Interim financial report for the quarter ended 30 September 2022 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	INDIVIDUA	L QUARTER	CUMULATIVE PERIOD		
	CURRENT	PRECEDING	CURRENT	PRECEDING	
	YEAR	YEAR	FINANCIAL	FINANCIAL	
	QUARTER	QUARTER	YEAR	YEAR	
	30/9/2022	30/9/2021	30/9/2022	30/9/2021	
	RM'000	RM'000	RM'000	RM'000	
Revenue	120,656	53,862	225,870	235,541	
Cost of sales (N1)	(133,500)	(70,614)	(231,222)	(250,288)	
Gross loss	(12,844)	(16,752)	(5,352)	(14,747)	
Other income (N2)	574	380	1,067	719	
Other expenses (N3)	(44)	(27)	(78)	(57)	
Administrative expenses	(3,901)	(711)	(4,916)	(1,447)	
Loss from operations	(16,215)	(17,110)	(9,279)	(15,532)	
Share of results of associates	8,721	798	21,357	5,806	
(Loss)/Profit before interest and tax	(7,494)	(16,312)	12,078	(9,726)	
Finance cost	(41,154)	(42,527)	(81,685)	(84,953)	
Loss before tax	(48,648)	(58,839)	(69,607)	(94,679)	
Income tax expenses	(244)	(211)	(489)	(547)	
Loss for the period	(48,892)	(59,050)	(70,096)	(95,226)	
Other comprehensive income	-	-	-	-	
Total comprehensive loss	(48,892)	(59,050)	(70,096)	(95,226)	
Loss for the period attributable to:	(41.005)	(50.554)	(55.415)	(50.050)	
Owners of the Company	(41,285)	(50,554)	(55,417)	(78,358)	
Non-controlling Interests	(7,607)	(8,496) (59,050)	(14,679)	(16,868)	
	(48,892)	(39,030)	(70,096)	(95,226)	
Total comprehensive loss attributab	le to:				
Owners of the Company	(41,285)	(50,554)	(55,417)	(78,358)	
Non-controlling Interests	(7,607)	(8,496)	(14,679)	(16,868)	
	(48,892)	(59,050)	(70,096)	(95,226)	
Loss per share attributable					
to Owners of the Company:					
- Basic (sen)	(1.38)	(2.28)	(1.85)	(3.53)	
- Diluted (sen)	(1.38)	(2.28)	(1.85)	(3.53)	

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (cont'd)

	INDIVIDUA	L QUARTER	CUMULATIVE PERIOD		
	CURRENT YEAR QUARTER 30/9/2022 RM'000	PRECEDING YEAR QUARTER 30/9/2021 RM'000	CURRENT FINANCIAL YEAR 30/9/2022 RM'000	PRECEDING FINANCIAL YEAR 30/9/2021 RM'000	
Notes: (Refer to B1 "Review of Pe	erformance''	for more info	rmation)		
N1) Included in Cost of Sales- Amortisation of infrastructure development expenditure	(1,623)	(877)	(3,371)	(1,821)	
- Depreciation	(87)	(71)	(165)	(143)	
N2) Included in Other Income					
- Interest income	77	43	110	74	
- Distribution income	7	62	21	146	
- Fair value gain on other investments	79	18	204	52	
- Amortisation of deferred income	282	143	575	295	
- Others	129	114	157	152	
	574	380	1,067	719	
N3) Included in Other Expenses					
- Depreciation	(44)	(27)	(78)	(57)	
-	(44)	(27)	(78)	(57)	

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 March 2022 and the accompanying explanatory notes attached to the interim financial report.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

A CONTROL	UNAUDITED AS AT 30/9/2022 RM'000	AUDITED AS AT 31/3/2022 RM'000
ASSETS		
Non-current Assets	2.252	2 204
Property, plant and equipment Goodwill on consolidation	3,353 5,369	3,294 5,369
Infrastructure development expenditure	5,906,351	5,642,399
Investment in associates	268,044	246,687
Deferred tax asset	57,764	57,764
Total Non-Current Assets	6,240,881	5,955,513
Current Assets		
Trade and other receivables	28,377	23,866
Contract assets	2,005	84
Tax recoverable	1,908	257
Other investments	8,458	30,001
Deposits placed with licensed banks	330,898	412,285
Cash and bank balances	1,667	13,070
Total Current Assets	373,313	479,563
TOTAL ASSETS	6,614,194	6,435,076
EQUITY AND LIABILITIES		
Share capital	1,509,087	1,509,087
Warrant reserve	90,246	90,246
Accumulated losses	(643,193)	(587,776)
Attributable to Owners of the Company	956,140	1,011,557
Non-controlling interests	(46,070)	(31,391)
Total Equity	910,070	980,166
Non-current Liabilities		
Loans and borrowings	3,886,249	3,794,947
Deferred income	803,194	793,560
Deferred taxation	70,143	69,654
Other payables	467,831	404,249
Total Non-current Liabilities	5,227,417	5,062,410
Current Liabilities	259 502	290.042
Trade and other payables Contract liabilities	358,502 7,896	289,043 21,492
Provisions	55,406	44,814
Loans and borrowings	48,542	30,686
Tax payable	6,361	6,465
Total Current Liabilities	476,707	392,500
TOTAL LIABILITIES	5,704,124	5,454,910
EQUITY AND LIABILITIES	6,614,194	6,435,076
Net assets per share attributable to Owners of		
the Company (RM)	0.3200	0.3386

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 March 2022 and the accompanying explanatory notes attached to the interim financial report.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		Attributable t	to Owners of	f the Company			
	Share Capital RM'000	Redeemable Convertible Preference Shares ("RCPS") RM'000	Warrants Reserve RM'000	Accumulated Losses RM'000	Total RM'000	Non- controlling Interests RM'000	Total Equity RM'000
Current financial period							
At 1 April 2022	1,509,087	-	90,246	(587,776)	1,011,557	(31,391)	980,166
Total comprehensive loss:							
Loss for the period	-	-	-	(55,417)	(55,417)	(14,679)	(70,096)
At 30 September 2022	1,509,087	-	90,246	(643,193)	956,140	(46,070)	910,070
Preceeding financial year							
At 1 April 2021	1,231,802	232,400	90,246	(472,292)	1,082,156	(3,624)	1,078,532
Total comprehensive loss:							
Loss for the period	-	-	-	(78,358)	(78,358)	(16,868)	(95,226)
Transactions with owners:							
Conversion of RCPS	190,624	(157,899)	-	-	32,725	-	32,725
At 30 September 2021	1,422,426	74,501	90,246	(550,650)	1,036,523	(20,492)	1,016,031

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 March 2022 and the accompanying explanatory notes attached to the interim financial report.

WCE HOLDINGS BERHAD (534368-A) Interim financial report for the quarter ended 30 September 2022 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	6 month ended 30/9/2022 RM'000	6 month ended 30/9/2021 RM'000
OPERATING ACTIVITIES:		
Loss before taxation:	(69,607)	(94,679)
Adjustments for:		
Share of results of associates	(21,357)	(5,806)
Amortisation of infrastructure development expenditure	3,371	1,821
Amortisation of deferred income	(575)	(295)
Depreciation of property, plant and equipment	243	201
Distribution income from other investments	(21)	(146)
Fair value gain on other investments	(204)	(52)
Profit arising from IC Interpretation 12		
Service Concession Arrangements	(2,039)	(2,268)
Provision for additional cost	10,592	-
Interest income	(110)	(74)
Interest expense	81,685	84,951
Operating profit/(loss) before changes		
in working capital	1,877	(16,347)
Changes in Working Capital:		
Contract assets	(2,005)	-
Contract liabilities	(13,512)	(8,989)
Receivables	(8,642)	4,622
Payables	61,275	(188,045)
Net cash flows from/(used in) operations	38,993	(208,759)
Income tax paid	(1,755)	(2,161)
Net cash flows from/(used in) operating activities	37,238	(210,920)

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (cont'd)

(cont u)	6 month ended 30/9/2022 RM'000	6 month ended 30/9/2021 RM'000
INVESTING ACTIVITIES		
Additions to property, plant and equipment	(428)	(855)
Infrastructure development expenditure	(193,230)	(131,157)
Upliftment of other investments	21,768	17,700
Upliftment/(Placement) of fixed deposits	33,263	(25,672)
Interest received	3,824	74
Net cash flows used in investing activities	(134,647)	(139,910)
FINANCING ACTIVITIES		
Drawdown of government support loan	50,000	-
Drawdown of term loan	63,577	76,198
Interest paid	(83,034)	(54,054)
Lease liabilities	(1)	(11)
Proceeds from conversion of RCPS	-	32,725
Issuance of murabahah loan stocks	7,340	12,200
Net cash flows from financing activities	37,882	67,058
Net change in cash and cash equivalents	(59,527)	(283,772)
Cash and cash equivalents at beginning of financial period	321,636	610,278
Cash and cash equivalents at end of financial period	262,109	326,506
Note:		
Cash and cash equivalents at the end of the financial period compris	se of:	
Cash and bank balances	1,667	27,903
Fixed deposits with licensed banks	330,898	524,190
Less: Deposits with maturity of more than 3 months	(70,456)	(225,587)
	262,109	326,506

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 March 2022 and the accompanying explanatory notes attached to the interim financial report.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

NOTES TO CONDENSED FINANCIAL STATEMENTS

PART A – Explanatory Notes Pursuant to MFRS 134

A1. Basis of Preparation

The unaudited interim financial statements have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134 "Interim Financial Reporting" and paragraph 9.22 of the Bursa Malaysia Securities Berhad Listing Requirements. The unaudited interim financial statements should be read in conjunction with the Group's audited financial statements for the financial year ended 31 March 2022 and the accompanying explanatory notes attached to the unaudited interim financial statements.

These explanatory notes attached to the unaudited 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 year ended 31 March 2022.

A2. Accounting Policies

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the audited financial statements for the financial year ended 31 March 2022, except for the adoption of the following amendments/improvements to MFRSs for the current financial year:-

Amendments/Improvements to MFRSs

MFRSs Annual Improvements to MFRS Standards 2018 -2020

MFRS 3 Business Combinations

MFRS 116 Property, Plant and Equipment

MFRS 137 Provisions, Contingent Liabilities and Contingent Assets

The adoption of the above amendments to MFRSs does not have any material impact on the financial statements of the Group.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

NOTES TO CONDENSED FINANCIAL STATEMENTS

A3. Seasonality or Cyclicality of Operations

The business operations of the Group are not materially affected by any seasonal or cyclical factors.

A4. Unusual Items

There were no unusual items that have material effects on the financial statements in the current quarter.

A5. Material Changes in Estimates

There were no material changes in estimates that have a material effect in the current year quarter and current financial year.

A6. Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt or equity securities in the current quarter.

A7. Dividend

No dividend has been paid in the current financial year.

A8. Segmental Results

Segmental results are included in Note B1.

A9. Material Subsequent Events

There were no material events subsequent to the financial period ended 30 September 2022.

A10. Changes in the Composition of the Group

There were no material changes in the composition of the Group in the current year quarter and financial year.

A11. Contingent Liabilities

There were no contingent liabilities at the end of this quarter and as at the date of this report.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

<u>PART B : EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD</u>

B1. Review of Performance

(a) Segmental Information

	C	Current quarter			Cumulative quarter			
	30/9/2022	30/9/2021	1 Changes		30/9/2022	30/9/2022 30/9/2021		iges
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
Segmental Revenue								
Toll concession: - Construction - Toll collection	101,453 10,300 111,753	46,052 5,024 51,076	55,401 5,276	120% 105%	188,992 20,725 209,717	216,213 10,340 226,553	(27,221) 10,385	-13% 100%
Construction	8,903	2,786	6,117	220%	16,153	8,988	7,165	80%
Investment holding, management services and others *	-	-	-	-	-	-	-	-
	120,656	53,862	66,794	124%	225,870	235,541	(9,671)	-4%
Loss before tax								
Toll concession	(37,658)	(59,747)	22,089	-37%	(69,837)	(98,713)	28,876	-29%
Construction	(17,487)	(397)	(17,090)	4305%	(17,690)	(372)	(17,318)	4655%
Investment holding, management services and others *	6,497	1,305	5,192	398%	17,920	4,406	13,514	307%
	(48,648)	(58,839)	10,191	-17%	(69,607)	(94,679)	25,072	-26%

^{*} includes share of results of associates, including results of Radiant Pillar Sdn Bhd, a company involved in property development.

(b) Overall Results Commentary:

For the quarter:

The Group recorded higher revenue of RM120.7 million in the current quarter compared to RM53.9 million in the preceding year quarter. This is mainly due to higher toll concession revenue for the WCE Project of RM111.8 million compared to RM51.1 million in the preceding year quarter where the construction activities was affected due to the implementation of the Total Lockdown ("FMCO"). During the current quarter, KEB Builders Sdn Bhd has also recognised construction revenue of RM8.9 million (preceding year quarter: RM2.8 million) in respect of the construction works for the Seri Langat Project and Section 7B of the WCE Project (as defined in Note B3 (c)).

The Group recorded a loss before tax of RM48.6 million in the current quarter compared to RM58.8 million in the preceding year quarter. The loss before tax was mainly due to the recognition of interest expense of RM40.0 million (preceding year quarter: RM41.8 million) for completed sections and a provision for additional cost amounting to RM16.5 million in respect of the construction projects. The loss before tax was offset by the share of profit from associates of RM8.7 million. The share of profit from associates of RM8.7 million in the current quarter is higher compared to RM0.8 million in the preceding year quarter where the construction works was affected due to the FMCO.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

NOTES TO CONDENSED FINANCIAL STATEMENTS

B2. Comparison with Immediate Preceding Quarter's Results

The Group recorded higher revenue of RM120.7 million in the current quarter compared to RM105.2 million recorded in the immediate preceding quarter. Higher construction revenue was recorded in the current quarter due to increased construction activities upon the lifting of the FMCO in August 2021.

The Group recorded a loss before tax of RM48.6 million in the current quarter compared to RM21.0 million in the immediate preceding quarter. The loss before tax mainly arises from the recognition of interest expense of RM40.0 million for completed sections and a provision for additional cost amounting to RM16.5 million in respect of the construction projects. The loss has been offset by the share of profit from associates of RM8.7 million in the current quarter. The share of profit from associates of RM8.7 million in the current quarter has reduced as compared to RM12.6 million in the immediate preceding quarter due to lower sales recorded as a result of delay in launching of new phases following the product adjustments.

B3. Prospects

The Group expects an improved economic outlook as Malaysia begins its transition into the endemic phase of COVID-19 with more relaxed COVID-19 rules and SOPs with effect from 1 April 2022. Traffic volumes for the opened sections have exceeded to pre-MCO levels as movement restrictions were lifted.

(a) Toll concession

The WCE Project involves the development of a 233 kilometres tolled highway from Banting, Selangor to Taiping, Perak (including 40 kilometres of highway to be constructed later). The WCE Project is a build-operate-transfer project with a concession period of up to a maximum of 60 years. The WCE Project is divided into 11 sections of which Section 8 (Hutan Melintang - Teluk Intan) opened for traffic on 31 May 2019 followed by Sections 9 (Kampung Lekir – Changkat Cermin) and 10 (Changkat Cermin – Beruas) on 23 September 2019. On 10 December 2019, Section 5 (Bandar Bukit Raja to Kapar) was also opened for traffic. To-date, a total of 4 out of 11 sections have been opened for traffic and commenced tolling.

To ensure the successful completion of the WCE Project, WCESB assembled a project management team to undertake the WCE Project and the appointment of IJMC-KEB Joint Venture ("IJMC-KEB JV") as the Turnkey/Engineering and Procurement Contractor for the construction of the WCE Project has allowed our Group to leverage on the manpower, skills and technical resources of IJM, which has a proven track record in undertaking projects of this nature.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

NOTES TO CONDENSED FINANCIAL STATEMENTS

B3. Prospects (Cont'd)

(a) Toll concession (Cont'd)

The toll concession segment has reported a loss before tax in the current quarter mainly due to interest expense incurred in relation to the project financing for completed sections of the WCE Project. In accordance with MFRS 123, an entity shall cease capitalising borrowing costs when substantially all the activities necessary to prepare the qualifying asset for its intended use is complete. The interest expense was capitalised as part of the infrastructure development expenditure prior to the completion of the construction works. Upon the completion of sectional construction, the interest expense for these sections will be charged to the statement of profit or loss. Nonetheless, the Group is still expecting a surplus from toll operations before accounting for this interest expense.

Following the gazette for tolling for Section 8, 9 and 10, West Coast Expressway Sdn Bhd has commenced tolling with effect on 30 January 2020 and correspondingly, the amortisation of infrastructure expenditure was charged to the statement of profit or loss.

Going forward, the Group is expected to incur losses in the early years of toll operations due to the cessation of capitalisation of interest expenses for completed sections and the non-cash expenditure in respect of the amortisation of infrastructure development expenditure. Nevertheless, the commencement of toll operations of the West Coast Expressway is expected to improve the future financial performance of the Group in terms of cash flows.

(b) Property development

The property market is expected to remain challenging. The key issues of price affordability, the overhang of high priced properties, rising costs of living, tight financing and economic impact of COVID-19 continues to have a dampening effect.

Nonetheless, Bandar Rimbayu is expected to maintain its performance for the coming financial year on the back of the unbilled sales and satisfactory response from new launches.

(c) Construction

KEB Builders Sdn Bhd ("KEBB"), a wholly owned subsidiary of the Company, has entered into a Memoradum of Agreement ("MOA") to undertake, on a design, build and manage basis, the construction works of a proposed access from West Coast Expressway to a mixed development project in Kota Seri Langat. This Proposed Access will be known as the Kota Seri Langat "Left-In and Left-Out Interchange" and includes the construction works of a bridge, main drainage, water pipes and associated works for a total consideration of RM126.8 million ("the Seri Langat Project").

KEBB had also been awarded to construct and complete Section 7, Part 2 of 2 ("Section 7B") of the WCE Project at a fixed contract sum of RM301 million ("the Contract"). Section 7B is the last section of the Project to be awarded and it is approximately 10km in length from the beginning of the Assam Jawa Interchange towards the Tanjung Karang Interchange. The construction of works of Section 7B is currently on-going.

The Seri Langat Project and the Contract are expected to contribute positively towards the future earnings of WCEHB Group.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

NOTES TO CONDENSED FINANCIAL STATEMENTS

B4. Profit Forecast and Guarantee

No profit forecast or guarantee was issued in respect of the current financial year.

B5. Taxation

	Individual	Quarter	Cumulative Period		
	Current Preceding		Current	Preceding	
	Year Year		Year	Year	
	Quarter	Quarter	To-date	To-date	
	30/9/2022	30/9/2021	30/9/2022	30/9/2021	
	RM'000	RM'000	RM'000	RM'000	
<u>Deferred Tax</u>					
Current year	244	211	489	547	
Total	244	211	489	547	

The tax expense for the current quarter and financial year ended 30 September 2022 is from profit recognised at certain subsidiaries. This is despite of the losses being recognised at Group level.

B6. Status of Corporate Proposals

There was no corporate proposal announced and not completed as at the date of this report.

B7. Group Borrowings and Debt Securities

The Group's borrowings which are denominated in Ringgit Malaysia as at 30 September 2022 are as follows:

	RM'000
- secured	3,736,725
- unsecured	198,066
Total borrowings	3,934,791

The Group received a loan from the Malaysian government at an interest rate lower than the prevailing market rate. Using the prevailing market rate, the loan amount is adjusted to its fair value and the difference treated as deferred income.

B8. Off Balance Sheet Risk Financial Instruments

The Group did not contract for any financial instruments with off balance sheet risk as at the date of this announcement.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

NOTES TO CONDENSED FINANCIAL STATEMENTS

B9. Material Litigation

The Group has no material litigation since 31 March 2022.

B10. Dividend

No dividend has been declared for the current and preceding financial year.

B11. Loss Per Share

Basic

The basic loss per share is calculated as follows:

	INDIVIDUAI	L QUARTER	CUMULATIVE PERIOD			
	Current	Preceding	Current	Preceding		
	Year	Year	Financial	Financial		
	Quarter	Quarter	Year	Year		
	30/9/2022	30/9/2021	30/9/2022	30/9/2021		
Loss attributable to owners of the						
company (RM'000)	(41,285)	(50,554)	(55,417)	(78,358)		
Weighted average number of ordinary						
shares ('000)	2,987,707	2,219,579	2,987,707	2,219,579		
Basic loss per share (sen)	(1.38)	(2.28)	(1.85)	(3.53)		

Diluted

The diluted earnings per share is equivalent to the basic earnings per share. The potential ordinary shares arising from the exercise of warrants have an anti-dilutive effect.

Interim financial report for the quarter ended 30 September 2022

(The figures have not been audited)

NOTES TO CONDENSED FINANCIAL STATEMENTS

B12. Audit Report

The auditors' report of the financial statements for the year ended 31 March 2022 was not subject to any qualification.

B13. Authorisation for Issue

The interim financial reports were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 23 November 2022.

By order of the Board

Raw Koon Beng Company Secretary