



**JOHAN HOLDINGS BERHAD**

(Company No. 314-K)  
(Incorporated in Malaysia)

**INTERIM FINANCIAL STATEMENTS**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FIRST FINANCIAL QUARTER ENDED 31 OCTOBER 2022**

	Note	Current Quarter 3 months ended 31 October		Cumulative 3 months ended 31 October	
		2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
<b>Continuing operations</b>					
Revenue	<b>K1</b>	3,640	858	3,640	858
Cost of sales		(5,004)	(312)	(5,004)	(312)
Gross (loss)/profit		(1,364)	546	(1,364)	546
Other income		1,661	1,718	1,661	1,718
Net foreign exchange (loss)/gain		(398)	3,485	(398)	3,485
Net fair value loss on investment securities	<b>M5</b>	(826)	-	(826)	-
Marketing and distribution expenses		(211)	(25)	(211)	(25)
Administrative expenses		(3,876)	(3,915)	(3,876)	(3,915)
<b>(Loss)/Profit before interest, tax, depreciation and amortisation</b>		(5,014)	1,809	(5,014)	1,809
Depreciation and amortisation		(1,229)	(726)	(1,229)	(726)
Finance costs		(498)	(17)	(498)	(17)
<b>(Loss)/Profit before tax</b>	<b>K1/K6</b>	(6,741)	1,066	(6,741)	1,066
Income tax expense	<b>K7</b>	(5)	(7)	(5)	(7)
<b>(Loss)/Profit for the period</b>		(6,746)	1,059	(6,746)	1,059
<b>Other comprehensive income/(loss):</b>					
Foreign currency translation gain/(loss)		492	(4,722)	492	(4,722)
<b>Total comprehensive loss for the period</b>		(6,254)	(3,663)	(6,254)	(3,663)
<b>(Loss)/Profit for the period attributable to :</b>					
Owners of the Company		(4,765)	1,829	(4,765)	1,829
Non-controlling interests		(1,981)	(770)	(1,981)	(770)
		(6,746)	1,059	(6,746)	1,059
<b>Total comprehensive loss attributable to:-</b>					
Owners of the Company		(4,273)	(2,893)	(4,273)	(2,893)
Non-controlling interests		(1,981)	(770)	(1,981)	(770)
		(6,254)	(3,663)	(6,254)	(3,663)
(Loss)/Earning per share attributable to owners of the Company:					
Basic & diluted loss per share for the period (sen)	<b>K14</b>	(0.41)	0.16	(0.41)	0.16

*(The Unaudited Condensed Consolidated Statements of Profit Or Loss And Other Comprehensive Income should be read in conjunction with the Annual Financial Report for the financial year ended 31 July 2022 and the accompanying explanatory notes attached to the interim financial statements)*



**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

	Note	As at 31 October 2022 RM'000	Audited As at 31 July 2022 RM'000
Non-current assets			
Property, plant and equipment		163,327	162,822
Investment Properties		40,570	40,570
Inventories-Non current		30	30
Other receivable		27,564	27,209
Total non-current assets		<u>231,491</u>	<u>230,631</u>
Current assets			
Inventories		14,476	12,283
Receivables		22,494	33,883
Tax recoverable		442	388
Investment securities		11,794	12,620
Cash and bank balances		42,235	49,223
Total current assets		<u>91,441</u>	<u>108,397</u>
Total assets		<u>322,932</u>	<u>339,028</u>
Share capital	<b>M7</b>	413,672	413,672
Reserves			
Warrant reserve		15,963	15,963
Exchange reserve		(2,294)	(2,786)
Revaluation reserve		20,680	20,680
Accumulated losses		(223,386)	(218,621)
Attributable to equity holders of the parent		<u>224,635</u>	<u>228,908</u>
Non-controlling interests		26,271	27,452
Total equity		<u>250,906</u>	<u>256,360</u>
Non-current liabilities			
Lease liabilities	<b>K10</b>	2,094	2,178
Deferred tax liabilities		22,171	22,148
Total non-current liabilities		<u>24,265</u>	<u>24,326</u>
Current liabilities			
Payables		47,275	57,821
Lease liabilities	<b>K10</b>	486	521
Total current liabilities		<u>47,761</u>	<u>58,342</u>
Total liabilities		<u>72,026</u>	<u>82,668</u>
Total equity and liabilities		<u>322,932</u>	<u>339,028</u>
Net assets per share (sen)		<u>21.48</u>	<u>21.95</u>

*(The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the financial year ended 31 July 2022 and the accompanying explanatory notes attached to the interim financial statements )*

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FIRST FINANCIAL QUARTER ENDED 31 OCTOBER 2022**

	←————— Attributable to owners of the Company —————→					Equity attributable to owners of the Company total RM'000	Non- controlling interests RM'000	Total RM'000
	←————— Non-distributable reserves —————→							
	Share capital RM'000	Warrant RM'000	Exchange reserve RM'000	Properties revaluation reserve RM'000	Accumulated losses RM'000			
<b>Balance as at 1 August 2021</b>	413,672	15,963	(996)	18,437	(207,237)	239,839	6,184	246,023
Total comprehensive gain/(loss) for the year	-	-	(4,722)	-	1,829	(2,893)	(770)	(3,663)
Non-controlling interests arising from investment in a subsidiary	-	-	-	-	-	-	2,800	2,800
<b>Balance as at 31 October 2021</b>	<u>413,672</u>	<u>15,963</u>	<u>(5,718)</u>	<u>18,437</u>	<u>(205,408)</u>	<u>236,946</u>	<u>8,214</u>	<u>245,160</u>
<b>Balance as at 1 August 2022</b>	413,672	15,963	(2,786)	20,680	(218,621)	228,908	27,452	256,360
Total comprehensive loss for the year	-	-	492	-	(4,765)	(4,273)	(1,981)	(6,254)
<b>Transactions with owners:</b>								
Non-controlling interests arising from investment in a subsidiary	-	-	-	-	-	-	800	800
<b>Balance as at 31 October 2022</b>	<u>413,672</u>	<u>15,963</u>	<u>(2,294)</u>	<u>20,680</u>	<u>(223,386)</u>	<u>224,635</u>	<u>26,271</u>	<u>250,906</u>

*(The Unaudited Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Financial Report for the financial year ended 31 July 2022 and the accompanying explanatory notes attached to the interim financial statements)*

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE  
FIRST FINANCIAL QUARTER ENDED 31 OCTOBER 2022**

	Cumulative 3 months ended 31 October	
	2022 RM'000	2021 RM'000
<b>Cash flows from/(used in) operating activities</b>		
(Loss)/Profit before tax	(6,741)	1,066
Adjustments for non-cash and non-operating items:		
- Non-cash items	2,170	(3,840)
- Investing and financing items	258	(285)
<b>Operating cash flows before working capital changes</b>	<u>(4,313)</u>	<u>(3,059)</u>
Changes in working capital:		
- Changes in current assets	8,848	(5,868)
- Changes in current liabilities	(10,552)	(24,747)
Tax paid	(59)	(4)
<b>Net cash flows used in operating activities</b>	<u>(6,076)</u>	<u>(33,678)</u>
<b>Cash flows from/(used in) investing activities</b>		
Interest received	240	302
Purchase of property, plant and equipment	(1,734)	(351)
<b>Net cash used in investing activities</b>	<u>(1,494)</u>	<u>(49)</u>
<b>Cash flows from/(used in) financing activities</b>		
Payment of lease liabilities	(261)	(86)
Subscription of shares by non-controlling interest in a subsidiary	800	2,800
<b>Net cash from financing activities</b>	<u>539</u>	<u>2,714</u>
<b>Net decrease in cash and cash equivalents</b>	(7,031)	(31,013)
<b>Effects of foreign exchange rate changes</b>	43	(17)
<b>Cash and cash equivalents at beginning of year</b>	49,070	117,346
<b>Cash and cash equivalents at end of year</b>	<u>42,082</u>	<u>86,316</u>
<b>Analysis of cash and cash equivalents:</b>		
Cash and bank balances	42,235	86,466
Pledged deposit with licensed financial institutions	(153)	(150)
	<u>42,082</u>	<u>86,316</u>

Reconciliation of liabilities arising from financing activities:

	Carrying amount As at 01.08.2022 RM'000			Cash flows RM'000	Carrying amount As at 31.10.2022 RM'000	
	Others RM'000	142	2,580			
Lease Liabilities	2,699	(261)	142	2,580		

*(The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Report for the financial year ended 31 July 2022 and the accompanying explanatory notes attached to the interim financial statements)*



## **NOTES TO THE INTERIM FINANCIAL STATEMENTS**

### **M1 Basis of Preparation**

The interim financial statements are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standards (“MFRSs”) 134: Interim Financial Reporting issued by the Malaysian Accounting Standard Board, and paragraph 9.22 of Listing Requirements of Bursa Malaysia Securities Berhad. The interim financial statements should be read in conjunction with the Group’s annual audited financial statements for the year ended 31 July 2022 and the explanatory notes attached therein.

These explanatory notes attached to these interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 July 2022.

### **M2 Accounting Policies**

The significant accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the annual financial statements of the Group for the financial year ended 31 July 2022 except for the adoption of the relevant new MFRSs, amendments to MFRSs and IC Interpretations that are effective for annual periods beginning on or after 1 January 2022. The adoption of the new MFRSs, amendments to MFRSs and IC Interpretations did not have any material impact on the financial position and results of the Group.

### **M3 Auditors' Report on Preceding Annual Financial Statements**

The auditors' report on the audited financial statements for the year ended 31 July 2022 was unqualified.

### **M4 Seasonal or Cyclical Factors**

Overall, the business operations of the Group were not significantly affected by any seasonal or cyclical factors.

### **M5 Unusual Items Due to Their Nature, Size or Incidence**

Included in investment securities as of 31 July 2022 was investment in the quoted shares of George Kent (Malaysia) Berhad of RM12.620 million, measured at the market value of RM0.535 per share. As of 31 October 2022, the market value of the said investment has dropped to RM0.50 per share, resulting in a fair value loss of RM826,000.

### **M6 Changes in Accounting Estimates**

During the financial quarter, there was no change in accounting estimates adopted by the Group.

### **M7 Share Capital, Debt and Equity Securities**

During the financial quarter, there were no issuance, cancellations, repurchase, resales and repayments of debt and equity securities.

### **M8 Dividend Paid**

During the financial quarter, no dividend was paid by the Company.

### M9 Segmental Information

	<u>General Trading</u>		<u>Property</u>		<u>Hospitality and card services</u>		<u>Investment holding &amp; secretarial services</u>		<u>Healthcare</u>		<u>Elimination</u>		<u>Total</u>	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>3 months ended 31 October</b>														
<b>Revenue:</b>														
External customers	1,266	286	-	-	1,247	572	70	-	1,057	-	-	-	3,640	858
Inter-segment	-	-	-	-	-	-	50	47	-	-	(50)	(47)	-	-
<b>Total revenue</b>	<b>1,266</b>	<b>286</b>	<b>-</b>	<b>-</b>	<b>1,247</b>	<b>572</b>	<b>120</b>	<b>47</b>	<b>1,057</b>	<b>-</b>	<b>(50)</b>	<b>(47)</b>	<b>3,640</b>	<b>858</b>
<b>Results :</b>														
Interest income	-	-	-	-	-	-	221	309	23	16	(4)	(23)	240	302
Depreciation and amortisation	-	-	-	-	514	572	132	148	583	6	-	-	1,229	726
Finance costs	-	-	-	-	3	-	23	40	476	-	(4)	(23)	498	17
Earnings/(loss) before interest, tax, depreciation and	(148)	(5)	(30)	(81)	584	(961)	(1,874)	4,217	(3,542)	(1,338)	(4)	(23)	(5,014)	1,809
<b>Segment profit / (loss)</b>	<b>(148)</b>	<b>(5)</b>	<b>(30)</b>	<b>(81)</b>	<b>67</b>	<b>(1,533)</b>	<b>(2,029)</b>	<b>4,029</b>	<b>(4,601)</b>	<b>(1,344)</b>	<b>-</b>	<b>-</b>	<b>(6,741)</b>	<b>1,066</b>

	<u>General Trading</u>		<u>Property</u>		<u>Hospitality and card services</u>		<u>Investment holding &amp; secretarial services</u>		<u>Healthcare</u>		<u>Elimination</u>		<u>Total</u>	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>3 months ended 31 October</b>														
<b>Assets :</b>														
Additions to non-current assets	-	-	-	-	53	3	-	-	1,681	348	-	-	1,734	351
<b>Segment assets</b>	<b>1,507</b>	<b>370</b>	<b>21,549</b>	<b>21,558</b>	<b>84,221</b>	<b>81,698</b>	<b>113,332</b>	<b>157,951</b>	<b>102,383</b>	<b>15,404</b>	<b>(60)</b>	<b>4</b>	<b>322,932</b>	<b>276,985</b>
<b>Segment liabilities</b>	<b>71</b>	<b>336</b>	<b>5,452</b>	<b>5,448</b>	<b>12,725</b>	<b>12,081</b>	<b>9,542</b>	<b>9,803</b>	<b>42,552</b>	<b>549</b>	<b>1,684</b>	<b>3,608</b>	<b>72,026</b>	<b>31,825</b>



**NOTES TO THE INTERIM FINANCIAL STATEMENTS (CONT'D)**

**M10 Event Subsequent to the end of the reporting period**

There was no event subsequent to the end of the financial quarter that require to be reflected in the financial statements for the current financial quarter.

**M11 Changes in Composition of the Group**

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

**M12 Changes in Contingent Liabilities**

There were no contingent liabilities as at the reporting date.

**M13 Capital Commitments**

The capital commitment for the purchase of property, plant, equipment and computer systems not provided for in the interim financial statements is as follows :

	<b>As at 31 October 2022 RM'000</b>
Approved and contracted for	635,267

**M14 Related Party Transactions**

	<b>Current Quarter</b>		<b>Cumulative</b>	
	<b>3 months ended</b>		<b>3 months ended</b>	
	<b>31 October</b>		<b>31 October</b>	
	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Transactions with corporations in which three Directors are also directors and/or deemed interested				
Design and Build - Dipping line glove plant	1,510	-	1,510	-
Recovery of secretarial and share registration fees	11	12	11	12
	11	12	11	12

The Directors of the Company are of the opinion that the above transactions were in the normal course of business and have been established under terms that are no less favourable than those arranged with independent parties. The Design and Build contract had been approved by the shareholders of Johan Holdings Berhad at an Extraordinary General Meeting on 31st May 2021.

**ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS****K1 Review of Performance**

Continuing operations:

- a) For the financial quarter under review, the Group registered a revenue of RM3.64 million compared to corresponding quarter of RM858,000, higher by 324%.
- b) The Group recorded a loss before tax of RM6.761 million in current quarter compared to corresponding quarter of profit of RM1.066 million, mainly due to:-
- i) Dynacare registered loss before tax of RM4.584 million for current quarter as compared to a loss of RM1.344 million in corresponding quarter. The corresponding quarter result is not comparative as first dipping line was only operational in November 2021. The current quarter loss was due to the fact that Dynacare is a start up from the ground and has yet to reach economy of scale.
- ii) Investment holding & secretarial services segment recorded a loss before tax of RM2.049 million in current quarter compared to corresponding quarter profit of RM4.029 million mainly due to foreign exchange loss of RM484,000 in current quarter compared to foreign exchange gain of RM4.712 million in corresponding quarter.

The loss attributable to shareholders for the current quarter was RM4.765 million.

**K2 Variation of Results Against Preceding Quarter**

	Current Quarter 3 months ended		Changes (Amount/%)
	31.10.2022 RM'000	31.07.2022 RM'000	
Revenue from continuing operations	3,640	13,599	-73.23%
Loss before tax from continuing operations	(6,741)	(9,356)	27.95%
Loss after tax	(6,746)	(9,357)	27.90%
Loss for the period attributable to owners of the Company	<u>(4,765)</u>	<u>(6,402)</u>	<u>25.57%</u>

Total revenue for the current financial quarter was RM3.64 million compared to preceding quarter's of RM13.599 million. The Group recorded a lower loss after tax of RM6.746 million compared to preceding quarter loss of RM9.357 million mainly due to lower losses incurred in the healthcare business of RM4.601 million in current quarter compared to preceding quarter losses of RM7.332 million.

**K3 Prospects**

- i) Dynacare is a start up from the ground and has yet to reach economy of scale. Management remains cautious over the challenging industry outlook.
- ii) With the progressive relaxation of Covid restrictions both domestically and internationally, Orient Star Resort has since experienced increasing sales and higher occupancy rate. With the continued recovery of tourism industry, the Resort is optimistic of its performance going forward.





**ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS (CONT'D)**

**K4 Disclosure of Covid-19 related impacts**

The outbreak of the COVID-19 has brought unprecedented challenges and added economic uncertainties in Malaysia and markets in which the Group operates. The Group and the Company have accounted for the possible impacts of COVID-19 pandemic in their application of significant judgements and estimates in determining the amounts recognised in the financial statements for the financial period ended 31 October 2022.

**K5 Profit Forecast**

No profit forecast was issued by the Group.

**K6 Profit Before Tax**

	Current Quarter 3 months ended 31 October		Cumulative 3 months ended 31 October	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Profit before tax is arrived at after crediting/(charging) :				
a) Interest income	240	302	240	302
b) Other income	562	637	562	637
c) Bad debts recovered	859	779	859	779
d) Interest expense	(498)	(17)	(498)	(17)
e) Depreciation and amortisation	(1,229)	(726)	(1,229)	(726)
f) Net foreign exchange (loss)/gain	(398)	3,485	(398)	3,485

**K7 Income Tax Expense**

	Current Quarter 3 months ended 31 October		Cumulative 3 months ended 31 October	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Tax (expense)/credit based on results for continuing operations: -				
Current				
- Malaysian tax	(5)	(7)	(5)	(7)

The tax expense for the 3 months ended 31 October 2022 is mainly due to certain non-tax deductible expenses.



**ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS (CONT'D)**

**K8 Status of Corporate Proposals Announced**

Proposed Acquisition, Proposed Diversification, Proposed Rights Issue with Warrants, Proposed Offer To Subscribe and Proposed Right To Execute the Works.

The Rights Issue of new 389,342,813 new Johan shares with free Warrants, issued at a price of RM0.10 per share, raising RM38,934,281.30 was completed on 28 July 2021.

Utilisation of the cash proceeds of approximately RM 38.934 million were as follows:-

<b>Purpose</b>	<b>Proposed Utilisation (RM'000)</b>	<b>Actual Utilisation (RM'000)</b>	<b>Balance Unutilised (RM'000)</b>
Funding for Gloves Business	37,434	12,567	24,867
Estimate expenses of the Corporate Exercises	1,500	1,500	-
<b>Total</b>	<b>38,934</b>	<b>14,067</b>	<b>24,867</b>

**K9 Trade Receivables**

The Group's credit period generally ranges from 30 to 90 days. Other credit terms are assessed and approved on a case by case basis.

**a) Ageing of trade receivables not impaired**

	<b>As at 31 October 2022 RM'000</b>	<b>As at 31 July 2022 RM'000</b>
Not past due	942	9,740
Past due 30 days	12	438
Past due 31-90 days	17	103
Past due more than 90 days	1,171	3,432
	<b>2,142</b>	<b>13,713</b>

**b) The Group's trade receivables that are subject to collective/individual impairment review at the end of the reporting period are as follows:**

	<b>As at 31 October 2022 RM'000</b>	<b>As at 31 July 2022 RM'000</b>
Trade receivables - gross amounts	65,461	77,855
Less: Allowance for doubtful debts	(63,319)	(64,142)
	<b>2,142</b>	<b>13,713</b>

**K10 Borrowings and Debt Securities**

	<b>As at 31 October 2022 RM'000</b>	<b>As at 31 July 2022 RM'000</b>
<b>a) Short term borrowings</b>		
<b>Secured</b>		
- Lease creditors	486	521
<b>b) Long term borrowings</b>		
<b>Secured</b>		
- Lease creditors	2,094	2,178

**ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS (CONT'D)****K11 Off Balance Sheet Financial Instruments**

The Group does not have any financial instrument with off balance sheet risk as at 12 December 2022.

**K12 Changes in Material Litigation**

There were no material litigation for the financial period.

**K13 Dividend**

The Board does not recommend any dividend for the financial quarter ended 31 October 2022 (31 October 2021: Nil).

**K14 (Loss)/Earning per Share****Basic & diluted**

Basic and diluted (loss)/earning per share are calculated by dividing (loss)/earning for the period attributable to ordinary equity holders of the Company by the number of ordinary shares in issue as at the end of the financial quarter.

Diluted (loss)/earning per share is the same as basic (loss)/earning per share.

	Current Quarter 3 months ended 31 October		Cumulative 3 months ended 31 October	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
(Loss)/Profit for the period attributable to ordinary equity holders of the Company	<u>(4,765)</u>	<u>1,829</u>	<u>(4,765)</u>	<u>1,829</u>
Weighted average number of ordinary shares ('000) in issue	<u>1,168,028</u>	<u>1,168,028</u>	<u>1,168,028</u>	<u>1,168,028</u>
Basic & diluted (loss)/earning per share (sen)	<u>(0.41)</u>	<u>0.16</u>	<u>(0.41)</u>	<u>0.16</u>

**BY ORDER OF THE BOARD****Teh Yong Fah**

Group Secretary  
Kuala Lumpur  
13 December 2022