

## Unaudited Financial Statement and Dividend Announcement – Second Quarter and Half Year ended 30 June 2019

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

- 1(a) A statement of comprehensive income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year

#### Unaudited Consolidated Income Statement

	Group			Group		
	Quarter Ended 30-Jun-19	Quarter Ended 30-Jun-18	Increase / (Decrease)	Half Year Ended 30-Jun-19	Half Year Ended 30-Jun-18	Increase / (Decrease)
	S\$	S\$	%	S\$	S\$	%
<b>Revenue</b>	<b>100,644</b>	<b>501,907</b>	-80%	<b>840,224</b>	<b>1,040,474</b>	-19%
Cost of sales	(210)	(65)	223%	(248,008)	(65,386)	279%
Administrative expenses	(326,995)	(545,305)	-40%	(780,751)	(1,208,326)	-35%
Other income - net	7,503,859	150,452	>500%	7,518,750	374,156	>500%
Other expenses - net	(543,406)	(3,130)	>500%	(555,163)	(3,130)	>500%
<b>Profit / (Loss) from operations</b>	<b>6,733,892</b>	<b>103,859</b>	>500%	<b>6,775,052</b>	<b>137,788</b>	nm
Finance income	29	14	107%	47	28	68%
Finance costs	(21,669)	(29,342)	-26%	(39,878)	(62,614)	-36%
Share of loss of associated company	-	-	nm	-	-	nm
<b>Profit / (Loss) before tax</b>	<b>6,712,252</b>	<b>74,531</b>	>500%	<b>6,735,221</b>	<b>75,202</b>	>500%
Income tax expense	(27,588)	-	nm	(27,588)	14,678	nm
<b>Profit / (Loss) after tax</b>	<b>6,684,664</b>	<b>74,531</b>	>500%	<b>6,707,633</b>	<b>89,880</b>	>500%
<b>Profit / (Loss) attributable to:</b>						
Owners of the Company	6,699,372	83,775	>500%	6,739,538	165,207	>500%
Non-controlling interest	(14,708)	(9,244)	59%	(31,905)	(75,327)	-58%
	<b>6,684,664</b>	<b>74,531</b>	>500%	<b>6,707,633</b>	<b>89,880</b>	>500%

nm = not meaningful

## Unaudited Consolidated Statement of Comprehensive Loss

	Group			Group		
	Quarter Ended 30-Jun-19	Quarter Ended 30-Jun-18	Increase / (Decrease)	Half Year Ended 30-Jun-19	Half Year Ended 30-Jun-18	Increase / (Decrease)
	S\$	S\$	%	S\$	S\$	%
Profit / (Loss) after tax	6,684,664	74,531	>500%	6,707,633	89,880	>500%
<b>Other comprehensive (loss)/income, net of tax:</b>						
<i>Items that may be reclassified subsequently to profit or loss:</i>						
Exchange differences on translation of foreign operations	23,483	(91,677)	nm	16,024	(76,771)	nm
<b>Other comprehensive (loss) / income for the period, net of tax</b>	<b>23,483</b>	<b>(91,677)</b>	<b>nm</b>	<b>16,024</b>	<b>(76,771)</b>	<b>nm</b>
<b>Total comprehensive (loss)/income for the period</b>	<b>6,708,147</b>	<b>(17,146)</b>	<b>nm</b>	<b>6,723,657</b>	<b>13,109</b>	<b>&gt;500%</b>
<b>Total comprehensive (loss)/income attributable to:</b>						
Owners of the Company	6,722,855	(7,902)	nm	6,755,562	88,436	>500%
Non-controlling interest	(14,708)	(9,244)	59%	(31,905)	(75,327)	-58%
	<b>6,708,147</b>	<b>(17,146)</b>	<b>nm</b>	<b>6,723,657</b>	<b>13,109</b>	<b>&gt;500%</b>

nm = not meaningful

## Notes to the Statement of Comprehensive Income (Loss)/Profit before tax is after crediting/(charging):

	Group		Group	
	Quarter Ended 30-Jun-19	Quarter Ended 30-Jun-18	Half Year Ended 30-Jun-19	Half Year Ended 30-Jun-18
	S\$	S\$	S\$	S\$
Depreciation and amortisation expenses	(9,803)	(47,439)	(34,654)	(184,787)
Dilution gain from investment in associated company to financial assets, available-for-sale	-	-	-	-
Fair value gain on financial liability, at fair value through profit or loss	-	-	-	83,368
Fair value loss on financial assets, at fair value through profit or loss	-	-	-	-
Finance income	29	14	47	28
Finance costs	(21,669)	(29,342)	(39,878)	(62,614)
Financial guarantee expense	(514,614)	-	(514,614)	-
Foreign exchange (loss)/gain - net	(678)	22,901	(12,435)	153,080
Write back of Put Options Liabilities	7,500,000	-	7,500,000	-
Write back of impairment loss on trade and other receivables	-	-	14,702	-
Property, plant and equipment written off	-	-	-	(3,130)

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

	<b>Group</b>		<b>Company</b>	
	As at	As at	As at	As at
	30 June 2019	31 December 2018	30 June 2019	31 December 2018
	S\$	S\$	S\$	S\$
<b>ASSETS</b>				
<b>Current Assets</b>				
Cash and bank balances	67,649	476,057	10,206	24,753
Trade receivables	216,343	-	-	-
Other current assets	4,960,854	5,521,235	4,292,175	4,813,730
Amount due from subsidiaries	-	-	292,003	-
<b>Total Current Assets</b>	<b>5,244,846</b>	<b>5,997,292</b>	<b>4,594,384</b>	<b>4,838,483</b>
<b>Non-Current Assets</b>				
Investments in subsidiaries	-	-	5	5
Financial assets, available-for-sale	2	2	-	-
Property, plant and equipment	17,430	35,339	15,921	21,585
Intangible assets	250,000	250,000	-	-
Other non-current assets	372	6,820	-	-
<b>Total Non-Current Assets</b>	<b>267,804</b>	<b>292,161</b>	<b>15,926</b>	<b>21,590</b>
<b>Total Assets</b>	<b>5,512,650</b>	<b>6,289,453</b>	<b>4,610,310</b>	<b>4,860,073</b>
<b>Current Liabilities</b>				
Trade and other payables	10,268,264	10,350,277	5,453,881	6,344,318
Financial guarantee contracts	8,042,356	8,042,356	8,042,356	8,042,356
Put Options liabilities	17,000,000	24,500,000	17,000,000	24,500,000
Borrowings	1,238,365	1,156,812	609,434	258,328
<b>Total Current Liabilities</b>	<b>36,548,985</b>	<b>44,049,445</b>	<b>31,105,671</b>	<b>39,145,002</b>
<b>Non-Current Liabilities</b>				
Financial liability, at fair value through profit or loss	2,459,353	2,459,353	-	-
<b>Total Non-Current Liabilities</b>	<b>2,459,353</b>	<b>2,459,353</b>	<b>-</b>	<b>-</b>
<b>Total Liabilities</b>	<b>39,008,338</b>	<b>46,508,798</b>	<b>31,105,671</b>	<b>39,145,002</b>
<b>Equity Attributable to Owners of the Company</b>				
Share capital	120,312,067	120,312,067	120,312,067	120,312,067
Accumulated losses	(144,076,355)	(150,815,893)	(148,027,347)	(155,816,915)
Foreign currency translation reserve	580,983	564,959	85,919	85,919
Other reserve	(10,429,690)	(10,429,690)	-	-
Equity component of convertible notes	1,134,000	1,134,000	1,134,000	1,134,000
<b>Total Shareholders' Funds</b>	<b>(32,478,995)</b>	<b>(39,234,557)</b>	<b>(26,495,361)</b>	<b>(34,284,929)</b>
<b>Non-controlling Interests</b>	<b>(1,016,693)</b>	<b>(984,788)</b>	<b>-</b>	<b>-</b>
<b>Total Equity</b>	<b>(33,495,688)</b>	<b>(40,219,345)</b>	<b>(26,495,361)</b>	<b>(34,284,929)</b>
<b>Total Liabilities and Equity</b>	<b>5,512,650</b>	<b>6,289,453</b>	<b>4,610,310</b>	<b>4,860,073</b>

**1(b)(ii) Aggregate amount of group's borrowings and debt securities**

**(A) Amount repayable in one year or less, or on demand**

As at 30 June 2019		As at 31 December 2018	
S\$	S\$	S\$	S\$
Secured	Unsecured	Secured	Unsecured
1,238,365	-	1,156,812	-

**(B) Amount repayable after one year**

As at 30 June 2019		As at 31 December 2018	
S\$	S\$	S\$	S\$
Secured	Unsecured	Secured	Unsecured
-	-	14,334	-

**(C) Whether the amounts are secured or unsecured**

The amounts are secured by plant and equipment, personal guarantee from key management personnel, the proceeds from sales of media content and debenture on assets.

**(D) Details of any collateral:**

- (1) The Group's motor vehicles are purchased under Hire Purchase and are secured by the said vehicles.
- (2) The Company is a corporate guarantor to a fund managed by a former subsidiary for the fund's investee company secured redeemable notes. The Company has a back to back indemnity from the former subsidiary for the amount guaranteed by the Company and is working towards the eventual release of the corporate guarantee. The company has made a provision for the corporate guarantee expenses amounting to US\$6,040,770 in Year 2016. The group has entered into a deed of settlement with Philip Asia on 18 May 2018 and shall make an aggregate payment of S\$2 million ("Total Settlement Amount") to Phillip Asia. To date the Company have settled a sum of SGD200,000 based on the repayment schedule in the deed.
- (3) Term loans are granted to subsidiaries which are secured by personnel guarantee from key management personal and proceeds from sales of media content and debenture on assets.

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

	Group		Group	
	Quarter Ended 30 June 2019	Quarter Ended 30 June 2018	Half Year Ended 30 June 2019	Half Year Ended 30 June 2018
	S\$	S\$	S\$	S\$
<b>Cash flows from operating activities:</b>				
(Loss)/Profit before tax	6,712,252	74,531	6,735,221	75,202
Adjustments for:				
Corporate guarantee expense			-	-
Depreciation and amortisation expenses	9,803	47,439	34,654	184,787
Fair value loss / (gain) on financial liability, at fair value	-	0	-	(83,368)
Finance costs	21,669	29,342	39,878	62,614
Finance income	(29)	(14)	(47)	(28)
Financial guarantee (write back) / expense	514,614	-	514,614	-
Property, plant and equipment written off	-	3,130	-	3,130
Put Options Liabilities Write Back	(7,500,000)		(7,500,000)	
Write back of impairment loss on other receivables	-	-	(14,702)	-
Unrealised foreign currency loss/(gain) & translation gain	(7,887)	(203,111)	(3,589)	(113,561)
<b>Operating cash flows before changes in working capital</b>	<b>(249,578)</b>	<b>(48,683)</b>	<b>(193,971)</b>	<b>128,776</b>
Changes in working capital:				
Trade and other receivables and other current assets	383,978	(113,934)	365,188	(243,769)
Trade and other payables	(536,266)	91,198	(648,362)	(235,759)
<b>Net cash (used in)/from operations</b>	<b>(401,866)</b>	<b>(71,419)</b>	<b>(477,145)</b>	<b>(350,752)</b>
Income tax paid	(27,588)	-	(27,588)	14,678
<b>Net cash (used in)/from operating activities</b>	<b>(429,454)</b>	<b>(71,419)</b>	<b>(504,733)</b>	<b>(336,074)</b>
<b>Cash flows from investing activities:</b>				
Interest received	29	14	47	28
Purchase of property, plant and equipment	(16,759)	3	(16,759)	(1,117)
<b>Net cash from/(used in) investing activities</b>	<b>(16,730)</b>	<b>17</b>	<b>(16,712)</b>	<b>(1,089)</b>
<b>Cash flows from financing activities:</b>				
Advances from related parties	223,912	-	275,401	-
Proceeds from borrowings	320,342	(110,000)	357,434	190,000.00
Repayment of borrowings	-	210,679	(265,503)	(54,185)
Repayment of finance leases	(1,956)	(24,612)	(10,305)	(39,771)
Advances from/(Repayment to) former subsidiaries and related	(91,167)	(95,226)	(243,990)	9,750
<b>Net cash generated from financing activities</b>	<b>451,131</b>	<b>(19,159)</b>	<b>113,037</b>	<b>105,794</b>
Net increase/(decrease) in cash and cash equivalents	4,947	(90,561)	(408,408)	(231,369)
Cash and cash equivalents at the beginning of the year	62,702	177,690	476,057	318,498
<b>Cash and cash equivalent at the end of the quarter</b>	<b>67,649</b>	<b>87,129</b>	<b>67,649</b>	<b>87,129</b>

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

	Share Capital	Accumulated Losses	Foreign Currency Translation Reserve	Other Reserves	Fair Value Reserve	Equity Component of Convertible Notes	Total	Non-Controlling Interest	Total Equity
	S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$
<b>Group</b>									
<b><u>3 months ended 30 June 2019</u></b>									
At 1 April 2019	120,312,067	(150,775,727)	557,500	(10,429,690)	-	1,134,000	(39,201,850)	(1,001,985)	(40,203,835)
Conversion of shares from convertible notes	-	-	-	-	-	-	-	-	-
Profit / (Loss)	-	6,699,372	-	-	-	-	6,699,372	(14,708)	6,684,664
Other Comprehensive income	-	-	23,483	-	-	-	23,483	-	23,483
Total comprehensive income/(loss)	-	6,699,372	23,483	-	-	-	6,722,855	(14,708)	6,708,147
<b>Balance as at 30 June 2019</b>	<b>120,312,067</b>	<b>(144,076,355)</b>	<b>580,983</b>	<b>(10,429,690)</b>	<b>-</b>	<b>1,134,000</b>	<b>(32,478,995)</b>	<b>(1,016,693)</b>	<b>(33,495,688)</b>
<b>GROUP</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
<b><u>3 months ended 30 June 2018</u></b>									
At 1 April 2018	120,312,067	(150,799,758)	582,327	(10,429,690)	-	1,134,000	(39,201,054)	(1,059,647)	(40,260,701)
Conversion of shares from convertible notes	-	-	-	-	-	-	-	-	-
Profit / (Loss)	-	83,775	-	-	-	-	83,775	(9,244)	74,531
Other Comprehensive income	-	-	(91,677)	-	-	-	(91,677)	-	(91,677)
Total comprehensive income/(loss)	-	83,775	(91,677)	-	-	-	(7,902)	(9,244)	(17,146)
<b>Balance as at 30 June 2018</b>	<b>120,312,067</b>	<b>(150,715,983)</b>	<b>490,650</b>	<b>(10,429,690)</b>	<b>-</b>	<b>1,134,000</b>	<b>(39,208,956)</b>	<b>(1,068,891)</b>	<b>(40,277,847)</b>

	Share Capital	Accumulated Losses	Foreign Currency Translation Reserve	Equity Component of Convertible Notes	Total
	S\$	S\$	S\$	S\$	S\$
<b>COMPANY</b>					
<b><u>3 months ended 30 June 2019</u></b>					
At 1 April 2019	120,312,067	(155,269,092)	85,919	1,134,000	(33,737,106)
Issue of ordinary shares	-	-	-	0	-
Profit / (Loss)	-	7,241,745	-	-	7,241,745
Total comprehensive loss	-	7,241,745	-	-	7,241,745
<b>Balance as at 30 June 2019</b>	<b>120,312,067</b>	<b>(148,027,347)</b>	<b>85,919</b>	<b>1,134,000</b>	<b>(26,495,361)</b>
<b>COMPANY</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>		<b>S\$</b>
<b><u>3 months ended 30 June 2018</u></b>					
At 1 April 2018	120,312,067	(154,286,405)	85,919	1,134,000	(32,754,419)
Issue of ordinary shares	-	-	-	-	-
Profit / (Loss)	-	(42,162)	-	-	(42,162)
Total comprehensive loss	-	(42,162)	-	-	(42,162)
<b>Balance as at 30 June 2018</b>	<b>120,312,067</b>	<b>(154,328,567)</b>	<b>85,919</b>	<b>1,134,000</b>	<b>(32,796,581)</b>

	Share Capital	Accumulated Losses	Foreign Currency Translation Reserve	Other Reserves	Fair Value Reserve	Equity Component of Convertible Notes	Total	Non- Controlling Interest	Total Equity
Group	S\$	S\$	S\$	S\$	S\$		S\$	S\$	S\$
<b>6 Months ended 30 June 2019</b>									
At 1 January 2019	120,312,067	(150,815,893)	564,959	(10,429,690)	-	1,134,000	(39,234,557)	(984,788)	(40,219,345)
Profit / (Loss) for the Year	-	6,739,538	-	-	-	-	6,739,538	(31,905)	6,707,633
Other comprehensive income / (loss)	-	-	16,024	-	-	-	16,024	-	16,024
Total comprehensive income / (loss)	-	6,739,538	16,024	-	-	-	6,755,562	(31,905)	6,723,657
<b>Balance as at 30 June 2019</b>	<b>120,312,067</b>	<b>(144,076,355)</b>	<b>580,983</b>	<b>(10,429,690)</b>	<b>-</b>	<b>1,134,000</b>	<b>(32,478,995)</b>	<b>(1,016,693)</b>	<b>(33,495,688)</b>
<b>Group</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
<b>6 Months ended 30 June 2018</b>									
At 1 January 2018	120,312,067	(150,881,190)	567,421	(10,429,690)	-	1,134,000	(39,297,392)	(993,564)	(40,290,956)
Profit / (Loss) for the Year	-	165,207	-	-	-	-	165,207	(75,327)	89,880
Other comprehensive income / (loss)	-	-	(76,771)	-	-	-	(76,771)	-	(76,771)
Total comprehensive income / (loss)	-	165,207	(76,771)	-	-	-	88,436	(75,327)	13,109
<b>Balance as at 30 June 2018</b>	<b>120,312,067</b>	<b>(150,715,983)</b>	<b>490,650</b>	<b>(10,429,690)</b>	<b>-</b>	<b>1,134,000</b>	<b>(39,208,956)</b>	<b>(1,068,891)</b>	<b>(40,277,847)</b>

	Share Capital	Accumulated Losses	Foreign Currency Translation Reserve	Equity Component of Convertible Notes	Total
Company	S\$	S\$	S\$	S\$	S\$
<b>6 Months ended 30 June 2019</b>					
At 1 January 2019	120,312,067	(155,816,915)	85,919	1,134,000	(34,284,929)
Profit / (Loss) for the Year	-	7,789,568	-	-	7,789,568
Total comprehensive Profit / (Loss)	-	7,789,568	-	-	7,789,568
<b>Balance as at 30 June 2019</b>	<b>120,312,067</b>	<b>(148,027,347)</b>	<b>85,919</b>	<b>1,134,000</b>	<b>(26,495,361)</b>
<b>Company</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>		<b>S\$</b>
<b>6 Months ended 30 June 2018</b>					
At 1 January 2018	120,312,067	(154,319,313)	85,919	1,134,000	(32,787,327)
Profit / (Loss) for the Year	-	(9,254)	-	-	(9,254)
Total comprehensive Profit / (Loss)	-	(9,254)	-	-	(9,254)
<b>Balance as at 30 June 2018</b>	<b>120,312,067</b>	<b>(154,328,567)</b>	<b>85,919</b>	<b>1,134,000</b>	<b>(32,796,581)</b>

- 1(d)(ii) Details of any changes in the Company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as 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 changes in the Company's paid-up capital were as follows:

Issued and fully paid (ordinary shares ("Shares"))	No. of Shares	Share Capital (S\$)
<b>As at 1 April 2019</b>	<b>1,238,708,804</b>	<b>120,312,067</b>
NIL	Nil	Nil
<b>As at 30 June 2019</b>	<b>1,238,708,804</b>	<b>120,312,067</b>

The number of Shares that may be issued on conversion of the outstanding convertibles as at 30 June 2019 is as follows:

Details	No. of Shares that may be issued	Share Capital (S\$)
There are S\$0.85 million shares that may be issued on conversion of all the outstanding convertibles. The remaining convertible notes of S\$48.75 million which has yet to drawn down. For illustrative purposes, the table shows the number of Shares to be issued assuming full conversion of the convertible notes at the conversion price of S\$0.0016. There are no treasury shares as at the end of the current financial period and as at end of the immediately preceding financial year.	31,000,000,000	49,600,000

- 1(d)(iii) 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**

	As at 30 June 2019	As at 31 December 2018
Total number of issued shares	1,238,708,804	1,238,708,804
Less: Treasury Shares	Nil	Nil
Total number of issued shares excluding treasury shares	1,238,708,804	1,238,708,804

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

Not applicable.

- 2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard).**

The financial results of the Group for the quarter ended 30 June 2019 have not been audited or reviewed.

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

The financial results of the Group for the quarter ended 30 June 2019 have not been audited or reviewed.



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

The Group has applied the same accounting policies and methods of computation as in the most recently audited financial statements as at 31 December 2017.

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 changes.**

The Group has adopted the same accounting policies and method of computations in the financial statements for the current financial period reported as in the last audited financial statements, as well as all the applicable Financial Reporting Standards ("FRS") which became effective for the financial year beginning on or after 1 January 2019. The adoption of these new and revised FRS has no material effect for the current financial period.

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**

**Earnings per share**

	Group		Group	
	Quarter ended 30 June 2019	Quarter ended 30 June 2018	Half Year ended 30 June 2019	Half Year ended 30 June 2018
Loss per ordinary share for the year after deducting any provision for preference dividend:-				
Basic and fully diluted				
Group (Singapore cents)	0.54	0.01	0.54	0.01
Weighted average number of ordinary shares for the purposes of computing basic and diluted earnings per share	1,238,708,804	1,238,708,804	1,238,708,804	1,238,708,804
(Loss)/Profit attributable to owners of the Company (S\$)	6,699,372	83,775	6,739,538	165,207

7. **Net asset value (for the issuer and the group) per ordinary share based on issued share capital of the issuer at the end of the (a) current period reported on and (b) immediately preceding financial year**

	As at 30 June 2019	As at 31 December 2018
Net asset value per ordinary share based on existing issued share capital at the end of the period :-		
(l) Based on number of ordinary shares		
Group (Singapore cents)	(2.62)	(3.17)
Company (Singapore cents)	(2.14)	(2.77)
Number of shares in issue applicable to net asset value per ordinary share	1,238,708,804	1,238,708,804

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss 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. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

(a) **Income Statement**

**Revenue**

For Q2 FY2019, revenue decreased by S\$0.40 million or by 80% from S\$0.50 million in Q2 FY2018 to S\$0.10 million in Q2 FY2019.

For HY FY2019, revenue decreased by S\$0.20 million or by 19% from S\$1.04 million in HY FY2018 to S\$0.84 million in HY FY2019 were mainly due to lower revenue recorded from fund management and preschool units which was cushioned with the revenue recorded from media sales in Q12019.

**Profit/(Loss) before tax**

The group recorded a profit before tax of approximately S\$6.71 million and S\$6.74 million for both Q2 FY2019 and HY FY2019 respectively as compared to S\$0.07 million and S\$0.08 million for Q2 FY2018 and HY FY2018 respectively. The better profit was mainly due to the write back of contingent put option liability as it has expired.

**Comprehensive (loss) / income**

The Group recorded other comprehensive income of approximately S\$0.02 million for both Q2 FY2019 and HY FY2019 respectively as compared to a comprehensive loss of S\$0.09 million and S\$0.08 million in both Q2 FY2018 and HY FY2018 respectively. These were due to the exchange differences on translation of foreign operations.

**Expenses**

- (1) **Cost of sales** in HY FY 2019 was mainly due to the media content cost for the media sales.
- (2) **Administrative expenses** decreased by approximately of S\$0.2 million in Q2 FY2019 as compared to Q2 FY2018 were mainly due to costs control exercise implemented by management, lower depreciation and rental paid as compared to the corresponding quarter in Q2 FY2018.
- (3) **Other income** increased by approximately of S\$7.3 million in Q2 FY2019 as compared to Q2 FY2018 were mainly due to the write back of contingent put option liability as it has expired.
- (4) **Other expenses** decreased by approximately of S\$0.54 million in Q2 FY2019 as compared to Q2 FY2018 due mainly to Impairment loss on receivable from subsidiaries and recognized of financial guarantee expense in Q2 FY2019 due to the decrease in the net amount of the estimated counter indemnity recoverable from a former subsidiary amounting to S\$4,280,887, as compared to the previous financial period of S\$4,795,501.
- (5) **Finance income** comprised of interest income from bank deposits.
- (6) **Finance cost** decreased by S\$7,673 or 26% in Q2 FY2019 as compared to Q2 FY2018. The decrease was mainly due to the decrease in the interest expense on other payables due to an offset expense attributable to one of the creditors.

	Q2 FY2019	Q2 FY2019	Variance
	S\$'000	S\$'000	S\$'000
Interest expenses on borrowings	-	-	-
Interest expenses on advances from other payables	22	29	(7)
Total	22	29	(7)

(b) **Consolidated Balance Sheet and Cash Flow:**

The **net current liabilities** of the Group was approximately S\$31.3 million as at 30 June 2019 as compared to net current liabilities of S\$38.1 million as at 31 December 2018. These were mainly due to write back of contingent put option liability as it has expired.

The subscription agreement was signed on 2 October 2015 for the issuance of 1% unsecured equity linked redeemable structured convertible notes due 2018. We have drawdown a total of S\$1.25 million as a working capital for the group. The remaining convertible notes of S\$48.75 million has yet to be drawn down is subject only to the resumption of trading for the Company Shares.

The decrease of approximately S\$6.8 million in net current liabilities was primarily due to:

- 1a. **Cash and Cash Equivalent** decreased by approximately S\$0.4 million. This was due to the Group having used S\$0.5 million in its operating activities and net cash generated from financing activities of S\$0.1 million.  
  
The cash generated from financing activities of S\$0.1 million was due mainly due to the proceeds from borrowings and advance from former subsidiary. The increase was partially offset by the repayment of borrowings and banks.
- 1b. The **trade receivables** increased by S\$0.2 million were mainly due to the balance to be collected from media section.
- 1c. The decrease in **other current assets** was mainly due to a reduction in the amount due from a former subsidiary which represents the estimated counter indemnity recoverable from the former subsidiary.
- 1d. **Trade and other payables** decreased by approximately S\$0.08 million mainly due to the payment made.
- 1e. **Put Options Liabilities** decreased by approximately S\$7.5 million was due to the write back of contingent put option liability as it has expired.
- 1f. **Borrowings** refer to the current portion of the bank term loans, hire purchase creditors and third party loans.

The net non-current assets of the Group as at 30 June 2019 remained consistent with preceding financial year as at 31 December 2018.

- 2a. **Property, plant and equipment** decreased due to the depreciation charged for the quarter.
- 2b. **Borrowings** refer to the convertible notes, long term portion of the bank term loans for hire purchase creditors and third party loans.
- 2c. **Financial liability, at fair value through profit or loss** refer to the long term portion of the economic right on quoted securities payable to former subsidiary. The decrease was due to fair value gain recognized for the quarter.

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

No forecast or prospect statement was made previously.

**10. A commentary at the date of the announcement of the 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 year and the next 12 months**

The Company had on 4 June 2019 received a notification of delisting from Singapore Exchange Securities Trading Limited (“SGX-ST”) (“**Notification**”). Further on 26 June 2019, the Company entered into a non-binding memorandum of understanding (the “**MOU**”) with Tremendous Opportunity Fund I LP in relation to the proposed acquisition of the entire equity interest in Tremendous Entertainment Group Ltd. by the Company (the “**Proposed Acquisition**”).

As stated in the Company’s announcement on the Proposed Acquisition dated 26 June 2019, the Company will submit an appeal and/or extension application against the Notification to SGX-ST. The Company had submitted an application to the SGX-ST and the appeal and/or extension was not granted by the SGX-ST. In view of the negative publicity in respect of the Proposed Acquisition and/or the Company, the Board and the vendor are currently reviewing the MOU and the Proposed Acquisition. The Company will update the shareholders on any material development on the Proposed Acquisition.

The Company also updated the shareholders on 23 July 2019 that the Company is not able to provide any reasonable offer to the shareholders as the Company is in a net liabilities position and none of the Company’s controlling shareholders have expressed any intention to make an exit offer.

**11. Dividend**

**(a) Current Financial Year Reported On 30 June 2019**

Any dividend declared for the current financial year reported on?

Not applicable.

**(b) Corresponding Period of the Immediately Preceding Financial Year**

Any dividend declared for the corresponding year of the immediately preceding financial year?

No dividend has been declared for the corresponding year of the immediately preceding financial year ended 31 December 2018.

**(c) Date payable**

Not Applicable.

**(d) Books closure date**

Not applicable.

**12. If no dividend has been declared/recommendeded, a statement to that effect**

No dividend has been recommended or declared by the Company for 30 June 2019 due to the current performance and financial of the Group.

## 13. Summary of Interested Person Transactions

### Summary of Interested Person Transactions for the financial period ended 30 June 2019

There is no general mandate on Interested Person Transactions.

The aggregate value of interested person transactions for the period ended 30 June 2019 is as follows:

Group				
Name of interested person and nature of transactions	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transaction conducted under shareholders' mandate pursuant to Rule 920)		Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 excluding (excluding transactions less than S\$100,000)	
	HY ended 30 June 2019	HY ended 30 June 2018	HY ended 30 June 2019	HY ended 30 June 2018
Datuk Jared Lim Chih Li	N.A.	N.A.	N.A.	N.A.
Mr. Ng Teck Wah	N.A.	N.A.	N.A.	N.A.

### Material Contracts

Save as disclosed above, there were no other material contracts of the Company and its subsidiaries involving the interests of the Managing Director, any director or controlling shareholders for the financial period ended 30 June 2019.

## 14. Confirmation pursuant to the Rule 705(5) of the listing manual

To the best of our knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited interim results of the Group for the Q2 and HY ended 30 June 2019 to be false and misleading in any material aspect.

## 15. Confirmation pursuant to the Rule 720(1) of the listing manual

The Company has procured the undertakings from all its directors and executive officers in the format set out in Appendix 7.7 under Rule 720(1) of the listing manual.

## BY ORDER OF THE BOARD

Datuk Jared Lim Chih Li  
Managing Director  
14 August 2019

Jaleeludeen Bin Abu Baker  
Audit Committee Chairman  
14 August 2019