



# **UNI-ASIA GROUP LIMITED**

Company Registration No: 201701284Z  
Incorporated in the Republic of Singapore

**UNI-ASIA GROUP LIMITED AND ITS SUBSIDIARIES**

**UNAUDITED CONDENSED INTERIM  
CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE SIX MONTHS AND FULL YEAR ENDED  
31 DECEMBER 2023**

# Contents

## Unaudited Condensed Interim Consolidated Financial Statements

|  |    |
|--|----|
| Condensed Interim Consolidated Statement of Profit or Loss .....       | 1  |
| Condensed Interim Consolidated Statement of Comprehensive Income ..... | 2  |
| Condensed Interim Statements of Financial Positions.....               | 3  |
| Condensed Interim Consolidated Statement of Changes in Equity .....    | 5  |
| Condensed Interim Statement of Changes in Equity .....                 | 6  |
| Condensed Interim Consolidated Statement of Cash Flows.....            | 7  |
| Notes To The Condensed Interim Consolidated Financial Statements ..... | 9  |
| Other Information Required by Listing Rule Appendix 7.2.....           | 30 |

## Condensed Interim Consolidated Statement of Profit or Loss

For The Six Months And Full Year Ended 31 December 2023

|  | Note | The Group                            |                  |              |                                       |                  |              |
|--|------|--------------------------------------|------------------|--------------|---------------------------------------|------------------|--------------|
|  |      | 6 months ended 31 December<br>("2H") |                  |              | Full year ended 31 December<br>("FY") |                  |              |
|  |      | 2023<br>US\$'000                     | 2022<br>US\$'000 | %<br>Change  | 2023<br>US\$'000                      | 2022<br>US\$'000 | %<br>Change  |
| Charter income   |      | 17,244                               | 31,243           | (45%)        | 37,812                                | 65,279           | (42%)        |
| Fee income   | 9    | 1,958                                | 2,352            | (17%)        | 4,669                                 | 6,596            | (29%)        |
| Sale of properties under development   | 9    | 8,860                                | (564)            | N/M          | 12,130                                | 8,658            | 40%          |
| Investment returns   | 10   | (160)                                | 3,623            | (104%)       | 2,618                                 | 4,712            | (44%)        |
| Interest income  |      | 311                                  | 173              | 80%          | 586                                   | 208              | 182%         |
| Other income   |      | 114                                  | 449              | (75%)        | 219                                   | 683              | (68%)        |
| <b>Total income</b>  |      | <b>28,327</b>                        | <b>37,276</b>    | <b>(24%)</b> | <b>58,034</b>                         | <b>86,136</b>    | <b>(33%)</b> |
| Employee benefits expenses   |      | (3,694)                              | (5,053)          | (27%)        | (6,686)                               | (10,600)         | (37%)        |
| Amortisation and depreciation  |      | (5,379)                              | (5,091)          | 6%           | (10,827)                              | (9,891)          | 9%           |
| Depreciation of right-of-use assets  |      | (288)                                | (717)            | (60%)        | (651)                                 | (1,470)          | (56%)        |
| Vessel operating expenses  |      | (8,763)                              | (11,906)         | (26%)        | (18,566)                              | (22,579)         | (18%)        |
| Costs of properties under development sold   |      | (7,856)                              | 458              | N/M          | (10,728)                              | (7,062)          | 52%          |
| Gain on disposal of property, plant and equipment                                  |      | 2,343                                | –                | N/M          | 2,343                                 | –                | N/M          |
| Reversal of previously recognised impairment loss of property, plant and equipment |      | 1,150                                | –                | N/M          | 1,150                                 | –                | N/M          |
| Net foreign exchange (loss)/gain   |      | (112)                                | 4                | N/M          | (39)                                  | 1,535            | (103%)       |
| Other expenses   |      | (1,701)                              | (1,603)          | 6%           | (3,519)                               | (3,541)          | (1%)         |
| <b>Total operating expenses</b>  |      | <b>(24,300)</b>                      | <b>(23,908)</b>  | <b>2%</b>    | <b>(47,523)</b>                       | <b>(53,608)</b>  | <b>(11%)</b> |
| <b>Operating profit</b>  |      | <b>4,027</b>                         | <b>13,368</b>    | <b>(70%)</b> | <b>10,511</b>                         | <b>32,528</b>    | <b>(68%)</b> |
| Finance costs – interest expense   |      | (1,862)                              | (1,495)          | 25%          | (3,606)                               | (2,641)          | 37%          |
| Finance costs – lease interest   |      | (5)                                  | (33)             | (85%)        | (14)                                  | (104)            | (87%)        |
| Finance costs – others   |      | (62)                                 | (49)             | 27%          | (112)                                 | (186)            | (40%)        |
| Share of results of associate  |      | –                                    | 2                | (100%)       | 2                                     | (23)             | (109%)       |
| Allocation to Tokumei Kumiai <sup>1</sup> investors                                |      | (373)                                | 134              | N/M          | (557)                                 | (646)            | (14%)        |
| <b>Profit before tax</b>   |      | <b>1,725</b>                         | <b>11,927</b>    | <b>(86%)</b> | <b>6,224</b>                          | <b>28,928</b>    | <b>(78%)</b> |
| Income tax expense   | 11   | (931)                                | (515)            | 81%          | (1,161)                               | (1,039)          | 12%          |
| <b>Profit for the period/year</b>  |      | <b>794</b>                           | <b>11,412</b>    | <b>(93%)</b> | <b>5,063</b>                          | <b>27,889</b>    | <b>(82%)</b> |
| <b>Profit/(loss) for the period/year attributable to:</b>                          |      |                                      |                  |              |                                       |                  |              |
| Owners of the parent   |      | 813                                  | 11,379           | (93%)        | 5,007                                 | 27,783           | (82%)        |
| Non-controlling interests  |      | (19)                                 | 33               | (158%)       | 56                                    | 106              | (47%)        |
|  |      | <b>794</b>                           | <b>11,412</b>    | <b>(93%)</b> | <b>5,063</b>                          | <b>27,889</b>    | <b>(82%)</b> |

<sup>1</sup> Tokumei Kumiai ("TK") refers to a form of silent partnership structure used in Japan. Allocation to TK investors refers to share of profit and loss attributable to other TK investors of the TK structure.

## Condensed Interim Consolidated Statement of Comprehensive Income

For The Six Months And Full Year Ended 31 December 2023

|  | Note | The Group                            |                  |              |                                       |                  |              |
|--|------|--------------------------------------|------------------|--------------|---------------------------------------|------------------|--------------|
|  |      | 6 months ended 31 December<br>("2H") |                  |              | Full year ended 31 December<br>("FY") |                  |              |
|  |      | 2023<br>US\$'000                     | 2022<br>US\$'000 | %<br>Change  | 2023<br>US\$'000                      | 2022<br>US\$'000 | %<br>Change  |
| <b>Profit for the period/year</b>  |      | <b>794</b>                           | <b>11,412</b>    | <b>(93%)</b> | <b>5,063</b>                          | <b>27,889</b>    | <b>(82%)</b> |
| Other comprehensive income/(expense) for the period/year, net of tax:      |      |                                      |                  |              |                                       |                  |              |
| Items that may be reclassified subsequently to profit or loss:             |      |                                      |                  |              |                                       |                  |              |
| Exchange differences on translation of foreign operations                  |      | 646                                  | 592              | 9%           | (1,270)                               | (3,336)          | (62%)        |
| Net movement on cash flow hedges   |      | –                                    | 114              | (100%)       | (42)                                  | 520              | (108%)       |
| Total other comprehensive income/(expense) for the period/year, net of tax |      | 646                                  | 706              | (8%)         | (1,312)                               | (2,816)          | (53%)        |
| <b>Total comprehensive income for the period/year</b>                      |      | <b>1,440</b>                         | <b>12,118</b>    | <b>(88%)</b> | <b>3,751</b>                          | <b>25,073</b>    | <b>(85%)</b> |
| <b>Total comprehensive income for the period/year attributable to:</b>     |      |                                      |                  |              |                                       |                  |              |
| Owners of the parent   |      | 1,416                                | 12,102           | (88%)        | 3,677                                 | 25,008           | (85%)        |
| Non-controlling interests  |      | 24                                   | 16               | 50%          | 74                                    | 65               | 14%          |
|  |      | <b>1,440</b>                         | <b>12,118</b>    | <b>(88%)</b> | <b>3,751</b>                          | <b>25,073</b>    | <b>(85%)</b> |

N/M: Not meaningful

## Condensed Interim Statements of Financial Positions

As At 31 December 2023

|   | Note | The Group<br>31 December |                  | The Company<br>31 December |                  |
|---|------|--------------------------|------------------|----------------------------|------------------|
|   |      | 2023<br>US\$'000         | 2022<br>US\$'000 | 2023<br>US\$'000           | 2022<br>US\$'000 |
| <b>ASSETS</b>                               |      |                          |                  |                            |                  |
| <b>Non-current assets</b>                   |      |                          |                  |                            |                  |
| Investment properties                       | 5    | 9,135                    | 11,816           | –                          | –                |
| Investments                                 | 16   | 33,487                   | 32,535           | –                          | –                |
| Investment in subsidiary                    |      | –                        | –                | 113,022                    | 113,022          |
| Investment in associate                     |      | 85                       | 85               | –                          | –                |
| Property, plant and equipment               | 6    | 112,867                  | 130,111          | –                          | 1                |
| Right-of-use assets                         |      | 420                      | 1,080            | 121                        | 251              |
| Rental deposit                              |      | 171                      | 202              | –                          | –                |
| Deferred tax assets                         |      | 189                      | 260              | –                          | –                |
| <b>Total non-current assets</b>             |      | <b>156,354</b>           | <b>176,089</b>   | <b>113,143</b>             | <b>113,274</b>   |
| <b>Current assets</b>                       |      |                          |                  |                            |                  |
| Investments                                 | 16   | 4,311                    | 695              | –                          | –                |
| Properties under development                |      | –                        | 6,009            | –                          | –                |
| Derivative financial instruments            |      | –                        | 66               | –                          | –                |
| Accounts receivable                         |      | 1,008                    | 596              | –                          | –                |
| Amount due from subsidiary                  |      | –                        | –                | 2,950                      | 7,060            |
| Prepayments, deposits and other receivables |      | 2,915                    | 6,062            | 62                         | 53               |
| Tax recoverable                             |      | 99                       | 69               | –                          | –                |
| Asset held for sale                         |      | 8,683                    | –                | –                          | –                |
| Cash and bank balances                      |      | 38,260                   | 47,069           | 347                        | 129              |
| <b>Total current assets</b>                 |      | <b>55,276</b>            | <b>60,566</b>    | <b>3,359</b>               | <b>7,242</b>     |
| <b>Total assets</b>                         |      | <b>211,630</b>           | <b>236,655</b>   | <b>116,502</b>             | <b>120,516</b>   |

## Condensed Interim Statements of Financial Positions (cont'd)

As At 31 December 2023

|  | Note | The Group<br>31 December |                  | The Company<br>31 December |                  |
|--|------|--------------------------|------------------|----------------------------|------------------|
|  |      | 2023<br>US\$'000         | 2022<br>US\$'000 | 2023<br>US\$'000           | 2022<br>US\$'000 |
| <b>EQUITY</b>  |      |                          |                  |                            |                  |
| <b>Equity attributable to owners of the parent</b>       |      |                          |                  |                            |                  |
| Share capital  | 7    | 113,174                  | 113,174          | 113,174                    | 113,174          |
| Retained earnings  |      | 41,822                   | 42,811           | 1,341                      | 4,934            |
| Hedging reserve  |      | –                        | 42               | –                          | –                |
| Exchange reserve   |      | (3,816)                  | (2,528)          | –                          | –                |
| Capital reserve  |      | (2,819)                  | (2,833)          | –                          | –                |
| <b>Total equity attributable to owners of the parent</b> |      | <b>148,361</b>           | <b>150,666</b>   | <b>114,515</b>             | <b>118,108</b>   |
| Non-controlling interests                                |      | 530                      | 505              | –                          | –                |
| <b>Total equity</b>                                      |      | <b>148,891</b>           | <b>151,171</b>   | <b>114,515</b>             | <b>118,108</b>   |
| <b>LIABILITIES</b>                                       |      |                          |                  |                            |                  |
| <b>Non-current liabilities</b>                           |      |                          |                  |                            |                  |
| Borrowings   | 8    | 46,583                   | 41,551           | –                          | –                |
| Lease liabilities  |      | 39                       | 504              | –                          | 125              |
| Amount due to subsidiary                                 |      | –                        | –                | 1,000                      | 1,000            |
| Deferred tax liabilities                                 |      | 525                      | 576              | –                          | –                |
| <b>Total non-current liabilities</b>                     |      | <b>47,147</b>            | <b>42,631</b>    | <b>1,000</b>               | <b>1,125</b>     |
| <b>Current liabilities</b>                               |      |                          |                  |                            |                  |
| Borrowings   | 8    | 9,021                    | 31,161           | –                          | –                |
| Lease liabilities  |      | 462                      | 599              | 129                        | 134              |
| Due to Tokumei Kumiai investors                          |      | 205                      | 911              | –                          | –                |
| Derivative financial instruments                         |      | –                        | 56               | –                          | –                |
| Accounts payable   |      | 639                      | 419              | –                          | –                |
| Amount due to subsidiary                                 |      | –                        | –                | 34                         | 19               |
| Other payables and accruals                              |      | 4,473                    | 8,949            | 370                        | 703              |
| Income tax payable                                       |      | 792                      | 758              | 454                        | 427              |
| <b>Total current liabilities</b>                         |      | <b>15,592</b>            | <b>42,853</b>    | <b>987</b>                 | <b>1,283</b>     |
| <b>Total liabilities</b>                                 |      | <b>62,739</b>            | <b>85,484</b>    | <b>1,987</b>               | <b>2,408</b>     |
| <b>Total equity and liabilities</b>                      |      | <b>211,630</b>           | <b>236,655</b>   | <b>116,502</b>             | <b>120,516</b>   |

## Condensed Interim Consolidated Statement of Changes in Equity

For The Full Year Ended 31 December 2023

| The Group   | Note | Attributable to the owners of the parent |                               |                             |                              |                             |                   | Non-controlling interests<br>US\$'000 | Total equity<br>US\$'000 |
|---|------|--|-------------------------------|-----------------------------|------------------------------|-----------------------------|-------------------|---------------------------------------|--------------------------|
|   |      | Share capital<br>(Note 7)<br>US\$'000    | Retained earnings<br>US\$'000 | Hedging reserve<br>US\$'000 | Exchange reserve<br>US\$'000 | Capital reserve<br>US\$'000 | Total<br>US\$'000 |                                       |                          |
| At 1 January 2022                                 |      | 113,174                                  | 21,525                        | (478)                       | 767                          | (2,854)                     | 132,134           | 440                                   | 132,574                  |
| Profit for the year                               |      | –  | 27,783                        | –                           | –                            | –                           | 27,783            | 106                                   | 27,889                   |
| Other comprehensive income/(expense) for the year |      | –  | –                             | 520                         | (3,295)                      | –                           | (2,775)           | (41)                                  | (2,816)                  |
| Total comprehensive income/(expense) for the year |      | –  | 27,783                        | 520                         | (3,295)                      | –                           | 25,008            | 65                                    | 25,073                   |
| Distributions to owners:                          |      |  |                               |                             |                              |                             |                   |                                       |                          |
| Final and special dividends in respect of 2021    | 12   | –  | (2,828)                       | –                           | –                            | –                           | (2,828)           | –                                     | (2,828)                  |
| Interim dividend in respect of 2022               | 12   | –  | (3,648)                       | –                           | –                            | –                           | (3,648)           | –                                     | (3,648)                  |
| Transfer to capital reserve                       |      | –  | (21)                          | –                           | –                            | 21                          | –                 | –                                     | –                        |
| At 31 December 2022 and at 1 January 2023         |      | 113,174                                  | 42,811                        | 42                          | (2,528)                      | (2,833)                     | 150,666           | 505                                   | 151,171                  |
| Profit for the year                               |      | –  | 5,007                         | –                           | –                            | –                           | 5,007             | 56                                    | 5,063                    |
| Other comprehensive (expense)/income for the year |      | –  | –                             | (42)                        | (1,288)                      | –                           | (1,330)           | 18                                    | (1,312)                  |
| Total comprehensive income/(expense) for the year |      | –  | 5,007                         | (42)                        | (1,288)                      | –                           | 3,677             | 74                                    | 3,751                    |
| Distributions to owners:                          |      |  |                               |                             |                              |                             |                   |                                       |                          |
| Final and special dividends in respect of 2022    | 12   | –  | (4,702)                       | –                           | –                            | –                           | (4,702)           | –                                     | (4,702)                  |
| Interim dividend in respect of 2023               | 12   | –  | (1,280)                       | –                           | –                            | –                           | (1,280)           | –                                     | (1,280)                  |
| Transfer to capital reserve                       |      | –  | (14)                          | –                           | –                            | 14                          | –                 | –                                     | –                        |
| Payment to non-controlling interests              |      | –  | –                             | –                           | –                            | –                           | –                 | (49)                                  | (49)                     |
| At 31 December 2023                               |      | 113,174                                  | 41,822                        | –                           | (3,816)                      | (2,819)                     | 148,361           | 530                                   | 148,891                  |

## Condensed Interim Statement of Changes in Equity

For The Full Year Ended 31 December 2023

| <b>The Company</b>  | <b>Note</b> | <b>Share capital<br/>(Note 7)<br/>US\$'000</b> | <b>Retained earnings<br/>US\$'000</b> | <b>Total equity<br/>US\$'000</b> |
|---|-------------|--|---------------------------------------|----------------------------------|
| At 1 January 2022   |             | 113,174  | 3,001                                 | 116,175                          |
| Profit for the year, representing total comprehensive income for the year |             | –  | 8,409                                 | 8,409                            |
| Distribution to owners:   |             |  |                                       |                                  |
| Final and special dividends in respect of 2021                            | 12          | –  | (2,828)                               | (2,828)                          |
| Interim dividend in respect of 2022                                       | 12          | –  | (3,648)                               | (3,648)                          |
| At 31 December 2022 and at 1 January 2023                                 |             | 113,174  | 4,934                                 | 118,108                          |
| Profit for the year, representing total comprehensive income for the year |             | –  | 2,389                                 | 2,389                            |
| Distribution to owners:   |             |  |                                       |                                  |
| Final and special dividends in respect of 2022                            | 12          | –  | (4,702)                               | (4,702)                          |
| Interim dividend in respect of 2023                                       | 12          | –  | (1,280)                               | (1,280)                          |
| At 31 December 2023   |             | 113,174  | 1,341                                 | 114,515                          |



## Condensed Interim Consolidated Statement of Cash Flows

For The Full Year Ended 31 December 2023

|  | Note | The Group                   |                  |
|--|------|-----------------------------|------------------|
|  |      | Full year ended 31 December |                  |
|  |      | 2023<br>US\$'000            | 2022<br>US\$'000 |
| <b>Cash flows from operating activities</b>  |      |                             |                  |
| Profit before tax  |      | 6,224                       | 28,928           |
| Adjustments for:   |      |                             |                  |
| Investment returns   | 10   | (2,618)                     | (4,712)          |
| Amortisation and depreciation  |      | 10,827                      | 9,891            |
| Depreciation of right-of-use assets  |      | 651                         | 1,470            |
| Write-off of property, plant and equipment   |      | –                           | 43               |
| Gain on disposal of property, plant and equipment                                  |      | (2,343)                     | –                |
| Reversal of previously recognised impairment loss of property, plant and equipment |      | (1,150)                     | –                |
| Net foreign exchange loss/(gain)   |      | 39                          | (1,535)          |
| Interest income  |      | (586)                       | (208)            |
| Finance costs – interest expense   |      | 3,606                       | 2,641            |
| Finance costs – lease interest   |      | 14                          | 104              |
| Finance costs – others   |      | 112                         | 186              |
| Share of results of associate  |      | (2)                         | 23               |
| Allocation to Tokumei Kumiai investors   |      | 557                         | 646              |
| <b>Operating cash flows before changes in working capital</b>                      |      | <b>15,331</b>               | <b>37,477</b>    |
| Changes in working capital:  |      |                             |                  |
| Net change in properties under development   |      | 5,646                       | (2,331)          |
| Net change in accounts receivable  |      | (425)                       | (95)             |
| Net change in prepayments, deposits and other receivables                          |      | 3,144                       | (2,072)          |
| Net change in accounts payable   |      | 244                         | 206              |
| Net change in other payables and accruals  |      | (4,364)                     | 2,424            |
| <b>Cash flows generated from operations</b>  |      | <b>19,576</b>               | <b>35,609</b>    |
| Interest received on bank balances   |      | 536                         | 177              |
| Tax paid   |      | (1,122)                     | (862)            |
| <b>Net cash flows generated from operating activities</b>                          |      | <b>18,990</b>               | <b>34,924</b>    |

## Condensed Interim Consolidated Statements of Cash Flow (cont'd)

For The Full Year Ended 31 December 2023

|  | Note | The Group                   |                  |
|--|------|-----------------------------|------------------|
|  |      | Full year ended 31 December |                  |
|  |      | 2023<br>US\$'000            | 2022<br>US\$'000 |
| <b>Cash flows from investing activities</b>                  |      |                             |                  |
| Purchase of investment properties                            |      | (1,493)                     | (337)            |
| Purchase of investments                                      |      | (7,785)                     | (3,161)          |
| Proceeds from sale of investment property                    |      | 4,429                       | –                |
| Proceeds from redemption/sale of investments                 |      | 2,933                       | 6,458            |
| Deconsolidation of consolidated entities                     |      | (8)                         | (27)             |
| Deposits paid for small residential projects                 |      | –                           | (4)              |
| Purchase of property, plant and equipment                    |      | (6,368)                     | (3,810)          |
| Proceeds from disposal of property, plant and equipment      |      | 7,522                       | –                |
| Net redemption from Tokumei Kumiai investors                 |      | (1,209)                     | (824)            |
| Interest received from loans and finance lease               |      | 1                           | 13               |
| Income proceeds from investments                             |      | 1,199                       | –                |
| Proceeds from property rental                                |      | 630                         | 584              |
| <b>Net cash flows used in investing activities</b>           |      | <b>(149)</b>                | <b>(1,108)</b>   |
| <b>Cash flows from financing activities</b>                  |      |                             |                  |
| Proceeds from borrowings                                     |      | 31,756                      | 8,275            |
| Repayment of borrowings                                      |      | (47,837)                    | (16,875)         |
| Interests and other finance cost paid on borrowings          |      | (3,892)                     | (2,729)          |
| Lease principal paid   |      | (591)                       | (3,597)          |
| Lease interest paid  |      | (14)                        | (103)            |
| Dividends paid   | 12   | (5,982)                     | (6,476)          |
| Payment to non-controlling interests                         |      | (49)                        | –                |
| <b>Net cash flows used in financing activities</b>           |      | <b>(26,609)</b>             | <b>(21,505)</b>  |
| <b>Net (decrease)/ increase in cash and cash equivalents</b> |      | <b>(7,768)</b>              | <b>12,311</b>    |
| Movements in cash and cash equivalents:                      |      |                             |                  |
| Cash and cash equivalents at beginning of the year           |      | 47,069                      | 36,732           |
| Net (decrease)/ increase in cash and cash equivalents        |      | (7,768)                     | 12,311           |
| Effects of foreign exchange rate changes, net                |      | (1,041)                     | (1,974)          |
| <b>Cash and cash equivalents at end of the year</b>          |      | <b>38,260</b>               | <b>47,069</b>    |

# Notes To The Condensed Interim Consolidated Financial Statements

## 1. Corporate information

Uni-Asia Group Limited (the “Company”) is a limited liability company incorporated in Singapore on 12 January 2017 and its shares are listed and publicly traded on the Mainboard of the Singapore Exchange.

The registered office and principal place of business of the Company is located at 30 Cecil Street #10-06/07, Prudential Tower, Singapore 049712.

The principal activities of Company and its subsidiaries (collectively, the “Group”) are finance arrangement, investment and investment management of alternative assets including shipping and real estates in Japan, Hong Kong and China.

## 2. Basis of preparation

These unaudited condensed interim consolidated financial statements as at and for the six months and the year ended 31 December 2023 have been prepared in accordance with *IAS 34 Interim Financial Reporting* issued by the International Accounting Standards Board (“IASB”) and *SFRS(I) 1-34 Interim Financial Reporting* issued by the Accounting Standards Council Singapore (“ASC”). The condensed interim consolidated 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 December 2022.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with International Financial Reporting Standards (“IFRSs”) issued by the IASB and Singapore Financial Reporting Standards (International) (“SFRS(I)s”) issued by the ASC (collectively, the “Standards”), except for the adoption of new and amended standards as set out in Note 2.1.

The condensed interim consolidated financial statements are presented in United States dollars (“USD” or “US\$”) which is the Company’s functional currency, and all values are rounded to the nearest thousand (“US\$’000”), except when otherwise indicated.

### 2.1. New and amended standards adopted by the Group

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

### 2.2. Use of judgements and estimates

The preparation of the condensed interim consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected in future periods.

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 December 2022.

## Notes To The Condensed Interim Consolidated Financial Statements

### 2. Basis of preparation (cont'd)

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

##### *Judgements made in applying accounting policies*

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the condensed interim consolidated financial statements:

##### *Determination of functional currency*

The Group measures foreign currency transactions in the respective functional currencies of the Company and its subsidiaries. In determining the functional currencies of the entities in the Group, judgement is required to determine the currency that mainly influences sales prices for goods and services and of the country whose competitive forces and regulations mainly determines the sales prices of its goods and services. The functional currencies of the entities in the Group are determined based on management's assessment of the economic environment in which the entities operate and the entities' process of determining sales prices.

##### *Estimates and assumptions*

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting year, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below:

##### *(a) Impairment of vessels held as property, plant and equipment*

The Group owns vessels held as property, plant and equipment for ship chartering business. Indicators of impairment on the vessels were assessed annually to identify whether the vessels may be impaired. The Group computed the vessels' recoverable amount using value in use and compared with its carrying amounts to identify impairment losses when indicators of impairment existed. The key assumptions used in the value in use computation comprise of daily charter rates, disposal values, operational expenses, and discount rate.

The carrying amount of the vessels held as property, plant and equipment as at 31 December 2023 and 31 December 2022, and any impairment or reversal thereof are disclosed in Note 6.

##### *(b) Fair value of unlisted shares in shipping companies*

The Group invested in unlisted shares of special purpose companies that own and charter ships which were carried at fair value through profit or loss. The Group determines the equity value of these unlisted shares by using the discounted cash flow technique. The cash flow assumptions used are daily charter rates, terminal values, operational expenses, and discount rate.

The carrying amount of the unlisted shares in shipping companies as at 31 December 2023 and 31 December 2022 and significant unobservable inputs used in fair valuation including its sensitivity analysis are disclosed in Note 16.

## Notes To The Condensed Interim Consolidated Financial Statements

### 2. Basis of preparation (cont'd)

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

##### *Estimates and assumptions (cont'd)*

*(c) Fair value of investment properties and unlisted shares in commercial office and industrial buildings and small residential property developments*

The Group held commercial office buildings and small residential properties as investment properties measured at fair value. In addition, the Group invested in unlisted shares of special purpose companies that held commercial office and industrial buildings and small residential properties measured at fair value through profit or loss. The Group generally used external valuation reports in determining fair value of commercial office buildings held as investment properties and commercial office and industrial buildings held through unlisted shares. For small residential property development held through unlisted shares and held as investment properties, the Group used internal valuation in estimating the fair value of the unlisted shares and investment properties. The key assumptions used in the valuations are gross development value, development cost, rental rates, vacancy rate, gross capitalisation rates, expense ratio, discount rate, and management assessment of current market in adjusting average market price per square foot for commercial office and industrial buildings held through unlisted shares where applicable.

The carrying amounts of the investment properties and unlisted shares in commercial office and industrial buildings and small residential property developments as at 31 December 2023 and 31 December 2022 are disclosed in Note 16.

### 3. Seasonal operations

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

### 4. Segment information

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit before tax from continuing operations.

#### (a) **Operating segments**

At 31 December 2023, the Group is organised on a worldwide basis into the following main reportable segments (activities):

- (i) Ship Owning and Chartering is the Group's ship owning and chartering business.
- (ii) Maritime Asset Management ("MAM") comprises of the Group's ship investment activity as a venture capital/asset management as well as finance arrangement business;
- (iii) Maritime Services is the Group's ship commercial/technical management business, as well as ship related brokerage service business;
- (iv) Property Investment (ex-Japan) includes the Group's ex-Japan property investment, venture capital/asset management and related business;
- (v) Property Investment (in-Japan) is the Group's in-Japan property investment/asset management and related business; and
- (vi) Headquarters' ("HQ") expenses

No operating segments have been aggregated to form the above reportable operating segments.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

## Notes To The Condensed Interim Consolidated Financial Statements

### 4. Segment information (cont'd)

#### (a) Operating segments (cont'd)

The segment results for the six months ended 31 December 2023 were as follows:

| For the 6 months ended<br>31 December 2023   | Shipping                                  |                 |                                  | Property   |  | HQ<br>US\$'000 | Eliminations <sup>(1)</sup><br>US\$'000 | Total<br>US\$'000 |
|--|---|-----------------|----------------------------------|--|--|----------------|---|-------------------|
|  | Ship owning and<br>chartering<br>US\$'000 | MAM<br>US\$'000 | Maritime<br>services<br>US\$'000 | Property<br>investment<br>(ex-Japan)<br>US\$'000 | Property<br>investment<br>(in-Japan)<br>US\$'000 |                |   |                   |
| <b>Total income</b>  |   |                 |                                  |  |  |                |   |                   |
| External customers   | 17,717                                    | 1,604           | 450                              | (1,873)  | 10,100   | 18             | –                                       | 28,016            |
| Interest income  | 252                                       | –               | 11                               | 4  | –  | 44             | –                                       | 311               |
| Inter-segment  | –   | 244             | 584                              | –  | 51   | –              | (879)                                   | –                 |
|  | 17,969                                    | 1,848           | 1,045                            | (1,869)  | 10,151   | 62             | (879)                                   | 28,327            |
| <b>Results</b>   |   |                 |                                  |  |  |                |   |                   |
| Amortisation and depreciation  | (5,349)                                   | –               | (12)                             | –  | (24)   | –              | 6                                       | (5,379)           |
| Depreciation of right-of-use assets  | –   | –               | –                                | –  | (57)   | (231)          | –                                       | (288)             |
| Reversal of previously recognised<br>impairment loss of property, plant<br>and equipment | 1,150                                     | –               | –                                | –  | –  | –              | –                                       | 1,150             |
| Finance costs – interest expenses  | (1,904)                                   | –               | –                                | (44)   | (16)   | (14)           | 116                                     | (1,862)           |
| Finance costs – lease interest   | –   | –               | –                                | –  | (1)  | (4)            | –                                       | (5)               |
| Finance costs – others   | (29)                                      | –               | –                                | –  | (33)   | –              | –                                       | (62)              |
| Allocation to Tokumei Kumiai investors   | –   | –               | –                                | –  | (373)  | –              | –                                       | (373)             |
| Profit/(loss) before tax   | 4,273                                     | 1,027           | 105                              | (2,677)  | 520  | (1,521)        | (2)                                     | 1,725             |
| Other segment items are as follows:  |   |                 |                                  |  |  |                |   |                   |
| Capital expenditure  | (35)                                      | –               | 1                                | –  | 3,454  | –              | –                                       | 3,420             |
| Investment in associate  | –   | –               | –                                | –  | 85   | –              | –                                       | 85                |

<sup>(1)</sup> Inter-segment transactions are eliminated on consolidation.

## Notes To The Condensed Interim Consolidated Financial Statements

### 4. Segment information (cont'd)

#### (a) Operating segments (cont'd)

The segment results for the six months ended 31 December 2022 were as follows:

| For the 6 months ended<br>31 December 2022 | Shipping                                  |                 |                                  | Property   |  | HQ<br>US\$'000 | Eliminations <sup>(1)</sup><br>US\$'000 | Total<br>US\$'000 |
|--|---|-----------------|----------------------------------|--|--|----------------|---|-------------------|
|  | Ship owning and<br>chartering<br>US\$'000 | MAM<br>US\$'000 | Maritime<br>services<br>US\$'000 | Property<br>investment<br>(ex-Japan)<br>US\$'000 | Property<br>investment<br>(in-Japan)<br>US\$'000 |                |   |                   |
| <b>Total income</b>                        |   |                 |                                  |  |  |                |   |                   |
| External customers                         | 32,079                                    | 2,156           | 521                              | 1,605  | 686  | 56             | –                                       | 37,103            |
| Interest income                            | 101                                       | 5               | 8                                | 11   | –  | 48             | –                                       | 173               |
| Inter-segment                              | –   | 136             | 702                              | –  | 54   | –              | (892)                                   | –                 |
|  | 32,180                                    | 2,297           | 1,231                            | 1,616  | 740  | 104            | (892)                                   | 37,276            |
| <b>Results</b>                             |   |                 |                                  |  |  |                |   |                   |
| Amortisation and depreciation              | (5,048)                                   | –               | (13)                             | –  | (33)   | (3)            | 6                                       | (5,091)           |
| Depreciation of right-of-use assets        | (414)                                     | –               | –                                | –  | (73)   | (230)          | –                                       | (717)             |
| Finance costs – interest expenses          | (1,526)                                   | –               | –                                | –  | (27)   | (3)            | 61                                      | (1,495)           |
| Finance costs – lease interest             | (22)                                      | –               | –                                | –  | (3)  | (8)            | –                                       | (33)              |
| Finance costs – others                     | (30)                                      | –               | –                                | –  | (19)   | –              | –                                       | (49)              |
| Share of results of associate              | –   | –               | –                                | –  | 2  | –              | –                                       | 2                 |
| Allocation to Tokumei Kumiai investors     | –   | –               | –                                | –  | 134  | –              | –                                       | 134               |
| Profit/(loss) before tax                   | 11,990                                    | 1,365           | 73                               | 792  | (271)  | (2,019)        | (3)                                     | 11,927            |
| Other segment items are as follows:        |   |                 |                                  |  |  |                |   |                   |
| Capital expenditure                        | 3,623                                     | –               | 3                                | –  | 4,460  | –              | –                                       | 8,086             |
| Investment in associate                    | –   | –               | –                                | –  | 85   | –              | –                                       | 85                |

<sup>(1)</sup> Inter-segment transactions are eliminated on consolidation.

## Notes To The Condensed Interim Consolidated Financial Statements

### 4. Segment information (cont'd)

#### (a) Operating segments (cont'd)

The segment results for the year ended 31 December 2023 were as follows:

| 2023   | Shipping                               |                 |                               | Property                                   |  | HQ<br>US\$'000 | Eliminations <sup>(1)</sup><br>US\$'000 | Total<br>US\$'000 |
|--|--|-----------------|-------------------------------|--|--|----------------|---|-------------------|
|  | Ship owning and chartering<br>US\$'000 | MAM<br>US\$'000 | Maritime services<br>US\$'000 | Property investment (ex-Japan)<br>US\$'000 | Property investment (in-Japan)<br>US\$'000 |                |   |                   |
| <b>Total income</b>  |  |                 |                               |  |  |                |   |                   |
| External customers   | 38,751                                 | 3,125           | 1,055                         | (1,525)                                    | 15,994                                     | 48             | –                                       | 57,448            |
| Interest income  | 419                                    | 1               | 23                            | 12   | –  | 131            | –                                       | 586               |
| Inter-segment  | –                                      | 420             | 1,141                         | –  | 107  | –              | (1,668)                                 | –                 |
|  | 39,170                                 | 3,546           | 2,219                         | (1,513)                                    | 16,101                                     | 179            | (1,668)                                 | 58,034            |
| <b>Results</b>   |  |                 |                               |  |  |                |   |                   |
| Amortisation and depreciation  | (10,766)                               | –               | (24)                          | –  | (47)                                       | (2)            | 12                                      | (10,827)          |
| Depreciation of right-of-use assets  | (69)                                   | –               | –                             | –  | (118)                                      | (464)          | –                                       | (651)             |
| Reversal of previously recognised impairment loss of property, plant and equipment | 1,150                                  | –               | –                             | –  | –  | –              | –                                       | 1,150             |
| Finance costs – interest expenses  | (3,687)                                | –               | –                             | (44)                                       | (37)                                       | (18)           | 180                                     | (3,606)           |
| Finance costs – lease interest   | –                                      | –               | –                             | –  | (3)  | (11)           | –                                       | (14)              |
| Finance costs – others   | (52)                                   | –               | –                             | –  | (58)                                       | (2)            | –                                       | (112)             |
| Share of results of associate  | –                                      | –               | –                             | –  | 2  | –              | –                                       | 2                 |
| Allocation to Tokumei Kumiai investors   | –                                      | –               | –                             | –  | (557)                                      | –              | –                                       | (557)             |
| Profit/(loss) before tax   | 7,580                                  | 2,029           | 541                           | (2,969)                                    | 1,842                                      | (2,797)        | (2)                                     | 6,224             |
| Other segment items are as follows:  |  |                 |                               |  |  |                |   |                   |
| Capital expenditure  | 6,309                                  | –               | 1                             | –  | 6,587                                      | –              | –                                       | 12,897            |
| Investment in associate  | –                                      | –               | –                             | –  | 85   | –              | –                                       | 85                |

<sup>(1)</sup> Inter-segment transactions are eliminated on consolidation.



## Notes To The Condensed Interim Consolidated Financial Statements

### 4. Segment information (cont'd)

#### (a) Operating segments (cont'd)

The segment results for the year ended 31 December 2022 were as follows:

| 2022                                   | Shipping                               |                 |                               | Property                                   |  | HQ<br>US\$'000 | Eliminations <sup>(1)</sup><br>US\$'000 | Total<br>US\$'000 |
|--|--|-----------------|-------------------------------|--|--|----------------|---|-------------------|
|  | Ship owning and chartering<br>US\$'000 | MAM<br>US\$'000 | Maritime services<br>US\$'000 | Property investment (ex-Japan)<br>US\$'000 | Property investment (in-Japan)<br>US\$'000 |                |   |                   |
| <b>Total income</b>                    |  |                 |                               |  |  |                |   |                   |
| External customers                     | 66,681                                 | 3,642           | 1,017                         | 1,732                                      | 12,715                                     | 141            | –                                       | 85,928            |
| Interest income                        | 114                                    | 13              | 11                            | 17   | –  | 53             | –                                       | 208               |
| Inter-segment                          | –                                      | 269             | 1,497                         | –  | 116  | –              | (1,882)                                 | –                 |
|  | 66,795                                 | 3,924           | 2,525                         | 1,749                                      | 12,831                                     | 194            | (1,882)                                 | 86,136            |
| <b>Results</b>                         |  |                 |                               |  |  |                |   |                   |
| Amortisation and depreciation          | (9,808)                                | –               | (26)                          | –  | (64)                                       | (5)            | 12                                      | (9,891)           |
| Depreciation of right-of-use assets    | (828)                                  | –               | –                             | –  | (181)                                      | (461)          | –                                       | (1,470)           |
| Finance costs – interest expenses      | (2,659)                                | –               | –                             | –  | (65)                                       | (36)           | 119                                     | (2,641)           |
| Finance costs – lease interest         | (81)                                   | –               | –                             | –  | (5)  | (18)           | –                                       | (104)             |
| Finance costs – others                 | (60)                                   | –               | –                             | –  | (64)                                       | (62)           | –                                       | (186)             |
| Share of results of associate          | –                                      | –               | –                             | –  | (23)                                       | –              | –                                       | (23)              |
| Allocation to Tokumei Kumiai investors | –                                      | –               | –                             | –  | (646)                                      | –              | –                                       | (646)             |
| Profit/(loss) before tax               | 29,752                                 | 2,231           | 626                           | 426  | 1,676                                      | (5,776)        | (7)                                     | 28,928            |
| Other segment items are as follows:    |  |                 |                               |  |  |                |   |                   |
| Capital expenditure                    | 3,631                                  | –               | 10                            | –  | 9,685                                      | 2              | –                                       | 13,328            |
| Investment in associate                | –                                      | –               | –                             | –  | 85   | –              | –                                       | 85                |

<sup>(1)</sup> Inter-segment transactions are eliminated on consolidation.

## Notes To The Condensed Interim Consolidated Financial Statements

### 4. Segment information (cont'd)

#### (a) Operating segments (cont'd)

The segment assets and liabilities were as follows:

|                      | Shipping                               |                 |                               | Property                                   |  | HQ     | Eliminations <sup>(1)</sup> | Total   |
|----------------------|--|-----------------|-------------------------------|--|--|--------|-----------------------------|---------|
|                      | Ship owning and chartering<br>US\$'000 | MAM<br>US\$'000 | Maritime services<br>US\$'000 | Property investment (ex-Japan)<br>US\$'000 | Property investment (in-Japan)<br>US\$'000 |        |                             |         |
| <b>2023</b>          |  |                 |                               |  |  |        |                             |         |
| Segment assets:      |  |                 |                               |  |  |        |                             |         |
| Total assets         | 144,478                                | 1,490           | 2,217                         | 33,242                                     | 25,830                                     | 4,500  | (127)                       | 211,630 |
| Segment liabilities: |  |                 |                               |  |  |        |                             |         |
| Total liabilities    | 54,997                                 | 21              | 403                           | 9,561                                      | 6,676                                      | 3,132  | (12,051)                    | 62,739  |
| <b>2022</b>          |  |                 |                               |  |  |        |                             |         |
| Segment assets:      |  |                 |                               |  |  |        |                             |         |
| Total assets         | 156,606                                | 1,490           | 2,368                         | 31,073                                     | 34,220                                     | 11,037 | (139)                       | 236,655 |
| Segment liabilities: |  |                 |                               |  |  |        |                             |         |
| Total liabilities    | 66,467                                 | –               | 262                           | 5,020                                      | 14,694                                     | 6,681  | (7,640)                     | 85,484  |

<sup>(1)</sup> Inter-segment transactions are eliminated on consolidation.

Segment assets consist primarily of investment properties, investments, properties under development, property, plant and equipment, right-of-use assets, receivables, asset held for sale, cash and bank balances and derivative financial instruments.

Segment liabilities consist primarily of borrowings, lease liabilities, payables, accruals and derivative financial instruments.

## Notes To The Condensed Interim Consolidated Financial Statements

### 4. Segment information (cont'd)

#### (b) *Geographical information*

The Group operates in three main geographical areas, even though they are managed on a worldwide basis.

Global - the Global segment represents activities with assets or customers with no fixed location, which include ship finance arrangement, investments and asset management of ships, ship owning and chartering.

Asia (ex-Japan) - the Asia (ex-Japan) segment represents activities with assets or customers located in Asia (ex-Japan), which include ship finance arrangement, investments and asset management of properties.

Japan - the Japan segment represents activities with assets or customers located in Japan, which include ship finance arrangement, investments and asset management of properties.

|                 | The Group          |                    |                  |                  |
|-----------------|--------------------|--------------------|------------------|------------------|
|                 | 2H2023<br>US\$'000 | 2H2022<br>US\$'000 | 2023<br>US\$'000 | 2022<br>US\$'000 |
| Total income:   |                    |                    |                  |                  |
| Global          | 20,101             | 34,927             | 43,558           | 71,547           |
| Asia (ex-Japan) | (1,881)            | 1,646              | (1,544)          | 1,846            |
| Japan           | 10,107             | 703                | 16,020           | 12,743           |
|                 | 28,327             | 37,276             | 58,034           | 86,136           |

During the year, total revenue of US\$14.4 million (2022: US\$29.3 million) were with customers where transactions with each of the customer amounted to ten per cent (10%) or more of the Group's revenue.

|                     | The Group        |                  |
|---------------------|------------------|------------------|
|                     | 2023<br>US\$'000 | 2022<br>US\$'000 |
| Non-current assets: |                  |                  |
| Global              | 113,954          | 131,111          |
| Asia (ex-Japan)     | 33,014           | 30,880           |
| Japan               | 9,386            | 14,098           |
|                     | 156,354          | 176,089          |

Income and non-current assets attributable to operating segments are based on the countries in which the customers are located. There is no sale between the geographical segments.

## Notes To The Condensed Interim Consolidated Financial Statements

### 5. Investment properties

|                                  | The Group        |                  |
|----------------------------------|------------------|------------------|
|                                  | 2023<br>US\$'000 | 2022<br>US\$'000 |
| Beginning of year                | 11,816           | 13,085           |
| Additions                        | 1,493            | 337              |
| Disposal                         | (3,500)          | –                |
| Currency translation differences | (674)            | (1,606)          |
| End of year                      | 9,135            | 11,816           |

The following amounts are recognised in profit or loss:

|   | The Group        |                  |
|---|------------------|------------------|
|   | 2023<br>US\$'000 | 2022<br>US\$'000 |
| Rental income   | 459              | 518              |
| Direct operating expenses arising from:                     |                  |                  |
| - Investment properties that generated rental income        | 76               | 70               |
| - Investment properties that did not generate rental income | 10               | –                |

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements.

Further particulars of the Group's investment properties are detailed below:

| Location  | Use         | Tenure    | Unexpired lease term |
|---|-------------|-----------|----------------------|
| Rooms 712-715, 7/F, China Shine Plaza, 9 Lin He Xi Road, Tianhe District, Guangzhou, PRC <sup>(1)</sup> | Offices     | Leasehold | 32 years             |
| 1-7-12 Shimoochiai, Shinjuku-ku, Tokyo <sup>(2)</sup>   | Residential | Freehold  | –                    |
| 1-173-18, Takadanobaba Shinjuku-ku, Tokyo <sup>(3)</sup>  | Residential | Freehold  | –                    |
| 2-35-2 Hanegi, Setagaya-ku, Tokyo <sup>(4)</sup>  | Residential | Freehold  | –                    |

- (1) The Group engages external independent valuer in the fair valuation of the investment property. Market comparable approach is used which makes reference to the estimated or actual market transaction price based on valuer's assumptions.
- (2) The Group adopts management's valuation in the fair valuation of the investment property. Discounted cash flow method is used which makes reference to the estimated or actual market rental values and equivalent yields. This investment property amounting to US\$4.1 million (2022: US\$4.4 million) is mortgaged to secure bank borrowing of US\$2.4 million (2022: US\$2.7 million).
- (3) The Group adopts management's valuation in the fair valuation of the investment property. Discounted cash flow method is used which makes reference to the estimated or actual market rental values and equivalent yields. This investment property amounting to US\$3.4 million (2022: US\$3.6 million) is mortgaged to secure bank borrowing of US\$2.7 million (2022: US\$2.9 million).
- (4) This investment property was sold during the year. In 2022, this investment property amounting to US\$2.1 million was mortgaged to secure bank borrowing of US\$1.5 million.

## Notes To The Condensed Interim Consolidated Financial Statements

### 6. Property, plant and equipment

During the year, the Group acquired assets amounting to US\$6.3 million (2022: US\$3.8 million).

The carrying amount of the Group's property, plant and equipment as at 31 December 2023 is US\$112.9 million (31 December 2022: US\$130.1 million), of which the carrying amount of vessels held as property, plant and equipment as at 31 December 2023 is US\$112.5 million (31 December 2022: US\$129.6 million).

The reversal of previously recognised impairment loss of US\$1.2 million recorded for the year (31 December 2022: US\$ Nil) applies to a vessel before it was designated as "asset held for sale" as at 31 December 2023.

### 7. Share capital

|                               | The Group and the Company |                        |                       |                        |
|-------------------------------|---------------------------|------------------------|-----------------------|------------------------|
|                               | 2023                      |                        | 2022                  |                        |
|                               | Number of shares '000     | Share capital US\$'000 | Number of shares '000 | Share capital US\$'000 |
| <b>Issued and fully paid:</b> |                           |                        |                       |                        |
| Beginning of year             | 78,600                    | 113,174                | 78,600                | 113,174                |
| End of year                   | 78,600                    | 113,174                | 78,600                | 113,174                |

The Company did not hold any treasury shares nor have any outstanding convertibles as at 31 December 2023 and 31 December 2022.

The Company's subsidiaries do not hold any shares in the Company as at 31 December 2023 and 31 December 2022.

### 8. Borrowings

|   | The Group     |               | The Company   |               |
|---|---------------|---------------|---------------|---------------|
|   | 2023 US\$'000 | 2022 US\$'000 | 2023 US\$'000 | 2022 US\$'000 |
| <b>Non-current</b>                      |               |               |               |               |
| Repayable per terms of loan facilities: |               |               |               |               |
| Secured                                 | 46,583        | 41,551        | –             | –             |
| <b>Current</b>                          |               |               |               |               |
| Repayable per terms of loan facilities: |               |               |               |               |
| Secured                                 | 9,021         | 31,161        | –             | –             |

The Group's borrowings are secured by means of investment properties (Note 5); property, plant and equipment; and properties under development.

## Notes To The Condensed Interim Consolidated Financial Statements

### 9. Revenue

|   | The Group          |                    |                  |                  |
|---|--------------------|--------------------|------------------|------------------|
|   | 2H2023<br>US\$'000 | 2H2022<br>US\$'000 | 2023<br>US\$'000 | 2022<br>US\$'000 |
| Asset management and administration fee         | 1,471              | 1,585              | 3,012            | 3,219            |
| Arrangement and agency fee                      | 167                | 139                | 617              | 1,882            |
| Brokerage commission                            | 187                | 402                | 907              | 1,172            |
| Incentive fee                                   | 133                | 226                | 133              | 323              |
| Total fee income                                | 1,958              | 2,352              | 4,669            | 6,596            |
| Add: Non-lease component of charter hire income | 8,781              | 11,839             | 18,607           | 22,428           |
| Add: Sale of properties under development       | 8,860              | (564)              | 12,130           | 8,658            |
| Total revenue from contract with customers      | 19,599             | 13,627             | 35,406           | 37,682           |

### 10. Investment returns

|   | The Group          |                    |                  |                  |
|---|--------------------|--------------------|------------------|------------------|
|   | 2H2023<br>US\$'000 | 2H2022<br>US\$'000 | 2023<br>US\$'000 | 2022<br>US\$'000 |
| Realised (loss)/gain on investment property | (40)               | –                  | 929              | –                |
| Realised gain/(loss) on investments:        |                    |                    |                  |                  |
| - Shipping                                  | 1,393              | 1,963              | 2,677            | 2,066            |
| - Commercial office/industrial buildings    | (93)               | –                  | (37)             | –                |
| - Small residential property developments   | 280                | 203                | 282              | 784              |
| - Others                                    | (6)                | –                  | 158              | –                |
| Property rental income                      | 275                | 279                | 628              | 661              |
| Fair value adjustment on investments:       |                    |                    |                  |                  |
| - Shipping                                  | –                  | (77)               | –                | (77)             |
| - Commercial office/industrial buildings    | (2,062)            | 1,335              | (2,062)          | 1,168            |
| - Small residential property developments   | 7                  | (64)               | (19)             | 85               |
| - Others                                    | 86                 | (16)               | 62               | 25               |
|   | (160)              | 3,623              | 2,618            | 4,712            |

## Notes To The Condensed Interim Consolidated Financial Statements

### 11. Income tax

The Group calculates the period income tax expense using tax rates prevailing in the countries in which the Group operates, based on existing legislation, interpretations and practices in respect thereof, that would also be applicable to the expected total annual earnings.

|  | The Group          |                    |                  |                  |
|--|--------------------|--------------------|------------------|------------------|
|  | 2H2023<br>US\$'000 | 2H2022<br>US\$'000 | 2023<br>US\$'000 | 2022<br>US\$'000 |
| Current income taxation  | 919                | 554                | 1,171            | 1,093            |
| Under/(over)-provision in respect of prior years                                   | -                  | 19                 | (27)             | (2)              |
| Deferred tax expense relating to origination and reversal of temporary differences | 15                 | (57)               | 20               | (51)             |
| Deferred tax expense relating to utilisation of previously unrecognised tax losses | (3)                | (1)                | (3)              | (1)              |
| Income tax expense recognised in profit or loss                                    | 931                | 515                | 1,161            | 1,039            |

### 12. Dividends

|  | The Group and the Company |                  |
|--|---------------------------|------------------|
|  | 2023<br>US\$'000          | 2022<br>US\$'000 |
| <b>Paid during the year:</b>   |                           |                  |
| <i>Dividends on ordinary shares:</i>   |                           |                  |
| - Final and special dividends for 2022: SG cents 8.0 per share (S\$6.3 million)<br>(2021: SG cents 5.0 per share (S\$3.9 million)) | 4,702                     | 2,828            |
| - Interim dividend for 2023: SG cents 2.2 per share (S\$1.7 million)<br>(2022: SG cents 6.5 per share (S\$5.1 million))            | 1,280                     | 3,648            |
|  | 5,982                     | 6,476            |

|   | The Group and the Company |                 |
|---|---------------------------|-----------------|
|   | 2023<br>S\$'000           | 2022<br>S\$'000 |
| <b>Proposed but not recognised as a liability as at 31 December:</b>                  |                           |                 |
| <i>Dividends on ordinary shares, subject to shareholders' approval at the AGM:</i>    |                           |                 |
| - Final dividend for 2023: SG cents 2.2 per share<br>(2022: SG cents 3.0 per share)   | 1,729                     | 2,358           |
| - Special dividend for 2023: SG cents nil per share<br>(2022: SG cents 5.0 per share) | -                         | 3,930           |
|   | 1,729                     | 6,288           |

## Notes To The Condensed Interim Consolidated Financial Statements

### 13. Profit per share

Basic and diluted profit per share is calculated by dividing the profit attributable to owners of the parent by the weighted average number of ordinary shares in issue during the year.

The following table reflects the profit and share data used in computation of basic and diluted profit per share for the year:

|  | The Group |        |        |        |
|--|-----------|--------|--------|--------|
|  | 2H2023    | 2H2022 | 2023   | 2022   |
| Weighted average number of ordinary shares in issue ('000) | 78,600    | 78,600 | 78,600 | 78,600 |
| Profit attributable to owners of the parent (US\$'000)     | 813       | 11,379 | 5,007  | 27,783 |
| Profit per share (US cents per share) – basic and diluted  | 1.03      | 14.48  | 6.37   | 35.35  |

### 14. Net asset value

|   | The Group        |                  | The Company      |                  |
|---|------------------|------------------|------------------|------------------|
|   | 31 December 2023 | 31 December 2022 | 31 December 2023 | 31 December 2022 |
| Total number of ordinary shares in issue ('000) | 78,600           | 78,600           | 78,600           | 78,600           |
| Net asset value per ordinary share (US\$)       | 1.89             | 1.92             | 1.46             | 1.50             |

### 15. Deconsolidation of consolidated entities

During the year ended 31 December 2023, the following consolidated entities were deconsolidated:

- (a) The Group dissolved the investments in GK Alero 57 (2022: GK Alero 43, GK Alero 50 and GK Alero 52). The consolidated entities were dormant following the disposal of their investment in small residential properties.
- (b) A 69.57% owned subsidiary, United Wise Capital Investment Limited was in the process of being liquidated following the disposal of its Hong Kong property investment and all proceeds had been received by the Group. The loss on deconsolidation of consolidated entity of US\$93,000 (2022: US\$ Nil) was included in investment returns – realised gain/(loss) on investments in profit or loss.



## Notes To The Condensed Interim Consolidated Financial Statements

### 16. Assets and liabilities measured at fair value

#### (a) Fair value hierarchy

The Group categorises fair value measurements using a fair value hierarchy that is depended on the valuation inputs used as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (i.e., unobservable inputs).

Analysis of each class of assets and liabilities measured at fair value by level of fair value hierarchy as at the end of the reporting period was as follows:

| The Group                                 | Level 1<br>US\$'000 | Level 2<br>US\$'000 | Level 3<br>US\$'000 | Total<br>US\$'000 |
|---|---------------------|---------------------|---------------------|-------------------|
| <b>As at 31 December 2023</b>             |                     |                     |                     |                   |
| <b>Recurring fair value measurements</b>  |                     |                     |                     |                   |
| <i>Financial assets</i>                   |                     |                     |                     |                   |
| <u>Fair value through profit or loss</u>  |                     |                     |                     |                   |
| Unlisted shares                           |                     |                     |                     |                   |
| - Shipping                                | –                   | –                   | 1,575               | 1,575             |
| - Residential                             | –                   | –                   | 55                  | 55                |
| - Commercial office/industrial buildings  | –                   | –                   | 30,996              | 30,996            |
| - Small residential property developments | –                   | –                   | 2,806               | 2,806             |
| - Others                                  | –                   | –                   | 2,366               | 2,366             |
|   | –                   | –                   | 37,798              | 37,798            |
| <i>Non-financial assets</i>               |                     |                     |                     |                   |
| Investment properties                     | –                   | –                   | 9,135               | 9,135             |
|   | –                   | –                   | 46,933              | 46,933            |

Investments in unlisted shares of special purpose companies that hold ships, residential projects, commercial office/industrial buildings, small residential property developments and other projects are measured at fair value through profit or loss. The fair values of these investments are assessed with reference to the fair values of the underlying assets.

## Notes To The Condensed Interim Consolidated Financial Statements

### 16. Assets and liabilities measured at fair value (cont'd)

#### (a) Fair value hierarchy (cont'd)

| The Group                                 | Level 1<br>US\$'000 | Level 2<br>US\$'000 | Level 3<br>US\$'000 | Total<br>US\$'000 |
|---|---------------------|---------------------|---------------------|-------------------|
| <b>As at 31 December 2022</b>             |                     |                     |                     |                   |
| <b>Recurring fair value measurements</b>  |                     |                     |                     |                   |
| <i>Financial assets</i>                   |                     |                     |                     |                   |
| <u>Fair value through profit or loss</u>  |                     |                     |                     |                   |
| Unlisted shares                           |                     |                     |                     |                   |
| - Shipping                                | –                   | –                   | 1,581               | 1,581             |
| - Residential                             | –                   | –                   | 59                  | 59                |
| - Commercial office/industrial buildings  | –                   | –                   | 28,274              | 28,274            |
| - Small residential property developments | –                   | –                   | 2,387               | 2,387             |
| - Others                                  | –                   | –                   | 929                 | 929               |
| <u>Derivatives designated as hedges</u>   |                     |                     |                     |                   |
| Interest rate swaps                       | –                   | 66                  | –                   | 66                |
|   | –                   | 66                  | 33,230              | 33,296            |
| <i>Non-financial assets</i>               |                     |                     |                     |                   |
| Investment properties                     | –                   | –                   | 11,816              | 11,816            |
|   | –                   | 66                  | 45,046              | 45,112            |
| <i>Financial liabilities</i>              |                     |                     |                     |                   |
| <u>Derivatives designated as hedges</u>   |                     |                     |                     |                   |
| Cross currency rate swaps                 | –                   | (56)                | –                   | (56)              |

## Notes To The Condensed Interim Consolidated Financial Statements

### 16. Assets and liabilities measured at fair value (cont'd)

#### (a) Fair value hierarchy (cont'd)

The movements in fair value measurements in Level 3 during the periods were as follows:

| The Group  | Unlisted shares<br>US\$'000 | Investment properties<br>US\$'000 | Total<br>US\$'000 |
|--|-----------------------------|-----------------------------------|-------------------|
| At 1 January 2022                                  | 28,557                      | 13,085                            | 41,642            |
| Fair value adjustment recognised in profit or loss | 1,201                       | –                                 | 1,201             |
| Purchases  | 3,160                       | 337                               | 3,497             |
| Disposals  | (5,660)                     | –                                 | (5,660)           |
| Income proceeds from investments                   | 2,052                       | –                                 | 2,052             |
| Transfers into level 3                             | 4,365                       | –                                 | 4,365             |
| Currency translation differences                   | (445)                       | (1,606)                           | (2,051)           |
| At 31 December 2022 and at 1 January 2023          | 33,230                      | 11,816                            | 45,046            |
| Fair value adjustment recognised in profit or loss | (2,019)                     | –                                 | (2,019)           |
| Purchases  | 7,783                       | 1,493                             | 9,276             |
| Disposals  | (948)                       | (3,500)                           | (4,448)           |
| Income proceeds from investments                   | (11)                        | –                                 | (11)              |
| Currency translation differences                   | (237)                       | (674)                             | (911)             |
| At 31 December 2023                                | 37,798                      | 9,135                             | 46,933            |

There was no transfer of fair value measurements between Level 1 and Level 2 during the periods.

#### (b) Level 2 fair value measurements

The following is a description of the valuation techniques and inputs used in the fair value measurement for assets and liabilities that are categorised within Level 2 of the fair value hierarchy:

##### *Derivative financial instruments*

Forward currency contracts and interest rate swap contracts are valued using a valuation technique with market observable inputs. The most frequently applied valuation techniques include forward pricing and swap models, using present value calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, interest rate curves and forward rate curves.

## Notes To The Condensed Interim Consolidated Financial Statements

### 16. Assets and liabilities measured at fair value (cont'd)

#### (c) Level 3 fair value measurements

Description of significant unobservable inputs used in Level 3 fair value measurements are as follows:

| Descriptions                                    | Note | Fair value at    |                  | Valuation techniques              | Significant unobservable inputs   | Range                   |                         |
|---|------|------------------|------------------|-----------------------------------|---|-------------------------|-------------------------|
|   |      | 2023<br>US\$'000 | 2022<br>US\$'000 |                                   |   | 2023                    | 2022                    |
| <b>Commercial office/industrial building:</b>   |      |                  |                  |                                   |   |                         |                         |
| - Unlisted shares                               | (i)  | 7,075            | 4,798            | Income approach - residual method | Gross development value per square foot   | HK\$13,000 – HK\$14,000 | HK\$13,000 – HK\$14,000 |
|   |      |                  |                  |                                   | Discount rate   | 5.9%                    | 5.6%                    |
|   |      |                  |                  |                                   | Development cost per square foot  | HK\$2,000 – HK\$3,000   | HK\$2,000               |
|   |      | 23,920           | 23,476           | Market comparable approach        | Adjustments on market transaction price based on valuer's assumption <sup>1</sup> | 5.0 - 16.0%             | 5.0 - 20.0%             |
| - Investment properties                         |      | 1,656            | 1,690            | Market comparable approach        | Adjustments on market transaction price based on valuer's assumption <sup>1</sup> | 5.0 - 20.0%             | 5.0 – 20.0%             |
| <b>Shipping:</b>                                |      |                  |                  |                                   |   |                         |                         |
| - Unlisted shares                               | (ii) | 1,490            | 1,490            | Income approach                   | Daily charter rate  | US\$10,000 - US\$15,000 | US\$8,000 - US\$27,000  |
|   |      |                  |                  |                                   | Terminal value  | US\$17 million          | US\$14 million          |
|   |      |                  |                  |                                   | Discount rate   | 10.2% - 11.0%           | 9.2% - 10.0%            |
| <b>Small residential property developments:</b> |      |                  |                  |                                   |   |                         |                         |
| - Investment properties                         |      | 7,479            | 10,126           | Income approach                   | Property completed:   |                         |                         |
|   |      |                  |                  |                                   | Discount rate   | 4.5%                    | 5.8%                    |
|   |      |                  |                  |                                   | Gross capitalisation rate   | 4.6%                    | 4.7%                    |
|   |      |                  |                  | Monthly rental per square meter   | JPY3,000 – JPY5,000   | JPY4,000 – JPY5,000     |                         |
|   |      |                  |                  | Income approach - residual method | Property under construction:  |                         |                         |
|   |      |                  |                  |                                   | Gross development value per square meter  | –                       | JPY1.2 million          |
|   |      |                  |                  |                                   | Development cost per square meter   | –                       | JPY0.4 million          |
| Discount rate                                   | –    | 5%               |                  |                                   |   |                         |                         |

<sup>1</sup> the adjustments are made taking into account any difference in the nature, location or condition of the specific property.

## Notes To The Condensed Interim Consolidated Financial Statements

### 16. Assets and liabilities measured at fair value (cont'd)

#### (c) *Level 3 fair value measurements (cont'd)*

The following table shows the impact on the Level 3 fair value measurement of assets and liabilities that are sensitive to changes in unobservable inputs that reflect reasonably possible alternative assumptions. The positive and negative effects are approximately the same unless stated otherwise.

| Note  | Descriptions      | Significant unobservable inputs                                      | Percentage change | Impact of percentage change in inputs on profit before tax |                  |
|---|-------------------|--|-------------------|--|------------------|
|   |                   |  |                   | 2023<br>US\$'000   | 2022<br>US\$'000 |
| <b>Commercial office/industrial building:</b> |                   |  |                   |  |                  |
| (i)   | - Unlisted shares | Gross development value per square foot                              | (15%)             | (1,245)  | (1,131)          |
|   |                   | Discount rate  | (2%)              | 63   | 173              |
|   |                   | Development cost per square foot                                     | (5%)              | 130  | 87               |
|   |                   | Adjustments on market transaction price based on valuer's assumption | (20%)             | (8,080)  | (7,528)          |
| <b>Shipping:</b>                              |                   |  |                   |  |                  |
| (ii)  | - Unlisted shares | Daily charter rate   | 5%                | 600  | 675              |
|   |                   | Selling price at end of lease term                                   | 15%               | 407  | 197              |
|   |                   | Discount rate  | 1%                | 21   | 14               |

#### (d) *Valuation policies and procedures*

Management oversees the Group's financial reporting valuation process and is responsible for setting and documenting the Group's valuation policies and procedures.

For valuation performed by external valuation experts, management reviews the appropriateness of the valuation methodologies and assumptions adopted as well as evaluates the appropriateness and reliability of the inputs (including those developed internally by the Group) used in the valuations.

In selecting the appropriate valuation models and inputs to be adopted for each valuation that uses significant non-observable inputs, external valuation experts are requested to calibrate the valuation models and inputs to actual market transactions (which may include transactions entered into by the Group with third parties as appropriate) that are relevant to the valuation if such information are reasonably available.

Significant changes in fair value measurements from period to period are evaluated by management for reasonableness. Key drivers of the changes are identified and assessed for reasonableness against relevant information from independent sources or internal sources if necessary and appropriate.

Management documents and reports its analysis and results of the external valuations to the Board of Directors on a periodic basis.

## Notes To The Condensed Interim Consolidated Financial Statements

### 16. Assets and liabilities measured at fair value (cont'd)

- (e) ***Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value***

*Accounts receivable, amounts due from subsidiary, other receivables, cash and bank balances, borrowings, due to Tokumei Kumiai investors, accounts payable, amounts due to subsidiary, other payables and accruals.*

The carrying amounts of these financial assets and liabilities other than borrowings at fixed rate are reasonable approximation of fair values due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

The carrying amount of borrowings if any at fixed rate are reasonable approximation of fair values, either due to their short-term nature or that they are fixed rate instruments, which the fixed interest rate are reasonable approximation of market floating rates on or near the end of the reporting period.

### 17. Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised in the consolidated financial statements of the Group was as follows:

|  | <b>The Group</b>         |                          |
|--|--------------------------|--------------------------|
|  | <b>2023<br/>US\$'000</b> | <b>2022<br/>US\$'000</b> |
| Capital commitments in respect of:     |                          |                          |
| Investment property under construction | –                        | 492                      |
| Properties under development           | –                        | 1,767                    |

## Notes To The Condensed Interim Consolidated Financial Statements

### 18. Related party transactions

In addition to the information disclosed elsewhere in the consolidated financial statements, the following transactions took place between the Group and related parties in the normal course of business:

|   | The Group              |                                   |  |                        |                                   |  |
|---|------------------------|-----------------------------------|--|------------------------|-----------------------------------|--|
|   | 2023                   |                                   |  | 2022                   |                                   |  |
|   | Associates<br>US\$'000 | Investee<br>companies<br>US\$'000 | Other related<br>companies<br>US\$'000 | Associates<br>US\$'000 | Investee<br>companies<br>US\$'000 | Other related<br>companies<br>US\$'000 |
| <b>Consolidated income statement</b>                |                        |                                   |  |                        |                                   |  |
| Fee income:   |                        |                                   |  |                        |                                   |  |
| Asset management and administration fee             | 40                     | 2,217                             | 26                                     | 43                     | 2,438                             | 28                                     |
| Arrangement and agency fee                          | –                      | 397                               | 16                                     | –                      | 512                               | 1,119                                  |
| Brokerage commission                                | –                      | 421                               | –                                      | –                      | 533                               | –                                      |
| Incentive fee                                       | –                      | 133                               | –                                      | –                      | 323                               | –                                      |
| Investment returns:                                 |                        |                                   |  |                        |                                   |  |
| Realised gain on investments - Shipping             | –                      | 2,668                             | –                                      | –                      | 2,066                             | –                                      |
| Property rental income                              | –                      | –                                 | –                                      | –                      | –                                 | 75                                     |
| Interest income from participation in bridging loan | –                      | 1                                 | –                                      | –                      | 13                                | –                                      |

|                                    | The Group              |                                   |  |                        |                                   |  |
|------------------------------------|------------------------|-----------------------------------|--|------------------------|-----------------------------------|--|
|                                    | 2023                   |                                   |  | 2022                   |                                   |  |
|                                    | Associates<br>US\$'000 | Investee<br>companies<br>US\$'000 | Other related<br>companies<br>US\$'000 | Associates<br>US\$'000 | Investee<br>companies<br>US\$'000 | Other related<br>companies<br>US\$'000 |
| <b>Consolidated balance sheets</b> |                        |                                   |  |                        |                                   |  |
| <b>Current</b>                     |                        |                                   |  |                        |                                   |  |
| Accounts receivable                | 11                     | 292                               | 2                                      | 12                     | 251                               | 3                                      |
| Other payable                      | –                      | 21                                | –                                      | –                      | –                                 | 5                                      |

Other related companies refer to shareholders of the Group, who fit the definition of related parties and entities invested by an investee company.

### 19. Events occurring after the reporting period

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

## Other Information Required by Listing Rule Appendix 7.2

### Appendix 7.2 – 2

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

The figures have not been audited or reviewed.

### Appendix 7.2 – 3

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

Not applicable.

### Appendix 7.2 – 8

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

#### Review of Consolidated Statement of Profit or Loss

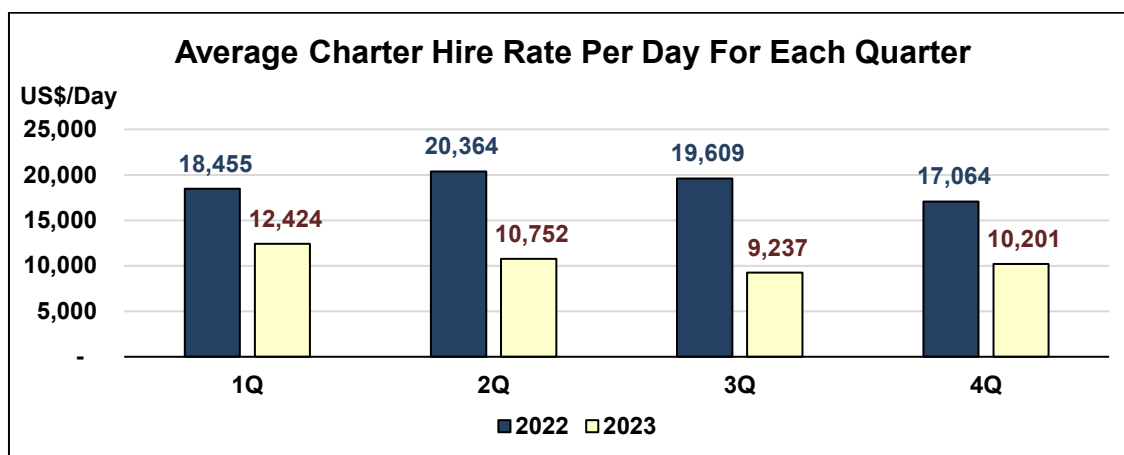
##### Total Income

Total income of the Group was US\$58.0 million for the year ended 31 December 2023 ("FY2023"), a 33% decrease from US\$86.1 million for the year ended 31 December 2022 ("FY2022"). Changes in major components of total income, including charter income, fee income, sale of properties under development, investment returns, interest income and other income are explained below.

##### (i) Charter Income

Charter income decreased by 42% from US\$65.3 million in FY2022 to US\$37.8 million in FY2023.

As port congestion eased after COVID-19 pandemic, the dry bulk market slowed down steadily from mid-2022 through 3Q2023 before rebounding in 4Q2023 due in part to strong demand and Panama Canal transit disruption. Notwithstanding 4Q2023 rebound, the dry bulk market for smaller vessels were down significantly by as much as 50% compared to 2022 as it normalised following the exceptional 2022. Accordingly, the Group's 2023 average daily charter had reduced compared to that of 2022. In 4Q2023, the average daily charter increased vis-à-vis 3Q2023 after decreasing for the first 3 quarters of 2023.





(ii) Fee Income

Total fee income was US\$4.7 million in FY2023, a decrease of 29% from US\$6.6 million in FY2022. Please refer to Note 9 of Notes To The Condensed Interim Consolidated Financial Statements for breakdown of Fee Income for FY2023 and FY2022.

Recurring asset management and administration fee income for FY2023 reduced by 6% from that in FY2022, mainly due to the weakened JPY in translating such fees earned by Japan subsidiary Uni-Asia Capital (Japan) Ltd from JPY to USD, notwithstanding that such fees had increased in JPY terms from FY2022 to FY2023.

Arrangement and agency fee decreased in FY2023 due mainly to absence of one-off ship-related arrangement fee income in FY2023.

Brokerage commission decreased in FY2023 by 23% due to: (i) the decrease in ship charter rates because ship brokerage commission is based on ship charter rates, (ii) decrease in property related brokerage deals in Japan; as well as (iii) weakened JPY in translating such fees from JPY to USD for property related brokerage fees from Japan.

(iii) Sale Of Properties Under Development

Properties under development were sold for a total of US\$12.1 million in FY2023 compared to US\$8.7 million in FY2022, an increase of 40%. The increase is mainly due to 3 projects sold in FY2023 compared to 2 projects sold in FY2022.

(iv) Investment Returns

Investment returns for FY2023 was a gain of US\$2.6 million compared to US\$4.7 million for FY2022, a decrease of 44%. Please refer to Note 10 of Notes To The Condensed Interim Consolidated Financial Statements for breakdown of Investment Returns for FY2023 and FY2022.

In FY2023, the Group recognised realised gains of US\$0.9 million from sale of investment property, US\$2.7 million from distributions from ship joint-investments, and US\$0.3 million from disposal of small residential property investments which the Group had minority stake.

Property rental income was US\$0.6 million for FY2023, similar to that in FY2022.

On the other hand, US\$2.1 million fair valuation loss was booked in FY2023 for the Group's portfolio of Hong Kong property investment projects, as the property market in Hong Kong had not recovered post COVID-19 pandemic.

(v) Interest Income

With increasing interest rates, the Group recorded US\$0.6 million interest income in FY2023, an increase of 182% from US\$0.2 million in FY2022.

(vi) Other Income

No significant one-off miscellaneous income was received in FY2023. Other income reduced by 68% from US\$0.7 million in FY2022 to US\$0.3 million in FY2023.

Total Operating Expenses

Employee benefits expenses decreased by 37% from US\$10.6 million in FY2022 to US\$6.7 million in FY2023 mainly due to reduction in the accrual of variable performance bonus component associated with weaker performance of the Group. Amortisation and depreciation increased by 9% from US\$9.9 million in FY2022 compared to US\$10.8 million in FY2023 with the capitalisation of qualified drydocking expenses.

Vessel operating expenses decreased by 18% to US\$18.6 million in FY2023 from US\$22.6 million in FY2022 despite global inflationary trend due to active cost control. Costs of properties under development sold were US\$10.7 million for FY2023 compared to US\$7.1 million for FY2022 because 3 projects were sold in FY2023 compared to 2 projects sold in FY2022.

Gain on disposal of property, plant and equipment was US\$2.3 million in FY2023. During the year, the Group disposed of the oldest wholly-owned vessel, Uni Auc One built in 2007. While the charter market for dry bulk softened in 2023, dry bulk second-hand prices remained strong. This is attributed to the fact that newbuilding prices have risen over the past year driven by strong shipyard capacity utilisation from high level of containership and gas carrier ordering over the past two years. The Group took advantage of the second-hand market to realise gain from this older vessel.

In January 2024, the Group entered into a contract to sell the Group's 2<sup>nd</sup> oldest 29k dwt ship built in 2009, M/V Uni Wealth, held through wholly-owned subsidiary Fulgida Bulkship S.A., to an external buyer. The sale is expected to be completed in March 2024. As the Group had made an impairment of US\$1.7 million for this vessel in 2020 based on the conditions then present, with the signing of sales contract in 2024, the Group had reversed out US\$1.2 million of the US\$1.7 million impairment as at 31 December 2023 based on the selling price.

No significant foreign exchange was recognised in FY2023 as the Group did not have any significant non-USD foreign currency exposure for FY2023. Translation adjustments for the Group's foreign subsidiaries are taken to reserves and not income statements.

Net operating expenses was US\$47.5 million for FY2023 compared to US\$53.6 million for FY2022, a decrease of 11%.

#### Operating Profit

The Group recorded an operating profit of US\$10.5 million for FY2023, a decrease of 68% compared to US\$32.5 million for FY2022.

#### Finance Costs and Other Costs

Interest on borrowings was US\$3.6 million for FY2023, an increase of 37% compared to FY2022, a reasonable increase considering the US Federal Reserve had hiked USD interest rate by more than 100% in 2023.

The allocation of profit of US\$0.6 million to Tokumei Kumiai investors are similar to the allocation of profit to non-controlling interest, but for Godo Kaisha structure in Japan. The amounts in FY2023 and FY2022 were mainly due to sharing of profit following disposal of joint-investment ALERO projects.

#### Net Profit After Tax

The Group's net profit after tax of for FY2023 was US\$5.1 million, an 82% decrease from the Group's record profit of US\$27.9 million in FY2022.

### **Review of Statement of Financial Positions**

#### Non-current assets

The Group's non-current assets as at 31 December 2023 was US\$156.4 million, a decrease of 11.2% compared to US\$176.1 million on 31 December 2022.

Investment properties decreased by US\$2.7 million mainly due to the disposal of an investment property in FY2023.

Property, plant and equipment decreased by US\$17.2 million due to depreciation as well as the disposal of Uni Auc One as mentioned above. The Group's second oldest vessel built in 2009 with carrying amount of US\$8.7 million was contracted to be sold and settlement is scheduled to be in March 2024. Accordingly, the vessel was reclassified from property plant and equipment under non-current assets to asset held for sale under current asset.

### Current assets

The Group's current assets decreased by US\$5.3 million from US\$60.6 million on 31 December 2022 to US\$55.3 million on 31 December 2023. Material variances are as follows:

- 1) Increase in short term investments of US\$3.6 million from US\$0.7 million on 31 December 2022 to US\$4.3 million on 31 December 2023 mainly due to addition of new small residential property investments which the Group has minority stake;
- 2) Decrease in properties under development from US\$6.0 million on 31 December 2022 to nil on 31 December 2023 due to the disposal of all of the Group's ALERO develop-for-sale projects upon development completion as at 31 December 2023;
- 3) Decrease in prepayments, deposits and other receivables from US\$6.1 million on 31 December 2022 to US\$2.9 million on 31 December 2023 mainly due to utilisation of prepayments/other receivables made by ship-owning subsidiaries for ship-related expenditures in FY2023;
- 4) Increase in asset held for sale by US\$8.7 million due to the reclassification of a vessel from property plant and equipment under non-current assets to asset held for sale under current asset as mentioned above; and
- 5) Decrease in cash and bank balances by US\$8.8 million. Please see the following review of statement of cash flows for further information.

### Total liabilities

Total liabilities decreased by US\$22.7 million from US\$85.5 million on 31 December 2022 to US\$62.7 million on 31 December 2023. Material variances are as follows:

- 1) Decrease in total borrowings (including both current and non-current) of the Group by US\$17.1 million in FY2023 mainly due to scheduled repayment of long-term borrowings; and
- 2) Decrease in other payables and accruals by US\$4.5 million due to payment in FY2023 of other payables and accruals accrued on 31 December 2022.

### Review of Statement of Cash Flows

The Group's cash and bank balances decreased by US\$7.8 million in FY2023 after the effects of foreign exchange rate changes. Material items are listed below.

- [A] US\$19.0 million was generated from operating activities in FY2023, a decrease of US\$15.9 million from US\$34.9 million in FY2022. The decrease was mainly due to:
- i) reduction in charter income as a result of the normalisation of ship charter market in FY2023 after an exceptional FY2022;
  - ii) absence of significant fee income from ship finance arrangement in FY2023; offset by
  - iii) higher net proceeds from sale of properties under development due to 3 projects sold in FY2023 compared to 2 projects sold in FY2022.
- [B] Cash flows used in investing activities were US\$0.1 million in FY2023.

Main cash inflows from investing activities include:

- i) Proceeds from disposal of an investment property of US\$4.4 million – this pertained to the proceeds from the disposal of an ALERO project classified as investment property in FY2023;
- ii) Proceeds from redemption/sale of investments of US\$2.9 million, of which US\$1.5 million pertained to proceeds paid to the Group by 49% owned Matin Shipping Ltd. ("Matin") following the disposal of the ship under Matin after repayment of Matin's liabilities; and US\$1.4 million pertained to proceeds from sale of investments in Japan; and
- iii) Proceeds from disposal of property, plant and equipment of US\$7.5 million from the disposal of wholly-owned bulker – Uni Auc One.

Main cash outflows from investing activities include:

- i) Purchase of investment property of US\$1.5 million – this pertained to additional construction costs of an existing investment property under construction during the year;
- ii) Purchase of investments of US\$7.8 million, of which US\$3.0 million pertained to property investments in Japan and US\$4.8 million pertained to additional injection into Hong Kong property projects; and
- iii) Purchase of property, plant and equipment of US\$6.4 million, of which US\$5.6 million pertained to repurchase of a sale and leaseback vessel (under Karat Bulkship S.A.) and US\$0.7 million pertained to capitalised dry-docking expenses paid in FY2023.

[C] Cash flows used in financing activities were US\$26.6 million in FY2023.

Main cash outflows from financing activities include:

- i) repayments of borrowings of US\$47.8 million offset by proceeds from borrowings of US\$31.8 million;
- ii) interest and other finance cost paid of US\$3.9 million; and
- iii) FY2022 final and special dividends of US\$4.7 million and FY2023 interim dividend of US\$1.3 million.

#### **Appendix 7.2 – 9**

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

Not applicable. The Group has not provided a forecast.

#### **Appendix 7.2 – 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.**

##### Dry Bulk

2024 would be a year filled with many geopolitical and climate uncertainties, including ongoing Russia-Ukraine war, conflict in the Middle East, US presidential election, El Nino weather conditions, continued high USD interest rates, as well as China economy slowdown. All these factors have varying impact on the shipping market including the dry bulk market. Against this backdrop, there are mixed signals on the potential dry bulk tonne-mile demand in 2024. While Marsoft expects the dry bulk tonne-mile demand to grow by around 2.7% in 2024 vs dry bulk fleet growth of 2.4% in 2024, Clarksons Research projected dry bulk tonne-mile demand to grow by around 1.6% in 2024, short of the dry bulk fleet growth of 2.3% in 2024. However, some factors that may further reduce actual supply growth include slower speeds, energy-saving technology retrofit time, Panama Canal restrictions, as well as the rerouting of ships through Cape of Good Hope instead of Suez Canal due to Red Sea crisis. On the demand side, Chinese economy recovery and environmental concerns are some of the wild cards that may potentially swing the demand for dry bulk including for coal (to power more environmentally unfriendly coal-fired power plants) and iron ore.

While the charter rates may be uncertain due to the above supply/demand factors, second hand prices, especially for younger ships, are expected to stay strong in 2024 due to high newbuilding prices driven by strong shipyard utilisation.

In view of the above, the Group monitors intently charter rates for its 38k dwt and 29k dwt ships in adoption of the most optimal mix of longer and shorter time charters. At the same time, the Group exercises close surveillance of charter environment with a view to monetising its older ships in the second-hand market. In line with this strategy, in early 2024, the Group disposed of one 2009-built 29k dwt ship, of which the settlement is expected to be in mid-March 2024.

##### Hong Kong Property

The Hong Kong commercial office/industrial property market continues to be slow as the prevailing high interest rate environment continues to weigh on investor sentiment and transaction volumes, and thus price. Slowdown in China property sector has a spillover effect on Hong Kong property market as fewer China companies invest in Hong Kong. Therefore, there might be a possibility of the Group booking further fair valuation losses if this situation continues. However, the Hong Kong Government's new initiatives to attract international capital and talent, coupled with the potential of an interest rate decline in the latter half of 2024, could potentially bring reprieve to the Hong Kong commercial office/industrial property market towards the end of 2024.

##### Japan Property

The Tokyo property market has been robust, driven by a combination of factors including a strong economy and low interest rates. According to research by Daiwa Securities Living Investment Corporation, occupancy rate of residential properties in Tokyo 23-Wards as of December 2023 was at 97.73%, a sustained high rate since 2014. The Japan Real Estate Institute ("JREI") published its November 2023 JREI Home Price Index

on 30 January 2024, which showed that the Index as 119.2 for November 2023 an increase of 4.07% as compared with the previous year. JREI's same index for Tokyo was at 134.39 for November 2023, an increase of 5.14%.

With higher prices, it is more difficult to identify new reasonably priced land for the Group's ALERO projects. However, the Group has expanded its asset management expertise in Japan to include private finance initiative ("PFI") projects, solar power plants, group homes, and other assets with a sustainability angle. The Group would also look for new property investment opportunities outside of Tokyo so as to diversify its Japan property portfolio.

## Appendix 7.2 – 11

### Dividend

#### (a) Current Financial Period Reported On

**Any dividend declared for the current financial period reported on?**

Yes.

| Name of Dividend (one-tier tax exempt)  | Interim                | Final       | Total |
|---|------------------------|-------------|-------|
| Dividend Type                           | Cash                   | Cash        | Cash  |
| Dividend Per Share (SG cents per share) | 2.2                    | 2.2         | 4.4   |
| Total Dividend (S\$'000)                | 1,729                  | 1,729       | 3,458 |
| Payment date                            | Paid on<br>29 Sep 2023 | 31 May 2024 |       |

#### (b) Corresponding period of the Immediately Preceding Financial Year

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

| Name of Dividend (one-tier tax exempt)  | Interim     | Final       | Special     | Total  |
|---|-------------|-------------|-------------|--------|
| Dividend Type                           | Cash        | Cash        | Cash        | Cash   |
| Dividend Per Share (SG cents per share) | 6.5         | 3.0         | 5.0         | 14.5   |
| Total Dividend (S\$'000)                | 5,109       | 2,358       | 3,930       | 11,397 |
| Payment date                            | 30 Sep 2022 | 31 May 2023 | 31 May 2023 |        |

#### (c) The date the dividend is payable.

31 May 2024

#### (d) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

Up to 5.00 p.m. on 20 May 2024

## Appendix 7.2 – 12

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

Not applicable.

**Appendix 7.2 – 13**

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

| Name of Interested Person            | Aggregate value of all interested person transactions conducted under the Shareholders' Mandate (excluding transactions less than S\$100,000) pursuant to Rule 920<br>US\$'000 |
|--------------------------------------|--|
| Yamasa Co., Ltd (and its associates) | 2,560.0  |

**Appendix 7.2 – 15**

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

The Company confirms that the undertakings under Rule 720(1) of the Listing Manual have been obtained from all its directors and executive officers in the format set out in Appendix 7.7.

**Appendix 7.2 – 16**

**Segmented revenue and results for business or geographical 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.**

Please refer to Note 4 of Notes To The Condensed Interim Consolidated Financial Statements.

**Appendix 7.2 – 17**

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

Please refer to Note "Appendix 7.2 – 8".

**Appendix 7.2 – 18**

**A breakdown of sales as follows:-**

|  | 2023<br>US\$'000 | 2022<br>US\$'000 | %<br>Change |
|--|------------------|------------------|-------------|
| Total income reported for first half year  | 29,707           | 48,860           | (39%)       |
| Profit after tax for first half year       | 4,269            | 16,477           | (74%)       |
| Total income reported for second half year | 28,327           | 37,276           | (24%)       |
| Profit after tax for second half year      | 794              | 11,412           | (93%)       |

**Appendix 7.2 – 19**

**A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year as follows:-**

Please refer to Note "Appendix 7.2 – 11".

**Appendix 7.2 – 20**

**Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13). If there are no such persons, the issuer must make an appropriate negative statement.**

There is no person occupying a managerial position in the Company or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the Company pursuant to Rule 704(13).

**BY THE ORDER OF THE BOARD**

Michio Tanamoto  
Executive Chairman  
29 February 2024