

# **SUNRISE SHARES HOLDINGS LTD.**

***Registration Number: 198201457Z***

Condensed interim financial statements  
For the six months and full year ended 31 December 2021

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

	GROUP			
	6 months ended 31 December 2021	6 months ended 31 December 2020	12 months ended 31 December 2021	12 months ended 31 December 2020
	Note	S\$'000	S\$'000	S\$'000
Revenue		247	1,072	577
Selling and distribution expenses		-	(73)	(3)
Finance income, net		268	261	508
Other Income		414	32	414
Administrative expense		(617)	(573)	(1,021)
Finance cost		-	(1)	(1)
<b>Profit before taxation</b>		<b>312</b>	<b>718</b>	<b>474</b>
Tax expense		(224)	(267)	(406)
<b>Profit for the financial period, net of tax</b>		<b>88</b>	<b>451</b>	<b>68</b>
<b>Profit for the year</b>		<b>88</b>	<b>451</b>	<b>68</b>

**Other comprehensive income /(loss)**

Items that may be reclassified to profit or loss in subsequent periods (net of tax)

Currency translation difference on consolidation of foreign entities (net)	13	118	211	201
<b>Total other comprehensive income, net of tax</b>	<b>101</b>	<b>118</b>	<b>211</b>	<b>201</b>
<b>Total comprehensive income for the period</b>	<b>101</b>	<b>569</b>	<b>211</b>	<b>351</b>

**Profit attributable to :-**

Profit attributable to Owners of the Company	101	569	279	351
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**Earnings per share for profit/(loss) for the period attributable to the owners of the Company during the year:**

Basic (SGD in cents)	0.04	0.22	0.03	0.07
Diluted (SGD in cents)	0.04	0.22	0.03	0.07

## B. Condensed Interim statements of financial position

	The Group		The Company	
	31 December 2021	31 December 2020	31 December 2021	31 December 2020
<b>Assets</b>				
Subsidiaries	-	-	10	337
Right of Use Assets	15	28	-	-
<b>Non-current assets</b>	15	28	10	337
Trade and other receivables	4,192	5,008	1,818	474
Cash and cash equivalents	2,263	961	1,641	152
<b>Current assets</b>	6,455	5,969	3,459	626
<b>Total assets</b>	<b>6,470</b>	<b>5,997</b>	<b>3,469</b>	<b>963</b>
<b>Equity</b>				
Share Capital	25,668	25,668	25,668	25,668
Reserves	(19,976)	(20,255)	(22,666)	(24,833)
<b>Total equity</b>	<b>5,692</b>	<b>5,413</b>	<b>3,002</b>	<b>835</b>
<b>Liabilities</b>				
Current lease liabilities	15	14	-	-
Trade and other payables	258	275	203	128
Deferred Income	40	-	-	-
Loan from Shareholder	264	-	264	-
Current tax liabilities	201	281	-	-
<b>Current liabilities</b>	778	570	467	128
Non-current lease liabilities	-	14	-	-
<b>Non-current liabilities</b>	-	14	-	-
<b>Total liabilities</b>	<b>778</b>	<b>584</b>	<b>467</b>	<b>128</b>

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

The Group	Share capital	Foreign currency translation reserve	Statutory reserves	Other reserves	Accumulated losses	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>2021</b>						
<b>Balance at 1 January 2021</b>	<b>25,668</b>	<b>(70)</b>	<b>523</b>	<b>-</b>	<b>(20,708)</b>	<b>5,413</b>
<b>Total comprehensive income</b>						
Profit for the period	-	-	-	-	68	68
<b>Other comprehensive income:</b>						
Foreign currency translation differences arising from the translation of foreign operations	-	211	-	-	-	211
<b>Total other comprehensive income, net of tax</b>	<b>-</b>	<b>211</b>	<b>-</b>	<b>-</b>	<b>68</b>	<b>279</b>
<b>Balance at 31 December 2021</b>	<b>25,668</b>	<b>141</b>	<b>523</b>	<b>-</b>	<b>(20,640)</b>	<b>5,692</b>
<b>2020</b>						
<b>Balance at 1 January 2020</b>	<b>24,937</b>	<b>(271)</b>	<b>302</b>	<b>-</b>	<b>(20,637)</b>	<b>4,331</b>
Issuance of shares	731	-	-	-	-	731
<b>Total comprehensive income</b>						
Profit for the period	-	-	-	-	150	150
Other comprehensive loss:						
Currency translation differences arising on consolidation	-	201	-	-	-	201
Total comprehensive income, net of tax	-	201	-	-	150	351
Transfer to statutory reserve fund	-	-	221	-	(221)	-
<b>Balance at 31 December 2020</b>	<b>25,668</b>	<b>(70)</b>	<b>523</b>	<b>-</b>	<b>(20,708)</b>	<b>5,413</b>

### C. Condensed interim statements of changes in equity (cont'd)

The Company	Share capital	Accumulated losses	Total
	S\$'000	S\$'000	S\$'000
<b>2021</b>			
<b>Balance at 1 January 2021</b>	<b>25,668</b>	<b>(24,833)</b>	<b>835</b>
Profit for the year/representing total comprehensive loss for the year	-	2,167	2,167
<b>Balance at 31 December 2021</b>	<b>25,668</b>	<b>(22,666)</b>	<b>3,002</b>
<b>2020</b>			
<b>Balance at 1 January 2020</b>	<b>24,937</b>	<b>(24,160)</b>	<b>777</b>
Issue of shares	731	-	731
Loss for the year/representing total comprehensive profit for the period	-	(673)	(673)
<b>Balance at 31 December 2020</b>	<b>25,668</b>	<b>(24,833)</b>	<b>835</b>

#### D. Condensed interim consolidated statement of cash flow

	The Group	
	12 months ended 31 December 2021	12 months ended 31 December 2020
<b><u>Cash Flows from Operating Activities</u></b>		
Profit before tax from the operations	474	429
<b>Adjustments for :-</b>		
Bank interest -net	-	-
Interest Income on loans to third party	(508)	(274)
Depreciation	14	13
Interest expense – ROU	1	1
<b>Operating profit/(loss) before working capital changes</b>	<b>(19)</b>	<b>169</b>
Change in working capital:		
Trade and other receivables	1,162	(969)
Trade and other payables	25	102
<b>Cash generated from operations</b>	<b>1,168</b>	<b>(698)</b>
<b>Net taxation paid</b>	<b>(342)</b>	<b>(83)</b>
<b>Net cash generated from/(used in) operating activities</b>	<b>826</b>	<b>(781)</b>
<b><u>Cash Flows from Investing Activities</u></b>		
Bank Interest received	-	-
Interest Income on loans to third party	508	274
Project investment fund due from third party	(346)	(3,638)
<b>Net cash generated from /(used in) investing activities</b>	<b>162</b>	<b>(3,364)</b>
<b><u>Cash Flows from Financing Activities</u></b>		
Proceed from issuance of shares	-	58
Loan from shareholder	671	-
Repayment of shareholder loan	(407)	-
Repayment of lease liabilities	(14)	(13)
Interest paid	(1)	(1)
<b>Net cash generated from financing activities</b>	<b>249</b>	<b>44</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>1,237</b>	<b>(4,100)</b>
Cash and cash equivalents at beginning of financial year	961	4,979
Effect of exchange rate changes on cash balances held in foreign currencies	65	82
<b>Cash and cash equivalents at end of financial period</b>	<b>2,263</b>	<b>961</b>
Represented by :-		
Cash at bank and in hand	2,263	961
Fixed deposits	-	-
	2,263	961

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

### **1. Corporate Information**

Sunrise Shares Holdings Ltd. (the Company) is incorporated in Singapore and whose shares are publicly traded on the Catalist Board of the Singapore Exchange. These condensed interim consolidated financial statements as at and for the year ended 31 December 2021 comprise the Company and its subsidiaries (collectively, the Group).

The principal activities of the Group are engaged in the provision of property consultancy and management services to property management companies in PRC in relation to, among others, (i) construction execution planning, (ii) construction team management advising, (iii) material supplier consulting, (iv) budget advising, (v) property management team advising, and (vi) property marketing and brokerage service.

### **2. Basic of Preparation**

The condensed interim financial statement for the six months ended 31 December 2021 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 changes in the Group’s financial position and performance of the Group since the last annual financial statements for the financial statements for the financial year ended 31 December 2020.

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 Dollars (“SGD” or “S\$”), which is the Company’s functional currency, and all values are rounded to the nearest thousand (“S\$’000”) except when otherwise indicated.

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

A number of amendments to standards have become applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustment as a result of adopting those standards.

<b>Description</b>	<b>Effective for annual periods beginning on or after</b>
Amendment to FRS 116 Leases: Covid-19-Related Rent Concessions beyond 30 June 2021	1 April 2021
Annual improvement to FRSs 2018-2020	1 January 2022
Amendments to FRS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current	1 January 2023
Amendments to FRS 110 Consolidated Financial	Date to determined



Statements and FRS 28 Investments in Associates  
and Joint Ventures: Sale or Contribution of Assets  
between an Investor and its Associate or Joint  
Venture

## **2.2 Use of judgements and estimates**

In preparing the interim condensed financial statements, management has made judgement, estimates and assumptions that affect the application of accounting policies and the reported amounts of revenues, expenses, assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management's best knowledge of current events and actions and historical experiences and various other factors that are believed to be reasonable under the circumstances, actual results may ultimately differ from those estimates.

### *Use of estimates and judgements*

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

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 financial year ended 31 December 2020.

The carrying amounts of cash and cash equivalents, trade and other current receivables and payables (other than lease liabilities) approximate their respective fair values due to the relatively short-term maturity of these financial instruments.

There were no significant judgements made in applying accounting policies that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next interim period.

## **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**

The Group is organised into the following main business segments:

- (a) Property consultancy and management.
- (b) Investment segment

These operating segments are reported in a manner consistent with internal reporting provided to the Group's Executive Director and Chief Executive Officer who are responsible for allocating resources and assessing performance of the operating segments.

## 4.1 Reportable segments

	Property consultancy and management S\$'000	Investment segment S\$'000	Consolidated S\$'000
<b>1 July 2021 to 31 December 2021</b>			
Total segment revenue	247	-	247
Inter-segment revenue	-	-	-
Revenue from external parties	247	-	247
Dividend income	-	-	-
Interest income	244	24	268
Miscellaneous income	414	-	414
Total other income	658	24	682
Total revenue and other income	905	-	929
Depreciation	14	-	14
Finance expense	1	-	1
Segment profit			
Unallocated expenses			
Share of profit of associated company			
Profit before taxation	312	-	312
Taxation	(224)	-	(224)
Earnings for the interim period	88	-	88
Segment assets	5,146	1,324	6,470
Deferred income tax assets	-	-	-
Total assets per statement of financial position	5,146	1,324	6,470
Expenditures for segment			
Non-current assets			
- Additions to PPE	-	-	-
- Investment properties improvements	-	-	-
Segment liabilities			
Current income tax liabilities	201	-	201
Deferred income tax liabilities			
Total liabilities per statement of financial position	778	-	778

#### 4.1 Reportable segments (cont'd)

	Property consultancy and management S\$'000	Investment segment S\$'000	Consolidated S\$'000
<b>1 July 2020 to 31 December 2020</b>			
Total segment revenue	1,072	-	1,072
Inter-segment revenue	-	-	-
Revenue from external parties	1,072	-	1,072
Dividend income	-	-	-
Interest income	261	-	261
Miscellaneous income	32	-	32
Total other income	293	-	293
Total revenue and other income	1,365	-	1,365
Depreciation	13	-	13
Finance expense	1	-	1
Segment profit			
Unallocated expenses			
Share of profit of associated company			
Profit before taxation	718	-	718
Taxation	(267)	-	(267)
Earnings for the interim period	451	-	451
Segment assets	5,997	-	5,997
Deferred income tax assets	-	-	-
Total assets per statement of financial position	5,997	-	5,997
Expenditures for segment			
Non-current assets			
- Additions to PPE	-	-	-
- Investment properties improvements	-	-	-
Segment liabilities			
Current income tax liabilities	281	-	281
Deferred income tax liabilities	-	-	-
Total liabilities per statement of financial position	584	-	584

#### 4.1 Reportable segments (cont'd)

	Property consultancy and management S\$'000	Investment segment S\$'000	Consolidated S\$'000
<b>From 1 January 2021 to 31 December 2021</b>			
Total segment revenue	577	-	577
Inter-segment revenue	-	-	-
Revenue from external parties			
Dividend income	-	-	-
Interest income	484	24	508
Miscellaneous income	414	-	414
Total other income	898	24	922
Total revenue and other income	1,475	24	1,499
Depreciation	14	-	14
Finance expense	1	-	1
Segment profit			
Unallocated expenses	-	-	-
Share of profit of associated company	-	-	-
Profit before taxation	474	-	474
Taxation	(406)	-	(406)
Earnings for the interim period	68	-	68
Segment assets	5,146	1,324	6,470
Deferred income tax assets	-	-	-
Total assets per statement of financial position	5,146	1,324	6,470
Expenditures for segment			
Non-current assets			
- Additions to PPE	-	-	-
- Investment properties improvements	-	-	-
Segment liabilities			
Current income tax liabilities	201	-	201
Deferred income tax liabilities	-	-	-
Total liabilities per statement of financial position	778	-	778

#### 4.1 Reportable segments (cont'd)

	Property consultancy and management S\$'000	Investment segment S\$'000	Consolidated S\$'000
<b>From 1 January 2020 to 31 December 2020</b>			
Total segment revenue	1,152	-	1,152
Inter-segment revenue	-	-	-
Revenue from external parties	1,152	-	1,152
Dividend income			
Interest income	274	-	274
Miscellaneous income	32	-	32
Total other income	306	-	306
Total revenue and other income	1,458	-	1,458
Depreciation	14	-	14
Finance expense	1	-	1
Segment profit			
Unallocated expenses	-	-	-
Share of profit of associated company	-	-	-
Profit before taxation	428	-	428
Taxation	(278)	-	(278)
Earnings for the interim period	150	-	150
Segment assets			
Deferred income tax assets	-	-	-
Total assets per statement of financial position	5,997	-	5,997
Expenditures for segment			
Non-current assets			
- Additions to PPE	-	-	-
- Investment properties improvements	-	-	-
Segment liabilities			
Current income tax liabilities	281	-	281
Deferred income tax liabilities	-	-	-
Total liabilities per statement of financial position	584	-	584

## 4.2. Disaggregation of Revenue

The Group 6 months ended 31 December 2021			
	Property consultancy and management S\$'000	Investment segment S\$'000	Total S\$'000
<b>Types of goods or service:</b>			
Sale of goods	-	-	-
Rendering of services	247	-	247
Rental income	-	-	-
<b>Total revenue</b>	<b>247</b>	<b>-</b>	<b>247</b>
<b>Timing of revenue recognition:</b>			
At a point in time	-	-	-
Over time	247	-	247
<b>Total revenue</b>	<b>247</b>	<b>-</b>	<b>247</b>
<b>Geographical information:</b>			
Singapore	-	-	-
China	247	-	247
<b>Total revenue</b>	<b>247</b>	<b>-</b>	<b>247</b>

The Group 6 months ended 31 December 2020			
	Property consultancy and management S\$'000	Investment segment S\$'000	Total S\$'000
<b>Types of goods or service:</b>			
Sale of goods	-	-	-
Rendering of services	1,072	-	1,072
Rental income	-	-	-
<b>Total revenue</b>	<b>1,072</b>	<b>-</b>	<b>1,072</b>
<b>Timing of revenue recognition:</b>			
At a point in time	-	-	-
Over time	1,072	-	1,072
<b>Total revenue</b>	<b>1,072</b>	<b>-</b>	<b>1,072</b>
<b>Geographical information:</b>			
Singapore	-	-	-
China	1,072	-	1,072
<b>Total revenue</b>	<b>1,072</b>	<b>-</b>	<b>1,072</b>

#### 4.2. Disaggregation of Revenue (cont'd)

The Group			
12 months ended 31 December 2021			
	Property consultancy and management S\$'000	Investment segment S\$'000	Total S\$'000
<b>Types of goods or service:</b>			
Sale of goods	-	-	-
Rendering of services	577	-	577
Rental income	-	-	-
<b>Total revenue</b>	<b>577</b>	<b>-</b>	<b>557</b>
<b>Timing of revenue recognition:</b>			
At a point in time	-	-	-
Over time	557	-	557
<b>Total revenue</b>	<b>557</b>	<b>-</b>	<b>557</b>
<b>Geographical information:</b>			
Singapore	-	-	-
China	557	-	557
<b>Total revenue</b>	<b>557</b>	<b>-</b>	<b>557</b>

The Group			
12 months ended 31 December 2020			
	Property consultancy and management S\$'000	Investment segment S\$'000	Total S\$'000
<b>Types of goods or service:</b>			
Sale of goods	-	-	-
Rendering of services	1,152	-	1,152
Rental income	-	-	-
<b>Total revenue</b>	<b>1,152</b>	<b>-</b>	<b>1,152</b>
<b>Timing of revenue recognition:</b>			
At a point in time	-	-	-
Over time	1,152	-	1,152
<b>Total revenue</b>	<b>1,152</b>	<b>-</b>	<b>1,152</b>
<b>Geographical information:</b>			
Singapore	-	-	-
China	1,152	-	1,152
<b>Total revenue</b>	<b>1,152</b>	<b>-</b>	<b>1,152</b>

A breakdown of sales:

	<b>The Group</b>		
	<b>Financial year ending 31 December 2021 S\$'000</b>	<b>Financial year ending 31 December 2020 S\$'000</b>	<b>Increase/ (Decrease)  %</b>
<b>Sales reported for the first half year</b>	<b>330</b>	<b>80</b>	<b>(313)</b>
<b>Operating profit/(loss) after tax before deducting non-controlling interests reported for first half year</b>	<b>(20)</b>	<b>(300)</b>	<b>94</b>
<b>Sales reported for second half year</b>	<b>247</b>	<b>1,072</b>	<b>(77)</b>
<b>Operating profit/(loss) after tax before deducting non-controlling interests reported for second half year</b>	<b>88</b>	<b>451</b>	<b>(80)</b>

## 5. Financial assets and financial liabilities

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

	<b>The Group</b>		<b>The Company</b>	
	<b>31 December 2021 S\$'000</b>	<b>31 December 2020 S\$'000</b>	<b>31 December 2021 S\$'000</b>	<b>31 December 2020 S\$'000</b>
<b>Financial Assets</b>				
Financial assets at fair value through other comprehensive income (FVOCI)	-	-	-	-
Cash and bank balances and trade and other receivables (Amortised cost)	6,455	5,969	3,459	626
<b>Financial Liabilities</b>				
Trade and other payables and borrowings (Amortised cost)	522	275	467	128
Lease liabilities	15	28	-	-



## 6. Profit before taxation

### 6.1 Significant items

	<b>The Group</b>		<b>The Company</b>	
	<b>31</b>	<b>31</b>	<b>31</b>	<b>31</b>
	<b>December</b>	<b>December</b>	<b>December</b>	<b>December</b>
	<b>2021</b>	<b>2020</b>	<b>2021</b>	<b>2020</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Income</b>				
Dividend income	-	-	-	-
Interest income	<b>508</b>	<b>274</b>	-	-
Termination income	<b>355</b>	-	-	-
<b>Expenses</b>				
Interest on borrowings	<b>1</b>	<b>1</b>	-	-
Depreciation of property, plant and equipment and investment properties	<b>14</b>	<b>13</b>	-	-
Inventories written down				
Write-off of equipment destroyed by a fire	-	-	-	-
Foreign exchange loss/(gain), net				
Loss on disposal and write-off of property, plant and equipment	-	-	-	-

### 6.2 Related party transactions

In June 2021, a related party, which has the same controlling shareholder as the Company, extended two loans to the Company. The amount of the loan are USD 300,000 and USD 200,000, each loan carry an annual interest of 1.2% and the loan ends in 12 months commencing from the time when the loan was disbursed. The interest will be paid at the end of the loan period. The Company has received USD 300,000 on 3rd June 2021 and the USD 200,000 has been received on 1st July 2021. The loans are unsecured and there are no collateral provided.

The Company has repaid the loan USD 300,000 on 27<sup>th</sup> October 2021, and has repaid the outstanding loan USD 200,000 on 20<sup>th</sup> January 2022 together with the total interest expenses for the two loans of USD 2,850.

In addition to information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties, who are not members of the Group during the financial year on terms agreed by the parties concerned:

	<b>GROUP</b>	
	<b>As at</b>	<b>As at</b>
	<b>31.12.2021</b>	<b>31.12.2020</b>
	<b>S\$'000</b>	<b>S\$'000</b>
Loan received from shareholder	671	-
Repayment of loan to shareholder	(407)	-
Amount due to shareholder	264	-

### *Key management personnel compensation*

Total key management personnel compensation is analysed as follows:

	<b>GROUP</b>	
	<b>As at 31.12.2021 S\$'000</b>	<b>As at 31.12.2020 S\$'000</b>
Directors of the Company		
- Directors' fee	90	110
- Short-term employee benefits	-	-
Directors of the subsidiaries		
- Short-term employee benefits	53	48
Other key management personnel		
- Short-term employee benefits	150	159
Total key management personnel benefits incurred by the Group	293	317

There are no material related party transactions apart from those disclosed elsewhere in the financial statements.

### **7. Tax Expense**

	<b>GROUP</b>			
	<b>6 months ended 31 December 2021 S\$'000</b>	<b>6 months ended 31 December 2020 S\$'000</b>	<b>12 months ended 31 December 2021 S\$'000</b>	<b>12 months ended 31 December 2020 S\$'000</b>
Current income tax expense	(224)	(267)	(406)	(278)
Deferred income tax expense relating to origination and reversal of temporary differences	-	-	-	-

### **8. Net asset value**

	<b>The Group</b>		<b>The Company</b>	
	<b>As at 31 December 2021 Singapore cents</b>	<b>As at 31 December 2020 Singapore cents</b>	<b>As at 31 December 2021 Singapore cents</b>	<b>As at 31 December 2020 Singapore cents</b>
Net assets value per ordinary share	2.72	2.59	1.43	0.40

The net asset value per ordinary share is calculated based on the Company's issued share capital of 209,337,290 ordinary shares as at 31 December 2020 and 31 December 2021.

## 9. Investment in Subsidiaries

	<b>The Company</b>	
	<b>As at 31 December 2021 S\$'000 (Unaudited)</b>	<b>As at 31 December 2020 S\$'000 (Unaudited)</b>
Unquoted equity shares, at cost		
At 1 January	337	337
Disposal	(327)	-
At end of period	10	337
Allowance for impairment loss		
At 1 January	-	-
Disposal	-	-
At end of period	-	-
Net carrying amount	10	337

## 10. Trade and other receivables

	<b>The Group</b>		<b>The Company</b>	
	<b>As at 31 December 2021 S\$'000 (Unaudited)</b>	<b>As at 31 December 2020 S\$'000 (Unaudited)</b>	<b>As at 31 December 2021 S\$'000 (Unaudited)</b>	<b>As at 31 December 2020 S\$'000 (Unaudited)</b>
Trade receivables	-	1,016	-	-
Deposits	-	4	-	-
Prepayments	2	303	2	-
Other receivables	4,190	3,685	1,374	-
Amount due from subsidiaries	-	-	442	474
	4,192	5,008	1,818	474

## 11. Borrowings

	<b>The Group and the Company</b>	
	<b>31 December 2021 S\$'000</b>	<b>31 December 2020 S\$'000</b>
<u>Amount repayable within one year or on demand</u>		
Secured	-	-
Unsecured	279	14

Amount repayable after one year

Secured	-	-
Unsecured	-	14

## 12. Share Capital

	The Group and the Company			
	31 December 2021		31 December 2021	
	Number of shares	Amount	Number of shares	Amount
Beginning of financial year	'000	S\$'000	'000	S\$'000
Issue of ordinary shares by virtue of exercise of share options	209,337	25,668	209,337	25,668
	-	-	-	-
End of financial year	209,337	25,668	209,337	25,668

The Company did not hold any treasury shares as at 31 December 2021.

The Company's subsidiaries do not hold any shares in the Company as at 31 December 2021 and 31 December 2020.

The Company does not have any outstanding convertible instruments as at 31 December 2021 and as at 31 December 2020.

## 13. Fair Values of Assets and Liabilities

### a) Fair value hierarchy

The tables below analyse the fair value measurements by the levels in the fair value hierarchy based on the inputs to the valuation techniques. The different levels are defined as follows:

- a) Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
- b) Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (i.e. derived from prices); and
- c) Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

No fair value hierarchy information is disclosed for the Group's and Company's financial assets and financial liabilities measured at amortised cost as the carrying amount of these financial assets and liabilities approximate their fair values.

- b) Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are reasonableness approximation of fair value

The carrying amounts of financial assets and financial liabilities at amortised cost are reasonable approximation of fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

- c) The Group and the Company has no other financial instruments.

#### **14. Subsequent Events**

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

## **F. OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7.2**

### **1. Review**

The full year condensed consolidation balance sheet of Sunrise Shares Holdings Ltd and its subsidiaries as at 31 December 2021 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 twelve-month period then ended and certain explanatory notes have not been audited or reviewed.

#### **1A. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.**

The figures have not been audited or reviewed, and in accordance with which auditing standard or practice.

#### **1B. Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter).**

The figures have not been audited or reviewed by the 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.**

Not applicable.

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

Not applicable.

**This is not required for any audit issue that is a material uncertainty relating to going concern.**

### **3. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.**

Save as disclosed in Paragraph 4 below, the Group has adopted the same accounting policies and methods of computation as those in the audited financial statements for the financial year ended 31 December 2020.

**4. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

The Group has adopted all the new and revised accounting standards where relevant to its operations and effective for the annual periods beginning on or after 1 January 2021.

The adoption of the new and revised accounting standards which are relevant to its operations did not result in any significant financial impact on the results of the Group.

**5A. Review of the Performance of the Group**

Revenue from operations decreased by 50% or S\$575,000, from S\$1,152,000 in FY2020 to S\$577,000 million in FY2021, mainly due to the termination of existing three contracts.

Other income has increased by 201% or S\$616,000, from S\$306,000 in FY2020 to S\$922,000 in FY2021, mainly due to the interest income received of S\$484,000 from the project investment loan to Hainan Sun City Holding Company, and S\$24,000 from investment fund to Nan Fang (Singapore) Investment Fund Management Pte. Ltd, and compensation of RMB 1.8 million received as a result of the termination of consultancy and service agreement with Zhuhai Huitong Real Estate Development Limited on 11 August 2021..

Selling and distribution expense decreased by 96% or S\$69,000, from S\$73,000 in FY 2020 to S\$3,000 in FY2021, mainly due to the sales of the property did not occur in the year of 2021 had decreased due to the effect of COVID-19.

Administrative expenses (comprising staff costs and other expenses) increased by 7% or S\$65,000, from S\$956,000 in FY2020 to S\$1,021,000 in FY2021. This was mainly due to slight increase of staff cost of S\$100,000.

Tax expense amounted to S\$406,000 in FY2021, as compared to S\$278,000 in FY2020. This related to the withholding tax paid during payment of dividend income. Since the dividend amount declared is quite huge as a result which resulted in higher tax expenses.

As a result of the above, the Group reported net profit of S\$68,000 in 2021, as compared to net profit of S\$151,000 in FY2020.

**5B. Review of the Group's Financial Position**

**Current Assets**

Trade and other receivables decreased by S\$840,000, mainly due the termination of existing contracts and no new commission receivable in FY2021. There were two short-term investment provided by the Group to the third parties in FY2021 with RMB 13 million and S\$ 1.3 million respectively. The short-term investment loan provided by Group to a third party (namely, Shenzhen Xudao Real Estate Development Co. Limited ) in a total amount of RMB 13 million as at 26 December 2021 with 3.0% per month interest in FY2021 for a period of two months (repayable on demand). The loan is secured by the client's properties revenue and fully repaid on 24 January 2022. Board is satisfied with the risk associated with the investment and recoverability of such investment.

The short-term investment fund by Group to a third party (namely, Nan Fang (Singapore) Investment Fund Management Pte. Ltd.) in a total amount of S\$1.3 million as at 8 December 2021 with fixed investment return of S\$ 30,000 per month. The investment fund is secured by the client's properties and repaid on 17 January 2022. The usage of the investment fund are restricted in the investment business conducted by Nan Fang (Singapore) Investment Fund Management Pte. Ltd.. Board is satisfied with the risk associated with the investment and recoverability of such investment.

The Board confirms that the two short-term investment loan and fund were made in the ordinary course of business pursuant to the diversification of the Group's business to include the Investment Business as defined in the Company's circular dated 27 May 2019, which the Company had sought and obtained Shareholders' approval. These transactions were not IPT and that the directors and shareholders of Shenzhen Xudao and Nan Fang (Singapore) are not related to and do not have any connection (including, inter alia, financial or business connection) with any of Director and/or substantial shareholders of the Company. Both Shenzhen Xudao and Nan Fang (Singapore) are currently 100% indirectly owned by Mr Chew Vincent, the former Non Executive Director of the Company.

Cash and cash equivalents is increased from S\$0.96 million as at 31 December 2020 to S\$2.263 million at 31 December 2021. The increase mainly due to the collection of management fee income and termination of contract. Please refer the section entitled "Cash Flow Analysis" below for further information.

### **Current Liabilities**

Trade and other payables increased by S\$40,000, from S\$275,000 as at 31 December 2020 to S\$259,000 as at 31 December 2021.

Current tax liabilities decreased by S\$80,000, from S\$281,000 as at 31 December 2020 to S\$201,000 as at 31 December 2021. The decrease of tax liabilities mainly due to the decrease of income tax payable in second half year in PRC operations.

### **Right of Use Asset**

Right of use asset ("ROU") pertains to the IFRS adjustment for Shenzhen Kimsek Consultancy Management Ltd where same accounting policy has been applied as per the audited financial statement as at 31 December 2020. The effect in the balance sheet as following: 1) The decrease of net book value of ROU pertains to depreciation of S\$14,000 charged to profit and loss 2) Increase of S\$1,000 current lease liabilities in current liabilities and 3) Decrease S\$7,000 non-current lease liabilities in non-current liabilities.

### **Working Capital**

The Group recorded a positive working capital of S\$5.68 million as at 31 December 2021, as compare to a positive working capital of S\$5.40 million as at 31 December 2020.

## **5C. Review of Cash Flow Statement**



Net cash generated from operating activities amount to S\$826,000 in FY2021, due to operating cash outflows before working capital changes of S\$19,000, net cash generated from changes in working capital of S\$1,168,000, and income tax paid of S\$342,000.

Net cash generated from investing activities amount to S\$508,000 in FY2021, mainly due to the investment interest income from the S\$ 3.6 million project investment loan and S\$ 1.3 million investment fund provided by the Group to the third party (namely, Hainan Sun City Holding Company, and Nan Fang (Singapore) Investment Fund Management Pte. Ltd.).

Net cash flow from financing activities amounts of S\$249,000 in FY2021, due to the net cash inflows of S\$671,000 in FY2021 from shareholder's loan and outflow of S\$407,000 that relates to the loan repayment to shareholder.

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

There was no forecast or prospect statement previously disclosed to the shareholders.

**7. 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.**

The real estate market in China is still expected to be challenging in year 2022 as latest epidemic control measures and the implementation of the government's policies in the first-tier and second-tier cities aiming to keep the housing price at a relatively low level. The Group is actively seeking new investment opportunities to increase the return for shareholders.

The Group are exploring and considering demerger or sale of the Hong Kong subsidiaries together with Shenzhen subsidiaries to a third party. The company will make further announcement, where necessary, in due course. As at the date of this announcement, no definitive agreement has been entered into and that the Company is in the stage of discussion.

**8. Dividend Information**

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

No dividend has been declared or recommended for the current financial period.

**(b) Corresponding period of the immediately preceding financial year.**

No dividend has been declared or recommended for the corresponding period of the immediately preceding financial year.

**(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 Transfers received by the company (up to 5.00 p.m.) will be registered before entitlements to the dividend are determined.**

No applicable.

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

No dividend has been declared or recommended for the current financial period reported on 31 December 2021 as the Group intends to conserve its cash for growth in anticipation of an overall challenging business environment.

**10. If the group has obtained a general mandate from shareholders for interested person transactions ("IPT"), 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.**

No IPT mandate has been obtained from shareholders of the Company.

In June 2021, a related party (namely, Prosperity Luck Overseas Inc.), which has the same controlling shareholder as the Company, extended two loans to the Company. The amount of the loan are USD 300,000 and USD 200,000, each loan carry an annual interest of 1.2% and the loan ends in 12 months commencing from the time when the loan was disbursed. The interest will be paid at the end of the loan period. The Company has received USD 300,000 on 3rd June 2021 and the USD 200,000 has been received on 1st July 2021. The loans are unsecured and there are no collateral provided.

The Company has repaid the loan USD 300,000 on 27<sup>th</sup> October 2021, and has repaid the outstanding loan USD 200,000 on 20<sup>th</sup> January 2022 together with the total interest expenses for the two loans of USD 2,850.

The Company confirmed that there is no other IPT entered in FY2021.

**11. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1)**

The Company confirms that all the required undertakings under Rule 720(1) of the Catalist Rules have been obtained from all its directors and executive officers in the format set out in Appendix 7H of the Catalist Rules.

**12. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the operating segments.**

Please refer to item 5.

**13. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year as follows:—**

**(a) Ordinary**

Not applicable.

**(b) Preference**

Not applicable.

**(c) Total**

Not applicable.

**14. Use of Proceeds**

Proceeds from placement exercise in January 2020

The Company had, on 2 January 2020, completed a placement exercise and allotted and issues 31,000,000 new ordinary shares in the capital of the Company at the issue price of S\$0.0236 per share representing gross proceeds of approximately S\$710,000 (“Proceeds”). As at the date of this report, the Proceeds had been partly utilised as follows:

<b>Intended uses</b>	<b>Amount allocated (S\$'000)</b>	<b>Amount utilized (S\$'000)</b>	<b>Balance (S\$'000)</b>
Investment in overseas property management and consultancy and hospitality management opportunities	284	-	284
General working capital	426	426	-
Total	710	426	284

  

	<b>Amount utilized (S\$'000)</b>
Staff cost	204
Director's remuneration	60
Professional fee	162
Total	426

The above utilization of the net proceeds from the Placement is in accordance with the intended usage as disclosed in the 8 November 2019 Announcement in relation to the Placement.

**15. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10). If there are no such person, the issuer must make an appropriate negative statement.**

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was held	Details of changes in duties and position held, if any, during the year
Ng Clarence Kar Lung	35	Son-in-law of substantial shareholder and Executive Director and Chairman, Mr Wong Siu Fai	Director of Sunrise Industrial (Singapore) Pte. Ltd. From 2021 Mr Ng's duty as Director is responsible for the Company's overall investment strategy and investment business plan	Nil
Huang Angela On Yee	29	Daughter of substantial shareholder and Executive Director and Chairman, Mr Wong Siu Fai	Director of Sunrise Investment Limited from 2017, Director of Sunrise Industrial (Singapore) Pte. Ltd. From 2019, and Vice President of SSHL from 2019. Ms Huang's duty as Vice President is responsible for the Company's overall development strategy, develop strategy plan and business plan, and be responsible for the organization and implementation of daily operations and management.	Nil
Huang Rui	35	Nephew of substantial shareholder and Executive Director and Chairman, Mr Wong Siu Fai	Director of Hong Kong Sunrise Development Limited from 2019, Vice President of SSHL from 2019. Mr's duty as Vice President is responsible for the Company's overall development strategy, develop strategy plan and business plan, and be responsible for the organization and implementation of daily operations and management.	Mr Huang Rui resigned as Vice President on 26 January 2022. He is current the director of Hong Kong Sunrise Industrial Development Limited and Hong Kong Sunrise Consultant Limited.
Liang Yong dong	43	Nephew-in-law of substantial shareholder and Executive Director and Chairman, Mr Wong Siu Fai	Chief Executive Officer of Sunrise Shares Holdings Ltd. since January 2022, Director and legal representative of Shenzhen Sunrise Development Limited, Shenzhen Kimshek Construction Project Management Limited, and Shenzhen Kimshek Consultancy Management Limited from 2021	Mr Liang Yongdong appointed as Director and legal representative of Shenzhen Sunrise Development Limited, Shenzhen Kimshek Construction Project Management Limited, and Shenzhen Kimshek Consultancy Management Limited from Dec 2021

**On Behalf of the Board of Directors**

**Wong Siu Fai**  
**Executive Director and Chairman**

**Zheng Aimin**  
**Lead Independent Director**

**17 March 2022**

*This announcement has been reviewed by the Company's Sponsor, Asian Corporate Advisors Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange 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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