ayondo Ltd. (Incorporated in the Republic of Singapore) Registration No.: 201728417D

Condensed Interim Financial statements For the nine months ended 30 September 2021

The Company is required under Catalist Rule 705(2) to report its financial statements quarterly.

TABLE OF CONTENTS

Item No.	Description	Page No.
1	Condensed interim consolidated statement of profit or loss and other comprehensive income	3
2	Condensed interim statements of financial position	4
3	Condensed interim statements of changes in equity	5
4	Condensed interim consolidated statements of cash flows	6
5	Notes to condensed interim consolidated financial statements	7 – 11
6	Other information required by Listing Rule Appendix 7C	12 - 17

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

		Group					
		3Q2021	3Q2020	Increase/	9M2021	9M2020	Increase/
	Note	(Unaudited)	(Unaudited)	(Decrease)	(Unaudited)	(Unaudited)	(Decrease)
		S\$'000	S\$'000	%	S\$'000	S\$'000	%
Trading revenue		-	-	n.m.	-	-	n.m.
Fees, rebates, client bonus and betting duty tax			-	n.m.		-	n.m.
Net operating income		-	-	n.m.	-	-	n.m.
Other income			-	n.m.		-	n.m.
			-	n.m.		-	n.m.
Other items of expense							
Staff expenses		(19)	(26)	(26.9)	(79)	(101)	(21.8)
Other operating expenses		(230)	(188)	22.3	(1,052)	(672)	56.5
Finance costs		(97)	(74)	31.1	(248)	(189)	31.2
Loss before tax	6	(346)	(288)	20.1	(1,379)	(962)	43.3
Income tax expense			-	n.m.		-	n.m.
Loss for the period		(346)	(288)	20.1	(1,379)	(962)	43.3
Other comprehensive income							
Foreign currency translation		-	-	n.m.	-	-	n.m.
Other comprehensive income for the period, net of							
tax			-	n.m.		-	n.m.
Total comprehensive income for the period		(346)	(288)	20.1	(1,379)	(962)	43.3
Loss for the period attributable to:							
Equity holders of the Company		(346)	(288)	20.1	(1,379)	(962)	43.3
Non-Controlling Interest		-	-	n.m.	-	-	n.m.
Loss for the period		(346)	(288)	20.1	(1,379)	(962)	43.3
Total comprehensive income for the period attributable to:							
Equity holders of the Company		(346)	(288)	20.1	(1,379)	(962)	43.3
Non-Controlling Interest		-	-	n.m.	-	-	n.m.
Total comprehensive income for the period		(346)	(288)	20.1	(1,379)	(962)	43.3

Note:

n.m. - Not meaningful

B. Condensed interim statements of financial position

		Group		Company	
	'	As at	As at	As at	As at
	Note	30-Sep-21	31-Dec-20	30-Sep-21	31-Dec-20
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
	'	S\$'000	S\$'000	S\$'000	S\$'000
Current assets					
Other receivables		58	31	58	31
Cash and bank balances		13	25	13	25
Total current assets	•	71	56	71	56
Total assets		71	56	71	56
Equity					
Share capital	11	46,333	46,333	46,333	46,333
Other reserves		4,481	4,296	4,481	4,296
Accumulated losses		(55,643)	(54,264)	(55,643)	(54,264)
Total equity	·	(4,829)	(3,635)	(4,829)	(3,635)
Non-current liabilities					
Convertible notes	10	1,390	614	1,390	614
Borrowings	10	-	111	-	111
Total non-current liabilities		1,390	725	1,390	725
Current liabilities					
Other payables		2,394	2,057	2,394	2,057
Borrowings	10	1,066	861	1,066	861
Loan from a former director		50	48	50	48
Total current liabilities	•	3,510	2,966	3,510	2,966
Total liabilities		4,900	3,691	4,900	3,691
Total equity and liabilities		71	56	71	56

C. Condensed interim statements of changes in equity

Group and Company	Share capital S\$'000	Convertible notes reserve S\$'000	Employee share option reserve S\$'000	Accumulated losses S\$'000	Total S\$'000
2021 At 1 Jan 2021	46,333	126	4,170	(54,264)	(3,635)
Loss net of tax, representing total comprehensive income for the financial period	-	-	-	(1,033)	(1,033)
Contributions by and distributions to owners Issuance of convertible notes Total contributions by and distributions to owners	-	160 160	-	-	160 160
At 30 Jun 2021	46,333	286	4,170	(55,297)	(4,508)
At 1 Jul 2021	46,333	286	4,170	(55,297)	(4,508)
Loss net of tax, representing total comprehensive income for the financial period	-	-	-	(346)	(346)
Contributions by and distributions to owners Issuance of convertible notes Total contributions by and distributions to owners	<u>-</u>	25 25	-	-	25 25
At 30 Sep 2021	46,333	311	4,170	(55,643)	(4,829)
2020 At 1 Jan 2020 As reported Prior year adjustments At 1 Jan 2020 (Re-stated)	44,393 - 44,393	- - -	4,170 - 4,170	(53,102) 524 (52,578)	(4,539) 524 (4,015)
Loss net of tax, representing total comprehensive income for the financial period	-	-	-	(674)	(674)
Contributions by and distributions to owners Issuance of convertible notes Total contributions by and distributions to owners	<u>-</u>	541 541	<u>-</u>	-	541 541
At 30 Jun 2020	44,393	541	4,170	(53,252)	(4,148)
At 1 Jul 2020	44,393	541	4,170	(53,252)	(4,148)
Loss net of tax, representing total comprehensive income for the financial period	-	-	-	(288)	(288)
Contributions by and distributions to owners Issuance of convertible notes Total contributions by and distributions to owners	<u>-</u>	541 541	<u>-</u>	<u>-</u>	541 541
At 30 Sep 2020	44,393	1,082	4,170	(53,540)	(3,895)

D. Condensed interim consolidated statement of cash flows

	Group			
	3Q2021	3Q2020	9M2021	9M2020
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	S\$'000	S\$'000	S\$'000	S\$'000
Cash flows from operating activities				
Loss before tax	(346)	(288)	(1,379)	(962)
Adjustments for:				
Finance costs	97	74	248	189
Operating cash flows before changes in working capital	(249)	(214)	(1,131)	(773)
(Increase)/Decrease in other receivables	(27)	2	(27)	(52)
Increase/(Decrease) in other payables	121	(107)	521	200
Cash flows used in operations	(155)	(319)	(637)	(625)
Interest paid		-		<u> </u>
Net cash flows used in operating activities	(155)	(319)	(637)	(625)
Cash flows from financing activities				
Proceeds from borrowings	-	-	-	135
Receipts of convertible notes			625	675
Net cash flows generated from financing activities	-	-	625	810
Net (decrease)/increase in cash and cash equivalents	(155)	(319)	(12)	185
Effects of exchange rate changes on cash and cash equivalents	-	-	-	-
Cash and cash equivalents at the beginning of the period	168	547	25	43
Cash and cash equivalents at the end of the period	13	228	13	228

E. Notes to the condensed interim consolidated financial statements

1. Corporate information

The Company was incorporated as a private limited company domiciled in Singapore on 4 October 2017. On 23 February 2018, the Company was converted into a public company limited by shares and changed its name to ayondo Ltd.

On 26 March 2018, the Company was listed on the Catalist board of the Singapore Exchange Securities Trading Limited ("SGX-ST").

The registered office of the Company is at 20 Collyer Quay, #01-02, Singapore 049319.

The Company is an investment holding company.

2. Going Concern

The Company was in a negative working capital position of approximately \$\\$3.4 million and \$\\$2.9 million as at 30 September 2021 and 31 December 2020, respectively.

Net liabilities position increase by approximately S\$1.2 million to approximately S\$4.8 million for the 9 months ended 30 September 2021 mainly due to: (1) the recognition of the equity component of the convertible notes of approximately S\$0.2 million; and (2) offset by losses incurred for the 9 months approximately S\$1.4 million.

The unaudited financial statements have been prepared on a going concern basis. The validity of the going concern basis on which the unaudited financial statements for the 9 months ended 30 September 2021 are prepared, is subject to the continued support from Golden Nugget Jinzhuan Limited ("**GN**") to finance the Company via subscribing for the remaining convertible notes of approximately S\$6.6 million as at 30 September 2021 and/or the completion of the reverse takeover of the Company.

3. Basis of preparation

The condensed interim financial statements for the nine months ended 30 September 2021 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") promulgated by the Accounting Standards Council ("ASC"). 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 for an understanding of the changes in the Group's financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2020.

These financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

The financial statements are presented in Singapore dollar which is the Company's functional currency. All values in the tables are rounded to the nearest thousand (S\$'000), except when otherwise indicated.

3.1 New accounting standards effective on 1 January 2021

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except in the current financial period, the Company has adopted all the new and revised standards and Interpretations of SFRS (I) that are effective for annual periods beginning as of 1 January 2021. The adoption of these standards and interpretations did not have any effect on the financial performance or position of the Company.

3.2 Use of judgements and estimates

In preparing the condensed interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Company'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 December 2020.

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.

4. Seasonal operations

The Company's operations are not affected significantly by seasonal or cyclical factors during the financial period. The Company had no revenue during the financial period.

5. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Company as at 30 September 2021 and 31 December 2020:

	Group		Com	oany
	As at	As at	As at	As at
	30-Sep-21	31-Dec-20	30-Sep-21	31-Dec-20
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
	S\$'000	S\$'000	S\$'000	S\$'000
Financial assets not measured at fair value				
Other receivables	58	31	58	31
Cash and bank balances	13	25	13	25
Financial assets at amortised costs	71	56	71	56
Financial liabilities not measured at fair value				
Convertible notes	1,390	614	1,390	614
Other payables	2,394	2,057	2,394	2,057
Borrowings	1,066	972	1,066	972
Loan from a former director	50	48	50	48
Financial liabilities at amortised costs	4,900	3,691	4,900	3,691

6. Profit before taxation

Loss from operations is arrived at after charging/ (crediting) the following items:

		Group						
	3Q2021 (Unaudited) \$\$'000	3Q2020 (Unaudited) S\$'000	Increase/ (Decrease) %	9M2021 (Unaudited) S\$'000	9M2020 (Unaudited) S\$'000	Increase/ (Decrease) %		
Net foreign exchange loss	-	-	n.m.	-	(1)	n.m.		
Finance costs on loans	32	30	6.7	96	115	(16.5)		
Interest on convertible notes	65	44	47.7	152	74	n.m.		

Note:

n.m. - Not meaningful

7. Dividend

No interim dividend has been declared for the period ended 30 September 2021.

8. Earnings per ordinary share ("EPS")

	Group			
	3Q2021	3Q2020	9M2021	9M2020
Loss attributables to owners of the Company (S\$'000)	(346)	(288)	(1,379)	(962)
Loss per ordinary shares (Basic and fully diluted) Based on weighted average number of ordinary shares in issue (S\$ cents)	(0.04) ⁽¹⁾	(0.04) ⁽¹⁾	(0.18) ⁽¹⁾	(0.17)
Weighted average number of ordinary shares in issue	783,267,291	720,842,116	783,267,291	580,651,271

 $^{^{(1)}}$ The Company was making losses for the 3Q2021 and 3Q2020 respectively. As such, it is anti-dilutive and not meaningful to calculate the diluted loss per share.

9. Net Asset Value

	Grou	ıp	Comp	any
	30-Sep-21	31-Dec-20	30-Sep-21	31-Dec-20
Net liability value (S\$'000)	(4,829)	(3,635)	(4,829)	(3,635)
Number of ordinary shares in issue	783,267,291	783,267,291	783,267,291	783,267,291
Net liability value per share attributable to owners of the Company (S\$ cents)	(0.62)	(0.46)	(0.62)	(0.46)

10. Borrowings

	Gro	up	Company		
	As at	As at	As at	As at	
	30-Sep-21	31-Dec-20	30-Sep-21	31-Dec-20	
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	
	S\$'000	S\$'000	S\$'000	S\$'000	
Current					
Secured	-	-	-	-	
Unsecured	1,066	861	1,066	861	
	1,066	861	1,066	861	
Non-current					
Secured	-	-	-	-	
Unsecured	1,390	725	1,390	725	
	1,390	725	1,390	725	
Total loans and borrowings	2,456	1,586	2,456	1,586	

All the borrowings and convertible notes of approximately S\$2.5 million as at 30 September 2021 were unsecured, interest-bearing loans provided by Golden Nugget Jinzhuan Limited, Mr Mamoru Taniya and Speed Success Group Limited, respectively.

There were no secured borrowings as at 30 September 2021 and 31 December 2020.

11. Share capital

	No. of issued share	Issued and paid up share capital (S\$)
Balance as at 30 Jun 2021	783,267,291	46,332,337
Balance as at 30 Sep 2021	783,267,291	46,332,337

There were no changes in the Company's share capital since 30 June 2021 to 30 September 2021.

Details of convertibles

As at both dates on 30 September 2020 and 30 September 2021, there were outstanding pre-IPO options granted on 30,720,600 shares of the Company.

As at 30 September 2021, the Group has outstanding convertible notes of \$\$1,485,000 (30 September 2020: \$\$675,000) in principal amount. Based on the conversion price of \$\$0.007 per share, an aggregate of 212,142,857 (30 September 2020: 96,428,571) new shares will be issued upon the exercise of the convertible notes (not including accrued interest). This represents 27.08% of the total number of issued shares as at 30 September 2021 (30 September 2020: 12.31%).

Details of treasury shares and subsidiary holdings

The Company did not have any treasury shares and subsidiary holdings as at 30 September 2021 and 30 September 2020.

12. Related Party Transactions

Golden Nugget Jinzhuan Limited, a substantial shareholder of the Company, subscribed for S\$0.81 million of redeemable Convertible Notes ("CN") during the period from January 2021 to September 2021. The interest of the CN ranges from 8% to 12% per annum.

Accrued directors' fees and compensation paid to key management personnel of approximately S\$0.17 million.

Save as disclosed above, there are no other material related party transactions as at 30 September 2021.

13. Subsequent event

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

Other Information Required by Catalist Rule Appendix 7C

- F. Other information required by Appendix 7C of the Catalist Rules
 - 1. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The figures presented above have not been audited or reviewed by the Company's auditors.

2. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

Not applicable.

- 3A. 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

We refer to the Independent Auditor's Report dated 13 April 2021 ("Financial Statements") in the Company's Annual Report 2020, which was subject to a disclaimer of opinion.

The Company's auditor had reported two matters, being the basis for the disclaimer of opinion, namely:

(1) Going concern assumption

The Company reported a net loss of S\$1,686,000 and has a net operating cash outflows of S\$828,000 for the financial year ended 31 December 2020. As at 31 December 2020, the Company had a deficit in equity of S\$3,635,000 and net current liabilities of S\$2,910,000 and cash at bank of S\$25,000. The trading of the Company's shares has been suspended and the Company has not embarked on any new business ventures subsequent to the disposal and commencement of liquidation of subsidiaries. The abovementioned conditions indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as going concern.

As previously announced, the Company had entered into a \$\$8.1 million convertible note agreement ("CN3") with Golden Nugget Jinzhuan Limited ("GN") on 22 August 2019. As at the date of this announcement, there is a remaining balance principal amount of up to \$\$6,615,000 that has yet to be subscribed by GN. The ability of the Company to continue as a going concern depends on the continued support from GN to finance the Company via exercising its option in CN3 to inject additional funds into the Company to meet its obligations as and when they fall due.

(2) Other payables

As at 31 December 2019, an amount of S\$402,000 accruals included in the other payables were not supported by evidence that the underlying services had been received by the Company. During the financial year ended 31 December 2020, S\$106,000 was substantiated with supporting documentation. The remaining balance of S\$296,000 were recorded as prior year adjustments to the financial statement for the financial year ended 31 December 2019 following management's assessment that the underlying liabilities did not exist on initial recognition during the prior financial year. The auditors are unable to determine if the underlying

liabilities should have been adjusted in opening balances at 1 January 2020, or at 1 January 2019 and prior.

As the main bulk of the expenses of \$\$296,000 were expected to be incurred in FY2019, the Board is of the opinion that the prior year adjustments should be adjusted in opening balance at 1 January 2020.

(b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed

The Board confirms that the impact of all outstanding audit issues on the financial statements for the financial year ended 31 December 2020 have been adequately disclosed.

4. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following: (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

REVIEW OF CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Staff, other operating expenses and finance costs

During the period under review, the Company incurred expenses of approximately S\$0.3 million comprises salary and related costs, professional expenses such as audit fee, corporate secretarial expenses, legal and consultancy fees, sponsor fee, accounting, and directors' fees as well as finance costs.

REVIEW OF STATEMENT OF FINANCIAL POSITION

Total borrowings inclusive of convertible notes increased by approximately S\$0.9 million to appropriately S\$2.5 million for the 9 months ended 30 September 2021 was mainly due to the issuance of 6 new tranches of CN3 (Tranche 2 to 7) and interest accrued for short-term loan.

Other payables increase by approximately S\$0.3 million to approximately S\$2.4 million for the 9 months ended 30 September 2021 was mainly due to accrual of expenses.

The increase of other reserves of approximately S\$0.2 million for the 9 months ended 30 September 2021 was mainly due to the recognition of the equity component with regards to the issuance of the 6 new tranches of CN3.

REVIEW OF THE GROUP'S STATEMENT OF CASH FLOW

In 3Q2021, the Group recorded a net cash outflow of approximately S\$0.2 million from operating activities, which comprises mainly of current period losses and changes in working capital.

In 3Q2021, there was no cash movement from investing and financing activities respectively.

Use of proceeds from convertible notes

As at 10 November 2021, the Company had raised proceeds from the convertible notes of approximately \$\$3.3 million and had substantially utilized the proceeds as follows:

	Amount allocated as disclosed in the Circular ⁽¹⁾		Amount utilised as at 10 Nov 2021	Balance of net proceed as at 10 Nov 2021
Use of proceeds	(S\$'000)	(S\$'000)	(S\$'000)	(S\$'000)
Repayment of loan and outstanding payments				
owing by the Group	2,430	493	493	-
Payment of the cost and expenses relating to the				
Notes	41	19	19	-
General working capital	4,997	2,257	2,244	13
Business expansion through investment,				
acquisitions and joint ventures	2,430	514	514	<u> </u>
	9,898	3,283	3,270	13

⁽¹⁾ Circular dated 17 February 2020 in relation to the issue of convertible notes.

The use of the proceeds for general working capital mainly for staff salary, accounting service fees, audit fees, sponsor fees, legal and professional fees. The above utilisation of the proceeds is in accordance with the intended use as stated in the Circular.

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

No specific forecast and prospect statements have been disclosed previously.

 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.

On 20 September 2021, the Company announced that it has on the same day received from the SGX-ST a notification of delisting from the Official List ("Delisting Notification").

On 8 October 2021, the Company has submitted an appeal to SGX-ST on the Delisting Notification ("Appeal").

The Board wishes to inform the shareholders that (a) the Company has not received any proposal or exit offer from any shareholder; and (b) the Company currently does not have the cash resources to consider making an exit offer to its shareholders.

The Company will make the necessary announcement as and when there are further developments relating to the Appeal and Delisting Notification.

7. Dividend

If a decision regarding dividend has been made:

(a) Whether an interim (final) dividend has been declared (recommended); and

No dividend has been recommended or declared for 3Q2021.

(b) Amount per share (cents) and previous corresponding period (cents).

Not applicable. No dividend has been recommended or declared for 3Q2020.

(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) The date the dividend is payable.

Not applicable

(e) The date on which Registrable Transfer receive by the Company (up to 5.00pm) will be registered before entitlements to the dividend are determined.

Not applicable

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

No dividend has been declared or recommended for 3Q2021 as the Company is not in a financial position to declare dividends.

 If the group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Group does not have a general mandate from shareholders for IPTs. There was no interested person transaction of \$\$100,000 and more for 3Q2021.

10. Negative confirmation pursuant to Rule 705(5) of the Catalist Rules

The Board of Directors of the Company has confirmed that, to the best of their knowledge, nothing has come to their attention which may render the unaudited financial results of the Company for 3Q2021 to be false or misleading in any material respect.

11. Confirmation pursuant to Rule 720(1) of the Catalist Rules

The Company confirms that it has procured the undertakings from all its Directors and executive officers pursuant to Rule 720 (1) of the Catalist Rules.

11A.Disclosure of acquisition (including incorporations) and sale of shares under Catalist Rule 706A.

The Company did not acquire and dispose shares in any companies during the third quarter of 2021.

BY ORDER OF THE BOARD

Tse Man Kit, Gilbert Non-Executive Director 12 November 2021 Foong Daw Ching Lead Independent Director

This announcement has been prepared by ayondo Ltd. (the "Company") and its contents have been reviewed by the Company's sponsor, UOB Kay Hian Private Limited (the "Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.