

Edition Ltd. and its subsidiary corporations

**Condensed interim financial statements
For the six months ended 30 June 2024**

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Consolidated statement of profit or loss and other comprehensive income

	Note	Group		Change %
		Six months ended 30 June		
		2024 \$'000 Unaudited	2023 \$'000 Unaudited	
Revenue	4.2	361	258	40
Other gains		233	36	> 100
Expenses:				
Employees compensation		(658)	(749)	(12)
Change in inventories		13	(11)	NM
Purchases of inventories		(142)	(84)	69
Short term and low value leases		(2)	(12)	(83)
Amortisation and depreciation		(209)	(63)	> 100
Professional fees		(168)	(143)	17
Finance costs		(31)	(46)	(33)
Other expenses		(495)	(230)	> 100
Bad debts written off		(10)	-	NM
Allowance for expected credit losses on receivables		-	* -	NM
Total expenses		(1,702)	(1,338)	27
Loss before income tax	6.1	(1,108)	(1,044)	6
Income tax expense	7	-	-	NM
Net loss for the period		(1,108)	(1,044)	6

* Amount less than \$1,000

NM - Not meaningful

Consolidated statement of profit or loss and other comprehensive income (cont'd)

	Group		Change %
	Six months ended 30 June		
	2024	2023	
	\$'000	\$'000	
Other comprehensive loss, after tax :			
Items that may be reclassified subsequently to profit or loss:			
Currency translation differences on translation of financial statements of foreign subsidiaries	2	(55)	NM
Other comprehensive loss for the period, net of tax	<u>2</u>	<u>(55)</u>	NM
Total comprehensive loss for the period	<u>(1,106)</u>	<u>(1,099)</u>	1
Net loss attributable to :			
Equity holders of the Company	(1,086)	(1,038)	5
Non-controlling interests	<u>(22)</u>	<u>(6)</u>	> 100
	<u>(1,108)</u>	<u>(1,044)</u>	6
Total comprehensive loss attributable to :			
Equity holders of the Company	(1,084)	(1,093)	(1)
Non-controlling interests	<u>(22)</u>	<u>(6)</u>	> 100
	<u>(1,106)</u>	<u>(1,099)</u>	1
Loss per share attributable to Equity holders of the Company			
Basic and diluted loss per share (SGD cents per share)	<u>(0.04)</u>	<u>(0.04)</u>	0

Statements of financial position

	Note	Group		Company	
		As at	As at	As at	As at
		30/6/2024	31/12/2023	30/6/2024	31/12/2023
		Unaudited	Audited	Unaudited	Audited
		\$'000	\$'000	\$'000	\$'000
ASSETS					
Current assets					
Cash and cash equivalents	10	1,427	496	764	59
Trade and other receivables		231	1,510	3,263	3,983
Inventories		130	116	-	-
		1,788	2,122	4,027	4,042
Non-current asset classified as held-for-sale	15	1,006	1,004	-	-
		2,794	3,126	4,027	4,042
Non-current assets					
Property, plant and equipment	11	3,587	4,923	-	-
Intangible assets	12	-	-	-	-
Investment in subsidiary corporations	13	-	-	-	-
Investment in associated company	14	-	-	-	-
Non-current other receivables	16	-	-	-	-
Investment in unquoted securities	17	1,260	-	* -	-
		4,847	4,923	-	-
Total assets		7,641	8,049	4,027	4,042
LIABILITIES					
Current liabilities					
Trade and other payables	18	5,941	6,648	3,712	3,401
Bank borrowings	19	466	203	-	-
		6,407	6,851	3,712	3,401
Non-current liabilities					
Bank borrowings	19	1,490	348	-	-
		1,490	348	-	-
Total liabilities		7,897	7,199	3,712	3,401
Net (liabilities)/assets		(256)	850	315	641
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	20	43,079	43,079	43,079	43,079
Treasury shares	20	(1,236)	(1,236)	(1,236)	(1,236)
Other reserves		55	53	269	269
Accumulated losses		(42,084)	(40,998)	(41,797)	(41,471)
		(186)	898	315	641
Non-controlling interests		(70)	(48)	-	-
Total equity		(256)	850	315	641

* Amount less than \$1,000

Statements of changes in equity

	Attributable to equity holders of the Company					Non-controlling interest	Total equity
	Share capital	Treasury shares	Other reserves	Accumulated losses	Total		
Group	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Unaudited</u>							
At 1 January 2024	43,079	(1,236)	53	(40,998)	898	(48)	850
Total comprehensive loss for the period	-	-	2	(1,086)	(1,084)	(22)	(1,106)
At 30 June 2024	43,079	(1,236)	55	(42,084)	(186)	(70)	(256)
<u>Unaudited</u>							
At 1 January 2023	43,079	(1,236)	115	(35,476)	6,482	(23)	6,459
Total comprehensive loss for the period	-	-	(55)	(1,038)	(1,093)	(6)	(1,099)
At 30 June 2023	43,079	(1,236)	60	(36,514)	5,389	(29)	5,360

	Share capital	Treasury shares	Other reserves	Accumulated losses	Total equity
Company	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Unaudited</u>					
At 1 January 2024	43,079	(1,236)	269	(41,471)	641
Total comprehensive loss for the period	-	-	-	(326)	(326)
At 30 June 2024	43,079	(1,236)	269	(41,797)	315
<u>Unaudited</u>					
At 1 January 2023	43,079	(1,236)	269	(32,348)	9,764
Total comprehensive loss for the period	-	-	-	(514)	(514)
At 30 June 2023	43,079	(1,236)	269	(32,862)	9,250

Consolidated statement of cash flows

	Note	Group	
		6 months ended 30 June	
		2024	2023
		Unaudited \$'000	Unaudited \$'000
Cash flows from operating activities			
Net loss before income tax		(1,108)	(1,044)
<u>Adjustments for:</u>			
Amortisation and depreciation		209	63
Finance costs		31	46
Interest income		(15)	(26)
Bad debts written off		10	-
Loss allowance for expected credit losses on trade and other receivables		-	* -
Fair value gain on financial assets at fair value through profit or loss		(169)	-
Currency translation differences		(1)	(1)
Operating cash flow before working capital changes		(1,043)	(962)
<u>Changes in working capital:</u>			
Trade and other receivables		186	(42)
Inventories		(13)	11
Trade and other payables		94	68
Cash used in operations		(776)	(925)
Interest received		6	1
Interest paid		(25)	(9)
Net cash used in operating activities		(795)	(933)
Cash flows from investing activities			
Additions to property, plant and equipment		(216)	(921)
Government grants received for reimbursement of purchase of property, plant and equipment		292	-
Long-term loan to non-related party		-	(450)
Net cash generated from/(used in) investing activities		76	(1,371)
Cash flows from financing activities			
Proceeds from bank borrowings		1,500	-
Repayment of bank borrowings		(100)	(98)
Decrease in bank deposits restricted for use		-	97
Proceeds from borrowing from controlling shareholder		250	1,700
Net cash generated from financing activities		1,650	1,699
Net increase/(decrease) in cash and cash equivalents		931	(605)
Cash and cash equivalents at beginning of the period		296	1,010
Effects of currency translation on cash and cash equivalents		-	1
Cash and cash equivalents at end of the period	10	1,227	406

* Amount less than \$1,000

Notes to the condensed interim financial statements

1 Corporate information

Edition Ltd. ("the Company") is incorporated and domiciled in Singapore. The Company's shares are publicly traded on the Catalist of the Singapore Exchange Securities Trading Limited.

These condensed interim financial statements as at and for the 6 months ended 30 June 2024 comprise the results of the Company and its subsidiaries (collectively, "the Group"). The primary activities of the Company are that of investment holding and provision of management services. The principal activities of the Group are that of (a) agricultural and related business; and (b) investment holdings.

2 Basis of preparation

The condensed interim financial statements for the 6 months ended 30 June 2024 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") 1-34 Interim Financial Reporting issued by the Accounting Standards Committee 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 since the last annual financial statements for the year ended 31 December 2023.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.2. The financial statements have been prepared based on the going concern basis. At the date of these financial statements, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they fall due.

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

2.1 Going concern

The Group has consolidated net liabilities of \$256,000. The Group incurred a total comprehensive loss attributable to the equity holders of the Company of \$1,084,000 for the 6 months ended 30 June 2024 (30 June 2023: \$1,093,000). As at 30 June 2024, the Group has net current liabilities of \$3,613,000 (31 December 2023: \$3,725,000). These conditions indicate the existence of events and conditions that may cast significant doubt on the Group's ability to continue as a going concern. At the date of these financial statements, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they fall due over the next twelve months, having assessed the following measures:

- The Group is actively looking for a buyer to dispose the land development rights located in Kota Bahru, Kelantan, Malaysia;
- Included in current liabilities is loan principal plus interest of \$3,131,000 due to the controlling shareholder, B&L Group Pte Ltd. The Company has renewed this loan at nil% interest rate per annum to 24 April 2025. Excluding this amount, the Group would have a consolidated net assets position of \$2,875,000. The controlling shareholder has committed not to recall the loan facility within the next 12 months from the date of this announcement.
- The Group has an undrawn amount of \$1,000,000 from a borrowing facility from a financial institution.
- The Group continues to explore funding opportunities, including potential further financial support as and when required from the controlling shareholder.

Accordingly, the financial statements have been prepared on the going concern basis. Should the going concern assumption become inappropriate, adjustments may have to be made to:

- The carrying value of assets to reflect the situation that assets may need to be realised at a lower value other than the carrying value;
- Liabilities to provide for further liabilities that may arise; and
- Reclassify non-current assets and non-current liabilities as current.

No adjustments have been made in the financial statements in respect of these.

In carrying out the going concern assessment, significant judgements are involved in estimating the remaining cash commitment of the projects and other operating expenses. Based on the sources of funding indicated above, management is confident that the strategies that will be put in place will improve the financial position of the Group and the Company so as to continue in operational existence for at least the next 12 months. Having considered the above, the Board is of the opinion that the Group should be able to meet its working capital commitments for the next 12 months and the Group's financial statements be prepared on a going concern basis.

2.2 New and amended standards adopted by the Group

During the current financial reporting period, the Group and the Company have adopted the following new and amended standards to SFRS(I)s which took effect from the financial year beginning 1 January 2024:

- Amendments to SFRS(I) 1-1: Classification of Liabilities as Current or Non-current
- Amendments to SFRS(I) 16: Lease Liability in a Sale and Leaseback
- Amendments to SFRS(I) 1-1: Non-current Liabilities with Covenants
- Amendments to SFRS(I) 1-7 Statement of Cash Flows and SFRS(I) 7 Financial Statements: Disclosures: Supplier Finance Arrangements

2.3 Use of judgements and estimates

In preparing the condensed interim financial statements, the Group 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 the Group 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 31 December 2023.

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

Information about critical judgements, estimates and assumptions in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

- Note 2.1 – In carrying out the going concern basis assumption assessment, significant judgements are involved. Actual outcome may differ significantly from assessments.
- Note 11 – impairment test of property, plant and equipment.
- Note 13 – impairment of investment in subsidiary corporation: key assumptions underlying recoverable amounts.
- Note 14 – classification, initial recognition and fair value determination of investment in unquoted securities: key assumptions underlying recoverable amount.

- Note 15 – classification and impairment test of land development rights and its fair value determination.
- Note 16 – fair value determination on the Group’s current other receivables from a non-related company, reclassified from non-current other receivables as at 31 December 2023.

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 Board of Directors considers the business from both the business segment and geographic perspective. From the business perspective, the Group considers the agriculture business. Geographically, the Group considers two primary geographic areas, namely Singapore and Malaysia.

The Company's key decision makers are the Chief Executive Officer and the Board of Directors, who are responsible for making strategic decisions, allocating resources and assessing the performance. The Group has determined the operating segments based on the reports reviewed by the key decision makers.

The Group’s business segments are categorised to the agricultural segment and all other segments. All other segments comprise the investment holding segment and property development segment. Property development segment is grouped under all other segments because the Group has exited from the property development segment. The Group is actively looking for a buyer to dispose of the land development rights. In financial year ending 31 December 2024, the Group’s agricultural segment has included the Group’s 60%-held subsidiary, M Farm Pte Ltd, because it has increased operations in the current year and shares the same business characteristics of the agricultural segment. Please refer to Note 21.

4.1 Reportable segments

Business segments	Agricultural segment		# All other segments		Consolidated	
	6 months ended		6 months ended		6 months ended	
	30 June		30 June		30 June	
	2024	2023 [^]	2024	2023 [^]	2024	2023 [^]
Group	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue						
- External parties	361	258	-	-	361	258
Segment results, representing loss before income tax	(772)	(524)	(336)	(520)	(1,108)	(1,044)
Segment results include:						
- Interest income	9	25	6	1	15	26
- Amortisation and depreciation	(209)	(63)	-	*-	(209)	(63)
- Finance costs	(31)	(9)	-	(37)	(31)	(46)
- Bad debts written off	(10)	-	-	-	(10)	-
- Loss allowance for expected credit losses on trade and other receivables	-	*-	-	-	-	*-
- Fair value gain on financial assets at fair value through profit or loss	169	-	-	-	169	-
- Impairment loss on investment in associated company	-	-	*-	-	*-	-
	As at	As at	As at	As at	As at	As at
	30/6/2024	31/12/2023 [^]	30/6/2024	31/12/2023 [^]	30/6/2024	31/12/2023 [^]
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment assets	5,929	7,014	1,712	1,035	7,641	8,049
	6 months ended		6 months ended		6 months ended	
	30 June		30 June		30 June	
	2024	2023	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment assets include:						
Additions to:						
- Property, plant and equipment	216	921	-	-	216	921
	As at	As at	As at	As at	As at	As at
	30/6/2024	31/12/2023 [^]	30/6/2024	31/12/2023 [^]	30/6/2024	31/12/2023 [^]
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment liabilities	4,283	3,876	3,614	3,323	7,897	7,199

All other segments include investment holding and the land development rights that the Group has reclassified to current assets as non-current asset classified as held-for-sale

* Amount less than \$1,000

[^] Please refer to Note 21

Geographical segments

	Group revenue		Group non-current assets	
	6 months ended		As at	As at
	30 June			
	2024	2023	30/6/2024	31/12/2023
	\$'000	\$'000	\$'000	\$'000
- Singapore	361	258	4,847	4,923
- Outside Singapore	-	-	-	-
	361	258	4,847	4,923

4.2 Disaggregation of revenue

Business segments	Agricultural segment		# All other segments		Consolidated	
	6 months ended		6 months ended		6 months ended	
	30 June		30 June		30 June	
	2024	2023	2024	2023	2024	2023
\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
Group						
Types of goods or services:						
Sales of farm produce	360	255	-	-	360	255
Trading of agriculture produce	1	3	-	-	1	3
Total revenue	361	258	-	-	361	258
Timing of revenue:						
At point in time	361	258	-	-	361	258

5 Financial assets and financial liabilities

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

	Group		Company	
	As at	As at	As at	As at
	30/6/2024	31/12/2023	30/6/2024	31/12/2023
	\$'000	\$'000	\$'000	\$'000
Financial assets				
Financial assets, at amortised cost	1,633	1,834	4,020	4,024
Financial asset, at fair value through profit or loss	-	1,083	-	-
Financial asset, at fair value through other comprehensive income	1,260	-	* -	-
Total	2,893	2,917	4,020	4,024
Financial liabilities				
Financial liabilities, at amortised cost	7,704	6,148	3,712	3,401
Total	7,704	6,148	3,712	3,401

* Amount less than \$1,000

6 Profit before taxation

6.1 Significant items

	Group	
	6 months ended 30 June	
	2024	2023
	\$'000	\$'000
Interest income	(15)	(26)
Allowance for expected credit losses	-	* -
Bad debts written off	10	-
Fair value gain on financial assets at fair value through profit or loss	(169)	-
Foreign exchange (gain)/loss	2	8

* Amount less than \$1,000

6.2 Related party transactions

In addition to the information disclosed elsewhere in the financial statements, the following purchase of services transactions took place between the Group and related parties at terms agreed between the parties at arm's length:

	Group	
	6 months ended 30 June	
	2024	2023
	\$'000	\$'000
Rendering of corporate services from a related party	-	47
Interest on borrowing from controlling shareholder	-	38

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 comprehensive income are:

	Group	
	6 months ended 30 June	
	2024	2023
	\$'000	\$'000
Income tax expense		
Current income tax expense	-	-
Deferred income tax expense	-	-
Total income tax expense	-	-

8 Dividend

No dividend has been declared for the 6 months ended 30 June 2024.

9 Net asset value

	Group		Company	
	As at 30/6/2024	As at 31/12/2023	As at 30/6/2024	As at 31/12/2023
Net asset value (SGD'000)	(186)	898	315	641
Ordinary shares in issue ('000)	2,510,924	2,510,924	2,510,924	2,510,924
Net asset value per share attributable to equity holders of the Company (SGD cents)	(0.01)	0.04	0.01	0.03

10 Cash and cash equivalents

	Group	
	As at 30/6/2024 \$'000	As at 31/12/2023 \$'000
Cash at bank and on hand	922	496
Short-term bank deposits	505	-
Cash and cash equivalents	1,427	496
For the purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise the following:		
Cash and cash equivalents	1,427	496
Less: Bank deposits restricted for use	(200)	(200)
Cash and cash equivalents per consolidated statement of cash flows	1,227	296

Bank deposits restricted for use is in relation to a condition imposed by a financial institution on a subsidiary's proceeds from a secured borrowing. Upon meeting the condition, the full proceeds will be available for unrestricted use.

11 Property, plant and equipment

During the 6 months ended 30 June 2024, the Group purchased property, plant and equipment with an aggregate cost of \$216,000 (30 June 2023: \$921,000).

In performing the impairment assessment of the carrying amount of property, plant and equipment, the recoverable amounts are determined using value-in-use ("VIU") calculations. Significant judgements are used to estimate the gross margin, weighted average growth rates and the pre-tax discount rates applied in computing the recoverable amounts of the cash generating unit ("CGU") to which the asset belongs. In making these estimates, management has relied on past performance, its expectation of market developments in Singapore and the industry trend for agriculture. The recoverable amounts of these assets and, where applicable, CGU, have been determined based on the higher of fair value less costs to sell and VIU. The carrying amounts of Group's property, plant and equipment as at 30 June 2024 are \$3,587,000 (31 December 2023: \$4,923,000).

Impairment charge recognised for the 6 months ended 30 June 2024 are \$nil (30 June 2023: \$nil).

12 Intangible assets

	Group			Company	
	As at 30/6/2024			As at 30/6/2024	
	\$'000	\$'000	\$'000	\$'000	\$'000
	Goodwill	Software	Total	Software	Total
At cost					
Beginning and end of period	114	17	131	8	8
Accumulated amortisation					
Beginning and end of period	-	17	17	8	8
Accumulated impairment					
Beginning and end of period	114	-	114	-	-
Net book value					
End of period	-	-	-	-	-
Beginning of period	-	-	-	-	-

The goodwill arose from the acquisition of a subsidiary corporation Meod Pte Ltd ("MEOD") in 2016. The goodwill was attributable to the commercial viability of the production of agricultural products as well as distribution network in MEOD.

Goodwill is allocated to the Group's cash-generating units ("CGUs") identified according to countries of operation and business segments. The recoverable amount of the identified CGU was based on value-in-use. Goodwill was fully impaired as at 31 December 2023.

13 Investment in subsidiary corporations

The Company's investment in subsidiary corporations is carried at cost less accumulated impairments. For the purpose of impairment assessment, the recoverable amount (ie the higher of fair value less cost to sell and value-in-use ("VIU")) is determined for the cash-generating-unit to which the assets belong. From a combination of quantitative factors, qualitative factors and the application of the VIU (cash flow projections) method, the recoverable amount of the investments in subsidiary corporations is determined.

Impairment charge recognised for the 6 months ended 30 June 2024 are \$nil (30 June 2023: \$nil).

14 Investment in associated company

	Group		Company	
	As at 30/6/2024 \$'000	As at 31/12/2023 \$'000	As at 30/6/2024 \$'000	As at 31/12/2023 \$'000
Equity investment at cost				
Beginning of period	592	592	800	800
Additions	-	-	-	-
Derecognition: Note A	(592)	-	(800)	-
	-	592	-	800
Movements in allowance for impairment loss on investment in associated company is as follows:				
Beginning of period	592	592	800	800
Derecognition	(592)	-	(800)	-
End of period	-	592	-	800
Net carrying value	-	-	-	-

Note A

On 1 February 2024, the Group's investment in an associated company, Arete M Pte Ltd ("Arete M"), has been diluted from 30.5% to approximately 15.9%. Following the dilution, Arete M ceased to be an associated company of the Company. As a result, the Company's investment in Arete M has been de-recognised from investment in associated company and accounted for as investment in unquoted securities (see Note 17). The investment in Arete M was fully impaired prior to the dilution. Please refer to the announcement dated 5 February 2024.

15 Non-current asset classified as held-for-sale

Land development rights

	Group	
	As at 30/6/2024 \$'000	As at 31/12/2023 \$'000
Beginning of period	1,004	1,066
Currency translation differences	2	(62)
End of period	1,006	1,004
Classified under:		
Current assets	1,006	1,004

From the financial year ended 31 December 2022, the Group had classified the land development rights as non-current assets held-for-sale. The Group's plan to recover the carrying amount of the land development rights continues to be principally through a sale transaction as at 30 June 2024. No valuation of the aforementioned land as at 30 June 2024 by independent professional valuer was carried out. Management assessed no significant change for the period from 1 January 2024 to 30 June 2024.

16 Non-current other receivables

	Group	
	As at 30/6/2024	As at 31/12/2023
	\$'000	\$'000
Beginning of period	-	578
Additions	-	505
	-	1,083
Reclassified from non-current to current other receivables	-	(1,083)
End of period	-	-

As at 31 December 2023, the Group extended a loan of an aggregate \$1,000,000 to an un-related third party, Wholly Greens Pte Ltd, pursuant to a strategic partnership investment and convertible loan agreement as announced on 1 March 2022.

In relation to this loan, classified under current other receivables as at 31 December 2023 and 30 June 2024, a fair value gain of \$169,000 was recognised to profit or loss during the 6 months ended 30 June 2024. On 18 April 2024, the fair value was converted to preference shares of the un-related third party. Upon conversion, the fair value was de-recognised from current other receivables and recognised as investment in financial assets, at fair value through other comprehensive income (see Note 17).

17 Investment in unquoted securities

Set out below is the initial recognition of investment in unquoted securities.

	Group		Company	
	As at 30/6/2024	As at 31/12/2023	As at 30/6/2024	As at 31/12/2023
	\$'000	\$'000	\$'000	\$'000
Investment in unquoted securities at cost				
Beginning of period	-	-	-	-
Additions - initial recognition upon dilution of investment in associated company to investment in unquoted securities: Note A	* -	-	* -	-
Additions - initial recognition upon conversion of loan to equity in an un-related company: Note B	1,260	-	-	-
End of period	1,260	-	* -	-

* Amount less than \$1,000

Note A: On 1 February 2024, the Company's investment in the associated company, Arete M Pte Ltd has been diluted from 30.5% to 15.9%. As a result, the remaining shareholding with initial measurement at fair value has been recognised to investment in unquoted securities. Investment in unquoted securities is designated as financial assets at fair value through other comprehensive income. This investment is classified as Level 3 of the fair value hierarchy.

Note B: On 18 April 2024, the loan and interest to an un-related party, Wholly Greens Pte Ltd ("Wholly Greens") was converted to preference shares of Wholly Greens. Upon conversion, the fair value was de-recognised from current other receivables and recognised to investment in unquoted securities. Investment in unquoted securities is designated as financial assets at fair value through

other comprehensive income because the loans (debt instrument) has changed to become equity (equity instrument) and the business model that the Group has for this investment is to hold for long term with the business potential for value appreciation and collect dividend income. This investment is classified as Level 3 of the fair value hierarchy.

18 Trade and other payables

	Group		Company	
	As at 30/6/2024 \$'000	As at 31/12/2023 \$'000	As at 30/6/2024 \$'000	As at 31/12/2023 \$'000
Trade payables to non-related parties	193	353	-	-
Accrued operating expenses	743	625	256	158
Other payables:				
- deferred grant	192	1,051	-	-
- non-related parties	616	692	88	125
- related parties	4,197	3,927	3,368	3,118
Total	5,941	6,648	3,712	3,401

On 22 February 2023, 4 September 2023 and 26 December 2023, the Company's controlling shareholder, B&L Group Pte Ltd granted loan facilities of \$2,000,000, \$500,000 and \$500,000 respectively to the Company. The loan facilities, aggregating \$3,000,000 are unsecured, and renewed on 24 April 2024 at an interest rate of nil% per annum. The nil% interest rate was agreed to be effective from 1 January 2024. The loan was renewed to 24 April 2025. The loan facility was fully drawn as at 16 January 2024. The drawn principal and the interest payable are included in other payables to related parties.

19 Bank borrowings - secured

	Group		Group	
	As at 30/6/2024		As at 31/12/2023	
	\$'000	\$'000	\$'000	\$'000
	Secured	Unsecured	Secured	Unsecured
Amount repayable in one year or less, or on demand	466	-	203	-
Amount repayable after one year	1,490	-	348	-

Details of any collaterals

The Group's secured borrowings comprise bank borrowings from two financial institutions. Bank borrowings are secured over:

- (a) A Deed of Subordination from the Company in favour of the financial institution in respect of loans extended to the subsidiary corporation;
- (b) Fixed and floating charge over a subsidiary corporation's assets and receivables;
- (c) Deed of Guarantee and Indemnity provided by a director of the subsidiary corporation;
- (d) Second legal mortgage of two properties beneficially owned by the Company's controlling shareholder; and
- (e) Personal guarantee provided by the Executive Director and Chief Executive Officer of the Company, who is also the controlling shareholder of the Company.

20 Share capital

Issued and fully paid-up ordinary shares of the Company ("Shares")

Movements in the Company's Shares since 1 January 2024 up to 30 June 2024 were as follows:

	Number of shares	Issued and paid-up capital
	'000	\$'000
Balance as at 30 June 2024 and 31 December 2023:		
Issued ordinary shares excluding treasury shares	2,510,924	41,843
Treasury shares	12,374	1,236

Pursuant to Edition Employee Share Option Scheme (the "Scheme") and Edition Performance Share Plan (the "Plan"), which were approved at the extraordinary general meeting of the Company held on 21 November 2017, a total of 35,448,335 share options and 8,862,084 awards were granted by the Company on 18 December 2017. As at 30 June 2024, the number of shares that may be issued on conversion of outstanding convertibles is 39,168,595 shares (30 June 2023: 39,168,595 shares), if fully vested. As at 30 June 2024, the number of share options and awards that are vested is nil (31 December 2023: nil).

As at 30 June 2024, 12,374,000 shares (30 June 2023: 12,374,000 shares) are held as treasury shares. The percentage of the aggregate number of treasury shares held against the total number of issued shares as at 30 June 2024 is 0.49% (30 June 2023: 0.49%). There was no sale, transfer, disposal, cancellation and/or use of treasury shares as at 30 June 2024 (31 December 2023: nil).

There are no subsidiary holdings as at 30 June 2024 (30 June 2023: nil). There was no sale, transfer, disposal, cancellation and/or use of subsidiary holdings as at 30 June 2024 (31 December 2023: nil).

21 Comparative figures

Certain comparative figures have been reclassified for the financial period ended 30 June 2023 to confirm with current period's presentation as below:

	Group		
	As previously reported	Reclassification	As reclassified
	\$'000	\$'000	\$'000
<u>Reportable segments - Agricultural segment</u>			
	30 June 2023	30 June 2023	30 June 2023
Segment results, representing loss before income tax	(509)	(15)	(524)
	31/12/2023	31/12/2023	31/12/2023
Segment assets	6,810	204	7,014
Segment liabilities	3,553	323	3,876
<u>Reportable segments - All other segments</u>			
	30 June 2023	30 June 2023	30 June 2023
Segment results, representing loss before income tax	(535)	15	(520)
	31/12/2023	31/12/2023	31/12/2023
Segment assets	1,239	(204)	1,035
Segment liabilities	3,646	(323)	3,323
<u>Reportable segments - Consolidated</u>			
	30 June 2023	30 June 2023	30 June 2023
Segment results, representing loss before income tax	(1,044)	-	(1,044)
	31/12/2023	31/12/2023	31/12/2023
Segment assets	8,049	-	8,049
Segment liabilities	7,199	-	7,199

22 Subsequent events

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

Other Information Required by Catalyst Rule Appendix 7C

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

The condensed interim financial statements of Edition Ltd. and its subsidiary corporations as at 30 June 2024 have not been audited or reviewed.

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

Not applicable.

- 2A Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:
Updates on the efforts taken to resolve each outstanding audit issue.
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 related to going concern.

Not applicable. The Group's latest audited financial statements for the financial year ended 31 December 2023 were not subject to an adverse opinion, qualified opinion or disclaimer of opinion.

- 3 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Income Statement

During the half-year ended 30 June 2024 ("HY2024"), the Group continued with the sales of produce from our own farm and trading sales of agricultural produce from other farms.

The Group's revenue for HY2024 increased to \$0.36 million from \$0.26 million in the six months ended 30 June 2023 ("HY2023"). In HY2024, the Group started to operate on two bays at the newly completed main farm, together with the temporary farm at the 6-hectare location. Revenue increased from sale of the higher production output.

Other gains for HY2024 increased to \$0.23 million from \$0.04 million in HY2023 mainly due to fair value gain on the convertible loan to an un-related party, higher amount received from wage credit scheme, higher bank interest income, partly offset by lower interest income charged on the loan to an un-related party, Wholly Greens Pte Ltd, prior to the conversion of the loan to preference shares in April 2024.

Total expenses for HY2024 increased by 27% to \$1.70 million, from \$1.34 million in HY2023. This was mainly due to the following:

- The decrease in employees compensation to \$0.66 million in HY2024 from \$0.75 million in HY2023 was mainly due to the Chief Executive Officer forgoing remuneration for April 2024 to June 2024, lower labour cost on lower headcounts in HY2024, partly offset by no capitalisation to property, plant and equipment in HY2024 (the amount capitalised in HY2023 was \$0.08 million);
- Changes in inventories and purchases of inventories in aggregate for HY2024 increased to \$0.13 million from \$0.10 million in HY2023 in tandem with increase in revenue;
- Amortisation and depreciation for HY2024 increased by more than 100% to \$0.21 million from \$0.06 million in HY2023 mainly due to depreciation on the completed main farm at Neo Tiew Harvest Lane which was completed in the second of 2023, partly offset by the recognition of grant income to offset the cost of the property, plant and equipment;
- Professional fees for HY2024 increased by 17% to \$0.17 million from \$0.14 million in HY2023 mainly due to engagement of services for regulatory compliances and higher AGM-related expenses due to the cessation of COVID-19 Alternative Arrangements for Meetings Order in July 2023, for which additional printing and advertising costs were incurred;
- Finance costs for HY2024 decreased by 33% to \$0.03 million from \$0.05 million in HY2023 mainly due to no interest charged by the controlling shareholder on the loan to the Company, partly offset by interest on borrowings from financial institutions;

- Other expenses for HY2024 increased by more than 100% to \$0.50 million from \$0.23 million in HY2023 mainly due to continuing post-main farm Temporary Occupation Permit (“TOP”) expenses incurred but not capitalised to property, plant and equipment, higher property tax arising from assessment on the TOP property, higher utility expenses, partly offset by no interested person corporate services expense charged by B&L Group Pte Ltd in HY2024.
- In HY2024, the Group recognised bad debts written off on receivables of S\$0.01 million arising from trade debts and the interest income receivable from the associated company, Arete M Pte Ltd, before the conversion the loan principal cum interest to equity in Arete M Pte Ltd.

As a result of the above, the Group registered a net loss before tax of \$1.11 million in HY2024, as compared to a net loss of \$1.04 million in HY2023.

Balance Sheet

Compared to 31 December 2023, the Group's cash and cash equivalents balance has increased by \$0.93 million, from \$0.50 million as at 31 December 2023 to \$1.43 million as at 30 June 2024. Please refer to the explanation on Statement of Cash Flows below.

Trade and other receivables comprise trade receivables from agricultural produce sales, deposits and prepayments. Trade and other receivables decreased by \$1.28 million as at 30 June 2024 to \$0.23 million, from \$1.51 million as at 31 December 2023 mainly due to the de-recognition of loan plus interest extended to an un-related party from current other receivables as a result of conversion of loan to preference shares in the un-related party. The resultant investment is recognised to investment in financial assets, at fair value through other comprehensive income.

Property, plant and equipment decreased from \$4.92 million as at 31 December 2023 to \$3.59 million as at 30 June 2024. The decrease was mainly due to recognition of deferred grant received to offset the cost of property, plant and equipment, depreciation commencing from the completion of the main farm, partly offset by purchases of plant and equipment.

Investment in unquoted securities increased to \$1.26 million as at 30 June 2024 was mainly due to subscription of shares in Wholly Greens Pte Ltd.

Intangible assets was fully amortised and goodwill was fully impaired as at 31 December 2023, thus intangible assets was nil as at 30 June 2024 and 31 December 2023.

Land development rights, reflected under non-current asset classified as held for sale increased to \$1.01 million as at 30 June 2024 from \$1.00 million as at 31 December 2023 due to foreign currency translation gain of Ringgit Malaysia to Singapore Dollar.

Trade and other payables decreased from \$6.65 million as at 31 December 2023 to \$5.94 million as at 30 June 2024 mainly due to recognition of deferred grant received to property, plant and equipment, partially offset by grant claim received and the drawdown of \$0.25 million from the borrowing facility from the controlling shareholder.

Bank borrowings increased from \$0.55 million as at 31 December 2023 to \$1.96 million as at 30 June 2024 due to drawdown of \$1.5 million from a borrowing facility from a financial institution, partly offset by repayment of borrowings.

As a result of the above, net assets of the Group decreased from \$0.85 million as at 31 December 2023 to register a net liabilities position of \$0.26 million.

Statement of Cash Flows

The net cash outflow from operating activities for HY2024 was mainly due to overheads incurred in the agricultural segment and corporate holding company. Improvements in changes in working capital

was mainly due to receiving from grant disbursements recognised to deferred grant income. The Group continued to experience net cash used in operations due to high operating expenditures, not yet offset by revenue. Net cash inflow from investing activities was mainly due to grant receipts on plant and equipment, partly offset by purchases of plant and equipment. Net cash inflow from financing activities was mainly due to borrowings from a financial institution and borrowings from controlling shareholder, partly offset by repayment of bank borrowings. As a result of the above, the Group's cash and cash equivalents balance as reflected in the Statement of Cash Flows as at the end of HY2024 was \$1.23 million.

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

There was no prospect statement or forecast made previously.

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

The Group has commenced operations on the main farm at Neo Tiew Harvest Lane since January 2024. The Group continues to operate the temporary modular farm. Although production output and revenue have increased, costs remain high and prices from competitive suppliers continue to pose a challenge on margins. The Group is controlling costs by implementing cost-savings measures. Amidst this backdrop, the market conditions for the sale of leafy greens is expected to remain challenging. The Group is working hard on cost savings and opening up new sales channels to improve on sales.

In Malaysia, the Group continues to look for property buyers for the land development rights in Kota Bahru, Kelantan.

The capital expenditures and operating losses have drawn on the Group's financial resources. The Group continues to explore funding opportunities.

- 6 Dividend

- (a) Current Financial Period Reported on

Any dividend recommended for the current financial period reported on?

No dividend is declared.

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

Any dividend recommended for the current financial period reported on?

No dividend is declared.

- (c) Date payable

Not applicable.

- (d) Record date

Not applicable.

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

No dividend has been declared as the Group recorded net loss in HY2024.

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

The Company has obtained a general mandate from shareholders for interested person transactions on 23 June 2020 and has renewed the mandate on 29 April 2024. There was no interested person transaction for the 6 months ended 30 June 2024.

- 9 Confirmation that the issuer has procured undertaking from all its directors and executive officers (in the format set out in Appendix 7H) 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.

- 10 Disclosures on Acquisition and Realisation of Shares pursuant to Catalist Rule 706A

On 1 February 2024, the Company's associated company, Arete M Pte Ltd ("Arete M"), carried out an exercise to convert all of Arete M's existing shareholders' loans to equity in Arete M. On 18 April 2024, the Company's wholly owned subsidiary, MEOD Pte Ltd, entered into a subscription agreement and proposed shareholders' agreement with an un-related company, Wholly Greens Pte Ltd, to convert the convertible loan to preference shares in the un-related company. Please refer to the Company's announcements dated 1 February 2024 and 19 April 2024 for further details.

- 11 Confirmation by the Board pursuant to Catalist Rule 705(5)

We, Hor Siew Fu and Ong Boon Chuan, being two Directors of the Company, do hereby confirm on behalf of the Directors of the Company that, to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the unaudited financial statements for the half year ended 30 June 2024 to be false or misleading in any material aspect.

By order of the Board
Ong Boon Chuan
Executive Director and Chief Executive Officer
14 August 2024

This announcement has been reviewed by the Company's Sponsor, SAC Capital Private Limited (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 Ms Audrey Mok, at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542, telephone: (65) 6232 3210.