

**OVERSEA ENTERPRISE BERHAD (317155-U)****UNAUDITED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

	Individual Quarter		Cumulative Quarter	
	Current Quarter Ended	Preceding Year Corresponding Quarter Ended	Current Year to Date Ended	Preceding 12 Months Corresponding Period Ended
	31-Mar-21 RM'000	31-Mar-20 RM'000	31-Mar-21 RM'000	31-Mar-20 RM'000
<b>Revenue</b>	<b>4,169</b>	<b>10,461</b>	<b>23,363</b>	<b>51,815</b>
Cost of sales	(1,745)	(3,677)	(10,149)	(20,413)
<b>Gross profit</b>	<b>2,424</b>	<b>6,784</b>	<b>13,214</b>	<b>31,402</b>
Other operating income	514	1,654	3,842	4,718
Administration expenses	(3,202)	(9,018)	(7,364)	(15,303)
Selling and Distribution expenses	(4,861)	(4,503)	(16,636)	(25,368)
<b>Operating loss</b>	<b>(5,125)</b>	<b>(5,083)</b>	<b>(6,944)</b>	<b>(4,551)</b>
Share of results in associates	-	(86)	(98)	404
<b>Loss before interest and tax</b>	<b>(5,125)</b>	<b>(5,169)</b>	<b>(7,042)</b>	<b>(4,147)</b>
Finance costs	(51)	(129)	(328)	(580)
<b>Loss before taxation</b>	<b>(5,176)</b>	<b>(5,298)</b>	<b>(7,370)</b>	<b>(4,727)</b>
Income tax	(144)	(162)	(325)	(771)
<b>Loss after taxation</b>	<b>(5,320)</b>	<b>(5,460)</b>	<b>(7,695)</b>	<b>(5,498)</b>
Other comprehensive (expenses)/income				
Fair value changes of equity investments	5	(10)	9	(20)
Foreign currency translation differences	-	(231)	310	(267)
<b>Total comprehensive expenses</b>	<b>(5,315)</b>	<b>(5,701)</b>	<b>(7,376)</b>	<b>(5,785)</b>
Loss attributable to:				
Owners of the Company	(5,320)	(5,460)	(7,695)	(5,498)
Total comprehensive expenses attributable to:				
Owners of the Company	(5,315)	(5,701)	(7,376)	(5,785)
Weighted average ordinary shares in issue ('000)	793,832	242,515	743,890	242,515
Losses per share (sen):				
- Basic	(0.67)	(2.25)	(1.03)	(2.27)

**Notes:**

- (i) Basic earnings per share for the quarter and financial period is calculated based on the profit divided by the weighted average number of ordinary shares for the quarter and financial period respectively.
- (ii) The unaudited condensed consolidated statements of comprehensive income should be read in conjunction with the annual audited accounts for the financial year ended 31 March 2020 and the accompanying explanatory notes attached to this interim financial report.

**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**UNAUDITED CONDENSED STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 MARCH 2021**

	<b>UNAUDITED</b>	<b>AUDITED</b>
	<b>As at</b>	<b>As at</b>
	<b>31-Mar-21</b>	<b>31-Mar-20</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Investment in associate	-	280
Property, plant and equipment	30,485	25,093
Investment properties	4,850	5,365
Right-of-use assets	15,703	18,192
Other investments	377	368
Intangible assets	79	73
Long-term receivables	69	88
Deferred tax asset	-	49
	<u>51,563</u>	<u>49,508</u>
<b>Current Assets</b>		
Inventories	3,919	4,327
Trade and other receivables	1,916	1,978
Amount due from related parties	-	33
Amount due from associates	-	136
Tax refundable	238	142
Short-term investment with financial institutions	19	29
Deposits, bank and cash balances	19,704	7,121
	<u>25,796</u>	<u>13,766</u>
<b>TOTAL ASSETS</b>	<b><u>77,359</u></b>	<b><u>63,274</u></b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Share capital	67,782	50,321
Reserves	(4,187)	(1,639)
Total equity	<u>63,595</u>	<u>48,682</u>
<b>Non-current liabilities</b>		
Long-term borrowings	1,140	1,169
Lease liabilities	390	498
Deferred tax liabilities	7,113	5,420
	<u>8,643</u>	<u>7,087</u>
<b>Current Liabilities</b>		
Trade and other payables	4,298	4,557
Current tax liabilities	58	54
Short-term borrowings	77	59
Lease liabilities	688	2,835
	<u>5,121</u>	<u>7,505</u>
<b>Total liabilities</b>	<u>13,764</u>	<u>14,592</u>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b><u>77,359</u></b>	<b><u>63,274</u></b>
Net Assets Per Share Attributable to ordinary equity holders of the Company (RM)	0.07	0.20

**Notes:-**

- (i) The unaudited condensed statement of financial position should be read in conjunction with the annual audited accounts for the financial year ended 31 March 2020 and the accompanying explanatory notes attached to this interim financial report.

**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2021**

	Attributable to equity holders of the Company						Total Equity RM'000
	Share Capital RM'000	Non-Distributable				Distributable Accumulated Losses RM'000	
		Fair Value Reserve RM'000	Treasury Reserve RM'000	Revaluation Reserve RM'000	Foreign Exchange Translation Reserve RM'000		
<b>The Group</b>							
<b>Balance as at 1 April 2020</b>	<b>50,321</b>	<b>(83)</b>	<b>(835)</b>	<b>17,397</b>	<b>(496)</b>	<b>(17,622)</b>	<b>48,682</b>
Loss after taxation	-	-	-	-	-	(7,695)	(7,695)
Other comprehensive expenses:							
- fair value changes of equity instruments	-	9	-	-	-	-	9
- revaluation surplus from valuation of properties	-	-	-	4,828	-	-	4,828
- Foreign currency translation differences	-	-	-	-	310	-	310
Total other comprehensive income/expense	-	9	-	4,828	310	(7,695)	(2,548)
Transactions with owners of the Company:							
- Issuance of shares for private placement	17,461	-	-	-	-	-	17,461
Total transaction with owners	17,461	-	-	-	-	-	17,461
Amortisation of revaluation reserve	-	-	-	(283)	-	283	-
<b>Balance as at 31 March 2021</b>	<b>67,782</b>	<b>(74)</b>	<b>(835)</b>	<b>21,942</b>	<b>(186)</b>	<b>(25,034)</b>	<b>63,595</b>
<b>Balance as at 1 April 2019</b>	<b>50,321</b>	<b>(63)</b>	<b>(835)</b>	<b>17,634</b>	<b>(229)</b>	<b>(12,361)</b>	<b>54,467</b>
Loss after taxation	-	-	-	-	-	(5,498)	(5,498)
Other comprehensive expense:							
- fair value changes of equity instruments	-	(20)	-	-	-	-	(20)
- Foreign currency translation differences	-	-	-	-	(267)	-	(267)
Total other comprehensive expenses	-	(20)	-	-	(267)	(5,498)	(5,785)
Amortisation of revaluation reserve	-	-	-	(237)	-	237	-
<b>Balance as at 31 March 2020</b>	<b>50,321</b>	<b>(83)</b>	<b>(835)</b>	<b>17,397</b>	<b>(496)</b>	<b>(17,622)</b>	<b>48,682</b>

**Note:-**

- (i) The unaudited condensed consolidated statements of changes in equity should be read in conjunction with the annual audited accounts for the financial year ended 31 March 2020 and the accompanying explanatory notes attached to this interim financial report.

**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2021**

	<b>Current Year to Date Ended 31 March 2021 RM'000</b>	<b>Preceding Year to Date Ended 31 March 2020 RM'000</b>
<b>CASH FLOWS FOR OPERATING ACTIVITIES</b>		
Loss before taxation	(7,370)	(4,727)
Adjustments for:-		
Amortisation of intangible assets	15	13
Bad debts written off on amount owing by associates	62	-
Bad debts written off on deposits and other receivables	107	11
Provision for doubtful debt	136	-
Depreciation of:		
- property, plant & equipment	1,779	2,637
- right-of-use assets	2,827	4,437
Impairment for		
- investment in associates	-	252
- investment property	515	100
- other investments	181	-
- other receivables	-	509
- property, plant and equipment	-	3,874
Interest expense	328	623
Property, plant and equipment written off	-	125
Reversal of impairment loss of property, plant and equipment	(280)	-
Reversal of impairment loss on amount owing by associates	(62)	(223)
Share of results in associates, net of income tax expense	98	335
Loss on disposal of property, plant and equipment	148	-
Loss on disposal of preference shares of an associate	-	76
Interest income	(89)	(145)
Operating profit before working capital changes	(1,605)	7,897
Decrease in inventories	407	714
(Increase)/Decrease in trade and other receivables	(27)	428
Decrease in trade and other payables	(259)	(608)
<b>CASH (FOR)/FROM OPERATIONS</b>	<b>(1,484)</b>	<b>8,431</b>
Income tax paid	(409)	(1,115)
Income tax refunded	-	169
<b>NET CASH (FOR)/FROM OPERATING ACTIVITIES</b>	<b>(1,893)</b>	<b>7,485</b>
<b>CASH FLOWS FROM/(FOR) INVESTING ACTIVITIES</b>		
Interest received	89	145
Repayment from/(Advances to) related parties	33	(33)
Redemption of preferred share from associate company	-	350
Repayment from associates	-	10
Additional of intangible assets	(21)	(25)
Placement of deposits pledged with licensed banks	(6)	37
Purchase of property, plant and equipment	(149)	(1,383)
Proceeds from disposal of property, plant and equipment	43	16
<b>NET CASH FOR INVESTING ACTIVITIES</b>	<b>(11)</b>	<b>(883)</b>
<b>CASH FLOWS FROM/(FOR) FINANCING ACTIVITIES</b>		
Interest paid	(337)	(623)
Repayment of hire purchase obligations	(51)	(83)
Repayment of term loans	-	(59)
Repayment of lease liabilities on right-of-use assets	(2,915)	(3,962)
Proceeds from issuance of shares for private placement	17,461	-
<b>NET CASH FROM/(FOR) FINANCING ACTIVITIES</b>	<b>14,158</b>	<b>(4,727)</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>12,254</b>	<b>1,875</b>
<b>EFFECT OF FOREIGN EXCHANGE TRANSLATION</b>	<b>312</b>	<b>(238)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD</b>	<b>6,731</b>	<b>5,093</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL PERIOD</b>	<b>19,297</b>	<b>6,730</b>
<b>CASH AND CASH EQUIVALENTS COMPRISES:-</b>		
Short-term investment with financial institution	19	29
Short term and fixed deposits with licensed banks	15,712	2,678
Cash and bank balances	3,566	4,023
	<u>19,297</u>	<u>6,730</u>

**Note:-**

- (i) The unaudited condensed consolidated statements of cash flow should be read in conjunction with the annual audited accounts for the financial year ended 31 March 2020 and the accompanying explanatory notes attached to this interim financial report.

**OVERSEA ENTERPRISE BERHAD (317155-U)  
QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**NOTES TO THE QUARTERLY REPORT**

**PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134: INTERIM FINANCIAL REPORTING**

**A1. Basis Of Preparation**

The interim financial statements are unaudited and have been prepared in accordance with IAS 134: Interim Financial Reporting and Appendix 9B of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The financial statements of the Group are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under significant accounting policies, and in compliance with Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

The interim financial statements should be read in conjunction with the audited financial statements for year ended 31 March 2020 and the accompanying explanatory notes attached to the interim financial report.

**A2. Adoption Of New And Revised Accounting Policies**

The Group has not applied in advance the following accounting standards and interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial year:-

<b>MFRSs and/or IC Interpretations (Including The Consequential Amendments)</b>	<b>Effective Date</b>
Amendments to MFRS 3: Reference to the Conceptual Framework	1 January 2022
Amendments to MFRS 4: Extension of the Temporary Exemption from Applying MFRS 9	Effective immediately
Amendments to MFRS 16: Covid-19-Related Rent Concessions	1 June 2020
MFRS 17 Insurance Contracts	1 January 2023
Amendments to MFRS 17 Insurance Contracts	1 January 2023
Amendments to MFRS 101: Classification of Liabilities as Current or Non-current	1 January 2023
Amendments to MFRS 116: Proceeds Before Intended Use	1 January 2022
Amendments to MFRS137: Onerous Contracts-Cost of Fulfilling a Contract	1 January 2022
Annual Improvements to MFRS Standards 2018-2020	1 January 2022

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group upon their initial application.

**OVERSEA ENTERPRISE BERHAD (317155-U)  
QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**A3. Auditors' Report On Preceding Annual Financial Statements**

The auditors' report on the preceding audited financial statements of the Company and its subsidiaries for the financial year ended 31 March 2020 were not subject to any qualification.

**A4. Seasonal Or Cyclical Factors**

For the financial quarter under review, there were no major seasonal nor cyclical factors affecting the Group's business operation other than annual Chinese New Year Festival.

**A5. Unusual items due to their nature, size and incidence**

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

**A6. Changes In Estimates**

There were no changes in estimates of amounts reported in prior financial years that have had a material effect in the current financial quarter under review.

**A7. Changes In Debt and Equity Securities**

There were no issuance, repurchases and repayments of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial quarter under review.

**A8. Dividend Paid**

No dividend was paid during the current financial quarter under review.

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**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**A9. Segmental Information**

The Group is organized into the following operating segments:-

- a) Restaurant
- b) Manufacturing and wholesale of baked products ("Manufacturing")
- c) Others i.e. investment holdings and central purchasing of high value stocks such as shellfish, shark's fin, dried seafood, meat and other consumables.

Segmental Reporting

	Restaurant		Manufacturing	Others	Eliminations	Consolidated
	Malaysia	Foreign*				
	RM' 000	RM' 000	RM' 000	RM' 000	RM' 000	RM' 000
<b>3 months period ended</b>						
<b>31 March 2021</b>						
<b>Revenue from</b>						
External customers	4,011	-	159	(1)	-	4,169
Inter-segment revenue	44	-	92	7	(143)	-
<b>Total revenue</b>	<b>4,055</b>	<b>-</b>	<b>251</b>	<b>6</b>	<b>(143)</b>	<b>4,169</b>
<b>Loss before taxation</b>	<b>(3,116)</b>	<b>-</b>	<b>(892)</b>	<b>(396)</b>	<b>(772)</b>	<b>(5,176)</b>
Income tax						(144)
<b>Loss after taxation</b>						<b>(5,320)</b>
Other comprehensive income						5
<b>Total comprehensive expense</b>						<b>(5,315)</b>
<b>12 months ended 31 March 2021</b>						
<b>Revenue from</b>						
External customers	13,023	376	9,960	4	-	23,363
Inter-segment revenue	195	-	6,515	26	(6,736)	-
<b>Total revenue</b>	<b>13,218</b>	<b>376</b>	<b>16,475</b>	<b>30</b>	<b>(6,736)</b>	<b>23,363</b>
<b>(Loss)/Profit before taxation</b>	<b>(5,706)</b>	<b>(334)</b>	<b>776</b>	<b>(1,109)</b>	<b>(997)</b>	<b>(7,370)</b>
Income tax						(325)
<b>Loss after taxation</b>						<b>(7,695)</b>
Other comprehensive income						319
<b>Total comprehensive expense</b>						<b>(7,376)</b>

\*Note: Comprises Ipoh Group Limited (Hong Kong)

**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**QUARTERLY REPORT FOR THE FOURT QUARTER ENDED 31 MARCH 2021**

**A9. Segmental Information (Cont'd)**

Segmental Reporting

	Restaurant		Manufacturing	Others	Eliminations	Consolidated
	Malaysia	Foreign*				
	RM' 000	RM' 000	RM' 000	RM' 000	RM' 000	RM' 000
<b>3 months period ended</b>						
<b>31 March 2020</b>						
<b>Revenue from</b>						
External customers	10,057	301	81	22	-	10,461
Inter-segment revenue	115	-	96	755	(966)	-
<b>Total revenue</b>	<b>10,172</b>	<b>301</b>	<b>177</b>	<b>777</b>	<b>(966)</b>	<b>10,461</b>
<b>Profit/(Loss) before taxation</b>	<b>(4,197)</b>	<b>(185)</b>	<b>(717)</b>	<b>(579)</b>	<b>380</b>	<b>(5,298)</b>
Income tax						(162)
<b>Loss after taxation</b>						<b>(5,460)</b>
Other comprehensive income						(241)
<b>Total comprehensive expense</b>						<b>(5,701)</b>
<b>12 months ended 31 March 2020</b>						
<b>Revenue from</b>						
External customers	37,937	1,435	12,384	59	-	51,815
Inter-segment revenue	135	-	6,952	829	(7,916)	-
<b>Total revenue</b>	<b>38,072</b>	<b>1,435</b>	<b>19,336</b>	<b>888</b>	<b>(7,916)</b>	<b>51,815</b>
<b>(Loss)/Profit before taxation</b>	<b>(5,646)</b>	<b>(488)</b>	<b>1,113</b>	<b>229</b>	<b>65</b>	<b>(4,727)</b>
Income tax						(771)
<b>Loss after taxation</b>						<b>(5,498)</b>
Loss comprehensive expense						(287)
<b>Total comprehensive expense</b>						<b>(5,785)</b>

\*Note: Comprises Ipoh Group Limited (Hong Kong)

	Restaurant		Manufacturing	Others	Eliminations	Consolidated
	Malaysia	Foreign*				
	RM' 000	RM' 000	RM' 000	RM' 000	RM' 000	RM' 000
<b>As at 31 March 2021</b>						
<b>Segmented assets</b>	30,838	50	29,923	16,310	-	77,121
<b>Unallocated assets</b>						238
						77,359
<b>As at 31 March 2020</b>						
<b>Segmented assets</b>	35,755	306	25,051	1,970	-	63,082
<b>Unallocated assets</b>						191
						63,273

\*Note: Comprises Ipoh Group Limited (Hong Kong)

**OVERSEA ENTERPRISE BERHAD (317155-U)  
 QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**A10. Valuation Of Property, Plant and Equipment**

There was valuation exercise performed on the property, plant and equipment during the current financial quarter under review.

**A11. Material Events Subsequent To The End Of The Current Financial Quarter**

There were no material events subsequent to the end of the current financial quarter.

**A12. Changes In Composition Of The Group**

There were no changes in the composition of the Group during the financial quarter under review.

**A13. Contingent Liabilities Or Contingent Assets**

Contingent liabilities of the Group comprise the following:

	<b>As at 31.03.2021 RM'000</b>	<b>Audited 31.03.2020 RM'000</b>
<u>Corporate guarantees given by the Company to financial institutions for facilities granted to subsidiaries</u>		
- Total facilities granted	3,895	3,895
- Current Exposure	1,645	1,647

**A14. Significant Related Party Transactions**

The Group had entered into the following transactions during the current financial quarter with related parties in which certain directors of the Company have substantial financial interest:-

<b>Transactions</b>	<b>Current financial quarter ended 31.03.2021 RM'000</b>	<b>Current financial year to-date 31.12.2020 RM'000</b>
Rental paid to a Director	16	71
Rental paid to related parties <sup>(1)</sup>	197	690

Note:

(1) These parties are related to directors who are also substantial shareholders of Oversea Enterprise Berhad.

All the above transactions were carried out on the terms and conditions not materially different from those obtainable in transactions with non-related parties and in the ordinary course of business of the Company.

**A15. Capital Commitments**

There is no outstanding commitment in respect of capital expenditure at the end of the reporting period not provided for in the interim financial statements.

**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES**

**B1. Review Of Group's Performance and Segmental Analysis**

**(A) Overall Review of Group's Financial Performance**

	Individual Quarter 3 Months ended			Cumulative Period ended		
	31.03.21	31.03.20		31.03.21	31.03.20	
RM'000	Unaudited	Unaudited	Changes (%)	Unaudited	Audited	Changes (%)
Revenue	4,169	10,461	-60.1%	23,363	51,815	-54.9%
Operating Loss	(5,125)	(5,083)	0.8%	(6,944)	(4,551)	52.6%
Loss Before Interest and Tax	(5,125)	(5,169)	-0.9%	(7,042)	(4,147)	69.8%
Loss Before Tax	(5,176)	(5,298)	-2.3%	(7,370)	(4,727)	55.9%
Loss After tax	(5,320)	(5,460)	-2.6%	(7,695)	(5,498)	40.0%
Loss Attributable to Ordinary Equity Holders of the Parent	(5,320)	(5,460)	-2.6%	(7,695)	(5,498)	40.0%

(i) Statement of profit and loss and other comprehensive income

The Group recorded revenue of RM4.17million for the quarter ended 31 March 2021, posted a decrease of RM6.29 million as compared to RM10.46 million in the quarter ended 31 March 2020. Lower revenue for the period under review was mainly due to decrease in revenue for restaurant segment.

Quarter on quarter, the Group's loss before tax ("LBT") was consistent as compared to the preceding year's same quarter. This was due to RM3.9 million impairment on plant and equipment was recorded in last year quarter ended 31 March 2020. Excluding the effect of the said impairment in plant and equipment, the LBT was actually increased by RM3.7 million comparing quarter on quarter.

Gross margin has decreased from 64.9% in prior year quarter ended 31 March 2020 to 58.1% in current year quarter 31 March 2021.

Group revenue for the twelve months ended 31 March 2020 stood at RM23.36 million. The revenue was RM28.46 million lower than the same period last year, which was RM51.82 million. The decrease was mainly attributable from lower sales by restaurant segment and manufacturing segment RM25.97 million and RM2.42 million respectively.

The Group recorded LBT of RM7.37 million for the twelve months ended 31 March 2021 compared to LBT of RM4.73 million for the twelve months ended 31 March 2020.

**OVERSEA ENTERPRISE BERHAD (317155-U)  
QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**B1. Review Of Group's Performance and Segmental Analysis (Cont'd)**

**(A) Overall Review of Group's Financial Performance (Cont'd)**

(ii) Statement of financial position

As at 31 March 2021, total equity attributable to owners of the Company stood at RM63.60 million, which is 30.63% higher than RM48.68 million as at 31 March 2020. The increase was mainly arises from the issuance of shares for private placement exercise completed during the current quarter and increase in revaluation reserve after the valuation upward of the Group's properties.

The decrease in inventories, trade and other payables compared to the balances as at 31 March 2020 was mainly due to the reduced sales volume resulted by the pandemic. The increase in deposits, bank and cash balances was due to fund injection from private placement exercise.

(iii) Statement of cash flow

The net operating cash inflows for operations of the Group was RM1,893,000 for the twelve months ended 31 March 2021 against net operating cash inflows from operations of RM7,485,000 for the corresponding period in 2020.

Net cash for investing activities of the Group was RM11,000 for the twelve months ended 31 March 2021, as compared to RM883,000 for the twelve months ended 31 March 2020.

Net cash from financing activities was RM14,158,000 for twelve months ended 31 March 2021. In prior year to date twelve months ended 31 March 2020, total net cash for financing activities was RM4,727,000.

Cash and cash equivalent increases by RM12,254,000 as compared with the opening cash and cash equivalent as at 1 April 2020. The total cash and cash equivalent stood at RM19,297,000 as at 31 March 2021.

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**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**B1. Review Of Group's Performance and Segmental Analysis (Cont'd)**

**(B) Segmental Analysis**

	Individual Quarter 3 Months ended		Change (%)	Cumulative Period ended		Change (%)
	31.03.21	31.03.20		31.03.21	31.03.20	
RM'000	Unaudited	Unaudited		Unaudited	Audited	
<b>Revenue</b>						
Restaurant	4,011	10,358	-61.3%	13,399	39,372	-66.0%
Manufacturing	159	81	96.3%	9,960	12,384	-19.6%
Others	(1)	22	-104.5%	4	59	-93.2%
<b>Total</b>	<b>4,169</b>	<b>10,461</b>	<b>-60.1%</b>	<b>23,363</b>	<b>51,815</b>	<b>-54.9%</b>
<b>(Loss)/Profit before tax</b>						
Restaurant	(3,712)	(4,382)	-15.3%	(6,253)	(6,134)	-1.9%
Manufacturing	(932)	(717)	30.0%	725	1,113	-34.9%
Others	(532)	(199)	167.3%	(1,842)	294	- >100%
<b>Total</b>	<b>(5,176)</b>	<b>(5,298)</b>	<b>-2.3%</b>	<b>(7,370)</b>	<b>(4,727)</b>	<b>55.9%</b>

**3-month period (31.03.2021 vs. 31.03.2020)**

Restaurant segment

The Group restaurant segment recorded revenue of RM4.01 million for the quarter ended 31 March 2021, which represents a decrease of 61.3% as compared to RM10.36 million in the quarter ended 31 March 2020. The material decline in revenue of food and beverage sector was mainly due to the ongoing COVID-19 pandemic crisis.

Despite the reduced sales, the bottom line improved from LBT RM4.38 million in the quarter ended 31 March 2020 to LBT RM3.71 million in the quarter ended 31 March 2021.

Manufacturing segment

Manufacturing segment recorded revenue of RM159,000 for the quarter ended 31 March 2021, which represents an increase of RM78,000 as compared to RM81,000 in the quarter ended 31 March 2020. The revenue increase was due to the manufacturing segment had started a new product in November 2020.

**OVERSEA ENTERPRISE BERHAD (317155-U)  
QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**B1. Review Of Group's Performance and Segmental Analysis (Cont'd)**

**(B) Segmental Analysis (Cont'd)**

**12-month period (31.03.2021 vs. 31.03.2020)**

**Restaurant segment**

The restaurant segment revenue was lowered by RM25.97 million as compared to the corresponding period ended 31 March 2020 was due to unprecedented disruption caused by global COVID-19 crisis. The implementation of various movement control order by government from 18 March 2020 and stringent containment measures deployed to contain the spread of virus have had a devastating impact on restaurant segment.

As a result of disruption in business, the restaurant segment recorded LBT of RM6.25 million for the twelve months ended 31 March 2021, which is consistent as compared to LBT of RM6.13 million in the twelve months ended 31 March 2020.

**Manufacturing segment**

The manufacturing segment recorded revenue of RM9.96 million for the twelve months ended 31 March 2021, represents a decrease 19.6% compared to RM12.38 million in the twelve months ended 31 March 2020. The fell in revenue for the corresponding period was as a consequence of lower demand in domestic and international market.

Correspondingly, the manufacturing segment registered a slightly lower PBT.

**Other segment**

The others segment recorded LBT of RM1.7 million mainly due to loss of positive results from associate giving a gap of RM502,000; RM680,000 legal professional fees due to corporate exercises, RM617,000 unrealised FOREX loss and RM181,000 impairment for other investment.

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**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**B2. Financial Review For The Current Quarter Compare To The Results Of The Previous Quarter**

	3 Months ended		Change (%)
	31.03.2021	31.12.2020	
RM'000	Unaudited	Unaudited	
Revenue	4,169	3,088	35.0%
Operating Loss	(5,125)	(3,200)	60.2%
Loss Before Interest and Tax	(5,125)	(3,200)	60.2%
Loss Before Tax	(5,176)	(3,308)	56.5%
Loss After tax	(5,320)	(3,338)	59.4%
Loss Attributable to Ordinary Equity Holders of the Parent	(5,320)	(3,338)	59.4%

The Group recorded revenue of RM4.17 million for the quarter ended 31 March 2021, representing a decrease of RM1.08 million as compared to RM3.09 million in the quarter ended 31 December 2020.

The Group losses increased by RM1.87 million as compared to immediate preceding quarter due to staff reward provision of RM2 million recorded in the current quarter.

	3 months ended		Change (%)
	31.03.2021	31.12.2020	
RM'000	Unaudited	Unaudited	
<b>Revenue</b>			
Restaurant	4,011	3,030	-32.4%
Manufacturing	159	58	-174.1%
Others	(1)	-	100.0%
<b>Total</b>	<b>4,169</b>	<b>3,088</b>	<b>-35.0%</b>
<b>Loss before tax</b>			
Restaurant	(3,712)	(1,296)	-186.4%
Manufacturing	(932)	(1,179)	20.9%
Others	(532)	(833)	36.1%
<b>Total</b>	<b>(5,176)</b>	<b>(3,308)</b>	<b>-56.5%</b>

**3-month period (31.03.2021 vs. 31.12.2020)**

**Restaurant segment**

The restaurant segment posted an increase of RM0.98 million or 32.4% in revenue as compared to previous corresponding quarter. In current quarter, the revenue of restaurant segment experienced an increase due to Chinese New Year festive despite of COVID-19.

The restaurant segment recorded LBT of RM3.71 million in the current quarter of 31 March 2021 as compared to LBT of RM1.30 million in the quarter ended 31 March 2020. This was mainly due to staff reward provision recorded in the current quarter.

**OVERSEA ENTERPRISE BERHAD (317155-U)  
QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 MARCH 2021**

**B2. Financial Review For The Current Quarter Compare To The Results Of The Previous Quarter (Cont'd)**

**3-month period (31.03.2021 vs. 31.12.2020) (Cont'd)**

Manufacturing segment

In current quarter, the manufacturing segment recorded revenue of RM159,000 and LBT of RM0.93 million, representing a decrease of RM101,000 in revenue and increase of RM247,000 in bottom line as compared to previous quarter.

**B3. Prospects**

**Restaurant Operations and Manufacturing**

Whilst the Malaysian economy continues to deal with the resurgence of the COVID-19 pandemic, the expected roll out of the COVID-19 Immunisation Programme to be implemented by the Government of Malaysia have provided hope of a recovery in the year ahead. The 1st phase of the immunisation programme is scheduled to commence from 26 February 2021 for frontline workers, followed by 2nd phase from April 2021 for high-risk group and finally 3rd phase from May 2021 until February 2022 for adults above age of 18.

Restaurant Segment

The Group would continue to focus on its several initiatives taken during the containment measures of movement control orders (MCO) such as promoting take-away packages and provision of door-to-door delivery services as an additional source of business in the future. Moving forward, with the completion of the private placement, the proceeds from the corporate exercises would drive this particular segment's expansion plan to set up new outlets including refurbishment of existing outlets exercise in 2021.

Manufacturing Segment

At the same time, the Group is also focusing on growing its manufacturing segment by increasing the contribution of non-seasonal food products through the introduction of western cookies thus enabling possible departure from mainstream manufacturing of mooncake, henceforth reducing reliance on a sole income generator. Although the contribution from mooncake products are expected to remain supported in 2021, the industry in Malaysia is expected to continue to be hampered by a depressed market environment in the next quarters.

The Group remains cautiously optimistic for the year ahead and shall be mindful of cost control. The Group believes that the sustained efforts in driving operational improvements throughout its operation would allow the Group to continue delivering value to its shareholders.

**B4. Profit Forecast And Profit Estimate**

The Group has not issued any profit forecast or profit estimate for the current financial quarter under review or in any public documents.

**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**QUARTERLY REPORT FOR THE FOURT QUARTER ENDED 31 MARCH 2021**

**B5. Taxation**

	<b>Current financial quarter ended 31.03.2021 RM'000</b>	<b>Current financial year to-date 31.03.2021 RM'000</b>
Income tax:-		
Current period	144	325

The tax expense is computed based on respective subsidiaries chargeable income. As such, the Group had taken into the account the unabsorbed losses, capital allowances and unutilized reinvestment allowances, which will largely affect its provisional amount.

**B6. Notes To The Statement of Comprehensive Income**

Loss before taxation is arrived at after charging/(crediting):-

	<b>Current financial quarter ended 31.03.2021 RM'000</b>	<b>Current financial year to-date 31.03.2021 RM'000</b>
Interest income	(20)	(89)
Other income including investment income	(496)	(3,752)
Reversal of impairment loss on amount owing by associates	-	(62)
Reversal of impairment loss of property, plant and equipment	21	(280)
Bad debt written off on amount owing by associates	-	62
Depreciation and amortization	654	4,580
Interest expenses	51	328
Loss on disposal of property, plant and equipment	-	149
Impairment for investment in other investment	-	181
Provision for doubtful debts	136	136
Loss from revaluation of investment properties	515	515

Other than the items mentioned above which have been included in the statement of comprehensive income, there were no provision for and/or write off of inventories, gain or loss on derivatives, unquoted investments and/or properties, impairment of assets and any other exceptional items for the current quarter and financial period ended 31 March 2021.

**B7. Status Of Corporate Proposals Announced And Completed**

On 12 January 2021, the Company announced multiple proposal which includes share split and bonus issue of up to 442,377,000 warrants on the basis of 1 warrant for every 2 shares. On 15 January 2021, notice of Extraordinary General Meeting (EGM) was given and on 18 January 2021, the circular on this were released.

On 2 February 2021, the EGM was held and the proposed share split and bonus issue of warrant were approved by the shareholders.

On 9 February 2021, the Company announced the ex-date and entitlement date for the share split, which will be on 23 February 2021 and 24 February 2021 respectively.

**OVERSEA ENTERPRISE BERHAD (317155-U)**  
**QUARTERLY REPORT FOR THE FOURT QUARTER ENDED 31 MARCH 2021**

**B7. Status Of Corporate Proposals Announced And Completed (Cont'd)**

On 17 February 2021, the Company announced the details of the bonus issue of free warrants. Ex-date and entitlement date is on 2 March 2021 and 3 March 2021 respectively. The exercise price of the Warrants was fixed at RM0.16 per Warrant.

On 10 March 2021, the Company had completed the Bonus Issue with free warrants upon the listing and quotation of 436,526,991 warrants on the ACE Market of Bursa Securities.

**B8. Group Borrowings And Debts Securities**

The Group's borrowings and debts securities are as follows:

	<b>Short Term (Secured) RM'000</b>	<b>Long Term (Secured) RM'000</b>	<b>Total (Secured) RM'000</b>
<b>as at 31 March 2021</b>			
Term loan	77	1,140	1,217
Lease liabilities	688	390	1,078
	<hr/>	<hr/>	<hr/>
Total Borrowing	765	1,530	2,295
	<hr/>	<hr/>	<hr/>
<b>as at 31 March 2020</b>			
Term loan	59	1,169	1,228
Lease liabilities	688	498	1,186
	<hr/>	<hr/>	<hr/>
	747	1,667	2,414
	<hr/>	<hr/>	<hr/>

The decrease in term loan as at 31 March 2021 compared to 31 March 2020 was due to repayment of facilities. Following the adoption of MFRS16, the hire purchase balances are classified to lease liabilities. The Group's borrowing and debts securities are denominated in RM.

**B9. Material Litigation**

There was no material litigation (including status of any pending material litigation) for the current quarter under review.

**B10. Dividends**

The directors do not recommend any interim dividend for the quarter under review.

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**OVERSEA ENTERPRISE BERHAD (317155-U)  
 QUARTERLY REPORT FOR THE FOURT QUARTER ENDED 31 MARCH 2021**

**B11. Losses Per Share**

	Individual Quarter		Cumulative Quarter	
	Current Quarter Ended 31.03.2021 RM'000	Preceding Year Corresponding Quarter Ended 31.03.2020 RM'000	Current Year to Date Ended 31.03.2021 RM'000	Preceding Year Corresponding Period Ended 31.03.2020 RM'000
<b>LOSSES PER SHARE</b>				
Loss for the period attributable to owners of the company	(5,320)	(5,460)	(7,965)	(5,498)
Weighted average number of ordinary shares in issue ('000)	793,832	242,515	743,890	242,515
Losses per share (sen)	(0.67)	(2.25)	(1.03)	(2.27)

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