LOTUS CIRCULAR BERHAD(Registration No. 199501008356 (337554 - D)) (Formerly known as MESB BERHAD) Unaudited Quarterly Report on Consolidated results for the 3rd Quarter Financial Period Ended 31 March 2025

(Formerly known as MESB BERHAD)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025

	CURRENT QUARTER ENDED 31/03/2025 RM'000	COMPARATIVE QUARTER ENDED 31/03/2024 RM'000	9 MONTHS CUMULATIVE TO 31/03/2025 RM'000	9 MONTHS CUMULATIVE TO 31/03/2024 RM'000
CONTINUING OPERATIONS				
Revenue	70,201	62,679	152,822	145,087
Operating Expenses	(61,982)	(51,988)	(142,632)	(128,811)
Other Income	342	406	963	1,329
Profit/(loss) from Operations	8,561	11,097	11,153	17,605
Finance costs	(148)	(140)	(294)	(316)
Share of results of an associate	0	0	0	0
Profit/(loss) before tax	8,413	10,957	10,859	17,289
Taxation	(2,203)	(2,488)	(3,785)	(4,541)
Profit/(loss) after taxation from continuing operations	6,210	8,469	7,074	12,748
DISCONTINUED OPERATIONS Profit/(loss) after taxation from discontinued operations Profit/(loss) after taxation	<u>0</u> 6,210	<u>0</u> 8,469	7,074	<u>0</u> 12,748
Other comprehensive income	0	0	0	0
Total comprehensive income/(expenses) for the year/period	6,210	8,469	7,074	12,748
Net profit/(loss) attributable to :				
Equity holders of the parent	3,463	5,697	4,646	9,189
Minority interests	2,747	2,771	2,428	3,559
	6,210	8,468	7,074	12,748
Total comprehensive income/(expenses) attributable to :				
Owners of the Company	3,463	5,697	4,646	9,189
Non Contolling Interest	2,747	2,771	2,428	3,559
	6,210	8,468	7,074	12,748
Earnings/(Loss) per share (sen)				
(a) Basic - continuing operations	2.40	3.95	3.22	6.37

(The above Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2024)

(Formerly known as MESB BERHAD)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2025

	AS AT 31/03/2025 RM'000	AS AT 30/06/2024 RM'000
ASSETS		
Non-current assets		
Property, plant & equipment	4,859	5,104
Investment property	391	401
Intangible assets	674	846
Right-use assets	2,376	1,926
Deferred Tax Assets	799	799
Net investment in a lease Goodwill	0 40,062	0 40,062
Total non-current assets	49,161	49,138
Current Assets		
Investment	359	336
Inventories	46,873	44,739
Trade receivables	40,664	21,188
Other receiverables, deposits and prepayment	1,645	1,987
Current tax assets	1,746	1,290
Net Investment in a lease	0	31
Cash and bank balances	56,466	61,255
	147,753	130,826
Total Assets	196,914	179,964
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent :		
Share capital	69,909	69,909
Reserves	51,836	47,191
Non Controlling Interests	44,450	42,021
Total equity	166,195	159,121
Non-current liabilities		
Hire purchase creditors	51	217
Lease liabilities	1,176	948
	1,227	1,165
Current Liabilities		
Trade payables	17,012	8,358
Other payables and accruals	6,507	7,205
Amount owing to director	0	1,272
Amount owing to shareholder	0	294
Short-term borrowings	4,376	1,220
Lease liabilities	1,360	1,045
Hire purchase creditors	237	284
	29,492	19,678
Total liabilities	30,719	20,843
Total equity and liabilities	196,914	179,964
Net Assets per share attributable to ordinary equity holders of the parent(RM)	0.84	0.81

(The above Unaudited Condensed Consolidated Balance Sheets should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2024)

(Formerly known as MESB BERHAD)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025

FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025	9 MONTHS ENDED 31/03/2025 RM'000	12 MONTHS ENDED 30/06/2024 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/loss before taxation -Continuing operations Adjustments for :-	10,859	19,288
•	00	0
Loss/(gain) on lease modification Impairment losses on receivables	28 507	0 278
Depreciation and amortisation	2,201	4,217
Impairment losses on investment property	0	13
Net loss/(gain) on Investment Net unealised loss/(gain) on foreign exchange	148 0	(176) 23
Finance costs	294	589
Written off plant and equipment	177	109
Write down/(reversal)of write-down of inventories Loss/(gain) of disposal plant and equipment	339 (5)	(512) (47)
Loss/(gain) of disposal in subsidiaries/associated	0	(226)
Finance income	(838)	(1,078)
Operating profit before working capital and non-current assets changes	13,710	22,478
Changes in inventories	(2,473)	(4,109)
Changes in trade and other receivables and prepayments Changes in trade and other payables	(19,643) 6,390	1,200 (4,761)
Cash from/(for) operating activities	(2,016)	14,808
Income tax(paid)/ refunded	(4,240)	(4,362)
Interest paid	(294)	(589)
Net cash from/(used in) operating activities	(6,550)	9,857
Cash Flow From Investing Activities		
Acquisition of intangible assets ,property, plant and equipment	(929)	(2,052)
Acquisition of subsidiaries,net of cash and cash equivalents acquired	0 838	0
Interest received Upliftment/(Placement) of fixed deposits with tenure exceeded 3 months	0 0	1,078 207
Disposal of subsidiaries/associated	0	2,000
Disposal of non controlling interest	0	
Repayment from net investment in a lease Increase in investment	0 (171)	90 (160)
Proceeds from disposal of property, plant and equipment	5	47
Net cash/(used in) from investing activities	(257)	1,210
Net Cash Flow from/(used in) financing activities	-	
Drawdown/(repayment) of bankers' acceptances (Repyment)/drawdown of term loans	3,150	(3,675) (627)
Issue shares pursuant a private placement	0	0
Issue of shares pursuant conversion of warrants	0 (188)	0 4,620
Upliftment/(Placement) of fixed deposits pledged Repayment of hire purchase payables	(213)	(346)
Repayment of lease liabilities	(924)	(1,446)
	1,825	(1,474)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(4,982)	9,593
Cash and cash equivalents at beginning of the year	47,422	37,828
Cash and cash equivalents at end of the period	42,440	47,421
Note:		
The Cash & Cash Equivalents comprise of the following :-		
	9 Months ENDED	12 Months ENDED
	31/03/2025	30/06/2024
	RM'000	RM'000
Deposits pledged with a licensed bank	14,021	13,833
Deposits placed with a licensed bank	22,853	28,302
Highly liquid investments with financial institutions Cash and bank balances	0 19,592	0 19,119
	56,466	61,254
Less : Deposits pledged with licensed bank	(14,021)	(13,833)
Bank overdraft	(6) 42,440	47,421
	42,440	41,421

(The above Unaudited Condensed Consolidated Cash Flow Statements should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2024)

(Formerly known as MESB BERHAD)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2025

	< Attributable to equity holders of the parent>				Total
	Share Capital RM'000	Share Premium RM'000	Retained Earnings RM'000	Non - Controlling Interest RM'000	Equity RM'000
At 1 July 2023: -	69,908		36,885	38,171	144,964
Profit/(loss) after taxation /Total comprehensive income/(expenses) for the financial year	-		10,306	3,850	14,156
At 30 June 2024	69,908		47,191	42,021	159,120
At 1 July 2024: -	69,908		47,191	42,021	159,120
Profit/(loss) after taxation /Total comprehensive income/(expenses) for the financial period	-		4,646	2,429	7,075
At 31 March 2025	69,908		51,837	44,450	166,195

(The above Unaudited Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2024)

(Formerly known as MESB BERHAD)

Interim Financial Report for the Financial Period Ended 31 March 2025

The figures have not been audited.

NOTES TO THE INTERIM FINANCIAL REPORT

PART A – EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD 134 ("FRS 134")

A1. ACCOUNTING POLICIES AND METHODS OF COMPUTATION

The interim financial report is unaudited and has been prepared in accordance with the requirements of MFRS 134 Interim Financial Reporting issued by the Malaysian Accounting Standards Board and applicable disclosure provisions of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2024.

The accounting policies adopted by the Group and the Company are consistent with those of the audited financial statements for the financial year ended 30 June 2024 except for the following adoption of new standards, amendments and interpretation that have been issued by the Malaysian Accounting Standards but are not yet effective for the current financial year:-

MFRs and/or IC Interpretations

Effective Date

•	MFRS 18 Presentation and Disclosure In Financial Statements	1 January 2027
•	MFRS 19 Subsidiaries without Public Accountability : Disclosures	1 January 2027
•	Amendments to MFRS 9 and MFRS 7:Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
•	Amendments to MFRS 10 and MFRS 128:Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
•	Amendments to MFRS121,Lack of Exchangeability	1 January 2025
•	Annual Improvements to MFRS Accounting Standards – Volume 11	1 January 2026

A2. AUDIT REPORT QUALIFICATION

The audit report on the financial statements for the financial year ended 30 June 2024 was not subject to any qualification.

A3. SEASONAL OR CYCLICAL FACTORS

The operations of the Group, other than the retailing division, are not subject to any seasonal or cyclical changes. The retail segment will benefit from higher consumer spending during festivals, school holidays and carnival sales.

A4. EXCEPTIONAL OR EXTRAORDINARY ITEMS

There were no items of an exceptional or unusual nature that have affected the assets, liabilities, equity, net income or cash flows of the Group during the current quarter and financial year to date.

A5. CHANGES IN ESTIMATES OF AMOUNT REPORTED PREVIOUSLY

There were no changes in the estimates of amounts reported in prior financial years that had a material effect on the current quarter and financial year-to-date,

A6. DEBTS AND EQUITY SECURITIES

There was no issuance, cancellation, repurchase, resale or repayment of debt and equity securities in the financial period under review.

A7. DIVIDENDS PAID

There were no dividends paid during the financial period ended 31 March 2025.

A8. SEGMENTAL INFORMATION

	Individual 31/03/25 RM'000	Quarter 31/03/24 RM'000	Cumulative 31/03/25 RM'000	Quarters 31/03/24 RM'000
Segment Revenue				
- Investment Holding	_	_	_	_
- Waste Recycling	16,955	13,050	39,149	34,424
- Retailing	53,347	49,652	113,821	110,790
Total Revenue	70,302	62,702	152,970	145,214
Segment Revenue				
- Investment Holding	-	-	-	-
- Waste Recycling	(101)	(22)	(148)	(127)
- Retailing	-	-	-	-
Inter-Segment Revenue	(101)	(22)	(148)	(127)
Segment Revenue				
- Investment Holding	_	_	_	_
- Waste Recycling	16,854	13,028	39,001	34,297
- Retailing	53,347	49,652	113,821	110,790
External Revenue	70,201	62,680	152,822	145,087
0				
Segment profit/(Loss)	(570)	(204)	(4.470)	(07.4)
- Investment Holding - Waste Recycling	(579) 968	(221)	(1,178)	(674)
- Waste Recycling - Retailing	8.172	3,353 7,964	3,943 8,388	7,248 11,030
- Notaling				
Figure 2004	8,561	11,096	11,153	17,604
Finance costs	(148)	(140)	(294)	(316)
Consolidated profit/(loss) before taxation	8,413	10,956	10,859	17,288
		As at	As at	
		31/03/25	31/03/24	
		RM'000	RM'000	
Segment assets				
- Investment Holding		45,123	54,318	
- Waste Recycling		30,304	19,871	
- Retailing		121,486	125,429	
-	_	196,913	199,618	
	_			

Reconciliations of reportable segment profit or loss and assets

	< 9 Months Ended 31 March 2025>			< 9 Mon	< 9 Months Ended 31 March 2024>			
	Investment Holding RM'000	Waste Recycling RM'000	Retailing RM'000	Total RM'000	Investment Holding RM'000	Waste Recycling RM'000	Retailing RM'000	Total RM'000
Profit or loss								
Total profit/(loss) for reportale segments	(1,178)	3,943	8,388	11,153	(674)	7,248	11,030	17,604
Finance costs	_	(90)	(204)	(294)	_	(53)	(263)	(316)
Consolidated profit/(loss) before tax	(1,178)	3,853	8,184	10,859	(674)	7,195	10,767	17,288

	< 9 Mo	< 9 Months Ended 31 March 2025>				ths Ended 31	March 2024	>
	Investment Holding RM'000	Waste Recycling RM'000	Retailing RM'000	Total RM'000	Investment Holding RM'000	Waste Recycling RM'000	Retailing RM'000	Total RM'000
<u>Assets</u>								
Total assets for reporting segments	45,123	30,304	121,486	196,913	54,318	19,876	125,429	199,623
Elimination of inter-segment balances	_	-	-	-	-	(5)	-	(5)
Consolidated total assets	45,123	30,304	121,486	196,913	54,318	19,871	125,429	199,618

A9. VALUATIONS OF PROPERTY, PLANT AND EQUIPMENT

The valuation of land and buildings had been brought forward without amendment from the previous annual audited report.

A10. MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM PERIOD

There were no material events subsequent to the financial period ended 31 March 2025.

A11. CHANGES IN COMPOSITION OF THE GROUP

There were no changes in the composition of the Group during the financial period ended 31 March 2025.

A12. CONTINGENT LIABILITIES

The Group does not have any contingent liabilities as at 31 March 2025.

A13. RECURRENT RELATED PARTY TRANSACTIONS

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The recurrent related party transactions of the Group for the financial period ended 31 March 2025 are as follows:

Transaction parties	Nature of transaction	Current Quarter 31/03/2025 RM'000	Cumulative Year to Date 31/03/2025 RM'000
Expert Resource Management Sdn Bhd	Trading of plastic,scrap and scrap ferrous metal	941	3,230
Earthwise Resources Sdn Bhd	Trading of wastepaper, plastic scrap and scrap ferrous metal	146	381
Primahir Recycle Sdn Bhd	Commission	28	99
Sing Foong Niap Engineering Sdn Bhd	Rental of factory,lorry & provision of sludge waste disposal	1,326	4,023
Ria Insan Sdn Bhd	Transportation	247	800
Asia KG Fibre Supplier Sdn Bhd	Trading of wastepaper,plastic scrap and scrap ferrous metal	1,457	1,476
Future Recycle Sdn Bhd	Trading of wastepaper,plastic scrap and scrap ferrous metal	7	15

The above transactions have been entered into in the ordinary course of business and have been established under terms that were mutually agreed between the parties.

(Formerly known as MESB BERHAD)

Interim Financial Report for the Financial Period Ended 31 March 2025

NOTES TO THE INTERIM FINANCIAL REPORT

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. PERFORMANCE REVIEW

Continuing operations

	Individual C	luarter	Cumulative (Cumulative Quarters		
	31/03/25	31/03/24	31/03/25	31/03/24		
	RM'000	RM'000	RM'000	RM'000		
Segment Revenue						
- Investment Holding	0	0	0	0		
- Waste Recycling	16,955	13,050	39,149	34,424		
- Retailing	53,347	49,652	113,821	110,790		
-Sales to subsidiaries	(101)	(22)	(148)	(127)		
	70,201	62,680	152,822	145,087		
Segment profit/(Loss)						
- Investment Holding	(579)	(221)	(1,178)	(674)		
- Waste Recycling	968	3,353	3,943	7,248		
- Retailing	8,172	7,964	8,388	11,030		
	8,561	11,096	11,153	17,604		

a) Current quarter against the preceding year's corresponding quarter

For the quarter under review, the Group recorded a revenue of RM70.20 million, representing a 12.0% increase from RM62.68 million in the same quarter of the previous year. However, profit before taxation declined to RM8.41 million from RM10.96 million in the corresponding quarter last year, primarily due to a lower contribution from the Waste Recycling segment.

Retail Segment

The Retail segment reported revenue of RM53.35 million, reflecting a 7.44% increase from RM49.65 million in the corresponding quarter of the previous year. This growth was primarily driven by the shift in the Hari Raya Aidilfitri celebration to March 2025. However, higher

operating costs moderated the impact of revenue growth, resulting in a slight increase in segment profit to RM8.17 million, compared to RM7.96 million in the same quarter last year.

Waste Recycling Segment

During the quarter under review, the Waste Recycling segment achieved a notable 29.37% increase in revenue, rising from RM13.03 million in the corresponding quarter of the previous year to RM16.85 million. This growth was primarily driven by higher sales volumes of paper, plastic, and scrap materials. Despite revenue growth, segment profit declined from RM3.35 million to RM0.97 million, driven by weaker sales volume in the high-margin cleaning services jobs.

Investment Holding Segment

The Investment Holding segment recorded a higher loss of RM0.58 million, compared to RM0.22 million in the corresponding quarter of the previous year. The increase in loss was mainly attributable to corporate advisory expenses incurred during the quarter.

b) Current period against preceding year's corresponding period

Profit before taxation for the financial period ended 31 March 2025 stood at RM10.86 million, a decrease from RM17.29 million recorded in the same period of the previous year. The decline was primarily attributed to lower contributions from both the Retail and Waste Recycling segments.

Retail Segment

For the financial period under review, the Retail segment recorded revenue of RM113.82 million, representing a modest increase of 2.74% compared to RM110.79 million in the previous year. However, segment profit declined significantly to RM8.39 million from RM11.03 million, mainly due to lower mark-ups and higher operating costs.

Waste Recycling Segment

The Waste Recycling segment recorded revenue of RM39.0 million,reflecting a noticeable growth of 13.72% from RM34.30 million in the corresponding period of previous year. However, segment profit declined by 45.60% from RM7.25 million to RM3.94 million, mainly due to weaker sales volume in the high-margin cleaning services jobs .

Investment Holding Segment

The Investment Holding segment incurred a loss of RM1.18 million, compared to RM0.67 million in the corresponding period of the previous year. The increased loss was primarily due to corporate advisory expenses incurred during the period.

B2. COMPARISON WITH IMMEDIATE PRECEDING QUARTER'S RESULTS

	Current Quarter 31/03/25 RM'000	Immediate Preceding Quarter 31/12/24 RM'000	Changes	%
Revenue	70,201	47,298	22,903	48.42%
Profit/(Loss) from Operations before Interest and tax	8,561	2,785	5,776	207.40%
Profit/(Loss) before tax	8,413	2,702	5,711	211.36%
Profit/(Loss) after tax	6,260	1,484	4,776	321.83%
Profit/(Loss) Attributable to Ordinary Equity	0	0		
Holders of the Parent	3,490	1,127	2,363	209.67%

The Group's revenue soared by 48.42%, rising from RM47.30 million in the preceding quarter to RM70.20 million in the current quarter. This robust growth was primarily driven by festive season sales during Chinese New Year and Hari Raya Aidilfitri. As a result, profit before taxation recorded a substantial increase, climbing from RM2.70 million to RM8.41 million.

B3. COMMENTARY ON PROSPECTS

The Board aims to expand its presence in the Waste Recycling segment and has recently entered into a conditional share purchase agreement for the proposed acquisition of the entire equity interest in Earthwise Resources Sdn Bhd and Expert Resource Management Sdn Bhd. This move aligns with the Group's long-term strategy to strengthen its foothold in the Waste Recycling industry, drive revenue growth, and enhance market share.

Meanwhile, for the Retail segment, the Board remains committed to optimizing operational efficiency, managing working capital prudently, and streamlining the marketing strategy to ensure long-term sustainability

B4. PROFIT FORECAST OR PROFIT GUARANTEE

Not applicable to the Group.

B5. TAXATION

The taxation charge for the period as below: :

	Current Quarter RM'000	Year-To-Date RM'000
Income tax	2,203	3,785

The Group's effective tax rate for the financial period was higher than the statutory tax rate of 24% mainly due to unable to offset profit with the losses of the company within the group.

B6. CORPORATE PROPOSALS

Save as disclosed below, there were no outstanding corporate proposals announced but not completed within 7 days from the date of issue of this report.

On 19 December 2024, the Company entered into a conditional share purchase agreement for the proposed acquisitions of the entire equity interest in Earthwise Resources Sdn Bhd from Lotus Essential Sdn Bhd ("LESB") and the entire equity interest in Expert Resource Management Sdn Bhd from Datuk Wong Sak Kuan("DWSK"), Chen, JianHua("CJH") and Lee Wai Fun ("LWF") for a total purchase consideration of RM 100,000,000, to be satisfied via a combination of cash consideration of RM35,011,000 and the issuance of 156,600,000 new ordinary shares in Lotus Circular Berhad ("Consideration Shares") at an issue price of RM0.415 per Consideration Share("Proposed Acquisitions").

In conjunction with the Proposed Acquisitions, DWSK/LESB and the persons acting in concert with them (who hold shares in Lotus Circular Berhad("LCB")currently or upon issuance of the Consideration Shares or who is the director of LCB pursuant to subsections 216(2) and 216(3) of the Capital Markets and Services Act 2007 ("CMSA")), namely CJH, LWF, Yau Ming Teck an Wong Yu Perng intend to seek an exemption from the Securities Commission Malaysia ("SC") under subparagraph 4.08(1)(a) of the Rules on Take-Overs, Mergers and Compulsory Acquisitions issued by the SC pursuant to section 377 of the CMSA from the obligation to undertake a mandatory take-over offer for the remaining ordinary shares in LCB not already owned by them upon issuance of the Consideration Shares.

B7. BORROWINGS AND DEBT SECURITIES

The Group borrowings as at 31 March 2025 as follow:-

		RM'000
Short Term		
Banker's acceptance/Invoice financing		4,370
Hire purchase		237
Bank Overdraft		6
		4,613
Long Term		
Hire purchase		51
	Total	4,664

B8. CHANGES IN MATERIAL LITIGATIONS

The Group is not engaged in any material litigation for the financial period ended 31 March 2025..

B9. DIVIDEND

No dividend has been declared nor recommended for financial period ended 31 March 2025..

B10. EARNINGS PER SHARE

The basic earnings per share is arrived at by dividing the net profit/(loss) for the period attributable to ordinary equity holders of the parent by the number of ordinary shares in issue as follows:-

	Current Quarter	Year-To- Date
Net profit attributable to ordinary equity holders of the Company (RM'000)	3,462	4,646

Weighted average number of ordinary shares (in thousand)	144,294	144,294
Basic earnings per share (sen)	2.40	3.22

B11. PROFIT FOR THE PERIOD

		Cumulative Year
	Current Quarter	to Date
	31/03/25	31/03/25
	RM'000	RM'000
This is arrived after(charging)/crediting:-		
Interest Income	378	838
Write back/(written off) of inventories	518	(339)
Finance costs	(148)	(294)
Depreciation and amortisation	(695)	(2,201)
Impairment of loss on trade receivables	(507)	(507)
	(454)	(2,503)

B12. AUTHORISATION FOR ISSUE

The Interim Financial Statement and the accompanying notes were authorised for issue by the Board of Directors in accordance with a resolution of the Board of Directors .