Neo Group Limited Incorporated in the Republic of Singapore Registration No. 201207080G

Unaudited Financial Statements and Dividend Announcement for the Financial Year Ended 31 March 2020

PART I - INFORMATION REQUIRED FOR THE FULL YEAR ANNOUNCEMENT

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

1(a)(i) Consolidated Statement of Comprehensive Income

| | | Group | | | Group | |
|--|---------------------------|--------------|-------------------|---------------------------|--------------|-----------|
| | 4Q ¹ 2019/2020 | 4Q 2018/2019 | Increase/ | FY ² 2019/2020 | FY 2018/2019 | Increase |
| | (Unaudited) | (Unaudited) | (Decrease) | (Unaudited) | (Audited) | (Decrease |
| | \$'000 | \$'000 | % | \$'000 | \$'000 | 9 |
| Revenue | 43,946 | 50,886 | -13.6% | 185,868 | 181,020 | 2.7% |
| Other items of income | • | · | | | | |
| Interest income | 22 | 183 | -88.0% | 173 | 272 | -36.4% |
| Other income | 1,238 | 919 | 34.7% | 2,491 | 2,199 | 13.3% |
| Items of expense | • | | | | | |
| Purchases and consumables used | (17,817) | (20,724) | -14.0% | (75,824) | (76,510) | -0.9% |
| Changes in inventories | (381) | (372) | 2.4% | 136 | 145 | -6.2% |
| Delivery expenses | (1,106) | (907) | 21.9% | (4,236) | (3,642) | 16.3% |
| Employee benefits expense | (12,783) | (14,292) | -10.6% | (54,248) | (54,314) | -0.1% |
| Depreciation and amortisation expenses | (3,331) | (2,670) | 24.8% | (15,219) | (9,300) | 63.6% |
| Advertising expenses | (877) | (1,013) | -13.4% | (3,849) | (3,719) | 3.5% |
| Operating lease expenses | - | (1,429) | -100.0% | - | (7,280) | -100.0% |
| Utilities | (1,452) | (1,561) | -7.0% | (6,116) | (6,133) | -0.3% |
| Other expenses | (5,494) | (3,829) | 43.5% | (17,023) | (13,699) | 24.3% |
| Finance costs | (1,478) | (771) | 91.7% | (4,763) | (2,803) | 69.9% |
| Share of loss of an associate | (19) | - | N.M. ³ | (19) | - | N.M. |
| Profit before income tax | 468 | 4,420 | -89.4% | 7,371 | 6,236 | 18.2% |
| Income tax expense | (293) | (335) | -12.5% | (1,108) | (1,070) | 3.6% |
| Profit for the financial period | 175 | 4,085 | -95.7% | 6,263 | 5,166 | 21.2% |
| Other comprehensive income: | | | | | | |
| Items that may be reclassified subsequently to profit or loss | | | | | | |
| Exchange differences arising from translation of foreign operation | (41) | (97) | -57.7% | 33 | 27 | 22.2% |
| Items that will not be reclassified subsequently to profit or loss | | | | | | |
| Fair value (loss)/gain on equity instruments at FVOCI | (113) | 45 | N.M. | (338) | (72) | 369.4% |
| Other comprehensive income for the financial period, net of tax | (154) | (52) | 196.2% | (305) | (45) | 577.8% |
| Total comprehensive income for the financial period | 21 | 4,033 | -99.5% | 5,958 | 5,121 | 16.3% |

^{1 &}quot;4Q" denotes financial period from 1 January to 31 March

² "FY" denotes financial period from 1 April to 31 March

³ "N.M." denotes not meaningful

1(a)(i) Consolidated Statement of Comprehensive Income (Continued)

| | | Group | | | Group | |
|---|-----------------------------|-----------------------------|-------------------------|-----------------------------|---------------------------|-----------------------|
| | 4Q 2019/2020 (Unaudited) | 4Q 2018/2019 (Unaudited) | Increase/ (Decrease) | FY 2019/2020 (Unaudited) | FY 2018/2019 (Audited) | Increase (Decrease |
| | \$'000 | \$'000 | % | \$'000 | \$'000 | 9/ |
| Profit attributable to: | | | | | | |
| Owners of the parent | 554 | 3,920 | -85.9% | 6,333 | 5,398 | 17.3% |
| Non-controlling interests | (379) | 165 | N.M. | (70) | (232) | -69.8% |
| | 175 | 4,085 | -95.7% | 6,263 | 5,166 | 21.2% |
| Total comprehensive income attributable to: | | | | | | |
| Owners of the parent | 401 | 3,885 | -89.7% | 6,025 | 5,321 | 13.2% |
| Non-controlling interests | (380) | 148 | N.M. | (67) | (200) | -66.5% |
| | 21 | 4,033 | -99.5% | 5,958 | 5,121 | 16.3% |

1(a)(ii) Notes to Consolidated Statement of Comprehensive Income

Profit for the financial period/year is arrived at after crediting/(charging) the following:

| | | Group | | | Group | |
|--|--------------|--------------|------------|--------------|--------------|------------|
| | 4Q 2019/2020 | 4Q 2018/2019 | Increase/ | FY 2019/2020 | FY 2018/2019 | Increase |
| | (Unaudited) | (Unaudited) | (Decrease) | (Unaudited) | (Audited) | (Decrease) |
| | \$'000 | \$'000 | % | \$'000 | \$'000 | 9/ |
| Interest income | 22 | 183 | -88.0% | 173 | 272 | -36.4% |
| Dividend income | - | - | N.M. | 11 | 34 | -67.6% |
| Government grants | 658 | 457 | 44.0% | 1.074 | 851 | 26.2% |
| Rental income | 129 | 124 | 4.0% | 507 | 496 | 2.2% |
| Allowance for impairment loss on third parties trade receivables | (439) | (69) | 536.2% | (439) | (69) | 536.2% |
| Allowance for impairment loss on | (40) | | | (40) | | |
| third party non-trade receivable | (43) | - | N.M. | (43) | - | N.M. |
| Bad third parties trade receivables written off | (45) | - | N.M. | (81) | (5) | N.M. |
| Reversal of allowance for impairment loss of trade receivables | 5 | 17 | -70.6% | 30 | 100 | -70.0% |
| Depreciation of property, plant and equipment | (1,898) | (2,239) | -15.2% | (7,569) | (8,621) | -12.2% |
| Depreciation of right-of-use assets | (1,229) | - | N.M. | (6,781) | - | N.M. |
| Depreciation of investment properties | (8) | (12) | -33.3% | (44) | (48) | -8.3% |
| Amortisation of intangible assets | (196) | (419) | -53.2% | (825) | (631) | 30.7% |
| Foreign exchange gain/(loss), net | 39 | 91 | -57.1% | (176) | (218) | -19.3% |
| Impairment loss on investment properties | (110) | - | N.M. | (110) | - | N.M. |
| Impairment loss on goodwill | (448) | - | N.M. | (448) | - | N.M. |
| Impairment loss on plant and equipment | (53) | - | N.M. | (53) | - | N.M. |
| Impairment loss on right-of-use assets | (425) | - | N.M. | (425) | - | N.M. |
| Inventories written down | (96) | (11) | 772.7% | (112) | (11) | N.M. |
| Inventories written off | (389) | (46) | 745.7% | (449) | (70) | 541.4% |
| Gain on disposal of plant and equipment | 7 | 51 | -86.3% | 89 | 26 | 242.3% |
| Loss on disposal of investment property | - | - | N.M. | (137) | - | N.M. |
| Intangible assets written off | - | (1) | -100.0% | - | (1) | -100.0% |
| Plant and equipment written off | (8) | (172) | -95.3% | (57) | (188) | -69.7% |
| Right-of-use assets written off | (71) | - | N.M. | (71) | = | N.M. |
| Short-term leases | (881) | - | N.M. | (1,807) | - | N.M. |
| Low-value leases | - | - | N.M. | (17) | - | N.M. |
| Variable leases | (23) | - | N.M. | (121) | - | N.M. |
| Finance costs | (1,478) | (771) | 91.7% | (4,763) | (2,803) | 69.9% |

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.

1(b)(i) Statements of Financial Position

| | Group | | Compan | у |
|---|-------------|-----------|-------------|-----------|
| _ | As at | | As at | |
| _ | 31/3/2020 | 31/3/2019 | 31/3/2020 | 31/3/2019 |
| | (Unaudited) | (Audited) | (Unaudited) | (Audited) |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| ASSETS | | | | |
| Current assets | | | | |
| Inventories | 11,533 | 11,452 | - | - |
| Trade and other receivables | 25,141 | 25,397 | 3,542 | 3,249 |
| Finance lease receivable | - | - | 29 | - |
| Prepayments | 442 | 620 | 39 | 20 |
| Cash and cash equivalents | 18,064 | 19,027 | 1,101 | 3,633 |
| Total current assets | 55,180 | 56,496 | 4,711 | 6,902 |
| Non-current assets | | | | |
| Property, plant and equipment | 90,025 | 81,218 | 2 | 4 |
| Right-of-use assets | 31,381 | - | _ | - |
| Investment properties | 440 | 1,154 | - | _ |
| Intangible assets | 19,576 | 20,346 | 4 | 4 |
| Investments in subsidiaries | - | - | 39,357 | 40,657 |
| Investments in associate | 3,274 | _ | 3,293 | , - |
| Other receivables | 3,414 | 3,211 | 1,863 | 1,900 |
| Finance lease receivable | · <u>-</u> | - | 142 | - |
| Financial assets at FVOCI | 382 | 720 | 382 | 720 |
| Total non-current assets | 148,492 | 106,649 | 45,043 | 43,285 |
| TOTAL ASSETS | 203,672 | 163,145 | 49,754 | 50,187 |
| EQUITY | | | | |
| Capital and reserves | | | | |
| Share capital | 8,664 | 8,664 | 8,664 | 8,664 |
| Merger and capital reserves | (3,479) | (1,291) | - | - |
| Fair value adjustment account | (248) | 90 | (248) | 90 |
| Foreign currency translation reserve | 273 | 243 | - | - |
| Retained earnings | 36,384 | 30,788 | 5,833 | 5,662 |
| Equity attributable to owners of the parent | 41,594 | 38,494 | 14,249 | 14,416 |
| Non-controlling interests | 4,020 | 3,299 | - | - |
| TOTAL EQUITY | 45,614 | 41,793 | 14,249 | 14,416 |

1(b)(i) Statements of Financial Position (Continued)

| | Group | | Compan | ıy |
|-------------------------------|-------------|-----------|-------------|-----------|
| | As at | | As at | |
| | 31/3/2020 | 31/3/2019 | 31/3/2020 | 31/3/2019 |
| | (Unaudited) | (Audited) | (Unaudited) | (Audited) |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| LIABILITIES | | | | |
| Current liabilities | | | | |
| Trade and other payables | 34,561 | 30,065 | 3,464 | 5,874 |
| Provisions | 450 | 443 | - | - |
| Bank borrowings | 35,497 | 33,168 | 699 | 668 |
| Finance lease payables | - | 2,213 | - | - |
| Lease liabilities | 6,668 | - | 28 | - |
| Income tax payable | 1,731 | 1,619 | 12 | 16 |
| Total current liabilities | 78,907 | 67,508 | 4,203 | 6,558 |
| Non-current liabilities | | | | |
| Other payables | 6,493 | 2,579 | 29,338 | 26,696 |
| Bank borrowings | 46,183 | 42,852 | 1,818 | 2,517 |
| Finance lease payables | - | 4,457 | - | - |
| Lease liabilities | 22,810 | - | 146 | - |
| Deferred tax liabilities | 3,665 | 3,956 | - | - |
| Total non-current liabilities | 79,151 | 53,844 | 31,302 | 29,213 |
| TOTAL LIABILITIES | 158,058 | 121,352 | 35,505 | 35,771 |
| TOTAL EQUITY AND LIABILITIES | 203,672 | 163,145 | 49,754 | 50,187 |

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

| Amount repayable in one year or less, or on demand | As at 31/3/2020 | | As at 31/ | 3/2019 | |
|--|-----------------|-------------------|-----------------|-----------|--|
| | (Unau | udited) (Audited) | | ted) | |
| | \$'0 | 00 | \$'00 | 0 | |
| | Secured | Unsecured | Secured | Unsecured | |
| Bank borrowings | 20,500 | 14,997 | 13,582 | 19,586 | |
| Finance lease payables | 2,189 | - | 2,213 | - | |
| Amount repayable after one year | As at 31 | 1/3/2020 | As at 31/3/2019 | | |
| | (Unau | dited) | (Audi | ted) | |
| | \$'0 | 00 | \$'00 | 0 | |
| | Secured | Unsecured | Secured | Unsecured | |
| Bank borrowings | 45,616 | 567 | 40,784 | 2,068 | |
| Finance lease payables | 3,530 | - | 4,457 | - | |
| | | | | | |

Details of any collateral:

As at 31 March 2020, the Group's borrowings comprised bank borrowings and finance lease payables.

Bank borrowings

Bank borrowings of \$20.50 million repayable within one year or less or on demand, and \$45.62 million repayable after one year are both secured by the legal mortgage in favour of the banks over the following properties at:

- (i) 6A Wan Lee Road;
- (ii) 1, 3,5,7 & 9 Enterprise Road;
- (iii) 30B Quality Road;
- (iv) 14 Joo Koon Circle;
- (v) 50 Tuas Avenue 11 #02-12;
- (vi) 8A Admiralty Street #03-20;
- (vii) 8B Admiralty Street #02-16;
- (viii) 22 Senoko Way;
- (ix) 6 & 8 Jalan Istimewa 8, Ulu Tiram, Johor, Malaysia; and
- (x) 3343 Jalan Pekeliling Tanjung 27, Kulai, Johor, Malaysia.

The remaining bank borrowings of \$15.00 million repayable within one year or less or on demand, and \$0.57 million repayable after one year are unsecured.

Finance lease payables

The Group's obligations under finance leases of \$2.19 million repayable within one year or less or on demand, and \$3.53 million repayable after one year are secured by the leased assets.

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.

1(c) Consolidated Statement of Cash Flow

| | Gro | up | Gro | up |
|---|--------------|--------------|--------------|--------------|
| | 4Q 2019/2020 | 4Q 2018/2019 | FY 2019/2020 | FY 2018/2019 |
| | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Operating activities | | | | |
| Profit before income tax | 468 | 4,420 | 7,371 | 6,236 |
| Adjustments for: | | | | |
| Allowance for impairment loss on third parties | 439 | 69 | 439 | 69 |
| trade receivables | | | | |
| Allowance for impairment loss on third party non-trade receivable | 43 | - | 43 | - |
| Bad third parties trade receivables written off | 45 | - | 81 | 5 |
| Reversal of allowance for impairment loss of trade receivables | (5) | (17) | (30) | (100) |
| Depreciation of property, plant and equipment | 1,898 | 2,670 | 7,569 | 9,052 |
| Depreciation of right-of-use assets | 1,229 | - | 6,781 | - |
| Depreciation of investment properties | 8 | - | 44 | 36 |
| Amortisation of intangible assets | 196 | - | 825 | 212 |
| Dividend income | - | - | (11) | (34) |
| Impairment loss on investment properties | 110 | - | 110 | - |
| Impairment loss on goodwill | 448 | - | 448 | - |
| Impairment loss on plant and equipment | 53 | - | 53 | - |
| Impairment loss on right-of-use assets | 425 | - | 425 | - |
| Interest expense | 1,478 | 771 | 4,763 | 2,803 |
| Interest income | (22) | (183) | (173) | (272) |
| Inventories written down | 96 | 11 | 112 | 11 |
| Inventories written off | 389 | 46 | 449 | 70 |
| Loss on disposal of investment property | - | - | 137 | - |
| Gain on disposal of plant and equipment | (7) | (51) | (89) | (26) |
| Intangible assets written off | - | 1 | - | 1 |
| Plant and equipment written off | 8 | 172 | 57 | 188 |
| Right-of-use assets written off | 71 | - | 71 | - |
| Share of loss of an associate | 19 | - | 19 | - |
| Operating cash flows before working capital changes | 7,389 | 7,909 | 29,494 | 18,251 |
| Working capital changes: | | | | |
| Inventories | 798 | 1,082 | (642) | (1,955) |
| Trade and other receivables | (99) | 739 | (598) | (752) |
| Prepayments | 156 | (79) | 178 | 11 |
| Trade and other payables | (2,985) | (2,325) | 1,029 | 3,126 |
| Provisions | (19) | (2) | (109) | (41) |
| Cash generated from operations | 5,240 | 7,324 | 29,352 | 18,640 |
| Income tax refund/(paid) | 25 | 139 | (1,270) | (476) |
| Net cash from operating activities | 5,265 | 7,463 | 28,082 | 18,164 |

1(c) Consolidated Statement of Cash Flows (Continued)

| | Group | | Grou | ıp |
|--|--------------------|--------------|--------------|--------------|
| | 4Q 2019/2020 | 4Q 2018/2019 | FY 2019/2020 | FY 2018/2019 |
| | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Investing activities | | | | |
| Acquisition of subsidiaries, net of cash used | - | - | - | (2,537) |
| Payment for previous acquisition of additional equity interest in a subsidiary | (650) | (850) | (2,500) | (2,850) |
| Acquisition of an associate, net of cash used | (860) | - | (860) | - |
| Deposit paid for purchase of plant and equipment | (410) | (76) | (410) | (76) |
| Purchase of property, plant and equipment | (6,440) | (1,476) | (21,451) | (3,838) |
| Purchase of intangible assets | (256) | (129) | (504) | (449) |
| Proceeds from disposal of investment property | - | - | 423 | - |
| Proceeds from disposal of plant and equipment | - | 142 | 105 | 187 |
| Interest received | 22 | 183 | 173 | 272 |
| Dividend received | _ | - | 11 | 34 |
| Net cash used in investing activities | (8,594) | (2,206) | (25,013) | (9,257) |
| l l l l l l l l l l l l l l l l l l l | (0,00.1) | (=,=00) | (=0,0.0) | (0,20.) |
| Financing activities | | | | |
| Drawdown of bank borrowings | 11,634 | 23,703 | 46,999 | 61,074 |
| (Repayment to)/Loan from a director | (100) | 561 | (100) | (436) |
| Repayment to a related party | - | - | (555) | - |
| Loan from a third party | 3,000 | - | 3,000 | - |
| Repayment of bank borrowings | (10,505) | (27,624) | (41,504) | (58,171) |
| Repayment of finance lease payables | - | (664) | - | (1,973) |
| Repayment of principal portion of lease liabilities | (1,187) | - | (7,059) | - |
| (Increase)/Decrease in fixed deposits pledged with bank | - | (175) | 248 | (175) |
| Dividends paid | - | (997) | (737) | (1,459) |
| Interest paid | (615) | (761) | (2,734) | (2,793) |
| Interest portion of lease liabilities paid | (349) | - | (1,515) | - |
| Net cash from/(used in) financing activities | 1,878 | (5,957) | (3,957) | (3,933) |
| | | | | |
| Net change in cash and cash equivalents | (1,451) | (700) | (888) | 4,974 |
| Effect of foreign exchange rate changes on cash and | (31) | 10 | 4 | (48) |
| cash equivalents Cash and cash equivalents at beginning of financial period | 16,440 | 16,532 | 15,842 | 10,916 |
| Cash and cash equivalents at end of financial period | 14,958 | 15,842 | 14,958 | 15,842 |
| | | | | |
| Cash and cash equivalents comprise: | | | Grou As a | • |
| | | | 31/3/2020 | 31/3/2019 |
| | | | (Unaudited) | (Audited) |
| | | | \$'000 | \$'000 |
| Cash on hand and at bank | | | 17,655 | 18,474 |
| Fixed deposits | | | 409 | 553 |
| Cash and cash equivalents as per statement of final | ncial position | | 18,064 | 19,027 |
| Less: Fixed deposits pledged | | | (153) | (401) |
| Less: Bank overdraft | | | (2,953) | (2,784) |
| Cash and cash equivalents as per consolidated state | ement of cash flow | vs | 14,958 | 15,842 |
| , | | | , | -, |
| | | | | |

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 year

1(d)(i) Statements of Changes in Equity

| Group | Share capital \$'000 | Merger and capital reserves \$'000 | Fair value translation account \$'000 | Foreign currency translation reserves \$'000 | Retained earnings \$'000 | Total equity attributable to owners of the parent \$'000 | Non- controlling interests \$'000 | Total equity \$'000 |
|---|----------------------------|--|--|--|--------------------------------|--|--|---------------------------|
| (Unaudited) | • | | • | | • | | · | · |
| Balance at 1 April 2019 | 8,664 | (1,291) | 90 | 243 | 30,788 | 38,494 | 3,299 | 41,793 |
| Profit for the financial period | - | - | - | - | 6,333 | 6,333 | (70) | 6,263 |
| Other comprehensive income: | | | | | | | | |
| Exchange differences arising from translation of foreign operations | - | - | - | 30 | - | 30 | 3 | 33 |
| Fair value loss on equity instruments at FVOCI | - | - | (338) | - | - | (338) | - | (338) |
| Total comprehensive income for the financial period | - | - | (338) | 30 | 6,333 | 6,025 | (67) | 5,958 |
| Changes in ownership interests in subsidiaries: | | | | | | | | |
| Acquisition of additional equity interest in subsidiaries | - | (2,188) | - | - | - | (2,188) | 788 | (1,400) |
| Total changes in ownership interests in subsidiaries | - | (2,188) | - | - | - | (2,188) | 788 | (1,400) |
| Distribution to owners of the parent: | | | | | | | | |
| Dividends | - | - | - | - | (737) | (737) | - | (737) |
| Total transaction with owners of the parent | - | - | - | - | (737) | (737) | - | (737) |
| Balance at 31 March 2020 | 8,664 | (3,479) | (248) | 273 | 36,384 | 41,594 | 4,020 | 45,614 |

1(d)(i) Statements of Changes in Equity (Continued)

| Group | Share capital | Merger and capital reserves | Fair value translation account | reserves | Retained earnings | the parent | interests | Total equity |
|---|------------------|--------------------------------------|--------------------------------------|----------|----------------------|------------|-----------|-----------------|
| | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 |
| (Audited) | | | | | | | | |
| Balance at 1 April 2018 | 7,899 | 179 | 162 | 248 | 26,849 | 35,337 | 4,076 | 39,413 |
| Profit for the financial period | - | - | - | - | 5,398 | 5,398 | (232) | 5,166 |
| Other comprehensive income: | | | | | | | | |
| Exchange differences arising from translation of foreign operations | - | - | - | (5) | - | (5) | 32 | 27 |
| Fair value loss on equity instruments at FVOCI | - | - | (72) | - | - | (72) | - | (72) |
| Total comprehensive income for the financial period | - | - | (72) | (5) | 5,398 | 5,321 | (200) | 5,121 |
| Transactions with non-controlling interests: | | | | | | | | |
| Acquisition of subsidiaries | 765 | - | - | - | - | 765 | 3,303 | 4,068 |
| Acquisition of additional equity interest in a subsidiary | - | (1,470) | - | - | - | (1,470) | (3,880) | (5,350) |
| Total transactions with non-controlling interests | 765 | (1,470) | - | - | - | (705) | (577) | (1,282) |
| Distribution to owners of the parent: | | | | | | | | |
| Dividends | - | - | - | - | (1,459) | (1,459) | - | (1,459) |
| Total transaction with owners of the parent | - | - | - | - | (1,459) | (1,459) | - | (1,459) |
| Balance at 31 March 2019 | 8,664 | (1,291) | 90 | 243 | 30,788 | 38,494 | 3,299 | 41,793 |

1(d)(i) Statements of Changes in Equity

| | | Fair value translation | Retained att | Total equity |
|---|---------------|------------------------|--------------|--------------|
| Company | Share capital | account | earnings | owners |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| (Unaudited) | | | | |
| Balance at 1 April 2019 | 8,664 | 90 | 5,662 | 14,416 |
| Profit for the financial period | - | - | 908 | 908 |
| Other comprehensive income: | | | | |
| Fair value loss on equity instruments at FVOCI | - | (338) | - | (338) |
| Total comprehensive income for the financial period | - | (338) | 908 | 570 |
| Distribution to owners: | | | | |
| Dividends | - | - | (737) | (737) |
| Total transaction with owners | - | - | (737) | (737) |
| Balance at 31 March 2020 | 8,664 | (248) | 5,833 | 14,249 |
| (Audited) | | | | |
| Balance at 1 April 2018 | 7,899 | 162 | 1,377 | 9,438 |
| Profit for the financial period | - | - | 5,744 | 5,744 |
| Other comprehensive income: | | | | |
| Fair value loss on equity instruments at FVOCI | - | (72) | - | (72) |
| Total comprehensive income for the financial period | - | (72) | 5,744 | 5,672 |
| Transactions with non-controlling interests: | | | | |
| Acquisition of subsidiaries | 765 | - | - | 765 |
| Total transactions with non-controlling interests | 765 | - | - | 765 |
| Distribution to owners: | | | | |
| Dividends | - | - | (1,459) | (1,459) |
| Total transaction with owners | - | - | (1,459) | (1,459) |
| Balance at 31 March 2019 | 8,664 | 90 | 5,662 | 14,416 |

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.

There has been no change in the Company's share capital for the financial year ended 31 March 2020. There were no outstanding convertibles, treasury shares or subsidiary holdings held by the Company as at 31 March 2020 and 31 March 2019.

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current period and as at the end of the immediately preceding year.

| | Comp | oany |
|---|-------------|-------------|
| | As | at |
| | 31/3/2020 | 31/3/2019 |
| Total number of issued shares excluding treasury shares | 147,350,959 | 147,350,959 |
| | | |

There were no treasury shares as at 31 March 2020 and 31 March 2019.

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

Not applicable as the Company did not hold any treasury shares as at 31 March 2020 and 31 March 2019.

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

Not applicable as the Company did not hold any subsidiary holdings as at 31 March 2020 and 31 March 2019.

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

The figures have not been audited nor reviewed by the Company's auditors.

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

Not applicable.

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

The financial results for the current period have been prepared using the same accounting policies and methods of computation as presented in the Group's most recently audited financial statements for the financial year ended 31 March 2019, except for the adoption of the new and revised Singapore Financial Reporting Standards (International) ("SFRS(I)") which are effective for its financial year beginning 1 April 2019.

5. If there were 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.

SFRS(I) 16 Leases introduces a single, on balance sheet lease accounting model which eliminates the current distinction between operating and finance leases for lessees. It requires lessees to capitalise all leases on the statement of financial position by recognising a 'right-of-use' asset and a corresponding lease liability for the present value of the obligation to make lease payments, except for certain short-term leases (less than 12 months) and leases of low-value assets.

The Group has adopted the new SFRS(I) 16 Leases on 1 April 2019, using the modified retrospective approach in accordance with the transitional provisions, and therefore recognised leases on the statements of financial position as at 1 April 2019. The adoption of this new/revised SFRS(I) does not result in any material changes to the Group's accounting policies and methods of computation adopted in the financial statements for the current reporting period as compared to the most recently audited financial statements as at 31 March 2019, except as described below:

The Group has not restated its comparative figures for the corresponding period of the immediately preceding financial year as permitted under the specific transition provisions in SFRS(I) 16. The Group capitalised its operating leases on outlets, offices, hostel, kitchen, warehouse and other operating facilities and reclassified certain leased assets from property, plant and equipment on the statement of financial position by recognising 'right-of-use' assets and their corresponding lease liabilities for the present value of future lease payments on date of implementation. Subsequently, the lease assets will be depreciated over the lease term on a straight-line basis and the lease liabilities will be measured at amortised cost.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

The adoption of SFRS(I) 16 resulted in adjustments to the statement of financial position of the Group as at 1 April 2019. On adoption of SFRS(I) 16, the Group chose to measure the right-of-use assets at amounts equal to the lease liabilities, adjusted by the amounts of any prepaid or accrued lease payments relating to those leases recognised in the statement of financial position immediately before 1 April 2019. Accordingly, the adoption of SFRS(I) 16 does not result in any adjustment to the opening balance of retained earnings as at 1 April 2019.

| Statement of Financial Position | | Group | |
|---------------------------------|----------|-------------|------------|
| | As at | SFRS(I) 16 | As at |
| | 1/4/2019 | Adjustments | 1/4/2019 |
| | | | (Restated) |
| | \$'000 | \$'000 | \$'000 |
| Non-current assets | | | |
| Property, plant and equipment | 81,218 | (9,437) | 71,781 |
| Right-of-use assets | | 33,818 | 33,818 |
| Current liabilities | | | |
| Finance lease payables | 2,213 | (2,213) | - |
| Lease liabilities | | 6,655 | 6,655 |
| Non-current liabilities | | | |
| Finance lease payables | 4,457 | (4,457) | - |
| Lease liabilities | | 24,396 | 24,396 |
| | | | |

6. Earnings per ordinary share of the company for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

| Earnings per share ("EPS") | Gro | up |
|--|--------------|--------------|
| | FY 2019/2020 | FY 2018/2019 |
| | (Unaudited) | (Audited) |
| Profit attributable to owners of the parent (\$'000) | 6,333 | 5,398 |
| Actual/Weighted average number of ordinary shares (1) | 147,350,959 | 146,659,654 |
| Basic and diluted EPS based on actual/weighted average number of ordinary shares (cents) (2) | 4.30 | 3.68 |

Notes:

- (1) Basic EPS is computed by dividing the profit attributable to owners of the parent in each financial year by the actual/weighted average number of issued ordinary shares outstanding during the respective financial year.
- (2) Diluted EPS is the same as the basic EPS for all the periods under review as the Company did not have any outstanding instruments convertible into rights or subscribe for, and options in respect of its ordinary shares during the respective financial year.
- 7. Net asset value (for the issuer and group) per ordinary share based on issued share capital of
 - (a) current period reported on; and
 - (b) immediately preceding financial year

| Net asset value ("NAV") | Gro | up | Company | | |
|--------------------------------|-------------|-------------|-------------|-------------|--|
| | As at | | As at | | |
| | 31/3/2020 | 31/3/2019 | 31/3/2020 | 31/3/2019 | |
| | (Unaudited) | (Audited) | (Unaudited) | (Audited) | |
| NAV (\$'000) | 41,594 | 38,494 | 14,249 | 14,416 | |
| Number of ordinary shares | 147,350,959 | 147,350,959 | 147,350,959 | 147,350,959 | |
| NAV per ordinary share (cents) | 28.23 | 26.12 | 9.67 | 9.78 | |
| | | | | | |

- 8. 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 period reported on.

Review of financial performance

For management reporting purposes, the Group is organised into business units based on its services, and has five reportable operating segments as follows:

- (i) "Food Catering business" Provides events catering services under diversified range of catering brands to corporate, community or private functions. Food Catering business segment also provides daily meal delivery services to families, Halal-certified food as well as catering for last minute events or emergency orders.
- (ii) "Food Retail business" Operates a chain of food retail outlets specialising in Japanese cuisine.
- (iii) "Food Manufacturing business" Manufactures, distributes and retails surimi-based seafood products and the "DoDo" brand of fishballs.
- (iv) "Supplies and Trading business" Supplies food ingredients and products used in Food Catering business and Food Retail business and Food Manufacturing business. Supplies and Trading business segment also imports, exports and wholesale fruits, vegetables and frozen meat to a wide customer base.
- (v) "Other businesses" Involves in the design, marketing and distribution of floral arrangements, gifts and hampers and manufacturing of bread, cakes and confectionery.

4Q 2019/2020 compared to 4Q 2018/2019

The Group registered \$43.95 million in revenue for the quarter ended 31 March 2020 ("4Q 2019/2020") as compared to \$50.89 million in the previous corresponding quarter ended 31 March 2019 ("4Q 2018/2019"). The decrease was approximately \$6.94 million or 13.6%, which was mainly attributable to the decrease in revenue from Food Catering business and Supplies and Trading business.

Food Catering business revenue decreased by \$4.42 million or 17.1% from \$25.89 million in 4Q 2018/2019 to \$21.47 million in 4Q 2019/2020. The decrease was mainly due to the drop in consumer demand with the implementation of safe distancing measures which limit close contact and the number of participants in social events and gatherings.

Food Retail business revenue decreased by \$0.76 million or 17.9% from \$4.27 million in 4Q 2018/2019 to \$3.51 million in 4Q 2019/2020. This was mainly attributable to a significant drop in physical footfall with the onset of pandemic which happened since late January 2020 at our retail outlets and malls.

Food Manufacturing business revenue increased by \$0.37 million or 3.0% from \$12.18 million in 4Q 2018/2019 to \$12.55 million in 4Q 2019/2020. The increase was mainly due to the higher sales from supermarkets.

Supplies and Trading business revenue decreased by \$2.07 million or 25.2% from \$8.21 million in 4Q 2018/2019 to \$6.14 million in 4Q 2019/2020. This was mainly attributable to a reduction in low margin trading transactions.

Other businesses revenue decreased by \$0.06 million or 18.0% from \$0.34 million in 4Q 2018/2019 to \$0.28 million in 4Q 2019/2020.

Other income was recorded at \$1.24 million in 4Q 2019/2020 as compared to \$0.92 million in 4Q 2018/2019. It increased by \$0.32 million or 34.7% mainly due to the increase in grants received from government of \$0.20 million and compensation claim of \$0.23 million from insurance during 4Q 2019/2020.

Purchases and consumables used decreased by \$2.90 million or 14.0% from \$20.72 million in 4Q 2018/2019 to \$17.82 million in 4Q 2019/2020. This decrease was in line with the decrease in the Group's revenue.

Review of financial performance (Continued)

Employee benefits expense decreased by \$1.51 million or 10.6% to \$12.78 million in 4Q 2019/2020 as compared to \$14.29 million in 4Q 2018/2019. This was mainly attributable to the improved workflow efficiency as a result of the operational and manpower reviews.

Depreciation and amortisation expenses increased by \$0.66 million or 24.8% to \$3.33 million in 4Q 2019/2020 as compared to \$2.67 million in 4Q 2018/2019. The increase was mainly due to the depreciation of right-of-use assets of \$1.23 million incurred upon the adoption of SFRS(I) 16 Leases on 1 April 2019.

As a result of the adoption of SFRS(I) 16 Leases, there was no operating lease expenses recognised in 4Q 2019/2020 as compared to \$1.43 million in 4Q 2018/2019.

Other expenses increased by \$1.66 million or 43.5% from \$3.83 million in 4Q 2018/2019 to \$5.49 million in 4Q 2019/2020. The increase was mainly due to the increase in allowance for impairment loss on third parties receivables, impairment loss on goodwill, right-of-use assets and investment properties of \$0.41 million, \$0.45 million, \$0.43 million and \$0.11 million respectively. Other expenses were also attributable to IT expenses, travelling expenses, repair and maintenance expenses, as well as recognition of short-term and variable leases.

Finance costs increased by approximately \$0.71 million or 91.7% from \$0.77 million in 4Q 2018/2019 to \$1.48 million in 4Q 2019/2020. The increase was mainly attributable to a higher amortisation of discount on financial assets and lease liabilities of \$0.46 million and \$0.27 million respectively.

Our income tax expenses was recorded at \$0.29 million in 4Q 2019/2020 as compared to \$0.34 million in 4Q 2018/2019. The higher effective income tax rate was mainly attributable to the recognition of deferred tax expense of \$0.26 million in 4Q 2019/2020.

As a result of the above review, the Group's profit before and after tax decreased by \$3.95 million or 89.4% from \$4.42 million in 4Q 2018/2019 to \$0.47 million in 4Q 2019/2020 and \$3.91 million or 95.7% from \$4.09 million in 4Q 2018/2019 to \$0.18 million in 4Q 2019/2020. The profit attributable to the owners of the parent was recorded at \$0.55 million, while loss attributable to non-controlling interests was recorded at \$0.38 million in 4Q 2019/2020.

Our earnings before interest, tax, depreciation and amortisation ("EBITDA") decreased by \$2.42 million or 31.6% from \$7.68 million in 4Q 2018/2019 to \$5.26 million in 4Q 2019/2020.

FY 2019/2020 compared to FY 2018/2019

The Group registered \$185.87 million in revenue for the financial year ended 31 March 2020 (**"FY 2019/2020"**) as compared to \$181.02 million in the previous corresponding financial year ended 31 March 2019 (**"FY 2018/2019"**). The increase was approximately \$4.85 million or 2.7%, which was mainly attributable to the Food Catering business, and partially offset by a decrease in the other businesses.

Food Catering business revenue increased by \$10.74 million or 13.1% from \$81.74 million in FY 2018/2019 to \$92.48 million in FY 2019/2020. The increase was mainly due to the strengthening in our recurring income from childcare and elderly segments, ramping up our "tingkat" business as well as revenue contributed by acquired subsidiaries in FY 2019/2020, and partially offset by the impact of safe distancing measures during 4Q 2019/2020.

Food Retail business revenue decreased by \$1.93 million or 11.4% from \$16.87 million in FY 2018/2019 to \$14.94 million in FY 2019/2020. This was mainly attributable to the closure of non-performing outlets and a significant drop in physical footfall in retail outlets and malls during 4Q 2019/2020.

Food Manufacturing business revenue decreased marginally by \$0.28 million or 0.6% from \$48.92 million in FY 2018/2019 to \$48.64 million in FY 2019/2020.

Review of financial performance (Continued)

Supplies and Trading business revenue decreased by \$3.56 million or 11.0% from \$32.34 million in FY 2018/2019 to \$28.78 million in FY 2019/2020. This was mainly attributable to a reduction in low margin trading transactions during FY 2019/2020.

Other businesses revenue decreased by \$0.13 million or 10.8% from \$1.16 million in FY 2018/2019 to \$1.03 million in FY 2019/2020.

Other income was recorded at \$2.49 million in FY 2019/2020 as compared to \$2.20 million in FY 2018/2019. It increased by \$0.29 million or 13.3% mainly due to an increase in government grants of \$0.22 million during FY 2019/2020.

Delivery expenses increased by \$0.60 million or 16.3% to \$4.24 million in FY 2019/2020 as compared to \$3.64 million in FY 2018/2019. This was mainly attributable to the increase in our outsourced delivery expenses for our Food Catering business.

Depreciation and amortisation expenses increased by \$5.92 million or 63.6% to \$15.22 million in FY 2019/2020 as compared to \$9.30 million in FY 2018/2019. The increase was mainly due to the depreciation of right-of-use assets of \$6.78 million incurred upon the adoption of SFRS(I) 16 Leases on 1 April 2019, and this was partially offset by a lower depreciation expenses as certain plant and equipment were fully depreciated in FY 2019/2020.

As a result of the adoption of SFRS(I) 16 Leases, there was no operating lease expenses recognised in FY 2019/2020 as compared to \$7.28 million in FY 2018/2019.

Other expenses increased by \$3.32 million or 24.3% to \$17.02 million in FY 2019/2020 as compared to \$13.70 million in FY 2018/2019. The increase was mainly due to the increase in allowance for impairment loss on third parties receivables, impairment loss on goodwill, right-of-use assets and investment properties of \$0.41 million, \$0.45 million, \$0.43 million and \$0.11 million respectively. Other expenses were also attributable to IT expenses, travelling expenses, repair and maintenance expenses, recognition of short-term, low-value and variable leases as well as a loss on disposal of investment property during FY 2019/2020.

Finance costs increased by approximately \$1.96 million or 69.9% from \$2.80 million in FY 2018/2019 to \$4.76 million in FY 2019/2020. The increase was mainly attributable to the amortisation of discount on financial assets and lease liabilities of \$0.49 million and \$1.51 million respectively.

Our income tax expenses was recorded at \$1.11 million in FY 2019/2020 as compared to \$1.07 million in FY 2018/2019. The lower effective income tax rate was mainly attributable to a refund of \$0.37 million from IRAS for overprovision of income tax payable in prior financial years as well as a reversal of deferred tax liabilities of \$0.05 million in relation to the disposal of investment property during FY 2019/2020.

As a result of the above review, the Group's profit before tax and after tax improved by \$1.13 million or 18.2% from \$6.24 million in FY 2018/2019 to \$7.37 million in FY 2019/2020 and \$1.09 million or 21.2% from \$5.17 million in FY 2018/2019 to \$6.26 million in FY 2019/2020. The profit attributable to the owners of the parent was recorded at \$6.33 million, while loss attributable to non-controlling interests was recorded at \$0.07 million in FY 2019/2020.

Our Group's EBITDA increased by \$9.11 million or 50.4% from \$18.07 million in FY 2018/2019 to \$27.18 million in FY 2019/2020.

Food Catering business' profit before income tax increased by \$2.83 million or 39.6% from \$7.15 million in FY 2018/2019 to \$9.98 million in FY 2019/2020. The increase was mainly due to the additional income streams from different catering brands as well as economies of scale achieved from the central kitchen operations. Food Catering business' EBITDA increased by \$5.87 million or 53.8% from \$10.92 million in FY 2018/2019 to \$16.79 million in FY 2019/2020.

Review of financial performance (Continued)

Food Retail business' loss before income tax increased by \$0.43 million or 68.3% from \$0.63 million in FY 2018/2019 to \$1.06 million in FY 2019/2020. The increase in loss was mainly due to a drastic drop in retail outlet sales during 4Q 2019/2020 and impairment review based on the outlet performance with the impact of on-going safe distancing measures. Food Retail business' EBITDA increased by \$2.75 million or 2,115.4% from \$0.13 million in FY 2018/2019 to \$2.88 million in FY 2019/2020.

Supplies and Trading business recorded a loss before income tax of \$1.75 million in FY 2019/2020 as compared to a profit before income tax of \$0.02 million in FY 2018/2019. It deteriorated by \$1.77 million as a result of the impairment reviews on goodwill, receivables and inventories in the current adverse economic conditions due to the pandemic. Supplies and Trading business' EBITDA decreased by \$1.17 million or 56.3% from \$2.08 million in FY 2018/2019 to \$0.91 million in FY 2019/2020.

Food Manufacturing business' profit before income tax increased by \$1.28 million or 556.5% from \$0.23 million in FY2018/2019 to \$1.51 million in FY 2019/2020. The increase was mainly attributable to higher production efficiency that resulted from frequent workflow reviews and automation enhancements during FY 2019/2020. Food Manufacturing business' EBITDA increased by \$2.09 million or 48.6% from \$4.30 million in FY 2018/2019 to \$6.39 million in FY 2019/2020.

Other businesses recorded a loss before income tax of \$0.06 million in FY 2019/2020 as compared to a profit before income tax of \$0.07 million in FY 2018/2019. Other business' EBITDA decreased by \$0.16 million to \$0.10 million in FY 2019/2020 as compared to \$0.26 million in FY 2018/2019.

Review of Financial Position

The Group's current assets decreased by \$1.32 million from \$56.50 million as at 31 March 2019 to \$55.18 million as at 31 March 2020. The decrease was primarily due to the decrease in cash and cash equivalents of \$0.97 million that resulted from the cash outlays for construction-in-progress of the Group's new headquarter at 30B Quality Road.

The Group's non-current assets increased by \$41.84 million from \$106.65 million as at 31 March 2019 to \$148.49 million as at 31 March 2020. This was mainly attributable to the recognition of right-of-use assets of \$31.38 million as at 31 March 2020, increase in property, plant and equipment of \$8.81 million during FY 2019/2020 as well as investment in an associate, Ever Rich Pte Ltd, of \$3.27 million in 4Q 2019/2020. The increase was partially offset by the disposal of investment property of \$0.56 million and impairment loss on goodwill of \$0.45 million during FY 2019/2020.

The Group's current and non-current liabilities increased by \$11.40 million from \$67.51 million as at 31 March 2019 to \$78.91 million as at 31 March 2020 and \$25.31 million from \$53.84 million as at 31 March 2019 to \$79.15 million as at 31 March 2020 respectively. The increase was mainly due to the recognition of current and non-current lease liabilities of \$6.67 million and \$22.81 million respectively as at 31 March 2020 as a result of the adoption of SFRS(I) 16 Leases, increase in current trade and other payables of \$4.49 million, increase in non-current other payables of \$3.91 million as well as increase in current and non-current bank borrowings of \$2.33 million and \$3.33 million respectively as at 31 March 2020. This was partially offset by the reclassification of current and non-current finance lease payables of \$2.21 million and \$4.46 million respectively to lease liabilities.

As at 31 March 2020, the Group was in a net current liability position of \$23.73 million, mainly due to the effects of recognising lease liabilities upon adoption of SFRS(I) 16 Leases, drawdown of revolving short-term facilities and trade facilities from banks to support the operating activities in Supplies and Trading business and business expansion in Food Manufacturing business. However, the Group's total assets exceeded its total liabilities by approximately \$45.61 million. In assessing whether the Group can meet its debt obligations as and when they fall due, the management had prepared cash flow forecasts which were approved by the Board of Directors of the Company ("Board"). The cash flows were derived from the financial budget which indicates that the Group has sufficient cash and cash equivalents and adequate bank facilities to support the Group's operations and pay its debts as and when they fall due.

Review of Financial Position (Continued)

Barring unforeseen circumstances, the Board believes that the Group's negative working capital position would be overcome in the longer term as the Group realises the synergistic benefits of the acquisition of the Food Manufacturing business and Supplies and Trading business, as well as the new initiatives implemented to increase efficiency and productivity for the Group.

Review of Cash Flows

The Group's net cash from operating activities in FY 2019/2020 was \$29.35 million, which resulted from positive operating cash flows before working capital changes of \$29.49 million, which was partially offset by net working capital changes of \$0.14 million and a net income tax paid of \$1.27 million in FY 2019/2020. The net working capital changes was mainly due to the increase in inventories and trade and other receivables of \$0.64 million and \$0.60 million respectively, partially offset by an increase in trade and other payables of \$1.03 million.

The Group's net cash used in investing activities of \$25.01 million in FY 2019/2020 was mainly due to the balance payment of \$2.50 million for the acquisition of additional equity interest in prior financial year in Thong Siek Global Pte Ltd, payment of \$0.86 million for the acquisition of Ever Rich Pte Ltd as well as payment of \$21.45 million during FY 2019/2020 to acquire a leasehold property at 8A Admiralty Street #03-20 and progress payments for construction-in-progress of our new headquarter at 30B Quality Road.

The Group's net cash used in financing activities of \$3.96 million in FY 2019/2020 was mainly due to the repayment of bank borrowings of \$41.50 million, repayment of principal portion of lease liabilities of \$7.06 million, interest payment of \$2.73 million, interest portion of lease liabilities of \$1.52 million, dividend payment of \$0.74 million and repayment of loan to a related party of \$0.56 million. This was partially offset by the drawdown of bank borrowings of \$47.00 million and a loan from a third party of \$3.00 million in FY 2019/2020.

As a result of the above, the net decrease in cash and cash equivalents in FY 2019/2020 was \$0.89 million.

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

The Group's profitability for the full financial year ended 31 March 2020, is in line with the expectation, as contained in Paragraph 10 of the Company's results announcement for the nine-month period ended 31 December 2019 as announced on 12 February 2020.

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 reporting period and the next 12 months.

The Food Catering business will continue to grapple with uncertainty if the government does not relax the safe distancing measures on restriction of participants at social events and gatherings. Meanwhile, the Group will continue to focus on widening and strengthening its recurring income streams by pursuing institutional catering and expanding the range of cuisines and making available catering options such as party sharing set, lunch box, bento set, mini buffet, healthy and take-away meals to meet the changing consumer behavior during this period. The Group will also strive to capture a larger market share in childcare and elderly segments, as well as the "tingkat" business.

The Food Retail business is expected to face immense challenges with the lower consumer demand and on-going restrictions on safe distancing measures. Nonetheless, the Group will continue to perform business reviews by actively examining outlets performance and strategising lease renewal options with landlords. At the same time, the Group will also tag on online delivery platforms to enhance its revenue stream from delivery sales.

The Food Manufacturing business will continue to grow through an increasing demand from households for home-cooked and ready-to-eat products as consumer behaviour shifts, as well as leverage on its global distribution network to expand export sales. The Group will also continue to increase the manufacturing productivity by leveraging on automated machineries and technologies to improve profitability.

The Supplies and Trading business is committed to support and complement our existing catering, retail and manufacturing businesses through cost discipline.

Overall, the current pandemic has presented headwinds to our strong growth momentum in FY 2019/2020. While the financial supports extended by the Singapore Government, in particular the Job Support Scheme, foreign worker levy rebate and property tax rebate, mitigate the extent of a decline in the Group's top and bottom-line revenue in the short term, the effects of the pandemic will likely continue to post further uncertainties and curtail the Group's growth going forward. Nevertheless, the Group will continue to monitor the evolving situation of the pandemic and shall adjust and react proactively with appropriate countermeasures to minimise the financial impact to the Group for the financial year ending 31 March 2021.

11. Dividend

a. Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

Yes, a proposed final cash dividend of 0.5 Singapore cent per share was proposed for the financial year ended 31 March 2020.

Corresponding Period of the Immediately Preceding Financial Year

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

Yes, a final cash dividend of 0.5 Singapore cent per share was declared for the financial year ended 31 March 2019.

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 stated).

The proposed dividend is one-tier tax exempt.

11. **Dividend** (Continued)

d. The date the dividend is payable

The proposed dividend is subject to the approval of shareholders at the forthcoming Annual General Meeting and the date of payment will be announced at a later date.

e. Books closure date

Notice will be given at a later date on the closure of the Share Transfer Books and Register of Members of the Company to determine members' entitlement to the dividend.

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

Not applicable.

13. Interested person transactions

| Name of interested person | Nature of relationship | Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) | pursuant to Rule 920 (excluding |
|--|---------------------------|---|---------------------------------|
| Neo Kah Kiat | | | |
| (i) GUI Solutions Pte Ltd | # | | |
| - Cost of goods and services purchased | | 419.4 | - |
| - Rental and utilities income | | 24.0 | - |
| (ii) Office premise lease expense ¹ | | 98.4 | - |
| (iii) Interest expense | | 9.8 | - |
| Neo Kah Kiat and Liew Oi Peng | | | |
| (i) Office premise lease expense ² | | 195.0 | - |
| (ii) Rental of hostel for staff welfare | | 12.0 | - |
| (iii) Twinkle Investment Pte Ltd | # | | |
| - Office premise lease expense ³ | | 175.7 | - |
| - Interest expense | | 51.9 | - |

[#] These interested persons are regarded as associates of the Company's controlling shareholder under Chapter 9 of the Catalist Rules on interested person transactions.

Notes:

The Group has not obtained any general mandate from shareholders for interested person transactions pursuant to Rule 920 of the SGX-ST Listing Manual.

(1) The office premise lease expense paid to the Company's director, Neo Kah Kiat, in FY 2019/2020 relates to #05-04 at Enterprise One amounting to approximately \$98,400. As the terms of the tenancy agreement for the office premise were supported by independent valuations and with lease period of 3 years, the lease thereunder is not required to comply with Catalist Rule 906 in relation to the approval of the shareholders of the Company as exempted under Catalist Rule 916 (1).

13. Interested person transactions (Continued)

- (2) The office premise lease expense paid to the Company's directors, Neo Kah Kiat and Liew Oi Peng, in FY 2019/2020 relates to lease expense for #05-03 and #05-05 at Enterprise One amounting to approximately \$195,000. As the terms of the tenancy agreements for the office premises were supported by independent valuations and with lease period of 3 years, the leases thereunder are not required to comply with Catalist Rule 906 in relation to the approval of the shareholders of the Company as exempted under Catalist Rule 916 (1).
- (3) The office premise lease expense paid to the Twinkle Investment Pte Ltd, which is jointly owned by Neo Kah Kiat and Liew Oi Peng, in FY 2019/2020 relates to lease expenses for #05-06 at Enterprise One and #03-21 at 8A Admiralty Street amounting to approximately \$175,700. As the terms of the tenancy agreement for the office premise were supported by independent valuations and with lease period of 3 years, the lease thereunder is not required to comply with Catalist Rule 906 in relation to the approval of the shareholders of the Company as exempted under Catalist Rule 916 (1).
- 14. Confirmation that the issuer has procured undertakings from all its directors and executive offices (in the format set out in Appendix 7H) under Rule 720 (1)

The Company hereby confirms that it has already procured undertakings from all its Directors and executive officers in the format as set out in Appendix 7H of the Catalist Rules in accordance with Rule 720 (1) of the Catalist Rules.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

15. Segmented revenue and results for operating segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

| | Food | Food | Supplies | Food | | | | |
|---|----------|----------|----------|-----------|------------|-------------|-------------|---------|
| | catering | retail | and | manu- | Other | | | |
| | business | business | trading | facturing | businesses | Unallocated | Elimination | Total |
| Group | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 | \$'000 |
| (Unaudited) | | | | | | | | |
| 31 March 2020 | | | | | | | | |
| Revenue | | | | | | | | |
| External revenue | 92,483 | 14,941 | 28,776 | 48,638 | 1,030 | - | - | 185,868 |
| Inter-segment revenue | 6,545 | 4 | 17,052 | 2,029 | 406 | - | (26,036) | - |
| Total revenue by segment | 99,028 | 14,945 | 45,828 | 50,667 | 1,436 | - | (26,036) | 185,868 |
| Results | | | | | | | | |
| Segment results | 16,749 | 3,390 | 2,428 | 6,478 | 102 | 5,058 | (4,700) | 29,505 |
| Interest income | 1,520 | 1 | 648 | 4 | 10 | 120 | (2,130) | 173 |
| Interest expenses | (1,617) | (373) | (1,814) | (1,648) | (7) | (1,434) | 2,130 | (4,763) |
| Share of loss of an associate | - | - | (19) | - | - | - | - | (19) |
| Depreciation of property, plant and equipment | (4,070) | (450) | (988) | (1,923) | (137) | (1) | - | (7,569) |
| Depreciation of investment properties | - | - | - | - | - | (44) | - | (44) |
| Depreciation of right-of-use assets | (2,054) | (3,108) | (377) | (1,222) | (20) | - | - | (6,781) |
| Amortisation of intangible assets | (587) | (10) | (121) | (97) | (5) | (5) | - | (825) |
| Plant and equipment written-off | (21) | (32) | - | (4) | - | - | - | (57) |
| Right-of-use assets written off | - | - | - | (71) | - | - | - | (71) |
| Gain on disposal of property, plant and equipment | 81 | 1 | 1 | 6 | - | - | - | 89 |
| Loss on disposal of investment property | - | - | - | - | - | (137) | - | (137) |
| Other non-cash expenses: | | | | | | | | |
| - Inventories written down | - | - | (112) | - | - | - | - | (112) |
| - Inventories written off | - | - | (449) | - | - | - | - | (449) |
| - Allowance for impairment loss on third parties trade receivables | (22) | - | (417) | - | - | - | - | (439) |
| - Allowance for impairment loss on third party non-trade receivable | - | - | (43) | - | - | - | - | (43) |
| - Bad third parties trade receivables written off | (8) | (1) | (51) | (20) | (1) | - | - | (81) |
| - Impairment loss on investment properties | - | - | - | - | - | (110) | - | (110) |
| - Impairment loss on goodwill | - | - | (448) | - | - | - | - | (448) |
| - Impairment loss on plant and equipment | - | (53) | - | - | - | - | - | (53) |
| - Impairment loss on right-of-use assets | - | (425) | - | - | - | - | - | (425) |
| - Reversal of allowance for impairment loss of trade receivables | 12 | - | 15 | 3 | - | - | - | 30 |
| Profit/(Loss) before income tax | 9,983 | (1,060) | (1,747) | 1,506 | (58) | 3,447 | (4,700) | 7,371 |
| Income tax expense | | | | | | | | (1,108) |
| Profit for the financial year | | | | | | | _ | 6,263 |

15. Segmented revenue and results for operating segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year. (Continued)

| Group | Food catering business \$'000 | Food retail business \$'000 | Supplies and trading \$'000 | Food manu- facturing \$'000 | Other businesses \$'000 | Unallocated \$'000 | Elimination \$'000 | Total \$'000 |
|--|--|--------------------------------------|--------------------------------------|--------------------------------------|-------------------------|-----------------------|-----------------------|-----------------|
| (Audited) | | | | · | | · | · | |
| 31 March 2019 | | | | | | | | |
| Revenue | | | | | | | | |
| External revenue | 81,739 | 16,872 | 32,335 | 48,919 | 1,155 | - | - | 181,020 |
| Inter-segment revenue | 1,038 | 104 | 23,046 | 2,757 | 890 | - | (27,835) | , - |
| Total revenue by segment | 82,777 | 16,976 | 55,381 | 51,676 | 2,045 | - | (27,835) | 181,020 |
| Results | | | | | | | | |
| Segment results | 10,940 | 230 | 2,067 | 4,396 | 259 | 6,772 | (6,380) | 18,284 |
| Interest income | 1,330 | 13 | 738 | 3 | 7 | 270 | (2,089) | 272 |
| Interest expenses | (870) | (24) | (1,402) | (1,356) | (11) | (1,229) | 2,089 | (2,803) |
| Depreciation of property, plant and equipment | (3,820) | (731) | (1,281) | (2,611) | (177) | (1) | - | (8,621) |
| Depreciation of investment properties | - | - | - | - | - | (48) | - | (48) |
| Amortisation of intangible assets | (403) | (9) | (110) | (100) | (5) | (4) | - | (631) |
| Plant and equipment written-off | (36) | (104) | (6) | (41) | (1) | - | - | (188) |
| Gain/(Loss) on disposal of property, plant and equipment | 27 | - | 9 | (10) | - | - | - | 26 |
| Other non-cash expenses: | | | | | | | | |
| - Inventories written down | - | - | (11) | - | - | - | - | (11) |
| - Inventories written off | - | - | (69) | - | (1) | - | - | (70) |
| - Allowance for impairment loss on third parties trade receivables | (11) | - | (11) | (47) | - | - | - | (69) |
| - Bad third parties trade receivables written off | (5) | - | - | - | - | - | - | (5) |
| - Reversal of allowance for impairment loss of trade receivables | - | - | 100 | - | - | - | - | 100 |
| Profit/(Loss) before income tax | 7,152 | (625) | 24 | 234 | 71 | 5,760 | (6,380) | 6,236 |
| Income tax expense | | , , | | | | | · · · · · · · | (1,070) |
| Profit for the financial year | | | | | | | _ | 5,166 |

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

Refer to section 8 for details.

17. A breakdown of sales

| \$'000 42,378 48,728 50,816 | \$ '000 38,637 42,023 |
|--------------------------------------|--------------------------------|
| 48,728 | 42,023 |
| 48,728 | 42,023 |
| • | |
| 50,816 | 40 474 |
| | 49,474 |
| 43,946 | 50,886 |
| 185,868 | 181,020 |
| | |
| (404) | (1,280) |
| 2,698 | 395 |
| 3,794 | 1,966 |
| 175 | 4,085 |
| 6,263 | 5,166 |
| _ | (404) 2,698 3,794 175 |

18. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

| | FY 2019/2020 | FY 2018/2019 |
|--------------------------------|--------------|--------------|
| | \$ | \$ |
| Total annual ordinary dividend | | |
| Final (Tax exempt 1-tier) | 736,755 | 736,755 |
| Total | 736,755 | 736,755 |
| | <u> </u> | |

19. Requirement under Rule 704(10) of the Listing Manual Section B: Rules of Catalist

Pursuant to Rule 704(10) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist ("Catalist Rules"), the Company confirms that the following personnel occupying managerial positions in the Company or any of its principal subsidiaries who is a relative of a Director, Chief Executive Officer or substantial shareholder of the Company during the year. Details are as follows:

| Name of relative | Age | Family relationship with any director and/or substantial shareholder | Current position and duties and the year the position was first held | Details of changes in duties and position held, if any, during the year |
|------------------|-----|--|--|---|
| Neo Kah Lin | 51 | Brother of Neo Kah Kiat Brother-in-law of Liew Oi Peng | Joined as Operations and Procurement Manager (NKK Import & Export Trading Pte Ltd) on 6 June 2016. Transferred to Thong Siek Food Industry Pte Ltd on 1 January 2017. Re-designated as Deputy COO (Thong Siek) from 1 April 2017, responsible for food production, logistics and warehouse operations. | Not applicable. |
| Neo Kar King | 46 | Brother of Neo Kah Kiat Brother-in-law of Liew Oi Peng | Re-designated as Quality Assurance Manager (Kitchen Operations) on 1 January 2015. Transferred to CT Vegetables & Fruits Pte Ltd on 1 March 2017. Re-designated as Director, Operations (CT) from 1 June 2018, responsible for the entity's business strategy and operations. | Neo Kar King has left his position as Director, Operations (CT) with effect from 31 March 2020. |
| Liew Oi Yen | 50 | Sister-in-law of Neo Kah Kiat Sister of Liew Oi Peng and Liew Choh Khing | Appointed as Director (Operations) on 1 May 2012, responsible for the operations of the food production in Orange Clove's central kitchen and logistics function of Food Catering business. | Not applicable. |

BY ORDER OF THE BOARD

Neo Kah Kiat Chairman and Chief Executive Officer 23 July 2020

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "**Sponsor**"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST. The SGX-ST assume 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. Yee Chia Hsing, Head, Catalist. The contact particulars are 50 Raffles Place #09-01 Singapore Land Tower Singapore 048623, telephone: +65 6337 5115.