

SHEN YAO HOLDINGS LIMITED

Condensed interim financial statements For the third quarter and nine months ended 31 March 2022

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

	Group			Group		
	3 months ended			9 months ended		
	31 March 2022	31 March 2021	Change	31 March 2022	31 March 2021	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Revenue	17,835	22,049	(19.1)	60,652	64,525	(6.0)
Cost of sales	(14,873)	(19,907)	(25.3)	(53,585)	(51,963)	3.1
Investment trading income	386	630	(38.7)	392	501	(21.8)
Other income	112	43	NM	6,401	582	NM
Expenses						
Administrative expenses	(1,546)	(1,083)	42.8	(4,232)	(3,441)	23.0
Other expenses	(1,806)	(920)	96.3	(789)	(6,339)	(87.6)
Finance costs	(84)	(192)	(56.3)	(501)	(339)	47.8
Profit before income tax	24	620	(96.1)	8,338	3,526	NM
Income tax expense	(442)	(39)	NM	(818)	(739)	10.7
(Loss)/profit for the financial period	(418)	581	NM	7,520	2,787	NM
(Loss)/profit for the financial period attributable to:						
Equity holders of the Company	(774)	757	NM	7,619	1,859	NM
Non-controlling interests	356	(176)	NM	(99)	928	NM
	(418)	581	NM	7,520	2,787	NM

NM: Not Meaningful

A. Condensed interim consolidated statement of profit or loss and other comprehensive income (cont'd)

	Group		Group	
	3 months ended		9 months ended	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
	S\$'000	S\$'000	S\$'000	S\$'000
(Loss)/profit for the financial period	(418)	581	7,520	2,787
Other comprehensive income, net of tax				
<i>Item that may be reclassified to profit or loss in subsequent periods:</i>				
Currency translation differences arising from consolidation	3,179	1,077	432	6,147
Reclassification of currency translation differences on de-registration of a subsidiary to profit or loss	-	-	-	(417)
<i>Item that will not be reclassified to profit or loss in subsequent period:</i>				
Currency translation differences arising from consolidation	(485)	(178)	(67)	(932)
Total other comprehensive income for the financial period	2,694	899	365	4,798
Total comprehensive income for the financial period	2,276	1,480	7,885	7,585
Total comprehensive income for the financial period attributable to :				
Equity holders of the Company	2,405	1,834	8,051	7,589
Non-controlling interests	(129)	(354)	(166)	(4)
	2,276	1,480	7,885	7,585
(Loss)/earnings per share for profit for the period attributable to the owners of the Company:				
Basic (SGD in cent)	(0.002)	0.002	0.023	0.006
Weighted average number of ordinary shares	33,538,322,843	32,363,140,362	33,538,322,843	32,363,140,362
Diluted (SGD in cent)	(0.002)	0.002	0.021	0.006
Weighted average number of ordinary shares	36,371,656,177	32,696,473,695	36,371,656,177	32,696,473,695

B. Condensed interim statements of financial position – Group

	Group	
	31 March 2022	30 June 2021
	S\$'000	S\$'000
ASSETS		
Non-current assets		
Property, plant and equipment	28,423	29,605
Exploration and evaluation expenditure	15,220	11,790
Mining properties	16,277	15,852
Security deposits	4,640	4,638
Financial assets at fair value through profit or loss	-*	-*
	64,560	61,885
Current assets		
Other receivables	410	1,962
Other current assets	1,135	624
Inventories	8,683	4,991
Cash and cash equivalents	2,357	6,311
Financial assets at fair value through profit or loss	83	8,982
	12,668	22,870
Total assets	77,228	84,755
LIABILITIES		
Current liabilities		
Trade and other payables	15,066	21,233
Lease liabilities	4,722	3,938
Borrowings	5,058	4,457
Convertible bonds	1,000	-
Income tax payable	814	674
	26,660	30,302
Non-current liabilities		
Lease liabilities	3,941	5,555
Convertible bonds	-	13,254
Deferred consideration	2,775	2,762
Rehabilitation and preservation provision	8,945	8,861
Other non-current liabilities	311	310
	15,972	30,742
Total liabilities	42,632	61,044
Net assets	34,596	23,711
Equity		
Share capital	308,378	305,378
Other reserves	62,949	62,949
Foreign currency translation reserves	(3,556)	(3,988)
Share based compensation reserve	12,661	12,661
Accumulated losses	(332,229)	(339,848)
	48,203	37,152
Non-controlling interests	(13,607)	(13,441)
Total equity	34,596	23,711
* Amount written down		

B. Condensed interim statements of financial position – Company

	Company	
	31 March 2022	30 June 2021
	S\$'000	S\$'000
ASSETS		
Non-current assets		
Property, plant and equipment	12	16
Investment in subsidiaries	67,791	67,791
	67,803	67,807
Current assets		
Due from subsidiaries	5,891	3,714
Other receivables	5	2
Other current assets	81	28
Cash and cash equivalents	130	15
Financial assets at fair value through profit or loss	-^	-^
	6,107	3,759
Total assets	73,910	71,566
LIABILITIES		
Current liabilities		
Trade and other payables	770	794
Due to subsidiaries	47,537	50,614
Convertible bonds	1,000	-
	49,307	51,408
Non-current liabilities		
Convertible bonds	-	13,254
	-	13,254
Total liabilities	49,307	64,662
Net assets	24,603	6,904
Equity		
Share capital	308,378	305,378
Other reserves	61,979	61,979
Share based compensation reserve	12,661	12,661
Accumulated losses	(358,415)	(373,114)
	24,603	6,904
Non-controlling interests	-	-
Total equity	24,603	6,904
^ Amount less than \$1,000		

C. Condensed interim statements of changes in equity

	Share capital	Other reserves	Foreign currency translation reserve	Share based compensation reserve	Accumulated losses	Non-controlling interests	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Group							
Balance at 1 July 2021	305,378	62,949	(3,988)	12,661	(339,848)	(13,441)	23,711
Conversion of shares from convertible bonds	3,000	-	-	-	-	-	3,000
Profit/(loss) for the financial period	-	-	-	-	7,619	(99)	7,520
Currency translation differences	-	-	432	-	-	(67)	365
Total comprehensive income for the financial period	-	-	432	-	7,619	(166)	7,885
Balance at 31 March 2022	308,378	62,949	(3,556)	12,661	(332,229)	(13,607)	34,596

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

	Share capital	Share premium	Other reserves	Foreign currency translation reserve	Share based compensation reserve	Accumulated losses	Non-controlling interests	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Group								
Balance at 1 July 2020, as previously reported	3,171	300,707	61,979	(8,355)	-	(320,453)	(12,748)	24,301
Effect of prior year restatements	-	-	-	-	-	754	-	754
Balance at 1 July 2020, as restated	3,171	300,707	61,979	(8,355)	-	(319,699)	(12,748)	25,055
Issue of Debt Conversion Shares	50	950	-	-	-	-	-	1,000
Issue of Option Shares	50	450	-	-	-	-	-	500
Issue of Employee Share Options	-	-	-	-	12,661	-	-	12,661
Changes in ownership interest in subsidiary that does not results in loss of control	-	-	970	-	-	-	(915)	55
(Loss)/profit for the financial year	-	-	-	-	-	(20,149)	966	(19,183)
Other comprehensive income for the financial year, net of tax	-	-	-	4,784	-	-	(744)	4,040
Reclassification of currency translation differences on de-registration of a subsidiary to profit or loss	-	-	-	(417)	-	-	-	(417)
Total comprehensive income for the financial year	-	-	-	4,367	-	(20,149)	222	(15,560)
Effect of re-domiciliation	302,107	(302,107)	-	-	-	-	-	-
Balance at 30 June 2021	305,378	-	62,949	(3,988)	12,661	(339,848)	(13,441)	23,711

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

	Share capital	Share premium	Other reserves	Share based compensation reserve	Accumulated losses	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Company						
Balance at 1 July 2021	305,378	-	61,979	12,661	(373,114)	6,904
Conversion of shares from convertible bonds	3,000	-	-	-	-	3,000
Profit and total comprehensive income for the financial period	-	-	-	-	14,699	14,699
Balance at 31 March 2022	308,378	-	61,979	12,661	(358,415)	24,603
Balance at 1 July 2020	3,171	300,707	61,979	-	(345,171)	20,686
Issue of Debt Conversion Shares	50	950	-	-	-	1,000
Issue of Option Shares	50	450	-	-	-	500
Issue of Employee Share Options	-	-	-	12,661	-	12,661
Loss and total comprehensive income for the financial year	-	-	-	-	(27,943)	(27,943)
Effect of re-domiciliation	302,107	(302,107)	-	-	-	-
Balance at 30 June 2021	305,378	-	61,979	12,661	(373,114)	6,904

D. Condensed interim consolidated statement of cash flows

	Group	
	9 months ended	
	31 March 2022	31 March 2021
	S\$'000	S\$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	8,338	3,526
Adjustments for:-		
Amortisation of mining properties	5,695	3,932
Amortisation of discount on provision for rehabilitation and preservation	40	41
Depreciation of property, plant and equipment	5,021	5,116
Exploration and evaluation expenditure written-off	-	220
Fair value loss on financial assets at fair value through profit or loss	-	976
Fair value gain on fair value through profit or loss financial liabilities (redeemable convertible bonds)	(6,254)	-
Gain on de-registration of a subsidiary	-	(417)
Loss/(gain) on disposal of property, plant and equipment	225	(59)
Interest income	(8)	(31)
Interest expense	461	298
Operating profit before working capital changes	13,518	13,602
Changes in operating assets and liabilities:-		
Inventories	(3,692)	(4,689)
Other receivables	1,556	(186)
Other current assets	(511)	(2,080)
Trade and other payables	(436)	3,503
Other liabilities	(5,696)	5,253
Currency translation adjustments	32	3,661
Cash generated from operations	4,771	19,064
Interest received	8	31
Interest paid	(451)	(260)
Net taxation paid	(686)	(625)
Net cash generated from operating activities	3,642	18,210
CASH FLOWS FROM INVESTING ACTIVITIES		
Additions to mining properties	(6,034)	(9,352)
Exploration and evaluation expenditure	(3,276)	(6,381)
Purchase of financial assets at fair value through profit or loss	-	(4,602)
Proceeds from sale of financial assets at fair value through profit or loss	8,895	-
Purchase of property, plant and equipment	(1,963)	(907)
Proceeds from disposal of property, plant and equipment	32	540
Net cash used in investing activities	(2,346)	(20,702)

D. Condensed interim consolidated statement of cash flows (cont'd)

	Group	
	9 months ended	
	31 March 2022	31 March 2021
	S\$'000	S\$'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issue of Option Shares	-	500
Net proceeds from borrowings	601	-
Net (repayment of)/proceeds from convertible bonds	(3,000)	1,000
Net repayment of lease liabilities	(2,768)	(2,899)
Return from/(additions to) security deposits	20	(5)
Net cash used in financing activities	(5,147)	(1,404)
Net decrease in cash and cash equivalents	(3,851)	(3,896)
Cash and cash equivalents at beginning of the financial period	6,211	7,863
Effect of currency translation on cash and cash equivalents	(103)	224
Cash and cash equivalents at end of the financial period	2,257	4,191

For the purpose of presenting the consolidated statement of cash flows, the consolidated cash and cash equivalents comprise the following:

Cash and cash equivalents on the consolidated statement of financial position	2,357	4,291
Less: fixed deposit pledged	(100)	(100)
Cash and cash equivalents per consolidated statement of cash flows	2,257	4,191

E. Notes to the condensed interim consolidated financial Statements

1. Corporate information

Shen Yao Holdings Limited (the "Company") is listed on the Catalist Board of the Singapore Exchange Securities Trading Limited. The registered office of the Company is 9 Temasek Boulevard, #24-01 Suntec Tower 2, Singapore 038989.

These condensed interim consolidated financial statements as at and for the financial period ended 31 March 2022 comprise the Company and its subsidiaries (collectively, the "Group").

The Company's immediate and ultimate holding company is Yaaoo Capital Pte. Ltd., incorporated and domiciled in Singapore.

The principal activities of the Company are those of investments, investment holding and strategic investments and other related activities. The principal activities of the subsidiaries are those of gold mining, gold exploration, strategic investments, investment holding and other related activities.

2. Basis of Preparation

The condensed interim financial statements for the financial period ended 31 March 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 30 June 2021.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s ("**Standards**"), except for the adoption of new and amended standards as set out in Note 2.1.

The condensed interim financial statements are presented in Singapore dollar which is the Company's functional currency.

2.1. New and amended standards adopted by the Group

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

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.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 30 June 2021.

Estimates and judgments are continually evaluated and are based on historical experience and on other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the condensed interim financial statements is included in the following notes:

(a) *Contingent liabilities arising from legal proceedings*

Certain legal proceedings (same as that disclosed in the most recently audited annual financial statements as at 30 June 2021) are pending against the Group. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcome. The cases and claims against the Group often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law. In the normal course of business, the Group consults with legal counsel and certain other experts on matters related to litigation.

The Group recognises a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

As of 31 March 2022, no provision (31 March 2021: Nil) was recognised in relation to contingent liabilities which arose from legal proceedings.

2.2. Use of judgements and estimates (cont'd)

(b) *Exploration and evaluation expenditure*

The future recoverability of capitalised exploration and evaluation expenditure is dependent on a number of factors, including whether the Group decides to exploit the related lease itself or, if not, whether it successfully recovers the related exploration and evaluation asset through sale.

Factors which could impact the future recoverability include the level of ore reserves and mineral resources, future technological changes which could impact the cost of mining, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices.

In addition, exploration and evaluation expenditure is capitalised if activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves. To the extent that it is determined in the future that this capitalised expenditure should be written off, this will reduce profits and net assets in the period in which this determination is made.

During the current interim period, there was no write-off (31 March 2021: \$220,000) in relation to exploration and evaluation expenditure.

Where the entity has sufficient information to make a decision whether an area of interest is economically feasible, the exploration and evaluation expenditure will be reclassified to mining properties. The accumulated costs for the relevant area of interest will then be amortised over the mine life of the area according to the rate of depletion.

(c) *Investigations by the CAD*

In April 2014, the Company and one of its subsidiaries were served notices by the CAD of the Singapore Police Force in relation to an investigation into an offence under the Securities and Futures Act, Chapter 289. As the CAD has not provided details of its investigation, management is unable to ascertain (i) whether the investigation would have an impact on the Group's and the Company's ongoing business operations; and (ii) the significance of adjustments, if any, that may arise from the investigation, to the financial statements.

Information about assumption and estimation uncertainties that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next interim period are included in the following notes:

(a) *Impairment of non-current assets*

Property, plant and equipment, right-of-use assets, mining properties and exploration and evaluation expenditure are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

The recoverable amounts of these assets and, where applicable, CGU, have been determined based on the higher of fair value less cost to sell and value in use calculations. These calculations involve the use of estimates and assumptions such as forecasted revenue and operating costs and discount rate. These estimates and assumption involve significant management judgement and are affected by future market and economic conditions. Changes to these estimates and assumptions could result in a change in the carrying value of these assets.

During the interim period, no impairment loss (31 March 2021: Nil) was recognised on the Group's non-current assets.

(b) *Estimated net realisable value of inventories*

The calculation of net realisable value (NRV) for ore stockpiles, gold in circuit and bullion on hand involves significant judgement and estimation in relation to timing and cost of processing, gold prices, exchange rates and processing recoveries. A change in any of these assumptions will alter the estimated NRV and may therefore impact the carrying value of inventories.

(c) *Ore reserves, mineral resource and exploration target*

The Group estimates ore reserves, mineral resources and exploration targets based on information compiled by competent persons. Ore reserves and mineral resources are categorised based on the level of geological confidence and the economic viability of extraction. Resources are an identified mineral occurrence with reasonable prospects for eventual economic extraction and reserves are the economically mineable part of a resource where appropriate assessments demonstrate that economic extraction can be reasonably justified. An exploration target is a hypothetical view of a mineralised reef which is not necessarily economic. It is not a mineral resource or ore reserve. There is no guarantee that tonnages will be either realised or economic. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, production costs, metal prices, mining control, dilution or other relevant issues. Ore reserves, mineral resources, exploration targets, if applicable, determined in this way are taken into account in the calculation of depreciation, amortisation, impairment, mining properties and rehabilitation expenditure.

2.2. Use of judgements and estimates (cont'd)

(c) Ore reserves, mineral resource and exploration target (cont'd)

The determination of ore reserves, mineral resources, exploration targets and mine life affects the Group's financial performance and financial position including asset carrying values impacted by estimated future cash flows, depreciation and amortisation charges, impairment and rehabilitation provision.

(d) Amortisation of mining properties

Mining property expenditure is amortised on a cost per ounce basis utilising estimates of total production and projected total capitalised cost. The amortisation method is reviewed quarterly and any changes in expected production and future expenditure on capitalised mine development are accounted for by changing the amortisation calculation, which is a change in accounting estimate.

During the interim period, amortisation of mining properties recognised was \$5,695,000 (31 March 2021: \$3,932,000).

(e) Estimated useful life and residual value of property, plant and equipment

Items of property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives. Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of the property, plant and equipment, therefore future depreciation charges could be revised. Management estimates the useful lives of the individual items of property, plant and equipment to be within 2 to 10 years.

Any changes in the expected useful lives of these assets would affect the net carrying amount of property, plant and equipment and the depreciation charges for the financial period.

(f) Rehabilitation and preservation provision

Provision is made for environmental rehabilitation and preservation costs when the related environmental disturbance occurs, based on the net present value of estimated future costs. The ultimate cost of environmental disturbance is uncertain and management uses its judgement and experience to provide for these costs over the life of the operations. Cost estimates can vary in response to many factors including changes to the relevant legal or local/national government ownership requirements, the Group's environmental policies, the emergence of new restoration techniques, the timing of the expenditures and the effects of inflation. Experience gained at other mine or production sites is also a significant consideration.

Cost estimates are updated throughout the life of the operation. The expected timing of expenditure included in cost estimates can also change, for example in response to changes in ore reserves, production rates, operating licence or economic conditions. Expenditure may occur before and after closure and can continue for an extended period of time depending on the specific site requirements. Some expenditure can continue into perpetuity.

Cash flows must be discounted if this has a material effect. The selection of appropriate sources on which to base calculation of the risk free discount rate used for this purpose also requires judgement.

As a result of all of the above factors, there could be significant adjustments to the provision for close down, restoration and clean-up costs which would affect future financial results.

(g) Impairment of investments in subsidiaries

Management performs an impairment assessment of the Company's investments in subsidiaries whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable. When any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and value in use) of the asset is estimated to determine the impairment loss or write back of impairment. The determination of fair value less cost to sell involves estimation of the fair values of the underlying assets and liabilities of the subsidiary, less incremental costs for disposing the asset. When value in use calculations are undertaken, management estimates the expected future cash flows from the asset or CGU and choose a suitable discount rate in order to calculate the present value of those cash flows.

3. Seasonal operations

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

4. Segment and revenue information

The Group is organised into the following main business segments:

- Segment 1: Gold mining and exploration; and
- Segment 2: Investment holdings

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

4.1 Reportable segments

	Gold mining and exploration	Investment holdings	Consolidated
	S\$'000	S\$'000	S\$'000
3 months ended 31 March 2022			
Total segment revenue	17,835	-	17,835
Revenue from external parties	17,835	-	17,835
Investment trading income	-	386	386
Interest income	3	-	3
Miscellaneous income	-	109	109
Total other income	3	109	112
Total revenue and other income	17,838	495	18,333
Depreciation	(1,511)	(211)	(1,722)
Amortisation of mining properties	(1,818)	-	(1,818)
Finance expense	(57)	(27)	(84)
Segment profit/(loss)	2,398	(2,374)	24
Profit before taxation			24
Taxation			(442)
Loss for the interim period			(418)
Segment assets	74,291	2,937	77,228
Total assets per statement of financial position			77,228
Expenditures for segment non-current assets			
- Additions to PPE	2,208	173	2,381
- Additions to mining properties	1,407	-	1,407
- Exploration and evaluation expenditure	1,610	-	1,610
	5,225	173	5,398
Segment liabilities	36,032	5,786	41,818
Current income tax liabilities			814
Total liabilities per statement of financial position			42,632

4.1 Reportable segments (cont'd)

	Gold mining and exploration	Investment holdings	Consolidated
	S\$'000	S\$'000	S\$'000
3 months ended 31 March 2021 (Restated)			
Total segment revenue	22,049	-	22,049
Revenue from external parties	22,049	-	22,049
Investment trading income	-	630	630
Interest income	5	1	6
Miscellaneous income	-	37	37
Total other income	5	38	43
Total revenue and other income	22,054	668	22,722
Depreciation	(1,574)	(117)	(1,691)
Amortisation of mining properties	(1,552)	-	(1,552)
Finance expense	(113)	(79)	(192)
Segment profit/(loss)	1,596	(976)	620
Profit before taxation			620
Taxation			(39)
Profit for the interim period			581
Segment assets	70,431	14,516	84,947
Total assets per statement of financial position			84,947
Expenditures for segment non-current assets			
- Additions to PPE	6,149	1	6,150
- Additions to mining properties	6,051	-	6,051
- Exploration and evaluation expenditure	1,775	-	1,775
	13,975	1	13,976
Segment liabilities	38,467	10,636	49,103
Current income tax liabilities			1,649
Total liabilities per statement of financial position			50,752

4.1 Reportable segments (cont'd)

	Gold mining and exploration	Investment holdings	Consolidated
	S\$'000	S\$'000	S\$'000
9 months ended 31 March 2022			
Total segment revenue	60,652	-	60,652
Revenue from external parties	60,652	-	60,652
Investment trading income	-	392	392
Interest income	8	-	8
Miscellaneous income	-	6,393	6,393
Total other income	8	6,393	6,401
Total revenue and other income	60,660	6,785	67,445
Depreciation	(4,505)	(516)	(5,021)
Amortisation of mining properties	(5,695)	-	(5,695)
Finance expense	(199)	(302)	(501)
Segment profit	5,587	2,751	8,338
Profit before taxation			8,338
Taxation			(818)
Profit for the interim period			7,520
Segment assets	74,291	2,937	77,228
Total assets per statement of financial position			77,228
Expenditures for segment non-current assets			
- Additions to PPE	2,916	986	3,902
- Additions to mining properties	6,034	-	6,034
- Exploration and evaluation expenditure	3,276	-	3,276
	12,226	986	13,212
Segment liabilities	36,032	5,786	41,818
Current income tax liabilities			814
Total liabilities per statement of financial position			42,632

4.1 Reportable segments (cont'd)

	Gold mining and exploration	Investment holdings	Consolidated
	S\$'000	S\$'000	S\$'000
9 months ended 31 March 2021 (Restated)			
Total segment revenue	64,525	-	64,525
Revenue from external parties	64,525	-	64,525
Investment trading income	-	501	501
Interest income	30	1	31
Miscellaneous income	-	551	551
Total other income	30	552	582
Total revenue and other income	64,555	1,053	65,608
Depreciation	(4,798)	(318)	(5,116)
Amortisation of mining properties	(3,932)	-	(3,932)
Finance expense	(214)	(125)	(339)
Segment profit/(loss)	10,323	(6,797)	3,526
Profit before taxation			3,526
Taxation			(739)
Earnings for the interim period			2,787
Segment assets	70,431	14,516	84,947
Total assets per statement of financial position			84,947
Expenditures for segment non-current assets			
- Additions to PPE	9,013	307	9,320
- Additions to mining properties	9,352	-	9,352
- Exploration and evaluation expenditure	6,381	-	6,381
	24,746	307	25,053
Segment liabilities	38,468	10,635	49,103
Current income tax liabilities			1,649
Total liabilities per statement of financial position			50,752

5. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group as at 31 March 2022 and 30 June 2021:

	Group		Company	
	31 March 2022	30 June 2021	31 March 2022	30 June 2021
	S\$'000	S\$'000	S\$'000	S\$'000
Financial assets				
Financial assets at FVTPL	83	8,982	-^	-^
Financial assets at amortised cost	7,687	13,006	6,027	3,732
	7,770	21,988	6,027	3,732
Financial liabilities				
Financial liabilities at FVTPL	1,000	13,254	1,000	13,254
Financial liabilities at amortised cost	27,180	33,285	48,198	51,409
	28,180	46,539	49,198	64,663

^ Amount less than \$1,000

6. Profit before taxation

6.1 Significant items

	Group			Group		
	3 months ended			9 months ended		
	31 March 2022	31 March 2021	Change	31 March 2022	31 March 2021	Change
	S\$'000	S\$'000	%			
<u>Cost of sales:-</u>						
Amortisation of mining properties	1,818	1,552	17.1	5,695	3,932	44.8
Depreciation of property, plant and equipment	1,478	1,536	(3.8)	4,404	4,703	(6.4)
<u>Other income:-</u>						
Interest income	3	6	(50.0)	8	31	(74.2)
Fair value gain on fair value through profit or loss financial liabilities (redeemable convertible bonds)	-	-	-	6,254	-	NM
Gain on de-registration of a subsidiary	-	-	-	-	417	(100.0)
Gain on lease modification	-	-	-	10	-	NM
Rental income	6	-	NM	6	-	NM
Others	103	37	NM	123	134	(8.2)
	112	43	NM	6,401	582	NM
<u>Administrative expenses:-</u>						
Depreciation of property, plant and equipment	244	154	58.4	617	413	49.4
Operating lease - rental expenses	-	1	(100.0)	3	6	(50.0)

NM: Not Meaningful

6.1 Significant items (cont'd)

	Group			Group		
	3 months ended			9 months ended		
	31 March 2022	31 March 2021	Change	31 March 2022	31 March 2021	Change
	S\$'000	S\$'000	%			
Other expenses:-						
Exploration and evaluation expenditure written off	-	3	(100.0)	-	220	(100.0)
Fair value loss on financial assets at fair value through profit or loss	-	-	-	-	976	(100.0)
Loss/(gain) on disposal of property, plant and equipment	225	(59)	NM	225	(59)	NM
Loss on foreign exchange (net)	1,455	633	NM	79	3,684	(97.9)
Other mining expenses	126	343	(63.3)	485	1,518	(68.1)
	1,806	920	96.3	789	6,339	(87.6)

NM: Not Meaningful

6.2 Related party transactions

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

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:

	Group		Group	
	3 months ended		9 months ended	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
	S\$'000	S\$'000	S\$'000	S\$'000
Current income tax expense	(442)	(39)	(818)	(739)

8. Dividend

No dividend has been declared or recommended by the board of directors of the Company ("Board" or "Directors") for the current financial period as (1) the Group's priority is to manage its cash flow prudently and responsibly to meet its financial commitments in the current highly volatile and uncertain global operating environment; and (2) due to a material uncertainty related to going concern raised by the independent auditor in the audited financial statements for the financial year ended 30 June 2021.

9. Net Asset Value

	Group	
	31 March 2022	30 June 2021
Net assets value per ordinary share based on issued share capital at end of financial period/year (in cents)	0.14	0.11
Number of ordinary shares issued at the end of the period/year	33,706,206,055	32,706,206,055

	Company	
	31 March 2022	30 June 2021
Net assets value per ordinary share based on issued share capital at end of financial period/year (in cents)	0.07	0.02
Number of ordinary shares issued at the end of the period/year	33,706,206,055	32,706,206,055

10. Financial assets at fair value through profit or loss

	31 March 2022	30 June 2021
	S\$'000	S\$'000
Financial assets measured at FVTPL		
<u>Current</u>		
Quoted equity investments	83	8,982
	83	8,982
<u>Non-current</u>		
Unquoted equity investments in Africa	—*	—*

* Amount fully impaired

11. Property, plant and equipment

During the nine months ended 31 March 2022, the Group acquired assets amounting to S\$3.9 million (31 March 2021: S\$9.3 million).

12. Borrowings

Amount repayable in one year or less, or on demand

	31 March 2022		As at 30 June 2021	
	S\$'000	S\$'000	S\$'000	S\$'000
	Secured	Unsecured	Secured	Unsecured
Lease liabilities	4,722	-	3,938	-
Borrowings	1,984	3,074	4,457	-
Convertible bonds	-	1,000	-	-
	6,706	4,074	8,395	-

Amount repayable after one year and not later than five years

	31 March 2022		As at 30 June 2021	
	S\$'000	S\$'000	S\$'000	S\$'000
	Secured	Unsecured	Secured	Unsecured
Lease liabilities	3,941	-	5,555	-
Convertible bonds	-	-	-	13,254
	3,941	-	5,555	13,254

As at 31 March 2022, the Group's lease liabilities are secured by property, plant and equipment with a net book value of S\$8.1 million (30 June 2021: S\$9.0 million).

As at 31 March 2022, the Group's borrowings of S\$2.0 million are secured by the properties with a net book value of S\$2.9 million. As at 30 June 2021, the Group's borrowings of S\$4.5 million are secured by financial assets at fair value through profit or loss ("FVTPL") of S\$8.8 million.

During the financial period, Balmaine Gold Pty Ltd ("Balmaine"), a 100% owned subsidiary held through Golden Point Group Pty Ltd, a subsidiary of the Company, entered into a loan agreement with GI 306 Pty Ltd for principal amount of A\$2.2 million with interest rate at 15% per annum. Balmaine also entered into a loan agreement with Tomson Pte. Ltd. for principal amount of up to €10 million, bearing interest rate at 5% per annum. As at 31 March 2022, €2 million loan has been drawdown.

13. Convertible Bonds

The Company had on 3 December 2020 entered into a subscription agreement with Tomson Pte Ltd (the “Subscriber” or “Bondholder”), pursuant to which the Company has agreed to issue and the Subscriber has agreed to subscribe for up to S\$10,000,000 in aggregate principal amount of 10% unlisted and redeemable bonds (the “Bonds”) (details of which are set out in the announcement released by the Company on 3 December 2020). As at the date of this announcement, eight tranches of the Bonds of an aggregate amount of S\$8,000,000 have been issued. The Bonds was initially recognised at its fair value and subsequently remeasured at fair value.

On 16 August 2021, the Bondholder has opted to exercise its right to convert, and the Company has accordingly cancelled, S\$3,000,000 in aggregate principal amount of the Bonds. Pursuant to the conversion, the Company has on 16 August 2021 issued and allotted 1,000,000,000 Conversion Shares to the Bondholder at a conversion price of S\$0.003 per share. The number of shares of the Company has increased from 32,706,206,055 Shares to 33,706,206,055 Shares.

Following the allotment and issue of the Conversion Shares, the Company has repaid S\$4.0 million principal amount of convertible bonds to the Bondholder in November 2021.

As at 31 March 2022, the outstanding principal amount of convertible bonds amounted to S\$1.0 million.

14. Share Capital

The changes in the Company’s share capital were as follows:

	No. of Shares	Share Capital S\$’000
As at 1 July 2021	32,706,206,055	305,378
New shares issued on conversion of convertible bonds of S\$3.0 million at the conversion price of S\$0.003 each on 16 August 2021	1,000,000,000	3,000
As at 31 December 2021 / 31 March 2022	33,706,206,055	308,378

The number of Shares that may be issued on the exercise of options as at 31 March 2022 and 31 March 2021 is as follows:

	No. of Shares that may be issued	Share Capital S\$’000
As at 31 March 2022		
New shares to be issued upon exercise of the Option by the Option Subscribers, with each Option carrying the right to subscribe for one Share in the Company at the exercise price of S\$0.0028 per share, on the terms and conditions of the Option Agreements	2,500,000,000	7,000
New shares to be issued on conversion of current outstanding convertible bonds of S\$1.0 million at the conversion price of S\$0.003	333,333,333	1,000
As at 31 March 2021		
New shares to be issued on conversion of current outstanding convertible bonds of S\$1.0 million at the conversion price of S\$0.003	333,333,333	1,000

There are no treasury shares or subsidiary holdings 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 total number of issued shares as at 31 March 2022 is 33,706,206,055 (30 June 2021: 32,706,206,055).

15. Subsequent events

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

F. Other Information Required by Catalyst Rules

OTHER INFORMATION

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

- 1(a)(i) 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 preceding financial year.**

Please refer to Section A – Condensed interim consolidated statement of profit or loss and other comprehensive income

- 1(a)(ii) Notes to statement of comprehensive income**

Please refer to Section E – Notes to the condensed interim consolidated financial statements

- 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.**

Please refer to Section B – Condensed interim statements of financial position

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

Please refer to Note 12 of Section E - Notes to the condensed interim consolidated financial statements

- 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.**

Please refer to Section D – Condensed interim consolidated statement of cash flows

- 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 period.**

Please refer to Section C – Condensed interim statements of changes in equity

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

Please refer to Note 14 of Section E - Notes to the condensed interim consolidated financial statements

- 1(d)(iii) 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.**

Please refer to Note 14 of Section E - Notes to the condensed interim consolidated financial statements

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

Not applicable

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

Not applicable

- 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 by the auditors of the Company.

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

The condensed consolidated statement of financial position of Shen Yao Holdings Limited and its subsidiaries as at 31 March 2022 and the related condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the nine months period then ended and certain explanatory notes have not been audited or reviewed.

3A Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:

- (a) Updates on the efforts taken to resolve each outstanding audit issue.**
- (b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.**

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

The Company's Independent Auditors, Ernst & Young LLP ("EY"), has issued a disclaimer of opinion ("Disclaimer of Opinion") in their Independent Auditors' Report dated 15 November 2021 in relation to the consolidated financial statements of the Group and the Company for FY2021. The basis for the Disclaimer of Opinion is in relation to (i) insufficient supporting documents and records and (ii) going concern.

The Board would like to provide an update on the efforts taken to resolve the outstanding audit issue in relation to insufficient documents and records.

As previously disclosed in the Annual Report for FY2021 as well as an announcement released by the Company on 18 November 2021 in response to queries raised by the SGX in relation to the Disclaimer of Opinion, this issue arose as a result of a loss of several key personnel within the finance team as well as a lack of proper handover in terms of information, documents and responsibilities. The Company has completed a skills-gap assessment, and having identified areas of weakness, have commenced the process of implementing a series of changes and adjustments such as recruiting to expand and increase the overall competency of the team, implementation of training depending on the requirement of the team and its individual team members etc..

The Company also intends to change its auditor from EY to Baker Tilly TFW LLP ("Baker Tilly") (details of which are set out in the announcement released by the Company on 4 April 2022). This will benefit the Group as Baker Tilly, prior to EY, had served as the auditors of the Company for the period between 14 September 2015 to 18 June 2021 and is familiar with the operations and financial processes of the Group. The proposed change of auditors will be subject to the consent from Accounting and Corporate Regulatory Authority of Singapore ("ACRA") for the resignation of EY and the approval of shareholders of the Company at an extraordinary general meeting to be convened in due course. EY had on 29 March 2022 applied to ACRA to seek ACRA's consent to resign as Auditors of the Company and its Singapore-incorporated subsidiaries ("Resignation Application"). The Company will update Shareholders on the outcome of the Resignation Application.

Based on current available information, the Board confirms that the impact of the outstanding audit issue on the financial statements have been adequately disclosed.

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

Please refer to Note 2.1 of Section E - Notes to the condensed interim consolidated financial statements

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 2.1 of Section E - Notes to the condensed interim consolidated financial statements

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.

Please refer to Section A – Condensed interim consolidated statement of profit or loss and other comprehensive income

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 period reported on and (b) immediately preceding financial year.

Please refer to Note 9 of Section E - Notes to the condensed interim consolidated financial statements

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.**

Financial Performance Review

9MFY2022

The Group recorded a decrease in revenue for the nine months financial period ended 31 March 2022 ("9MFY2022"). The revenue decreased to S\$60.7 million compared with S\$64.5 million for the nine months financial period ended 31 March 2021 ("9MFY2021"), mainly due to the decrease in the volume of gold sold as well as a decrease in average selling price of gold. Gold sales volume decreased from 25,722 ounces in 9MFY2021 to 24,598 ounces in 9MFY2022. Average selling price of gold decreased from S\$2,521 (equivalent to A\$2,522) in 9MFY2021 to S\$2,463 (equivalent to A\$2,496) in 9MFY2022.

The cost of sales included:

- (1) an amortisation of mining properties which increased from S\$3.9 million in 9MFY2021 to S\$5.7 million in 9MFY2022, mainly due to an increase in the gold ore processing volume from approximately 231,000 tonnes in 9MFY2021 to approximately 236,000 tonnes and higher amortisation rate in 9MFY2022;
- (2) depreciation of property, plant and equipment which decreased slightly from S\$4.7 million in 9MFY2021 to S\$4.4 million in 9MFY2022; and
- (3) a 2.75% royalty on gold extracted in the Australian state of Victoria, amounting to S\$1.5 million.

Gross profit was S\$7.1 million in 9MFY2022 compared to S\$12.6 million in 9MFY2021. The decrease in the gross profit was mainly due to the increase in amortisation of mining properties and the decrease in average head grade of ore from 4.4 g/t in 9MFY2021 to 4.1 g/t in 9MFY2022.

Investment trading income is primarily the change in fair value of financial assets, measured at fair value through profit or loss. The Group recorded a fair value gain of S\$0.4 million in 9MFY2022 compared to S\$0.5 million in 9MFY2021. The investment trading income represents the diversification of the Group's operations from the gold mining and exploration business segment to a new business segment, effective from the date of obtaining shareholders' approval to diversify the Group's existing business into the new business on 30 September 2020.

Other income recorded an increase of S\$5.8 million to \$6.4 million in 9MFY2022 as compared to \$0.6 million in 9MFY2021. This was mainly due to fair value gain on financial liabilities at FVTPL related to redeemable convertible bonds of S\$6.3 million. However, while other income in 9MFY2021 included a S\$0.4 million gain on de-registration of a subsidiary in 9MFY2021, there was no such income in 9MFY2022.

Administrative expenses increased from S\$3.4 million in 9MFY2021 to S\$4.2 million in 9MFY2022. The increase was mainly due to higher staff related expenses of S\$0.4 million as a result of increase in head count with the diversification of the Group's operations from the gold mining and exploration business segment to the new business segment, investment trading and the increase in depreciation of S\$0.2 million due to the depreciation charged on renovation and fixed assets of Plutus Mazu's new office.

The Group recorded other expenses of S\$0.8 million in 9MFY2022 compared to S\$6.4 million in 9MFY2021. Other expenses in 9MFY2022 was mainly other mining related expenses of S\$0.5 million and loss on disposal of property, plant and equipment of S\$0.2 million. Other expenses in 9MFY2021 was mainly foreign exchange loss of S\$3.7 million due to the depreciation of Singapore dollar against Australian dollar, other mining related expenses of S\$1.5 million, realised fair value losses of S\$1.0 million on financial assets at FVTPL related to gold hedging activities and exploration and evaluation expenditure written off of S\$0.2 million.

Finance costs increased to S\$0.5 million in 9MFY2022 as compared to S\$0.3 million in 9MFY2021 mainly due to interest charge of S\$0.2 million in connection to the subscription agreement entered into with Tomson Pte Ltd in December 2020.

3QFY2022

The Group recorded a decrease in revenue for the three months financial period ended 31 March 2022 ("3QFY2022"). The revenue decreased to S\$17.8 million compared with S\$22.0 million for the three months financial period ended 31 March 2021 ("3QFY2021"), mainly due to the decrease in gold sales volume from 9,246 ounces in 3QFY2021 to 6,967 ounces in 3QFY2022. The decrease in revenue was partially offset by the increase in average selling price of gold from S\$2,343 (equivalent to A\$2,343) in 3QFY2021 to S\$2,569 (equivalent to A\$2,603) in 3QFY2022.

The cost of sales included:

- (1) amortisation of mining properties which increased from S\$1.6 million in 3QFY2021 to S\$1.8 million in 3QFY2022, mainly due to an increase in the gold ore processing volume from approximately 73,000 tonnes in 3QFY2021 to approximately 76,000 tonnes and higher amortisation rate in 3QFY2022;
- (2) depreciation of property, plant and equipment was S\$1.5 million in 3QFY2022, which was comparable to 3QFY2021; and
- (3) a 2.75% royalty on gold extracted in the Australian state of Victoria, amounting to S\$0.5 million.

Gross profit was S\$3.0 million in 3QFY2022 compared to S\$2.1 million in 3QFY2021. The increase in the gross profit was mainly due to the increase in average selling price of gold as described above. This was partially offset by the increase in amortisation of mining properties, the decrease in sales volume of gold, and the decrease in average head grade of ore from 4.5g/t in 3QFY2021 to 4.2g/t in 3QFY2022.

Investment trading income is primarily the change in fair value of financial assets, measured at fair value through profit or loss. The Group recorded a decrease in fair value gain of S\$0.2 million in 3QFY2022 as compared to 3QFY2021.

Administrative expenses increased from S\$1.1 million in 3QFY2021 to S\$1.5 million in 3QFY2022. The increase was mainly due to higher staff related expenses of S\$0.1 million as a result of increase in head count with the diversification of the Group's operations from the gold mining and exploration business segment to the new business segment, investment trading and the increase in depreciation of S\$0.1 million due to the depreciation charged on renovation and fixed assets of Plutus Mazu's new office.

The Group incurred other expenses of S\$1.8 million in 3QFY2022 compared to S\$0.9 million in 3QFY2021. Other expenses in 3QFY2022 was mainly loss on foreign exchange of S\$1.4 million due to the depreciation of Singapore dollar against Australian dollar, loss on disposal of property, plant and equipment of S\$0.2 million and other mining related expenses of S\$0.1 million. Other expenses in 3QFY2021 was mainly loss on foreign exchange of S\$0.6 million and other mining related expenses of S\$0.3 million.

Financial Position Review

Current assets decreased by S\$10.2 million from S\$22.9 million as at 30 June 2021 to S\$12.7 million as at 31 March 2022. The decrease was mainly due to:

- The decrease in financial assets at FVTPL of S\$8.9 million, which was attributed to the sale of financial assets at FVTPL;
- The decrease in cash and cash equivalents of S\$4.0 million; and
- The decrease in other receivables of S\$1.6 million, which was mainly due to the decrease in amount due from brokers of S\$1.2 million.

The decrease in current assets was partially offset by:

- The increase in inventories of S\$3.7 million, mainly attributed to the higher total gold produced (26,287 ounces) as compared to the total gold sold (24,598 ounces); and
- The increase in other current assets of S\$0.5 million, due to an increase in deposits and prepayment.

Non-current assets increased by S\$2.7 million from S\$61.9 million as at 30 June 2021 to S\$64.6 million as at 31 March 2022. The increase was mainly due to:

- The increase in exploration and evaluation expenditure of S\$3.4 million, which was mainly attributed to additions of capitalised expenditure of S\$3.3 million and the currency exchange gain as a result of depreciation of SGD against AUD of S\$0.1 million; and
- The increase in mining properties of S\$0.4 million mainly attributed to the additions amounting to S\$6.0 million during the period, partially offset by amortisation charge of S\$5.7 million in 9MFY2022.

The increase in other non-current assets was partially offset by the decrease in PPE of S\$1.2 million, which was mainly attributed to depreciation of \$5.0 million, loss on disposal of PPE of S\$0.2 million. The decrease was partially offset by additions of S\$3.9 million and gain on currency exchange of \$0.2 million due to depreciation of SGD against AUD.

Current liabilities decreased from S\$30.3 million as at 30 June 2021 to S\$26.7 million as at 31 March 2022. The decrease of S\$3.6 million was mainly attributed to the decrease in trade and other payables of S\$6.2 million, mainly due to decrease in trade payables of S\$0.9 million, accrued gold royalty of S\$2.9 million and accrued geology and mining of S\$1.1 million.

The decrease in current liabilities was partially offset by:

- The increase in convertible bonds of S\$1.0 in relation to the subscription agreement entered with Tomson Pte. Ltd.;
- The increase in lease liabilities of S\$0.8 million which was mainly attributed to the lease of Plutus Mazu's new office; and
- The increase in borrowings of S\$0.6 million which was mainly attributed to A\$2.2 million loan from GI 306 Pty Ltd and €2.0 million loan from Tomson Pte. Ltd., partially offset by the decrease in revolving credit facilities with a financial institution of S\$4.5 million.

Non-current liabilities decreased from S\$30.7 million as at 30 June 2021 to S\$16.0 million as at 31 March 2022. The decrease was mainly attributed to:

- The decrease in convertible bonds due to the conversion of S\$3.0 million convertible bonds on 16 August 2021, repayment of S\$4.0 million principal amount of convertible bonds in November 2021 and the fair value adjustment of S\$6.3 million;
- The decrease in lease liabilities of S\$1.6 million which was attributed to repayment of lease liabilities in 9MFY2022;

Deferred consideration of S\$2.8 million pertains to a consideration payable to the previous owner of Owere Mines Ltd following certain production milestones being met. Further details of this deferred consideration can be found on page 94, note 27 of the Company's FY2021 annual report.

Total equity increased by S\$10.9 million from S\$23.7 million as at 30 June 2021 to S\$34.6 million as at 31 March 2022. This was mainly attributed to:

- The increase in share capital of S\$3.0 million, attributed to the conversion of S\$3.0 million convertible bonds at the conversion price of S\$0.003 each on 16 August 2021; and
- The decrease in accumulated losses from S\$339.8 million as at 30 June 2021 to S\$332.2 million as at 31 March 2022, which reflected the Group's consolidated profit attributed to equity holders for the period.
- The decrease in negative foreign currency translation reserve of S\$0.4 million to S\$3.6 million as at 31 March 2022, due to record of foreign currency difference arising from consolidation.

The Group had net current liabilities of S\$14.0 million as at 31 March 2022. However, the Group continues to generate positive cash flows from operating activities. The directors of the Company believe that the Group, barring unforeseen circumstances, will continue to generate positive cash flows from its mining operations. As such, there are reasonable grounds to believe that the Group will be able to operate as a going concern.

Cash Flow Statement

Net cash generated from operating activities in 9MFY2022 was S\$3.6 million as compared to S\$18.2 million in 9MFY2021. The net operating cash inflow was mainly due to an operating cash flow before working capital changes of S\$13.5 million, adjusted for working capital outflows of S\$8.7 million. The working capital outflows in 9MFY2022 were attributed mainly to the increase in inventories of S\$3.7 million, the increase in other current assets of S\$0.5 million, the decrease in trade and other payables of S\$0.4 million and the decrease in other liabilities of S\$5.7 million, partially offset by the decrease in other receivables of S\$1.6 million. The Group also paid income tax of S\$0.7 million and interest expense of S\$0.5 million in 9MFY2022.

Net cash used in investing activities in 9MFY2022 was S\$2.3 million as compared to S\$20.7 million in 9MFY2021. The net cash used in investing activities in 9MFY2022 was mainly attributed to expenditure on exploration, evaluation and capital development of S\$9.3 million and purchase of property, plant and equipment of S\$2.0 million, partially offset by proceeds from sale of financial assets at fair value through profit or loss of S\$8.9 million. Comparatively, the net cash used in 9MFY2021 was mainly attributed to expenditure on exploration, evaluation and capital development of S\$15.7 million, purchase of financial assets at fair value through profit or loss of S\$4.6 million and purchase of property, plant and equipment of S\$0.9 million.

Net cash used in financing activities in 9MFY2022 was S\$5.1 million, mainly attributed to the net repayment of S\$3.0 million principal amount of convertible bonds and repayment of lease liabilities of S\$2.8 million, partially offset by the proceeds from borrowings of S\$0.6 million.

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

There is no forecast or prospect statement which has been previously disclosed.

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

Notwithstanding the COVID-19 pandemic is still evolving and elevated uncertainties surrounding the global and regional economic outlook, gold production remained stable in 9MFY2022. In 9MFY2022, the Group registered a revenue of S\$61.0 million and a profit after tax of S\$7.5 million. The Board is uncertain whether the gold price could be sustained over the longer term or fluctuate significantly with the fluctuation in interest rates and inflation expectation. There are also considerable challenges for the Group's operations arising from the COVID-19 pandemic. Regardless of the progress we made in 9MFY2022, it remains vital to further improve our mining operations and milling processes, aim for higher head grade and explore more business opportunities.

11 Dividend Information

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

Nil

(b) (i) Amount per share

Nil

(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 shared).

Not applicable

(d) Date the dividend is payable

Not applicable

(e) Date on which Registrable Transfers received by the Company (up to 5pm) will be registered before entitlements to the dividend are determined

Not applicable

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

No dividend has been declared or recommended by the board of directors of the Company ("Board" or "Directors") for the current financial period as (1) the Group's priority is to manage its cash flow prudently and responsibly to meet its financial commitments in the current highly volatile and uncertain global operating environment; and (2) due to a material uncertainty related to going concern raised by the independent auditor in the audited financial statements for the financial year ended 30 June 2021.

13 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 Group does not have a general mandate from its shareholders for the Interested Person Transactions.

14 Negative confirmation by the board pursuant to Rule 705(5)

Yao Liang and Sun Shu, being two directors of the Company, have confirmed on behalf of the Board that to the best of their knowledge, nothing has come to the attention of the Board which may render the unaudited interim financial results for 3QFY2022 to be false or misleading in any material aspect.

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

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

16 Use of proceeds

The Company has previously provided updates on the use of proceeds from the issuance of the seven tranches of the Bonds via SGXNET on 7 July 2021. As at the date of this announcement, eight tranches of the Bonds have been issued, raising net proceeds of S\$7,950,000. The Company wishes to provide an update on the utilisation of the net proceeds arising from the issuance of the Bonds to the Subscriber.

The utilisation of the net proceeds of S\$7,950,000 arising from the issue of the total eight tranches of the Bonds are as follows:

Use of net proceeds	Amount allocated (S\$)	Amount utilised (S\$)	Balance as at the date of this announcement (S\$)
Group's growth and expansion plans	7,950,000	7,950,000	-

17 **Additional information required for mineral, oil and gas companies**

1) **Rule 705(6)(a) of the Catalist Rules**

a. **Use of funds/cash for the quarter – Tarnagulla Gold Project in Victoria, Australia**

In 3QFY2022, funds/cash was mainly used for the following activities, as compared to the projections:

Purpose	Amount (AUD'000)		
	Projected	Actual	Variance
Exploration and related activities	150	109	(41)
General working capital	100	61	(39)
Total	250	170	(80)

Explanation for the variances:

The variances between projected and actual expenditure in 3QFY2022 was mainly due to the focus of the Company and personnel availability. The focus of the Company is on the renewal of the Retention Licence 2027 ("Tarnagulla Gold Project") and obtaining a Work Plan to allow the future extensive exploration of the Tarnagulla Gold Project. As a result of this focus in work being predominantly office based, there was restricted opportunity to undertake physical exploration upon the Company tenements. During this time, some Ironbark personnel took the opportunity to take leave or assist with other Company operations ("Ballarat Gold Project")

b. **Projection on the use of funds/cash for the next immediate quarter, including principal assumptions - Tarnagulla Gold Project**

For the next immediate quarter (financial period from 1 April 2022 to 30 June 2022 ("4QFY2022")), the Group's use of funds/cash for production activities is expected to be as follows:

Purpose	Amount (AUD'000)
Exploration and related activities	150
General working capital	100
Total	250

Ironbark Mining holds mineral tenements covering other historic goldfields and other mineral commodities, which while having been mined historically for mineralisation, have not been subject to significant systematic modern exploration activities.

During the forthcoming quarter, Ironbark Mining remains committed to obtain the renewal of Retention Licence 2027 ("Tarnagulla Gold Project"), and further advancing the Work Plan proposal relating to the re-opening of the Tarnagulla Gold Project previous underground development to undertake extensive and thorough exploration to further advance the knowledge and confidence in the Project.

Ironbark Mining has commenced a strategic review of the Company tenements either 'granted' (2) or 'in application' (11) in the State of Victoria. This will be completed in the current quarter and will allow Ironbark to review and better define the exploration expenditure of the Company. This may result in the Company disposing of non-core 'in application' exploration tenements to allow a greater focus on the more significant tenements.

Ironbark Mining will continue to undertake surface soil geochemistry over selected project areas, to continue to identify future areas warranting further understanding and exploration. This will develop a ranking of exploration prospects and the development of further work programs to define the mineral endowment.

The goal of Ironbark Mining is to identify Mineral Resources which may lead to future mining operations. This may be achieved through skilled exploration completed by the Company, or the acquisition or application of current non-company prospect areas. Ironbark Mining is presently developing a comprehensive portfolio of exploration prospects associated with the Company tenements.

2) **Rule 705(6)(b) of the Catalist Rules**

Yao Liang and Sun Shu, being two directors of the Company, have confirmed on behalf of the Board that, to the best of their knowledge, nothing has come to their attention which may render the information provided, pursuant to Rule 705(6)(a) of the Catalist Rules, false or misleading in any material respect.

3) **Rule 705(7) of the Catalyst Rules**

Details of exploration (including geography surveys), development and/or production activities undertaken by the issuer and a summary of the expenditure incurred on those activities, including explanations for any material variances with previous projections, for the period under review. If there has been no exploration, development and/or production activity respectively, that fact must be stated.

TARNAGULLA GOLD PROJECT

During the 3QFY2022, exploration focused on the review of previously completed exploration drilling, and the interpretation of mineralisation and geology to further define the prospect of the Tarnagulla Gold Project. Administrative work was completed on the process of renewal of key tenement owned by the Company, and upon the advancement of seeking granted exploration tenements for the future exploration of the Company.

BY ORDER OF THE BOARD

Yao Liang
Executive Chairman
13 May 2022

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, W Capital Markets Pte. Ltd. (the "Sponsor").

This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Chia Beng Kwan, Registered Professional, W Capital Markets Pte Ltd, 65 Chulia Street, #43-01 OCBC Centre, Singapore 049513, Telephone (65) 65133541.