



INCREDIBLE HOLDINGS LTD.

Incorporated in the Republic of Singapore
Company Registration Number: 199906220H

Unaudited Condensed Interim Financial Statements
For the second quarter and six months ended 31 December 2024

Incredible Holdings Ltd. (the "Company", and together with its subsidiaries, the "Group") wishes to inform the shareholders of the Company that pursuant to Rule 705(2)(d) and 705(2C) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist, the Company is required to announce its quarterly financial statements in view of the disclaimer of opinion issued by the Company's independent auditor for the financial year ended 31 December 2022.

This announcement has been prepared by the Company and reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "Sponsor"), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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Condensed Interim Consolidated Statement of Profit or Loss

	Note	3 months Ended		Change	6 months Ended		Change
		31	31		31	31	
		December	December		December	December	
		2024	2023		2024	2023	
		S\$'000	S\$'000	%	S\$'000	S\$'000	%
Revenue	5	64	94	(31.91)	168	2,159	(92.22)
Cost of Sales		(50)	(93)	46.24	(141)	(2,150)	93.44
Gross profit		14	1	1,300	27	9	200.0
Other operating income		587	904	(35.07)	667	950	(29.79)
Selling & distribution expenses		(3)	(3)	-	(7)	(13)	46.15
Administrative expenses		(158)	(1,321)	88.04	(399)	(1,872)	78.69
Other operating expenses		-	(7)	NM	-	(7)	NM
Finance costs		(72)	(65)	(10.77)	(142)	(133)	(6.77)
Share of profit of associates		-	(40)	NM	-	23	NM
Profit / (Loss) before income tax		368	(531)	169.3	146	(1,043)	114.0
Income tax expense	7	-	-	N/A	-	-	N/A
Profit / (Loss) for the period		368	(531)	169.3	146	(1,043)	114.0
Gross profit margin		21.88%	1.06%		16.07%	0.42%	
Other comprehensive profit / (loss):							
Currency translation differences arising from translation of financial statements of foreign associated company		(119)	(405)	70.62	9	(591)	101.52
Total comprehensive profit / (loss) for the period attributable to owners of the Company		249	(936)	126.6	155	(1,634)	109.49

Condensed Interim Statements of Financial Position

	Note	Group		Company	
		As at 31 December 2024	As at 30 June 2024	As at 31 December 2024	As at 30 June 2024
		S\$'000	S\$'000	S\$'000	S\$'000
Non-current assets					
Plant and equipment	10	54	62	1	2
Rights of use assets		-	11	-	11
Investment in subsidiaries		-	-	1,010	1,010
Investment in associated companies		14,393	14,393	14,614	14,614
Other investment		3,152	3,152	3,152	3,152
Deferred tax assets		37	38	-	-
Total non-current assets		17,636	17,656	18,777	18,790
Current assets					
Inventories	11	30	59	-	-
Trade and other receivables	12	2,408	2,453	543	546
Cash and cash equivalents		402	47	20	2
Total current assets		2,840	2,559	563	548
Total assets		20,476	20,215	19,340	19,338
Non-current liabilities					
Lease obligations		-	-	-	-
Loan payables		2,509	2,483	-	-
Other payables		10,482	10,482	10,482	10,482
Total non-current liabilities		12,991	12,965	10,482	10,482
Current liabilities					
Trade and other payables	14	6,988	6,897	3,098	3,418
Lease liabilities		-	11	-	-
Total current liabilities		6,988	6,908	3,098	3,418
Net assets		497	342	5,760	5,438
Share capital	13	53,666	53,666	53,666	53,666
Foreign currency translation reserve		(601)	(610)	-	-
Fair value reserve		32	32	-	-
Accumulated losses		(52,600)	(52,746)	(47,906)	(48,228)
Total equity		497	342	5,760	5,438

Condensed Interim Statements Of Changes In Equity
The Group

	Note	Share capital	Translation reserves	Fair value reserve	Accumulated Losses	Total Equity
		S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Balance as at 1 July 2023		53,665	4	33	(49,237)	4,465
Loss for the period		-	-	-	(1,043)	(1,043)
Other comprehensive loss for the period		-	(591)	(1)	-	(592)
Balance as at 31 December 2023		53,665	(587)	32	(50,280)	2,830
Balance as at 1 July 2024		53,666	(610)	32	(52,746)	342
Profit for the period		-	-	-	146	146
Other comprehensive profit for the period		-	9	-	-	9
Balance as at 31 December 2024		53,666	(601)	32	(52,600)	497

**Condensed Interim Statement Of Changes
In Equity (cont'd)**

	Note	Share capital	Accumulated losses	Total Equity
<u>The Company</u>				
		S\$'000	S\$'000	S\$'000
Balance as at 1 July 2023		53,665	(48,876)	4,789
Loss and total comprehensive loss for the period		-	(134)	(134)
Balance as at 31 December 2023		53,665	(49,010)	4,655
Balance as at 1 July 2024		53,666	(48,228)	5,438
Loss and total comprehensive loss for the period		-	322	322
Balance as at 31 December 2024		53,666	(47,906)	5,760

Condensed Interim Consolidated Statement Of Cash Flows

	Group	
	6 months Ended	
	31	31
	December	December
	2024	2023
	<u>S\$'000</u>	<u>S\$'000</u>
<u>Cash flows from operating activities:</u>		
Profit / (Loss) before income tax	146	(1,043)
Adjustments for:		
Depreciation of property, plant and equipment	19	26
Share of profit of associate	-	(23)
Interest expenses	142	133
Operating profit / (loss) before working capital changes	307	(907)
Change in working capital:		
Inventories	29	115
Trade and other receivables	54	3,029
Trade and other payables	(24)	(333)
Currency translation adjustments	-	(726)
Cash generated from operations	366	1,178
Interest paid	-	-
Net cash generated from operating activities	366	1,178
<u>Cash flows from financing activities:</u>		
Repayment to a director	-	(1,056)
Interest paid	-	(1)
Repayment of lease liabilities	(11)	-
Net used for financing activities	(11)	(1,057)
Net increase in cash and cash equivalents	355	121
Cash and cash equivalents at beginning of the period	47	314
Cash and cash equivalents at end of the period	402	435

Note:

There were no cash flows from investing activities in the six-month period ended 31 December 2023 and 31 December 2024.

Notes To The Interim Consolidated Financial Statement

1. Corporate information

Incredible Holdings Ltd. (the “**Company**”) is incorporated and domiciled in Singapore and whose shares are publicly traded on the Catalist of the Singapore Exchange. These condensed interim consolidated financial statements as at and for the six months ended 31 December 2024 comprise the Company and its subsidiaries (collectively, the “**Group**”).

The principal activities of the Company are those of provision of management and accounting services to its subsidiaries and including that of investment holding.

The principal activities of the Group are:

- (a) Distributor of specialty chemical products, consumable material, films and spare parts for the electronic industry;
- (b) Trading of luxury goods; and
- (c) Loan financing business.

2. Basis of preparation

The condensed interim financial statements for the second quarter and six months ended 31 December 2024 have been prepared in accordance with SFRS(I) 1-34 *Interim Financial Reporting* issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2022.

The condensed interim financial statements are presented in Singapore dollar which is the Company’s functional currency, and all values are rounded to the nearest thousand (\$’000), except when otherwise indicated.

2.1 Use of estimates and judgements

In preparing the condensed interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 30 June 2024.

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.

The areas involving a higher degree of judgement in applying accounting policies, or areas where assumptions and estimates have a significant risk of resulting in material adjustment within the next financial year are disclosed in Note 2.2 to the financial statements.

Management is of the opinion that there is no instance of application of judgement which is expected to have a significant impact on the amounts recognised in the Group’s condensed interim financial statements for the six months ended 31 December 2024.

2.2 New accounting standards effective on 1 July 2024

The accounting policies adopted and methods of computation are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s. There were no new and revised standards used which are effective for annual financial periods beginning on or after 1 July 2024.

3. Seasonal operations

The Group's operations were not significantly affected by seasonal or cyclical factors during the period.

4. Segment and revenue information

The Group is organised into business units based on its products and services for management purposes because they require different technology and marketing strategies. The operations in each of the Group's reportable segments are as follows:

- Trading of watches ("Luxury Goods");
- Distribution of specialty chemical products, consumable material, films and spare parts for electronic industry ("Distribution");
- Loan financing ("Loan Financing");
- Other operations include investment holding companies ("Other").

	6 months ended 31 December 2024					
	Luxury Goods	Distribution	Loan Financing	Other	Elimination	Group
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Segment revenue	27	139	2	-	-	168
Segment profit/(loss)	19	(56)	(140)	323	-	146
Depreciation	(8)	-	-	(11)	-	(19)
Share of profit of associated companies	-	-	-	-	-	-
Segment assets	101	551	1,454	19,341	(971)	20,476
<i>Segment assets includes:</i>						
Investment in associated companies	-	-	-	14,393	-	14,393
Investment in financial assets	-	-	-	3,152	-	3,152
Segment liabilities	2,308	206	3,235	14,230	-	19,979

	6 months ended 31 December 2023					
	Luxury Goods S\$'000	Distribution S\$'000	Loan financing S\$'000	Other S\$'000	Elimination S\$'000	Total S\$'000
Segment revenue	1,985	167	7	-	-	2,159
Segment profit/(loss)	(570)	(133)	(151)	(189)	-	(1,043)
Depreciation	(15)	-	-	(11)	-	(26)
Share of profit of associated companies	23	-	-	-	-	23
Segment assets	1,581	473	1,399	19,456	-	22,909
<i>Segment assets includes:</i>						
Investment in associated companies	-	-	-	14,782	-	14,782
Investment in financial assets	-	-	-	3,152	-	3,152
Segment liabilities	3,077	67	2,638	14,297	-	20,079

5. Revenue

The following table provides a disaggregation disclosure of the Group's revenue for continuing operations by primary geographical market, major product lines and timing of revenue recognition.

	Luxury goods S\$'000	Distribution S\$'000	Loan financing S\$'000	Total S\$'000
For the six months ended 31 December 2024				
Asia Pacific, excluding People's Republic of China ("PRC")	-	139	-	139
PRC	27	-	2	29
Denmark	-	-	-	-
	<u>27</u>	<u>139</u>	<u>2</u>	<u>168</u>
For the six months ended 31 December 2023				
Asia Pacific, excluding People's Republic of China ("PRC")	-	167	-	167

PRC	984	-	7	991
Denmark	1,001	-	-	1,001
	1,985	167	7	2,159
	Luxury goods S\$'000	Distribution S\$'000	Loan financing S\$'000	Total S\$'000
For the three months ended 31 December 2024				
Asia Pacific, excluding People's Republic of China ("PRC")	-	64	-	64
PRC	(1)	-	1	-
Denmark	-	-	-	-
	(1)	64	1	64
For the three months ended 31 December 2023				
Asia Pacific, excluding People's Republic of China ("PRC")	-	74	-	74
PRC	6	-	3	9
Denmark	11	-	-	11
	17	74	3	94

For Luxury Goods and Distribution, the Group's revenue is based on point in time. The customers are retail consumers, wholesale customers and corporate customers. Interest income accrued in respect of the Group's loan financing business is recognized on a monthly basis.

6. Profit before taxation

6.1 Significant items

	For the three months ended		For the six months ended	
	31 December 2024 S\$'000	31 December 2023 S\$'000	31 December 2024 S\$'000	31 December 2023 S\$'000
Other operating income				
Foreign exchange gain, net	-	(3)	-	-
Share of profit from associates	-	(40)	-	23
Other income	587	904	667	950
Expenses				
Interest expenses	72	65	142	133
Depreciation of plant and equipment	7	15	19	26

6.2 Related party transactions

	For the three months ended		For the six months ended	
	31 December 2024 S\$'000	31 December 2023 S\$'000	31 December 2024 S\$'000	31 December 2023 S\$'000
Rental expenses paid to a company whereby the Company is owned by the Executive Director of the Company	-	-	-	26
Rental income from a company whereby the company is owned by the Executive Director of the Company	-	-	-	-
Rental expenses paid to an associated company	-	-	-	13
Interest expenses accrued to a company whereby the Company is owned by the immediate family of the Executive Director of the Company	-	16	-	33

7. Taxation

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

	For the six months ended	
	31 December 2024 S\$'000	31 December 2023 S\$'000
Current income tax expenses	-	-

8. Net asset value

	The Group		The Company	
	31 December 2024 S\$	30 June 2024 S\$	31 December 2024 S\$	30 June 2024 S\$
Net asset value (S\$'000)	497	342	5,760	5,438
Number of ordinary shares	2,993,580,045	2,993,532,545	2,993,580,045	2,993,532,545
Net asset value per ordinary share (cents)	0.02	0.01	0.20	0.18

9. Earnings per ordinary share

	3 Months Ended		6 Months Ended	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
Profit / (Loss) for the period (S\$'000)	368	(531)	146	(1,043)
Weighted average number of shares in issue during the period	2,993,580,045	2,993,532,545	2,993,580,045	2,993,532,545
Basic and diluted profit / (loss) per ordinary share (Cents)	0.01	(0.02)	0.01	(0.03)

10. Plant and equipment

As of 31 December 2024, the plant and equipment amounted to S\$54,000 (as of 30 June 2024: S\$62,000). During the three months leading up to 31 December 2024, the Group did not acquire any new assets. The reduction is solely attributed to depreciation.

11. Inventories

	The Group	
	As at 31 December 2024 S\$'000	As at 30 June 2024 S\$'000
Consumables and parts	30	59
	30	59

12. Trade and other receivables

	The Group		The Company	
	As at 31 December 2024 S\$'000	As at 30 June 2024 S\$'000	As at 31 December 2024 S\$'000	As at 30 June 2024 S\$'000
Trade receivables - third parties	1,632	1,687	20	20
Refundable deposits	63	88	2	2
Prepayments	181	185	181	185
Other receivables - third parties	713	674	521	520
Loans to subsidiaries	-	-	16,954	16,954
Amounts due from an associated company	473	473	473	473
Amounts due from subsidiaries	-	-	2,031	2,207
	1,430	1,420	20,162	20,341
Less: Loss allowance on loan to a subsidiary	-	-	(16,954)	(16,954)
Less: Loss allowance on amounts due from an associated company	(473)	(473)	(473)	(473)
Less: Loss allowance on amounts due from subsidiaries	-	-	(2,031)	(2,207)
Less: Impairment loss on prepayments	(181)	(181)	(181)	(181)
	776	766	523	526
Total	2,408	2,453	543	546

13. Share Capital

	The Group and the Company			
	For the 3-month period ended 31 December 2024		For the year ended 30 June 2024	
	Number of issued shares (excluding treasury shares)	Issued share capital S\$'000	Number of issued shares (excluding treasury shares)	Issued share capital S\$'000
Balance as at beginning of financial year / period	2,993,580,045	53,666	2,993,532,545	53,665
Issue of new shares	-	-	47,500	1
Balance at as end of financial year / period	2,993,580,045	53,666	2,993,580,045	53,666

Types of convertibles	Number of outstanding convertibles	Number of shares that may be issued on conversion of all outstanding convertibles	As a percentage of total issued shares excluding treasury shares and subsidiary holdings
As at 31 December 2024			
Warrants	-	-	
As at 31 December 2023			
Warrants	2,693,670,727	2,693,670,727	89.98%

The Company did not hold any treasury shares as at 31 December 2024 and 30 June 2024.

The Company's subsidiaries do not hold any shares in the Company as at 31 December 2024 and 30 June 2024.

There were no sales, transfers, cancellation and/or use of treasury shares or subsidiary holdings for and as at the end of the current financial period reported on.

14. Trade and other payables

	The Group		The Company	
	As at 31 December 2024	As at 30 June 2024	As at 31 December 2024	As at 30 June 2024
	S\$'000	S\$'000	S\$'000	S\$'000
Trade payables - third parties	635	648	-	-
GST payables	5	21	-	-
	640	669	-	-
Other payables and accruals	6,016	5,896	2,914	2,906
Advances to a director	-	-	-	-
Amount due to an associated company	-	-	-	-
Accrued remuneration for directors of the Company	332	332	30	30
Amount due to subsidiaries	-	-	154	482
	6,348	6,228	3,098	3,418
Total	6,988	6,897	3,098	3,418

	Group Borrowings			
	As at 31 December 2024		As at 30 June 2024	
	Secured	Unsecured	Secured	Unsecured
	S\$'000	S\$'000	S\$'000	S\$'000
Borrowings repayable in one year or less, or on demand	1,346	1,163	1,320	1,163
Financial lease less than one year	-	-	-	11
Financial lease more than one year	-	-	-	-
Amount repayable after one year	-	-	-	-
Total	1,346	1,163	1,320	1,174

Details of any collateral

As at 31 December 2024, the outstanding loan payables of approximately S\$2.5 million consists of 3 loans with principal amounts of HKD3,100,000, HKD3,600,000 and HK\$7,600,000 repayable on demand. The loans bear an interest rate of 12% per annum. These loans are for working capital purposes. The loan of HK\$7.6 million is pledged by the collateral of two properties held under Billion Credit Financial Company Limited.

15. Realisations or acquisitions

There were no realisations or acquisitions of any subsidiaries or associated companies, or change in subsidiaries or associated companies' shareholding percentage during the period.

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

The condensed consolidated statement of financial position of Incredible Holdings Ltd. and its subsidiaries as at 31 December 2024 and the related condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended and certain explanatory notes have not been audited or reviewed.

Review of performance of the Group

Revenue, Gross profit and Gross Profit Margin for the three months ended 31 December 2023 and 31 December 2024

The Group's revenue experienced a significant decline of approximately S\$30,000 or 31.91%, falling from S\$94,000 for the period ended 31 December 2023 to S\$64,000 for the period ended 31 December 2024. The reduced sales can be attributed to a decrease in customer demand. Also, as the business environment improved and recovered, several competitors emerged in the market, resulting in a fiercely competitive landscape.

The Group's luxury goods revenue witnessed a significant decline of S\$18,000 or 105.88%, dropping from S\$17,000 as of 31 December 2023 to a loss of S\$1,000 as of 31 December 2024. The reduced sales can be attributed to a decrease in customer demand.

Revenue for the Group's distribution decreased by S\$10,000, from S\$74,000 as of 31 December 2023 to S\$64,000 as of 31 December 2024 due to an overall decrease in customer demand, which impacted the overall sales performance during the period.

The Group's loan financing revenue witnessed a decline of S\$2,000 from S\$3,000 as of 31 December 2023 to S\$1,000 as of 31 December 2024 due to the decrease in customer demand.

Despite the revenue decline, the Group encountered an increase in gross profit of 1,300%, amounting to approximately S\$13,000, from S\$1,000 as of 31 December 2023, resulting in a total gross profit of S\$14,000 as of 31 December 2024.

The Group's reduction in cost of sales resulted in the increase of its gross profit margin.

Other Operating Income

The decline in other operating income of S\$317,000 or 35.07%, from S\$904,000 for the period ended 31 December 2023 to S\$587,000 for the period ended 31 December 2024 was mainly due to absence of reversal of bonus declared to a director for the period ended 31 December 2023. The Group recorded S\$587,000 other operating income for the 2Q2024 due to the reversal of investment which was impaired in the prior year.

Selling and distribution expenses

The Group's selling and distribution expenses remained the same at S\$3,000 for the period ended 31 December 2023 and the period ended 31 December 2024 as there was no significant expansion into new markets or increased promotional activities that would have raised selling and distribution costs.

Administrative Expenses

The decrease in administrative expenses by S\$1.16 million or 88.04% from S\$1.32 million for the period ended 31 December 2023 to S\$158,000 for the period ended 31 December 2024. The decrease arose mainly from the reduction of i) S\$821,000 computer expenses; ii) S\$39,000 wages and salaries; iii) S\$48,000 rent; iv) S\$78,000 consultancy fee; v) S\$29,000 professional fees and others. Depreciation of plant and equipment decreased by S\$7,000 or 26.92%, from S\$26,000 for the period ended 31 December 2023 to S\$26,000 for the period ended 31 December 2024.

Finance costs

Interest expenses witnessed a S\$7,000 or 10.77% increase from S\$65,000 for the period ended 31 December 2023 to S\$72,000 for the period ended 31 December 2024. This is mainly due to interest expenses that were accrued on a third-party unsecured loan payable under Billion Credit Financial Company Limited.

Share of profit of the associates

The Group observed a decline in its share of results of an associated company. The Group did not record any income during the three months ending 31 December 2024 (three months ended 31 December 2023: loss of S\$40,000). This is the result of the decrease in customer demand.

Income Tax Expenses

No provision for income tax was allocated for loss-making companies for the period ended 31 December 2024.

Profit For The Period

As a result of the aforementioned, the Group reported a profit of S\$368,000 for the three-month period ended 31 December 2024.

Review of Financial Position

Non-Current Assets

The non-current assets of the Group remained stable at S\$17.6 million as at 31 December 2024 and S\$17.7 million as at 30 June 2024.

Current Assets

The Group's current assets witnessed a slight increase of approximately S\$0.28 million, from S\$2.56 million as at 30 June 2024 to S\$2.84 million as at 31 December 2024.

Inventories declined by S\$29,000, from S\$59,000 as at 30 June 2024 to S\$30,000 as at 31 December 2024. This decrease was a result of the Group's decision to refrain from purchasing additional inventories towards the end of the half-year period, driven by inventory management objectives.

Conversely, the Group's cash and cash equivalents increased from S\$47,000 as at 30 June 2024 to S\$402,000 as at 31 December 2024. For a detailed overview of the cash and bank balances, please refer to the cashflow position.

The decline in trade and other receivables, from S\$2.45 million as at 30 June 2024 to S\$2.41 million as 31 December 2024, primarily related to the collection of outstanding payment from clients.

Current Liabilities

The Group's current liabilities experienced an increase of S\$80,000, from S\$6.91 million as at 30 June 2024 to S\$6.99 million as at 31 December 2024.

Trade and other payables increased by approximately S\$100,000 from S\$6.89 million as at 30 June 2024 to S\$6.99 million as at 31 December 2024. This increase was attributed to the outstanding payment for goods purchased that remained unsettled as at 31 December 2024.

Non-Current Liabilities

The Group's non-current liabilities of the company increased by S\$26,000, from S\$12.97 million as at 30 June 2024 to S\$12.99 million as at 31 December 2024. This increase was primarily driven by the interest accrued derived from the loan payables.

Working Capital

The negative working capital decreased by S\$201,000 from negative S\$4.35 million as at 30 June 2024 to negative S\$4.15 million as at 31 December 2024 as a result of the increase in current assets by S\$0.28 million and an increase in current liabilities by S\$80,000 as at 31 December 2024.

Review of Cash Flows

The Group has a positive cash flow before working capital changes of S\$307,000 as at 31 December 2024 mainly due to profit before income tax of S\$146,000 and an adjustment of non-cash items of i) depreciation of S\$19,000; and ii) interest expenses of S\$142,000.

Following from the foregoing, the net cash generated from operating activities of S\$366,000 was also due to i) inventories of S\$29,000; ii) trade and other receivables of S\$54,000 and iii) was offset by trade and other payables of S\$24,000.

There were no investing activities during the period.

The net cash flow used from financing activities as at 31 December 2024 amounted to S\$11,000 resulting from the repayment of lease liabilities.

The cash and cash equivalents for the six-month period increased by S\$355,000 to S\$402,000 as at 31 December 2024.

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

Not applicable.

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

Distribution

The initiatives and developments in Singapore's logistics industry are likely to create a conducive environment for distribution businesses to thrive by leveraging advanced digital infrastructure, tapping into the growing e-commerce market, benefiting from improved logistics infrastructure, participating in industry transformation programs, and collaborating with global logistics players present in the region. The distribution of the consumables to the electronics manufacturer's business segment will encounter material challenges in the next 12 months as a major customer has scaled down its operations in Singapore since 2021. The Company will continue to explore new customers in Singapore and overseas.

Luxury Goods

The evolving landscape of the luxury market in Hong Kong, particularly with the resurgence of luxury spending and the shift towards a more localized approach in marketing and retail strategies, will likely have significant implications for the trading of luxury watches in the region. As luxury brands and resources potentially shift towards mainland China due to its growing dominance in the global luxury market, Hong Kong may face increased competition. Luxury watch traders in Hong Kong may need to differentiate themselves and offer unique value propositions to compete effectively. The changing preferences of consumers, especially with the rise of digital platforms and the need for more localized adaptations in marketing, will influence how luxury watches are marketed and sold in Hong Kong. Understanding and catering to these evolving consumer behaviors will be essential for success. The luxury goods business is expected to remain active and grow worldwide, but challenges remain, with weak general consumer sentiment and uncertainties in the Hong Kong tourism sector. The Group will continue to seek opportunities to expand operations in other geographical areas as it deems fit.

Loan Financing

The growth of the credit market in Hong Kong and the rise of virtual banks are likely to impact the money lending market by increasing competition, changing consumer behavior, emphasizing the importance of digital transformation and risk management. The Group will continue to explore new customers in Hong Kong.

Dividend

(a) Whether an interim (final) ordinary dividend has been declared (recommended)

No.

(b) (i) Amount per share

Not applicable

(ii) Previous corresponding period (cents)

Nil

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

Not Applicable.

(d) The date the dividend is payable

Not Applicable.

(e) 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.

Not applicable.

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

The Board does not recommend a dividend payment as the Group intends to conserve its cash position for on-going business operations.

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

The Group has not obtained a general mandate for IPTs.

The Group did not have interested person transactions that were of a value of S\$100,000 or above.

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

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

With reference to the annual report and disclaimer opinion announcements dated 31 July 2023, the Company wishes to provide an update on efforts taken to resolve each outstanding audit issue (Please refer to the announcements for details pertaining to the basis for the Disclaimer Opinion):

Notice of Compliance ("NOC") issued by Singapore Exchange Regulation ("SGX RegCo" or the "Exchange")

In relation to the Notice of Compliance issued by SGX Regco on 27 June 2022 ("**NOC**"), the Company had appointed Provenance Capital Pte. Ltd. as the Joint Independent Reviewer to review all corporate actions and fund raising exercises conducted by both the Company and Ntegrator Holdings Limited (formerly known as Watches.com Limited) in the twelve months from 27 June 2022, based on the approved scope of work by SGX RegCo (the "**Independent Review**").

Following the completion of the Independent Review, the Company has announced the Independent Review report prepared by Provenance Capital Pte. Ltd. and the regulatory statement issued by SGX RegCo on 10 November 2023. The Company will work with the auditors to facilitate their assessment of its impact on the Group's business operations. Please refer to the announcements dated 10 November 2023 for the Independent Review report as well as the regulatory statement.

Opening balance of Inventory

The current auditors have observed the counting of physical inventories from 1 July 2024 and were able to ascertain the quantities held at 30 June 2024.

Impairment of website development costs

In 2020, the Company entered into an agreement with an external vendor to develop a virtual platform for the Group that would generate future economic benefits upon commercialization, whereby the Company will provide services in relation to PDF conversion which is unrelated to the Group's current business and subsequently, more functions may be developed for the current businesses (the "**website project**"). In 2021, there were no further developments to the website project and the management has put the website project on hold due to business strategy reasons. The website is currently not in use and will only be launched in 2024. The Company will endeavor to provide sufficient information to the auditors on the assumptions used by management in its impairment assessment of the website development costs to support its carrying value as at 30 June 2024.

The impairment loss of S\$403,490 in FY2022 refers to the website development cost in Korea. The Company had planned to establish an online platform in Korea for the retail of luxury goods segment. However, due to the NOC, the Company has decided not to further pursue the Korean development and focus its resources on the Singapore and Hong Kong markets instead.

Company level - Loan to a subsidiary and amount due from subsidiaries

The Company will endeavor to provide the auditors with the appropriate audit evidence to support the assumptions used by management in its impairment assessment of the loan to subsidiary and amount due from subsidiaries as at 30 June 2024.

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

The Board of Directors has confirmed that to the best of its knowledge, that the impact of all outstanding audit issues on the Group's unaudited interim financial results for the three-month period ended 31 December 2024 have been adequately disclosed.

Confirmation pursuant to Rule 705(5) of the Listing Manual

The Board of Directors has confirmed that to the best of its knowledge, nothing has come to their attention which may render the Group's unaudited interim financial results for the three-month period and half year ended 31 December 2024 to be false or misleading in any material aspect.

Confirmation that the issuer has procured undertaking from all its directors and executive officers (in the format set out in Appendix 7H under Rule 720(1))

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

By Order Of The Board

Jacob Leung Kwok Kuen	Leung Yu Tung
Independent Non-Executive Chairman	Independent Director

Dated: 14 February 2025