



(Company Registration Number: 200415164G)

**UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE THIRD QUARTER ENDED 31 DECEMBER 2023**

Pursuant to Rule 705(2C) of the Listing Manual Section B: Rules of Catalist ("Catalist Rules"), the Singapore Exchange Regulation requires the Company to continue to announce its quarterly financial statements with effect from 7 February 2020.

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. ("Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST").

This announcement has not been examined or approved by 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. Khong Choun Mun, Registered Professional, 36 Robinson Road, #10-06 City House, Singapore 068877, sponsor@rhtgoc.com.

KOP LIMITED

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

	Note	Group					% of change + / (-)
		3 months ended	3 months ended	% of	9 months ended	9 months ended	
		31-Dec-23 S\$'000	31-Dec-22 S\$'000	change + / (-)	31-Dec-23 S\$'000	31-Dec-22 S\$'000	
Revenue	E4	19,375	9,699	100	77,052	22,625	241
Cost of sales		(13,653)	(5,612)	143	(56,300)	(13,652)	312
Gross profit		5,722	4,087	40	20,752	8,973	131
Other operating income		34	11	209	142	489	(71)
Distribution costs		(1,241)	(172)	622	(3,014)	(372)	710
Administrative and general expenses		(3,318)	(4,978)	(33)	(10,414)	(10,309)	1
Share of results from investment in associate		(3)	(18)	(83)	(7)	(13)	(46)
Finance costs		(607)	(1,909)	(68)	(2,975)	(5,674)	(48)
Loss on disposal of non-current asset held for sale		-	(30,124)	N.M	-	(30,124)	N.M
Impairment loss on subsequent write-down of non-current asset held for sale to fair value less costs to sell		-	28,451	N.M	-	-	N.M
Profit/(Loss) before tax	E6.1	587	(4,652)	N.M	4,484	(37,030)	N.M
Income tax (expense)/credit	E7	(892)	264	N.M	(912)	270	N.M
Profit/(Loss) after tax		(305)	(4,388)	(93)	3,572	(36,760)	N.M
Other comprehensive income for the period, after tax:							
<i>Item that may be subsequently reclassified to profit or loss:</i>							
Exchange difference on translation of foreign operations		(890)	(3,217)	(72)	(1,232)	(3,632)	(66)
Total comprehensive income for the period		(1,195)	(7,605)	(84)	2,340	(40,392)	N.M
Profit/(Loss) attributable to:							
Owners of the Company		(605)	(4,055)	(85)	1,022	(36,225)	N.M
Non-controlling interests		300	(333)	N.M	2,550	(535)	N.M
		(305)	(4,388)	(93)	3,572	(36,760)	N.M
Total comprehensive income attributable to:							
Owners of the Company		(1,483)	(7,124)	(79)	(109)	(39,557)	(100)
Non-controlling interests		288	(481)	N.M	2,449	(835)	N.M
		(1,195)	(7,605)	(84)	2,340	(40,392)	N.M
Earnings/(Loss) per share for the period attributable to the owners of the Company:							
Basic and diluted (SGD in cent)					0.09	(3.27)	

N.M - not meaningful

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B. Condensed interim balance sheets

Note	Group		Company		
	31-Dec-23 S\$'000	31-Mar-23 S\$'000	31-Dec-23 S\$'000	31-Mar-23 S\$'000	
ASSETS					
Non-current assets					
Property, plant and equipment	E9	66,108	69,229	-	4
Investments in subsidiaries		-	-	109,360	105,305
Investment in associate		20	153	-	-
Total non-current assets		66,128	69,382	109,360	105,309
Current assets					
Development properties		43,234	87,429	-	-
Inventories		317	276	-	-
Trade and other receivables		16,156	1,538	6,043	6,043
Other current assets		328	417	2	33
Contract assets		7,717	18,039	-	-
Contract costs		-	131	-	-
Cash and bank balances		6,356	14,376	21	1,590
Total current assets		74,108	122,206	6,066	7,666
Total assets		140,236	191,588	115,426	112,975
LIABILITIES					
Current liabilities					
Bank borrowings (secured)	E10	28,293	83,375	-	-
Finance leases		13	38	-	-
Lease liabilities		5	86	-	-
Contract liabilities		100	103	-	-
Tax payable		2,685	1,610	-	-
Trade and other payables		11,429	11,655	11,543	11,538
Loan from a shareholder	E11	2,499	-	2,499	-
Loan from a non-controlling interest		13,048	12,408	-	-
Total current liabilities		58,072	109,275	14,042	11,538
Non-current liabilities					
Deferred tax liabilities		306	312	-	-
Bank borrowings (secured)	E10	2,776	5,281	-	-
Finance leases		-	3	-	-
Lease liabilities		25	-	-	-
Retention sum payable		1,177	1,177	-	-
Total non-current liabilities		4,284	6,773	-	-
Total liabilities		62,356	116,048	14,042	11,538
NET ASSETS		77,880	75,540	101,384	101,437
EQUITY					
Equity attributable to equity holders of the Company					
Share capital	E12	78,940	78,940	294,506	294,506
Foreign currency translation reserves		(5,017)	(3,886)	-	-
Other reserves		1,681	1,681	-	-
Accumulated losses		(1,823)	(2,845)	(193,122)	(193,069)
		73,781	73,890	101,384	101,437
Non-controlling interests		4,099	1,650	-	-
Total equity		77,880	75,540	101,384	101,437

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C. Condensed interim statements of changes in equity

Group	Share capital S\$'000	Foreign currency translation reserves S\$'000	Other reserves S\$'000	Retained earnings/(Accu- mulated losses) S\$'000	Equity attributable to equity holders of the Company S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
As at 1 April 2023	78,940	(3,886)	1,681	(2,845)	73,890	1,650	75,540
<u>Total comprehensive income for the period</u>							
Profit for the period	-	-	-	1,022	1,022	2,550	3,572
Other comprehensive income for the period							
Exchange difference on translation of foreign operations	-	(1,131)	-	-	(1,131)	(101)	(1,232)
Total comprehensive income for the period	-	(1,131)	-	1,022	(109)	2,449	2,340
As at 31 December 2023	78,940	(5,017)	1,681	(1,823)	73,781	4,099	77,880
As at 1 April 2022	78,940	3,738	1,681	27,670	112,029	1,687	113,716
<u>Total comprehensive income for the period</u>							
Loss for the period	-	-	-	(36,225)	(36,225)	(535)	(36,760)
Other comprehensive income for the period							
Exchange difference on translation of foreign operations	-	(3,332)	-	-	(3,332)	(300)	(3,632)
Total comprehensive income for the period	-	(3,332)	-	(36,225)	(39,557)	(835)	(40,392)
As at 31 December 2022	78,940	406	1,681	(8,555)	72,472	852	73,324
Company					Share capital S\$'000	Accumulated losses S\$'000	Total equity S\$'000
As at 1 April 2023					294,506	(193,069)	101,437
Loss for the period, representing total comprehensive income for the period					-	(53)	(53)
As at 31 December 2023					294,506	(193,122)	101,384
As at 1 April 2022					294,506	(200,687)	93,819
Loss for the period, representing total comprehensive income for the period					-	(5,074)	(5,074)
As at 31 December 2022					294,506	(205,761)	88,745

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D. Condensed interim consolidated statement of cash flows

	Note	Group	
		9 months ended 31-Dec-23 S\$'000	9 months ended 31-Dec-22 S\$'000
Operating activities			
Profit/(Loss) before tax		4,484	(37,030)
Adjustments for:			
Depreciation of property, plant and equipment	E6.1	2,801	1,995
(Gain)/Loss on disposal of property, plant and equipment	E6.1	(15)	5
Loss on disposal of non-current asset held for sale	E6.1	-	30,124
Interest income	E6.1	(3)	(2)
Finance costs		2,975	5,674
Unrealised foreign exchange differences		(9)	(974)
Share of results from investment in associate		7	13
Operating cash flows before changes in working capital		10,240	(195)
Changes in working capital			
Trade and other receivables		(14,428)	1,271
Other current assets		89	(13)
Development properties		44,195	1,947
Contract assets		10,322	(9,225)
Contract costs		131	274
Inventories		(41)	37
Trade and other payables		(819)	(11,723)
Contract liabilities		(3)	(1,071)
Retention sum payable		-	98
Cash flows from/(used in) operations		49,686	(18,600)
Interest paid		(2,096)	(1,852)
Tax paid		(6)	(9)
Net cash flows from/(used in) operating activities		47,584	(20,461)
Investing activities			
Purchase of property, plant and equipment	E9	(1,211)	(2,509)
Proceeds from disposal of property, plant and equipment		191	8
Proceeds from disposal of non-current asset held for sale		-	75,487
Net cash flows (used in)/from investing activities		(1,020)	72,986
Financing activities			
Repayment of bank borrowings		(57,587)	(462)
Decrease/(Increase) in restricted funds placed in escrow accounts		18	(133)
Repayment of finance leases		(28)	(26)
Repayment of lease liabilities		(90)	(92)
Repayment of loans from shareholders		-	(54,688)
Proceeds from loan from a shareholder		2,499	6,630
Proceeds from loan from a non-controlling interest		640	-
Proceeds from bank borrowings		-	4,749
Net cash flows used in financing activities		(54,548)	(44,022)
Net changes in cash and cash equivalents		(7,984)	8,503
Cash and cash equivalents at the beginning of financial period		14,142	5,113
Effect of foreign currency translation in cash and cash equivalents		(18)	(83)
Cash and cash equivalents at the end of financial period		6,140	13,533

Cash and cash equivalents in the condensed interim consolidated statement of cash flows comprise the following:

	31-Dec-23 S\$'000	31-Dec-22 S\$'000
Cash and bank balances	6,356	13,858
Less: Restricted funds placed in escrow accounts	(216)	(325)
Cash and cash equivalents	6,140	13,533

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E. Notes to condensed interim consolidated financial statements

1. Corporate information

KOP Limited (the "Company") is a limited liability company incorporated and domiciled in Singapore with its principal place of business and registered office at 316 Tanglin Road, #01-01, Singapore 247978. The Company is listed on the Catalist of Singapore Exchange Securities Trading Limited (SGX-ST). These condensed interim consolidated financial statements as at 31 December 2023 and for the 9 months ended 31 December 2023 comprise the Company and its subsidiaries (collectively, the "Group").

The principal activity of the Company is to carry on the business of an investment holding company. The principal activities of the Group are:

- (a) Investment holding;
- (b) Business management and consultancy services;
- (c) Development and provision of resort/hotel businesses; and
- (d) Real estate developers.

2. Basis of preparation

The condensed interim financial statements for the 9 months ended 31 December 2023 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance of the Group since the last annual financial statements for the year ended 31 March 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 2.1.

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

Going concern assumption

The Group's current liabilities of \$58,072,000 (31 March 2023: \$109,275,000) comprise mainly bank borrowings which amounted to \$28,293,000 (31 March 2023: \$83,375,000) as at 31 December 2023 which will be due for repayment within the next 12 months from the date of this announcement. The Group's current assets of \$74,108,000 (31 March 2023: \$122,206,000) mainly comprise development properties amounted to \$43,234,000 (31 March 2023: \$87,429,000) which may not be realisable within the next 12 months from the date of this announcement. In addition, the Company is in a net current liability position of \$7,976,000 (31 March 2023: \$3,872,000) as at 31 December 2023. Included in the Company's current liabilities is an amount of \$11,028,000 due to a subsidiary and loans from a shareholder amounting to \$2,499,000.

Notwithstanding the above, the Board of Directors ("Directors") are of the view that it is appropriate to prepare these financial statements on a going concern basis due to the following factors:

- Through a series of sales and marketing activities to promote the sale of its development properties, the Group is confident of selling the remaining unsold units.
- The Group expects to be able to refinance the remaining variable secured bank loans [Note 10(c)], that are included in the aforementioned bank borrowings, upon maturity of the loan.
- Since the lifting of travel restrictions and the re-opening of borders in the previous financial year, performance of the Group's hospitality segment has returned to pre-Covid level and the hospitality segment has been generating healthy income. Accordingly, the Directors are confident that the Group will be able to generate sufficient cash flows from its operating activities in the next 12 months from the date of these condensed interim consolidated financial statements to fund its day to day operations.
- The Company's controlling shareholders, Ms. Ong Chih Ching and Ms. Leny Suparman have undertaken that in the event that the Group is unable to meet its financial obligations, the controlling shareholders will jointly and severally subscribe to new ordinary shares of the Company for up to \$10 million.
- The Company has obtained an undertaking from its subsidiary not to seek for immediate repayment of the aforementioned amount due by the Company of \$11,028,000 until the Company's cash flows permit.

Accordingly, the Directors consider it appropriate that these condensed interim consolidated financial statements are prepared on a going concern basis.

E. Notes to condensed interim consolidated financial statements

2. Basis of preparation (cont'd)

2.1 New and amended standards adopted by the Group

A number of amendments to 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 31 March 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.

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 business units based on their products and services, and has four reportable segments as follows:

(i) Real estate development and investment

The development, construction and sale of development properties.

(ii) Real estate origination and management services

The provision of business and management services for projects, including acquisition of properties and undertaking the development conceptualisation, construction management, marketing and branding strategising and retail sales of such projects.

(iii) Hospitality

Management and operation of hotel and resort, including restaurants and spas.

(iv) Corporate office

Management fee income from subsidiaries, group-level corporate services and treasury function.

These operating segments are reported in a manner consistent with internal reporting provided to Executive Chairman and Group Chief Executive Officer who are responsible for allocating resources and assessing performance of the operating segments.

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E. Notes to condensed interim consolidated financial statements

4. Segment and revenue information (cont'd)

4.1 Reportable segment

	Real estate development and investment S\$'000	Real estate origination and management services S\$'000	Hospitality S\$'000	Corporate office S\$'000	Inter-segment elimination S\$'000	Total S\$'000
1 April 2023 to 31 December 2023						
Revenue						
Revenue from external customers	61,853	173	15,026	-	-	77,052
Inter-segment revenue	-	-	-	1,800	(1,800)	-
Total revenue	61,853	173	15,026	1,800	(1,800)	77,052
Results						
Segment results	8,390	(2,690)	1,785	(19)	-	7,466
Finance costs	(2,635)	(14)	(292)	(34)	-	(2,975)
Share of results from investment in associate	(7)	-	-	-	-	(7)
Reportable profit/(loss)	5,748	(2,704)	1,493	(53)	-	4,484
Income tax expense	(889)	(15)	(8)	-	-	(912)
Profit/(Loss) for the period	4,859	(2,719)	1,485	(53)	-	3,572
Other information						
Interest income	-	-	3	-	-	3
Depreciation of property, plant and equipment	(1,391)	(107)	(1,299)	(4)	-	(2,801)
As at 31 December 2023						
Reportable segment assets	99,938	496	39,740	62	-	140,236
Reportable segment assets included:						
Investment in associate	20	-	-	-	-	20
Additions to non-current assets	280	84	847	-	-	1,211
Reportable segment liabilities	44,791	2,863	11,688	3,014	-	62,356

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E. Notes to condensed interim consolidated financial statements

4. Segment and revenue information (cont'd)

4.1 Reportable segment (cont'd)

	Real estate development and investment S\$'000	Real estate origination and management services S\$'000	Hospitality S\$'000	Corporate office S\$'000	Inter-segment elimination S\$'000	Total S\$'000
1 April 2022 to 31 December 2022						
Revenue						
Revenue from external customers	12,315	173	10,137	-	-	22,625
Inter-segment revenue	-	-	-	-	-	-
Total revenue	12,315	173	10,137	-	-	22,625
Results						
Segment results	1,426	(1,754)	1,249	(2,140)	-	(1,219)
Finance costs	(2,367)	(20)	(353)	(2,934)	-	(5,674)
Share of results from investment in associate	(13)	-	-	-	-	(13)
Loss on disposal of non-current asset held for sale	-	(30,124)	-	-	-	(30,124)
Reportable profit/(loss)	(954)	(31,898)	896	(5,074)	-	(37,030)
Income tax (expense)/credit	(3)	290	(17)	-	-	270
Loss for the period	(957)	(31,608)	879	(5,074)	-	(36,760)
Other information						
Interest income	-	-	2	-	-	2
Depreciation of property, plant and equipment	(791)	(148)	(1,055)	(1)	-	(1,995)
As at 31 March 2023						
Reportable segment assets	149,071	713	40,147	1,657	-	191,588
Reportable segment assets included:						
Investment in associate	153	-	-	-	-	153
Additions to non-current assets	1,572	108	8,358	7	-	10,045
Reportable segment liabilities	99,604	3,143	12,791	510	-	116,048

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E. Notes to condensed interim consolidated financial statements

4. Segment and revenue information (cont'd)

4.2 Geographical information

The operations of the Group are principally located in Singapore, Indonesia and United Kingdom.

The Group's revenue from external customers and information about its segment assets by geographical locations are detailed below:

	Revenue		Non-current assets	
	9 months ended 31-Dec-23 S\$'000	9 months ended 31-Dec-22 S\$'000	31-Dec-23 S\$'000	31-Mar-23 S\$'000
Singapore	62,026	12,488	236	538
Indonesia	12,379	10,137	59,880	63,015
United Kingdom	2,647	-	5,982	5,791
People's Republic of China	-	-	30	38
	<u>77,052</u>	<u>22,625</u>	<u>66,128</u>	<u>69,382</u>

4.3 Disaggregation of revenue

	Real estate development and investment		Real estate origination and management services		Hospitality		Total	
	31-Dec-23 S\$'000	31-Dec-22 S\$'000	31-Dec-23 S\$'000	31-Dec-22 S\$'000	31-Dec-23 S\$'000	31-Dec-22 S\$'000	31-Dec-23 S\$'000	31-Dec-22 S\$'000
Primary geographical markets								
Singapore	61,853	12,315	173	173	-	-	62,026	12,488
Indonesia	-	-	-	-	12,379	10,137	12,379	10,137
United Kingdom	-	-	-	-	2,647	-	2,647	-
	<u>61,853</u>	<u>12,315</u>	<u>173</u>	<u>173</u>	<u>15,026</u>	<u>10,137</u>	<u>77,052</u>	<u>22,625</u>
Major product or service lines								
Management, coordination, consultancy and establishment fee	-	-	173	173	-	-	173	173
Room revenue	-	-	-	-	8,008	5,705	8,008	5,705
Food & beverage, Spa operations and other retail revenue	-	-	-	-	5,968	3,620	5,968	3,620
Sale of development properties	61,853	12,315	-	-	-	-	61,853	12,315
Others	-	-	-	-	1,050	812	1,050	812
	<u>61,853</u>	<u>12,315</u>	<u>173</u>	<u>173</u>	<u>15,026</u>	<u>10,137</u>	<u>77,052</u>	<u>22,625</u>
Timing of transfer of goods or services								
At a point in time	-	-	-	-	7,018	4,432	7,018	4,432
Over time	61,853	12,315	173	173	8,008	5,705	70,034	18,193
	<u>61,853</u>	<u>12,315</u>	<u>173</u>	<u>173</u>	<u>15,026</u>	<u>10,137</u>	<u>77,052</u>	<u>22,625</u>

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E. Notes to condensed interim consolidated financial statements

5. Financial assets and financial liabilities

Set out below is an overview of the undiscounted financial assets and financial liabilities of the Group as at 31 December 2023 and 31 March 2023:

	Group		Company	
	31-Dec-23 S\$'000	31-Mar-23 S\$'000	31-Dec-23 S\$'000	31-Mar-23 S\$'000
Financial assets				
Trade and other receivables	16,156	1,538	6,043	6,043
Other current assets, excluding prepayment	165	190	1	-
Cash and bank balances	6,356	14,376	21	1,590
Total undiscounted financial assets	22,677	16,104	6,065	7,633
Financial liabilities				
Trade and other payables, excluding non-refundable deposits	11,328	11,426	11,543	11,538
Bank borrowings (secured)	32,107	92,470	-	-
Finance leases	13	42	-	-
Loan from a shareholder	2,499	-	2,499	-
Loan from a non-controlling interest	13,048	12,408	-	-
Total undiscounted financial liabilities	58,995	116,346	14,042	11,538
Total net undiscounted financial liabilities	(36,318)	(100,242)	(7,977)	(3,905)

6. Profit/(Loss) before tax

6.1 Significant items

	Group	
	9 months ended 31-Dec-23 S\$'000	9 months ended 31-Dec-22 S\$'000
Income		
Interest income	(3)	(2)
Expenses		
Depreciation of property, plant and equipment	2,801	1,995
Net foreign exchange loss	164	844
Interest expenses	2,975	5,674
(Gain)/Loss on disposal of property, plant and equipment	(15)	5
Loss on disposal of non-current asset held for sale	-	30,124

6.2 Related party transactions

During the financial period, the Group entered into the following significant transactions with related parties at terms agreed between the parties, other than those disclosed elsewhere in the condensed interim consolidated financial statements:

	Group	
	9 months ended 31-Dec-23 S\$'000	9 months ended 31-Dec-22 S\$'000
Ultimate holding company		
Loan	2,499	6,630
License fee	1	1
Interest expense	34	761
Repayment of loan	-	17,688
Repayment of interest expense	-	1,497
Related companies		
Management fee income	(23)	(23)
Recharge of expenses	(433)	(242)
Reimbursement of expenses	47	95

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E. Notes to condensed interim consolidated financial statements

6. Profit/(Loss) before tax (cont'd)

6.2 Related party transactions (cont'd)

During the financial period, the Group entered into the following significant transactions with related parties at terms agreed between the parties, other than those disclosed elsewhere in the condensed interim consolidated financial statements: (cont'd)

	Group	
	9 months ended 31-Dec-23 S\$'000	9 months ended 31-Dec-22 S\$'000
<i>Entity which the directors of the Company have interest in</i>		
Management fee income	(150)	(150)
<i>Transactions with directors of the Company</i>		
Management fee income from development properties sold	(5)	(5)
Shared return from development properties	2	2
Guarantors fee	66	190
<i>Transaction with shareholder of the Company</i>		
Interest expense	-	2,173
Repayment of loan	-	37,000
Repayment of interest expense	-	7,624

7. Taxation

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

	Group	
	9 months ended 31-Dec-23 S\$'000	9 months ended 31-Dec-22 S\$'000
Income taxes		
- Current income taxation	895	14
- Under/(Over) provision in prior years	17	(12)
Deferred tax		
- Reversal of temporary differences	-	(272)
Income tax expense/(credit) recognised in profit or loss	912	(270)

8. Net asset value

	Group		Company	
	31-Dec-23 S\$ in cent	31-Mar-23 S\$ in cent	31-Dec-23 S\$ in cent	31-Mar-23 S\$ in cent
Net asset value per ordinary share	6.66	6.67	9.15	9.16

9. Property, plant and equipment

During the 9 months ended 31 December 2023, the Group acquired property, plant and equipment amounting to \$1,211,000 (31 December 2022: \$2,509,000).

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E. Notes to condensed interim consolidated financial statements

10. Bank borrowings (secured)

	Group	
	31-Dec-23 S\$'000	31-Mar-23 S\$'000
Current		
Fixed rate bank loans		
- 7-year USD loan	2,960	2,742
- 5-year SGD loan	333	326
Variable rate bank loans		
- SGD land loan and construction loan	25,000	80,307
	<u>28,293</u>	<u>83,375</u>
Non-current		
Fixed rate bank loans		
- 7-year USD loan	2,577	4,831
- 5-year SGD loan	199	450
	<u>2,776</u>	<u>5,281</u>
Total bank borrowings (secured)	<u>31,069</u>	<u>88,656</u>

The Group's bank borrowings comprise the following:

(a) 7-year fixed rate bank loan

The 7-year USD term loan bears interest at 5.50% per annum. The interest rate increased to 6.00% per annum with effect from 1 September 2023 (31 March 2023: 5.50%). The loan matures in June 2025 and is secured by a legal mortgage of the leasehold land and building of subsidiaries, personal guarantee from Directors of the Company and corporate guarantee from the Company.

The terms of the loan include a financial covenant which requires the subsidiary to maintain a maximum adjusted gearing ratio of 0.7 throughout the tenure of the loan.

(b) 5-year fixed rate bank loan

The 5-year SGD term loan bears interest at 2.75% (31 March 2023: 2.75%) per annum and matures in July 2025. The loan is secured by a corporate guarantee from the Company.

(c) Variable rate bank loans

The variable rate bank loans represent a SGD land loan of \$25,000,000 (31 March 2023: SGD land loan of \$69,750,000 and a SGD construction loan of up to \$15,000,000 that was drawdown to \$10,572,000 and fully repaid) as at the reporting date. The loans bear interest at 2.00% (31 March 2023: 2.00%) per annum above the 1 month or 3 months compounded Singapore Overnight Rate Average rate. The SGD land loan has been extended to 5 July 2024 subsequent to the financial period.

The loans are secured by a legal mortgage of the development properties of the subsidiary and proportionate guarantee from the Company.

11. Loan from a shareholder

During the financial period, the Company was granted a new loan of \$2,499,000 from a shareholder. This loan, which is denominated in SGD has interest-bearing at 7% per annum and repayable in 1 year from the first drawdown date or such other date as the parties shall agree in writing.

The loan can be convertible into fully paid-up ordinary shares in the capital of the Company, at the option of the shareholder, in the event that the Company is unable to repay the loan on maturity date.

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E. Notes to condensed interim consolidated financial statements

12. Share capital

	Group and Company		Company	
	31-Dec-23	31-Mar-23	31-Dec-23	31-Mar-23
	Number of ordinary shares *		S\$'000	
Issued and fully paid-up capital:				
At beginning and end of the period	1,107,962,214	1,107,962,214	294,506	294,506

* The equity structure (i.e. the number and types of equity instruments issued) reflect the equity structure of the Company, being the legal parent, including the equity instruments issued by the Company to effect the reverse acquisition on 4 May 2014.

	Group	
	31-Dec-23	31-Mar-23
	S\$'000	
Issued and fully paid-up capital: ^		
At beginning and end of the period	78,940	78,940

^ The amount recognised as issued equity instruments in the consolidated financial statements is determined by adding to the issued equity of Scorpio East Holdings Ltd. and its subsidiaries immediately before the reverse acquisition to the costs of the reverse acquisition and proceeds from issuance of shares by the Company subsequent to the completion of the reverse acquisition.

The Company did not hold any treasury shares as at 31 December 2023.

The Company's subsidiaries do not hold any shares in the Company as at 31 December 2023 and 31 March 2023.

13. Subsequent events

Other than those disclosed elsewhere in the condensed interim financial statement, there are no known subsequent events which have led to adjustments to this set of condensed interim financial statements.

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F. Other information required by Appendix 7C of the Catalyst Rules

1. Review

The condensed consolidated balance sheets of KOP Limited and its subsidiaries as at 31 December 2023 and the related condensed consolidated profit or loss and other comprehensive income, condensed statement of changes in equity and condensed consolidated statement of cash flows for the 9 months period then ended and certain explanatory notes have not been audited or reviewed by the Company's auditors.

2. Review of performance of the Group

2a. Income statement

Revenue

	3 months ended 31-Dec-23 S\$'000	3 months ended 31-Dec-22 S\$'000	Change S\$'000	%
Real estate development and investment	14,500	4,835	9,665	200
Real estate origination and management services	58	58	-	-
Hospitality	4,817	4,806	11	-
	<u>19,375</u>	<u>9,699</u>	<u>9,676</u>	<u>100</u>

	9 months ended 31-Dec-23 S\$'000	9 months ended 31-Dec-22 S\$'000	Change S\$'000	%
Real estate development and investment	61,853	12,315	49,538	402
Real estate origination and management services	173	173	-	-
Hospitality	15,026	10,137	4,889	48
	<u>77,052</u>	<u>22,625</u>	<u>54,427</u>	<u>241</u>

Revenue increased by S\$9.7 million or 100% from S\$9.7 million in 3 months ended 31 December 2022 ("3QFY2023") to S\$19.4 million in 3 months ended 31 December 2023 ("3QFY2024") and increased by S\$54.5 million or 241% from S\$22.6 million in 9 months ended 31 December 2022 ("9MFY2023") to S\$77.1 million in 9 months ended 31 December 2023 ("9MFY2024"). The increase was mainly due to the increase in revenue from the real estate development and investment segment and hospitality segment.

The increase in revenue from real estate development and investment segment was mainly due to the revenue recognised on units sold for Dalvey Haus project during the period. Dalvey Haus had obtained its Temporary Occupation Permit ("TOP") in July 2023.

The increase in revenue from the hospitality segment was mainly due to Montigo Resorts, Nongsa and Montigo Resorts, Seminyak being fully opened following the lifting of the travel restrictions by various countries in the previous financial year as well as the performance contributed from the newly acquired Montigo Resorts, Somerset in United Kingdom.

Cost of sales

Cost of sales increased by S\$8.1 million or 143% from S\$5.6 million in 3QFY2023 to S\$13.7 million in 3QFY2024 and increased by S\$42.6 million or 312% from S\$13.7 million in 9MFY2023 to S\$56.3 million in 9MFY2024, which is in line with the increase in revenue during the period.

Gross profit

Gross profit increased by S\$1.6 million or 40% from S\$4.1 million in 3QFY2023 to S\$5.7 million in 3QFY2024 and increased by S\$11.8 million or 131% from S\$9.0 million in 9MFY2023 to S\$20.8 million in 9MFY2024, which is in line with the increase in revenue during the period.

Other operating income

Other operating income increased by S\$23,000 or 209% from S\$11,000 in 3QFY2023 to S\$34,000 in 3QFY2024 mainly due to the receipt of one-off government grant during the period.

Other operating income decreased by S\$347,000 or 71% from S\$489,000 in 9MFY2023 to S\$142,000 in 9MFY2024 mainly due to one-off deposit received in relation to the Dalvey Haus Project which was forfeited in the prior period.

Distribution costs

Distribution costs increased by S\$1.0 million or 622% from S\$0.2 million in 3QFY2023 to S\$1.2 million in 3QFY2024 and increased by S\$2.6 million or 710% from S\$0.4 million in 9MFY2023 to S\$3.0 million in 9MFY2024 mainly due to the increase in sales and marketing expenses incurred during the period.

F. Other information required by Appendix 7C of the Catalyst Rules

2. Review of performance of the Group (cont'd)

2a. Income statement (cont'd)

Administrative and general expenses

Administrative and general expenses decreased by S\$1.7 million or 33% from S\$5.0 million in 3QFY2023 to \$3.3 million in 3QFY2024 mainly due to the decrease in personnel cost, legal and professional fee and foreign exchange loss during the period.

Share of results from investment in associate

This represents the Group's share of results from investment in associate, Epic Land Pte. Ltd., during the period.

Finance costs

Finance costs decreased by S\$1.3 million or 68% from S\$1.9 million in 3QFY2023 to S\$0.6 million in 3QFY2024 and decreased by S\$2.7 million or 48% from S\$5.7 million in 9MFY2023 to S\$3.0 million in 9MFY2024 mainly due to the repayment of shareholders' loans in the 3 months ended 31 March 2023 and repayment of bank loans during the period.

Income tax (expense)/credit

The income tax expense was mainly due to the provision of income tax for the profit from the sale of units in Dalvey Haus project.

Profit/(Loss) after tax

As a result of the above, the Group recorded a loss after tax of S\$0.3 million in 3QFY2024 and a profit after tax of S\$3.6 million in 9MFY2024 compared to a loss after tax of S\$4.4 million in 3QFY2023 and a loss after tax of S\$36.8 million in 9MFY2023.

Exchange difference on translation of foreign operations

The change in the exchange difference on translation of foreign operations was mainly due to the translation of IDR from the share of foreign currency translation reserves from investments in subsidiaries, P.T. Montigo Seminyak and P.T. Teguh Cipta Pratama during the period.

2b. Balance sheets

Investment in associate decreased by S\$133,000 from S\$153,000 as at 31 March 2023 to S\$20,000 as at 31 December 2023 mainly due to the dividends paid out offset by the share of results during the period.

Development properties decreased by S\$44.2 million from S\$87.4 million as at 31 March 2023 to S\$43.2 million as at 31 December 2023 is in line with the units sold for Dalvey Haus project during the period.

Trade and other receivables increased by S\$14.7 million from S\$1.5 million as at 31 March 2023 to S\$16.2 million as at 31 December 2023 mainly due to the proceeds receivable from the sale of unit in Dalvey Haus Project during the period. Subsequent to the financial period, S\$13.7 million has been received as at the reporting date.

Contract assets relates to the right to recognise revenue for percentage of work completed but not billed in Dalvey Haus project during the period. Decrease in contract costs were mainly due to the progress billings billed during the period.

Decrease in contract costs were mainly due to the cost to obtain sales contracts being fully amortised upon completion of the construction of Dalvey Haus Project.

Decrease in bank borrowings (secured) were due to repayment of bank borrowings during the period.

Decrease in finance leases and lease liabilities were mainly due to repayments made during the period.

Increase in tax payable was mainly due to the provision of income tax for the profit from the sale of units in Dalvey Haus project.

Increase in loan from a shareholder was due to loan from a shareholder obtained during the period.

2c. Cash flow statement

The net cash inflow from operating activities for 9MFY2024 arose mainly due to the sale of units in Dalvey Haus project during the period.

The net cash outflow from investing activities for 9MFY2024 arose mainly from the purchase of property, plant and equipment during the period.

The net cash outflow from financing activities for 9MFY2024 arose mainly from the repayments of bank borrowings during the period.

F. Other information required by Appendix 7C of the Catalyst Rules

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

3a. Updates on the efforts taken to resolve each outstanding audit issue.

The Company's independent auditors had issued a qualified opinion on the Group's audited consolidated financial statements for the financial year ended 31 March 2023 ("FY2023"). For details, please refer to the Independent Auditors Report for FY2023 announced on 14 July 2023.

1. Opening balances

The opening balances relate to the basis for qualified opinion for FY2022 that was not resolved arising from the possible effects of those matters on the comparability of the current years' figures and the corresponding figures.

2. Inability to ascertain the accuracy of the loss on disposal of non-current asset held for sale

There will be no similar issues in the coming year following the completion of the disposal of non-current asset held for sale.

3b. Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

The Board confirms that the impact of all outstanding audit issues on the financial statements have been adequately disclosed to date.

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

No forecast or prospect statement has been previously disclosed.

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 operating period and the next 12 months

With travel returning to normalcy, Montigo Resorts, Nongsa and Montigo Resorts, Seminyak are in full operations. Together with the newly acquired Montigo Resorts, Somerset in United Kingdom, the Group's hospitality segment records positive growth in occupancy and performance. Going forward, the Group will be focusing on growing its home brand, Montigo Resorts by taking on more hotel management contracts as well as expansion through acquiring potential hotels. The Group is cautiously optimistic and anticipates this segment will continue contributing healthy recurring income and sustainable profits for the Group.

For the real estate development segment, the Dalvey Haus project had obtained the TOP in July 2023. With the completion of the Dalvey Haus project, the Group will cautiously look into other development projects.

The Group will remain prudent in cost management and will continue to focus on improving its operational efficiency to optimise the utilisation of resources.

6. Dividend information

6a. Current Financial Period Reported On

Any dividend recommended for the current financial period reported on?

No.

6b. Corresponding Period of the Immediately Preceding Financial year

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

No.

6c. Date Payable

Not applicable.

6d. Books closure date

Not applicable.

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F. Other information required by Appendix 7C of the Catalist Rules

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 or recommended as the Company has deemed it more appropriate to retain the cash in the Group for its future growth.

8. Interested person transactions

The Group has not obtained a general mandate from shareholders of the Company for interested person transactions.

Name of interested person	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) S\$'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transaction less than S\$100,000) S\$'000
<u>Scotts Spazio Pte. Ltd.</u> Management fee income	(150)	-
<u>Success Kensington Limited</u> Recharge of expenses	(428)	-

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 has received undertaking from all its directors and executive officers in the format as set out in Appendix 7H under Rule 720(1) of the Catalist Rules of the SGX-ST.

Confirmation by the Board

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the financial statements for the 9 months period ended 31 December 2023 to be false or misleading in any material aspect.

On behalf of the Board of Directors

Ong Chih Ching
Executive Chairman and Executive Director

Leny Suparman
Executive Director and Group Chief Executive Officer

5 February 2024