



GSH CORPORATION LIMITED

CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2022

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A. CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Note	The Group			The Group		
		2nd Half Year Ended 31 December			12 months Ended 31 December		
		31.12.2022	31.12.2021	+/-	31.12.2022	31.12.2021	+/-
		Unaudited	Unaudited		Unaudited	Audited	
		S\$'000	S\$'000	%	S\$'000	S\$'000	%
Revenue	4	44,227	56,031	(21%)	86,077	95,780	(10%)
Cost of Sales		(34,445)	(51,773)	(33%)	(63,358)	(89,507)	(29%)
Gross profit		9,782	4,258	>100%	22,719	6,273	>100%
Other net income		12,796	1,362	>100%	13,762	2,767	>100%
Selling and marketing expenses		(1,305)	(1,877)	(30%)	(3,021)	(2,569)	18%
Administrative expenses		(11,511)	(8,871)	30%	(20,633)	(16,236)	27%
Other expenses		(428)	(11)	>100%	(444)	(13)	>100%
Results from operating activities		9,334	(5,139)	Nm	12,383	(9,778)	Nm
Finance income		440	188	>100%	643	576	12%
Finance expenses		(13,598)	(11,000)	24%	(24,916)	(20,771)	20%
Net finance costs	8	(13,158)	(10,812)	22%	(24,273)	(20,195)	20%
Loss before tax	6	(3,824)	(15,949)	(76%)	(11,890)	(29,973)	(60%)
Tax (expense)/credit	7	(1,653)	(876)	89%	1,082	774	40%
Loss for the period		(5,477)	(16,825)	(67%)	(10,808)	(29,199)	(63%)
Loss attributable to:							
Owners of the Company		(4,117)	(10,925)	(62%)	(7,777)	(21,038)	(63%)
Non-controlling interests		(1,360)	(5,900)	(77%)	(3,031)	(8,161)	(63%)
Loss for the period		(5,477)	(16,825)	(67%)	(10,808)	(29,199)	(63%)

	The Group			The Group			
	2nd Half Year Ended 31 December			12 months Ended 31 December			
	31.12.2022	31.12.2021	+/-	31.12.2022	31.12.2021	+/-	
	Unaudited	Unaudited		Unaudited	Audited		
		S\$'000	S\$'000	%	S\$'000	S\$'000	%
Other comprehensive loss ("OCI"), net of tax							
Item that are or may be reclassified subsequently to profit or loss:							
Debt investments at fair value through OCI							
- net change in fair value		-	-	Nm	-	138	Nm
- loss on derecognition reclassified to profit or loss		-	-	Nm	-	(783)	Nm
Exchange differences on monetary items forming part of net investments in foreign operations		(8,140)	(200)	>100%	(13,464)	(2,816)	>100%
Foreign currency translation differences relating to foreign operations		(18,352)	2,362	>100%	(27,392)	1,887	>100%
Other comprehensive (loss)/income, net of tax		(26,492)	2,162	>100%	(40,856)	(1,574)	>100%
Total comprehensive loss for the period		(31,969)	(14,663)	>100%	(51,664)	(30,773)	68%
Total comprehensive loss attributable to:							
Owners of the Company		(24,147)	(9,986)	>100%	(39,319)	(24,483)	61%
Non-controlling interests		(7,822)	(4,677)	67%	(12,345)	(6,290)	96%
Total comprehensive loss for the period		(31,969)	(14,663)	>100%	(51,664)	(30,773)	68%

Nm - Not meaningful

B. CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER

	Note	Group		Company	
		31.12.2022	31.12.2021	31.12.2022	31.12.2021
		Unaudited S\$'000	Audited S\$'000	Unaudited S\$'000	Audited S\$'000
ASSETS					
Property, plant and equipment	9	422,003	427,830	27,177	27,652
Investment property	10	4,531	4,557	-	-
Subsidiaries		-	-	40,171	56,825
Deferred tax assets		917	833	540	540
Non-current assets		427,451	433,220	67,888	85,017
Development properties	11	543,919	549,880	-	-
Contract costs		2,292	4,164	-	-
Contract assets		8,271	52,434	-	-
Inventories	12	5,349	11,233	-	-
Trade and other receivables	13	47,088	34,756	838	589
Amounts due from related parties		631	671	552,326	545,440
Tax receivables		1,689	1,563	-	-
Time deposits		2,519	2,505	-	-
Cash and cash equivalents		91,169	71,048	4,589	30,963
Current assets		702,927	728,254	557,753	576,992
Total assets		1,130,378	1,161,474	625,641	662,009
EQUITY					
Share capital	14	343,458	343,458	343,458	343,458
Treasury shares		(5,580)	(5,580)	(5,580)	(5,580)
Reserves		(66,430)	(34,888)	908	908
Accumulated profits/(losses)		37,818	45,595	(40,183)	(20,735)
Equity attributable to owner of the Company		309,266	348,585	298,603	318,051
Non-controlling interests		125,221	137,566	-	-
Total equity		434,487	486,151	298,603	318,051
LIABILITIES					
Trade and other payables	15	416	416	-	-
Contract liabilities		1,436	1,336	-	-
Loans and borrowings	16	333,220	314,820	194,800	203,337
Deferred tax liabilities		38,819	43,841	-	-
Non-current liabilities		373,891	360,413	194,800	203,337
Trade and other payables	15	89,634	85,055	2,244	3,121
Contract liabilities		46,518	20,235	-	-
Amounts due to related parties		34,997	37,198	15,818	15,507
Loans and borrowings	16	150,791	172,360	114,116	121,933
Current tax liabilities		60	62	60	60
Current liabilities		322,000	314,910	132,238	140,621
Total liabilities		695,891	675,323	327,038	343,958
Total equity and liabilities		1,130,378	1,161,474	625,641	662,009

C. CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY

Group	Attributable to owners of Company									
	Share capital	Treasury Shares	Asset				Accumulated profits	Total	Non-controlling interest	Total Equity
			revaluation reserves	Translation reserves	Capital reserves	Fair value reserves				
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
As at 1 January 2022	343,458	(5,580)	4,132	(39,928)	908	-	45,595	348,585	137,566	486,151
Total comprehensive loss for the year										
Loss for the period	-	-	-	-	-	-	(7,777)	(7,777)	(3,031)	(10,808)
Other comprehensive loss:										
Foreign currency translation differences relating to foreign operations	-	-	-	(18,078)	-	-	-	(18,078)	(9,314)	(27,392)
Exchange differences on monetary items forming part of net investment in foreign operations	-	-	-	(13,464)	-	-	-	(13,464)	-	(13,464)
Total other comprehensive income, net of tax	-	-	-	(31,542)	-	-	-	(31,542)	(9,314)	(40,856)
Total comprehensive loss for the year	-	-	-	(31,542)	-	-	(7,777)	(39,319)	(12,345)	(51,664)
As at 31 December 2022	343,458	(5,580)	4,132	(71,470)	908	-	37,818	309,266	125,221	434,487

Group	Attributable to owners of Company									
	Share capital	Treasury Shares	Asset				Accumulated profits	Total	Non-controlling interest	Total Equity
			revaluation reserves	Translation reserves	Capital reserves	Fair value reserves				
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
As at 1 January 2021	343,458	(5,580)	4,132	(37,128)	-	645	66,633	372,160	114,548	486,708
Total comprehensive loss for the year										
Loss for the period	-	-	-	-	-	-	(21,038)	(21,038)	(8,161)	(29,199)
Other comprehensive loss/ (income):										
Foreign currency translation differences relating to foreign operations	-	-	-	16	-	-	-	16	1,871	1,887
Exchange differences on monetary items forming part of net investment in a foreign operation	-	-	-	(2,816)	-	-	-	(2,816)	-	(2,816)
Gain on derecognition of debt investment FVOCI reclassified from OCI to profit or loss	-	-	-	-	-	(783)	-	(783)	-	(783)
Net change in fair value debt investments at FVOCI	-	-	-	-	-	138	-	138	-	138
Total other comprehensive (loss)/income, net of tax	-	-	-	(2,800)	-	(645)	-	(3,445)	1,871	(1,574)
Total comprehensive loss for the year	-	-	-	(2,800)	-	(645)	(21,038)	(24,483)	(6,290)	(30,773)
Changes in ownership interests in subsidiaries										
Capital injection in subsidiary with non-controlling interests	-	-	-	-	-	-	-	-	29,308	29,308
Total transactions with owners	-	-	-	-	-	-	-	-	29,308	29,308
Transactions with owners, recognised directly in equity										
Contributions by owners										
Issuance of convertible notes	-	-	-	-	908	-	-	908	-	908
Total transactions with owners	-	-	-	-	908	-	-	908	-	908
As at 31 December 2021	343,458	(5,580)	4,132	(39,928)	908	-	45,595	348,585	137,566	486,151

C. CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (cont'd)						
Company						
	Share capital S\$'000	Treasury share S\$'000	Capital reserve S\$'000	Fair value reserves S\$'000	Accumulated losses S\$'000	Total S\$'000
As at 1 January 2022	343,458	(5,580)	908	-	(20,735)	318,051
Total comprehensive loss for the year						
Loss for the period	-	-	-	-	(19,448)	(19,448)
Total comprehensive loss for the year	-	-	-	-	(19,448)	(19,448)
As at 31 December 2022	343,458	(5,580)	908	-	(40,183)	298,603
2021						
	Share capital S\$'000	Treasury share S\$'000	Capital reserve S\$'000	Fair value reserves S\$'000	Accumulated losses S\$'000	Total S\$'000
As at 1 January 2021	343,458	(5,580)	-	645	(3,881)	334,642
Total comprehensive loss for the year						
Loss for the period	-	-	-	-	(16,854)	(16,854)
Other comprehensive loss						
Gain on recognition of equity investments FVOCI reclassified from OCI to retained earnings	-	-	-	(783)	-	(783)
Net change in fair value- debt investments at FVOCI	-	-	-	138	-	138
Total other comprehensive loss, net of tax	-	-	-	(645)	-	(645)
Total comprehensive loss for the year	-	-	-	(645)	(16,854)	(17,499)
Transactions with owners, recognised directly in equity						
Contributions by owners						
Issuance of convertible notes	-	-	908	-	-	908
	-	-	908	-	-	908
As at 31 December 2021	343,458	(5,580)	908	-	(20,735)	318,051

D. CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

		The Group	
		Full Year Ended 31 December	
		2022	2021
		Unaudited	Audited
		S\$'000	S\$'000
	Note		
Cash flows from operating activities			
Loss for the period		(10,808)	(29,199)
Adjustment for:			
Depreciation of property, plant & equipment	6	11,077	11,456
Interest expense	8	20,343	19,699
Interest income	8	(643)	(576)
Reversal of allowance for inventories	6	(6)	(2)
Net loss/(gain) on disposal of property, plant & equipment	6	19	(2)
Net reversal of allowance for trade receivables	6	361	(20)
(Reversal of inventories written down)/ Write-down of inventories	6	(2,387)	6,527
Net foreign exchange loss arising from fixed deposit pledged		-	1
Debt investments at fair value through other comprehensive income – reclassified to profit or loss	6	-	(783)
Net change in fair value of financial derivatives	6	-	(1,260)
Tax credit	7	(1,082)	(774)
Operating cashflows before working capital changes		16,874	5,067
Changes in:			
Development properties		(26,637)	(139,086)
Contract costs		1,872	10,526
Contracts assets/liabilities, net		70,546	(14,401)
Inventories		8,277	(8,939)
Trade and other receivables		(12,610)	34,623
Trade and other payables		7,227	18,690
Cash from/ (used in) operations		65,549	(93,520)
Tax paid, net		(532)	(2,713)
Net cash from/ (used in) operating activities		65,017	(96,233)
Cash flows from investing activities			
Acquisition of property, plant and equipment		(25,919)	(26,362)
Proceeds from disposal of other investments		-	15,955
Changes in deposits pledged		(649)	(3,367)
Changes in time deposits		(14)	43
Interest received		560	554
Proceeds from sale of property, plant and equipment		21	6
Net cash used in investing activities		(26,001)	(13,171)
Cash flows from financing activities			
Capital contribution by non-controlling interest		-	29,308
Interest paid		(21,373)	(16,014)
Payment of lease liabilities		(625)	(758)
Proceeds from loans and borrowings		379,062	243,051
Repayment of loans and borrowings		(377,574)	(162,393)
Net cash (used in)/ from financing activities		(20,510)	93,194
Net increase/ (decrease) in cash and cash equivalents		18,506	(16,210)
Effect of exchange rate changes on balances held in foreign currencies		966	2,225
Cash and cash equivalents at beginning of the period		37,503	51,488
Cash and cash equivalents at end of the period (Note A)		56,975	37,503
Note A: Cash and cash equivalents comprise:			
Cash and cash equivalents in the statement of financial position		91,169	71,048
Less: fixed deposits and cash balances pledged		(34,194)	(33,545)
Cash and cash equivalents in the consolidated statement of cash flows		56,975	37,503
Time deposits		2,519	2,505
Cash and cash equivalents and time deposits		59,494	40,008

E Notes to the condensed interim consolidated financial statements

1. Corporate information

GSH Corporation Limited (the Company) is incorporated and domiciled in Singapore and whose shares are publicly traded on the Mainboard of the Singapore Exchange. These condensed interim consolidated financial statements as at and for the six months ended 31 December 2022 comprise the Company and its subsidiaries (collectively, the Group). The primary activities of the Company is investment holding and provision of management services to its subsidiaries.

The principal activities of the Group are:

- a) Property development business
- b) Hospitality business
- c) Frozen food trading business

2. Basis of preparation

The condensed interim financial statements for the six months ended 31 December 2022 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2021.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s.

The financial statements are presented in Singapore dollars (S\$), which is the Company's functional currency.

2.1 New and amended standards adopted by the Group

The Group has early adopted the following amended standards in preparing these condensed interim financial statements:

Amendments to SFRS(I) 1-1: Classification of Liabilities as Current or Non-Current

2.2 Use of judgements and estimates

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

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

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next interim period are included in the following notes:

Note 9 – Measurement of recoverable amounts of property, plant and equipment

Note 11 – Estimation of allowance for foreseeable losses for development properties

3. Seasonal operations

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

4. Segment and revenue information

4.1 Reportable segment

	2nd Half Ended 31 December 2022					2nd Half Ended 31 December 2021				
	<u>Hospitality</u> S\$'000	<u>Property</u> S\$'000	<u>Trading</u> S\$'000	<u>Others*</u> S\$'000	<u>Total</u> S\$'000	<u>Hospitality</u> S\$'000	<u>Property</u> S\$'000	<u>Trading</u> S\$'000	<u>Others*</u> S\$'000	<u>Total</u> S\$'000
Segment revenue	19,903	17,878	6,446	1,282	45,509	10,026	32,121	13,884	1,406	57,437
Elimination of inter-segment revenue	-	-	-	(1,282)	(1,282)	-	-	-	(1,406)	(1,406)
External revenue	19,903	17,878	6,446	-	44,227	10,026	32,121	13,884	-	56,031
Interest income	49	316	26	49	440	51	106	7	24	188
Interest expense	(2,531)	(494)	1	(7,943)	(10,967)	(2,246)	(397)	(144)	(8,153)	(10,940)
<u>Other material non-cash items:</u>										
- Depreciation	(4,444)	(834)	(2)	(230)	(5,510)	(4,745)	(687)	(25)	(259)	(5,716)
- Reversal of inventories written down/ (Write-down of inventories)	-	-	531	-	531	-	-	(4,859)	-	(4,859)
Reportable segment profit/(loss) before tax	8,917	578	(876)	(12,443)	(3,824)	(4,127)	8,086	(8,128)	(11,780)	(15,949)
Tax credit/(expense)	825	(2,475)	-	(3)	(1,653)	939	(1,588)	90	(317)	(876)
Reportable segment profit/(loss) after tax	9,742	(1,897)	(876)	(12,446)	(5,477)	(3,188)	6,498	(8,038)	(12,097)	(16,825)
Reportable segment assets	345,222	745,437	9,343	30,376	1,130,378	373,017	718,665	12,915	56,877	1,161,474
Reportable segment liabilities	(163,234)	(204,884)	(736)	(327,037)	(695,891)	(173,023)	(170,162)	(3,684)	(328,454)	(675,323)
Capital expenditure	920	10,339	-	4	11,263	275	22,865	1	3	23,144

* Including general corporate activities

Geographical Information

	Revenue 2nd Half Ended 31 Dec		Non-current assets ** 2nd Half Ended 31 Dec	
	2022 S\$'000	2021 S\$'000	2022 S\$'000	2021 S\$'000
Malaysia	28,724	42,147	338,181	365,985
China	15,503	13,884	59,162	36,712
Singapore	-	-	24,660	25,133
United Arab Emirates	-	-	4,531	4,557
Total	44,227	56,031	426,534	432,387

**Non-current assets relate to the carrying amounts of investment property and property, plant and equipment

4.1 Reportable segment (cont'd)

	12 Months Ended 31 December 2022					12 Months Ended 31 December 2021				
	Hospitality S\$'000	Property S\$'000	Trading S\$'000	Others* S\$'000	Total S\$'000	Hospitality S\$'000	Property S\$'000	Trading S\$'000	Others* S\$'000	Total S\$'000
Segment revenue	32,140	41,195	12,742	2,768	88,845	17,475	46,852	31,453	2,678	98,458
Elimination of inter-segment revenue	-	-	-	(2,768)	(2,768)	-	-	-	(2,678)	(2,678)
External revenue	32,140	41,195	12,742	-	86,077	17,475	46,852	31,453	-	95,780
Interest income	83	458	34	68	643	88	396	65	27	576
Interest expense	(4,688)	(897)	(32)	(14,726)	(20,343)	(4,487)	(1,130)	(144)	(13,938)	(19,699)
<u>Other material non-cash items:</u>										
- Depreciation	(8,988)	(1,583)	(27)	(479)	(11,077)	(9,482)	(1,409)	(49)	(516)	(11,456)
- Reversal of inventories written down/ (Write-down of inventories)	-	-	2,387	-	2,387	-	-	(6,527)	-	(6,527)
Reportable segment profit/(loss) before tax	2,373	7,762	196	(22,221)	(11,890)	(11,713)	10,519	(9,440)	(19,339)	(29,973)
Tax credit/(expense)	2,193	(1,104)	-	(7)	1,082	2,571	(1,479)	(1)	(317)	774
Reportable segment profit/(loss) after tax	4,566	6,658	196	(22,228)	(10,808)	(9,142)	9,040	(9,441)	(19,656)	(29,199)
Reportable segment assets	345,222	745,437	9,343	30,376	1,130,378	373,017	718,665	12,915	56,877	1,161,474
Reportable segment liabilities	(163,234)	(204,884)	(736)	(327,037)	(695,891)	(173,023)	(170,162)	(3,684)	(328,454)	(675,323)
Capital expenditure	1,162	24,752	-	5	25,919	1,124	25,231	2	5	26,362

* Including general corporate activities

Geographical Information

	Revenue 12 months ended 31 Dec		Non-current assets** As at 31 Dec	
	2022 S\$'000	2021 S\$'000	2022 S\$'000	2021 S\$'000
Malaysia	64,278	64,327	338,181	365,985
China	21,799	31,453	59,162	36,712
Singapore	-	-	24,660	25,133
United Arab Emirates	-	-	4,531	4,557
Total	86,077	95,780	426,534	432,387

**Non-current assets relate to the carrying amounts of investment property and property, plant and equipment

4.2 Disaggregation of Revenue

	2nd Half Ended 31 December 2022				2nd Half Ended 31 December 2021			
	<u>Hospitality</u> S\$'000	<u>Property</u> S\$'000	<u>Trading</u> S\$'000	<u>Total</u> S\$'000	<u>Hospitality</u> S\$'000	<u>Property</u> S\$'000	<u>Trading</u> S\$'000	<u>Total</u> S\$'000
Types of goods or service:								
Hotel income	8,494	-	-	8,494	4,102	-	-	4,102
Golf club related income	2,920	-	-	2,920	2,295	-	-	2,295
Sales of goods	8,489	-	-	8,489	3,617	-	-	3,617
Sales of development properties	-	17,878	-	17,878	-	32,121	-	32,121
Trading	-	-	6,446	6,446	-	-	13,884	13,884
Others	-	-	-	-	12	-	-	12
	19,903	17,878	6,446	44,227	10,026	32,121	13,884	56,031
Timing of revenue recognition:								
Products transferred at a point in time	8,489	-	6,446	14,935	3,617	-	13,884	17,501
Products and services transferred over time	11,414	17,878	-	29,292	6,409	32,121	-	38,530
	19,903	17,878	6,446	44,227	10,026	32,121	13,884	56,031

	12 Months Ended 31 December 2022				12 Months Ended 31 December 2021			
	<u>Hospitality</u> S\$'000	<u>Property</u> S\$'000	<u>Trading</u> S\$'000	<u>Total</u> S\$'000	<u>Hospitality</u> S\$'000	<u>Property</u> S\$'000	<u>Trading</u> S\$'000	<u>Total</u> S\$'000
Types of goods or service:								
Hotel income	13,304	-	-	13,304	6,253	-	-	6,253
Golf club related income	5,257	-	-	5,257	4,426	-	-	4,426
Sales of goods	13,579	-	-	13,579	6,775	-	-	6,775
Sales of development properties	-	41,195	-	41,195	-	46,852	-	46,852
Trading	-	-	12,742	12,742	-	-	31,453	31,453
Others	-	-	-	-	21	-	-	21
	32,140	41,195	12,742	86,077	17,475	46,852	31,453	95,780
Timing of revenue recognition:								
Products transferred at a point in time	13,579	-	12,742	26,321	6,775	-	31,453	38,228
Products and services transferred over time	18,561	41,195	-	59,756	10,700	46,852	-	57,552
	32,140	41,195	12,742	86,077	17,475	46,852	31,453	95,780

5. Financial assets and financial liabilities (accounting classifications and 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:

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

The carrying amounts of other financial assets and liabilities (excluding advance payments to supplier, prepayment, advance payments from customers, deferred income and lease liabilities) of the Group are reasonable approximation of their fair values due to relatively short-term maturity of these financial instruments.

The fair value of the borrowings approximate their carrying amounts.

Set out below is an overview of the financial assets and financial liabilities of the Group as at 31 December 2022 and 31 December 2021:

	Carrying amounts		
	Amortised cost	Other financial liabilities	Total
	S\$'000	S\$'000	S\$'000
Group			
31 December 2022			
Financial assets not measured at fair value			
Trade and other receivables *	40,383	-	40,383
Amount due from related parties	631	-	631
Time deposits	2,519	-	2,519
Cash and cash equivalents	91,169	-	91,169
	<u>134,702</u>	<u>-</u>	<u>134,702</u>
Financial liabilities not measured at fair value			
Trade and other payables **	-	(86,157)	(86,157)
Loans and borrowings @	-	(481,656)	(481,656)
Amounts due to related parties	-	(34,997)	(34,997)
	<u>-</u>	<u>(602,810)</u>	<u>(602,810)</u>
31 December 2021			
Financial assets not measured at fair value			
Trade and other receivables *	33,595	-	33,595
Amount due from related parties	671	-	671
Time deposits	2,505	-	2,505
Cash and cash equivalents	71,048	-	71,048
	<u>107,819</u>	<u>-</u>	<u>107,819</u>
Financial liabilities not measured at fair value			
Trade and other payables **	-	(84,599)	(84,599)
Loans and borrowings @	-	(486,135)	(486,135)
Amounts due to related parties	-	(37,198)	(37,198)
	<u>-</u>	<u>(607,932)</u>	<u>(607,932)</u>

5. Financial assets and financial liabilities (accounting classifications and fair value measurement) (cont'd)

Company	Carrying amounts		
	Amortised cost	Other financial liabilities	Total
	S\$'000	S\$'000	S\$'000
31 December 2022			
Financial assets not measured at fair value			
Trade and other receivables *	275	-	275
Amounts due from related parties	552,326	-	552,326
Cash and cash equivalents	4,589	-	4,589
	<u>557,190</u>	<u>-</u>	<u>557,190</u>
Financial liabilities not measured at fair value			
Trade and other payables**	-	(2,244)	(2,244)
Loans and borrowings @	-	(308,916)	(308,916)
Amounts due to related parties	-	(15,818)	(15,818)
	<u>-</u>	<u>(326,978)</u>	<u>(326,978)</u>
31 December 2021			
Financial assets not measured at fair value			
Trade and other receivables *	487	-	487
Amounts due from related parties	545,440	-	545,440
Cash and cash equivalents	30,963	-	30,963
	<u>576,890</u>	<u>-</u>	<u>576,890</u>
Financial liabilities not measured at fair value			
Trade and other payables**	-	(3,055)	(3,055)
Loans and borrowings @	-	(325,270)	(325,270)
Amounts due to related parties	-	(15,507)	(15,507)
	<u>-</u>	<u>(343,832)</u>	<u>(343,832)</u>
* Excludes advance payments to suppliers and prepayments			
** Excludes advance payments from customers and deferred income			
@ Excludes lease liabilities			

6. Loss before taxation

6.1 Significant items

	<u>2nd Half Ended 31 December</u>			<u>Full Year Ended</u>		
	<u>31.12.2022</u>	<u>31.12.2021</u>	<u>+/-</u>	<u>31.12.2022</u>	<u>31.12.2021</u>	<u>+/-</u>
	<u>Unaudited</u>	<u>Unaudited</u>		<u>Unaudited</u>	<u>Audited</u>	
	<u>S\$'000</u>	<u>S\$'000</u>	<u>%</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>%</u>
Income						
Rental income	(587)	(393)	49%	(1,064)	(778)	37%
Expenses						
Personnel expenses inclusive of executive directors' remuneration	10,107	6,261	61%	19,154	12,995	47%
Depreciation of property, plant and equipment	5,510	5,716	(4%)	11,077	11,456	(3%)
Foreign currency exchange loss/ (gain), net	2,634	(2)	Nm	4,576	2,332	96%
(Reversal of inventories written down)/ Write-down of inventories	(531)	4,859	Nm	(2,387)	6,527	Nm
Reversal of allowance for inventories	(3)	(1)	Nm	(6)	(2)	Nm
Net reversal of allowance for trade receivables	359	(45)	Nm	361	(20)	Nm
Bad debts written off	(1)	3	Nm	(1)	6	Nm
Adjustment for over provision of tax in respective of prior years	(135)	(407)	(67%)	(139)	(610)	(77%)
Debt investments at fair value through other comprehensive income:						
- reclassified to profit or loss	-	-	Nm	-	(783)	Nm
Net change in fair value of financial derivatives	-	-	Nm	-	(1,260)	Nm
Net loss/(gain) on disposal of property, plant and equipment	18	(2)	>100%	19	(2)	>100%
Nm - Not meaningful						

6.2 Related party transactions

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions took place between the Group and related parties during the full year ended 31 December 2022:

Three Directors subscribed for series 1 and 2 of the Company's commercial papers (3 months tenor) during the year amounting to \$25,180,000 (31 December 2021: \$Nil)

Interest expense incurred on loans and borrowings related to the directors amounted to S\$6,323,000 (31 December 2021: S\$3,089,000).

Key management personnel remuneration

	<u>2nd Half Ended 31 December</u>			<u>Full Year Ended</u>		
	<u>31.12.2022</u>	<u>31.12.2021</u>	<u>+/-</u>	<u>31.12.2022</u>	<u>31.12.2021</u>	<u>+/-</u>
	<u>Unaudited</u>	<u>Unaudited</u>		<u>Unaudited</u>	<u>Audited</u>	
	<u>S\$'000</u>	<u>S\$'000</u>	<u>%</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>%</u>
Key management personnel remuneration is as follows:						
Short term employee benefits	1,025	907	13%	1,924	1,913	1%
Post-employment benefits (including Central Provident Fund)	46	29	59%	84	61	38%
	<u>1,071</u>	<u>936</u>	<u>72%</u>	<u>2,008</u>	<u>1,974</u>	<u>38%</u>

7. Taxation

The Group calculates the period 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 interim consolidated statement of profit or loss are:

	2nd Half Ended			12 Months Ended		
	31.12.2022	31.12.2021	+/-	31.12.2022	31.12.2021	+/-
	Unaudited S\$'000	Unaudited S\$'000	%	Unaudited S\$'000	Audited S\$'000	%
Corporate income tax expense	(12)	(127)	(91%)	(178)	(351)	(49%)
Deferred income tax expense relating to origination and reversal of temporary differences	(1,055)	(50)	>100%	2,484	2,465	Nm
Withholding tax	(586)	(699)	(16%)	(1,224)	(1,340)	(9%)
	(1,653)	(876)	89%	1,082	774	40%

Nm - Not meaningful

8. Net finance costs

	2nd Half Ended			12 Months Ended		
	31.12.2022	31.12.2021	+/-	31.12.2022	31.12.2021	+/-
	Unaudited S\$'000	Unaudited S\$'000	%	Unaudited S\$'000	Audited S\$'000	%
Interest income	440	188	>100%	643	576	12%
Finance income	440	188	>100%	643	576	12%
Interest expense from:						
- bank and other loans	(9,551)	(9,008)	6%	(17,988)	(16,429)	9%
- lease liabilities	(446)	(296)	51%	(776)	(591)	31%
- Others	(543)	(179)	>100%	(763)	(681)	12%
Amortisation of transaction costs previously capitalised	(427)	(1,520)	(72%)	(816)	(1,998)	(59%)
	(10,967)	(11,003)	(0%)	(20,343)	(19,699)	3%
Net change in fair value of financial derivatives	-	-	Nm	-	1,260	Nm
Net foreign exchange gain/ (loss)	(2,631)	3	Nm	(4,573)	(2,332)	96%
Finance expenses	(13,598)	(11,000)	24%	(24,916)	(20,771)	20%
Net finance costs recognised in profit or loss	(13,158)	(10,812)	22%	(24,273)	(20,195)	20%

Nm - Not meaningful

9. Property, plant and equipment

During the full year ended 31 December 2022, the Group added assets amounting to S\$25,919,000 (31 December 2021: S\$26,362,000) and disposed of assets amounting to S\$40,000 (31 December 2021: S\$4,000).

The Group reviews the carrying amounts of the assets as at 31 December 2022 to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount or value in use is estimated. Determining the value in use of property, plant and equipment and other long-lived assets, which require the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, require the Group to make estimates and assumptions that can materially affect the financial statements. Any resulting impairment losses could have a material adverse impact on the Group's financial condition and results of operations.

10. Investment Property

	Group	
	31.12.2022	31.12.2021
	Unaudited	Audited
	S\$'000	S\$'000
At 1 January 2022	4,557	4,472
Effect of movements in exchange rates	(26)	85
At 31 December 2022	<u>4,531</u>	<u>4,557</u>

Investment property comprises leasehold commercial property leased to external customers, held for capital appreciation and rental income. The leasehold property is situated in Jebel Ali Free Zone Area, Dubai, with an initial non-cancellable lease period of 15 years and an option to renew.

The Group has assessed the appropriateness of the fair values of investment property as at 31 December 2022, and there is no change in fair values.

11. Development properties

	Group	
	31.12.2022	31.12.2021
	Unaudited	Audited
	S\$'000	S\$'000
Development properties for sale		
Properties under development		
Land and land related costs	97,364	143,287
Development costs	260,192	210,338
	<u>357,556</u>	<u>353,625</u>
Properties under development		
Land and land related costs	194,748	205,498
Government grant utilised	(8,385)	(9,243)
	<u>186,363</u>	<u>196,255</u>
	<u>543,919</u>	<u>549,880</u>

Estimation of allowance for foreseeable losses for development properties

The Group assesses at every reporting date whether any allowance for foreseeable losses is required. The allowance for foreseeable losses is estimated after taking into account estimated selling prices and estimated total construction costs. The estimated selling prices are based on recent selling prices for the development project or comparable projects and prevailing market conditions. The estimated total construction costs are based on contracted amounts and, in respect of amounts not contracted for, management's estimates of the amounts to be incurred taking into consideration historical trends of the amounts incurred. As at the reporting date, no allowance for foreseeable losses is recognised.

12. Inventories

	Group	
	31.12.2022	31.12.2021
	Unaudited S\$'000	Audited S\$'000
Food and beverage	303	256
Spare parts and consumables	477	342
Merchandise	10	39
Trading goods	4,559	10,596
	<u>5,349</u>	<u>11,233</u>

13. Trade and other receivables

	Group		Company	
	31.12.2022	31.12.2021	31.12.2022	31.12.2021
	Unaudited S\$'000	Audited S\$'000	Unaudited S\$'000	Audited S\$'000
Trade receivables	21,922	16,601	19	11
Less: Allowance for doubtful receivables	(484)	(131)	-	-
	<u>21,438</u>	<u>16,470</u>	<u>19</u>	<u>11</u>
Deposits	1,098	1,192	1	47
Interest receivables	116	63	-	-
Other receivables	17,731	15,870	255	429
	<u>40,383</u>	<u>33,595</u>	<u>275</u>	<u>487</u>
Advances to suppliers	5,523	466	4	-
Prepayments	1,182	695	559	102
	<u>47,088</u>	<u>34,756</u>	<u>838</u>	<u>589</u>
Current	<u>47,088</u>	<u>34,756</u>	<u>838</u>	<u>589</u>

14. Share capital

	Group and Company			
	31.12.2022		31.12.2021	
	Unaudited		Audited	
	Number of shares	S\$'000	Number of shares	S\$'000
Issued and fully paid ordinary shares				
At 1 January	1,977,036,050	343,458	1,977,036,050	343,458
Treasury shares	(20,102,500)	(5,580)	(20,102,500)	(5,580)
At 31 December	<u>1,956,933,550</u>	<u>337,878</u>	<u>1,956,933,550</u>	<u>337,878</u>

The group monitors capital using a net debt equity ratio, which is adjusted net debt divided by total equity. For this purpose, adjusted net debt is defined as total loans and borrowings less cash and cash equivalents. Total equity includes equity attributable to equity holders of the Company and reserves.

14. Share capital (cont'd)

	Group	
	31.12.2022	31.12.2021
	Unaudited S\$'000	Audited S\$'000
Total loans and borrowings	484,011	487,180
Attributable to owners of the Company	445,542	456,209
Attributable to non-controlling interests	38,469	30,971
Less: Cash and cash equivalents and time deposit	(93,688)	(73,553)
Attributable to owners of the Company	(77,075)	(69,426)
Attributable to non-controlling interests	(16,613)	(4,127)
Net debts	390,323	413,627
Attributable to owners of the Company	368,467	386,783
Attributable to non-controlling interests	21,856	26,844
Total equity	434,487	486,151
Attributable to owners of the Company	309,266	348,585
Attributable to non-controlling interests	125,221	137,566
Net debt equity ratio	0.90	0.85
Net debt equity ratio (excluding non-controlling interests)	1.19	1.11

There was no treasury shares movement from 1 January 2022 to 31 December 2022.

The Company's subsidiaries do not hold any shares in the Company as at 31 December 2022 and 31 December 2021.

There were no sales, transfers, disposal, cancellation and/or use of subsidiary holdings as at 31 December 2022.

15. Trade and other payables

	Group		Company	
	31.12.2022	31.12.2021	31.12.2022	31.12.2021
	Unaudited S\$'000	Audited S\$'000	Unaudited S\$'000	Audited S\$'000
Trade payables	54,634	58,333	-	-
Accrued operating expenses	8,670	8,600	2,228	3,035
Provisions	11,464	11,464	-	-
Rental and other deposits	993	962	5	5
Other payables	10,396	5,240	11	15
	86,157	84,599	2,244	3,055
Advance payments from customers	3,307	164	-	-
Deferred income	586	708	-	66
	90,050	85,471	2,244	3,121
Non-current	416	416	-	-
Current	89,634	85,055	2,244	3,121
	90,050	85,471	2,244	3,121

16. Loans and borrowings

	Group		Company	
	31.12.2022 Unaudited S\$'000	31.12.2021 Audited S\$'000	31.12.2022 Unaudited S\$'000	31.12.2021 Audited S\$'000
Amount repayable within one year or on demand				
Secured				
Bank loans	76,763	91,011	40,777	40,895
Lease liabilities	17	66	-	-
	<u>76,780</u>	<u>91,077</u>	<u>40,777</u>	<u>40,895</u>
Unsecured				
Loan from a shareholder	50,000	-	50,000	-
Bank loans	1,240	1,213	1,240	1,213
Medium term notes	-	79,825	-	79,825
Lease liabilities	672	245	-	-
Commercial Papers Issue	22,099	-	22,099	-
	<u>74,011</u>	<u>81,283</u>	<u>73,339</u>	<u>81,038</u>
	150,791	172,360	114,116	121,933
Amount repayable after one year				
Secured				
Bank loans	251,156	232,760	114,798	122,431
Lease liabilities	-	17	-	-
	<u>251,156</u>	<u>232,777</u>	<u>114,798</u>	<u>122,431</u>
Unsecured				
Bank loans	2,348	3,588	2,348	3,588
Lease liabilities	1,666	717	-	-
Redeemable preference shares	396	420	-	-
Convertible bonds	77,654	77,318	77,654	77,318
Commercial Papers Issue	-	-	-	-
	<u>82,064</u>	<u>82,043</u>	<u>80,002</u>	<u>80,906</u>
	333,220	314,820	194,800	203,337
Total loans and borrowings	484,011	487,180	308,916	325,270

Details of any collateral

As at 31 December 2022, part of the Group's borrowings was secured by legal charges on the Group's development properties of S\$271.3 million (31 December 2021: S\$248.2 million), property, plant and equipment of S\$204.5 million (31 December 2021: S\$193.3 million), time deposits of S\$2.5 million (31 December 2021: S\$2.3 million) and cash and cash equivalents of S\$31.7 million (31 December 2021: S\$31.2 million).

17. Loss per ordinary share

	2nd Half Ended			12 Months Ended 12 December		
	31.12.2022	31.12.2021	+/- %	31.12.2022	31.12.2021	+/- %
Loss per ordinary share of the Group based on net loss attributable to shareholders:-						
i) Based on weighted average number of shares (cents)	(0.21)	(0.55)	62%	(0.40)	(1.08)	63%
-Weighted average number of shares ('000)	1,956,934	1,956,934		1,956,934	1,956,934	
ii) On a fully diluted basis (cents)	(0.17)	(0.45)	62%	(0.32)	(0.87)	63%
-Adjusted weighted average number of shares ('000)	2,417,389	2,417,389		2,417,389	2,417,389	

18. Net asset value

	Group			Company		
	31.12.2022 (S\$ cents)	31.12.2021 (S\$ cents)	+/- %	31.12.2022 (S\$ cents)	31.12.2021 (S\$ cents)	+/- %
Net asset value per ordinary share	15.81	17.81	(11%)	15.26	16.25	(6%)

19. Contingent liability**a) Appeal against judgement received for Borneo Ventures Pte Ltd**

By a High Court judgment dated 8 July 2022 (“Judgment”), the Company’s wholly owned subsidiary, Borneo Ventures Pte Ltd (“BV”) was awarded inter alia damages of MYR 26,117,500 and statutory interest of 5.33% per annum on that amount from 26 March 2014 until payment. The Judgment was the outcome of assessment of damages proceedings in the suit that BV filed against Ong Han Nam (“Ong”) (Ong is the minority shareholder and Director of The Sutera Harbour Group Sdn. Bhd.) in 2016 (“Suit”). Between 4 August 2022 to 11 August 2022, BV received payments of S\$11.68 million from Ong for the amounts awarded in the Judgment.

As of 31 December 2022, the Group has recognised the paid awarded sum as other income in its profit or loss account.

By way of background: -

- a. The companies which owned the Sutera Harbour properties had been acquired by BV on 26 March 2014.
- b. The Suit related to a breach of warranty given by Ong in the said acquisition over the ownership of a piece of land measuring 1.459 acres located within the Sutera Harbour properties where there was a purported sale of that said land to a company owned by Ong.
- c. In the Suit, the remedies sought by BV were for (1) a mandatory injunction requiring Ong to restrain his company from completing and/or enforcing the sale of the said land and to cause his company to terminate the sale and purchase agreement for the said sale, and/or (2) damages to be assessed.
- d. By a High Court judgment dated 5 May 2020, the injunction sought by BV was granted. However, this injunction was subsequently set aside on appeal. Ong was instead found liable to pay to BV damages as mentioned above.
- e. On 20 July 2022, Ong appealed against the Judgment to the Appellate Division of the High Court. The hearing for the said appeal has been fixed tentatively on 9 March 2023.

The judgement is pending, and the outcome of which is uncertain. The Group is unable to reasonably estimate the financial impact of the outcome of the appeal. Therefore no provision has been made as of 31 December 2022.

b) Pending arbitration involving Investasia Sdn. Bhd.

Reference is made to the Company’s announcement dated 8 June 2022 titled Notice of Claim for Accumulative and Consequential Losses; and Receipt of Notice of Arbitration. The Company’s subsidiary, Investasia Sdn. Bhd. has on 27 December 2022 received the Statement of Case from NTSJ Construction (M) Sdn. Bhd. The Company will make further announcements when there are material updates in respect of the abovementioned matters.

F Other information required by Listing Rule Appendix 7.2

1. Review

The condensed interim consolidated statements of financial position of GSH Corporation Limited and its subsidiaries as at 31 December 2022 and the related condensed interim consolidated profit or loss and other comprehensive income, condensed interim consolidated statement of changes in equity and condensed interim consolidated statement of cash flows for the twelve-month period then ended and certain explanatory notes have not been audited or reviewed.

2. 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 also the number of shares that may be issued on conversion of all the outstanding convertibles 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.

As at 31 December 2022, up to 460,454,952 (31 December 2021: up to 460,454,952) new shares of the Company may be issued upon conversion of the Convertible Bonds that were issued by the Company on 12 October 2021.

3. 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.

Profit and Loss

Group revenue for 2H2022 decreased by 21% to S\$44.2 million, generating an operating profit of S\$9.3 million (2H2021: operating loss of S\$5.1 million), and a net loss after tax of S\$5.5 million (2H2021: S\$16.8 million).

On a segmental basis, the Group's property business registered a 44% decline in revenue to S\$17.9 million. In 2H2021, Eaton Residences was completed. Arising from which, a substantial amount of progressive sales was recognised for that period.

The Group's hospitality segment posted a 99% increase in revenue to S\$19.9 million in 2H2022 as Malaysia had eased its movement control restrictions since Q2 2022, which led to a strong recovery of the Group's hospitality business.

Other income in 2H2022 rose by S\$11.4 million to S\$12.8 million, mainly from the awarded sum in the Judgement as explained in Note 19(a).

Selling and marketing expenses in 2H2022 decreased by S\$0.6 million to S\$1.3 million, as a result of lower marketing expenses incurred in 2H2022 for the Group's PRC property project as compared to 2H 2021 when the project was launched.

Administrative expenses in 2H2022 rose by S\$2.6 million to S\$11.5 million, from higher personnel expenses incurred in 2H2022, after the Group reinstated certain portions of staff salaries in its hospitality business, coupled with the increase in utilities expenses.

Other expenses in 2H2022 increased from S\$11,000 to S\$0.4 million, mainly arising from the provisional impairment of trade receivables.

Finance expenses in 2H2022 rose by S\$2.6 million to S\$13.6 million, mainly attributed to the foreign exchange losses arising from the weakening Malaysian Ringgit.

Statement of Financial Position

The decrease in contract assets, from S\$52.4 million as at 31 December 2021 to S\$8.3 million as at 31 December 2022, was due mainly to the transfer of S\$44.1 million to trade receivables upon handover of vacant possession of Eaton Residences project in 2022.

The decline in inventories, from S\$11.2 million as at 31 December 2021 to S\$5.3 million as at 31 December 2022, was due mainly to the reduction in frozen pork inventories.

The increase in trade and other receivables, from S\$34.8 million as at 31 December 2021 to S\$47.1 million as at 31 December 2022, was mainly attributed to the increase in trade receivables for the Eaton Residences project and increase in advances to suppliers for the Coral Bay project.

The increase in total contract liabilities, from S\$21.6 million as at 31 December 2021 to S\$48.0 million as at 31 December 2022, was for the higher advances received from contractual customers for the Group's PRC project.

The decrease in total loans and borrowings, from S\$487.2 million as at 31 December 2021 to S\$484.0 million as at 31 December 2022, was the result of loan repayments made in 2022.

Cash Flow Analysis

For the full year ended 31 December 2022, the Group's operating cash flow before working capital changes was S\$16.9 million. After adjusting for working capital changes, it recorded a net cash inflow from operating activities of S\$65.0 million.

The Group registered a net cash outflow from investing activities of S\$26.0 million, mainly due to the addition of property, plant and equipment of S\$25.9 million.

The Group recorded a net cash outflow from financing activities of S\$20.5 million, from interest payment of S\$21.4 million.

Use of Proceeds from The Rights Issue

The Company refers to its announcements on 30 June 2021, 2 July 2021, 13 August 2021, 8 September 2021, 16 September 2021, 8 October 2021, 12 October 2021 and 15 October 2021, 2 December 2021, 25 February 2022, 13 April 2022, 26 April 2022 and 7 July 2022 and the offer information statement dated 16 September 2021 (the "OIS") issued by the Company in relation to the Rights Issue (as defined in the OIS) (the "Rights Issue"). Unless otherwise defined herein or the context otherwise requires, all capitalised terms used in this announcement shall bear the same meanings ascribed to them in the OIS.

The net proceeds of S\$78.0 million raised from the Rights Issue have hence been fully utilised. This comprised:

- a) repayment of shareholder's loan provided by Dr. Sam Goi of S\$32.0 million
- b) S\$17.9 million for general working capital purpose, specifically for funding of the Company's subsidiaries' property development in China and Malaysia (see our announcement dated 26 April 2022)
- c) S\$13.3 million (which originally was earmarked for general working capital purpose) was used for the repayment of a revolving working capital facility; and
- d) S\$14.8 million for repayment of existing loans and interest

Note:

(1) The Company had utilised S\$13.3 million towards the repayment of an existing revolving working capital facility to save on the interest payable under that facility, in view of the rising interest environment. Following such repayment, the facility remains available to the Company for future drawdown.

Save for the S\$13.3 million payment mentioned above, all use of proceeds is in accordance with the intended use of proceeds stated in the OIS.

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

Not applicable.

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

China's reopening is expected to boost the global economy. We are hopeful that this will foster a positive effect on our hospitality and property businesses.

6. In the review of the performance, the factors leading to any material changes in contribution to turnover and earnings by the business or geographical segments.

Hospitality Business Segment

With the recovery of the hospitality industry, the Group's hospitality business registered an increase in revenue from S\$17.5 million in FY2021 to S\$32.1 million in FY2022, which resulted in the increase of the segment's revenue contribution to 37% in FY2022. (FY2021: 18%).

7. A breakdown of sales

	Group		Increase/ (Decrease) %
	Full Year Ended 31 December		
	2022 Unaudited S\$'000	2021 Unaudited S\$'000	
<u>First Half</u>			
Revenue reported for the first half year	41,850	39,749	5.3%
Loss after tax reported for the first half year	(5,331)	(12,374)	(56.9%)
<u>Second Half</u>			
Revenue reported for the second half year	44,227	56,031	(21.1%)
Loss after tax reported for the second half year	(5,477)	(16,825)	(67.4%)

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

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

No

(b) (i) *Amount per share*

None

(ii) *Previous corresponding period*

None

(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 whether 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 pm) will be registered before entitlements to the dividend are determined.

Not Applicable

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

No dividend has been declared as the Group is conserving its funds for working capital.

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

The Company does not have a general mandate for IPTs.

11. 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 confirms it has procured the undertakings.

12. 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(13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

Pursuant to Rule 704(13) of the Listing Manual, we confirm that there is no person occupying managerial positions in the Company or any of its principal subsidiaries who is a relative of a Director or Chief Executive Officer or Substantial Shareholder of the Company.

On behalf of the BOD

**Gilbert Ee Guan Hui
Chief Executive Officer**

**Goi Kok Ming (Wei Guoming)
Chief Operating Officer**

BY ORDER OF THE BOARD

**Lee Tiong Hock
Company Secretary
28 February 2023**