ARRIS HOLDINGS BERHAD (FORMERLY KNOWN AS I SYNERGY HOLDINGS BERHAD)

(201501013383 (1138715-H)) (Incorporated in Malaysia)

REPORTS AND FINANCIAL STATEMENTS FOR THE 6-MONTH FINANCIAL PERIOD ENDED 31 DECEMBER 2020

孫特許會計公司 A. D. CHUN & CO.

(Firm No. AF 0099) Chartered Accountants

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CORPORATE INFORMATION

Board of directors

Dato' Teo Chee Hong

Chew Por Yan Loh Lim Hock

Company secretary

Siti Nuraini Binti Rusidi (SSM PC No.

202008001417) (MACS 01759) (Appointed w.e.f 2.9.2020) Caroline Ang Choo Bee (MIA 16600) (First secretary;

Resigned w.e.f 2.9.2020)

Registered office

Suite 39.1.6 First Floor

Jalan Kenari 17C Bandar Puchong Jaya 47100 Puchong

Selangor

Principal place of business

39 Jalan Kenari 17C

Bandar Puchong Jaya

47100 Puchong

Selangor

Auditors

A. D. Chun & Co. (AF: 0099)

(Chartered Accountants)

Block C, Lot C-7-1 (Level 9) Menara Uncang Emas (Ue3)

85, Jalan Loke Yew 55200 Kuala Lumpur

Principal banker

United Overseas Bank (M) Berhad

No. 6, Jalan Kenari 5 Bandar Puchong Jaya 47100 Puchong

Selangor

Loh Lim Hock

Director

STATEMENT BY DIRECTORS

We, Chew Por Yan and Loh Lim Hock, being two of the directors of Arris Holdings Berhad (Formerly known as I Synergy Holdings Berhad), do hereby state that the accompanying financial statements are drawn up in accordance with Malaysian Financial Reporting Standards. MFRS 134: Interim Financial Reporting and International Accounting Standards, IAS 34: Interim Financial Reporting so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2020 and of their financial performance and cash flows for the 6month financial period ended on that date.

> Signed on behalf of the Board in accordance with a resolution of the directors

Chew Por Yan

Director

Selangor Darul Ehsan, Malaysia Dated: 0 8 MAR 2021

孫特許會計公司 A. D. CHUN & CO.

(Firm No. AF 0099) Chartered Accountants Block C, Lot C-7-1 (Level 9), Menara Uncang Emas (Ue3), 85, Jalan Loke Yew, 55200 Kuala Lumpur. Tel: 92002378, 92002343 Fax: 92002382

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARRIS HOLDINGS BERHAD (FORMERLY KNOWN AS I SYNERGY HOLDINGS BERHAD)

Registration No. : 201501013383 (1138715-H)

(Incorporated in Malaysia)

We have reviewed the accompanying condensed consolidated statements of financial position of ARRIS HOLDINGS BERHAD (Formerly known as I SYNERGY HOLDINGS BERHAD) as at 31 December 2020, and the condensed consolidated statements of comprehensive income, condensed consolidated statements of changes in equity and condensed consolidated statements of cash flows of the Group and the Company for the 6-month financial period then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 5 to 18.

Management is responsible for the preparation and fair presentation of this interim financial information in accordance with Malaysian Financial Reporting Standard, MFRS 134: Interim Financial Reporting and International Accounting Standard, IAS 34: Interim Financial Reporting. Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence and other ethical responsibilities

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

孫特許會計公司 A. D. CHUN & CO.

(Firm No. AF 0099) Chartered Accountants Black C, Lot C-7-1 (Level 9), Menara Uncang Emas (Ue3), 85, Jalan Loke Yew, 55200 Kuala Lumpur. Tel: 92002378, 92002343 Fax: 92002382

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARRIS HOLDINGS BERHAD (FORMERLY KNOWN AS I SYNERGY HOLDINGS BERHAD)

Registration No.: 201501013383 (1138715-H) (Incorporated in Malaysia)

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information does not give a true and fair view of the financial positions of the Group and of the Company as at 31 December 2020, and of the financial performances and cash flows of the Group and of the Company for the 6-month financial period then ended, in accordance with Malaysian Financial Reporting Standard, MFRS 134: Interim Financial Reporting and International Accounting Standard, IAS 34: Interim Financial Reporting.

Other Matters

Conclusion

This report is made solely to the members of the Company, as a body, in accordance with NSX Listing Rules 6.10 of Section IIA and for no other purpose. We do not assume responsibility to any other person for the content of this report.

A. D. CHUN & CO.

AF: 0099

Chartered Accountants

Date: 0 8 MAR 2021

Kuala Lumpur

CHUN CHIA KAI 03149/06/2021(J) Chartered Accountant

CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2020

		The Company		The Group	
	Note	As at 31.12.2020 RM	As at 30.6.2020 RM	As at 31.12.2020 RM	As at 30.6.2020 RM
Assets					
Non-current assets				01.002	100.000
Intangible assets Investment in subsidiaries	11	22 909 412	22 909 412	91,982	100,369
Investment in an associates	12	23,808,413	23,808,413	- 6,300	6 200
Investment in unquoted shares	12	_	_	10,377	6,300 10,377
Goodwill			- -	22,865,357	22,865,357
Unsecured loans		_	_	926,000	926,000
Total non-current assets		23,808,413	23,808,413	23,900,016	23,908,403
Current assets					
Trade and other receivables		117,421	121,100	1,138,016	1,205,402
Deposits and prepayments		, -	, -	_	70,275
Cash and cash equivalents		79,063	54,993	1,038,131_	915,372
Total current assets		196,484	176,093	2,176,147	2,191,049
Total assets		24,004,897	23,984,506	26,076,163	26,099,452
Equity and liabilities					
Capital and reserves					
Contributed share capital	13	24,440,658	24,440,658	24,440,658	24,440,658
(Accumulated losses)/Retained profits		(670,329)	(578,784)	608,300	492,577
Equity attributable to					
owners of the Company		23,770,329	23,861,874	25,048,958	24,933,235
Non-controlling interests	14	-	<u> </u>	10,531	968
Total equity		23,770,329	23,861,874	25,059,489	24,934,203
Non-current liabilities					
Amount attributable to Unitholders	3			588,000	588,000
Current liabilities					
Other payables and accruals		187,808	17,863	104,802	156,017
Amount due to Directors		46,760	104,769	191,200	336,836
Provision for taxation		_		132,672	84,396
Total current liabilities		234,568	122,632	428,674	577,249
Total liabilities		234,568	122,632	1,016,674	1,165,249
Total equity and liabilities		24,004,897	23,984,506	26,076,163	26,099,452

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE 6-MONTH FINANCIAL PERIOD ENDED 31 DECEMBER 2020

		The Co	mpany	The G	roup
		1.7.2020	1.7.2019	1.7.2020	1.7.2019
	Note	to 31.12.2020 RM	to 31.12.2019 RM	to 31.12.2020 RM	to 31.12.2019 RM
Revenue	15	22,500	-	390,761	-
Cost of sales		-			
Gross profit		22,500	-	390,761	-
Other operating income		171	888	5,178	888
Administration expenses		(113,716)	(63,571)	(192,563)	(63,571)
Other operating expenses		(500)	(13,179)_	(12,409)	(13,179)
(Loss)/Profit before taxation	16	(91,545)	(75,862)	190,967	(75,862)
Income tax expense (Loss)/Profit after	17			(68,268)	
taxation for the financial period		(91,545)	(75,862)	122,699	(75,862)
Other comprehensive incomunication Unrealised gain on foreign exchange	me	-	_	2,587	_
Total comprehensive (loss)/income for the financial period		(91,545)	(75,862)	125,286	(75,862)
imanciai periou		(91,545)	(73,802)	123,280	(73,802)
Profit attributable to:					
Non-controlling interests		-	***	9,563	-
Owners of the Company				115,723	
		_		125,286	-
Earnings per share Basic and diluted	18	_	_	0.0016	3

FOR THE 6-MONTH FINANCIAL PERIOD ENDED 31 DECEMBER 2020 CONDENSED STATEMENT OF CHANGES IN EQUITY

	Contributed share capital	Accumulated losses RM	Total equity RM
The Company			
1 July 2019	307,164	(406,046)	(101,885)
Total comprehensive loss for the financial period	1	(75,862)	(75,862)
As at 31 December 2019/1 January 2020	307,164	(484,911)	(177,747)
Issuance of ordinary shares	24,133,494	ı	24,133,494
Total comprehensive loss for the financial period	1	(93,873)	(93,873)
As at 30 June 2020/1 July 2020	24,440,658	(578,784)	23,861,874
Total comprehensive loss for the financial period	1	(91,545)	(91,545)
As at 31 December 2020	24,440,658	(670,329)	23,770,329

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE 6-MONTH FINANCIAL PERIOD ENDED 31 DECEMBER 2020

	Contributed share capital RM	Retained profits RM	Non-controlling interests RM	Total equity RM
The Group				
1 July 2019	307,164	(406,049)	ı	(101,885)
Total comprehensive loss for the financial period	1	(75,862)	•	(75,862)
As at 31 December 2019/1 January 2020	307,164	(484,911)		(177,747)
Non-controlling interests	ı	ı	260	260
Issuance of ordinary shares	24,133,494	ı	ı	24,133,494
Total comprehensive income for the financial period	1	977,488	708	978,196
As at 30 June 2020/1 July 2020	24,440,658	492,577	896	24,934,203
Total comprehensive income for the financial period		115,723	9,563	125,286
As at 31 December 2020	24,440,658	608,300	10,531	25,059,489

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE 6-MONTH FINANCIAL PERIOD ENDED 31 DECEMBER 2020

	The Co	mpany	The G	roup
	1.7.2020	1.7.2019	1.7.2020	1.7.2019
	to	to	to	to
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	\mathbf{RM}	RM	RM	RM
Cash flows from operating activities				
(Loss)/Profit before taxation Adjustment for:	(91,545)	(75,862)	190,967	(75,862)
Amortisation of intangible assets	-	-	8,387	-
Bad debt recovered	-	-	(3,498)	-
Unrealised gain on foreign exchange	-	-	2,587	
Interest income	(4)	(888)	(1,513)	(888)
Operating (loss)/profit before				
working capital changes	(91,549)	(76,750)	196,930	(76,750)
Decrease/(Increase) in receivables	3,679	(33,253)	(372,253)	(33,253)
Increase/(Decrease) in payables	169,945	3,824	460,863	3,824
(Decrease)/Increase in amount due to				
Directors	(58,009)	7,000	(144,302)	7,000
Cash generated from/(used in)	21055	(00.170)	1.44.000	(00.4.70)
operations	24,066	(99,179)	141,238	(99,179)
Taxation paid		-	(19,992)	
Net cash generated from/(used in)	24.066	(00.170)	101 246	(00.170)
operating activities	24,066	(99,179)	121,246	(99,179)
Cash flows from investing activities				
Interest received	4_	888	1,513	888
Net cash generated from investing activities	4_	888	1,513	888
Net increase/(decrease) in cash and cash equivalents	24,070	(98,291)	122,759	(98,291)
Cash and cash equivalents brought forward	54,993	104,115	915,372	104,115
Cash and cash equivalents carried	70.062	<i>5</i> 93 <i>1</i>	1 020 121	E 004
forward	79,063	5,824	1,038,131	5,824

1. GENERAL INFORMATION

The Company is a public limited company incorporated, and domiciled in Malaysia.

2. PRINCIPAL ACTIVITY

The Company is principally engaged in the business of investment holding.

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The interim condensed financial statements of the Group and the Company are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134 - Interim Financial Reporting, and International Accounting Standards ("IAS") 34 - Interim Financial Reporting. The interim condensed financial statements do not include all the information and disclosures required in the annual financial statements.

The notes attached to the interim condensed financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial statements of the Group and the Company during the financial period ended 31 December 2020.

(b) Changes in accounting policies

New and amended standards and interpretations

The significant accounting policies in these interim condensed financial statements are consistent with those adopted in the financial statements for the financial period ended 30 June 2020, except for the adoption of the following MFRS, Amendments and Improvements to MFRSs:

Effective for the financial periods beginning on or after 1 January 2020

- Amendments to MFRS 3 Business Combinations
- Amendments to MFRS 101 Presentation of Financial Statements
- Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors
- Interest Rate Benchmark Reform (Amendments to MFRS 9 Financial Instruments, MFRS 139 Financial Instruments: Recognition and Measurement and MFRS 7 Financial Instruments: Disclosures)

The adoption of the above did not have any significant effects on the interim condensed financial statements upon their initial application.

4. SEASONALITY OF OPERATIONS

The business and operations of the Group was not materially affected by any seasonal or cyclical fluctuations during the interim financial period.

5. UNUSUAL ITEMS

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the interim financial period ended 31 December 2020.

6. CHANGE IN ESTIMATES

There were no changes in the basis used for accounting estimates for the interim financial period.

7. DEBT AND EQUITY SECURITIES

There was no issuance, repurchase and repayment of debt and equity securities by the Company during the interim financial period.

8. DIVIDENDS

There was no dividend payment during the financial period.

9. EVENT SUBSEQUENT TO THE END OF THE INTERIM PERIOD

There is no material event subsequent to the end of the interim reporting period that has not been reported in the interim condensed financial statements.

10. CHANGES IN THE COMPOSITION OF THE COMPANY

There is no change in the composition of the Company during the interim financial period,

11. INVESTMENT IN SUBSIDIARIES

Details of the Company's investment in subsidiaries are as follows:

	The Company			
	As at 31.12.2020 RM	As at 30.6.2020 RM		
Unquoted shares in Malaysia – at cost At beginning of the financial period Addition	23,808,413	23,808,413		
At end of the financial period	23,808,413	23,808,413		

Details of the subsidiaries are as follows:

	Effective equity Principal interest			
Name of Subsidiaries	place of business	As at 31.12.2020	As at 30.6.2020	Principal Activities
Arris Consulting Sdn. Bhd. (200301002009 (604429 - U))	Malaysia	100%	100%	To carry on business in providing consultation services.
Arris Venture Sdn. Bhd. (200301006856 (609276 - D))	Malaysia	70%	70%	Principally engaged in investment holding company, to invest in private equity investments and to acquire the shares of or invest in any company.
Arris Venture Management Sdn. Bhd. (200301008821 (611241 - A))	Malaysia	70%	70%	Principally engaged in corporate finance, financial management and corporate restructuring.

11. INVESTMENT IN SUBSIDIARIES (Continued)

Details of the subsidiaries are as follows:

	Principal	Effective inte		
Name of Subsidiaries	place of business	As at 31.12.2020	As at 30.6.2020	Principal Activities
Arris MSC Sdn. Bhd. (200501034147 (716288 – K))	Malaysia	100%	100%	To carry on the business of information technology.
Arris BPO Sdn. Bhd. (F.K.A TST Arris Partners Sdn. Bhd.) (201801013443 (1275459 – T))	Malaysia	100%	100%	To carry on the business in corporate advisory services.
Arris Risk Planning Sdn. Bhd. (201701000827 (1214977 – A))	Malaysia	60%	60%	To carry on the business in financial advisor and insurance consultancy.
ACTP Sdn. Bhd. (202001008972 (1365292 – X))	Malaysia	100%	100%	To carry on the business in professional consultancy, advisory and counsel.
Arris Project Advisory Sdn. Bhd. (200401023045 (661551 – W))	Malaysia	100%	100%	To carry on business in corporate finance, financial management and corporate restructuring.
Arris Serveplus (Australia) Pty Ltd (639 199 830) *	Australia	100%	100%	To carry on business in business process outsourcing.

The subsidiaries are incorporated in Malaysia and is audited by Messrs. A. D. Chun & Co. (AF: 0099).

^{*} This subsidiary is a proprietary company and is not required to audit.

12. INVESTMENT IN AN ASSOCIATES

Details of the Company's investment in an associates are as follows:

The Group					
As at	As at				
31.12.2020	30.6.2020				
\mathbf{RM}	RM				
c *00					
6 300	6 300				

Unquoted shares in Malaysia - at cost

Details of the Associates are as follows:

Name	Principal	Effective eq	uity interest	
of Associates Mybitek Horizon Sdn. Bhd. (201701012242 (1226407 - T))	place of business Malaysia	As at 31.12.2020 50%	As at 30.6.2020 50%	Principal activities Carry on research and business in green packaging technology.
Rakyat IT Link Malaysia Sdn. Bhd. (201901028277 (1337606 - X))	Malaysia	25%	25%	To carry on business in utilise information technology (IT) and blockchain technology to develop the application.

The associates are incorporated in Malaysia and is audited by Messrs. A. D. Chun & Co. (AF: 0099).

13. CONTRIBUTED SHARE CAPITAL

	Group/Company						
	As at 31.12.2020	As at 31.12.2020 Monetary	As at 30.6.2020	As at 30.6.2020 Monetary			
	No. of shares	value RM	No. of shares	value RM			
Issued and fully paid At beginning of the	l:						
financial period Issuance for new	76,173,589	24,440,658	5,550,714	307,164			
shares for cash Issuance for new	-	-	12,748,853	203,982			
shares for otherwise			362,568,376	23,929,512			
	76,173,589	24,440,658	380,867,943	24,440,658			
Consolidation*			(304,694,354)				
At end of the financial period	76,173,589	24,440,658	76,173,589	24,440,658			

13. CONTRIBUTED SHARE CAPITAL (Continued)

* Consolidation of every five (5) existing ordinary shares held by the registered shareholders of the Company into one (1) Consolidated Share credited as fully paid-up.

Ordinary shares of the Company have no par value. The holder of ordinary shares is entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions.

14. NON-CONTROLLING INTERESTS ("NCI")

	The Group As at 31.12.2020		The Group As at 30.6.2020	
	Accumulated NCI RM	(Loss)/Profit allocated to NCI RM	Accumulated NCI RM	(Loss)/Profit allocated to NCI RM
Arris Risk Planning Sdn Bhd Arris Venture	(1,568)	(1,168)	(400)	(400)
Sdn Bhd Arris Venture Management	2,977	7,466	(4,489)	(6,539)
Sdn Bhd	9,122	3,265	5,857	7,647
	10,531	9,563	968	708

15. REVENUE

	The Company		The Group	
	1.7.2020 to	1.7.2019 to	1.7.2020 to	1.7.2019 to
	31.12.2020 RM	31.12.2019 RM	31.12.2020 RM	31.12.2019 RM
Revenue from - Consulting services	-	-	117,447	-
Commission receivedManagement	-	<u>.</u>	170	-
fees - Professional	22,500	-	-	-
services		_	273,144	
	22,500	-	390,761	

15. **REVENUE** (Continued)

	The Company		The Group	
	1.7.2020	1.7.2019	1.7.2020	1.7.2019
	to	to	to	to
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	RM	RM	RM	RM
Timing of revenue recognition:				
- Point in time	22,500	ъ	390,761	

Rendering services

Services rendered recognised at point in time

Revenue from providing services is recognised at a point in time when the service has been performed and customer acceptance has been obtained.

16. (LOSS)/PROFIT BEFORE TAXATION

	The Company		The Group	
	1.7.2020	1.7.2019	1.7.2020	1.7.2019
	to 31.12.2020 RM	to 31.12.2019 RM	to 31.12.2020 RM	to 31.12.2019 RM
At charging: Auditor's remuneration				
- audit fees	500	2,500	3,750	2,500
- over provision Amortisation of	-	-	(10)	-
intangible assets	_	_	8,387	_
Director fees	12,000	_	12,000	_
Realised loss on	,		~ ~, 000	
foreign exchange	-	679	6	679
Unrealised loss on foreign exchange		-	276	_
And crediting:				
Interest income	(4)	(888)	(1,513)	(888)
Bad debt			(
recovered Realised gain on	-	-	(3,498)	-
foreign exchange	(167)	-	(167)	_
Unrealised gain on	(107)		(107)	-
foreign exchange			(2,587)	н

17. INCOME TAX EXPENSE

	The Company		The Group	
	1.7.2020	1.7.2019	1.7.2020	1.7.2019
	to	to	to	to
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	RM	RM	$\mathbf{R}\mathbf{M}$	RM
Current income tax exp - Taxes payable in	ense:			
Malaysia	_	_	68,268	
Reconciliation of tax ex	pense:			
(Loss)/Profit before	(01.545)	(55.0.68)	100.007	(55.050)
taxation	(91,545)	(75,862)	190,967	<u>(75,862)</u>
Tax at the statutory				
income tax rate	(21,971)	(18,207)	45,832	(18,207)
Tax effects of expenses	disallowed			, ,
for tax purpose:				
- Other expenses disallowed for tax				
purpose	21,971	18,207	22,799	18,207
- Other income	·		,	,-
assessed separately	-	-	(363)	M
Tay aynanga			69.269	
Tax expense			68,268	

The current Malaysian tax rate is 24% on the estimated assessable profit for the financial period.

18. EARNINGS PER SHARE

Earnings per share is calculated by dividing the profit for the financial period attributable to ordinary equity holders of the Group by the number of ordinary shares in issue during the financial period.

	The Group As at 31.12.2020 RM
Profit attributable to ordinary equity holder	122,699
Number of ordinary shares in issue during the financial period	76,173,589
Basic earnings per share	0.00162

There were no dilutive potential ordinary shares as at the reporting date. There have been no other transactions involving ordinary shares between the reporting date and the date of completion of the financial statements.

19. RELATED PARTY DISCLOSURES

(a) Identities of related parties

Parties are considered to be related to the Group if the Group or the Company has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control.

In addition to the information detailed elsewhere in the financial statements, the Group has related party relationships with its directors, key management personal and entities within the same group of companies.

(b) Significant related party transactions and balances

Other than those disclosed elsewhere in the financial statements, the Group and the Company also carried out the following significant transactions with the related parties during the financial period:-

	The Group	
	As at 31.12,2020 RM	As at 30.6.2020 RM
Advances to related companies - Trade	-	152,000
Advances to related companies - Non-trade Amount owing to Ultimate Holding Company -	-	72,004
Non-trade	-	121,100
Advances to related companies - Non-trade	_	100