

RICH CAPITAL HOLDINGS LIMITED
(Formerly known as INFINIO GROUP LIMITED)
(Incorporated in Republic of Singapore)
(Company Registration No. 199801660M)

Unaudited Half-Year Financial Statement Announcement

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF YEAR AND FULL YEAR RESULTS

1(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative period of immediately preceding financial period.

		Group		
		Half Year Ended 30 September		
	Note	2020 S\$'000	2019 S\$'000	Change +/(-) %
Revenue	(a)	-	-	N.M
Cost of sales		-	-	N.M
Gross profit		-	-	N.M
Other income	(b)	1,072	6	N.M
General and administrative expenses	(c)	(1,186)	(1,338)	(11)
Distribution and marketing expenses	(d)	(99)	-	N.M
Results from operating activities		(213)	(1,332)	(84)
Finance cost	(e)	(122)	(201)	(39)
Share of loss from equity-accounted investee	(f)	(112)	(217)	(48)
Loss before tax		(447)	(1,750)	(74)
Income tax expenses		-	-	N.M
Loss for the year		(447)	(1,750)	(74)
Other comprehensive loss:				
Items that may be reclassified subsequently to profit or loss				
Currency translation differences		-	(1)	N.M
Other comprehensive income for the year, net of tax		-	(1)	N.M
Total comprehensive loss for the year		(447)	(1,751)	(74)
Loss attributable to:				
Owners of the Company		(383)	(1,698)	(77)
Non-controlling interests		(64)	(52)	23
		(447)	(1,750)	(74)
Total comprehensive loss attributable to:				
Owners of the Company		(383)	(1,699)	(77)
Non-controlling interests		(64)	(52)	23
		(447)	(1,751)	(74)
Loss per share				
- Basic loss per share (cent)		(0.01)	(0.02)	(50)
- Diluted loss per share (cent)		(0.01)	(0.02)	(50)

1(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative period of immediately preceding financial period.

	Group Half Year Ended 30 September		
	2020 S\$'000	2019 S\$'000	Change +/(-) %
Loss has been arrived at after charging/(Credit) the followings:			
Interest income	-	-	N.M
Gain on disposal of a subsidiary	(977)	-	N.M
Jobs Support Scheme	(88)	-	N.M
Interest expense	122	201	(39)
Depreciation of plant and equipment	6	6	-
Directors' fee	30	74	(59)
Employee compensation	394	571	(31)
Legal and professional fees	477	415	15
Listing fees and AGM/ EGM expenses	186	189	(2)
Sales commission	99	-	N.M
Taxation	-	-	N.M

1 (b) (i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

		Group		Company	
		30-Sep 2020 S\$'000 (Unaudited)	31-Mar 2020 S\$'000 (Audited)	30-Sep 2020 S\$'000 (Unaudited)	31-Mar 2020 S\$'000 (Audited)
	Note				
ASSETS					
Non-current assets					
Plant and equipment		16	19	12	12
Mining rights		-	-	-	-
Investments in subsidiaries		-	-	13,495	13,222
Investment in a joint venture	(g)	-	12,780	-	-
Financial assets, at fair value through other comprehensive income ("FVOCI") *	(g)	13,100	-	-	-
		<u>13,116</u>	<u>12,799</u>	<u>13,507</u>	<u>13,234</u>
Current assets					
Development property		11,301	11,299	-	-
Other receivables	(h)	239	106	314	166
Cash and cash equivalents		<u>4,109</u>	<u>5,560</u>	<u>3,988</u>	<u>5,534</u>
		15,649	16,965	4,302	5,700
Assets of disposal group classified as held-for-sale	(j)	-	12,031	-	6,457
		<u></u>	<u></u>	<u></u>	<u></u>
Total Assets		<u>28,765</u>	<u>41,795</u>	<u>17,809</u>	<u>25,391</u>
EQUITY AND LIABILITIES					
Equity attributable to owners of the Company					
Share capital		72,569	72,569	72,569	72,569
Reserves		<u>(56,673)</u>	<u>(56,290)</u>	<u>(55,369)</u>	<u>(54,415)</u>
		15,896	16,279	17,200	18,154
Non-controlling interests	(k)	<u>3,507</u>	<u>9,176</u>	<u>-</u>	<u>-</u>
Total Equity		<u>19,403</u>	<u>25,455</u>	<u>17,200</u>	<u>18,154</u>
LIABILITIES					
Current liabilities					
Other payables	(m)	722	7,329	609	7,237
Borrowings	(n)	<u>8,640</u>	<u>8,640</u>	<u>-</u>	<u>-</u>
		9,362	15,969	609	7,237
Liabilities of disposal group classified as held-for-sale	(p)	-	371	-	-
Total Liabilities		<u>9,362</u>	<u>16,340</u>	<u>-</u>	<u>7,237</u>
		<u></u>	<u></u>	<u></u>	<u></u>
Total Equity and Liabilities		<u>28,765</u>	<u>41,795</u>	<u>17,809</u>	<u>25,391</u>

* : Please refer to Item 5(iii), Classification of investment in joint venture

1(b)(ii) aggregate amount of the group's borrowings and debt securities

Amount repayable in one year or less, or on demand;

As at 30 September 2020		As at 31 March 2020	
S\$ (Unaudited)		S\$ (Audited)	
Secured	Unsecured	Secured	Unsecured
8,640,000 ¹	Nil	Nil	Nil

Amount repayable after one year;

As at 30 September 2020		As at 31 March 2020	
S\$ (Unaudited)		S\$ (Audited)	
Secured	Unsecured	Secured	Unsecured
Nil	Nil	8,640,000 ¹	Nil

Details of collateral

¹As at 30 September 2020 and 31 March 2020, there was a loan facility from a bank using 6 Kim Chuan Terrace Singapore 537029 ("**Kim Chuan**") as security. The net book value of Kim Chuan stood at S\$11.3 million as at 30 September 2020. The proposed development to be erected thereon is a 7-storey industrial building inclusive of a cargo lift and a passenger lift.

The Group's bank borrowing is repayable in one lump sum within 37 months from date of first drawdown or on 30 June 2021 or 6 months after the issuance of the temporary occupancy permit, whichever is the earliest, and was classified as "current liabilities" in line with the multi-year operating cycle of the Group's business.

As at 30 September 2020, the Company had not commenced development of the Kim Chuan Project. The Lender had revised the banking facilities by cancelling the Development Charge Loan and Construction Loan on 31 December 2019, leaving the existing Land Loan in place. As construction had not commenced prior to the deadline of 30 April 2020 and completed prior to the deadline of 30 September 2020 as agreed under the loan agreement, First Capital was in breach of a loan covenant in relation to the construction schedule of the construction of the Kim Chuan Project. For the avoidance of doubt, the Company and First Capital have not received any notice from the financial institution in relation to the breach of the abovementioned covenant. The breach of this covenant constitutes an "event of default" under the loan and entitles the financial institution to, amongst others, demand for all outstanding sums due under the loan to be payable immediately. Please refer to the announcement made by the Company on 29 July 2020 and 30 September 2020.

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

Consolidated Statement of Cash Flows

	Note	Group Half Year Ended 30 Sep	
		2020 S\$'000	2019 S\$'000
Cash flows from operating activities			
Loss before taxation		(447)	(1,750)
<i>Adjustments for:</i>			
Depreciation of plant and equipment		6	6
Finance cost		122	201
Gain on disposal of a subsidiary		(977)	-
Share of loss from equity-accounted investee		112	217
Operating cash flows before changes in working capital		(1,184)	(1,326)
<i>Changes in working capital</i>			
Development properties		(2)	(7)
Trade and other receivables		(132)	(48)
Trade and other payables		(8)	93
Net cash used in operating activities	(q)	(1,326)	(1,288)
Cash flows from investing activities			
Purchase of plant and equipment		(3)	(1)
Return of loan in joint venture		-	2,000
Investment in associate		-	(122)
Net cash (used in)/generated from investing activities	(r)	(3)	1,877
Cash flows from financing activities			
Interest paid		(122)	(184)
Net cash (used in)/generated from financing activities	(s)	(122)	(184)
Net (decrease)/increase in cash and cash equivalents		(1,451)	405
Cash and cash equivalents at beginning of financial year		5,560	702
Cash and cash equivalents at the end of the period		4,109	1,107

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Statement of change in equity

Group	Share capital S\$'000	Capital reserves S\$'000	Translation reserves S\$'000	Accumulated losses S\$'000	Attributable to owners of the Company S\$'000	Non- controlling interests S\$'000	Total equity S\$'000
(Unaudited)							
2020							
Balance at 1 April 2020	72,569	446	(111)	(56,625)	16,279	9,176	25,455
Loss for the period	-	-	-	(383)	(383)	(64)	(447)
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive loss for the period				(383)	(383)	(64)	(447)
Contribution from non- controlling interest						321	321
Distribution from non- controlling interest upon disposal						(5,926)	(5,926)
Balance at 30 September 2020	72,569	446	(111)	(57,008)	15,896	3,507	19,403
2019							
Balance at 1 April 2019, as restated	72,569	446	(55)	(53,029)	19,931	7,052	26,983
Loss for the period	-	-	-	(1,698)	(1,698)	(52)	(1,750)
Other comprehensive income	-	-	(1)	-	(1)	-	(1)
Total comprehensive loss for the period	-	-	(1)	(1,698)	(1,699)	(52)	(1,751)
Contribution from non- controlling interest	-	-	-	-	-	995	995
Balance at 30 September 2019	72,569	446	(56)	(54,727)	18,232	7,995	26,227

**Statement of change in equity
(Cont'd)**

Company	<u>Share capital</u> S\$'000	<u>Capital Reserves</u> S\$'000	<u>Accumulated losses</u> S\$'000	<u>Total Equity</u> S\$'000
(Unaudited)				
2020				
Balance at 1 April 2020	72,569	255	(54,670)	18,154
Loss for the period	-	-	(954)	(954)
Total comprehensive loss for the period	-	-	(954)	(954)
Balance at 30 September 2020	72,569	255	(55,624)	17,200
2019				
Balance at 1 April 2019	72,569	255	(51,750)	21,074
Loss for the period	-	-	(1,283)	(1,283)
Total comprehensive loss for the period	-	-	(1,283)	(1,283)
Balance at 30 September 2019	72,569	255	(53,033)	19,791

- 1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.**

There were no changes in the share capital of the Company since 31 March 2020, being the end of the preceding period reported on.

The Company had no outstanding convertibles, treasury shares or subsidiary holdings as at 30 September 2020 and 30 September 2019.

- 1(d)(iii) To show the total number of issued shares excluding treasury shares at the end of the current financial period and as at the end of the immediately preceding year**

	As at 30 September 2020	As at 30 September 2019
Total number of issued shares	7,342,671,467	7,342,671,467

- 1(d)(iv) A statement showing all sales, transfers, cancellation and/or use of treasury shares as at the end of the current financial period reported on.**

Not Applicable. The Company did not hold any treasury shares during and as at the end of the current financial period reported on.

- 1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.**

Not Applicable. The Company did not have any subsidiary holdings during and at the end of the current financial period reported on.

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

The figures have neither been audited nor reviewed by the auditors.

3. **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.

The auditors have issued a disclaimer opinion on the Group's financial statements for the financial year ended 31 March 2020 due to the following outstanding audit issues (please refer to page 40 to 43 of the Company's 2020 Annual Report for more information): -

- (i) Goodwill on acquisition of Oxley Batam Pte. Ltd. and its joint venture

With the change in classification for the Group's investment as described in item 5(iii), there is no more goodwill on acquisition as the Group will treat the investment as a Financial Asset at Fair Value through Other Comprehensive Income (FVOCI). Accordingly, management believes that the auditors will have to re-assess the appropriateness of repeating the disclaimer on this matter in the audit report for the financial year ending 31 March 2021.

- (ii) Valuation of mining rights / recoverable amount of the cost of investment in a subsidiary

There were two forfeiture applications by third parties affecting the mining rights. The Group has engaged lawyers to represent it at the forfeiture application hearing. The Company is currently engaging potential buyers for the Birthday Mine and will update shareholders accordingly when there are any material developments.

- (iii) Unaudited financial information of significant joint venture

With the cessation of the equity method of accounting for the Group's investment in PTOKIB as described in item 5(iii), Management believes that the auditors will have to re-assess the appropriateness of repeating the disclaimer on this matter in the audit report for the financial year ending 31 March 2021.

- (iv) Legal issue faced by joint venture

The Group will continue to provide update on material developments and will continue to comply with FRS 37 Provisions, Contingent Liabilities and Contingent Assets and Management believes that the auditors will have to re-assess the appropriateness of repeating the disclaimer on this matter in the audit report for the financial year ending 31 March 2021.

- (v) Recoverable amount of the cost of investment in a subsidiary and joint venture

Management will continue to work with legal advisors to recover the value of its investment and will provide updates as and when there are material developments.

(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 have been adequately disclosed.

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

Except as disclosed in Item 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the 6-months ended 30 September 2020 ("HY2021") as with those of the audited financial statements for the financial year ended 31 March 2020.

5. 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 applied the following amendments to SFRS(I)s which took effect from financial year beginning 1 April 2020:

(i) Amendments to SFRS(I) 3 Definition of a Business

On 11 March 2019, ASC issued the narrow-scope amendments to SFRS(I) 3 Business Combinations to improve the definition of a business. The amendments narrowed and clarified the definition of a business. They also permit a simplified assessment of whether an acquired set of activities and assets is a group of assets rather than a business. The amendments will help companies determine whether an acquisition made is of a business or a group of assets.

The Group assessed that there is no material impact to its consolidated financial statements.

(ii) Amendments to SFRS(I) 1-1 and SFRS(I) 1-8 Definition of Material

The amendments are intended to make the definition of 'material' in SFRS(I) 1-1 easier to understand and are not intended to alter the underlying concept of materiality in SFRS(I). The concept of 'obscuring' material information with immaterial information has been included as part of the new definition. The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'. The definition of 'material' in SFRS(I) 1-8 has been replaced by a reference to the definition of 'material' in SFRS(I) 1-1. In addition, the other SFRS(I) and the Conceptual Framework, which contain a definition of 'material' or refer to the term 'material', have been updated to ensure consistency.

The Group assessed that there is no material impact to its consolidated financial statements.

(iii) Classification of investment in joint venture

The comparative figures for the year ended 31 March 2020, the Company equity accounted for the investment in PT Oxley Karya Indo Batam ("PTOKIB"). The Group reassessed whether the type of joint arrangement in which it is involved has changed when facts and circumstances change during HY2021. Management concluded that equity method is no longer appropriate due to a series of material developments during HY2021 leading to a loss of significant influence or joint control over PTOKIB.

Accordingly, the Group recognized the investment in PT OKIB as financial assets, at fair value through other comprehensive income ("FVOCI").

The Company will engage a valuer to carry out a valuation of the investment in PTOKIB as at the time on derecognition of PTOKIB as a joint venture. Any gain or loss on the cessation of equity accounting of the investment in joint venture will be recognized in the second half of the Financial Year upon the completion of the valuation exercise.

6. **Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends**

	30 Sep 2020 (Unaudited)	30 Sep 2019 (Unaudited)
(Loss) per ordinary share		
- Based on weighted average number of ordinary shares in issue (Singapore cent)	(0.01)	(0.02)
- Based on fully diluted number of ordinary shares in issue (Singapore cent)	(0.01)	(0.02)

The Group's loss per share is computed based on the weighted average number of ordinary shares of 7,342,671,000 for the half-year ended 30 September 2020 and 30 September 2019 respectively. The basic and dilutive earnings per share are the same as there were no potentially dilutive securities for both financial periods.

7. **Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current financial period reported on and (b) immediately preceding financial year: -**

	Group		Company	
	30/09/20	31/03/20	30/09/20	31/03/20
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Net asset value per ordinary share (Singapore cent)	0.22	0.22	0.23	0.25

The net asset value per share is calculated based on the number of ordinary shares in issue of 7,342,671,467 shares as at 30 September 2020 (31 March 2020: 7,342,671,467 shares).

8. **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.

The explanatory notes below compares the financial performance of the Group between HY2021 and HY2020.

Notes on Review of Income Statement

- (a) No revenue was recorded during the financial period ended 30 September 2020 (“HY2021”) as the Company did not commence the development of Kim Chuan and the Group has completed the disposal of 50% shareholdings in Rich Capital Realty Pte. Ltd (“RCR”) on 2 June 2020 in relation to 333 Thomson Road Project in Singapore. Accordingly, there was no cost of sales and gross profit recorded in HY2021.
- (b) Other income increased mainly due to gain on disposal of RCR of approximately \$0.98 million, and Job scheme support has been received of approximately \$0.09 million during the current financial period.
- (c) The decrease in general and administrative expenses was mainly due to lower staff cost incurred compared to previous reporting period.
- (d) Distribution and marketing expenses relate to sales commission paid in connection with disposal of 50% shareholdings in Rich Capital Realty Pte. Ltd (“RCR”).
- (e) The decrease in finance cost arises from lower interest expenses incurred on the Kim Chuan Project during the current financial period due to lower interest rate compared with HY2020.
- (f) There was a decrease in share of loss from equity-accounted investee as the Group ceased equity-accounted PTOKIB during HY2021 due to a series of material developments leading to loss of significant influence or joint control over PTOKIB. The share of loss of \$0.11 million in current financial period relates to share of results from the associate till the completion date of disposal of 50% shareholdings in Rich Capital Realty Pte. Ltd (“RCR”) in connection with 333 Thomson Road Project.

As a result of the aforesaid, the Group reported a lower net loss of approximately \$0.45 million and a net loss attributable to shareholders of approximately \$0.38 million in HY2021.

Notes on Review of Financial Position

Non-Current Assets

- (g) Investments in a joint venture; Financial assets, FVOCI
The nil balance was recorded in investment in a joint venture due to reclassification to financial assets, FVOCI, of approximately \$13.10 million. The rationale for the reclassification was mentioned under Item 5.

Current Assets

- (h) Other receivables
The increase in other receivables during the financial period was attributable mainly to deposit paid for certain legal advisors in relation to the dispute with the Indonesian joint venture partner on the Batam Project.
- (j) Assets of disposal group classified as held-for-sale
The nil balance was due to reversal of assets of disposal group classified as held-for-sale upon the completion date of disposal of 50% of the entire issued share capital of RCR on 02 June 2020.

Non-controlling interest

- (k) Non-controlling interest
The decrease in non-controlling interest was due to reversal of the portion of another shareholder in RCR upon the completion date of disposal of remaining 50% of the entire issued share capital of RCR on 02 June 2020.

Current Liabilities

(m) Other payables

Other payables decreased mainly due to reversal of advance received from the purchaser of S\$6.58 million in relation to disposal of 50% of the entire issued share capital of RCR upon completion date of 02 June 2020.

(n) Borrowings

Borrowings of S\$8.64 million was in relation to a bank loan drawn under the Kim Chuan Project as explained under Item 1(b)(ii).

(p) Liabilities of disposal group classified as held-for-sale

The nil balance was due to reversal of liabilities of disposal group classified as held-for-sale upon the completion date of disposal of 50% of the entire issued share capital of RCR on 02 June 2020.

Working Capital

The working capital weakened from S\$12.66 million as at 31 March 2020 to S\$6.29 million as at 30 September 2020 mainly due to reversal of Assets of disposal group classified as held-for-sale, offset against liabilities of disposal group classified as held-for-sale during HY2021 in relation to disposal of 50% of the entire issued share capital of RCR upon completion date of 02 June 2020.

Notes on Review of Cash Flow Statement

- (q) Net cash used in operating activities was mainly due to lower loss before tax \$0.45 million in HY2021 adjusted for gain on disposal of RCR of \$0.98 million, offset against share of results of \$0.11 million in relation to 333 Thomson Road Project (Peak Court) upon completion of disposal, and finance cost incurred in relation to the Kim Chuan Project.
- (r) Net cash outflows from investing activities was mainly attributable to purchase of plant and equipment used in normal ordinary course of business.
- (s) Net cash outflows from financing activities of approximately \$0.12 million in HY2021 reflected mainly interest paid for a bank loan in relation to Kim Chuan Project.

9. 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 has been previously disclosed.

10. 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 Group is currently still in the midst of undergoing its reformation phase, resolving legal issues relating to the Batam Project, and identifying suitable business opportunities and partnerships that will benefit the Group in the long-term.

The Group understands that the Independent Review conducted by Provenance Capital will be finalized soon. Management will also finalize the scope of the Second Independent Review announced by the Company on 22 September 2020.

The carrying value of the investments in PT OKIB and amounts due from PT KIB were previously classified as investment in a joint venture and now reclassified as financial assets at Fair Value Through Other Comprehensive Income (FVOCI) in this financial statements based on preliminary discussions with the auditors. As the investment comprises equity and loans, Management will request the auditors to re confirm that the reclassification to Financial Assets (FVOCI) fully complies with *FRS 109 Financial Instruments*. Should adjustment be required, it will be made in the second half of the Financial Year ending 31 March 2020.

No adjustments have been made to the carrying value in the six months ended 30 September 2020 as, based on advice obtained from the Group's legal advisors on the legal options available to the Group for recovery of its investment in the Batam Project (in whole or in part), the Group is of the view that it is currently premature to make any adjustments to the value of its investment in the Batam Project. Management will also be engaging independent valuers to value the equity investment in PTOKIB and the loans receivable from PT KIB as at 1 April 2020 and 31 March 2021 and any difference between the independent valuation and the carrying value will be accounted for in accordance with applicable FRS in the second half of this financial year.

With regards to Kim Chuan Project, Management is re-examining the Group's initial development plans and is making adjustments to it and also considering other options that would maximise shareholder value.

The Company will make an announcement as and when there are material developments.

11. Dividend

If a decision regarding dividend has been made: -

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

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

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

Not applicable.

(b)(ii) Previous corresponding period (cents)

Not applicable. No dividend has been declared or recommended for the previous corresponding period.

(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 receive by the Company (up to 5.00pm) will be registered before entitlements to the dividend are determined.**

Not applicable.

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

No dividend has been declared or recommended for HY2021 as the Group is currently in a loss-making position.

13. 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.

The Group does not have an IPT general mandate in HY2021. In HY2021, the Group did not enter into any IPT of more than S\$100,000 in value.

14. Confirmation pursuant to Rules 705(5) of the Catalist Rules

Save for the matters described ("the **Described Matters**") in the Basis of Disclaimer Opinion issued on the consolidated financial statements of the Group for the financial year ended 31 March 2020 ("FY2020") by the Company's Independent Auditors, Foo Kon Tan LLP ("**FKT**") and the updates provided in item 3A and item 5(iii) and item 10, the Directors of the Company confirm that, to the best of their knowledge nothing has come to their attention which may render the unaudited financial results of the Group for the half-year ended 30 September 2020 to be false or misleading in any material aspect.

The Described Matters were:

1. Goodwill on acquisition of Oxley Batam Pte. Ltd. and its joint venture
2. Valuation of mining rights / recoverable amount of the cost of investment in a subsidiary
3. Unaudited financial information of significant joint venture
4. Legal issue faced by joint venture
5. Recoverable amount of the cost of investment in a subsidiary and joint venture

Please refer to Page 40 to Page 43 of Company's FY2020 annual report.

15. Confirmation by the Company to Rule 720(1) of the Catalist Rules

The Company confirms that it has procured all the required undertakings from all directors and executive officers of the Company (in the format set out in Appendix 7H) pursuant to Rule 720(1) of the Catalist Rules.

16. Disclosures on Incorporation of entities, Acquisition and Realisation of Shares pursuant to Catalist Rule 706A

As announced by the Company on 2 June 2020, the Company had completed the disposal of 50 ordinary shares in share capital of RCR held by the Company (the “**Sale Shares**”), representing 50% of the total issued and paid-up share capital of RCR for a cash consideration of S\$6,582,741. Following the completion of the proposed disposal on 2 June 2020, the Company ceased to hold any ordinary shares in the share capital of RCR and RCR ceased to be a subsidiary of the Company.

Please refer to the Company’s announcement dated 02 June 2020 for further information.

BY ORDER OF THE BOARD
RICH CAPITAL HOLDINGS LIMITED

Oh Siyang
Executive Director

13 November 2020