

**Miyoshi Limited**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 198703979K)

**Unaudited Condensed Interim Financial Statements**  
**For the First Quarter and 3-month Financial Period ended 30 November 2023**

In view of the qualified opinion issued by the Company's former independent auditor, BDO LLP, for the audited consolidated financial statements for the financial years ended 31 August 2019 ("**FY2019**"), 31 August 2020 ("**FY2020**"), 31 August 2021 ("**FY2021**") and 31 August 2022 ("**FY2022**"), the Company is required by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") to announce its quarterly financial statements pursuant to Rule 705(2) of the Catalist Rules.

The Company's independent auditor, PKF-CAP LLP, has subsequently issued an unqualified opinion for the latest audited consolidated financial statements for the financial year ended 31 August 2023 ("**FY2023**").

This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**"). This announcement has not been examined or approved by Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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**Table of Contents**

A. Condensed interim consolidated statement of profit or loss and other comprehensive income.....1

B. Condensed interim statements of financial position.....2

C. Condensed interim statements of changes in equity.....3

D. Condensed interim consolidated statement of cash flows.....6

E. Notes to the condensed interim consolidated financial statements.....7

F. Other information required by Appendix 7C of the Catalyst Rules.....17

**A. Condensed interim consolidated statement of profit or loss and other comprehensive income  
For the first quarter and 3-month financial period ended 30 November 2023**

	Note	3 months ended		Change %
		Nov-23 \$'000	Nov-22 \$'000	
<b>Revenue</b>	4	10,152	13,315	-23.76%
Other income	6	35	301	-88.37%
Raw materials, consumables used and changes in inventories		(5,958)	(8,471)	-29.67%
Employee benefit expense		(2,102)	(2,247)	-6.45%
Depreciation and amortisation		(617)	(680)	-9.26%
Other expenses	6	(1,725)	(1,989)	-13.27%
Reversal of loss allowance for impairment of trade receivables		93	-	100.0%
Finance costs		(206)	(126)	63.49%
<b>(Loss)/Profit before income tax</b>		<b>(328)</b>	<b>103</b>	<b>N.M.</b>
Income tax expense	7	(40)	(30)	33.33%
<b>(Loss)/Profit for the financial period</b>		<b>(368)</b>	<b>73</b>	<b>N.M.</b>
<b>(Loss)/Profit attributable to:</b>				
Owners of the Company		(234)	103	N.M.
Non-controlling interests		(134)	(30)	>100%
<b>(Loss)/Profit for the financial period</b>		<b>(368)</b>	<b>73</b>	<b>N.M.</b>
<b>Other comprehensive income</b>				
<i>Items that may be reclassified subsequently to profit or loss</i>				
Exchange differences on translation of foreign operations		113	180	-37.22%
<b>Total comprehensive (loss)/income for the financial period</b>		<b>(255)</b>	<b>253</b>	<b>N.M.</b>
<b>Total comprehensive (loss)/income attributable to:</b>				
Owners of the Company		(39)	345	N.M.
Non-controlling interests		(216)	(92)	>100%
		<b>(255)</b>	<b>253</b>	<b>N.M.</b>
<b>(Loss)/Earnings per share</b>				
Basic and diluted (cents)	9	<b>(0.04)</b>	<b>0.02</b>	<b>N.M.</b>

N.M.: Not meaningful

\*Throughout this announcement, all figures are in Singapore Dollars and Singapore Cents, unless otherwise stated.

## B. Condensed interim statements of financial position

Notes	The Group		The Company		
	As at		As at		
	30-Nov-23 \$'000	31-Aug-23 \$'000	30-Nov-23 \$'000	31-Aug-23 \$'000	
<b>ASSETS</b>					
<b>Current assets</b>					
		4,018	4,020	89	89
		11,978	11,912	1,999	1,865
		245	152	8	18
		5,653	5,402	18	18
		<b>21,894</b>	<b>21,486</b>	<b>2,114</b>	<b>1,990</b>
<b>Non-current assets</b>					
		-	-	22,847	23,077
	11	-	-	-	-
	12	23,432	23,935	2,344	2,499
	13	5,860	5,879	-	-
	14	23	27	-	-
		76	75	-	-
		<b>29,391</b>	<b>29,916</b>	<b>25,191</b>	<b>25,576</b>
		<b>51,285</b>	<b>51,402</b>	<b>27,305</b>	<b>27,566</b>
<b>LIABILITIES AND EQUITY</b>					
<b>Current liabilities</b>					
		10,004	9,184	3,931	3,786
		125	120	-	-
		143	165	138	161
	15	8,029	8,476	1,271	752
		<b>18,301</b>	<b>17,945</b>	<b>5,340</b>	<b>4,699</b>
<b>Non-current liabilities</b>					
		14	36	13	34
	15	2,058	2,267	416	605
		307	311	5,601	5,597
		563	546	-	-
		784	784	338	342
		<b>3,726</b>	<b>3,944</b>	<b>6,368</b>	<b>6,578</b>
		<b>22,027</b>	<b>21,889</b>	<b>11,708</b>	<b>11,277</b>
<b>EQUITY</b>					
	16	50,377	50,377	50,377	50,377
	17	(633)	(633)	(633)	(633)
		666	666	-	-
		1,938	1,938	-	-
		(13,619)	(13,726)	(11,269)	(11,088)
		(11,394)	(11,248)	(22,878)	(22,367)
		<b>27,335</b>	<b>27,374</b>	<b>15,597</b>	<b>16,289</b>
		1,923	2,139	-	-
		<b>29,258</b>	<b>29,513</b>	<b>15,597</b>	<b>16,289</b>
		<b>51,285</b>	<b>51,402</b>	<b>27,305</b>	<b>27,566</b>

### C. Condensed interim statements of changes in equity

	Share capital \$'000	Treasury shares \$'000	Revaluation reserve \$'000	Other reserve \$'000	Currency translation account \$'000	Accumulated losses \$'000	Equity attributable to owners of the parent \$'000	Non-controlling interests \$'000	Total equity \$'000
<b>The Group</b>									
<b>Balance as at 1 September 2023</b>	50,377	(633)	666	1,938	(13,726)	(11,248)	27,374	2,139	29,513
Loss for the financial period	-	-	-	-	-	(234)	(234)	(134)	(368)
<b>Other comprehensive income/(loss) for the financial period:</b>									
Foreign currency translation	-	-	-	-	107	88	195	(82)	113
<b>Total comprehensive income/(loss) for the financial period</b>	-	-	-	-	107	(146)	(39)	(216)	(255)
<b>Balance as at 30 November 2023</b>	<b>50,377</b>	<b>(633)</b>	<b>666</b>	<b>1,938</b>	<b>(13,619)</b>	<b>(11,394)</b>	<b>27,335</b>	<b>1,923</b>	<b>29,258</b>

	Share capital \$'000	Treasury shares \$'000	Revaluation reserve \$'000	Other reserve \$'000	Currency translation account \$'000	Accumulated losses \$'000	Equity attributable to owners of the parent \$'000	Non-controlling interests \$'000	Total equity \$'000
<b>The Group</b>									
<b>Balance as at 1 September 2022</b>	50,377	(633)	666	1,719	(12,010)	(9,577)	30,542	2,155	32,697
Profit/(loss) for the financial period	-	-	-	-	-	103	103	(30)	73
<b>Other comprehensive income/(loss) for the financial period:</b>									
Foreign currency translation	-	-	-	(149)	391	-	242	(62)	180
<b>Total comprehensive income/(loss) for the financial period</b>	-	-	-	(149)	391	103	345	(92)	253
<b>Balance as at 30 November 2022</b>	<b>50,377</b>	<b>(633)</b>	<b>666</b>	<b>1,570</b>	<b>(11,619)</b>	<b>(9,474)</b>	<b>30,887</b>	<b>2,063</b>	<b>32,950</b>

The Company	Share capital	Treasury shares	Currency translation reserve	Accumulated losses	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Balance at 1 September 2023</b>	50,377	(633)	(11,088)	(22,367)	16,289
Loss for the financial period	-	-	-	(511)	(511)
<b>Other comprehensive income for the financial period</b>					
Foreign currency translation	-	-	(181)	-	(181)
<b>Total comprehensive loss for the financial period</b>	-	-	(181)	(511)	(692)
<b>Balance at 30 November 2023</b>	<b>50,377</b>	<b>(633)</b>	<b>(11,269)</b>	<b>(22,878)</b>	<b>15,597</b>

The Company	Share capital	Treasury shares	Currency translation reserve	Accumulated losses	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Balance at 1 September 2022</b>	50,377	(633)	(10,411)	(18,336)	20,997
Loss for the financial period	-	-	-	(545)	(545)
<b>Other comprehensive income/(loss) for the financial period</b>					
Foreign currency translation	-	-	264	-	264
<b>Total comprehensive income/(loss) for the financial period</b>	-	-	264	(545)	(281)
<b>Balance at 30 November 2022</b>	<b>50,377</b>	<b>(633)</b>	<b>(10,147)</b>	<b>(18,881)</b>	<b>20,716</b>

## D. Condensed interim consolidated statements of cash flows

	3 months ended	
	Nov-23 \$'000	Nov-22 \$'000
<b>Operating activities:</b>		
(Loss)/Profit before income tax	(328)	103
Adjustments for:		
Reversal of loss allowance for impairment of trade receivables	(93)	-
Depreciation and amortisation	617	680
Interest expense	206	126
Interest income	(1)	(1)
(Gain)/Loss on disposal of plant and equipment	(2)	25
Unrealised currency translation differences	193	(296)
<b>Operating cash flows before changes in working capital</b>	<b>592</b>	<b>637</b>
Trade and other receivables	(67)	4,490
Prepayments	-	(133)
Inventories	(251)	93
Trade and other payables	839	(4,006)
<b>Cash generated from operations</b>	<b>1,113</b>	<b>1,081</b>
Interest paid	(182)	(126)
Interest received	1	1
Income tax paid	(40)	-
<b>Net cash from operating activities</b>	<b>892</b>	<b>956</b>
<b>Investing activities:</b>		
Proceeds from disposal of plant and equipment	8	55
Purchase of property, plant and equipment	(249)	(123)
Proceeds from disposal of club membership	-	48
<b>Net cash used in investing activities</b>	<b>(241)</b>	<b>(20)</b>
<b>Financing activities:</b>		
Proceeds from bank borrowings	-	1,746
Repayment of bank borrowings	(1,354)	(1,120)
Interest paid on lease liabilities	(24)	(10)
Principal repayment of lease liabilities	(123)	(31)
<b>Net cash (used in)/from financing activities</b>	<b>(1,501)</b>	<b>585</b>
Increase in cash and cash equivalents	(850)	1,521
Effect of foreign exchange rate changes on cash and cash equivalents	10	(496)
Cash and cash equivalents at beginning of financial period	4,020	3,010
<b>Cash and cash equivalents at end of financial period</b>	<b>3,180</b>	<b>4,035</b>
<b>Cash and cash equivalents as at 30 November comprised of:</b>		
Cash and bank balances	4,018	4,035
Bank overdraft	(838)	-
<b>Total</b>	<b>3,180</b>	<b>4,035</b>

## E. Notes to the condensed interim consolidated financial statements

### 1. Corporate information

Miyoshi Limited (the “**Company**”) is a limited liability company incorporated and domiciled in Singapore. The Company is listed on the Catalist board of the SGX-ST. The Company’s registration number is 198703979K. Its principal place of business and registered office is 26 Boon Lay Way, #01-80, Singapore 609970. The condensed interim consolidated financial statements for the 3-month financial period ended 30 November 2023 comprise the Company and its subsidiaries (collectively, the “**Group**”).

The principal activities of the Company are those of designing and manufacturing of mould and precision pressed parts and trading in related products, and commodities trading.

The principal activities of the Group include the following:

- (a) Investment holding and trading of machine
- (b) Metal stamping, fabrication of parts and components of machine tools
- (c) Metal stamping and plastic injection moulding
- (d) Metal stamping and assembly of electronic components
- (e) Commodities trading and rental income arising from investment properties
- (f) Cultivate vegetables and high-value aromatic herbs hydroponically

### 2. Basis of preparation

The condensed interim financial statements for the 3-month financial period ended 30 November 2023 have been prepared in accordance with Singapore Financial Reporting Standards (International) (“**SFRS(I)**”) 1-34 *Interim Financial Reporting* issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last audited financial statements for the financial year ended 31 August 2023.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1.

The condensed interim financial statements are presented in Singapore dollar. The individual financial statements of each Group entity are measured and presented in the currency of the primary economic environment in which the entity operates (“**functional currency**”). The Company’s functional currency is United States dollar. The financial statements of the Group and the statement of financial position of the Company are presented in Singapore dollar and all values are rounded to the nearest thousand (\$’000) except where otherwise indicated as the Company is listed on the SGX-ST, and management is of the opinion that the Singapore dollar is the currency which would best facilitate trading in its shares.

#### 2.1. New and amended standards adopted by the Group

The Group has adopted all the applicable new and revised SFRS(I) and Interpretations of (“**SFRS(I) INTs**”) that are mandatory for the accounting periods beginning on or after 1 September 2023. The adoptions of these new standards, amendments to standards and interpretations did not result in any significant impact on the financial statements of the Group for the current and prior financial period reported on.

#### 2.2. Use of judgements and estimates

The preparation of financial statements in conformity with SFRS(I)s requires management to make judgements, estimates and assumptions that affect the Group’s application of accounting policies and reported amounts of assets, liabilities, revenue and expenses. Although these estimates are based on management’s best knowledge of current events and actions, actual results may differ from those estimates.

The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 August 2023.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

## 2. Basis of preparation (continued)

### 2.2. Use of judgements and estimates (continued)

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

(i) Investment in Miyoshi International Philippines Inc

The Group determines that Miyoshi International Philippines Inc (“MIP”) is a subsidiary of the Group although the Group only holds a 40% equity interest in MIP. Due to the land ownership restriction in the Philippines, the remaining 60% equity interest are held in trust by employees on behalf of the Company.

Management determined that the Group has the power to appoint and remove the board of directors of MIP that has the power to direct relevant activities of MIP. Management concluded that the Group has the practical ability to direct the relevant activities of MIP unilaterally and hence the Group has control over MIP.

(ii) Classification between investment properties and property, plant and equipment

In accordance with SFRS(I) 1-40 *Investment Property*, the Group has established certain criteria in making judgement on whether a property qualifies as an investment property. Investment property is a property held for capital appreciation or to earn rentals or both. Certain properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under a finance lease), the Group would account for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in production or supply of goods for administrative purposes. Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as investment property. In addition, depending on the Group’s latest corporate strategies, from time to time, the management may change the usage of its landed properties between property, plant and equipment and investment properties.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial period are included in the following notes:

(i) Impairment loss on investments in subsidiaries and loans deemed as investment in subsidiaries

For those subsidiaries with indication of impairment, management determined the recoverable amount of the investment and loan deemed as investment based on fair value less costs of disposal using the revenue multiplier method.

(ii) Impairment of property, plant and equipment

The Group assesses whether there are any indicators of impairment for its property, plant and equipment at each reporting date. Property, plant and equipment are tested for impairment when there are indicators that the carrying amount may not be recoverable using the fair value less costs of disposal method.

(iii) Estimating expected credit loss allowance

Management estimates expected credit loss allowance using a forward-looking expected credit loss (“ECL”) model. On initial recognition of the financial asset, management determines the ECL rates by considering the profile of the customers, historical observed default rates and adjusts for forward looking information.

(iv) Net realisable value of inventories

In determining the net realisable value of the Group’s and the Company’s inventories, an estimation of the recoverable amount of inventories on hand is performed based on the most reliable evidence available at the time the estimates are made. This represents the value of the inventories which are expected to realise as estimated by the management. These estimates take into consideration the fluctuation of price or cost, or any inventories on hand that may not be realised, directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the financial year.

(v) Fair value of investment properties

The Group’s investment properties are stated at fair value which is based on certain assumptions that are subject to uncertainty and might differ from the actual results. In making the judgement, consideration has been given to the assumptions that are mainly based on market conditions existing as at the end of the financial year. These estimates are regularly compared to actual market data.

### **3. Seasonal operations**

The Group's businesses are not affected significantly by seasonal or cyclical factors during the financial period.

### **4. Segment and revenue information**

#### **4.1. Reportable segment revenue, profit or loss, assets and liabilities and other material items**

The Group is primarily engaged in four segments during 1Q2024, namely:

- Data Storage – manufacturing of metal semi-finished components for hard disk drives and removable storage devices.
- Consumer Electronics – manufacture of metal semi-finished components for photocopier, scanners and printers.
- Automotive – manufacturing of finished products of light electric vehicles and semi-finished metal components for motor vehicles.
- Others – commodities trading and rental income arising from investment properties.

Management has determined the operating segments based on the reports reviewed by chief operating decisionmaker, who is the Chief Executive Officer. A segment is a distinguishable component of the Group that is engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

Management monitors the operating results of the segments separately for the purposes of making decisions about resources to be allocated and of assessing performance. Segment performance is evaluated based on operating profit or loss which is similar to the accounting profit or loss.

The Group's segment assets include all operating assets used by a reportable segment and consist principally of property, plant and equipment, investment properties, inventories and operating receivables net of allowances and provisions. Segment liabilities include all operating liabilities and consist principally of trade and other payables, lease liabilities, and borrowings.

Revenue is analysed by the location of the customers.

Non-current assets excluding financial assets at FVTPL, other receivables and deferred tax assets are analysed by the location of the assets.

#### 4. Segment and revenue information (continued)

##### 4.1. Reportable segment revenue, profit or loss, assets and liabilities and other material items (continued)

	Consumer electronics \$'000	Automotive \$'000	Data storage \$'000	Others \$'000	Unallocated \$'000	Consolidated \$'000
<b>1Q2024</b>						
<b>Revenue</b>						
External sales	3,793	5,590	398	371	-	10,152
<b>Results</b>						
Segment results	(108)	(584)	194	347	-	(151)
Interest expense	(66)	(112)	-	-	-	(178)
Interest income	-	1	-	-	-	1
(Loss)/profit before income tax	(174)	(695)	194	347	-	(328)
Income tax expense						(40)
Loss after income tax						(368)
Reversal/(allowance) for impairment of:						
- Trade and other receivables	93	-	-	-	-	93
Gain on disposal of plant and equipment	-	2	-	-	-	2
Depreciation and amortisation	(126)	(462)	(29)	-	-	(617)
<b>Assets and liabilities</b>						
Segment assets	18,076	24,566	878	7,765	-	51,285
Include:						
Additions to:						
Property, plant and equipment	249	-	-	-	-	249
Segment liabilities	13,199	5,975	584	472	1,797	22,027

#### 4. Segment and revenue information (continued)

##### 4.1. Reportable segment revenue, profit or loss, assets and liabilities and other material items (continued)

	Consumer electronics \$'000	Automotive \$'000	Data storage \$'000	Others \$'000	Unallocated \$'000	Consolidated \$'000
<b>1Q2023</b>						
<b>Revenue</b>						
External sales	5,602	5,806	346	1,561	-	13,315
<b>Results</b>						
Segment results	391	(683)	80	409	-	197
Interest expense	(28)	(67)	-	-	-	(95)
Interest income	1	-	-	-	-	1
Profit/(loss) before income tax	364	(750)	80	409	-	103
Income tax expense						(30)
Profit after income tax						73
(Allowance)/reversal for impairment of:						
- Trade and other receivables	(14)	14	-	-	-	-
Depreciation and amortisation	(225)	(428)	(27)	-	-	(680)
Loss on disposal of plant and equipment	-	(25)	-	-	-	(25)
<b>Assets and liabilities</b>						
Segment assets	22,116	20,077	2,078	8,747	-	53,018
Include:						
Additions to:						
- Property, plant and equipment	59	61	3	-	-	123
Segment liabilities	11,640	4,282	508	888	2,750	20,068

##### 4.2. Revenue

	The Group	
	1Q2024 \$'000	1Q2023 \$'000
Sales of goods	9,781	11,754
Others	371	1,561
<b>Total</b>	<b>10,152</b>	<b>13,315</b>

##### 4.3. Disaggregation of revenue

Types of goods	The Group	
	1Q2024 \$'000	1Q2023 \$'000
Consumer electronics	3,793	5,602
Automotive	5,590	5,806
Data storage	398	346
<b>Total</b>	<b>9,781</b>	<b>11,754</b>

The revenue generated from the above sales of goods are recognised at point in time.

#### 4. Segment and revenue information (continued)

##### 4.4. Geographical segments

	The Group	
	1Q2024 \$'000	1Q2023 \$'000
<b>Revenue</b>		
China	3,854	4,067
Philippines	3,307	4,477
Thailand	645	1,420
Germany	532	554
Mexico	448	494
Malaysia	294	451
Singapore	256	1,332
Hungary	173	162
Others	643	358
<b>Total</b>	<b>10,152</b>	<b>13,315</b>

	The Group	
	As at 30-Nov-23 \$'000	As at 30-Nov-22 \$'000
<b>Non-current assets</b>		
Philippines	16,033	18,529
China	4,631	5,081
Singapore	3,224	4,436
Thailand	2,923	3,038
Malaysia	2,580	3,230
<b>Total</b>	<b>29,391</b>	<b>34,314</b>

#### 5. Financial assets and financial liabilities

	The Group		The Company	
	As at 30-Nov-23 \$'000	As at 31-Aug-23 \$'000	As at 30-Nov-23 \$'000	As at 31-Aug-23 \$'000
<b>Financial assets</b>				
Cash and cash equivalents	4,018	4,020	89	89
Trade and other receivables (excluding advances and GST recoverable)	11,010	11,879	1,999	1,865
Financial assets at amortised cost	<b>15,028</b>	<b>15,899</b>	<b>2,088</b>	<b>1,954</b>
<b>Financial liabilities</b>				
Trade and other payables (excluding advances received)	9,341	9,495	9,533	9,383
Bank borrowings	10,087	10,743	1,687	1,357
Lease liabilities	157	201	151	195
Financial liabilities at amortised cost	<b>19,585</b>	<b>20,439</b>	<b>11,371</b>	<b>10,935</b>

## 6. (Loss)/Profit before taxation

### 6.1 Significant items

	1Q2024 \$'000	1Q2023 \$'000
<b>Other Income</b>		
Miscellaneous income	8	59
Gain on disposal of plant and equipment	2	-
Interest income from bank deposits	1	2
Gain on foreign exchange, net	24	240
	<b>35</b>	<b>301</b>
<b>Other Expenses</b>		
Supplies and services	636	1,185
Utilities	485	455
Transportation and travelling	56	109
Office and sundry expenses	112	55
Repair and maintenance	71	89
Others	9	29
Professional fees	201	42
Loss on foreign exchange, net	155	-
Loss on disposal of plant and equipment	-	25
	<b>1,725</b>	<b>1,989</b>

### 6.2 Related party transactions

	1Q2023 \$'000	1Q2023 \$'000
Rental income	6	19
Rental expense	(25)	-
Interest expense on loan from director	(12)	-

The remuneration of Directors and other members of key management during the financial period was as follows:

	1Q2024 \$'000	1Q2023 \$'000
Short-term benefits	273	305
Post-employment benefits	12	25
	<b>285</b>	<b>330</b>
Directors' remuneration		
- of the Company	148	157
- of the subsidiaries	34	30
	<b>182</b>	<b>187</b>

## 7. Income tax expense

	1Q2024 \$'000	1Q2023 \$'000
<b>Current tax</b>		
- Current financial period	40	30
<b>Deferred tax</b>		
- Current financial period	-	-
	<b>40</b>	<b>30</b>

## 8. Dividends

	The Group	
	1Q2024	1Q2023
Ordinary dividend paid:		
Final tax-exempt dividend	-	-
Interim tax-exempt dividend	-	-
	<hr/>	<hr/>
	-	-

## 9. (Loss)/Earnings per share (“LPS/EPS”)

	1Q2024	1Q2023
(Loss)/Earnings per share (cents)		
- Basic	(0.04)	0.02
- Diluted	(0.04)	0.02

### Weighted number of ordinary shares ('000) for the purpose of:

- Basic LPS/EPS	663,139	663,139
- Diluted LPS/EPS	663,139	663,139

For the purpose of calculating LPS/EPS, the number of shares in issue during the period excludes treasury shares.

Diluted LPS/EPS is the same as the basic LPS/EPS for the respective periods reported because the Company did not have any potentially dilutive instruments during the respective financial periods.

## 10. Net asset value

	The Group		The Company	
	As at 30-Nov-23	As at 31-Aug-23	As at 30-Nov-23	As at 31-Aug-23
Net assets value attributable to owners of the Company per ordinary share (cents)	4.12	4.13	2.35	2.46

Net asset value per share is calculated based on share capital of 663,138,587 ordinary shares in issue, excluding treasury shares and subsidiary holdings, as at 30 November 2023 and 31 August 2023 respectively.

## 11. Financial assets at FVTPL

The Group and the Company	
As at 31-Nov-23 \$'000	As at 31-Aug-23 \$'000

Unquoted equity shares, at fair value:  
Balance as at the beginning of the financial year  
and end of the financial period

-

-

The FVTPL refers to the Group's investment in 42.11% of the equity of Core Power (Fujian) New Energy Automobile Co., Ltd ("**Core Power**") in China.

## 12. Property, plant and equipment

During 1Q2024, the Group acquired assets amounting to \$249,000 (1Q2023: \$123,000), and disposed of assets, net of accumulated depreciation, amounting to \$6,000 (1Q2023: \$80,000).

Depreciation decreased by \$0.06 million to \$0.62 million in 1Q2024 from \$0.68 million in 1Q2023.

Key assumptions used by the management for assessing the fair value less cost of disposal of the plant and equipment and motor vehicle included the selling price for similar plant and equipment, adjusted for age and adjusted costs of disposal.

There is no impairment for the Group's property, plant and equipment in 1Q2024.

## 13. Investment properties

The Group's investment properties consist of industrial properties held for long-term yields and/or capital appreciation and are not substantially occupied by the Group. They are mainly leased to third parties under operating leases.

	The Group	
	As at 30-Nov-23 \$'000	As at 31-Aug-23 \$'000
Balance as at the beginning of the financial period	5,879	6,319
Net fair value (loss)/gain recognised in profit or loss	-	(203)
Currency alignment	(19)	(237)
Balance as at the end of the financial period	<u>5,860</u>	<u>5,879</u>

The Group's investment properties were valued annually by certain independent professional valuation firms with recent experience in the location and category of the investment properties held by the Group. The valuations were derived at by using:

- (i) the sales comparison approach whereby sales prices of comparable properties in similar location are adjusted for unobservable inputs such as tenure, age, size, design, floor level, condition and standard of finishes amongst other factors. The most unobservable input into this valuation approach is selling price per square meter.
- (ii) the cost approach whereby value of the property or another asset that consider as a substitute for the purchase of a given property, the possibility of constructing another property that is equivalent to the original or one that could furnish equal utility with no undue cost resulting from delay. The most significant unobservable input into this valuation approach is reproduction or replacement cost of the subject property or asset, less total (accrued) depreciation.

The valuation is based on the asset's highest and best use, which is in line with its actual use. The resulting fair value of investment property is considered level 3 recurring fair value measurement.

## 14. Intangible assets

Intangible assets represent club memberships and accounting software acquired at cost. The club membership has been disposed in the first quarter of FY2023.

## 15. Borrowings

	The Group		The Company	
	As at 30-Nov-23 \$'000	As at 31-Aug-23 \$'000	As at 30-Nov-23 \$'000	As at 31-Aug-23 \$'000
<b>Current</b>				
Term loans				
- Secured	6,439	7,724	-	-
- Unsecured	752	752	752	752
	<b>7,191</b>	<b>8,476</b>	<b>752</b>	<b>752</b>
Bank overdraft				
- Secured	838	-	519	-
	<b>8,029</b>	<b>8,476</b>	<b>1,271</b>	<b>752</b>
<b>Non-current</b>				
Term loans				
- Secured	1,642	1,662	-	-
- Unsecured	416	605	416	605
	<b>2,058</b>	<b>2,267</b>	<b>416</b>	<b>605</b>
<b>Total bank borrowings</b>	<b>10,087</b>	<b>10,743</b>	<b>1,687</b>	<b>1,357</b>

### Bank borrowings

The Group's secured borrowings comprise bank borrowings of the Company and its subsidiaries, Wuxi Miyoshi Precision Co., Ltd ("WMP"), Miyoshi Precision Huizhou Co., Ltd ("MPH") and Miyoshi Technologies Phils, Inc. ("MTP"). The bank borrowings are secured against properties of the Group. The bank overdraft is secured by legal mortgage of a property of the Company, legal mortgage of a property of a related party of the Company, and legal assignment of rental proceeds of all current and future rental income from the property of related party. The related party is a company in which the director of the Company and his wife has equity interest.

The Group's unsecured borrowing comprises a 5-year Temporary Bridging Loan ("TBL") from United Overseas Bank Limited to the Company. The TBL is a government assisted Enterprise Financing Scheme as announced during the Singapore budget 2020 on 6 April 2020.

## 16. Share capital

	The Group and the Company			
	As at 30-Nov-23		As at 31-Aug-23	
	Number of shares '000	\$'000	Number of shares '000	\$'000
Issued and fully paid shares capital (excluding treasury shares)				
Balance as at the beginning and end of the financial period	663,139	50,377	663,139	50,377

The Company's share capital as at 30 November 2023 and 31 August 2023 was \$50,376,916 comprising 663,138,587 ordinary shares (excluding treasury shares). There are no changes during 1Q2024.

There were no outstanding share options or convertibles and subsidiary holdings as at 30 November 2023 and 31 August 2023.

There were no sales, transfers, cancellation and/or use of subsidiary holdings during 1Q2024.

## 17. Treasury shares

	The Group and the Company			
	As at 30-Nov-23		As at 31-Aug-23	
	Number of shares '000	\$'000	Number of shares '000	\$'000
Balance as at the beginning and end of the financial period	16,359	633	16,359	633

There were no sales, transfer, cancellation and/or use of treasury shares during 1Q2024.

	The Group and the Company	
	Number of shares ('000)	
	As at 30-Nov-23	As at 31-Aug-23
Total number of issued shares	679,498	679,498
Treasury shares	(16,359)	(16,359)
Total number of issued shares, excluding treasury shares	<u>663,139</u>	<u>663,139</u>

As at 30 November 2023, the Company held 16,358,600 (31 August 2023: 16,358,600) treasury shares which represented approximately 2.5% (31 August 2023: 2.5%) of the total issued shares (excluding treasury shares) comprising 663,138,587 (31 August 2023: 663,138,587) shares.

## 18. Subsequent events

There are no known subsequent events which led to adjustments to this set of interim financial statements.

## F. Other information required by Appendix 7C of the Catalyst Rules

### 1. Review

The condensed consolidated statement of financial position of Miyoshi Limited and its subsidiaries as at 30 November 2023 and the related condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the three-month period then ended and certain explanatory notes have not been audited or reviewed by the Company's auditors.

### 2. Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:

#### (a) Updates on the efforts taken to resolve each outstanding audit issue.

As disclosed in the Company's annual reports for FY2022, FY2021, FY2020 and FY2019, the Group's former independent auditor, BDO LLP, has included a qualified opinion on the financial statements of the Group for FY2022, FY2021, FY2020 and FY2019 which arose mainly in connection with the accounting and audit issues of the fair value of the Group's investment in Core Power.

In FY2023, with the relaxation of travel restrictions to China, the Directors have visited Core Power for an operations update. The joint venture partners of Core Power ("**JV Partners**") also entered into discussions with potential business partners on a potential transaction to reactivate the operations and/or divestment of the equity interest in Core Power ("**Potential Transaction**"). Please refers to its announcement dated 14 April 2023 entitled "Updated on Core Power, an Investment of the Company" in relation to discussions between the joint venture partners of Core Power ("**JV Partners**") and potential business partners on a potential transaction which may or may not lead to the potential co-operation with Core Power to reactivate the operations and/or divestment of the equity interest in Core Power

In view of the uncertainty in the outlook of the economy of China, the Company understands that the discussions have not resulted in any potential transactions. The Company understands that the JV Partners will continue to look for potential business partners on potential transactions. The Company will make the necessary announcements, as and when there are material developments on its investment in Core Power.

The Company has engaged an independent valuer to conduct a valuation to determine the fair value of the Group's investment in Core Power as at 31 August 2022 and 31 August 2023. As disclosed in the Company's annual report for FY2023, the fair value of Core Power was determined as Nil as at 31 August 2022 and 31 August 2023 based on the cost approach using the summation method where the values of the various assets of the enterprise are calculated individually, summed up, and then reduced by the assessed value of liabilities to obtain the fair value of the Group's investment in Core Power.

Subsequently, the Group's auditor, PKF-CAP LLP has issued an unqualified opinion audit report for FY2023.

### 3. Review of performance of the Group

#### A. Revenue

Business Segment	1Q2024	1Q2023	Change %
Revenue (\$'000)			
Automotive	5,590	5,806	-3.72%
Consumer electronics	3,793	5,602	-32.29%
Data storage	398	346	15.03%
Others	371	1,561	-76.23%
<b>Total</b>	<b>10,152</b>	<b>13,315</b>	<b>-23.76%</b>

#### 1Q2024 vs 1Q2023

Revenue for the current quarter decreased by \$3.16 million or 23.76% to \$10.15 million. The were mainly due to reduction of sales orders from consumer electronics segment customers in the Philippines, Thailand and China, and cessation of commodities trading business in Singapore.

#### B. Raw Materials and Consumables used and Changes in Inventories

#### 1Q2024 vs 1Q2023

Raw materials and consumables used decreased by \$2.51 million or 29.67% for the current quarter, which was mainly due to the decrease in raw materials usage and changes in product mix as a result of decrease in revenue from automotive and consumer electronics segments.

## **C. Other Income**

### **1Q2024 vs 1Q2023**

Other income decreased by \$0.27 million from \$0.30 million in 1Q2022 to \$0.03 million in 1Q2024 mainly due to decrease in foreign exchange gain as USD weakened against SGD.

## **D. Employee Benefit Expense**

### **1Q2024 vs 1Q2023**

Employee benefit expense decreased by \$0.15 million from \$2.25 million in 1Q2023 to \$2.10 million in 1Q2024 mainly due to reduced headcounts as the Group continues its efforts to streamline its operations.

## **E. Other Expenses**

### **1Q2024 vs 1Q2023**

Other expenses decreased by \$0.26 million or 13.27% from \$1.99 million in 1Q2023 to \$1.73 million in 1Q2024, mainly due to the decrease in supplies and services as the Group continues its efforts to streamline its operations, partially offset by the increase in professional fees mainly arising from the ongoing rights issue and loss on foreign exchange.

## **F. (Loss)/Profit after Income Tax**

### **1Q2024 vs 1Q2023**

The Group recorded a net loss of \$0.37 million in 1Q2024 as compared to a net profit of \$0.07 million profit in 1Q2023 mainly due to the reasons stated above.

## **G. Assets and Liabilities**

Current assets increased by \$0.41 million from \$21.49 million as at 31 August 2023 to \$21.89 million as at 30 November 2023. This was mainly due to the increase in inventories of \$0.25 million, prepayment of \$0.09 million, trade and other receivables of \$0.07 million.

Current liabilities increased by \$0.36 million from \$17.95 million as at 31 August 2023 to \$18.30 million as at 30 November 2023, largely attributable to increase in trade and other payables of \$0.82 million, partially offset by the decrease in short term bank borrowings of \$0.45 million.

Non-current assets decreased by \$0.53 million from \$29.92 million as at 31 August 2023 to \$29.39 million as at 30 November 2023 mainly due to the decrease in property, plant and equipment contributed mainly by depreciation expenses.

Non-current liabilities increased by \$0.21 million from \$3.94 million as at 31 August 2023 to \$3.73 million as at 30 November 2023 mainly due to decrease in bank borrowings of \$0.21 million.

## **H. Equity**

Equity attributable to owners of the Company decreased by \$0.04 million from \$27.37 million as at 31 August 2023 to \$27.33 million as at 30 November 2023. The decrease was mainly due to loss attributable to owners of the Company of \$0.23 million, partially offset by gain in currency translation account of \$0.11 million.

## **I. Cash and Bank Balances**

Cash and bank balances remain constant at \$4.02 million as at 31 August 2023 and 30 November 2023.

### **1Q2024**

Net cash from operating activities amounted to \$0.89 million during 1Q2024. This was due mainly to cash generated from operations of \$1.13 million contributed by net cash inflow before changes in working capital of \$0.59 million and net positive changes in working capital of \$0.52 million, partially offset by interest and income tax paid of \$0.22 million.

Net cash used in investing activities amounted to \$0.24 million in 1Q2024 mainly due to the purchase of plant and equipment of \$0.25 million.

Net cash used in financing activities amounted to \$1.50 million in 1Q2024 mainly due to repayment of bank borrowings of \$1.35 million and repayment of lease liabilities (including interests) of \$0.15 million.

**4. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.**

No forecast or prospect statement had been previously disclosed to shareholders for the financial period under review.

**5. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.**

As the business environment continues to face headwinds amid the uncertain global economic outlook, rising interest rates, war in Ukraine, Middle East crisis and increasing operating costs, the Group continues to maintain a cautious outlook in the next 12 months. The Group continues to focus on managing our core integrated engineering services (IES) business and maintain cost discipline through improved operational efficiencies.

The Company has, on 28 November 2023, announced the proposed rights issue to raise net proceed of up to \$1.7 million to (i) settle partially certain bank borrowings of the Group and (ii) improve the Group's working capital position and strengthen the Group's financial position (being the enhancement of the Company's capital base and reduction in reliance on bank borrowings). Please refer to the relevant announcement for further details. The proposed rights issue is subject to the shareholders' approval at a general meeting to be convened. The Company will make the necessary announcements, as and when there are material developments on the proposed rights issue.

**6. Dividend information**

**(a) Whether an interim (final) ordinary dividend has been declared**

No

**(b) (i) Amount per share (cents)**

Not applicable

**(ii) Previous corresponding period (cents)**

Not applicable

**(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).**

Not applicable

**(d) Date Payable**

Not applicable

**(e) Record date**

Not applicable

**7. If no dividend has been declared (recommended), a statement to that effect and the reason(s) for the decision.**

After deliberation, the Board has adopted a prudent approach to conserve cash amidst the current challenging business environment. As such, no dividend has been declared for 1Q2024.

## 8. Interested person transactions (“IPT”)

The Company does not have a general mandate from its shareholders in relation to IPTs pursuant to Rule 920 of the Catalist Rules.

Name of interested person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders’ mandate pursuant to Rule 920 of the Catalist Rules)	Aggregate value of all interested person transactions conducted during the financial year under the shareholders’ mandate pursuant to Rule 920 of the Catalist Rules (excluding transactions less than \$100,000)
	Nil	Nil

Note: There were interested person transactions during the period but the individual transactions were less than \$100,000.

## 9. Confirmation by the Board pursuant to Rule 705(5) of the Listing Manual

We, Sin Kwong Wah, Andrew and Pek Ee Perh, Thomas, being two directors of Miyoshi Limited (the “**Company**”), do hereby confirm on behalf of the directors of the Company (the “**Board**”) that, to the best of its knowledge, nothing has come to the attention of the Board, which may render the financial statements for 1Q2024 to be false or misleading in any material aspect.

## 10. Confirmation by the Board pursuant to Rule 720(1) of the Catalist Rules

The Company hereby confirms that it has procured undertakings from all its Directors and executive officer in the format set out in Appendix 7H under Rule 720(1) of the Catalist Rules.

## 11. Additional information required pursuant to Rule 706A of the Catalist Rules

During 1Q2024, the Company did not acquire or dispose of any shares resulting in any of the prescribed situations under Rule 706A of the Catalist Rules.

### On Behalf of the Board

Sin Kwong Wah, Andrew  
Executive Director and CEO  
14 March 2024