



(Company Registration Number: 200415164G)

**UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE THE FOURTH QUARTER AND FULL FINANCIAL YEAR ENDED 31
MARCH 2022**

Pursuant to Rule 705(2C) of the Listing Manual Section B: Rules of Catalist ("Catalist Rules"), the Singapore Exchange Regulation requires the Company to continue to announce its quarterly financial statements with effect from 7 February 2020.

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. ("Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST").

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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A. Condensed interim consolidated statement of profit or loss and other comprehensive income

	Note	Group					
		3 months ended	3 months ended	% of	12 months ended	12 months ended	% of
		31-Mar-22	31-Mar-21	change	31-Mar-22	31-Mar-21	change
		S\$'000	S\$'000	+ / (-)	S\$'000	S\$'000	+ / (-)
Revenue	E4	4,319	2,973	45	15,420	8,315	85
Cost of sales		(3,816)	(1,363)	180	(11,585)	(6,464)	79
Gross profit		503	1,610	(69)	3,835	1,851	107
Other operating income		686	781	(12)	1,033	1,174	(12)
Distribution costs		(118)	(91)	30	(306)	(181)	69
Administrative and general expenses		(3,823)	(3,082)	24	(9,681)	(8,418)	15
Share of results from investments in associates		(3)	(2)	50	4	113	(96)
Share of results from investments in joint ventures		128	(5)	(2,660)	(493)	(38)	1,197
Finance costs		(1,869)	(1,235)	51	(5,926)	(5,016)	18
Loss before tax		(4,496)	(2,024)	122	(11,534)	(10,515)	10
Income tax credit/(expenses)	E7	(2)	124	N.M	(41)	(119)	(66)
Loss after tax		(4,498)	(1,900)	137	(11,575)	(10,634)	9
Other comprehensive income for the period/year, after tax:							
<i>Item that may be subsequently reclassified to profit or loss:</i>							
Exchange difference on translation of foreign operations		1,039	139	647	5,841	5,035	16
Total comprehensive income for the period/year		(3,459)	(1,761)	96	(5,734)	(5,599)	2
Loss attributable to:							
Owners of the Company		(3,887)	(1,800)	116	(10,782)	(9,715)	11
Non-controlling interests		(611)	(100)	511	(793)	(919)	(14)
		(4,498)	(1,900)	137	(11,575)	(10,634)	9
Total comprehensive income attributable to:							
Owners of the Company		(2,835)	(1,509)	88	(5,013)	(5,058)	(1)
Non-controlling interests		(624)	(252)	148	(721)	(541)	33
		(3,459)	(1,761)	96	(5,734)	(5,599)	2
Loss per share for the period attributable to the owners of the Company:							
Basic and diluted (SGD in cent)					(0.97)	(0.88)	

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B. Condensed interim balance sheets

Note	Group		Company		
	31-Mar-22 S\$'000	31-Mar-21 S\$'000	31-Mar-22 S\$'000	31-Mar-21 S\$'000	
ASSETS					
Non-current assets					
Property, plant and equipment	E9	39,926	40,775	-	2
Investments in subsidiaries		-	-	145,149	143,743
Investments in associates		310	306	-	-
Investments in joint ventures		-	103,167	-	-
Deferred tax assets		-	52	-	-
Total non-current assets		40,236	144,300	145,149	143,745
Current assets					
Development properties		125,880	126,718	-	-
Inventories		240	329	-	-
Trade and other receivables		2,557	1,719	5,523	2,003
Other current assets		346	633	30	29
Contract costs		563	636	-	-
Cash and bank balances		5,305	1,783	18	89
		134,891	131,818	5,571	2,121
Non-current asset held for sale	E10	107,599	-	-	-
Total current assets		242,490	131,818	5,571	2,121
Total assets		282,726	276,118	150,720	145,866
LIABILITIES					
Current liabilities					
Bank borrowings (secured)	E11	2,510	3,694	-	-
Finance leases		36	35	-	-
Lease liabilities		92	139	-	-
Contract liabilities		1,071	1,996	-	-
Tax payable		1,618	1,656	-	-
Trade and other payables		18,356	16,386	8,843	4,661
Loans from shareholders	E12	48,058	41,301	48,058	41,301
Total current liabilities		71,741	65,207	56,901	45,962
Non-current liabilities					
Deferred tax liabilities		2,588	2,583	-	-
Bank borrowings (secured)	E11	81,527	77,408	-	-
Finance leases		41	78	-	-
Lease liabilities		7	107	-	-
Loan from a non-controlling interest		12,027	11,292	-	-
Retention sum payable		1,079	-	-	-
Total non-current liabilities		97,269	91,468	-	-
Total liabilities		169,010	156,675	56,901	45,962
NET ASSETS		113,716	119,443	93,819	99,904
EQUITY					
Equity attributable to equity holders of the Company					
Share capital	E13	78,940	78,940	294,506	294,506
Foreign currency translation reserves		3,531	(2,238)	-	-
Revaluation reserve		37,768	37,768	-	-
Other reserves		1,681	1,681	-	-
(Accumulated losses)/ Retained earning		(9,891)	891	(200,687)	(194,602)
		112,029	117,042	93,819	99,904
Non-controlling interests		1,687	2,401	-	-
Total equity		113,716	119,443	93,819	99,904

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C. Condensed interim statements of changes in equity

Group	Share capital S\$'000	Foreign currency translation reserves S\$'000	Revaluation reserve S\$'000	Other reserves S\$'000	(Accumulated losses)/ Retained earning S\$'000	Equity attributable to equity holders of the Company S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
As at 1 April 2021	78,940	(2,238)	37,768	1,681	891	117,042	2,401	119,443
<u>Total comprehensive income for the year</u>								
Loss for the year	-	-	-	-	(10,782)	(10,782)	(793)	(11,575)
Other comprehensive income for the year								
Exchange difference on translation of foreign operations	-	5,769	-	-	-	5,769	72	5,841
Total comprehensive income for the financial year	-	5,769	-	-	(10,782)	(5,013)	(721)	(5,734)
<u>Changes in ownership interests in subsidiaries with no change in control</u>								
Contributions from non-controlling interests	-	-	-	-	-	-	7	7
Total changes in ownership interests in subsidiaries	-	-	-	-	-	-	7	7
As at 31 March 2022	78,940	3,531	37,768	1,681	(9,891)	112,029	1,687	113,716
As at 1 April 2020	78,940	(6,895)	37,768	1,681	10,606	122,100	3,586	125,686
<u>Total comprehensive income for the year</u>								
Loss for the year	-	-	-	-	(9,715)	(9,715)	(919)	(10,634)
Other comprehensive income for the year								
Exchange difference on translation of foreign operations	-	4,657	-	-	-	4,657	378	5,035
Total comprehensive income for the financial year	-	4,657	-	-	(9,715)	(5,058)	(541)	(5,599)
Dividend paid	-	-	-	-	-	-	(644)	(644)
As at 31 March 2021	78,940	(2,238)	37,768	1,681	891	117,042	2,401	119,443

Company	Share capital S\$'000	Accumulated losses S\$'000	Total equity S\$'000
As at 1 April 2021	294,506	(194,602)	99,904
Loss for the year, representing total comprehensive income for the year	-	(6,085)	(6,085)
As at 31 March 2022	294,506	(200,687)	93,819
As at 1 April 2020	294,506	(182,901)	111,605
Loss for the year, representing total comprehensive income for the year	-	(11,701)	(11,701)
As at 31 March 2021	294,506	(194,602)	99,904

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D. Condensed interim consolidated statement of cash flows

	Note	Group	
		12 months ended 31-Mar-22 S\$'000	12 months ended 31-Mar-21 S\$'000
Operating activities			
Loss before tax		(11,534)	(10,515)
Adjustments for:			
Depreciation of property, plant and equipment		2,266	2,638
Gain on strike-off of subsidiary		(4)	-
Property, plant and equipment written-off		5	-
Loss on disposal of property, plant and equipment		5	-
Interest income		(2)	(5)
Finance costs		5,926	5,016
Unrealised foreign exchange differences		155	380
Share of results from investments in associates		(4)	(113)
Share of results from investments in joint ventures		493	38
Operating cash flows before changes in working capital		(2,694)	(2,561)
Changes in working capital			
Trade and other receivables		(855)	360
Other current assets		287	(3)
Development properties		838	(770)
Contract costs		73	(636)
Inventories		89	83
Trade and other payables		(1,793)	1,163
Contract liabilities		(925)	(990)
Retention sum payable		1,079	-
Cash flows used in operations		(3,901)	(3,354)
Interest paid		(1,685)	(1,549)
Interest received		-	1
Tax paid		(52)	(21)
Net cash flows used in operating activities		(5,638)	(4,923)
Investing activity			
Purchase of property, plant and equipment	E9	(612)	(808)
Net cash flows used in investing activity		(612)	(808)
Financing activities			
Repayment of bank borrowings		(478)	(177)
Decrease in restricted funds placed in escrow accounts		91	99
Repayment of finance leases		(36)	(33)
Repayment of lease liabilities		(154)	(435)
Proceeds from loan from a non-controlling interest		380	-
Proceeds from bank borrowings		3,302	2,635
Proceeds from loan from a shareholder		6,757	2,401
Net cash flows generated from financing activities		9,862	4,490
Net changes in cash and cash equivalents		3,612	(1,241)
Cash and cash equivalents at the beginning of financial year		1,500	2,757
Effect of foreign currency translation in cash and cash equivalents		1	(16)
Cash and cash equivalents at the end of financial year		5,113	1,500

Cash and cash equivalents in the condensed interim consolidated statement of cash flows comprise the following:

	31-Mar-22 S\$'000	31-Mar-21 S\$'000
Cash and bank balances	5,305	1,783
Less: Restricted funds placed in escrow accounts	(192)	(283)
Cash and cash equivalents	5,113	1,500

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E. Notes to condensed interim consolidated financial statements

1. Corporate information

KOP Limited (the "Company") is a limited liability company incorporated and domiciled in Singapore with its principal place of business and registered office at 316 Tanglin Road #01-01, Singapore 247978. The Company is listed on the Catalist of Singapore Exchange Securities Trading Limited (SGX-ST). These condensed interim consolidated financial statements as at and for the 12 months ended 31 March 2022 comprise the Company and its subsidiaries (collectively, the "Group").

The principal activity of the Company is to carry on the business of an investment holding company. The principal activities of the Group are:

- (a) Investment holding;
- (b) Business management and consultancy services;
- (c) Development and provision of resort services;
- (d) Real estate developers

2. Basis of preparation

The condensed interim financial statements for the 12 months ended 31 March 2022 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 March 2021.

The accounting policies adopted 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 2.1.

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

Going concern assumption

The Group incurred a net loss of \$11,575,000 (31 March 2021: \$10,634,000) for the financial year ended 31 March 2022. The Group's current assets of \$242,490,000 (31 March 2021: \$131,818,000) mainly comprised development properties which amounted to \$125,880,000 (31 March 2021: \$126,718,000) as at 31 March 2022. The Company incurred a net loss of \$6,085,000 (31 March 2021: \$11,701,000) for the financial year ended 31 March 2022.

The performance of the Group's hospitality segment was adversely impacted by the COVID-19 pandemic for the past 2 years. Following the lifting of the travel restrictions by various countries, the Group's hospitality segment is expected to recover in the next financial year.

Notwithstanding the above, the directors are of the view that it is appropriate to prepare these financial statements on a going concern basis due to the following factors:

- The directors are confident that the Group and the Company will be able to generate sufficient cash flows from operating activities in the next 12 months.
- The Group's controlling shareholders, Ms. Ong Chih Ching and Ms. Leny Suparman have undertaken that in the event that the Group is unable to meet its financial obligations, the controlling shareholders will jointly and severally subscribe for new shares of the Company for up to \$10 million.
- The proceeds from the disposal of the non-current asset held for sale are expected to receive in the next 12 months.

Accordingly, the management considers it appropriate that these condensed interim consolidated financial statements are prepared on a going concern basis.

E. Notes to condensed interim consolidated financial statements

2. Basis of preparation (cont'd)

2.1 New and amended standards adopted by the Group

A number of amendments to Standards 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.

2.2 Use of judgements and estimates

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 31 March 2021.

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.

3. Seasonal operations

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

4. Segment and revenue information

The Group is organised into business units based on their products and services, and has five reportable segments as follows:

(i) Real estate development and investment

The development, construction and sale of development properties.

(ii) Real estate origination and management services

The provision of business and management services for projects, including acquisition of properties and undertaking the development conceptualisation, construction management, marketing and branding strategising and retail sales of such projects.

(iii) Hospitality

Management and operation of hotel and resort, including restaurants and spas.

(iii) Entertainment

Sales of goods, sales of tickets and sponsorship income.

(iv) Corporate office

Management fee income from subsidiaries, Group-level corporate services and treasury function.

These operating segments are reported in a manner consistent with internal reporting provided to Executive Chairman and Group Chief Executive Officer who are responsible for allocating resources and assessing performance of the operating segments.

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E. Notes to condensed interim consolidated financial statements

4. Segment and revenue information (cont'd)

4.1 Reportable segment

1 April 2021 to 31 March 2022	Real estate development and investment S\$'000	Real estate origination and management services S\$'000	Hospitality S\$'000	Entertainment S\$'000	Corporate office S\$'000	Inter-segment elimination S\$'000	Total S\$'000
Revenue							
Revenue from external customers	12,281	1,313	1,826	-	-	-	15,420
Inter-segment revenue	-	-	-	-	-	-	-
Total revenue	12,281	1,313	1,826	-	-	-	15,420
Results							
Segment results	624	(1,173)	(2,173)	-	(2,397)	-	(5,119)
Finance costs	(1,664)	(37)	(537)	-	(3,688)	-	(5,926)
Share of results from investments in associates	4	-	-	-	-	-	4
Share of results from investments in joint ventures	-	(493)	-	-	-	-	(493)
Reportable loss	(1,036)	(1,703)	(2,710)	-	(6,085)	-	(11,534)
Income tax expenses	(30)	-	(11)	-	-	-	(41)
Loss for the year	(1,066)	(1,703)	(2,721)	-	(6,085)	-	(11,575)
Other information							
Interest income	-	2	-	-	-	-	2
Depreciation of property, plant and equipment	(529)	(297)	(1,438)	-	(2)	-	(2,266)
As at 31 March 2022							
Reportable segment assets	140,895	108,406	33,370	-	55	-	282,726
Reportable segment assets included:							
Investments in associates	310	-	-	-	-	-	310
Additions to non-current assets	481	73	58	-	-	-	612
Reportable segment liabilities	91,962	6,611	13,536	-	56,901	-	169,010

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E. Notes to condensed interim consolidated financial statements

4. Segment and revenue information (cont'd)

4.1 Reportable segment (cont'd)

	Real estate development and investment S\$'000	Real estate origination and management services S\$'000	Hospitality S\$'000	Entertainment S\$'000	Corporate office S\$'000	Inter-segment elimination S\$'000	Total S\$'000
1 April 2020 to 31 March 2021							
Revenue							
Revenue from external customers	5,489	1,291	1,535	-	-	-	8,315
Inter-segment revenue	-	-	-	-	400	(400)	-
Total revenue	5,489	1,291	1,535	-	400	(400)	8,315
Results							
Segment results	(599)	(1,528)	(1,067)	-	(2,380)	-	(5,574)
Finance costs	(1,655)	(38)	(565)	-	(2,758)	-	(5,016)
Share of results from investments in associates	113	-	-	-	-	-	113
Share of results from investments in joint ventures	-	(38)	-	-	-	-	(38)
Reportable loss	(2,141)	(1,604)	(1,632)	-	(5,138)	-	(10,515)
Income tax (expense)/credit	(152)	-	33	-	-	-	(119)
Loss for the year	(2,293)	(1,604)	(1,599)	-	(5,138)	-	(10,634)
Other information							
Interest income	-	4	1	-	-	-	5
Depreciation of property, plant and equipment	(584)	(588)	(1,466)	-	-	-	(2,638)
As at 31 March 2021							
Reportable segment assets	136,989	104,291	34,710	-	128	-	276,118
Reportable segment assets included:							
Investments in associates	306	-	-	-	-	-	306
Investments in joint ventures	-	103,167	-	-	-	-	103,167
Additions to non-current assets	519	246	41	-	2	-	808
Reportable segment liabilities	88,094	7,239	15,381	-	45,961	-	156,675

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E. Notes to condensed interim consolidated financial statements

4. Segment and revenue information (cont'd)

4.2 Geographical information

The operations of the Group are principally located in Singapore, Indonesia and People's Republic of China.

The Group's revenue from external customers and information about its segment assets (non-current assets excluding deferred tax assets) by geographical locations are detailed below:

	Revenue		Non-current assets	
	12 months ended 31-Mar-22 S\$'000	12 months ended 31-Mar-21 S\$'000	31-Mar-22 S\$'000	31-Mar-21 S\$'000
Singapore	13,530	4,100	1,462	1,189
Indonesia	1,677	4,025	38,711	39,816
People's Republic of China	213	190	63	103,243
	<u>15,420</u>	<u>8,315</u>	<u>40,236</u>	<u>144,248</u>

4.3 Disaggregation of revenue

	Real estate development and investment		Real estate origination and management services		Hospitality		Total	
	31-Mar-22 S\$'000	31-Mar-21 S\$'000	31-Mar-22 S\$'000	31-Mar-21 S\$'000	31-Mar-22 S\$'000	31-Mar-21 S\$'000	31-Mar-22 S\$'000	31-Mar-21 S\$'000
Primary geographical markets								
Singapore	12,281	2,800	1,100	1,101	149	199	13,530	4,100
Indonesia	-	2,688	-	-	1,677	1,337	1,677	4,025
People's Republic of China	-	-	213	190	-	-	213	190
	<u>12,281</u>	<u>5,488</u>	<u>1,313</u>	<u>1,291</u>	<u>1,826</u>	<u>1,536</u>	<u>15,420</u>	<u>8,315</u>
Major product or service lines								
Management, coordination, consultancy and establishment fee	-	-	1,313	1,291	149	198	1,462	1,489
Room revenue	-	-	-	-	724	503	724	503
Food & beverage, Spa and other retail revenue	-	-	-	-	420	298	420	298
Sale of development properties	12,281	5,488	-	-	-	-	12,281	5,488
Others	-	-	-	-	533	537	533	537
	<u>12,281</u>	<u>5,488</u>	<u>1,313</u>	<u>1,291</u>	<u>1,826</u>	<u>1,536</u>	<u>15,420</u>	<u>8,315</u>
Timing of transfer of goods or services								
At a point in time	-	2,687	-	-	953	835	953	3,522
Over time	12,281	2,801	1,313	1,291	873	701	14,467	4,793
	<u>12,281</u>	<u>5,488</u>	<u>1,313</u>	<u>1,291</u>	<u>1,826</u>	<u>1,536</u>	<u>15,420</u>	<u>8,315</u>

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E. Notes to condensed interim consolidated financial statements

4.4 Breakdown of sales

	<u>Group</u>		Change %
	<u>12 months ended 31-Mar-22 S\$'000</u>	<u>12 months ended 31-Mar-21 S\$'000</u>	
Revenue			
- first half	6,836	3,454	98
- second half	8,584	4,861	77
Full year revenue	<u>15,420</u>	<u>8,315</u>	85
Loss after tax before non-controlling interests			
- first half	(4,750)	(6,144)	(23)
- second half	(6,825)	(4,490)	52
Full year loss after tax before non-controlling interests	<u>(11,575)</u>	<u>(10,634)</u>	9

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E. Notes to condensed interim consolidated financial statements

5. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group as at 31 March 2022 and 31 March 2021:

	Group		Company	
	31-Mar-22 S\$'000	31-Mar-21 S\$'000	31-Mar-22 S\$'000	31-Mar-21 S\$'000
Financial assets				
Trade and other receivables	2,557	1,719	5,523	2,003
Other current assets, excluding prepayment	149	359	-	-
Cash and bank balances	5,305	1,783	18	89
Total undiscounted financial assets	8,011	3,861	5,541	2,092
Financial liabilities				
Trade and other payables, excluding non-refundable deposits	17,709	15,737	8,843	4,661
Bank borrowings (secured)	85,950	84,224	-	-
Finance leases	81	121	-	-
Loans from shareholders	50,279	42,883	50,279	42,883
Loan from a non-controlling interest	12,408	12,028	-	-
Total undiscounted financial liabilities	166,427	154,993	59,122	47,544
Total net undiscounted financial liabilities	(158,416)	(151,132)	(53,581)	(45,452)

6. Profit before taxation

6.1 Significant items

	Group	
	12 months ended 31-Mar-22 S\$'000	12 months ended 31-Mar-21 S\$'000
Income		
Interest income	(2)	(5)
Expenses		
Depreciation of property, plant and equipment	2,266	2,638
Net foreign exchange gain	(399)	(382)
Interest expense	5,926	5,016
Gain on strike-off of subsidiary	(4)	-
Property, plant and equipment written-off	5	-
Loss on disposal of property, plant and equipment	5	-
Bad debts recovered	(435)	-

6.2 Related party transactions

During the financial year, the Group entered into the following significant transactions with related parties at terms agreed between the parties, other than those disclosed elsewhere in the condensed interim consolidated financial statements:

	Group	
	12 months ended 31-Mar-22 S\$'000	12 months ended 31-Mar-21 S\$'000
Ultimate holding company		
Service income	(211)	-
Loan	6,757	2,401
License fee	1	1
Interest expense	550	168
Related companies		
Sale of development property	(6,080)	-
Management fee income	(84)	(84)
Recharge of expenses	(617)	-
Reimbursement of expenses	131	81
Joint venture		
Consultancy fee income	(620)	(632)
Related party		
Sale of development property	(6,080)	-

KOP LIMITED

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E. Notes to condensed interim consolidated financial statements

6. Profit before taxation (cont'd)

6.2 Related party transactions (cont'd)

During the financial year, the Group entered into the following significant transactions with related parties at terms agreed between the parties, other than those disclosed elsewhere in the condensed interim consolidated financial statements: (cont'd)

	Group	
	12 months ended 31-Mar-22 S\$'000	12 months ended 31-Mar-21 S\$'000
Entity which the directors of the Company have interest in		
Management fee income	(200)	(200)
Consultancy fee income	(150)	-
Transactions with directors of the Company		
Management fee income from development properties sold	(7)	(7)
Shared return from development properties	(5)	(6)
Guarantors fee	277	280
Transactions with shareholders of the Company		
Interest expense	3,138	2,590

7. Taxation

The Group calculates the yearly 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:

	Group	
	12 months ended 31-Mar-22 S\$'000	12 months ended 31-Mar-21 S\$'000
Income taxes		
- Current income taxation	14	62
- Under provision in prior years	27	(116)
Deferred tax		
- Origination and reversal of temporary differences	-	173
Income tax expenses recognised in profit or loss	41	119

8. Net asset value

	Group		Company	
	31-Mar-22 S\$ in cent	31-Mar-21 S\$ in cent	31-Mar-22 S\$ in cent	31-Mar-21 S\$ in cent
Net asset value per ordinary share	10.11	10.56	8.47	9.02

9. Property, plant and equipment

During the 12 months ended 31 March 2022, the Group acquired property, plant and equipment amounting to \$612,000 (31 March 2021: \$808,000).

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E. Notes to condensed interim consolidated financial statements

10. Non-current asset held for sale

On 10 November 2016, the Company announced that its indirect wholly-owned subsidiary company, KOP Northern Lights Pte. Ltd. ("KOPNL") had entered into a joint venture framework agreement ("Framework Agreement") in relation to a joint venture ("JV") with Shanghai LuJiaZui Zhi Mao Investment Co., Ltd (上海陆家嘴至茂投资有限公司) ("SLJZM"), a wholly-owned subsidiary of Shanghai LuJiaZui (Group) Co., Ltd (上海陆家嘴(集团)有限公司) ("SLJZ") and Shanghai Harbour City Development (Group) Co., Ltd (上海港城开发(集团)有限公司) ("SHCD") for the development of Wintastar Shanghai (冰雪之星) located in Shanghai's Lingang City (临港主城区).

On 12 June 2017, KOPNL entered into an investment agreement ("Investment Agreement") in relation to the incorporation of the JV company, Shanghai Snow Star Properties Co., Ltd. (上海耀雪置业有限公司) ("JVC"), with SLJZM and Shanghai Hong Bin Properties Co., Ltd. (上海鸿滨置业有限公司), a wholly-owned subsidiary of SHCD (collectively known as the "Applicants").

On or around 2020, as a result of differing views and disagreements between the parties in the JV, the Applicants have brought the case to the Shanghai International Arbitration Centre on 28 December 2020 (the "SHIAC").

On 18 January 2021, the Company announced that KOPNL had received a notice of arbitration dated 4 January 2021.

Following a hearing on 25 June 2021, the SHIAC issued a partial judgment on 29 November 2021 as follows: (i) the Framework Agreement and the Investment Agreement shall be terminated on 20 December 2020, and (ii) the Applicants will acquire the Company's 30% equity interests in the JVC at a fair market value, based on the average of the valuation provided by two China-qualified valuers appointed by the Applicants and the Company respectively. The partial judgement dated 29 November 2021 had retrospectively terminated the Framework Agreement and Investment Agreement on 20 December 2020.

The investment in joint venture ("asset") attributable to the disposal which is expected to be sold within twelve months, has been reclassified as "non-current asset held for sale" and is presented separately in the condensed interim balance sheets.

The proceeds of the disposal are expected to exceed the net carrying amount of the relevant asset and, accordingly, no impairment loss has been recognised on the classification of the "non-current asset held for sale".

The major class of asset comprising the "non-current assets held for sale" is as follows:

	Group	
	31-Mar-22 S\$'000	31-Mar-21 S\$'000
Investment in joint venture	107,599	-

KOP LIMITED

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E. Notes to condensed interim consolidated financial statements

11. Bank borrowings (secured)

	Group	
	31-Mar-22 S\$'000	31-Mar-21 S\$'000
Current		
Fixed rate bank loans		
- 7-year USD loan	2,193	3,477
- 5-year SGD loan	317	217
	2,510	3,694
Non-current		
Fixed rate bank loans		
- 7-year USD loan	6,422	5,371
- 5-year SGD loan	776	1,083
Variable rate bank loan		
- SGD land loan and construction loan	74,329	70,954
	81,527	77,408
Total bank borrowings (secured)	84,037	81,102

The Group's bank borrowings comprise the following:

(a) 7-year fixed rate bank loan

The 7-year USD term loan bears interest at 5.50% (31 March 2021: 5.50%) per annum and matures in June 2025. The loan is secured by a legal mortgage of the leasehold land and building of subsidiaries, personal guarantees from directors of the Company and corporate guarantee from a subsidiary.

(b) 5-year fixed rate bank loan

The 5-year SGD term loan bears interest at 2.75% (31 March 2021: 2.75%) per annum and matures in July 2025. The loan is secured by a corporate guarantee from the Company.

(c) Variable rate bank loan

The variable rate bank loans comprise a SGD land loan of \$69,750,000 and a SGD construction loan of up to \$15,000,000 that was drawdown to \$4,637,000 (31 March 2021: \$1,336,000) as at the reporting date. The loans bear interest at 1.40% (31 March 2021: 1.40%) per annum over and above the prevailing SIBOR rate and are repayable 48 months from the date of drawdown of the land loan or 6 months from date of issuance of Temporary Occupation Permit (TOP) for the proposed development, whichever is earlier.

The loans are secured by a legal mortgage of the development property of the Group's subsidiary and proportionate guarantee from the Company.

12. Loans from shareholders

The Group's loans from shareholders comprise the following:

(a) Shareholder: \$37,000,000 fixed rate loan (31 March 2021: \$37,000,000)

The loan from shareholder is denominated in SGD and bears interest at 7% per annum. The loan which was originally matured in November 2018 was extended for repayment to November 2022.

The loan is convertible into fully paid-up ordinary shares in the capital of the Company, at the option of the shareholder, in the event that the Company is unable to repay the loan on maturity date. The loan is secured by personal guarantees from certain directors of the Company.

(b) Ultimate holding company: \$11,058,000 fixed rate loan (31 March 2021: \$4,301,000)

The loan from ultimate holding company is denominated in SGD, bears interest at 7% per annum and repayable in 3 months or such other date as the parties shall agree in writing. The loan has been extended until cashflows of the Company improves.

The loan is convertible into fully paid-up ordinary shares in the capital of the Company, at the option of the shareholder, in the event that the Company is unable to repay the loan on maturity date.

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E. Notes to condensed interim consolidated financial statements

13. Share capital

	Group and Company		Company	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
	Number of ordinary shares *		S\$'000	
Issued and fully paid-up capital:				
At beginning and end of the interim period	1,107,962,214	1,107,962,214	294,506	294,506

* The equity structure (i.e. the number and types of equity instruments issued) reflect the equity structure of the Company, being the legal parent, including the equity instruments issued by the Company to effect the reverse acquisition on 4 May 2014.

	Group	
	31-Mar-22	31-Mar-21
	S\$'000	
Issued and fully paid-up capital: ^		
At beginning and end of the interim period	78,940	78,940

^ The amount recognised as issued equity instruments in the consolidated financial statements is determined by adding to the issued equity of Scorpio East Holdings Ltd. and its subsidiaries immediately before the reverse acquisition to the costs of the reverse acquisition and proceeds from issuance of shares by the Company subsequent to the completion of the reverse acquisition.

The Company did not hold any treasury shares as at 31 March 2022.

The Company's subsidiaries do not hold any shares in the Company as at 31 March 2022 and 31 March 2021.

14. Subsequent events

Other than those disclosed elsewhere in the condensed interim financial statement, there are no known subsequent events which have led to adjustments to this set of condensed interim financial statements.

KOP LIMITED

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

1. Review

The condensed consolidated balance sheets of KOP Limited and its subsidiaries as at 31 March 2022 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 12-month period then ended and certain explanatory notes have not been audited or reviewed by the Company's auditors.

2. Review of performance of the Group

2a. Income statement

Revenue

	3 months ended		3 months ended		Change	
	31-Mar-22 S\$'000	31-Mar-21 S\$'000	S\$'000	%		
Real estate development and investment	3,305	1,853	1,452	78.6		
Real estate origination and management services	561	505	56	11.1		
Hospitality	453	615	(162)	(26.2)		
Entertainment	-	-	-	N.M.		
	<u>4,319</u>	<u>2,973</u>	<u>1,346</u>	<u>45.3</u>		
	12 months ended		12 months ended		Change	
	31-Mar-22 S\$'000	31-Mar-21 S\$'000	S\$'000	%		
Real estate development and investment	12,281	5,488	6,793	123.8		
Real estate origination and management services	1,313	1,291	22	1.7		
Hospitality	1,826	1,536	290	19.0		
Entertainment	-	-	-	N.M.		
	<u>15,420</u>	<u>8,315</u>	<u>7,105</u>	<u>85.5</u>		

Revenue increased by S\$1.3 million or 45.3% from S\$3.0 million in 3 months ended 31 March 2021 ("4QFY2021") to S\$4.3 million in 3 months ended 31 March 2022 ("4QFY2022"). The increase was mainly due to increase in revenue from the real estate development and investment segment and real estate origination and management services segment. The increase was partially offset by the decrease in revenue from the hospitality segment.

The increase in revenue from real estate development and investment segment was mainly due to the revenue recognised based on work progress for Dalvey Haus Project during the period.

The increase in revenue from the real estate origination and management services segment was mainly due to additional management fee received during the period.

The decrease in revenue from the hospitality segment was mainly due to the decrease in technical service fee from the joint venture company, Shanghai Snow Star Properties Co., Ltd. during the period.

Revenue increased by S\$7.1 million or 85.5% from S\$8.3 million in 12 months ended 31 March 2021 ("FY2021") to S\$15.4 million in 12 months ended 31 March 2022 ("FY2022"). The increase was mainly due to increase in revenue from the real estate development and investment segment, real estate origination and management services segment and hospitality segment.

The increase in revenue from real estate development and investment segment was mainly due to the revenue recognised based on work progress for Dalvey Haus Project during the year.

The increase in revenue from the hospitality segment was mainly due to the reopening of the resorts in October 2020 with limited domestic business.

Cost of sales

Cost of sales increased by \$2.4 million or 180% from S\$1.4 million in 4QFY2021 to S\$3.8 million in 4QFY2022 and increased by S\$5.1 million or 79% from S\$6.5 million in FY2021 to S\$11.6 million in FY2022 which is in line with the increase in revenue during the period.

Gross profit

Gross profit decreased by S\$1.1 million or 69% from S\$1.6 million in 4QFY2021 to S\$0.5 million in 4QFY2022 mainly due to higher consultancy income received in the prior period and increased by S\$1.9 million or 107% from S\$1.9 million in FY2021 to S\$3.8 million in FY2022 which is in line with the increase in revenue during the period.

Other operating income

Other operating income decreased by \$0.1 million or 12% from S\$0.8 million in 4QFY2021 to S\$0.7 million in 4QFY2022 and decreased by S\$0.2 million or 12% from S\$1.2 million in FY2021 to S\$1.0 million mainly due to the reduction in government grants received during the period.

F. Other information required by Appendix 7C of the Catalyst Rules**2. Review of performance of the Group (cont'd)****2a. Income statement (cont'd)****Distribution costs**

Distribution costs increased by S\$27,000 or 30% from S\$91,000 in 4QFY2021 to S\$118,000 in 4QFY2022 and increased by S\$125,000 or 69% from S\$181,000 in FY2021 to S\$306,000 in FY2022 mainly due to the increase in sales and marketing expenses incurred during the period.

Administrative and general expenses

Administrative and general expenses increased by S\$0.7 million or 24% from S\$3.1 million in 4QFY2021 to S\$3.8 million in 4QFY2022 and increased by S\$1.3 million or 15% from S\$8.4 million in FY2021 to S\$9.7 million in FY2022 mainly due to the increase in operations resulted from the re-opening of the 2 Montigo Resorts.

Share of results from investments in associates

This represents the Group's share of results from investment in associate, Epic Land Pte. Ltd., during the period.

Share of results from investments in joint ventures

This mainly represents the Group's share of results from investment in joint venture company, Shanghai Snow Star Properties Co., Ltd. up till 30 November 2021.

The Group had reclassified the investment in joint ventures to non-current asset held for sale at its carrying amount as of 30 November 2021.

Loss after tax

As a result of the above, the Group recorded a loss after tax of S\$4.5 million in 4QFY2022 and a loss after tax of S\$11.6 million in FY2022 compared to a loss after tax of S\$1.9 million in 4QFY2021 and a loss after tax of S\$10.6 million in FY2021.

Exchange difference on translation of foreign operations

The significant change in the exchange difference on translation of foreign operations was mainly due to the translation of IDR from the share of foreign currency translation reserves from investment in subsidiaries, P.T. Montigo Seminyak and P.T. Teguh Cipta Pratama during the period.

2b. Balance sheets

Trade and other receivables increased by S\$0.9 million from S\$1.7 million as at 31 March 2021 to S\$2.6 million as at 31 March 2022 mainly due to the proceeds receivable from the sale of unit in Dalvey Haus Project.

Other current assets decreased by S\$0.3 million from S\$0.6 million as at 31 March 2021 to S\$0.3 million as at 31 March 2022 mainly due to prepaid sales and marketing expenses amortised off during the year.

Contract costs decreased by S\$73,000 from S\$636,000 as at 31 March 2021 to S\$563,000 as at 31 March 2022 mainly due to amortisation of the cost to obtain sales contracts over the period of construction of Dalvey Haus Project.

Decrease in finance leases and lease liabilities was mainly due to repayments during the year.

Decrease in contract liabilities was mainly due to recognition of revenue as the Group satisfies its performance obligations under sales contracts.

Trade and other payables increased by S\$2.0 million from S\$16.4 million as at 31 March 2021 to S\$18.4 million as at 31 March 2022 mainly due to increase in interest accrued for shareholders' loans, bank borrowings and increase in accruals relating to Dalvey Haus Project during the year.

Loan from shareholders increased by S\$6.8 million from S\$41.3 million as a 31 March 2021 to S\$48.1 million as at 31 March 2022 mainly due to the additional loan drawdown during the year.

Retention sum payable relates to the progress claim arising from Dalvey Haus Project during the year.

2c. Cash flows statement

The net cash outflow from operating activities for FY2022 arose mainly due to operation loss and interest paid during the year.

The net cash outflow from investing activities for FY2022 arose from the purchase of property, plant and equipment during the year.

The net cash inflow from financing activities for FY2022 arose mainly from the proceeds from bank borrowings and loan from a shareholder.

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

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

3a. Updates on the efforts taken to resolve each outstanding audit issue.

The Company's independent auditors had issued a qualified opinion on the Group's audited consolidated financial statements for the financial year ended 31 March 2021 ("FY2021"). For details, please refer to the Independent Auditors Report for FY2021 announced on 13 October 2021.

1. On-going Arbitration

Following a hearing on 25 June 2021, the SHIAC issued a partial judgment on 29 November 2021 as follows: (i) the Framework Agreement and the Investment Agreement shall be terminated on 20 December 2020, and (ii) the Applicants will acquire the Company's 30% equity interests in the JVC at a fair market value, based on the average of the valuation provided by two China-qualified valuers appointed by the Applicants and the Company respectively. The partial judgement dated 29 November 2021 had retrospectively terminated the Framework Agreement and Investment Agreement on 20 December 2020.

As of 29 July 2022, the Company and the Applicants have submitted their respective valuation reports to the SHIAC.

The Company is presently not aware of the final arbitration award date and the execution date of the judgment, even though the lawyers for all the parties have requested SHIAC, to expedite the case.

Pending the final arbitration award, the Company is at the present time unable to quantify the quantum of the arbitration and the full financial impact on the Group. As announced on 5 March 2021, although the arbitration may materially affect the cash flow and working capital of the Company, it is not expected to materially affect the operations and going concern of the Group.

The Company's legal adviser had advised that it is more appropriate to disclose the full details of the arbitration, the outcome and financial impact once the final arbitration award is made, in order not to prejudice the final judgement. In consultation with the Company's legal adviser and having regard to the foregoing, the Board concurs with the Company's legal adviser's advice.

Please refer to the Company's announcements dated 18 January 2021, 20 January 2021, 1 February 2021, 11 February 2021, 5 March 2021, 3 June 2021 and 29 July 2022 for more details.

2. Investments in Joint Ventures

As a result of the above, the Company had reclassified the investment in joint ventures to non-current asset held for sale at its carrying amount as of 30 November 2021. Due to the on-going arbitration, our auditors are unable to carry out any audit procedures on the joint venture company.

3. Events occurring after the reporting period

The Company has closed all the accounts up to date and to mitigate the risk, the Company has replaced the hard disk, bought another back-up hard disk and performed a regular data backup.

3b. Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

The Board confirms that the impact of all outstanding audit issues on the financial statements have been adequately disclosed to date.

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

No forecast or prospect statement has been previously disclosed.

5. 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

With the lifting of the travel restrictions by various countries, Montigo Resorts, Nongsa and Montigo Resorts, Seminyak (collectively, "Resorts") are fully opened and the Group is cautiously optimistic and anticipates higher occupancy rates in 2022.

While safeguarding the viability of the business, our utmost priority has been the safety and well-being of all our staff, guests, and associates. The Group have put in place stringent health and precautionary measures, inclusive but not limited to deep cleaning and sanitising the Resorts regularly, to ensure the cleanliness of the properties as well as the well-being of our staff and guests.

As for the operations in China, other than the arbitration mentioned elsewhere in this condensed financial statements, the business was impacted and delayed by the recent lockdown in Shanghai resulted from the surge in Covid-19 cases. Closer to home, approximately 37% of the Dalvey Haus development project has been completed to date.

While global economic conditions are expected to recover by the progressive roll-out of the vaccination programmes by various countries, the outlook of the global economy continues to be fraught with uncertainties. The Company will remain cautious on future prospects during this period as we remain prudent in cost management and continue to focus on improving our operational efficiency to optimise the utilisation of our resources.

The Group's indirect subsidiary, KOP Northern Lights Pte. Ltd., received a notice of arbitration on 18 January 2021. Please refer to the Company's announcements dated 18 January 2021, 20 January 2021, 1 February 2021, 11 February 2021, 5 March 2021, 3 June 2021 and 29 July 2022 for more details.

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F. Other information required by Appendix 7C of the Catalist Rules

6. Dividend information

6a. Current Financial Period Reported On

Any dividend recommended for the current financial period reported on?

No.

6b. Corresponding Period of the Immediately Preceding Financial year

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

No.

6c. Date Payable

Not applicable.

6d. Books closure date

Not applicable.

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

No dividend has been declared or recommended as the Company has deemed it more appropriate to retain the cash in the Group for its future growth.

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F. Other information required by Appendix 7C of the Catalist Rules

8. Interested person transactions

The Group has not obtained a general mandate from shareholders of the Company for Interested Person Transactions.

Name of interested person	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) S\$'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transaction less than S\$100,000) S\$'000
Scotts Spazio Pte. Ltd.		
Management fee income	(200)	-
Consultancy fee income	(150)	
KOP Group Pte. Ltd.		
Service income	(211)	
Interest expense	550	-
Royce Properties Pte. Ltd.		
Recharge of expenses	(617)	
Reimbursement of expenses	131	
Mr. Sam Goi Seng Hui		
Interest expense	3,138	-
Ms. Ong Chih Ching		
Guarantors fee	139	-
Ms. Leny Suparman		
Guarantors fee	139	-

9. 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 (10) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

Name	Age	Family relationship with any director and/ or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Ong Hsia Ning	55	Sister of Ms Ong Chih Ching	Chief Operating Officer since 1 August 2010	Nil

10. 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 undertaking 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.

On behalf of the Board of Directors

Ong Chih Ching
Executive Chairman and Executive Director

Leny Suparman
Executive Director and Group Chief Executive Officer

29 July 2022