preceding quarter;
- c) The reversal of impairment loss on receivables during the current quarter amounting to RM71,000 as compared to the reversal of impairment loss on receivables incurred during the immediate preceding quarter amounting to RM0.44 million; and
- d) The reversal of impairment loss on inventories during the current quarter amounting to RM88,000 as compared to reversal of impairment loss on inventories incurred during the immediate preceding quarter amounting to RM10,000.



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

The performance of the respective business segments for the quarter ended 31 December 2023 as compared to the immediate preceding corresponding quarter is analysed as follows:-

1) Cloud Services

The cloud services recorded revenue of RM2.18 million in the current financial quarter ended 31 December 2023 as compared to the RM2.33 million in the immediate preceding corresponding quarter. This segment recorded a loss after taxation of RM1.02 million in the current quarter under review as compared to immediate preceding corresponding quarter loss after taxation of RM0.90 million which is in line with the decrease in revenue.

2) Trading of Kitchen Appliances, IT and Office Automation Equipment and Medical Equipment

The trading of kitchen appliances, IT and office automation equipment and medical equipment recorded revenue of RM0.92 million in the current financial quarter ended 31 December 2023 as compared to immediate preceding corresponding quarter revenue of RM1.19 million. This segment recorded a loss after taxation of RM0.56 million in the current quarter under review as compared to immediate preceding corresponding quarter loss after taxation of RM0.30 million. This is in line with the decrease in revenue.

3) Construction

The construction segment recorded revenue of RM4.21 million in the current quarter ended 31 December 2023 as compared to immediate preceding corresponding quarter revenue of RM6.72 million. This is due to the lower progress billing during the quarter. The construction segment recorded profit before taxation of RM54,000 as compared to profit before taxation of RM0.47 million in the immediate preceding corresponding quarter. This is in line with the decrease in revenue and the reversal of impairment loss on receivables during the current quarter amounting to RM0.10 million compared to the reversal of impairment loss on receivables in the immediate preceding corresponding quarter amounting to RM0.35 million.



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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 31/12/2023	12-months ended 31/03/2023 Audited
	RM'000	RM'000
Income tax		
 Current year provision 	-	(100)
- (Under)/Over provision in previous year	(12)	4
Deferred taxation	<u>-</u> _	(73)
Total	(12)	(169)

Income tax is calculated at the Malaysian statutory tax rate of 24% (2023:24%) 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.

B7. Purchase and Disposal of Quoted Securities

(a) The details of the investment in quoted shares as at 31 December 2023 are as below:

	As at 31 December 2023
	RM'000
At cost	71,056
At book value	27,083



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B8. Corporate Proposals

Multiple Proposals

On 19 October 2023, 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");
- (ii) proposed renounceable rights issue of up to 466,027,527 KAG Shares ("Rights Shares") on the basis of 3 Rights Shares for every 1 Consolidated Share held on an entitlement date to be determined later ("Rights Issue Entitlement Date"), together with up to 233,013,763 free detachable warrants ("Warrant(s)" or "Warrant(s) D") on the basis of 1 Warrant for every 2 Rights Shares subscribed for at an issue price to be determined and announced by the Board at a later date ("Proposed Rights Issue"); and
- (iii) proposed establishment of a share issuance scheme of up to 30% of the total number of issued Shares (excluding treasury shares, if any) at any point in time during the duration of the scheme for eligible employees, executive directors and non-executive directors of the Company and its non-dormant subsidiaries ("Proposed SIS" or "Scheme").

(Collectively referred as the "Proposals")

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

B9. Group Borrowings

As at 31 December 2023	Short-term RM'000	Long-term RM'000	Total RM'000
Secured			
Hire purchase	50	52	102
Other lease liabilities	1,165	2,528	3,693
Bank overdraft	1,996		1,996
Total	3,211	2,580	5,791



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B9. Group Borrowings (Cont'd)

As at 31 March 2023	Short-term RM'000	Long-term RM'000	Total RM'000
Secured			
Hire purchase	95	89	184
Other lease liabilities	1,791	3,281	5,072
Bank overdraft	1,993	<u>-</u> _	1,993
Total	3,879	3,370	7,249

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 crediting/(charging) the following:

	Quarter Ended		Cumulativ Date l	
	31/12/2023 RM'000	31/12/2022 RM'000	31/12/2023 RM'000	31/12/2022 RM'000
Depreciation & amortization	(1,594)	(1,042)	(4,491)	(3,399)
Fair value adjustment on other				
investment / quoted shares	(1,456)	277	(8,527)	(6,459)
Interest expenses	(99)	(136)	(322)	(440)
Allowance for expected credit				
losses of trade and other				
receivables	(35)	-	(35)	-
Allowance for impairment loss on				
inventories	-	-	(39)	-
And crediting:-				
Reversal for expected credit losses and impairment losses of trade and				
other receivables	106	67	635	83
Reversal of impairment loss on plant and machinery and rights of				
used assets	-	-	85	-
Bad debts written back	4	-	15	7
(Loss) / Gain on disposal of fixed				
assets	(2)	-	39	-
Gain on disposal of other				
investments	-	-	671	-
Reversal of impairment loss on				
inventories	88	10	124	18
Interest income	26	65	122	181



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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 2023, 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 - Purchase of Covid-19 RT PCR Test Kit, and other in vitro diagnostic devices and/or medical	28,995	1,388	30,383	(30,383)	Within 12 months from completion
equipment/devices - Staff related costs	1,000	-	1,000	(450)	Within 12 months from completion
- Marketing & Advertising costs	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
Estimated expenses for the Corporate Exercises	700	-	700	(700)	completion 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 2023, the status of the utilisation of the proceeds raised is as follow:

	Proposed	Actual	Intended
Purpose	Utilisation	Utilisation	Timeframe for
	RM'000	RM'000	Utilisation
Development of an electronic-	6,787	(4,142)	Within 12 months
commerce marketplace/platform for			from completion
medical equipment, devices and			
related products			
Estimated expenses	110	(92)	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 2023, the status of the utilisation of the proceeds raised is as follow:

	Proposed	Actual	Intended
Purpose	Utilisation	Utilisation	Timeframe for
	RM'000	RM'000	Utilisation
Data centre maintenance and upgrade	2,070	(2,070)	Within 12 months
			from completion
Software development / expansion for	1,274	(839)	Within 12 months
agricultural cloud-based business			from completion
Working capital	1,589	(1,395)	Within 18 months
			from completion
Estimated expenses in relation to the	400	(400)	Upon completion
proposals			



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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	
	31/12/2023	31/12/2022	31/12/2023	31/12/2022
Net loss for the period attributable to ordinary equity holders of the Company (RM'000)	(3,308)	(1,729)	(12,587)	(13,495)
Weighted average number of ordinary shares in issue ('000)	3,678,181	3,651,422	3,678,181	3,651,422
Loss per share (sen)	(0.09)	(0.05)	(0.34)	(0.38)