SMTRACK BERHAD

Reg No.: 200401000918 (639421-X) (Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL REPORT

FOR THE QUARTER ENDED 30 APRIL 2021



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE THIRD QUARTER ENDED 30 APRIL 2021

	Individua	Individual Quarter		Cumulative Quarter		
	Current Quarter Ended	*Preceding Corresponding Quarter Ended	(Unaudited) 9 months to date ended	(Unaudited) *Preceding corresponding 9 months Period Ended		
	30/4/2021 RM'000	30/4/2020 RM'000	30/4/2021 RM'000	30/4/2020 RM'000		
Revenue	425	554	1,275	1,511		
Cost of Sales		(10)	-	(10)		
Gross Profit/(Loss)	425	544	1,275	1,501		
Other income /(loss)	10	2	48	2		
Administrative expenses	(2,420)	(626)	(5,955)	(1,494)		
Operating Profit/(Loss)	(1,986)	(80)	(4,633)	9		
Finance cost	6	-	6	-		
Profit/(Loss) Before Taxation	(1,992)	(80)	(4,639)	9		
Taxation	<u> </u>	-	-	<u> </u>		
Net Profit/(Loss) After Taxation	(1,992)	(80)	(4,639)	9		
Other comprehensive loss, net of tax	-	-	-	-		
Total comprehensive income/(loss)	(1,992)	(80)	(4,639)	9		
Net Profit/(Loss) attributable to :						
- Owners of the Company - Non-controlling interests	(1,977) (15)	(51) (29)	(4,574) (65)	104 (95)		
Net Profit/(Loss)	(1,992)	(80)	(4,639)	9		
Total comprehensive income/(loss) attributable to :						
- Owners of the Company - Non-controlling interests	(1,977) (15)	(51) (29)	(4,574) (65)	155 (66)		
Total comprehensive income/(loss)	(1,992)	(80)	(4,639)	89		



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE THIRD QUARTER ENDED 30 APRIL 2021

	Individual Quarter		Cumulative Quarter		
	Current Quarter Ended	*Preceding Corresponding Quarter Ended	(Unaudited) 9 months to date ended	(Unaudited) *Preceding corresponding 9 months Period Ended	
	30/4/2021	30/4/2020	30/4/2021	30/4/2020	
Weighted average no. of ordinary shares in issue ('000)	447,658	176,691	447,658	176,691	
Weighted average no. of ordinary shares in issue adjusted for the effect of dilutive potential ordinary shares('000)	447,658	176,691	447,658	176,691	
Earnings/(loss) per ordinary share (sen):					
Basic earnings/(loss) per share (sen) Diluted earnings/(loss) per share (sen)	(0.44) (0.44)	(0.03) (0.01)	(1.02) (1.02)	0.09 0.09	

Notes:

The Unaudited Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the audited financial statements of the Group for the financial period ended ("FPE") 31 July 2020 and the accompanying notes attached to this interim financial report.

The loss before taxation is arrived at after charging / (crediting) the following items :-

		Current Quarter Ended	6 Months to date ended
		30-Apr-21	30-Apr-21
(a)	Depreciation and amortisation	18	54
(b)	Gain/(loss) on disposal of property, plant & equiptment	-	-



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 APRIL 2021

AS AT 30 APRIL 2021	(Unaudited) As at 30/4/2021 RM'000	(Audited) As at 31/7/2020 RM'000
ASSETS		
Non-current assets Property, plant and equipment Purchased Goodwill Other receivables, deposit and prepayment Goodwill on Consolidation	27,142 0 3,944 2,776 33,862	132 0 3,944 2,776 6,852
Current assets Trade receivables Other receivables, deposits and prepayment Amount owing by an associate Tax recoverable Cash and bank balances	5,118 8,145 380 1 6,879 20,523	3,879 8,540 380 1 28 12,828
Total Assets	54,385	19,680
EQUITY AND LIABILITIES Equity Attributable to Equity Holders of the Company Share capital Accumulated profit	57,017 (11,303)	23,655 (6,664)
Shareholders' funds Non-controlling interests Total Equity	45,714 49 45,763	16,991 173 17,164
Current liabilities Trade Payables Other payables and accruals Amount Due to Directors Total liabilities Total equity and liabilities	6,890 1,674 58 8,622	142 2,374 0 2,516
Net assets per share attributable to ordinary equity holders of the Company (RM)	0.10	0.10

Notes:

- (i) The net asset per share for the quarter under review and financial period is calculated based on the net asset as at 30 April 2021 divided by the number of outstanding ordinary shares as at 30 April 2021
- (ii) The Unaudited Condensed Consolidated Statements of Financial Position should be read in conjunction with the audited financial statements of the Group for the FPE 31 July 2020 and the accompanying notes



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE THIRD QUARTER ENDED 30 APRIL 2021

	3 Months to date 30/4/2021	Audited 12 months Year Ended Year Ended 31 July 2020
CASH FLOW FROM OPERATING ACTIVITIES	RM'000	RM'000
Profit/(Loss) Before Taxation Adjustment for prior year retained profits Loss / (Gain) on Disposal of Property, Plant & Equipment	(4,639) - -	(1,058) - (50)
Adjustments for Non-cash items / Depreciation Impairment loss on: - Trade receivables - Other receivables	18 - -	71 14 1,000
Profit on Disposal of Asset Operating profit/(loss) before working capital changes	(4,621)	(23)
Changes in working capital Net change in inventories Decrease/(Increase) in trade and other receivables	- (4.624)	- (2.252)
Increase/(Increase) in trade and other receivables Increase/(Decrease) in trade and other payables Increase/(decrease) in amount due to director Decrease/(Increase) in amount due from associates	(1,634) 6,687 58 0	(3,353) (528) - 25
Net cash flows from operations Tax paid / refund Net cash flows from operating activities	5,111 - 490	(3,856)
CASH FLOW FROM INVESTING ACTIVITIES Change in investment in jointly controlled entity Product development costs incurred Net Cash Outflow in Acquisition of Subsidiary Purchase of property, plant and equipment Proceeds from disposal of property, plant and equipment Cash proceed of disposal of subsidiary company	- - - (27,001) - -	(2,786) (96) 72
Net cash flows from investing activities	(27,001)	(2,810)
Advance to related company Net proceeds from issuance of shares Net proceeds from Increase of Shares of Subsidiary Net purchase of subsidiary Net cash flows from financing activities	33,362 - - - 33,362	- 6,270 400 - 6,670
NET CHANGES IN CASH AND CASH EQUIVALENTS	6,851	-19
Effects of Foreign Exchange Translation	-	-
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	28	47
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	6,879	28
Cash and cash equivalents at end of the financial period comprise the following:		
Cash and bank balances Fixed deposits placed with licensed banks	6,879 - 6,879	28 - 28
-	0,013	

Note:

The Unaudited Condensed Consolidated Statements of Cash Flow should be read in conjunction with the audited financial statements of the Group for the FPE 31 July 2020 and the accompanying notes attached to this interim financial report.



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE THIRD QUARTER ENDED 30 APRIL 2021

	◄	Attributable to	o owners of the Co	mpany ———				
		◆	Non-distributable		Distributable			
	Share Capital	Share Premium	Foreign Exchange Fluctuation Reserve	Employee Share Option Reserve	Accumulated Losses	Shareholders' Fund	Non- controlling Interest	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as at 1 August 2020	23,655	0	0	0	(6,664)	16,991	173	17,164
Total comprehensive profit /(loss)	-	-	-	-	(4,639)	(4,639)	(124)	(4,763)
Prior Year Adjustment	-	-	-	-	-	-		-
	-	-	-	-	(11,303)	12,352	49	12,401
Transactions with owners:								
Share issuance	33,362	-	-	-	-	33,362	-	33,362
Total Transaction with owner	33,362	-	-	-	-	33,362	-	33,362
Balance as at 30 April 2021	57,017	-	-	-	(11,303)	45,714	49	45,763
At 01 August 2019	17,385	-	-	-	(5,849)	11,536	-	11,536
Net loss for the financial period	-	-	-	-	(815)	(815)	(242)	(1,057)
Prior Year Adjustment					-	-	-	-
Foreign currency translation	-	-	-	-	-		-	-
Total comprehensive loss		-	-	-	(815)	(815)	(242)	(1,057)
	17,385	-	-	-	(6,664)	10,721	(242)	10,479
Transactions with owners:								
Acquisition of subsidiary	-	-	-	-	-	-	15	15
Issuance of share capital	6,270	-	-	-	-	6,270	400	6,670
	6,270	-	-	-	-	6,270	415	6,685
At 31 July 2020	23,655	-	_	-	(6,664)	16,991	173	17,164

Note:

The Unaudited Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the audited financial statements of the Group for the FPE 31 July 2020 and the accompanying notes attached to this interim financial report.



A: EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134

A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia"). These interim financial statements also comply with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board. The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 July 2020. These explanatory notes attached to the 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 2020.

A2. Auditors' Report of preceding period financial statements

The auditor report on financial statements for the year ended 31 July 2020 of the Group were qualified by external auditor on the following basis:

Impairment assessment on trade receivables, other receivables and amount due from associate (Note 10 and Note 12)

As at 31 July 2020, the Company has a balance of trade receivables, other receivables and amount due from associate amounting to RM3,729,093, RM9,064,685 and RM380,000 respectively. The Company did not prepare the assessment of impairment using the Expected Credit Loss ("ECL") Model as required by Malaysian Financial Reporting Standards (MFRS) 9.

In addition, included in other receivables is an amount due from Cherish Words Sdn. Bhd. amounting to RM4,943,900. On 10 March 2016, the Company went into a joint venture agreement with Cherish Words Sdn. Bhd. ("CWSB") for the FELDA project at Palong 16, Negeri Sembilan. Based on the agreement, the Company will provide funding to CWSB to complete the project. On 28 July 2017, the Company went into a settlement agreement with CWSB where CWSB agreed to pay the outstanding amount owed by giving 10 units of One LeTower Serviced Apartment. However, based on the physical sightings performed, we were unable to satisfy the ownership of the apartment by CWSB. Furthermore, there is a minimal progress on the construction of the said property hence the recoverability of the development project and the amount due is uncertain.

Based on the above findings, we were unable to determine whether any adjustments to the amount was necessary.

A3. Seasonal or cyclical factors

The Group's operations are not materially affected by seasonal and/or cyclical factors.

A4. Unusual Items affecting assets, liabilities, equity, net income or cash flows

There were no other unusual items affecting assets, liabilities, equity, net income or cash flows of the Group during the quarter under review.

A5. Material changes in estimates

There were no material changes in estimates in the quarter under review and financial year-to-date.

A6. Debts and equity securities

There were no issue of debts and equity securities for the quarter under review.

A7. Dividends

There were no dividends paid or declared for the quarter under review.

A8. Segmental Information

The Group has only one reportable segment, which is principally engaged in the distribution, research, design and deployment of the radio frequency identification (RFID) tag and operates predominantly in one country, that is, Malaysia. Accordingly, information by operating and geographical segments on the Group's operations as required by MFRS 8 is not presented.

Further information on the Group's revenue is discussed in Section B1.



A: EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134 (CONT'D)

A9. Valuation of property, plant and equipment

The Company has not carried out valuation on its property, plant and equipment in the current financial quarter under review. However, the Company may carry out valuation for certain plant and equipment to ascertain their fair value.

A10. Capital commitments

There were no material capital commitments in respect of property, plant and equipment as at the current financial quarter under review.

A11. Other commitments

There were no material other commitments as at the current financial quarter under review.

A12. Changes in the composition of the Group

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

A13. Contingent assets or liabilities

Save as disclosed in the quarterly reports, the Directors are of the opinion that the Group has no other contingent liabilities which, upon crystallisation would have material impact on the financial position and business performance of the Group as at reporting date.

A14. Material events pending completion

Pursuant to Rule 9.19(51) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, SMTRACK wishes to announce that it has offered options to eligible employees under its SIS, the details of which are as follows:-

(i) Date of offer: 27 May 2021

(ii) Exercise price of options offered: RM0.085 each

(iii) Number of options offered: 85,194,184

(iv) Market price of SMTRACK shares on the date of the offer: RM0.0776

(v) Number of options offered to Employees of SMTRACK: 85,194,184

(vi) Vesting period of options offered: Not applicable

A15. Material events subsequent to the end of the quarter

The Company has received the 100 equal sub-tranches of Tranche 1 Notes amounting to RM25.0 million has been issued on 5 February 2021.



B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES

B1. Review of the performance of the Group

For the quarter ended 30 April 2020, the Group recorded revenue of RM0.425 million as compared to RM0.554 million in the preceding year corresponding quarter.

The Group recorded a loss before taxation of RM1.992 million for the quarter ended 30 April 2021 as compared to a profit before taxation of RM0.80 million registered in the preceding year corresponding quarter.

B2. Comparison to the Results of the Preceding Quarter

	Current Quarter Ended 30-Apr-21	Preceding Quarter Ended 31-Jan-21 RM'000
Revenue	425	425
Profit/(Loss) before tax	(1,992)	(993)

B3. Prospects

The Group will be focusing on its new potential track and traceability software solution systems. In this respect, the Group strives to team-up with other overseas companies to explore the market opportunities for Logistics Information Platforms both locally and overseas, which will augur well for the Group and the Company in the near future. In the same time, the Group is exploring vibrant opportunities presented in the civil engineering and construction projects as well as food chain business.

In view of the uncertain domestic economic conditions, the Group is anticipating a challenging year ahead and will continue its efforts to diversify in various lucrative and sustainable businesses in order to boost the Group's revenue base and income streams.

During the current quarter the Gorup via its subsidiary Citilink Aviation had acquired a aircraft which is an intergral strategy adopted in its venture into Air Cargo business.

B4. Profit forecast and profit guarantee

The Group did not issue any profit forecast or profit guarantee for the current quarter under review or in any public documents.

B5. Taxation

	Current Quarter Ended	Cumulative 3 Months
		Period Ended
	30-Apr-21	30-Apr-20
	RM'000	RM'000
Current tay expense	_	_

Current tax expense

Non-pioneer business

There is no tax expense for the current quarter and current year to date as the Group and the Company incurred business losses and have no chargeable income.

B6. Status of Corporate Proposal

There is no corporate exercise.



B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES (CONT'D)

B7. Group borrowings and debt securities

As at the report date, the Group does not have any borrowings and debt securities.

B8. Off balance sheet financial instruments

As at the report date, the Group does not have any off balance sheet financial instruments.

B9. Material Litigations

(i) Sepang Session Court: Summon No: BK-A52NCVC-04-02/2017

Shah Alam High Court:

Appeal No: BA12ANCVC - 187-12/2017 Appeal No: BA-12ANCVC - 188-12/2017

SMTrack Berhad ("the Company") vs Observision Sdn Bhd ("OBS")

The Company claimed against OBS for RM 461,385.29 being payment for the goods supplied by the Company to the OBS. The Company filed an application for Summary Judgement.

In the summary, the Company had succeeded in getting a judgment against OBS for RM 466,385.29.

OBS had appealed to the Shah Alam High Court for dissatisfaction with the judgment against RM 466,385.29. The Court allowed the appeal and the matter was returned back to Session Court for full trial.

Trial has begun on 06 April 2021. Trial was postponed later that afternoon to the 29 July 2021. During the time, both parties has conducted several discussions and managed to settle the matter.

On the 23/04/2021, the parties have entered into a Consent Judgment settling all matters between the Company and OBS including suit No: BK-A52NCVC-04-02/2017 in Sepang Session Court Suit No: BK-S1-A52-07-05/2018.

(ii) Kuala Lumpur High Court: Writ Summon: WA-22NCVC-39-01/2018 Observision Sdn Bhd ("OBS") vs SMTrack Berhad ("the Company")

On 21 January 2019, the judgement was delivered by the Honourable Judge Dato Zaki whereas the court has dismissed the Plaintiff's claim and awarded RM10,000.00 as costs to the Defendant. The Plaintiff was dissatisfied with the decision and filed an appeal at the Court of Appeal Malaysia, Putrajaya by appeal number W-02(NCVC)(W)-244-02/2019.

Court Of Appeal Malaysia, Putrajaya Appeal No: W-02(NCVC)(W)-244-02/2019 Observision Sdn Bhd ("OBS") vs SMTrack Berhad ("the Company")

The Court fixed a Case Management date on 4 July 2019. On 4 July 2019, it was fixed for further Case Management on 28 August 2019. On 28 August 2019, the Court fixed a Case Management date on 9 October 2019. Where the Respondent is awaiting the Ground of Judgment from the High Court. On 9 October 2019, the Court fixed the appeal for further Case Management on 25 November 2019. On 30 January 2020, the Court fixed the appeal for a further Case Management on 17 February 2020. On 17 February 2020, the Court fixed the appeal for a further Case Management on 9 April 2020. On 9 April 2020, the Court fixed the appeal for further Case Management is still pending the Ground of Judgement from the High Court. On 9 April 2020, the Court fixed the appeal for further case management on 23 June 2020 and it is still pending the ground of judgment from the High Court. A further case management was fixed on 3 September 2020 pending the notice of change of solicitors of Appellants and the ground of judgement from the High Court.

The Court fixed a further case management on 5 November 2020 and pending the ground of judgement from the High Court

The Court has fixed a Case Management by way of e-Review on 28 December 2020 pending the Ground of Judgment from High Court.

OBS has withdrawn their appeal at the Court of Appeal on the 20 May 2021 with cost of RM 2,000.00 awarded to SMTrack Berhad.



B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES (CONT'D)

B9. Material Litigations (Cont'd)

(iii) Sepang Session Court Suit No: BK-S1-A52-07-05/2018 SMTrack Berhad ("the Company") vs Lor Ching Peng ("LCP")

The Plaintiff has filed a new case against an ex-employee of the Plaintiff, wherein the cause of action is breach of contract whereby the Defendant breached the terms of his contract of service when he terminated the contract 6 months earlier. The Defendant was supposed to report to work despite giving 6 months' notice, but there has not been any amount since the trial has not been conducted. The total amount of the claim is RM 102,000.00. The court fixed the trial date on 19th November 2018. However, it was postponed to 26 December 2019. On 26 December 2019, the trial was postponed to 23 March 2020.

Due to the Covid-19 pandemic and the MCO, this matter has been postponed for trial on 21 October 2020 and 22 October 2020.

Due to the enforcement of CMCO in Selangor, the trial was postponed, and the Court has fixed a Case Management on 8 January 2021.

Trial has begun on 06 April 2021. Trial was postponed later that afternoon to the 23 April 2021. During the time, both parties has conducted several discussions and managed to settle the matter.

On the 23 April 2021, the parties have entered into a Consent Judgment.

B10. Dividends

The Board of Directors does not recommend any dividends for the current financial quarter under review.

B11. Earnings / (loss) per share

a) Basic earnings/ (loss) per share

	Individ	Cumulative Quarter		
	Current Quarter Ended	Preceding Corresponding Quarter Ended	9 Months to date ended	Preceding 9 Months Corresponding Period To Dated Ended
	30-Apr-21	30-Apr-20	30-Apr-21	30-Apr-20
Net profit/(loss) attributable to ordinary equity holders of the Company (RM'000)	(1,977)	(51)	(4,574)	155
Weighted average number of ordinary shares in issue ('000)	447,658	176,691	447,658	176,691
Basic earnings/(loss) per share (sen)	(0.44)	(0.03)	(1.02)	0.09

b) Diluted earnings/ (loss) per share

No diluted earnings/ (loss) per share is disclosed as all potential ordinary shares are anti-dilutive.



B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES (CONT'D)

B12. Disclosure of realised and unrealised profits or losses

	As at 30-Apr-21 RM'000	As at 30-Apr-20 RM'000
Total accumulated profit / (losses) of the Company and its subsidiaries		
- Realised - Unrealised	(11,303) -	(6,664)
Total share of accumulated profit/(losses) of a jointly controlled entity - Realised - Unrealised	(11,303) - -	(6,664) - -
Add: Consolidation adjustments	(11,303)	(6,664)
Total Accumulated profit / (losses)	(11,303)	(6,664)

B13. Authorisation for issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 09 July 2021

SMTRACK BERHAD

BY ORDER OF THE BOARD