

BRITISH AND MALAYAN HOLDINGS LIMITED

FULL YEAR FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR THE YEAR ENDED 30 JUNE 2022

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF YEAR AND FULL YEAR RESULTS

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

	Notes	GROUP		% Increase/ (Decrease)
		30.06.2022 S\$'000	30.06.2021 S\$'000	
Revenue	2	3,053	1,443	112
Interest Income		4	2	100
Other Income and gains		124	114	9
<b>Total Revenue</b>		<b>3,181</b>	<b>1,559</b>	<b>104</b>
Employee benefits expense		(2,157)	(1,626)	33
Depreciation of property, plant and equipment		(134)	(146)	(8)
Depreciation of right-of-use assets		(11)	(11)	-
Other losses		(10)	(2)	NM
Other Expenses		(1,626)	(1,180)	38
Gain from disposal of associate		39	-	
Share of loss from equity-accounted associate		(6)	(34)	(467)
<b>Loss before tax from continuing operations</b>		<b>(724)</b>	<b>(1,440)</b>	<b>(50)</b>
Income Tax expense		-	-	NM
<b>Loss from continuing operations for the year</b>		<b>(724)</b>	<b>(1,440)</b>	
<b>Loss per share</b>				
Basic and diluted loss per share		(0.08)	(0.16)	

1(b)(i) Statement of Financial Position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

	Notes	GROUP		BMH		BMH	
		30.06.2022 S\$'000	30.06.2021 S\$'000	30.06.2022 S\$'000	30.06.2021 S\$'000		
<b>ASSETS</b>							
<b>Non-Current Assets</b>							
Property, plant and equipment	3	48	2,854	-	-	2,737	2,737
Investment in subsidiary		-	-	-	-	-	-
Right-of-use assets		21	32	-	-	-	-
Investment in associate	4	-	166	-	-	-	166
<b>Total non-current assets</b>		<b>69</b>	<b>3,052</b>	<b>2,737</b>	<b>2,903</b>		
<b>Current Assets</b>							
Asset held for sale	5	2,701	-	-	-	-	-
Cash and cash equivalents	6	3,528	3,800	521	742		
Trade and other receivables	7	246	296	5	-		
Other non-financial assets		35	45	-	-		
<b>Total current assets</b>		<b>6,510</b>	<b>4,141</b>	<b>526</b>	<b>742</b>		
<b>Total Assets</b>		<b>6,579</b>	<b>7,193</b>	<b>3,263</b>	<b>3,645</b>		
<b>EQUITY AND LIABILITIES</b>							
<b>Equity</b>							
Share capital		2,737	2,737	2,737	2,737		
Retained earnings		3,137	3,861	368	785		
<b>Total equity</b>		<b>5,874</b>	<b>6,598</b>	<b>3,105</b>	<b>3,522</b>		
<b>Non-Current Liabilities</b>							
Lease liabilities		14	25	-	-		
<b>Total non-current liabilities</b>		<b>14</b>	<b>25</b>	<b>-</b>	<b>-</b>		
<b>Current Liabilities</b>							
Other non-financial liabilities		228	232	-	-		
Trade and other payables		452	328	158	123		
Lease liabilities		11	10	-	-		
<b>Total current liabilities</b>		<b>691</b>	<b>570</b>	<b>158</b>	<b>123</b>		
<b>Total Liabilities</b>		<b>705</b>	<b>595</b>	<b>158</b>	<b>123</b>		
<b>Total equity and liabilities</b>		<b>6,579</b>	<b>7,193</b>	<b>3,263</b>	<b>3,645</b>		

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

Amount repayable in one year or less, or on demand

As at 30.06.2022		As at 30.06.2021	
Secured	Unsecured	Secured	Unsecured
-	-	-	-

Amount repayable after one year

As at 30.06.2022		As at 30.06.2021	
Secured	Unsecured	Secured	Unsecured
-	-	-	-

Details of any collateral

N.A.

1(c) **A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.**

	GROUP 30.06.2022	GROUP 30.06.2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Loss before tax	(724)	(1,440)
Adjustments for:		
Depreciation of property, plant and equipment	134	146
Depreciation of right-of-use assets	11	11
Interest income	(4)	(2)
Interest expense	1	1
Share of loss of associate	6	34
Gain on disposal of associate	(40)	-
Operating cash flow before changes in working capital	(616)	(1,250)
Trade and other receivables, current	51	(108)
Other non-financial assets, current	9	72
Trade and other payables, current	124	(21)
Other non-financial liabilities, current	(4)	(5)
Cash flow used in operating activities	(436)	(1,312)
Income tax (paid) / received	-	-
Net cash flows used in operating activities	(436)	(1,312)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(29)	(17)
Interest received	4	2
Acquisition of investment in associate	-	(200)
Disposal of investment in associate	200	-
Net cash flows generated from/(used in) investing activities	175	(215)
<b>CASH FLOWS FROM FINANCING ACTIVITY</b>		
Dividends paid to equity owners	-	(367)
Interest paid	(1)	(1)
Lease liabilities - principal portion paid	(10)	(11)
Net cash flows used in financing activity	(11)	(379)
<b>Net decrease in cash and cash equivalents</b>	(272)	(1,906)
Cash and cash equivalents, consolidated statements of cash flows, beginning balance	3,800	5,706
<b>Cash and cash equivalents, consolidated statements of cash flows, ending balance</b>	<b>3,528</b>	<b>3,800</b>

1(d)(i) **A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.**

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY			
	Share Capital \$'000	Retained Profits \$'000	Total \$'000
Balance at 1 July 2021 (Group)	2,737	3,861	6,598
Net loss for the year	-	(724)	(724)
Other comprehensive income	-	-	-
Dividends paid- 2022	-	-	-
<b>Balance at 30 June 2022 (Group)</b>	<b>2,737</b>	<b>3,137</b>	<b>5,874</b>
Balance at 1 July 2020 (Group)	2,737	5,668	8,405
Net loss for the year	-	(1,440)	(1,440)
Other comprehensive income	-	-	-
Dividends paid- 2021	-	(367)	(367)
<b>Balance at 30 June 2021 (Group)</b>	<b>2,737</b>	<b>3,861</b>	<b>6,598</b>

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as at end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

N.A.

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

The total number of issued shares as at 30 June 2022 and 30 June 2021 was 8,758,080

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

N/A

1(e) Notes to the condensed financial statements

Note 1 (i) Corporate information

British and Malayan Holdings Limited (the "company") is incorporated in Singapore with limited liability. It is listed on the Singapore Exchange Securities Trading Limited. The condensed financial statements cover the company (referred to as "parent") and the subsidiary. The principal activity of the company is that of investment holding. The activity of the subsidiary, British and Malayan Trustees Limited (the "subsidiary") is the provision of trustee services in Singapore.

(ii) Basis of preparation

The condensed financial statements for the full year ended 30 June 2022 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)s") and the related interpretations to SFRS(I) ("SFRS(I) INT") as issued by the Singapore Accounting Standards Council.

The condensed financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain the 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 unaudited financial statements for the period ended 30 June 2022.

The accounting policies adopted are consistent with those of previous financial period which were prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)s") except for the adoption of new and amended standard as set out below.

The condensed financial statements are presented in Singapore Dollars ("S\$"), which is the functional currency of company. All financial information presented in Singapore dollars had been rounded to the nearest thousand, unless otherwise stated.

(iii) New and amended standards adopted by the Group

For the reporting year, new or revised financial reporting standards were issued by the Singapore Accounting Standards Council. None of these are applicable to the Group for the reporting year.

(iv) Use of estimates and judgements

In preparing the condensed financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements and estimates made in applying the Group's accounting policies that have the most significant effect on the amounts recognised in the condensed financial statements are described in note 7 - expected credit loss allowance on trade receivables.

Note 2 Revenue

	Group	
	2022	2021
	\$	\$
Trustee fees	2,897,943	1,267,462
Other service fees	154,824	175,484
Total revenue	<u>3,052,767</u>	<u>1,442,946</u>

Note 3 Property, plant and equipment

During the financial year ended 30 June 2022, the group acquired assets amounting to \$29,073 (30 June 2021: \$17,033). There was no capital commitment as at 30 June 2022 and 30 June 2021.

Note 4 Investment in associate

	Group		Company	
	2022	2021	2022	2021
	\$	\$	\$	\$
Movements in carrying value:				
Balance at the beginning of the year	166,264	-	166,264	-
Additions	-	200,000	-	200,000
Disposals	(160,487)	-	(160,487)	-
Share of loss for the year	(5,777)	(33,736)	(5,777)	(33,736)
Total at the end of the year	<u>-</u>	<u>166,264</u>	<u>-</u>	<u>166,264</u>
Carrying value comprising:				
Unquoted equity share at cost	-	200,000	-	200,000
Share of losses	-	(33,736)	-	(33,736)
Disposals	-	-	-	-
Total at end of the year	<u>-</u>	<u>166,264</u>	<u>-</u>	<u>166,264</u>
Share of net book value of associate	<u>-</u>	<u>66,265</u>	<u>-</u>	<u>66,265</u>

Note 5 Asset held for sale

An office building is presented as asset held for sale following the decision of management on 9 March 2022 to sell the office building due to low utilisation of the property and management is in the view that the proceeds of the proposed sale could be used towards the organic expansion of the group and provides greater flexibility to deploy capital for potential new synergistic businesses for the group. There is no certainty or assurance that the proposed sale will take place but the management has already appointed a real estate agents for the proposed sale of property.

	Group	
	2022	2021
	\$	\$
Asset held for sale:		
Office building at net book value	2,701,049	-
Less impairment loss included in other losses in profit or loss	-	-
Carrying value in statement of financial position	<u>2,701,049</u>	<u>-</u>

Note 6 Cash and cash equivalents

	Group		Company	
	2022	2021	2022	2021
	\$	\$	\$	\$
Not restricted in use	<u>3,527,720</u>	<u>3,799,940</u>	<u>520,729</u>	<u>742,375</u>

Certain customer cash accounts were held in trust for customers through segregated escrow bank accounts amounting to \$31,654,050 (2021: \$267,860,479). The cash balances held by the reporting entity are not available for use by the reporting entity. The contractual terms and conditions and economic substance of the arrangements for holding customer money is not a resource controlled by the reporting entity and did not confer a right that has the potential to produce economic benefits to the reporting entity. As such, the entity did not record the customers' money as an asset or the corresponding liability.

**Note 7 Trade and other receivables**

	Group		Company	
	2022 \$	2021 \$	2022 \$	2021 \$
<b>Trade receivables</b>				
Outside Parties	109,070	70,710	-	-
Accrued income	127,494	224,757	-	-
Net trade receivables - subtotal	236,564	295,467	-	-
<b>Other receivables</b>				
Refundable deposits	5,900	810	5,000	-
Other deposits	3,025	-	-	-
Outside parties	200	29	-	-
Net other receivables - subtotal	9,125	839	5,000	-
Total trade and other receivables	245,689	296,306	5,000	-

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

The figures have not been audited nor reviewed by our auditors.

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

N.A.

**4 Interested Person Transactions**

The Company does not have a general mandate from shareholders for Interested Person Transactions.

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

The same accounting policies and methods of computation have been applied.

**6 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

N.A.

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

	GROUP	GROUP
	30.06.2022	30.06.2021
Loss per ordinary share for the period based on operating loss after tax attributable to members of the company after deducting any provision for preference dividends:		
Total number of issued shares	8,758,080	8,758,080
(i) Based on weighted average number of ordinary shares in issue during the financial period.	(0.08)	(0.16)
(ii) On a fully diluted basis	(0.08)	(0.16)

**8 Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the :-**

- (a) current financial period reported on; and  
(b) immediately preceding financial year.

	GROUP	GROUP
	30.06.2022	30.06.2021
Net asset value per ordinary share based on issued capital at the end of the financial period/year.	\$ 0.67	\$ 0.75

**9 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:**

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and  
(b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Review of the full year

For the full year ended 30 June 2022, the Group's total revenue was \$3,053,000 (2021: \$1,443,000) an increase of 112%. The increase in revenue was due to the winding up of an Estate which matured, to which British and Malayan Trustees (BMT) received its one-off termination fee. The estate's assets were liquidated and proceeds from the sale were distributed to the respective beneficiaries.

Despite the increase in revenue, the Group incurred an operating loss before tax for the full year of \$724,000 (2021: loss \$1,440,000). Operating costs exceeded revenue as the Group incurred higher employee expenses resulting from the recruitment of new talent for business development, and to buffer up the front and back office of the Trust division.

In March 2022, the Group disposed its investment in Taurus Point Capital (TPC) at its original price and recorded a write back of \$39,000.

Balance sheet analysis

Net assets declined to \$5,874,000 from \$6,598,000 over the period resulting from the operating loss for the full year. The Group maintains a strong balance sheet with a net cash and cash equivalent position of \$3,528,000 representing 54% of total assets.

The Group will continue to explore opportunities to put this cash to use in businesses that will enhance and diversify revenue and income streams.

Cash flow analysis

The cash position over the period has decreased from \$3,800,000 to \$3,528,000. This decrease reflects the operating loss for the financial year.

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

The current financial year are generally in line with the prospect statement previously disclosed.

11 **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 of the group in the next reporting and the next 12 months.**

During the fiscal year, the Board and executive management spent considerable time and effort strategizing and exploring business opportunities that would broaden the Group's revenue. Concurrently, key hires at BMT were made in order to facilitate and support organic growth. In the near term, BMT expect expenses to increase but these are necessary investments to support its expansion effort for a sustainable future.

While the domestic trust business in Singapore remains challenging, we see opportunities for BMT to leverage off its heritage .

At the Group level, the board is actively evaluating opportunities that will expand our scope of service offerings. Dialog with potential candidates is ongoing and the Board will inform shareholders should any of these opportunities formalise.

12 **Dividend**

(a) **Current Financial Period Report on:**

Any dividend declared for the current financial period reported on? No

(b) **Corresponding Period of the immediately preceding financial year**

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

Name of Dividend

Dividend Type

Dividend amount per share in cents

Interim

Cash

1.50 cents

Final

Cash

2.70 cents

(c) **Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where dividend is derived. (If the dividend is not taxable in the hands of the shareholders, this must be stated)**

Not applicable

(d) **Date payable**

Not applicable

(e) **Books closure date**

Not applicable

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

No final dividend has been declared (recommended) for the current financial year ended 30 June 2022 as the Group is conserving cash for business growth and opportunities.

13 **Segment revenue and results for business or geographical segments in the form presented in the Group's most recently audited annual financial statements, comparative information for the immediately preceding year.**

The Group's activities are carried out wholly in Singapore. For management purposes, the Group has only one single reportable segment as the principal activity of the Group is provision of trustee services in Singapore through its subsidiary.

14 **A breakdown of sales**

	30.06.2022 \$'000	30.06.2021 \$'000	Increase/ (Decrease) \$'000
Operating revenue for the first half year	2,280	662	1,618
Gain / (Loss) after tax reported for the first half year	374	(611)	985
Operating revenue for the second half year	773	781	(8)
Loss after tax reported for the second half year	(1,098)	(829)	(269)

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

Total Annual Dividend

	Latest Full Year \$'000	Previous Full Year \$'000
Ordinary	-	367
Preference	-	-
Total	-	367

16 **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).**

There is no such person occupying a managerial position.

17 **Statement Pursuant to SGX Listing Rule 705(5) of the Listing Manual**

The Directors confirm that, to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited year end financial results of British and Malayan Holdings Limited for the year ended 30 June 2022, to be false or misleading in any material respect.

18 **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 Issuer confirms that it has procured the requisite undertakings.

**BY ORDER OF THE BOARD**

ANGELA HO / CHAN LAI YIN  
COMPANY SECRETARIES  
23 Aug 2022