

DISA LIMITED
(Registration No. 197501110N)

Condensed interim financial statements
For the six months and full year ended 30 June 2024

DISA LIMITED

(Company Registration No. 197501110N)

Table of Contents	Page
Condensed interim consolidated statement of comprehensive income	2
Condensed interim consolidated statements of financial position	3
Condensed interim consolidated statements of changes in equity	4
Condensed interim consolidated statement of cash flows	6
Notes to the condensed interim consolidated financial statements	7
Other information required by Catalist Rule Appendix 7C	16

This announcement has been reviewed by the Company's Sponsor, SAC Capital Private Limited ("**Sponsor**"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms. Lee Khai Yinn (Registered Professional, SAC Capital Private Limited).

Address: 1 Robinson Road, #21-00 AIA Tower, Singapore 048542. Telephone number: +65 6232 3210

DISA LIMITED

(Company Registration No. 197501110N)

Condensed interim consolidated statement of comprehensive income

Group

	Note	2H FY2024 30-Jun-24 \$'000	2H FY2023 30-Jun-23 \$'000	Increase/ (Decrease) %	FY2024 30-Jun-24 \$'000	FY2023 30-Jun-23 \$'000	Increase/ (Decrease) %
Revenue	4	3,943	3,627	8.7	7,543	10,917	(30.9)
Other income							
- Interest		13	21	(38.1)	36	30	20.0
- Others		69	35	97.1	656	308	N.M.
Total revenue		4,025	3,683	9.3	8,235	11,255	(26.8)
Expenses							
Cost of inventories		(3,640)	(3,269)	11.3	(6,820)	(10,175)	(33.0)
Subcontractor expenses		(18)	(17)	5.9	(41)	(27)	51.9
Depreciation expenses		(135)	(140)	(3.6)	(271)	(284)	(4.6)
Staff costs		(1,060)	(955)	11.0	(1,930)	(1,900)	1.6
Legal and professional expenses		(152)	(117)	29.9	(263)	(215)	22.3
Other expenses		(270)	(318)	(15.1)	(593)	(654)	(9.3)
Finance costs		(17)	(10)	70.0	(32)	(17)	88.2
Total expenses		(5,292)	(4,826)	9.7	(9,950)	(13,272)	(25.0)
Share of results of an associated company		(123)	(204)	(39.7)	(359)	(439)	(18.2)
Loss before tax	7	(1,390)	(1,347)	3.2	(2,074)	(2,456)	(15.6)
Tax credit/(expense)		-*	1	N.M.	(2)	-*	N.M.
Loss for the financial period/year		(1,390)	(1,346)	3.3	(2,076)	(2,456)	(15.5)
Other comprehensive income/(loss):							
<i>Items that are or may be reclassified subsequently to profit or loss:</i>							
Currency translation differences arising on consolidation		1	3	N.M.	(1)	(26)	N.M.
Fair value gain on financial assets at fair value through other comprehensive income		150	-	N.M.	150	-	N.M.
Other comprehensive income/(loss) for the financial year, net of tax		151	3	N.M.	149	(26)	N.M.
Total comprehensive loss for the financial period/year		(1,239)	(1,343)	(7.7)	(1,927)	(2,482)	(22.4)
Loss attributable to:							
Equity holders of the Company		(1,237)	(1,346)	(8.1)	(1,923)	(2,456)	(21.7)
Non-controlling interests		(153)	-	N.M.	(153)	-	N.M.
Loss for the financial period/year		(1,390)	(1,346)	3.3	(2,076)	(2,456)	(15.5)
Total comprehensive loss attributable to:							
Equity holders of the Company		(1,086)	(1,343)	(19.1)	(1,774)	(2,482)	(28.5)
Non-controlling interests		(153)	-	N.M.	(153)	-	N.M.
Total comprehensive loss for the financial period/year		(1,239)	(1,343)	(7.7)	(1,927)	(2,482)	(22.4)
Loss per share attributable to equity holders of the Company <i>(expressed in cents per share)</i>							
Basic and diluted		(0.01)	(0.01)		(0.02)	(0.02)	

* Amount below \$1,000

N.M. – not meaningful

DISA LIMITED*(Company Registration No. 197501110N)***Condensed interim consolidated statements of financial position**

	Note	Group		Company	
		As at 30 Jun 2024 \$'000	As at 30 Jun 2023 \$'000	As at 30 Jun 2024 \$'000	As at 30 Jun 2023 \$'000
Non-current assets					
Property, plant and equipment	13	528	574	100	169
Intangible assets	12	31	-	-	-
Investment in subsidiaries		-	-	-	-
Investment in an associated company		-	413	-	-
Financial assets at fair value through other comprehensive income	11	150	-	-	-
Total non-current assets		709	987	100	169
Current assets					
Inventories		100	14	-	-
Trade receivables		110	725	-	-
Other current assets		424	88	43	7
Cash and cash equivalents		1,392	1,667	77	390
Total current assets		2,026	2,494	120	397
Total assets		2,735	3,481	220	566
Non-current liabilities					
Borrowings	14	201	235	11	26
Total non-current liabilities		201	235	11	26
Current liabilities					
Trade and other payables		283	236	89	78
Contract liabilities		29	29	-	-
Accruals		533	527	284	299
Borrowings	14	199	179	15	15
Total current liabilities		1,044	971	388	392
Total liabilities		1,245	1,206	399	418
Net assets		1,490	2,275	(179)	148
Equity					
Share capital	15	60,084	58,884	60,084	58,884
Other reserves		5,253	5,458	5,271	5,627
Accumulated losses		(63,990)	(62,067)	(65,534)	(64,363)
Equity attributable to owners of the Company		1,347	2,275	(179)	148
Non-controlling interests		143	-	-	-
Total equity		1,490	2,275	(179)	148

DISA LIMITED

(Company Registration No. 197501110N)

Condensed consolidated statements of changes in equity

Group

	Share capital \$'000	Currency translation reserve \$'000	Share option reserve \$'000	Capital reserve \$'000	Fair value reserve \$'000	Accumulated losses \$'000	Total \$'000	Non-controlling interests \$'000	Total equity \$'000
FY2024									
Balance as at 1 July 2023	58,884	(19)	5,386	241	(150)	(62,067)	2,275	-	2,275
Loss for the financial year	-	-	-	-	-	(1,923)	(1,923)	(153)	(2,076)
Other comprehensive (loss)/income									
Currency translation differences arising on consolidation	-	(1)	-	-	-	-	(1)	-	(1)
Fair value gain on financial assets at fair value through other comprehensive income	-	-	-	-	150	-	150	-	150
Total comprehensive (loss)/income for the financial year	-	(1)	-	-	150	(1,923)	(1,774)	(153)	(1,927)
Employee share option scheme	-	-	46	-	-	-	46	-	46
Employee share option exercised	1,200	-	(400)	-	-	-	800	-	800
Acquisition of a subsidiary	-	-	-	-	-	-	-	296	296
Balance as at 30 June 2024	60,084	(20)	5,032	241	-	(63,990)	1,347	143	1,490
FY2023									
Balance as at 1 July 2022	58,884	7	5,205	241	(150)	(59,611)	4,576	-	4,576
Loss for the financial year	-	-	-	-	-	(2,456)	(2,456)	-	(2,456)
Other comprehensive loss									
Currency translation differences arising on consolidation	-	(26)	-	-	-	-	(26)	-	(26)
Total comprehensive loss for the financial year	-	(26)	-	-	-	(2,456)	(2,482)	-	(2,482)
Employee share option scheme	-	-	181	-	-	-	181	-	181
Balance as at 30 June 2023	58,884	(19)	5,386	241	(150)	(62,067)	2,275	-	2,275

DISA LIMITED*(Company Registration No. 197501110N)***Condensed consolidated statements of changes in equity** *(cont'd)***Company**

FY2024	Note	Share capital \$'000	Share option reserve \$'000	Capital reserve \$'000	Accumulated losses \$'000	Total equity \$'000
Balance as at 1 July 2023		58,884	5,386	241	(64,363)	148
Loss and total comprehensive loss for the financial year		-	-	-	(1,171)	(1,171)
Employee share option scheme		-	44	-	-	44
Employee share option exercised		1,200	(400)	-	-	800
Balance as at 30 June 2024	15	60,084	5,030	241	(65,534)	(179)
FY2023						
Balance as at 1 July 2022		58,884	5,205	241	(62,717)	1,613
Loss and total comprehensive loss for the financial year		-	-	-	(1,646)	(1,646)
Employee share option scheme		-	181	-	-	181
Balance as at 30 June 2023	15	58,884	5,386	241	(64,363)	148

DISA LIMITED*(Company Registration No. 197501110N)***Condensed interim consolidated statement of cash flows**

	Note	FY2024 \$'000	FY2023 \$'000
Cash flows from operating activities			
Loss before tax		(2,074)	(2,456)
Adjustments for:			
Depreciation of property, plant and equipment		271	284
Employee share-based payment expenses		46	181
Interest expenses		32	17
Interest income		(36)	(30)
Share of results of an associated company		359	439
Loss/(gain) on dilution of interest in an associated company		16	(225)
Gain on disposal of property, plant and equipment		(1)	-
Gain on remeasurement of an associated company		(11)	-
Operating cash flows before movements in working capital		<u>(1,398)</u>	<u>(1,790)</u>
Inventories		(36)	51
Trade and other receivables		300	525
Trade and other payables		219	95
Contract liabilities		-	(17)
Currency translation adjustments		<u>1</u>	<u>55</u>
Cash used in operating activities		<u>(914)</u>	<u>(1,081)</u>
Income tax paid		(2)	(30)
Net cash used in operating activities		<u>(916)</u>	<u>(1,111)</u>
Cash flows from investing activities			
Interest received		36	28
Purchase of property, plant and equipment		(5)	-
Proceeds from disposal of property, plant and equipment		1	-
Acquisition of a subsidiary, net of cash acquired		<u>831</u>	<u>-</u>
Net cash generated from investing activities		<u>863</u>	<u>28</u>
Cash flows from financing activities			
Interest paid		(32)	(17)
Repayment of lease liabilities		<u>(189)</u>	<u>(206)</u>
Net cash used in financing activities		<u>(221)</u>	<u>(223)</u>
Net decrease in cash and cash equivalents		(274)	(1,306)
Cash and cash equivalents at beginning of the financial year		1,667	3,049
Effects of exchange rate changes on cash and cash equivalents		(1)	(76)
Cash and cash equivalents at end of the financial year		<u>1,392</u>	<u>1,667</u>

DISA LIMITED

(Company Registration No. 197501110N)

Notes to the condensed interim consolidated financial statements

1. Corporate information

DISA Limited (the "Company") is incorporated and domiciled in Singapore and is listed on the Catalist of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). These condensed interim consolidated financial statements for the six months and year ended 30 June 2024 comprise the Company and its subsidiaries (collectively, the "Group").

The primary activities of the Company are those relating to an investment holding company.

The principal activities of the Group are those of provision of digital security, anti-theft and anti-counterfeiting solutions, and trading of semiconductor devices.

2. Basis of preparation

2.1. Statement of compliance

The condensed interim financial statements for the year ended 30 June 2024 have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("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 financial statements for the year ended 30 June 2023.

The accounting policies adopted and methods of computation applied are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.3.

2.2. Functional and presentation currencies

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

2.3. New and amended standards adopted by the Group

A number of amendments to SFRS(I)s have become applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting those standards.

2.4. Use of judgements and estimates

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 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 for the year ended 30 June 2023.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Management is of the opinion that there were no significant judgements made in applying the accounting policies in this set of interim financial statements.

3. Seasonal operations

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

DISA LIMITED

(Company Registration No. 197501110N)

Notes to the condensed interim consolidated financial statements (cont'd)**4. Revenue**

	Group			
	2H FY2024 \$'000	2H FY2023 \$'000	FY2024 \$'000	FY2023 \$'000
Sales of goods	3,913	3,568	7,453	10,798
Service income	30	59	90	119
	3,943	3,627	7,543	10,917

The following table provides a disaggregation disclosure of the Group's revenue by primary geographical market and timing of revenue recognition.

Group

	Sales of goods		Service income		Total	
	2H FY2024 \$'000	2H FY2023 \$'000	2H FY2024 \$'000	2H FY2023 \$'000	2H FY2024 \$'000	2H FY2023 \$'000
Primary geographical market						
Singapore	292	1,012	30	59	322	1,071
United States	204	184	-	-	204	184
Hong Kong	3,336	2,275	-	-	3,336	2,275
People's Republic of China	81	97	-	-	81	97
	3,913	3,568	30	59	3,943	3,627

Timing of revenue recognition

At a point in time	3,913	3,568	-	-	3,913	3,568
Over time	-	-	30	59	30	59
	3,913	3,568	30	59	3,943	3,627

	Sales of goods		Service income		Total	
	FY2024 \$'000	FY2023 \$'000	FY2024 \$'000	FY2023 \$'000	FY2024 \$'000	FY2023 \$'000
Primary geographical market						
Singapore	771	3,572	90	119	861	3,691
United States	448	298	-	-	448	298
Hong Kong	6,077	6,692	-	-	6,077	6,692
People's Republic of China	157	236	-	-	157	236
	7,453	10,798	90	119	7,543	10,917

Timing of revenue recognition

At a point in time	7,453	10,798	-	-	7,453	10,798
Over time	-	-	90	119	90	119
	7,453	10,798	90	119	7,543	10,917

Breakdown of revenue as follows:

	FY2024 \$'000	FY2023 \$'000	Increase/ (Decrease) %
Revenue reported for first half year	3,600	7,290	(50.6)
Loss after tax but before deducting non-controlling interests reported for first half year	(686)	(1,110)	(38.2)
Revenue reported for second half year	3,943	3,627	8.7
Loss after tax but before deducting non-controlling interests reported for second half year	(1,390)	(1,346)	3.3

DISA LIMITED

(Company Registration No. 197501110N)

Notes to the condensed interim consolidated financial statements (cont'd)

5. Segment information

The Group is organised into business units based on its products and services for management purposes. The reportable segments are technology, investment holding and others. Management monitors the operating results of its business units separately for making decisions the operating results of its business units separately for making decisions about allocation of resources and assessment of performances of each segment.

The segment information provided to management for the reportable segments are as follows:

	<u>Technology</u>		<u>Investment holding</u>		<u>Total</u>	
	2H FY2024	2H FY2023	2H FY2024	2H FY2023	2H FY2024	2H FY2023
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment revenue:						
Sales to external customers, representing total revenue	3,943	3,627	-	-	3,943	3,627
Segment results, net of tax	(636)	(547)	(754)	(799)	(1,390)	(1,346)
- Interest expense	(16)	(9)	(1)	(1)	(17)	(10)
- Depreciation and amortisation	(104)	(101)	(31)	(39)	(135)	(140)
Other significant non-cash expenses:						
- Gain on remeasurement of an associated company	11	-	-	-	11	-
- Share-based payment expenses	(2)	-	(14)	(119)	(16)	(119)
Segment assets	2,549	2,915	186	566	2,735	3,481
Additions to non-current assets	4	389	-	-	4	389
Segment liabilities	(882)	(825)	(363)	(381)	(1,245)	(1,206)

	<u>Technology</u>		<u>Investment holding</u>		<u>Total</u>	
	FY2024	FY2023	FY2024	FY2023	FY2024	FY2023
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment revenue:						
Sales to external customers, representing total revenue	7,543	10,917	-	-	7,543	10,917
Segment results, net of tax	(931)	(824)	(1,145)	(1,632)	(2,076)	(2,456)
- Interest expense	(31)	(15)	(1)	(2)	(32)	(17)
- Depreciation and amortisation	(202)	(206)	(69)	(78)	(271)	(284)
Other significant non-cash expenses:						
- (Loss)/gain on dilution of interest in an associated company	(16)	225	-	-	(16)	225
- Gain on remeasurement of an associated company	11	-	-	-	11	-
- Share-based payment expenses	(2)	-	(44)	(181)	(46)	(181)
Segment assets	2,549	2,915	186	566	2,735	3,481
Additions to non-current assets	181	389	-	-	181	389
Segment liabilities	(882)	(825)	(363)	(381)	(1,245)	(1,206)

DISA LIMITED*(Company Registration No. 197501110N)***Notes to the condensed interim consolidated financial statements** *(cont'd)***6. Financial assets and financial liabilities**

Set out below is an overview of the financial assets and financial liabilities of the Group as at 30 June 2024 and 30 June 2023.

	Group		Company	
	30 Jun 24	30 Jun 23	30 Jun 24	30 Jun 23
	\$'000	\$'000	\$'000	\$'000
<i>Financial assets</i>				
Financial assets at fair value through other comprehensive income	150	-	-	-
Financial assets at amortised costs	1,521	2,414	111	391
	1,671	2,414	111	391
<i>Financial liabilities</i>				
At amortised costs	1,076	1,049	331	331

7. Loss before tax

	Group			
	2H FY2024	2H FY2023	FY2024	FY2023
	\$'000	\$'000	\$'000	\$'000
Loss before tax is arrived at after charging/(crediting):				
Audit fees paid to:				
- auditors of the Company	40	30	73	66
- other auditors	-	2	-	2
Directors' fee	70	70	139	139
Bad debts recovered	-	-	(171)	-
Recovery of deposit paid previously written off	(4)	-	(388)	-
Loss/(gain) on dilution of interest in an associated company	-	-	16	(225)
Gain on remeasurement of an associated company	(11)	-	(11)	-
Research and development expense	70	106	125	172
Foreign currency exchange (gain)/loss, net	(39)	(15)	1	60
Upkeep of computer	49	46	99	99

No non-audit fees were paid to the auditors of the Company for FY2024 and FY2023 and \$Nil (FY2023: \$1,000) non-audit fees were paid to other auditors.

DISA LIMITED*(Company Registration No. 197501110N)***Notes to the condensed interim consolidated financial statements** *(cont'd)***8. Related party transactions**

- (a) In addition to information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties, who are not member of the Group during the financial year on terms agreed by the parties concerned:

	Group			
	2H FY2024	2H FY2023	FY2024	FY2023
	\$'000	\$'000	\$'000	\$'000
Transactions with related parties				
An associated company				
Sales of goods and services	44	149	134	240
Other related party				
Rental paid - leasehold properties	71	73	141	148
With a director of the Company				
Royalties for use of patent	18	17	41	27

- (b) Key management personnel compensation is analysed as follows:

	Group			
	2H FY2024	2H FY2023	FY2024	FY2023
	\$'000	\$'000	\$'000	\$'000
Salaries and bonuses	720	610	1,322	1,216
Employer's contribution to defined contribution plans	32	20	54	43
Directors' fees	70	70	139	139
Share-based payments	9	29	29	146
	831	729	1,544	1,544

The key management personnel comprise directors of the Company and its subsidiaries, senior management of the Company such as Chief Financial Officer, General Managers and others, and their compensation is disclosed as above.

9. Dividends

No dividend has been paid in both financial years in view that the Company was loss making and the Board will re-assess the Company's dividend policy as part of its capital allocation decision when it is profitable.

10. Net assets value

	Group		Company	
	30 Jun 2024	30 Jun 2023	30 Jun 2024	30 Jun 2023
Net asset value per ordinary share (cents per share)	0.0128	0.0225	(0.0017)	0.0015

DISA LIMITED*(Company Registration No. 197501110N)***Notes to the condensed interim consolidated financial statements** *(cont'd)***11. Financial assets at fair value through other comprehensive income**

Financial assets at fair value through other comprehensive income comprise the following:

	Group	
	30 Jun 2024 \$'000	30 Jun 2023 \$'000
<i>Financial asset designated at FVOCI</i>	150	-

12. Intangible assets

	Group			
	Core technology \$'000	Development costs \$'000	Goodwill \$'000	Total \$'000
Cost				
Balance as at 1 July 2022 and 30 June 2023	31,624	609	-	32,233
Additions	-	-	31	31
Balance as at 30 June 2024	31,624	609	31	32,264
Accumulated amortisation and impairment losses				
Balance as at 1 July 2022, 30 June 2023 and 30 June 2024	31,624	609	-	32,233
Representing:				
Accumulated amortisation	22,493	609	-	23,102
Accumulated impairment loss	9,131	-	-	9,131
	31,624	609	-	32,233
Net carrying value				
Balance as at 30 June 2023 and 30 June 2024	-	-	31	31

Core technology and development costs

The intangible assets are in respect of core technology (including asset protection technology) and development costs acquired via acquisition of a subsidiary which have collectively been determined as a cash-generating unit ("CGU") (under the Technology segment). The tangible assets have been fully impaired during the financial year ended 30 June 2019.

At 30 June 2023 and 30 June 2024, management has assessed that there is no indication that the impairment loss recognized in prior years for intangible assets may no longer exists or may have decreased, hence no reversal of the previously impaired amount was made.

Goodwill

Goodwill arising from acquisition of Digital Life Line Pte. Ltd.

DISA LIMITED

(Company Registration No. 197501110N)

Notes to the condensed interim consolidated financial statements (cont'd)**13. Property, plant and equipment**

Group	Furniture and fittings and renovation	Other equipment	Motor vehicles	Leasehold properties	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
2024					
Cost					
Balance at 1 July 2023	33	49	441	526	1,049
Acquisition of a subsidiary	32	104	-	-	136
Additions	4	1	-	176	181
Disposal	-	(61)	-	-	(61)
Written off	(32)	(1)	-	(167)	(200)
Currency translation differences	-*	-*	-	(1)	(1)
Balance at 30 June 2024	37	92	441	534	1,104
Accumulated depreciation					
Balance at 1 July 2023	32	47	241	155	475
Acquisition of a subsidiary	32	58	-	-	90
Depreciation charge	-*	8	80	183	271
Disposal	-	(61)	-	-	(61)
Written off	(32)	(1)	-	(167)	(200)
Currency translation differences	-*	-*	-	1	1
Balance at 30 June 2024	32	51	321	172	576
Net carrying value					
Balance at 30 June 2024	5	41	120	362	528

Group	Furniture and fittings and renovation	Other equipment	Motor vehicles	Leasehold properties	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
2023					
Cost					
Balance at 1 July 2022	33	58	441	455	987
Additions	-	-	-	389	389
Written off	-	(9)	-	(288)	(297)
Currency translation differences	-*	-*	-	(30)	(30)
Balance at 30 June 2023	33	49	441	526	1,049
Accumulated depreciation					
Balance at 1 July 2022	31	52	153	268	504
Depreciation charge	2	3	88	191	284
Written off	-	(9)	-	(288)	(297)
Currency translation differences	(1)	1	-	(16)	(16)
Balance at 30 June 2023	32	47	241	155	475
Net carrying value					
Balance at 30 June 2023	1	2	200	371	574

* Amount below \$1,000

DISA LIMITED*(Company Registration No. 197501110N)***Notes to the condensed interim consolidated financial statements (cont'd)****14. Borrowings**

	Group		Company	
	30 Jun 2024 \$'000	30 Jun 2023 \$'000	30 Jun 2024 \$'000	30 Jun 2023 \$'000
<u>Amount repayable within one year or on demand</u>				
Secured	15	15	15	15
Unsecured	184	164	-	-
	<u>199</u>	<u>179</u>	<u>15</u>	<u>15</u>
 <u>Amount repayable after one year</u>				
Secured	11	26	11	26
Unsecured	190	209	-	-
	<u>201</u>	<u>235</u>	<u>11</u>	<u>26</u>

Secured borrowings are secured over the lease of motor vehicles.

15. Share Capital

	Group and Company			
	FY2024		FY2023	
	Number of issued shares (<i>'000</i>)	Total share capital \$'000	Number of issued shares (<i>'000</i>)	Total share capital \$'000
Balance at 1 July	10,106,683	58,884	10,106,683	58,884
Issue of ordinary shares by virtue of exercise of share options	400,000	1,200	-	-
Balance at 30 June	<u>10,506,683</u>	<u>60,084</u>	<u>10,106,683</u>	<u>58,884</u>

The Company did not hold any treasury shares as at 30 June 2024 and 30 June 2023.

The Company's subsidiaries do not hold any shares in the Company as at 30 June 2024 and 30 June 2023.

Weighted average number of ordinary shares and adjusted weighted average number of ordinary shares in issue for diluted earnings per share for 2H FY2024 was 10,119,870,216 (2H FY2023: 10,106,683,403) and 10,151,192,236 (2H FY2023: 10,287,994,163) respectively. Weighted average number of ordinary shares and adjusted weighted average number of ordinary shares in issue for diluted earnings per share for FY2024 was 10,113,240,780 (FY2023: 10,106,683,403) and 10,165,167,504 (FY2023: 10,316,867,387) respectively.

DISA LIMITED*(Company Registration No. 197501110N)***Notes to the condensed interim consolidated financial statements** *(cont'd)***DISA Employee Share Option Scheme 2010 and 2021 (“DISA ESOS”)**

Movement in the number of DISA ESOS is as follows:

DISA ESOS 2010	Company			
	2H FY2024	2H FY2023	FY2024	FY2023
Beginning of the period/year	1,155,500,000	1,155,500,000	1,155,500,000	1,167,500,000
Less: Options exercised	(400,000,000)	-	(400,000,000)	-
Less: Options forfeited	(20,000,000)	-	(20,000,000)	(12,000,000)
End of the period/year	735,500,000	1,155,500,000	735,500,000	1,155,500,000

DISA ESOS 2021	Company			
	2H FY2024	2H FY2023	FY2024	FY2023
Beginning of the period/year	187,500,000	187,500,000	187,500,000	189,500,000
Add: Options granted	-	-	-	-
Less: Options forfeited	-	-	-	(2,000,000)
End of the period/year	187,500,000	187,500,000	187,500,000	187,500,000

Saved as disclosed, the Company does not hold any other convertible instruments as at 30 June 2024 and 30 June 2023.

16. Subsequent events

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

DISA LIMITED

(Company Registration No. 197501110N)

Other information required by Catalyst Rule Appendix 7C

1. Review

The condensed consolidated statement of financial position of DISA Limited and its subsidiaries as at 30 June 2024 and the related condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the 6-month and 12-month periods then ended and certain explanatory notes have not been audited or reviewed.

2. Review of performance of the Group

(A) Income Statement (6 months ended 30 June 2024 ("2H FY2024") versus 6 months ended 30 June 2023 ("2H FY2023") and 12 months ended 30 June 2024 ("FY2024") versus 12 months ended 30 June 2023 ("FY2023").

Revenue

The Group's revenue for 2H FY2024 was \$3,943,000, an increase of \$316,000 as compared to \$3,627,000 in 2H FY2023.

On the year-on-year basis, the Group achieved a revenue of \$7,543,000 in FY2024, a decrease of \$3,374,000 as compared to \$10,917,000 achieved in FY2023 as the retailers continue to clear excessive inventories in 1H FY2024 that were built as a buffer due to massive uncertainty in supply chain following the outbreak of the COVID-19 pandemic and Russia-Ukraine war. However, the Group saw a slight turnaround in 2H FY2024 as the customers, while remaining conservative, began to place orders.

Other income

Other income increased by \$26,000 from \$56,000 in 2H FY2023 to \$82,000 in 2H FY2024. The increase was mainly attributed to the gain on remeasurement of Digital Life Line Pte. Ltd. ("DLL") as an associated company, of \$11,000 and the reversal of a long outstanding payable of \$32,000. The increase was, however, offset by the lower interest earned from placement of fixed deposits with the banks and the decrease in the rental income from DLL as DLL ceased to be an associated company of the Group on 2 April 2024.

On the year-on-year basis, there was an increase of \$354,000 from \$338,000 in FY2023 to \$692,000 in FY2024. The increase was mainly attributed to the bad debts recovered from a customer of \$171,000, the recovery of deposit paid previously written off amounting to \$388,000, the reversal of a long outstanding payable of \$32,000 and the gain on remeasurement of DLL of \$11,000, as mentioned above. The increase was however, partially offset by the lower rental, interest and grant income as well as the absence of gain on dilution of interest in an associated company of \$225,000 in 1H FY2024.

Costs and expenses

2H FY2024

The increase in cost of inventories and subcontractor expenses was in line with the increase in revenue for 2H FY2024.

Other costs and expenses for 2H FY2024 was \$1,617,000, an increase of \$87,000 or 5.7% as compared to \$1,530,000 in 2H FY2023. This was mainly attributable to higher staff costs, legal and professional costs of \$1,060,000 and \$152,000 in 2H FY2024 as compared to \$955,000 and \$117,000 in 2H FY2023 respectively as a result of consolidation of DLL's costs and expenses for the months from April 2024 to June 2024 as DLL became a subsidiary company of the Group in April 2024. The increase was, however, partially offset by the lower research and development expenses of \$70,000 in 2H FY2024 as compared to \$106,000 in 2H FY2023.

Finance cost for 2H FY2024 increased by \$7,000 from \$10,000 in 2H FY2023 to \$17,000 in 2H FY2024. The increase was due mainly to the higher interest on lease liabilities as the Group renewed its Singapore office tenancy agreement in November 2023.

FY2024

The decrease in cost of inventories and subcontractor expenses was in line with the decrease in revenue for FY2024.

DISA LIMITED

(Company Registration No. 197501110N)

Other information required by Catalyst Rule Appendix 7C (cont'd)

On the year-on-year basis, other costs and expenses for FY2024 increased by \$4,000 or 0.2% from \$3,053,000 in FY2023 to \$3,057,000 in FY2024.

Finance cost for FY2024 increased by \$15,000 from \$17,000 in FY2023 to \$32,000 in FY2024 due to the same factor as mentioned above.

Share of results of an associated company

Share of losses from DLL decreased by \$81,000 from \$204,000 in 2H FY2023 to \$123,000 in 2H FY2024 as DLL ceased to be an associated company from April 2024.

Share of losses from DLL decreased by \$80,000 from \$439,000 in FY2023 to \$359,000 in FY2024 due to the same factor as mentioned above.

(B) Statements of Financial Position

Total assets

Total assets of the Group decreased by \$746,000 or 21.4% from \$3,481,000 as at the end of FY2023 to \$2,735,000 as at the end of FY2024.

Current assets decreased by \$468,000 or 18.8% from \$2,494,000 as at the end of FY2023 to \$2,026,000 as at the end of FY2024, mainly attributed to:

- i) Higher inventories of \$86,000 from consolidation of DLL inventories;
- ii) Lower trade and other receivables of \$279,000 which was in line with the decrease in revenue for FY2024; and
- iii) Lower cash and bank balances of \$275,000. Refer to explanation in "2(C) Cash Flows" below.

Non-current assets decreased by \$278,000 or 28.2% from \$987,000 as at the end of FY2023 to \$709,000 as at the end of FY2024 due to the:

- (i) deemed disposal of an associated company; and
- (ii) decrease in the net book value of the plant and equipment due to depreciation charges.

The decrease was, however, partially offset by the fair value gain on financial assets at fair value through other comprehensive income and the goodwill arising from the consolidation of DLL.

Total liabilities

Total liabilities of the Group increased by \$39,000 or 3.2% from \$1,206,000 as at the end of FY2023 to \$1,245,000 as at the end of FY2024 arising mainly from the increase in the trade and other payables from consolidation of DLL and the decrease in the lease liabilities.

(C) Cash Flows

Cash and cash equivalents decreased by \$275,000 or 16.5% in FY2024 as compared to FY2023 attributed mainly to the payment of operating expenses, offset by the proceeds from the exercise of share options and the net cash inflow from consolidation of DLL cash balances as DLL became a subsidiary of the Group in April 2024.

Net cash used in operating activities was \$916,000, attributed to (i) operating cash outflow before movements in working capital of \$1,398,000; (ii) net positive working capital movement of \$483,000; (iii) income tax paid of \$2,000; and (iv) net currency translation gain of 1,000. Net cash generated from investing activities was \$863,000, deriving mainly from the cash inflow from consolidation of DLL and the interest received from placement of fixed deposits with the banks. Net cash used in financing activities was \$221,000, arising mainly from the repayment of lease liabilities and interest.

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

No forecast or prospect statement was disclosed to shareholders previously.

DISA LIMITED

(Company Registration No. 197501110N)

Other information required by Catalyst Rule Appendix 7C (cont'd)

4. A commentary at the date of 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.

The Group recorded a revenue of \$7,543,000 from the sales of goods and services in FY2024, a decrease of 30.9%, or \$3,374,000, as compared to \$10,917,000 in FY2023. The onboarding process of new retailers and brand owners in the US remains challenging as the global economy continues to be fraught with uncertainties and this situation is expected to remain throughout 2024, according to the World Economic Forum's January 2024 Chief Economists Outlook¹.

Nevertheless, the Group will continue to focus on increasing the number of DiSa-Enabled product categories in the next 12 months.

As announced on 16 July 2024, Disa Digital Safety Pte. Ltd. ("**DiSa**"), a wholly owned subsidiary of the Company is partnering with B&G International, Inc. ("**B&G**"), one of the global leaders in Radio Frequency Identification ("**RFID**") system, to develop a 2-in-1 solution that combines the capabilities of both DiSa Single Scan Serialization ("**3S**") Smart Barcode and B&G RFID tag to help retailers in the USA to track inventories and to prevent return fraud. Through this partnership, the DiSa 3S Smart Barcode that uniquely identifies each item will be incorporated into B&G RFID system.

Digital Life Line Pte. Ltd. ("DLL")

DLL has completed the trial deployment of its Automated Visual Acuity Test ("**AVAT**") device with one of the public eye clinics in Hong Kong. The said eye center has initiated their procurement processes for the purchase of AVAT and we expect to receive their purchase order by Q4 2024.

DLL has also successfully completed the trial deployment of its AVAT with Medical Saigon Group, one of the largest ophthalmology hospitals in Vietnam, in July 2024 and we expect to receive their purchase order by Q3 2024. Building on the Class A Medical Device Registration from Health Science Authority of Singapore, DLL has initiated product registration submissions for AVAT in Vietnam.

As for the Singapore market, we expect to receive the first purchase order in Q4 2024.

DLL has successfully renewed its ISO 13485 certification for the manufacturing of AVAT in July 2024 after careful review by a leading certification body. The device has since been evaluated in several major public eye clinics in Singapore, as well as overseas eye centers in South-East Asia that have tested AVAT under both clinic and community screening settings.

In addition, DLL has embarked on a research collaboration with a public ophthalmology department to refine a mobile device for the detection of cataract using artificial intelligence.

¹ <https://www.weforum.org/agenda/2024/01/economic-outlook-2024-recession-inflation/>

5. Dividend

(a) Current financial period reported on

Any dividend declared for the current financial period reported on?

None

DISA LIMITED*(Company Registration No. 197501110N)***Other information required by Catalist Rule Appendix 7C** *(cont'd)***5. Dividend (cont'd)**

(b) Corresponding period of the immediately preceding financial year

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

None

(c) Date payable

Not applicable

(d) Record date

Not applicable

6. Interested person transactions

The aggregate value of all interested person transactions during the FY2024 were follows:

	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
	\$'000	\$'000
Circle Globe Limited*		
Leasing of office space**	141	-

* Wholly-owned by Mr. Chng Weng Wah (Managing Director and Chief Executive Officer) as at 30 June 2024.

** Please refer to announcement dated 13 February 2023 for further details on this interested person transaction.

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

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

DISA LIMITED

(Company Registration No. 197501110N)

Other information required by Catalist Rule Appendix 7C (cont'd)**8. Disclosure of persons occupying managerial positions who are related to director, CEO or substantial shareholder.**

Name	Chng Weng Huat
Age	60
Family relationship with any director and/or substantial shareholder	Sibling of Mr Chng Weng Wah
Current position and duties, and the year the position was held	Solutions Director from 1 May 2017. Duties: To assist Senior Vice President of Global Solution to provide support/assistance to suppliers to DiSa-Enabled their products.
Details of changes in duties and position held, if any, during the year	No change

9. Additional information required pursuant to Rule 706A of the Catalist Rules

The Company has on 2 April 2024, through its wholly owned subsidiary, DiSa, increased its investment in the share capital of DLL by subscribing for an additional 70,981,628 new ordinary shares in DLL ("**DLL Shares**") in cash at S\$0.004926 per DLL Share for a total subscription amount of S\$349,656 through a rights issue exercise carried out by DLL. Following the Proposed Additional Investment, DiSa's investment in DLL increased by 18.47% from 36.94% to 55.41% and as a result, DLL has become a subsidiary of the Group. Please refer to the Company's announcement dated 2 April 2024 for further details.

Save as disclosed above, there was no acquisition or sale of shares in any of the Group's subsidiary or associated company nor incorporation or winding up or striking off of any subsidiary or associated company by the Company or any of the Group's entities during 2H FY2024.

BY ORDER OF THE BOARD
CHNG WENG WAH
Managing Director and Chief Executive Officer
26 August 2024