



D'NONCE GROUP OF COMPANIES

INTERIM FINANCIAL RESULTS

THIRD QUARTER ENDED 31 DECEMBER 2022

D'NONCE TECHNOLOGY BHD.
(200001000687 / 503292-K)

The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Statement of Financial Position As At 31 December 2022

		(Restated)	(Audited)
	As At	As At	As At
	31/12/2022	31/03/2022	31/03/2022
<i>Note</i>	RM'000	RM'000	RM'000
ASSETS			
Non-current assets			
Property, plant and equipment	99,443	94,671	94,671
Investment properties	10 27,218	22,950	12,912
Intangible assets	289	289	289
Trade receivable	-	48	48
Other receivable	-	4	4
Right Of Use Asset	4,570	4,999	4,999
	<u>131,520</u>	<u>122,961</u>	<u>112,923</u>
Currents assets			
Inventory property	1,299	349	349
Inventories	33,461	29,763	29,763
Trade receivables	30,536	29,112	29,112
Other receivables, deposits and prepayments	30,340	21,504	21,504
Contract assets	-	720	720
Investment	19,538	13,398	13,398
Tax recoverable	2,882	1,768	1,768
Cash and bank balances	24,530	40,956	40,956
	<u>142,586</u>	<u>137,570</u>	<u>137,570</u>
TOTAL ASSETS	<u>274,106</u>	<u>260,531</u>	<u>250,493</u>
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital	7 117,911	111,159	111,159
Other capital reserve	5,120	5,120	5,120
Foreign currency translation reserve	5,339	4,851	4,851
Employees share option scheme reserve	7 -	31	31
Legal reserve	32	32	32
Revaluation reserve	37,325	37,325	37,325
Retained earnings	37,280	34,870	26,081
	<u>203,007</u>	<u>193,388</u>	<u>184,599</u>
Non-controlling interests	<u>5,640</u>	<u>5,397</u>	<u>5,152</u>
Total equity	<u>208,647</u>	<u>198,785</u>	<u>189,751</u>

D'NONCE TECHNOLOGY BHD.
(200001000687 / 503292-K)

The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Statement of Financial Position As At 31 December 2022 (cont'd)

		(Restated)	(Audited)
	As At	As At	As At
	31/12/2022	31/03/2022	31/03/2022
<i>Note</i>	RM'000	RM'000	RM'000
Non-current liabilities			
Retirement benefit obligations	3,461	2,471	2,471
Borrowings	22 7,179	8,868	8,868
Lease liabilities	3,276	3,114	3,114
Deferred tax liabilities	11,971	11,524	10,520
	<u>25,887</u>	<u>25,977</u>	<u>24,973</u>
Current liabilities			
Borrowings	22 15,531	14,485	14,485
Lease liabilities	1,558	2,142	2,142
Trade payables	13,823	12,900	12,900
Other payables	8,508	6,242	6,242
	<u>39,572</u>	<u>35,769</u>	<u>35,769</u>
Total liabilities	<u>65,459</u>	<u>61,746</u>	<u>60,742</u>
TOTAL EQUITY AND LIABILITIES	<u>274,106</u>	<u>260,531</u>	<u>250,493</u>
Net assets per share (RM)	29 <u>0.48</u>	<u>0.53</u>	<u>0.50</u>

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2022)

The accompanying notes are an integral part of this statement.

D'NONCE TECHNOLOGY BHD.
(200001000687 / 503292-K)

The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Income Statement For The Quarter Ended 31 December 2022

	<i>Note</i>	CURRENT QUARTER		CUMULATIVE QUARTER	
		3 months ended		9 months ended	
		31/12/2022	31/12/2021	31/12/2022	31/12/2021
		RM'000	RM'000	RM'000	RM'000
Revenue		39,936	-	128,595	-
Operating expenses		(39,077)	-	(122,998)	-
Other income including investment income		966	-	3,552	-
Profit from operations		1,825	-	9,149	-
Depreciation		(1,868)	-	(6,406)	-
Fair value adjustment on other investments		1,266	-	(2,130)	-
Foreign exchange gain		325	-	445	-
Fair value gain on investment properties		-	-	4,514	-
Gain on disposal of property, plant and equipment		15	-	15	-
Interest expense		(401)	-	(1,241)	-
Interest income		35	-	112	-
Property, plant and equipment written off		(49)	-	(79)	-
Provision for write off of inventories		(78)	-	(310)	-
Provision for write off of receivables		(19)	-	(92)	-
Profit before taxation		1,051	-	3,977	-
Taxation	20	(305)	-	(1,355)	-
Profit for the period		746	-	2,622	-
Profit attributable to:					
Owner of the parent		673	-	2,379	-
Non-controlling interests		73	-	243	-
		746	-	2,622	-
Earnings per share:	28				
(a) Basic (sen)		0.17	N/A	0.62	N/A
(b) Fully Diluted (sen)		0.17	N/A	0.62	N/A

Notes:

- i) The previous financial year end of the Group has been changed from 30 April to 31 March. As such, there will be no comparative financial information available for the financial period ended 31 December 2022.
- ii) The Condensed Consolidated Income Statement should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2022.
- iii) The accompanying notes are an integral part of this statement.

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The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Income Statement For The Quarter Ended 31 December 2022
(cont'd)

	CURRENT QUARTER		CUMULATIVE QUARTER	
	3 months ended		9 months ended	
	31/12/2022	31/12/2021	31/12/2022	31/12/2021
<i>Note</i>	RM'000	RM'000	RM'000	RM'000
Profit for the period	746	-	2,622	-
Other comprehensive income:				
Foreign currency translation differences for foreign operations	1,586	-	488	-
Total comprehensive income for the period	<u>2,332</u>	<u>-</u>	<u>3,110</u>	<u>-</u>
Total comprehensive income attributable to:				
Owner of the parent	2,258	-	2,867	-
Non-controlling interests	74	-	243	-
	<u>2,332</u>	<u>-</u>	<u>3,110</u>	<u>-</u>

Notes:

- i) The previous financial year end of the Group has been changed from 30 April to 31 March. As such, there will be no comparative financial information available for the financial period ended 31 December 2022.
- ii) The Condensed Consolidated Income Statement should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2022.
- iii) The accompanying notes are an integral part of this statement.

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The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Statement of Changes in Equity For The Quarter Ended 31 December 2022

	← Attributable to equity holders of the parent →						Retained Earnings	Total	Non-controlling Interests	Total Equity
	← Non-distributable →			→ Distributable						
	Share Capital	Other Capital Reserve	Currency Translation Reserve	Foreign Employees' Share Option Scheme	Legal Reserve	Revaluation Reserve	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
At 1 April 2022	111,159	5,120	4,851	31	32	37,325	26,081	184,599	5,152	189,751
Effect of adoption of MFRS 13	-	-	-	-	-	-	8,789	8,789	245	9,034
Restated	111,159	5,120	4,851	31	32	37,325	34,870	193,388	5,397	198,785
Profit for the period	-	-	-	-	-	-	2,379	2,379	243	2,622
Other comprehensive loss	-	-	488	-	-	-	-	488	-	488
Total comprehensive income for the period	-	-	488	-	-	-	2,379	2,867	243	3,110
Issuance of ordinary shares pursuant to acquisition of subsidiary	6,752	-	-	-	-	-	-	6,752	-	6,752
Termination of ESOS Scheme	-	-	-	(31)	-	-	31	-	-	-
At 31 December 2022	117,911	5,120	5,339	-	32	37,325	37,280	203,007	5,640	208,647

Notes:

- i) The previous financial year end of the Group has been changed from 30 April to 31 March. As such, there will be no comparative financial information available for the financial period ended 31 December 2022.
- ii) The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2022.
- iii) The accompanying notes are an integral part of this statement.

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The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Statement of Changes in Equity For The Quarter Ended 31 December 2022 (cont'd)

	← Attributable to equity holders of the parent →						Retained Earnings RM'000	Non-controlling Interests RM'000	Total Equity RM'000
	← Non-distributable →			Distributable					
	Share Capital RM'000	Other Capital Reserve RM'000	Currency Translation Reserve RM'000	Foreign Employees' Share Option Scheme RM'000	Legal Reserve RM'000	Revaluation Reserve RM'000			
At 1 April 2021	-	-	-	-	-	-	-	-	-
Profit for the period	-	-	-	-	-	-	-	-	-
Other comprehensive income	-	-	-	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	-	-	-	-	-
Issuance of ordinary shares pursuant to									
- ESOS	-	-	-	-	-	-	-	-	-
- warrants	-	-	-	-	-	-	-	-	-
At 31 December 2021	-	-	-	-	-	-	-	-	-

Notes:

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- ii) The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2022.
- iii) The accompanying notes are an integral part of this statement.

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The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Statement of Cash Flows For The Period Ended 31 December 2022

	9 months ended	
	31/12/2022	31/12/2021
	RM'000	RM'000
Cash Flows From Operating Activities		
Profit before taxation	3,977	-
Adjustments for non-cash flows:		
Depreciation	6,406	-
Fair value gain on investment properties	(4,514)	-
Fair value adjustment on other investments	2,130	-
Gain on disposal of property, plant and equipment	(15)	-
Interest expense	1,241	-
Interest income	(112)	-
Provision for write off of inventories	310	-
Property, plant and equipment written off	79	-
Provision for write off of receivables	92	-
Non-operating items	403	-
Operating profit before working capital changes	9,997	-
Increase in receivables	(5,464)	-
Increase in inventories	(2,530)	-
Increase in inventory property	(950)	-
Decrease in payables	(1,186)	-
Cash used in operations	(133)	-
Tax paid	(1,258)	-
Interest paid	(1,029)	-
Net cash used in operating activities	(2,420)	-
Cash Flows From Investing Activities		
Interest income	112	-
Purchase of property, plant and equipment	(3,768)	-
Proceeds from disposal of property, plant and equipment	17	-
Net changes to fixed deposit	8,503	-
Net changes to investment	(8,270)	-
Net cash used in investing activities	(3,406)	-
Cash Flows From Financing Activities		
Net changes in short term borrowings	1,630	-
Repayment of lease liabilities	(1,627)	-
Repayment of hire purchase and lease financing	(534)	-
Repayment of term loans	(1,908)	-
Net cash used in financing activities	(2,439)	-

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The Board wishes to announce the following unaudited results of the Group for the third quarter ended 31 December 2022.

Unaudited Condensed Consolidated Statement of Cash Flows For The Period Ended 31 December 2022
(cont'd)

	9 months ended	
	31/12/2022	31/12/2021
	RM'000	RM'000
Net decrease in cash and cash equivalents	(8,265)	-
Effect of exchange rate changes	173	-
Cash and cash equivalents at beginning of the period	22,964	-
Cash and cash equivalents at end of the period	14,872	-
Cash and cash equivalents comprise:		
Cash and bank balances	24,530	-
Bank overdraft - secured	(169)	-
	24,361	-
Less: Deposits with licensed banks for more than 3 months and pledged with licensed banks	(9,489)	-
	14,872	-

Reconciliation of liabilities arising from financing activities:

	Carrying amount as at 1 April 2022	Cash flows RM'000	Non-cash changes Others	Carrying amount as at 31 December 2022
	RM'000		RM'000	RM'000
Short term borrowings	10,278	1,630	-	11,908
Hire purchase and lease financing	2,475	(534)	-	1,941
Term loans	10,600	(1,908)	-	8,692
	23,353	(812)	-	22,541

Notes:

- i) The previous financial year end of the Group has been changed from 30 April to 31 March. As such, there will be no comparative financial information available for the financial period ended 31 December 2022.
- ii) The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2022.
- iii) The accompanying notes are an integral part of this statement.

Notes to the condensed consolidated interim financial statements of the Group for the third quarter ended 31 December 2022

1 Basis of Preparation

The interim financial statement is unaudited and has been prepared in accordance with Malaysian Financial Reporting Standard ("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 report also comply with IAS 34 *Interim Financial Reporting* issued by the International Accounting Standards Board.

The interim financial statement should be read in conjunction with the audited financial statements of the Group for the year ended 31 March 2022. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2022.

2 Significant Accounting Policies

The significant accounting policies adopted in preparing these condensed consolidated interim financial statements are consistent with those of the audited financial statements for the year ended 31 March 2022 except for the adoption of new MFRSs and Interpretations and Amendments to certain MFRSs which are effective for the Group from 1 April 2022.

Amendments to MFRS 3: Business Combinations – Reference to the Conceptual Framework
Amendments to MFRS 116: Property, Plant and Equipment—Proceeds before Intended Use
Amendments to MFRS 137: Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts—Cost of Fulfilling a Contract

Adoption of these new MFRSs and Interpretations and Amendments to certain MFRSs did not have any material effect on the financial performance or position of the Group.

Effective for financial periods beginning on or after 1 January 2023

MFRS 17: Insurance Contracts
Amendments to MFRS 4: Insurance Contracts - Extension of the Temporary Exemption from Applying MFRS 9
Amendments to MFRS 17: Insurance Contracts
Amendment to MFRS 17: Insurance Contracts: Initial Application of MFRS 17 and MFRS 9: Comparative Information
Amendments to MFRS 101: Classification of Liabilities as Current or Non-current
Amendments to MFRS 101: Disclosure of Accounting Policies
Amendments to MFRS 108: Definition of Accounting Estimates
Amendments to MFRS 112: Deferred Tax related to Assets and Liabilities arising from a Single Transaction

2 Significant Accounting Policies (cont'd)

Effective for financial periods beginning on or after 1 January 2024

Amendments to MFRS 16: Lease Liability in a Sale and Leaseback
Amendments to MFRS 101: Non-current Liabilities with Covenants

Deferred

Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associates or Joint Venture

The Directors expect that the adoption of these new MFRSs and Interpretations and Amendments will have no material impact on the financial statements in the period of initial application.

3 Audit Report of the Preceding Annual Financial Statements

The audit report of the Group's annual financial statements for the year ended 31 March 2022 was not subjected to any qualification.

4 Seasonality and Cyclical Operations

The Group is subjected to the cyclical effects of the electronic industry as a result of the volatility of demand.

5 Nature and Amount of Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flow that are Unusual Because of Their Nature, Size or Incidence

There were no items affecting assets, liabilities, equity, net income or cash flow that are unusual because of their nature, size or incidence for the current quarter.

6 Material Changes in Accounting Estimates

There were no changes in accounting estimates of amounts reported in prior interim periods or the current financial period or changes in estimates of amounts reported in prior financial years.

7 Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

As at the quarter ended 31 December 2022, a total of 58,709,677 new ordinary shares were issued and allotted pursuant to the exercise of the Acquisition of subsidiary and there were no new ordinary shares issued and allotted pursuant to the exercise of the Employee Share Option Scheme ("ESOS"). The ESOS Scheme has been terminated on 1 November 2022. Details of the issued and paid-up capital and the ESOS reserve of the Company as at 31 December 2022 are as follows:

Share Capital

	No. of shares	RM'000
As at 30 September 2022	375,752,700	111,159
Ordinary shares issued pursuant to the acquisition of subsidiary	58,709,677	6,752
As at 31 December 2022	434,462,377	117,911

ESOS Reserve

	No. of options	RM'000
As at 30 September 2022	228,500	31
Termination of ESOS Scheme	(228,500)	(31)
As at 31 December 2022	-	-

There were no issuances or repayment of debt and equity securities, share buy-back, share cancellations, shares held as treasury shares or resale of treasury shares for the current financial period.

8 Dividend Paid

No dividend was paid during the financial year to date.

9 Segmental Reporting

The Group's segmental analysis is as follows:

By customer segments

Period ended 31-Dec-22	Healthcare	Electrical and Electronics	Other Industries*	Others ^	Elimination	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
REVENUE						
External revenue	39,813	69,530	19,252	-	-	128,595
Inter-segment revenue	3,428	6,430	120	-	(9,978)	-
Total segment revenue	43,241	75,960	19,372	-	(9,978)	128,595
RESULTS						
Segment results	2,540	7,414	624	(450)	-	10,128
Unallocated expenses						(4,910)
Operating profit						5,218
Finance costs, net						(1,241)
Profit before taxation						3,977
Taxation						(1,355)
Profit after taxation						2,622
Segment assets	87,795	140,772	26,241	12,803	-	267,611
Unallocated assets						6,495
Total assets						274,106
Segment liabilities	18,970	34,427	10,389	1,321	-	65,107
Unallocated liabilities						352
Total liabilities						65,459

* Other industries is pertaining to automotive, furniture, food and beverage and other manufacturing industries.

^ Other is pertaining to dormant companies.

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9 Segmental Reporting (cont'd)

The Group's segmental analysis is as follows (cont'd):

By customer segments

Period ended 31-Dec-21	Healthcare	Electrical and Electronics	Other Industries*	Others ^	Elimination	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
REVENUE						
External revenue	-	-	-	-	-	-
Inter-segment revenue	-	-	-	-	-	-
Total segment revenue	-	-	-	-	-	-
RESULTS						
Segment results	-	-	-	-	-	-
Unallocated expenses						-
Operating profit						-
Finance costs, net						-
Profit before taxation						-
Taxation						-
Profit after taxation						-
Segment assets	-	-	-	-	-	-
Unallocated assets						-
Total assets						-
Segment liabilities	-	-	-	-	-	-
Unallocated liabilities						-
Total liabilities						-

* Other industries is pertaining to automotive, furniture, food and beverage and other manufacturing industries.

^ Other is pertaining to dormant companies.

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10 Valuation of Investment Properties

With effect from 30 September 2022, the Group has adopted the fair value model for all its investment properties.

The fair value gain on investment properties (net of deferred tax) of RM9.04 million has been incorporated into the consolidated financial statements for the financial period ended 31 March 2022, of which RM8.79 million and RM0.25 million is recognised in the fair value gain on investment properties and non-controlling interests respectively.

For the current financial period, the fair value gain on investment properties (net of deferred tax) of RM4.06 million has been incorporated into the consolidated financial statements, of which RM4.00 million and RM0.06 million is recognised in the fair value gain on investment properties and non-controlling interests respectively.

11 Subsequent Material Event

On 5 January 2023, the Board of Directors of the Company announced that its subsidiary company, Attractive Venture (KL) Sdn. Bhd. ("AVKL") entered into a Sale and Purchase Agreement with Paragon Car Carpets & Components Sdn Bhd to purchase all the piece of leasehold land held under H.S.(M) 4080, PT 7667, Tempat Cheras Jaya, Mukim Ceras, Daerah Hulu Langat, Negeri Selangor measuring approximately 6,833 square meters with a unit of factory erected thereon bearing the postal address of Lot 21, Jalan 1, Taman Cheras Jaya, 43200 Cheras, Selangor Darul Ehsan for a total purchase price of RM17,500,000.00 only subject to the terms and conditions as stipulated in the Sale and Purchase Agreement.

12 Material Events During the Period Under Review

On 5 August 2022, the Board of Directors of the Company announced that its subsidiary company, Attractive Venture (JB) Sdn. Bhd. ("AVJB") entered into a Sale and Purchase Agreement with ACL Group Sdn Bhd ("AGSB") to purchase all those two (2) pieces of vacant industrial land for a total purchase price of RM12,196,931.88 only subject to the terms and conditions as stipulated in the Sale and Purchase Agreement.

For further details, please refer to Bursa website for the announcement made by the Company.

13 Changes in the Composition of the Group

On 11 August 2022, TA Securities Holdings Berhad ("TA Securities") announced on behalf of the Board of Directors ("Board") that D'nonce Technology Bhd ("DTB") proposes to undertake the proposed acquisition of 333,997 ordinary shares in Komark (Thailand) Company Limited ("KTCL") ("KTCL Shares" or "Sale Shares"), representing 99.9991% equity interest in KTCL from General Labels & Labelling (M) Sdn Bhd ("Vendor" or "GLLSB") (a wholly-owned subsidiary of Komarkcorp Berhad ("Komarkcorp")) for a purchase consideration of RM9,100,000 ("Purchase Consideration") to be satisfied entirely via the issuance of 58,709,677 new ordinary shares in DTB ("DTB Shares" or "Shares") at an issue price of RM0.155 each ("Consideration Shares") ("Proposed Acquisition").

On 29 December 2022, TA Securities announced on behalf of the Board that the Acquisition has been completed on 29 December 2022 following the listing and quotation of 58,709,677 new DTB Shares on the Main Market of Bursa Securities on even date.

14 Changes in Contingent Liabilities and Assets

The Company provided corporate guarantees amounting to RM22.07 million (31 March 2022: RM23.02 million) for the banking facilities granted to certain subsidiary companies.

15 Capital Commitments

The amount of commitments not provided for in the interim financial statements as at 31 December 2022 are as follows:

	RM'000
Approved and contracted for:	
- Land and building	12,070
- Plant and Machinery	1,074
- Motor vehicle	216
Total Capital Commitments	13,360

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(200001000687 / 503292-K)

16 Analysis of performance for current quarter and financial period-to-date

The performance analysis of D'nonce Technology Bhd for the financial year 31 December 2022 ("Q3'23") is as follows:

	Quarter 3		Year-To-Date	
	FY2023 RM'000	FY2022 RM'000	FY2023 RM'000	FY2022 RM'000
Revenue	39,936	-	128,595	-
Operating profit	1,825	-	9,149	-
Profit before interest and tax	1,452	-	5,218	-
Profit before tax	1,051	-	3,977	-
Profit after tax	746	-	2,622	-
Profit attributable to ordinary equity holders of the parent	673	-	2,379	-

Group

The Group achieved revenue of RM39.9 million and RM128.6 million for the current quarter and year to date under review respectively.

Revenue for the current quarter was contributed by the electrical and electronics customer segment of RM21.3 million, followed by the healthcare customer segment of RM11.0 million and other segments contributing RM7.6 million.

The electrical and electronics customer segment contributed RM2.2 million in segment results, mainly from the subsidiaries in Malaysia, while the healthcare customer segment contributed RM1.0 million in segment results, mainly from a subsidiary in Thailand. Another RM0.1 million segment loss was contributed by the other industries and others segment.

Based on the above and after accounting for unallocated expenses of RM1.5 million, the Group posted profit attributable to ordinary equity holders of parent of RM0.7 million for the current quarter.

The previous financial year end of the Group has been changed from 30 April to 31 March. As such, there will be no comparative financial information available for the financial period ended 31 December 2022.

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17 Material Changes in Profit Before Taxation Against Preceding Quarter

	Q3'23 31 December 2022 RM'000	Q2'23 30 September 2022 RM'000	Variance %
Revenue	39,936	44,006	-9%
Operating profit	1,825	3,013	-39%
Profit before interest and tax	1,452	1,847	-21%
Profit before tax	1,051	1,389	-24%
Profit after tax	746	703	6%
Profit attributable to ordinary equity holders of the parent	673	568	18%

Group

The Group achieved RM39.9 million in revenue for the current quarter, a decrease of RM4.1 million or 9.3% as compared to RM44.0 million in the preceding quarter. The profit attributable to the ordinary equity holders of the parent was RM0.7 million, an increase of RM0.1 million or 16.7% as compared to a profit attributable to ordinary equity holders of the parent of RM0.6 million in the previous quarter.

The performance by business segments are further analysed as below:

Healthcare

The revenue for this segment was RM11.0 million for the current quarter as compared to RM12.4 million in the preceding quarter. The segment generated RM1.0 million in segment results as compared to RM0.2 million in the last quarter. The increase in segment results is mainly due to stabilisation of costs in Q3'23 after consecutive quarters of escalating costs.

Electrical and Electronics

The revenue for this segment was RM21.3 million for the current quarter as compared to RM24.9 million in the preceding quarter, a decrease of RM3.6 million or 14.5%. The segment generated RM2.2 segment results as compared to RM3.1 million in the last quarter. The decrease in segment results is in tandem with the reduction in revenue for the current quarter.

Other Industries

The revenue for this segment was RM7.6 million for the current quarter as compared to RM6.7 million in the preceding quarter, an increase of RM0.9 million or 13.4%. The segment generated RM0.1 million segment loss as compared to RM0.5 million segment profit in the last quarter.

Others

The segment generated RM0.1 million loss for the current quarter as compared to RM0.2 million loss in the last quarter.

18 Prospects

Global economic uncertainties is expected to continue throughout 2023 amid, global supply chain disruptions resulting in cost challenges, tensions in Europe arising from the Ukraine/Russia situation, tightening monetary policies and rising interest rates. It is challenging to predict the full extent and duration of these impact on the global economy.

Despite the prevailing challenges, the Group remains cautiously optimistic on the long term business prospects and will continue to actively pursue various business strategies to increase its revenue, and to implement cost control measures.

19 Variance of Actual Profit from Forecast Profit

The Group did not issue any profit forecast or profit guarantee for the year.

20 Taxation

	Current Quarter		Cumulative Quarter	
	31 December 2022 RM'000	31 December 2021 RM'000	31 December 2022 RM'000	31 December 2021 RM'000
Current tax:				
Current period	(298)	-	(879)	-
Prior period	(11)	-	(28)	-
Deferred tax:				
Current period	5	-	(421)	-
Prior period	(1)	-	(27)	-
Tax expenses	(305)	-	(1,355)	-

The Group's performance across all its subsidiaries consist of certain subsidiaries reporting high profits and other subsidiaries either reporting marginal profit or losses. As a result, the profitable subsidiaries are subject to taxation whereas subsidiaries with marginal profit or loss are not exposed to taxation. The net impact is a higher effective tax rate than the statutory rate for the Group.

21 Status of Corporate Proposal

On 11 August 2022, TA Securities Holdings Berhad (“TA Securities”) announced on behalf of the Board of Directors (“Board”) that D'nonce Technology Bhd (“DTB”) proposes to undertake the following:

- (i) proposed acquisition of 333,997 ordinary shares in Komark (Thailand) Company Limited (“KTCL”) (“KTCL Shares” or “Sale Shares”), representing 99.9991% equity interest in KTCL from General Labels & Labelling (M) Sdn Bhd (“Vendor” or “GLLSB”) (a wholly-owned subsidiary of Komarkcorp Berhad (“Komarkcorp”)) for a purchase consideration of RM9,100,000 (“Purchase Consideration”) to be satisfied entirely via the issuance of 58,709,677 new ordinary shares in DTB (“DTB Shares” or “Shares”) at an issue price of RM0.155 each (“Consideration Shares”) (“Proposed Acquisition”);
- (ii) in conjunction with the Proposed Acquisition, the Company proposes to undertake a proposed diversification of the principal activities of DTB and its subsidiaries (“DTB Group” or “Group”) to include manufacturing and selling of self-adhesive labels (“Labelling Business”) (“Proposed Diversification”) as the Company envisages that the contribution arising from the Proposed Acquisition will be more than 25% of the net assets and/ or net profits of the Group in the future;
- (iii) proposed renounceable rights issue of up to 434,690,877 DTB Shares (“Rights Shares”) on the basis of 1 Rights Share for every 1 existing Share held on an entitlement date to be determined later (“Entitlement Date”), together with up to 434,690,877 free detachable warrants (“Warrants”) on the basis of 1 Warrant for every 1 Rights Share subscribed for at an issue price to be determined and announced by the Board at a later date (“Proposed Rights Issue”);
- (iv) proposed termination of the Company’s existing employees’ share option scheme (“ESOS”) (“Existing ESOS Scheme”) (“Proposed ESOS Termination”); and
- (v) proposed establishment of a new share issuance scheme of up to 15% of the total number of issued Shares (excluding treasury shares, if any) at any point in time during the duration of the scheme for eligible employees, executive directors and non executive directors of the Company and its non-dormant subsidiaries (“Proposed New SIS” or “Scheme”).

On 17 August 2022, TA Securities announced on behalf of the Board that the listing application in relation to the Proposals has been submitted to Bursa Malaysia Securities Berhad (“Bursa Securities”).

On 1 November 2022, The Board of DTB announced that all the resolutions as set out in the Notice of the Extraordinary General Meeting (“EGM”) dated 17 October 2022 were passed at the EGM of the Company held on Tuesday, 1 November 2022.

On 29 December 2022, TA Securities announced on behalf of the Board that the Acquisition has been completed on 29 December 2022 following the listing and quotation of 58,709,677 new DTB Shares on the Main Market of Bursa Securities on even date.

For further details, please refer to Bursa website for the announcement made by the Company.

Other than the above, there are no other corporate proposals announced as at the date of this report.

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22 Group Borrowings and Debt Securities

The Group Borrowings as at 31 December 2022 were as follows:

	As At 31 December 2022	
	Foreign Denomination '000	RM'000
Secured:		
Short Term (Denominated in THB)		
Term loans	16,103	2,058
Hire purchases and lease creditors	1,926	246
	18,029	2,304
Short Term (Denominated in RM)		
Bank overdrafts	-	169
Bankers' acceptance	-	5,908
Revolving credits	-	6,000
Term loans	-	534
Hire purchases and lease creditors	-	616
	-	13,227
Total Short Term	18,029	15,531
Long Term (Denominated in THB)		
Term loans	16,404	2,096
Hire purchases and lease creditors	524	67
	16,928	2,163
Long Term (Denominated in RM)		
Term loans	-	4,004
Hire purchases and lease creditors	-	1,012
	-	5,016
Total Long Term	16,928	7,179
Total	34,957	22,710

Total borrowings as at 31 December 2022

		Exchange Rate	RM'000
(a) in Thai Baht	THB 34,957,000	0.1278	4,467
(b) in Ringgit Malaysia	RM 18,243,000	-	18,243
			<u>22,710</u>

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22 Group Borrowings and Debt Securities (cont'd)

The Group Borrowings as at 31 December 2022 were as follows (cont'd):

	As At 31 December 2021	
	Foreign Denomination '000	RM'000
Secured:		
Short Term (Denominated in THB)		
Trust receipts	-	-
Term loans	-	-
Hire purchases and lease creditors	-	-
	-	-
Short Term (Denominated in RM)		
Revolving credits	-	-
Term loans	-	-
Hire purchases and lease creditors	-	-
	-	-
Total Short Term	-	-
Long Term (Denominated in THB)		
Term loans	-	-
Hire purchases and lease creditors	-	-
	-	-
Long Term (Denominated in RM)		
Term loans	-	-
Hire purchases and lease creditors	-	-
	-	-
Total Long Term	-	-
Total	-	-

Total borrowings as at 31 December 2021

		Exchange Rate	RM'000
(a) in Thai Baht	THB Nil	-	-
(b) in Ringgit Malaysia	RM Nil	-	-
			<u>-</u>
			<u>-</u>

22 Group Borrowings and Debt Securities (cont'd)

There was no new major borrowing during the quarter to date other than new hire purchase for fixed assets netted against repayments of some borrowings.

The weighted average interest rate per annum of borrowings were as follows:

	31 December 2022	31 March 2022
Fixed rates	1.90% - 13.00%	1.90% - 13.00%
Floating rates	3.45% - 10.00%	3.45% - 10.00%

There is no hedging against RM on borrowings denominated in Thai Baht as they are used by Thailand subsidiaries for their own operational need.

23 Derivative Financial Instrument

There was no derivative financial instrument as at the current financial period.

24 Related Party Transactions

During the current quarter under review and up to the date of this announcement, the Group did not enter into any related party transactions or recurrent related party transactions of a revenue or trading nature that has, in consideration, value of the assets, capital outlay or cost of the Recurrent Related Party Transactions is RM1 million or more; or the percentage ratio of such Recurrent Related Party Transaction is 1% or more, whichever is the higher.

25 Material Litigation

During the current quarter under review and up to date of this announcement, there are no material litigation involving the Company and the Group.

26 Dividend

The Directors will not be recommending any dividend for the current financial period.

D'NONCE TECHNOLOGY BHD.**(200001000687 / 503292-K)****27 Comparative Figures**

Certain comparative figures have been adjusted to conform with the current year's presentation so as to reflect the effect of adoption of MFRS13 Fair value measurement:

	As previously stated RM'000	Adjustment RM'000	As restated RM'000
Statement of financial position			
31 March 2022			
Investment properties	12,912	10,038	22,950
Retained earnings	26,081	8,789	34,870
Non-controlling interests	5,152	245	5,397
Deferred tax liabilities	10,520	1,004	11,524

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28 Earnings Per Share

	Current Quarter		Cumulative Quarter	
	3 months ended		9 months ended	
Basic	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Profit attributable to ordinary equity holders of the parent (RM'000)	673	N/A	2,379	N/A
Weighted average number of ordinary shares in issue ('000)	395,323	N/A	382,276	N/A
Basic earnings per share (sen)	0.17	N/A	0.62	N/A

	Current Quarter		Cumulative Quarter	
	3 months ended		9 months ended	
Diluted	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Profit attributable to ordinary equity holders of the parent (RM'000)	673	N/A	2,379	N/A
Weighted average number of ordinary shares in issue ('000)	395,022	N/A	382,082	N/A
Diluted earnings per share (sen)	0.17	N/A	0.62	N/A

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29 Net Assets Per Share

	As At 31 December 2022 RM'000	(Restated) As At 31 March 2022 RM'000	(Audited) As At 31 March 2022 RM'000
Total assets	274,106	260,531	250,493
Less: Total liabilities	(65,459)	(61,746)	(60,742)
Net Assets	208,647	198,785	189,751
Number of ordinary shares in issue ('000) (Note 7)	434,462	375,753	375,753
Net Assets Per Share (RM)	0.48	0.53	0.50

30 Authorisation For Issue

The Board of Directors authorised the issue of this unaudited interim financial statements on 21 February 2023.