

PACIFIC CENTURY REGIONAL DEVELOPMENTS LIMITED

Company Registration No. 196300381N

Condensed Financial Statements for the Six Months Ended 30 June 2024

PART I - INFORMATION REQUIRED FOR HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

- 1(a) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately

PCCW announced its half-year results for the 6 months ended 30 June 2024 on 26 July 2024. The Group's share of the results of PCCW for half-year 2024 and the comparative figures for half-year 2023 are included in the Group's half-year results for the 6 months ended 30 June 2024.

CONDENSED CONSOLIDATED INCOME STATEMENTS

	Note	6 months		Change %
		1H 2024 S\$'000	1H 2023 S\$'000	
Revenue	F	7,458	1,664	348.2
Other income	G	16	8	100.0
Expenses				
- Depreciation expenses		(178)	(166)	7.2
- Employee compensation		(1,191)	(1,133)	5.1
- Directors' fees		(129)	(141)	(8.5)
- Legal and other professional fees		(421)	(545)	(22.8)
- Travelling expenses		(116)	(64)	81.3
- Foreign exchange gain (loss), net		1,358	(760)	n.m.
- Subscriptions and donations		(13)	(5)	160.0
- Others		(412)	(270)	52.6
- Finance expenses	H	(6,888)	(9,343)	(26.3)
Total expenses		(7,990)	(12,427)	(35.7)
Share of loss of associated corporations, net of tax	I	(17,449)	(17,235)	1.2
Loss before income tax		(17,965)	(27,990)	(35.8)
Income tax credit (expense)	J	420	(165)	n.m.
Total loss for the period		(17,545)	(28,155)	(37.7)
Attributable to equity holders of the Company		(17,545)	(28,155)	(37.7)

n.m. = not meaningful

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	6 months		
	1H 2024	1H 2023	Change
	S\$'000	S\$'000	%
Total loss for the period	(17,545)	(28,155)	(37.7)
Other comprehensive income (loss):			
Items that may be reclassified subsequently to profit or loss:			
Currency translation differences arising from consolidation			
- (Losses) gains, net	(20,789)	62	n.m.
Share of comprehensive loss of associated corporations	(8,658)	(1,717)	404.3
	<u>(29,447)</u>	<u>(1,655)</u>	1,679.3
Items that will not be reclassified subsequently to profit or loss:			
Fair value losses on equity investments at fair value through other comprehensive income	(5,663)	(3,691)	53.4
Currency translation differences arising from consolidation			
- Gains (losses), net	23,209	(485)	n.m.
Other comprehensive loss, net of tax	<u>(11,901)</u>	<u>(5,831)</u>	104.1
Total comprehensive loss for the period	<u>(29,446)</u>	<u>(33,986)</u>	(13.4)
Total comprehensive loss attributable to equity holders of the Company	<u>(29,446)</u>	<u>(33,986)</u>	(13.4)

n.m. = not meaningful

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

CONDENSED BALANCE SHEETS

	Note	Group		Company	
		1H 2024 S\$'000	2023 S\$'000	1H 2024 S\$'000	2023 S\$'000
ASSETS					
Current assets					
Cash and cash equivalents		115,524	11,299	114,604	2,723
Trade and other receivables	E, L	8,797	143	29	14
Other current assets		1,342	1,492	328	575
		<u>125,663</u>	<u>12,934</u>	<u>114,961</u>	<u>3,312</u>
Asset classified as held-for-sale	L	26,011	-	-	-
		<u>151,674</u>	<u>12,934</u>	<u>114,961</u>	<u>3,312</u>
Non-current assets					
Financial assets, at fair value through other comprehensive income ("FVOCI")	L	47,646	86,614	44,174	46,906
Other receivables		67	86	-	-
Investments in associated corporations	M	321,697	414,343	1,021,529	995,813
Investments in subsidiary corporations		-	-	74,916	73,030
Property, plant and equipment	N	1,295	251	-	-
Other non-current assets		1,027	802	-	18
		<u>371,732</u>	<u>502,096</u>	<u>1,140,619</u>	<u>1,115,767</u>
Total assets		<u>523,406</u>	<u>515,030</u>	<u>1,255,580</u>	<u>1,119,079</u>
LIABILITIES					
Current liabilities					
Trade and other payables	O	114,523	3,563	373,627	242,961
Current income tax liabilities		29	58	-	-
Borrowings	P	437	152	-	-
		<u>114,989</u>	<u>3,773</u>	<u>373,627</u>	<u>242,961</u>
Non-current liabilities					
Borrowings	P	209,214	186,295	-	-
Deferred income tax liabilities		654	1,072	-	206
		<u>209,868</u>	<u>187,367</u>	<u>-</u>	<u>206</u>
Total liabilities		<u>324,857</u>	<u>191,140</u>	<u>373,627</u>	<u>243,167</u>
NET ASSETS		<u>198,549</u>	<u>323,890</u>	<u>881,953</u>	<u>875,912</u>
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	Q	457,283	457,283	457,283	457,283
Other reserves		3,949	18,850	(154,301)	(173,566)
(Accumulated losses) retained profits		(262,683)	(152,243)	578,971	592,195
Total equity		<u>198,549</u>	<u>323,890</u>	<u>881,953</u>	<u>875,912</u>

1(b)(ii) In relation to the aggregate amount of group's borrowings and debt securities, specify the following as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year:-

For details, please refer to Note P in the Notes to the Condensed Financial Statements on pages 12 to 13.

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

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	6 months	
	1H 2024	1H 2023
	S\$'000	S\$'000
Cash flow from operating activities:		
Loss after tax	(17,545)	(28,155)
Adjustments for :		
- Income tax (credit) expense	(420)	165
- Depreciation expenses	178	166
- Dividend income	(7,458)	(1,664)
- Interest income	(7)	(1)
- Finance expenses	6,888	9,343
- Unrealised currency translation losses	1,021	515
- Share of loss of associated corporations, net of tax	17,449	17,235
	<u>106</u>	<u>(2,396)</u>
Change in working capital:		
- Trade and other receivables	(8,740)	(166)
- Trade and other payables	(233)	632
Cash used in operations	<u>(8,867)</u>	<u>(1,930)</u>
Interest received	7	1
Income tax paid	(29)	(175)
Net cash used in operating activities	<u>(8,889)</u>	<u>(2,104)</u>
Cash flow from investing activities:		
Purchase of property, plant and equipment	(10)	-
Purchase of financial assets, at FVOCI	-	(8)
Proceeds from disposal of financial assets, at FVOCI	8,670	-
Dividends from financial assets, at FVOCI	5,752	25
Distributions received from HKT Trust and HKT Limited ("HKT")	1,706	1,639
Dividends received from PCCW	84,129	85,836
Dividends received from KSH Distriparks Private Limited ("KSH")	2,320	-
Net cash provided by investing activities	<u>102,567</u>	<u>87,492</u>
Cash flow from financing activities:		
Payment of finance expenses	(6,862)	(8,146)
Proceeds from borrowings	27,093	53,005
Repayment of borrowings and lease payments	(9,911)	(100,640)
Purchases of the Company's shares	(32)	-
Dividend paid to equity holders of the Company	-	(23,833)
Net cash provided by (used in) financing activities	<u>10,288</u>	<u>(79,614)</u>
Net increase in cash and cash equivalents	103,966	5,774
Cash and cash equivalents at beginning of period	11,299	4,007
Effects of currency translation on cash and cash equivalents	259	283
Cash and cash equivalents at end of period	<u>115,524</u>	<u>10,064</u>
Summary of cash and cash equivalents:		
Cash at bank and on hand	<u>115,524</u>	<u>10,064</u>

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 capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

CONDENSED STATEMENTS OF CHANGES IN EQUITY

The Group	Note	Share capital S\$'000	Other reserves S\$'000	(Accumulated losses) S\$'000	Total equity S\$'000
Balance at 1 January 2024		457,283	18,850	(152,243)	323,890
Total comprehensive loss for the period		-	(11,901)	(17,545)	(29,446)
Share of reserves of associated corporations		-	(236)	15,545	15,309
Purchase and cancellation of shares		-	-	(32)	(32)
Dividend paid		-	-	(111,172)	(111,172)
Transfer upon disposal of investments	L	-	(2,764)	2,764	-
Balance at 30 June 2024		<u>457,283</u>	<u>3,949</u>	<u>(262,683)</u>	<u>198,549</u>
Balance at 1 January 2023		457,283	56,599	(133,236)	380,646
Total comprehensive loss for the period		-	(5,831)	(28,155)	(33,986)
Share of reserves of associated corporations		-	(587)	38,927	38,340
Dividend paid		-	-	(23,833)	(23,833)
Transfer upon disposal of investments	L	-	(4,282)	4,282	-
Balance at 30 June 2023		<u>457,283</u>	<u>45,899</u>	<u>(142,015)</u>	<u>361,167</u>
The Company		Share capital S\$'000	Other reserves S\$'000	Retained profits S\$'000	Total equity S\$'000
Balance at 1 January 2024		457,283	(173,566)	592,195	875,912
Total comprehensive income for the period		-	19,265	97,980	117,245
Purchase and cancellation of shares		-	-	(32)	(32)
Dividend paid		-	-	(111,172)	(111,172)
Balance at 30 June 2024		<u>457,283</u>	<u>(154,301)</u>	<u>578,971</u>	<u>881,953</u>
Balance at 1 January 2023		457,283	(147,830)	530,604	840,057
Total comprehensive (loss) income for the period		-	(3,235)	84,864	81,629
Dividend paid		-	-	(23,833)	(23,833)
Balance at 30 June 2023		<u>457,283</u>	<u>(151,065)</u>	<u>591,635</u>	<u>897,853</u>

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

A. General information

Pacific Century Regional Developments Limited (the "Company") is listed on the Singapore Exchange Securities Trading Limited and incorporated and domiciled in Singapore. The address of its registered office is 50 Raffles Place, #35-01 Singapore Land Tower, Singapore 048623.

The immediate holding company of the Company is Pacific Century Group (Cayman Islands) Limited, which is incorporated in the Cayman Islands. The ultimate holding company is OS Holdings Limited, which is incorporated in Bermuda.

The principal activity of the Company is investment holding. The principal activities of its subsidiary corporations and associated corporations are set out in Note R.

B. Basis of preparation

The condensed financial statements for the six months ended 30 June 2024 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance of the Group since the last audited financial statements for the financial year ended 31 December 2023.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note B.1.

The functional currency of the Company is the Hong Kong Dollar. The condensed financial statements are presented in Singapore Dollars because the Company is listed on the Singapore Exchange Securities Trading Limited and is incorporated and domiciled in Singapore.

These condensed financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("SFRS(I)s") under the historical cost convention, except for investments which are stated at fair value.

B.1. New and amended standards adopted by the Group

On 1 January 2024, the Group adopted certain new or amended SFRS(I)s that are mandatory for application for the financial year. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective SFRS(I)s.

The adoption of these new or amended SFRS(I)s did not result in substantial changes to the accounting policies of the Group and the Company, and had no material effect on the results reported for the current or prior financial years.

B. Basis of preparation (continued)

B.2. Use of judgements and estimates

In preparing the condensed 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 expenses. Actual results may differ from these estimates.

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

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

There are no critical areas involving a higher degree of judgement or complexity, or areas where estimates and assumptions are significant to the condensed financial statements.

C. Seasonal operations

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

D. Segment information

The chief operating decision makers consist of the Chairman and Group Managing Director who are members of the Executive Committee of the Company ("EXCO"). Management has determined the operating segment based on reports reviewed by the EXCO that are used to make strategic decisions, allocate resources and assess performance.

EXCO considers that the Group's operations constitute a single segment which is in the business of investment holding in four geographical locations: Singapore, India, Hong Kong and Cayman Islands. The Group manages its investment holding and management and consultancy service businesses as one operating segment.

Revenue is derived from dividend income. All assets other than cash and cash equivalents, property, plant and equipment, other non-current assets, excluding financial assets at FVOCI, and investment in associated corporations are allocated to the operating segment and all liabilities are allocated to the operating segment other than borrowings, current income tax liabilities and deferred income tax liabilities.

D. Segment information (continued)

D.1. Reportable segments

	1H 2024 S\$'000	1H 2023 S\$'000	<u>Geographical information</u>																	
External revenue	7,458	1,664	<table border="1"> <thead> <tr> <th></th> <th>1H 2024 S\$'000</th> <th>1H 2023 S\$'000</th> </tr> </thead> <tbody> <tr> <td colspan="3"><u>Revenue</u></td> </tr> <tr> <td>Hong Kong</td> <td>1,706</td> <td>1,639</td> </tr> <tr> <td>Cayman Islands</td> <td>5,752</td> <td>25</td> </tr> <tr> <td></td> <td><u>7,458</u></td> <td><u>1,664</u></td> </tr> </tbody> </table>				1H 2024 S\$'000	1H 2023 S\$'000	<u>Revenue</u>			Hong Kong	1,706	1,639	Cayman Islands	5,752	25		<u>7,458</u>	<u>1,664</u>
	1H 2024 S\$'000	1H 2023 S\$'000																		
<u>Revenue</u>																				
Hong Kong	1,706	1,639																		
Cayman Islands	5,752	25																		
	<u>7,458</u>	<u>1,664</u>																		
Operating profit (loss) before interest income and depreciation	6,543	(1,247)	As at 30 June																	
Interest income	7	1	2024																	
Depreciation	(178)	(166)	2023																	
Profit (loss) from operating activities	6,372	(1,412)	S\$'000																	
Finance expenses	(6,888)	(9,343)																		
Share of loss of associated corporations, net of tax	(17,449)	(17,235)	<u>Non-current assets</u>																	
Loss before income tax	(17,965)	(27,990)	Singapore																	
Income tax credit (expense)	420	(165)	India																	
Total loss	(17,545)	(28,155)	Hong Kong																	
			<table border="1"> <thead> <tr> <th></th> <th>As at 30 June 2024 S\$'000</th> <th>2023 S\$'000</th> </tr> </thead> <tbody> <tr> <td>Singapore</td> <td>1,558</td> <td>1,189</td> </tr> <tr> <td>India</td> <td>10,816</td> <td>12,879</td> </tr> <tr> <td>Hong Kong</td> <td>311,712</td> <td>459,665</td> </tr> <tr> <td></td> <td><u>324,086</u></td> <td><u>473,733</u></td> </tr> </tbody> </table>				As at 30 June 2024 S\$'000	2023 S\$'000	Singapore	1,558	1,189	India	10,816	12,879	Hong Kong	311,712	459,665		<u>324,086</u>	<u>473,733</u>
	As at 30 June 2024 S\$'000	2023 S\$'000																		
Singapore	1,558	1,189																		
India	10,816	12,879																		
Hong Kong	311,712	459,665																		
	<u>324,086</u>	<u>473,733</u>																		
Segment assets	83,796	130,710																		
Property, plant and equipment	1,295	410																		
Other non-current assets	1,094	1,297																		
Investments in associated corporations	321,697	472,026																		
Unallocated corporate assets	324,086	473,733																		
- Cash and cash equivalents	115,524	10,064																		
Total assets	523,406	614,507																		
Segment liabilities	114,523	5,666																		
Unallocated corporate liabilities																				
- Borrowings	209,651	247,292																		
- Current income tax liabilities	29	8																		
- Deferred income tax liabilities	654	374																		
Total liabilities	324,857	253,340																		
	1H 2024 S\$'000	1H 2023 S\$'000																		
Other segment information:																				
Additions to property, plant and equipment	1,222	-																		

E. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group as at 30 June 2024 and 31 December 2023:

	Note	<u>Group</u>		<u>Company</u>	
		1H2024 S\$'000	2023 S\$'000	1H2024 S\$'000	2023 S\$'000
Financial assets					
Financial assets at FVOCI	L	47,646	86,614	44,174	46,906
Cash and cash equivalents, trade and other receivables, current deposits and non-current deposits (amortised cost)		124,502	11,615	114,635	2,739
		<u>172,148</u>	<u>98,229</u>	<u>158,809</u>	<u>49,645</u>
Financial liabilities					
Trade and other payables, and borrowings (amortised cost)		<u>324,174</u>	<u>190,010</u>	<u>373,627</u>	<u>242,961</u>

The increase in trade and other receivables is attributable to the redemption of one-quarter of the Group's holdings in Exoduspoint Partners International Fund, Ltd, amounting to S\$8.7 million. This amount was received after the financial period end. Refer to Note L.

F. Revenue

	<u>Group</u>	
	6 months	
	1H2024 S\$'000	1H2023 S\$'000
Distributions/dividends from financial assets, at FVOCI		
- HKT	1,706	1,639
- Others	5,752	25
	<u>7,458</u>	<u>1,664</u>

G. Other income

	<u>Group</u>	
	6 months	
	1H2024 S\$'000	1H2023 S\$'000
Government grants	2	1
Interest income	7	1
Management fee	6	6
Other income	1	-
	<u>16</u>	<u>8</u>

H. Finance expenses

	<u>Group</u>	
	6 months	
	1H2024 S\$'000	1H2023 S\$'000
Interest expense		
- bank borrowings	5,481	6,768
- borrowing from Pacific Century Group Holdings (HK) Limited ("PCGH"), a subsidiary corporation of the intermediate holding company (Note P)	-	1,423
- finance lease liabilities	13	6
Finance facility fees	1,394	1,146
	<u>6,888</u>	<u>9,343</u>

I. Share of loss of associated corporations, net of tax

	<u>Group</u> 6 months	
	1H2024	1H2023
	S\$'000	S\$'000
Share of (loss) profit of associated corporations, net of tax		
- PCCW	(18,032)	(18,767)
- KSH	583	1,532
	<u>(17,449)</u>	<u>(17,235)</u>

J. Taxation

The Group calculates the period's income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed consolidated statement of profit or loss are:

	<u>Group</u> 6 months	
	1H2024	1H2023
	S\$'000	S\$'000
Current income tax expense	-	165
Deferred income tax (credit)	(420)	-
	<u>(420)</u>	<u>165</u>

K. Dividends

	<u>Group</u> 6 months	
	1H2024	1H2023
	S\$'000	S\$'000
Ordinary dividends paid:		
Final dividend paid in respect of the financial year ended 31 December 2023 of 4.20 cents per share	111,172	-
Final dividend paid in respect of the financial year ended 31 December 2022 of 0.90 cents per share	-	23,833
	<u>111,172</u>	<u>23,833</u>
Dividend per share (net of tax) (cents per share)	<u>4.20</u>	<u>0.90</u>

L. Financial assets at fair value through other comprehensive income / Asset classified as held-for-sale

Financial assets at fair value through other comprehensive income comprise the following:

Non-current assets

	<u>Group</u>		<u>Company</u>	
	1H2024	2023	1H2024	2023
	S\$'000	S\$'000	S\$'000	S\$'000
Equity investments, at fair value:				
- Unquoted				
Foxdale Asset Holding Ltd ("Foxdale")	3,323	6,493	-	-
Exoduspoint Partners International Fund, Ltd ("Exoduspoint")	-	32,937	-	-
Others	149	278	-	-
	<u>3,472</u>	<u>39,708</u>	<u>-</u>	<u>-</u>
- Quoted				
HKT	33,912	35,171	33,912	35,171
Pacific Century Premium Developments Limited	10,262	11,735	10,262	11,735
	<u>44,174</u>	<u>46,906</u>	<u>44,174</u>	<u>46,906</u>
Total	<u>47,646</u>	<u>86,614</u>	<u>44,174</u>	<u>46,906</u>

L. Financial assets at fair value through other comprehensive income / Asset classified as held-for-sale (continued)

Current assets

Assets classified as held-for-sale

During the financial period ended 30 June 2024, the Group decided to redeem in full its holdings in Exoduspoint amounting to S\$32.9 million (fair value as at 31 December 2023) over 4 consecutive quarters of equal redemptions.

Accordingly, the Group made the first of its 4 redemptions on 30 June 2024, at a fair value of S\$8.7 million which was classified under "Trade and other receivables". The other 3 forthcoming equal redemptions have been classified as "Asset classified as held-for-sale" at a fair value of S\$26.0 million.

(In 2023, the Group redeemed holdings of Exoduspoint at a fair value of S\$32.8 million and recorded a cumulative gain of S\$9.2 million.)

L.1. Fair value measurement

The Group classifies financial assets measured at fair value using a fair value hierarchy which reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

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

	<u>Level 1</u> S\$'000	<u>Level 2</u> S\$'000	<u>Level 3</u> S\$'000	<u>Total</u> S\$'000
<u>Group</u>				
Assets				
Financial assets, at FVOCI				
1H2024	44,174	149	3,323	47,646
2023	46,906	33,079	6,629	86,614
<hr/>				
<u>Company</u>				
Assets				
Financial assets, at FVOCI				
1H2024	44,174	-	-	44,174
2023	46,906	-	-	46,906
<hr/>				

M. Investments in associated corporations

	<u>Company</u>	
	1H2024 S\$'000	2023 S\$'000
<i>Equity investments - Quoted shares of PCCW</i>		
At cost	1,021,529	995,813
Market value of quoted shares at balance sheet date	1,190,744	1,234,985

Movements in carrying value during the financial periods are attributable to:

	<u>Group</u>	
	1H2024 S\$'000	2023 S\$'000
Cash dividend received from PCCW	(84,129)	(116,699)
Group's share of PCCW's loss	(18,032)	(18,302)
Group's share of PCCW's reserves	9,035	9,375
Unrealised exchange gain (loss) on the Company's interest in Hong Kong Dollar ("HKD") denominated net assets in PCCW reflecting the strengthening (weakening) of the HKD against the SGD	1,958	(1,601)
Group's share of KSH's profit and reserves	842	1,809
Cash dividend received from KSH	(2,320)	-
	<u>(92,646)</u>	<u>(125,418)</u>

N. Property, plant and equipment

During the six months ended 30 June 2024, the Group acquired assets amounting to S\$1,222,000 including S\$1,212,000 right-of-use assets relating to the renewal of an office lease (1H2023: S\$nil).

O. Trade and other payables

	<u>Group</u>		<u>Company</u>	
	1H2024 S\$'000	2023 S\$'000	1H2024 S\$'000	2023 S\$'000
Other payables to				
- Subsidiary corporations	-	-	260,201	240,614
- Other non-related parties	112,645	1,252	112,645	1,252
	112,645	1,252	372,846	241,866
Accruals for operating expenses	1,878	2,311	781	1,095
	<u>114,523</u>	<u>3,563</u>	<u>373,627</u>	<u>242,961</u>

P. Borrowings

	<u>Group</u>		<u>Company</u>	
	1H2024 S\$'000	2023 S\$'000	1H2024 S\$'000	2023 S\$'000
<u>Amount repayable within one year or on demand</u>				
Secured	22	21	-	-
Unsecured	415	131	-	-
	<u>437</u>	<u>152</u>	<u>-</u>	<u>-</u>
<u>Amount repayable after one year</u>				
Secured	208,461	186,295	-	-
Unsecured	753	-	-	-
	<u>209,214</u>	<u>186,295</u>	<u>-</u>	<u>-</u>
Total borrowings	<u>209,651</u>	<u>186,447</u>	<u>-</u>	<u>-</u>

The secured revolving loan facilities of the Group are denominated in HKD. The loans are secured by the Group pledging of part of its holdings of shares in PCCW and Share Stapled Units in HKT.

P. Borrowings (continued)

The amounts advanced under revolving loan facilities were classified as non-current liabilities as the Group and the Company have the discretion and intent to roll the facilities for at least 12 months after the balance sheet date.

In 2022, a subsidiary corporation of the Company entered into a borrowing arrangement with PCGH amounting to \$67.1 million as at 31 December 2022. The borrowing from PCGH was unsecured and repayable in full by 16 November 2024 with an option for early repayment. The interest rate was fixed at HIBOR, plus a margin of 1.00% per annum. The borrowing was fully repaid in 2023.

Net borrowings (borrowings less cash on hand) as at 30 June 2024 was S\$94.1 million compared to net borrowings of S\$175.1 million at the end of 2023.

The key components of the decrease of S\$81.0 million in net borrowings were:

	<u>Group</u> 1H2024 S\$' million
Dividends from financial assets, at FVOCI	5.8
Dividends/distributions from PCCW, HKT and KSH	88.1
Offset by:	
Operating expenses (excluding depreciation)	(7.8)

Details of any collateral

	<u>Group</u> 1H2024 S\$'000	2023 S\$'000
Carrying values of shares and SSUs pledged to banks for Group's borrowings comprise:		
- shares in PCCW (at cost)	450,351	439,014
- SSUs in HKT	33,536	34,781
	<u>483,887</u>	<u>473,795</u>

Q. Share capital

	<u>The Group and the Company</u>			
	Issued share capital '000	Company shares '000	Share capital S\$'000	Company shares S\$'000
1H2024				
Beginning of financial period	2,647,075	-	457,283	-
Shares purchased	-	(115)	-	(32)
Shares cancelled	(115)	115	-	32
End of financial period	<u>2,646,960</u>	<u>-</u>	<u>457,283</u>	<u>-</u>
2023				
Beginning of financial year	2,648,150	-	457,283	-
Shares purchased	-	(1,075)	-	(303)
Shares cancelled	(1,075)	1,075	-	303
End of financial year	<u>2,647,075</u>	<u>-</u>	<u>457,283</u>	<u>-</u>

The Company did not hold any treasury shares as at 30 June 2024 and 31 December 2023.

The Company's subsidiary corporations did not hold any shares in the Company as at 30 June 2024 and 31 December 2023.

During the financial period ended 30 June 2024, the Company acquired 114,800 shares in the Company from the open market and cancelled them. The total amount paid to acquire the shares was S\$32,000. This is included as a component of shareholders' equity.

During the financial year ended 31 December 2023, the Company acquired 1,075,100 shares in the Company from the open market and cancelled them. The total amount paid to acquire the shares was S\$303,000. This is included as a component of shareholders' equity.

R. Group corporations

Details of subsidiary corporations and associated corporations are as follows:

Name of company (country of incorporation)	Principal activities (place of business)	Carrying amount of investment		Percentage of equity held by the Group	
		1H2024 S\$'000	2023 S\$'000	1H2024 %	2023 %
<i>Subsidiary corporations directly held by the Company</i>					
PCRD Services Pte Ltd (Singapore)	Investment holding, business management and consultancy services (Singapore)	21,198	20,665	100	100
Gladioli Investments Pte Ltd (Singapore)	Dormant	296	288	100	100
Riyan Pte Ltd (Singapore)	Dormant	-	-	100	100
Elsmore Pte Ltd (Singapore)	Investment holding (Singapore)	51,141	49,853	100	100
Leapford Pte. Ltd. (Singapore)	Investment holding (Singapore)	2,281	2,224	100	100
Pacific Century Regional Developments (HK) Limited (Hong Kong)	Business management and consultancy services (Hong Kong)	-	-	100	100
Telegraph Investments Limited (British Virgin Islands)	Dormant	-	-	100	100
Valuable Enterprises Limited (British Virgin Islands)	Dormant	-	-	100	100
PCRD Financial Services (HK) Limited (Hong Kong)	Business administration management and financial consultancy services (Hong Kong)	-*	-*	100	100
		<u>74,916</u>	<u>73,030</u>		

Movements in the current financial year are due to the effects of currency translation.

Associated corporation held by the Company

PCCW Limited (Hong Kong)	Provision of local and international telecommunications and information technology services, technology-related businesses, and investment holding (Hong Kong)	310,881	402,049	22.7	22.7
		<u>310,881</u>	<u>402,049</u>		

R. Group corporations (continued)

Details of subsidiary corporations and associated corporations are as follows: (continued)

Name of company (country of incorporation)	Principal activities (place of business)	Carrying amount of investment		Percentage of equity held by the Group	
		1H2024 S\$'000	2023 S\$'000	1H2024 %	2023 %
Subsidiary corporations indirectly held by the Company					
City Ventures Global Limited (Cayman Islands)	Investment holding (Cayman Islands)			100	100
Prosper Global Investments Limited (Cayman Islands)	Investment holding (Cayman Islands)			100	100
Associated corporations indirectly held by the Company					
KSH Distriparks Private Limited (India) [#]	Rendering services for an Inland Container Depot, warehousing and transportation solutions (India)			49.9	49.9
KSH Integrated Logistics Private Limited [#] (India)	Dedicated warehousing, multi client warehousing and transportation services (India)			49.9	-

[#] During the half year, the 49.9% owned KSH business in India was internally restructured into two legal entities, such that the Group now holds 49.9% in each of these two companies.

* Less than S\$1,000

S. Related party transactions

(a) In addition to information disclosed elsewhere in the financial statements, the following transactions took place between the Group and its related parties, on terms agreed between the respective parties:

	Group 6 months	
	1H2024 S\$'000	1H2023 S\$'000
Management services rendered to:		
- associated corporations	-	3
- other related parties*	6	27
Payments made on behalf of and reimbursable by		
- associated corporations	10	18
- other related parties*	1	48

* Other related parties comprise mainly companies which are controlled or significantly influenced by the Group's key management personnel.

(b) Key management personnel compensation is as follows:

	Group 6 months	
	1H2024 S\$'000	1H2023 S\$'000
Wages, salaries and other short-term employee benefits	992	852
Employer's contribution to defined contribution plans including Central Provident Fund	17	18
	<u>1,009</u>	<u>870</u>

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, 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 the 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.

The Company's issued share capital as at 30 June 2024 and 31 December 2023 is summarised as follows: -

	30/06/2024		31/12/2023	
	No. of shares	\$	No. of shares	\$
Issued and paid up share capital including treasury shares	<u>2,646,960,300</u>	<u>457,282,366</u>	<u>2,647,075,100</u>	<u>457,282,366</u>
Issued and paid up share capital excluding treasury shares	<u>2,646,960,300</u>		<u>2,647,075,100</u>	

During 1H 2024, the Company purchased a total of 114,800 shares in the Company on the open market for a total consideration of S\$32K (including transaction costs), financed by internal funds. These shares were cancelled immediately on purchase. The Company did not purchase any shares in the Company in 1H 2023.

The Company does not have any convertibles or treasury shares as at 30 June 2024 and 31 December 2023.

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

	Number of shares	
	30/06/2024	31/12/2023
Issued ordinary shares, excluding treasury shares	<u>2,646,960,300</u>	<u>2,647,075,100</u>

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.

NIL.

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.

NIL

2. 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.

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

N.A.

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 for the adoption of new or amended Singapore Financial Reporting Standards (International) ("SFRS(I)s") as described in Note B.1, the Group has applied the same accounting policies and methods of computation in these results as in the audited financial statements for the year ended 31 December 2023.

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.

Please refer to Note B.1 in the Notes to the Condensed Financial Statements on page 6.

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:- (a) Based on the weighted average number of ordinary shares on issue; and (b) On a fully diluted basis (detailing any adjustments made to the earnings).

Group	1H2024	1H2023
Net loss attributable to equity holders of the Company (S\$'000)	<u>(17,545)</u>	<u>(28,155)</u>
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	<u>2,646,974</u>	<u>2,648,150</u>
(i) Basic loss per share (cents per share)	<u>(0.663)</u>	<u>(1.063)</u>
(ii) On a fully diluted basis (cents per share)	<u>(0.663)</u>	<u>(1.063)</u>

Basic loss per share is calculated by dividing the net loss attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the period.

Diluted loss per share is the same as basic loss per share as there was no dilutive effect on loss per share calculations due to the absence of any dilutive financial instruments during the period.

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	
	30/06/2024	31/12/2023	30/06/2024	31/12/2023
Net asset value (S\$'000)	<u>198,549</u>	<u>323,890</u>	<u>881,953</u>	<u>875,912</u>
Number of issued shares excluding treasury shares ('000)	<u>2,646,960</u>	<u>2,647,075</u>	<u>2,646,960</u>	<u>2,647,075</u>
Net asset value per ordinary share based on issued share capital at the end of the period	<u>\$0.075</u>	<u>\$0.122</u>	<u>\$0.333</u>	<u>\$0.331</u>

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 Group's revenue relates to distributions by HKT and distributions from financial assets, at fair value through other comprehensive income ("FVOCI"). Distributions by HKT amounted to \$1.7 million as compared to \$1.6 million in 1H2023. Distributions from financial assets, at FVOCI were significantly higher at \$5.8 million in 1H2024, as compared to \$25K in 1H2023, reflecting the distribution of proceeds from disposal by Foxdale of part of its shares in NN Group N. V., in 1H2024 as Foxdale's fund is wound down and disposal proceeds returned to its shareholders.

Total expenses for 1H2024 amounted to \$8.0 million compared to \$12.4 million for 1H2023. The decrease was mainly due to a decrease in finance expenses of \$2.4 million which was mainly due to decreased interest costs resulting from a reduction in average borrowings from \$291 million in 1H2023 to \$193 million in 1H2024 and net foreign exchange gains of \$1.4 million in 1H2024 (from intercompany loans by subsidiaries) as compared to net foreign exchange losses of \$0.8 million in 1H2023.

The Group's share of loss of associated companies for 1H2024 was \$17.4 million as compared to \$17.2 million for 1H2023. These included the Group's share of loss from PCCW for 1H2024 of \$18.0 million as compared to loss of \$18.8 million for 1H2023.

The Group's share of profit of its 49.87% associated company KSH was \$0.6 million profit in 1H2024 (1H2023: \$1.5 million profit). The decrease in profit of KSH was mainly due to a decrease in air import revenue and an increase in tax expenses.

The Group recorded a loss attributable to equity holders of \$17.5 million for 1H2024 as compared to \$28.2 million for 1H2023.

The Company holds a 22.66% stake in PCCW. To give further perspective on PCCW whose results are material, we provide the PCCW Interim Results Announcement table and the PCCW Letter to Shareholders shown in italics below:

- *Viu reached 11.7 million paid subscribers and added more than 110 new titles*
- *ViuTV hit 3.2 million digital membership and managing 65 performing artists*
- *Revenue increased 5% to HK\$17,698 million*
 - *HKT revenue excluding Mobile product sales increased by 3% to HK\$15,683 million*
 - *OTT Business revenue up 12% to HK\$1,089 million*
 - *Free TV & Related Business revenue up 23% to HK\$480 million*
- *EBITDA increased 1% to HK\$5,672 million*
 - *HKT EBITDA up 3% to HK\$6,168 million*
 - *OTT Business EBITDA up 39% to HK\$229 million*
 - *Free TV & Related Business EBITDA up 10% to HK\$91 million*
- *Interim dividend of 9.77 HK cents per ordinary share*

As a leader in technology, media, and telecommunications, PCCW remains committed to developing high-quality services and entertainment that appeal to our local and overseas customers. With rising disposable incomes across countries in Southeast Asia ("SEA") and growing interest in regional content, the addressable market for our entertainment content is substantial and expanding. Our strategic focus is on driving profitable growth by prudently scaling our video streaming and domestic TV operations while benefitting from the stability and resilience of HKT Limited ("HKT").

Cementing Viu's regional leadership with locally relevant content

Since its launch in 2015, Viu has sustained its robust performance and established itself as a leading video streaming service provider in the region. It is currently available in 16 markets across SEA, the Middle East, and South Africa. By the end of June 2024, we reached a milestone of 11.7 million paid subscribers. The market-specific pricing and flexible terms of our subscription plans are in line with the viewing habits of today's consumers. Our localised content strategy further enhances our market penetration and user acquisition.

The addition of over 110 new titles during the period contributed to subscriber growth. On top of crowd-pleasing Korean titles, we have responded to the demand for content diversity with a growing selection of Chinese and Thai programmes, which have received critical acclaim and are gaining traction across SEA. Our Viu Originals, tailored for local audiences, continue to resonate with viewers, topping multiple charts and further strengthening our foothold in markets across SEA and the Middle East. The rebalancing of our content portfolio will also help drive the margin improvement to achieve cashflow breakeven in the near term.

We maintained a strong pipeline of live events to engage and retain Viu-ers across SEA, including fan meets with top stars in Singapore, Indonesia, and Malaysia. Having expanded our partnerships during the period, we are collaborating with telecom service providers, device manufacturers, digital payment services, and online e-commerce platforms to further extend our market reach and distribution channels.

Nurturing talent & extending the reach of our repertoire

ViuTV, our free-to-air service in Hong Kong, showcased a distinctive array of productions during the period. The captivating drama series, reality shows, and films led to an increase in viewership and reach, resulting in a 6% increase in digital membership to reach an impressive 3.2 million members.

Our movies have garnered accolades and international exposure, increasing the potential for our talent to explore broader opportunities. By distributing our content to 11 markets worldwide, we have established an international presence that paves the way for future growth.

In response to continued demand for live performances, several of our expanded roster of 65 artists performed at our sold-out concerts in Hong Kong and participated in overseas projects. We have extended our reach further by making selected performances available on our MakeALive live event streaming platform, enabling global audiences to participate simultaneously.

Benefitting from the stability & resilience of HKT

HKT has been building upon its solid foundation to transform our business from a telecom service provider to a technology solutions enabler. Leveraging our unique integrated fibre and mobile network, we have extended our service from connectivity to a broad array of innovative solutions for our customers, whether they be individuals, households or enterprises. Our strategic initiatives have enabled us to navigate the complex economic landscape whilst our continuous progression and latest technology applications provide the fuel for our future growth.

Delivering stable financial performance & adopting a prudent dividend policy

PCCW delivered a solid set of interim results for the six months ended 30 June 2024 with 5% growth in revenue and 1% growth in EBITDA on the back of greater contributions from our Media businesses and cost efficiencies at HKT. As a result, the board of Directors has declared an interim dividend of 9.77 HK cents per ordinary share for the six months ended 30 June 2024.

Whilst PCCW continues to benefit from the steady and robust growth of HKT, we will adopt a prudent dividend policy that prioritises the strengthening of our financial position for sustainable growth while also striving to provide attractive returns for our shareholders. We will regularly review this policy in order to adapt to changing circumstances and optimising shareholder value.

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

N.A.

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 results of the Group are substantially dependent on the results of the Group's major investment, PCCW.

Please refer to the entirety of PCCW's Interim Results Announcement for the 6 months ended 30 June 2024 which is separately released and announced by PCCW for details and insights into its performance and outlook.

11. If a decision regarding dividend has been made:-

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

Yes.

(b)(i) Current Financial Period Reported On

Name of Dividend	Interim Dividend
Dividend Type	Cash
Dividend Rate	1.12 cents per ordinary share
Tax Rate	One-tier tax exempt

(b)(ii) Previous Corresponding Period

Nil

(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).

One-tier tax exempt.

(d) The date the dividend is payable.

The payment date of the dividends will be announced at a later date.

(e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

The notice of the closure of the Register of Members and Transfer Books of the Company for the purposes of determining the entitlement of the dividends will be announced at a later date.

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

N.A.

- 13. If the Group has obtained a general mandate from shareholders for Interested Person Transactions (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 obtained a general mandate from the shareholders of the Company for interested person transactions on 16 April 2024. During the financial period under review, the following interested person transactions were entered into by the Group:

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than \$100,000)
N.A.	N.A.	None, all IPTs below \$100,000	-

- 14. Negative confirmation pursuant to Rule 705(5). (Not required for announcement on full year results).**

The Directors have confirmed that, to the best of their knowledge, nothing has come to their attention which may render the unaudited financial results for the six months ended 30 June 2024 to be false or misleading in any material aspect.

- 15. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1).**

The Company hereby confirms that it has procured undertakings from all its directors and executive officers under Rule 720(1).

BY ORDER OF THE BOARD

Lim Beng Jin
Company Secretary
26/07/2024