

**UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS  
FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2023**

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**A. CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

1(i) Condensed Interim Consolidated Statement of Comprehensive Income For The Six Months Ended 31 December 2023 ("2H 2023")

and Financial Year Ended 31 December 2023 ("FY2023")

	Group		Change %	Group		Change %
	2H 2023 S\$'000	2H 2022 S\$'000		FY2023 S\$'000	FY2022 S\$'000	
<b>Revenue</b>	<b>316,818</b>	<b>254,183</b>	<b>25%</b>	<b>599,998</b>	<b>506,236</b>	<b>19%</b>
Materials and subcontract costs	(212,938)	(153,437)	39%	(398,777)	(307,739)	30%
Employee benefits	(37,753)	(35,533)	6%	(71,507)	(67,749)	6%
Depreciation and amortisation	(17,772)	(16,433)	8%	(33,937)	(33,255)	2%
Finance costs	(26,048)	(24,533)	6%	(53,302)	(42,917)	24%
Other operating expenses	(40,468)	(49,017)	-17%	(81,860)	(81,243)	1%
Interest income	659	1,095	-40%	978	1,335	-27%
Rental income	3,267	2,857	14%	6,395	5,936	8%
Other income	5,228	8,813	-41%	8,412	14,817	-43%
Share of results of associates and a joint venture	3,961	971	308%	5,069	1,074	372%
<b>Loss before tax</b>	<b>(5,046)</b>	<b>(11,034)</b>	<b>-54%</b>	<b>(18,531)</b>	<b>(3,505)</b>	<b>429%</b>
Taxation	96	(3,705)	n.m.	1,431	(8,241)	n.m.
<b>Loss for the year</b>	<b>(4,950)</b>	<b>(14,739)</b>	<b>-66%</b>	<b>(17,100)</b>	<b>(11,746)</b>	<b>46%</b>
<b>Other comprehensive income</b>						
Net fair value changes on debt and equity instruments at fair value through other comprehensive income ("FVOCI")	(1,838)	(830)	122%	(2,991)	(1,064)	181%
Net gain/(loss) on cash flow hedge	776	(70)	n.m.	1,349	(70)	n.m.
Foreign currency translation	(267)	(7,823)	-97%	(1,432)	(12,775)	-89%
Share of other comprehensive income of associates	(766)	(2,544)	-70%	(2,253)	(4,506)	-50%
<b>Other comprehensive income for the year, net of tax</b>	<b>(2,095)</b>	<b>(11,267)</b>	<b>-81%</b>	<b>(5,327)</b>	<b>(18,415)</b>	<b>-71%</b>
<b>Total comprehensive income for the year</b>	<b>(7,045)</b>	<b>(26,006)</b>	<b>-73%</b>	<b>(22,427)</b>	<b>(30,161)</b>	<b>-26%</b>
<b><u>(Loss)/profit attributable to:</u></b>						
Owners of the Company	(8,544)	(14,178)	-40%	(23,540)	(14,710)	60%
Holders of perpetual securities	1,300	-	n.m.	1,300	-	n.m.
Non-controlling interests	2,294	(561)	n.m.	5,140	2,964	73%
	<b>(4,950)</b>	<b>(14,739)</b>	<b>-66%</b>	<b>(17,100)</b>	<b>(11,746)</b>	<b>46%</b>
<b><u>Total comprehensive income attributable to:</u></b>						
Owners of the Company	(10,968)	(25,004)	-56%	(29,281)	(32,151)	-9%
Holders of perpetual securities	1,300	-	n.m.	1,300	-	n.m.
Non-controlling interests	2,623	(1,002)	n.m.	5,554	1,990	179%
	<b>(7,045)</b>	<b>(26,006)</b>	<b>-73%</b>	<b>(22,427)</b>	<b>(30,161)</b>	<b>-26%</b>
<b>Loss per ordinary share (cents)</b>						
-Basic and diluted	<b>(0.39)</b>	<b>(0.65)</b>	<b>-41%</b>	<b>(1.08)</b>	<b>(0.68)</b>	<b>59%</b>

**A. CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (CONTINUED)**

*Other information :-*

	Group		Change %	Group		Change %
	2H 2023 S\$'000	2H 2022 S\$'000		FY2023 S\$'000	FY2022 S\$'000	
<b>Other Income</b>						
Foreign exchange gain	111	895	-88%	272	1,047	-74%
Net fair value gain on derivatives	49	1,173	-96%	383	2,266	-83%
Net fair value gain on investment properties	282	1,040	-73%	282	1,570	-82%
Fair value gain on investment securities	8	5	64%	8	1,291	-99%
Government grants and other miscellaneous income	4,777	4,705	2%	7,465	7,533	-1%
Dividend income from equity instruments	1	256	-100%	2	371	-100%
Write-back of impairment for development property	-	739	n.m.	-	739	n.m.
	<b>5,228</b>	<b>8,813</b>		<b>8,412</b>	<b>14,817</b>	
<b>Other operating expenses</b>	<b>(40,468)</b>	<b>(49,017)</b>		<b>(81,860)</b>	<b>(81,243)</b>	
<u>Included in other operating expenses</u>						
Sales and marketing expenses	(14,938)	(15,117)	-1%	(29,939)	(28,088)	7%
Rental expenses	(842)	(664)	27%	(1,463)	(1,109)	32%
Allowance for write down of development properties and properties held for sale	-	(8,696)	n.m.	-	(8,696)	n.m.
Impairment loss on property, plant and equipment	(79)	(526)	-85%	(79)	(526)	-85%
Repair and maintenance	(11,269)	(7,072)	59%	(18,606)	(14,427)	29%
Foreign exchange loss	(1,486)	(5,515)	-73%	(8,023)	(8,758)	-8%

n.m - means "not meaningful"

**A1. Notes:**

- 1a. The Group recognises all inventories, including trade-in stock and sales return stock at cost. For finished stocks aged 2 years and above, allowance for stock obsolescence was made to take into consideration labour costs for designing and rework.
- 1b. The higher materials and subcontract costs in FY2023 and 2H 2023 was mainly due to higher revenue and lower gross profit margin for all business segments. The lower gross profit margin for real estate business was mainly due to the sales of 240 Margaret Street, Brisbane and a development site in Penang, Malaysia.
- 1c. The increase in employee benefits for FY2023 and 2H 2023 was mainly due to higher staff costs for retail business segment.
- 1d. Depreciation of fixed assets in retail outlets is computed on a straight-line basis over 3-5 years.
- 1e. The higher finance costs for FY2023 and 2H 2023 was mainly due to higher interest rate for loans and borrowings.
- 1f. The decrease in other operating expenses in 2H 2023 was mainly due to allowance for write down of development properties and properties held for sale in 2H 2022.
- 1g. The decrease in other income in FY2023 and 2H 2023 was mainly attributable to higher foreign exchange gain, write-back of impairment for development property and fair value gain on investment properties and derivatives in FY2022 and 2H 2022.
- 1h. The increase in share of results of associates and a joint venture in FY2023 and 2H 2023 was mainly due to higher profit contribution from bullion and hospitality businesses.
- 1i. The lower effective tax rate in FY2023 and 2H 2023 was mainly due to certain charges is a result of net loss in the real estate business whereby tax losses in certain subsidiaries cannot be offset against taxable profits in other subsidiaries under the relevant tax jurisdiction.

## B. CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION

	Group		Company	
	31-Dec-23 S\$'000	31-Dec-22 S\$'000	31-Dec-23 S\$'000	31-Dec-22 S\$'000
<b>Non-current assets</b>				
Property, plant and equipment	205,448	205,662	1	2
Intangible assets	15,965	10,898	61	102
Investment properties	107,838	142,462	-	-
Investment in subsidiaries	-	-	278,465	280,817
Investment in associates	119,863	117,144	76,529	76,529
Investment in a joint venture	-	685	-	-
Investment securities	2,201	4,183	-	-
Trade and other receivables	4,268	4,340	-	-
Right-of-use assets	86,179	84,566	-	-
Prepayments	-	-	-	-
Deferred tax assets	2,462	2,043	8	-
	<b>544,224</b>	<b>571,983</b>	<b>355,064</b>	<b>357,450</b>
<b>Current assets</b>				
Inventories	196,281	196,059	-	-
Development properties	149,702	163,705	-	-
Properties held for sale	153,028	221,769	-	-
Trade and other receivables	490,827	395,574	28	49
Prepayments	3,241	5,019	8	35
Due from subsidiaries (non-trade)	-	-	280,276	162,182
Due from associates	3,152	2,279	112	5
Investment securities	2,821	3,620	-	-
Derivatives	2,797	754	-	-
Cash and bank balances	53,843	53,521	1,450	3,358
	<b>1,055,692</b>	<b>1,042,300</b>	<b>281,874</b>	<b>165,629</b>
<b>Total assets</b>	<b>1,599,916</b>	<b>1,614,283</b>	<b>636,938</b>	<b>523,079</b>
<b>Current liabilities</b>				
Trade and other payables	144,985	101,739	15,467	20,503
Due to immediate holding company (non-trade)	-	1,650	-	1,650
Due to subsidiaries (non-trade)	-	-	30,975	35,495
Due to an associate (non-trade)	79	117	-	-
Provision for taxation	8,852	17,306	621	243
Derivatives	1,525	1,525	-	-
Lease liabilities	22,975	22,550	-	-
Interest-bearing loans and borrowings	502,540	546,708	-	8,100
Medium-term notes	15,480	-	-	-
	<b>696,436</b>	<b>691,595</b>	<b>47,063</b>	<b>65,991</b>
<b>Net current assets</b>	<b>359,256</b>	<b>350,705</b>	<b>234,811</b>	<b>99,638</b>
<b>Non-current liabilities</b>				
Other payables	656	4,912	-	-
Interest-bearing loans and borrowings	200,839	170,879	-	-
Lease liabilities	65,470	64,560	-	-
Medium-term notes	105,104	253,468	46,340	50,000
Deferred tax liabilities	25,707	32,503	-	11
	<b>397,776</b>	<b>526,322</b>	<b>46,340</b>	<b>50,011</b>
<b>Total liabilities</b>	<b>1,094,212</b>	<b>1,217,917</b>	<b>93,403</b>	<b>116,002</b>
<b>Net assets</b>	<b>505,704</b>	<b>396,366</b>	<b>543,535</b>	<b>407,077</b>
<b>Equity attributable to owners of the Company</b>				
Share capital	272,066	267,574	272,066	267,574
Treasury shares	(2,303)	(1,704)	(2,303)	(1,704)
Other reserves	(54,522)	(48,493)	913	913
Revenue reserves	71,569	94,900	140,109	140,294
Ordinary equity	<b>286,810</b>	<b>312,277</b>	<b>410,785</b>	<b>407,077</b>
Perpetual securities	132,750	-	132,750	-
	<b>419,560</b>	<b>312,277</b>	<b>543,535</b>	<b>407,077</b>
Non-controlling interests	86,144	84,089	-	-
<b>Total equity</b>	<b>505,704</b>	<b>396,366</b>	<b>543,535</b>	<b>407,077</b>
<b>Net asset value per ordinary share (in cents)</b>	<b>18.87</b>	<b>14.43</b>	<b>24.45</b>	<b>18.82</b>

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**B. CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION (CONTINUED)**


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**B1. Review of Financial Position**

The Group's total equity increased from S\$396.4 million as at 31 December 2022 to S\$505.7 million as at 31 December 2023. This was mainly due to the issuance of perpetual securities in 2H 2023, partially offset by the decrease in revenue reserves and other reserves. The decrease in revenue reserves was mainly due to loss attributable to owners in FY2023. The decrease in other reserves was mainly due to the foreign currency translation loss and net fair value changes on debt and equity instruments at FVOCI.

The Group's total assets of S\$1,599.9 million as at 31 December 2023 was S\$14.4 million lower as compared to 31 December 2022. This was mainly attributable to the decrease in properties held for sale, investment properties, development properties, investment securities and prepayments, partially offset by the increase in trade and other receivables, intangible assets, investment in associates, derivatives and right-of-use assets. The decrease in properties held for sale and investment properties was mainly due to the weakening of Australian Dollar and Malaysian Ringgit and sales of residential units of Australia 108 development, 240 Margaret Street, Brisbane in 2H 2023 and a development site in Penang, Malaysia in 1H 2023. The increase in trade and other receivables was mainly due to the increase in pledge book for the financial service business.

The Group's total liabilities of S\$1,094.2 million as at 31 December 2023 was S\$123.7 million lower than that as at 31 December 2022. This was largely due to the exchange of \$132.8 million of its Medium Term Notes into Perpetual Securities, decrease in loans and borrowings, provision for taxation and deferred tax liabilities, partially offset by the increase in trade and other payables and lease liabilities.

**C. CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS**

	<b>FY2023 S\$'000</b>	<b>FY2022 S\$'000</b>
<b>Operating activities</b>		
Loss before tax	(18,531)	(3,505)
Adjustments for:		
Property, plant and equipment written-off	482	235
Impairment loss on property, plant and equipment	79	526
Impairment loss on right-of-use assets	-	189
Allowance for write down of development properties and properties held for sale	-	8,696
Loss on disposal of property, plant and equipment	175	96
Gain on modification and termination of lease contracts	(24)	(243)
Loss/(gain) on disposal of investment properties	3,260	(1,346)
Loss/(gain) on disposal of investment in a joint venture/an associate	202	(14)
Net fair value (gain)/loss of derivatives	(695)	1,801
Fair value gain on investment securities	(8)	(1,291)
Net fair value gain on investment properties	(282)	(1,570)
Reversal of impairment on investment securities	(74)	(20)
Depreciation of property, plant and equipment	8,328	8,033
Depreciation of right-of-use assets	24,100	24,675
Write-back of inventories	(266)	(448)
Write-back of allowance for write-down of development properties	-	(739)
Allowance for expected credit loss on trade and other receivables	5,327	4,050
Interest expense	52,676	41,918
Interest income	(978)	(3,457)
Amortisation of prepaid rent	1	3
Amortisation of intangible assets	1,508	544
Amortisation of medium-term notes issuance fee	626	999
Net loss on disposal of investment securities	- *	194
Dividend income from equity instruments	(2)	(371)
Share of results of associates and a joint venture	(5,069)	(1,074)
Unrealised foreign exchange differences	6,094	6,295
<b>Operating cash flows before changes in working capital</b>	<b>76,929</b>	<b>84,176</b>
Decrease/(increase) in:		
Inventories	339	(26,847)
Development properties and properties held for sale	74,615	38,462
Trade and other receivables	(88,346)	(57,320)
Prepayments	1,463	(1,337)
Restricted cash	1,026	1,024
Increase in:		
Trade and other payables	21,237	18,272
<b>Cash flows generated from operations</b>	<b>87,263</b>	<b>56,430</b>
Interest paid	(36,275)	(26,218)
Income taxes paid	(13,868)	(7,910)
<b>Net cash flows generated from operating activities</b>	<b>37,120</b>	<b>22,302</b>
<b>Investing activities</b>		
Net cash outflow on acquisition of a subsidiary	(6,174)	-
Net cash inflow on disposal of a joint venture	467	-
Purchase of property, plant and equipment	(12,061)	(18,077)
Acquisition of intangible assets	(1,260)	(2,120)
Proceeds from sale of property, plant and equipment	122	64
Investment in an associate	(3)	-
Interest received	979	4,612
Purchase of investment securities	(285)	(225)
Dividend income from equity instruments received	2	371
Dividend income from an associate received	-	356
Proceeds from disposal of investment securities	15	3,072
Proceeds from sale of investment properties	29,730	14,367
Proceeds from issuance of ordinary shares by subsidiaries to non-controlling interests	1,607	-
Acquisition of non-controlling interests in subsidiaries	-	(481)
Due from associates (non-trade), net	(792)	(927)
<b>Net cash flows generated from investing activities</b>	<b>12,347</b>	<b>1,012</b>

**C. CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)**

	<b>FY2023 S\$'000</b>	<b>FY2022 S\$'000</b>
<b>Financing activities</b>		
Dividends paid to shareholders of the Company	(897)	-
Dividends paid to non-controlling interests of subsidiaries	(3,528)	(4,994)
Capital reduction from non-controlling shareholder	(3,708)	-
Proceeds from issuance of medium-term notes	-	36,750
Repayment of medium-term notes	(250)	(23,000)
Purchase of treasury shares	(599)	(222)
Purchase of treasury shares of a subsidiary	-	(145)
Proceeds from term loans	81,475	23,368
Repayment of term loans	(124,374)	(69,276)
Proceeds from short-term bank borrowings	87,093	152,474
Repayment of short-term bank borrowings	(54,499)	(100,154)
Interest paid on lease liabilities	(2,401)	(2,090)
Repayment of principal portion of lease liabilities	(24,273)	(24,616)
Medium-term notes issuance fee paid	(184)	(552)
(Repayment to)/advance from immediate holding company (non-trade)	(1,650)	1,150
<b>Net cash flows used in financing activities</b>	<b>(47,795)</b>	<b>(11,307)</b>
Net increase in cash and cash equivalents	1,672	12,007
Cash and cash equivalents at beginning of year	51,509	40,258
Effect of exchange rate changes on cash and cash equivalents	(324)	(756)
<b>Cash and cash equivalents at end of year</b>	<b>52,857</b>	<b>51,509</b>

As at 31 December 2023, an amount of S\$1.0 million (31 December 2022: S\$2.0 million) has not been included in cash and cash equivalents of the Group as the amount relates to a reserve account pledged against loan granted by a bank or third party.

\* Less than \$1,000

**C1. Cashflow Analysis**

Net cash generated from operating activities was S\$37.1 million in FY2023 as compared to net cash generated from operating activities of S\$22.3 million in FY2022. This was mainly due to decrease in development properties, properties held for sales, and increase in trade and other payables, partially offset by increase in trade and other receivables. The decrease in properties held for sale was mainly due to the sales of residential units of Australia 108 development. The increase in trade and other receivables was mainly due to the increase in pledge book for the financial service business.

Net cash generated from investing activities of S\$12.3 million in FY2023 was largely attributable to the proceeds from disposal of investment properties in FY2023, partially offset by the purchase of property, plant and equipment and net cash flow on acquisition of a subsidiary.

Net cash used in financing activities was S\$47.8 million in FY2023 as compared to S\$11.3 million in FY2022. This comprised principally the repayment of term loans and principal portion of lease liabilities, partially offset by the net increase in short-term bank borrowings.

As a result, cash and cash equivalent balances increased to S\$52.9 million as at 31 December 2023 from S\$51.5 million as at 31 December 2022.

**D. CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY**

	Attributable to owners of the Company				Perpetual Securities S\$'000	Non-controlling interests S\$'000	Total S\$'000
	Share capital S\$'000	Treasury shares S\$'000	Revenue reserves S\$'000	Other reserves S\$'000			
<b>Group</b>							
Balance as at 1 January 2023	267,574	(1,704)	94,900	(48,493)	-	84,089	396,366
(Loss)/profit for the year	-	-	(23,540)	-	1,300	5,140	(17,100)
<u>Other comprehensive income for the year</u>							
Net fair value changes on debt and equity instruments at FVOCI	-	-	-	(2,833)	-	(158)	(2,991)
Net gain on cash flow hedge	-	-	-	960	-	389	1,349
Foreign currency translation	-	-	-	(1,615)	-	183	(1,432)
Share of other comprehensive income of associates	-	-	-	(2,253)	-	-	(2,253)
Other comprehensive income for the year, net of tax	-	-	-	(5,741)	-	414	(5,327)
<u>Contributions by and distributions to owners</u>							
Dividends on ordinary shares	-	-	26	-	-	-	26
Dividend paid to non-controlling interests of subsidiaries - Cash and scrip dividends	-	-	-	-	-	(3,833)	(3,833)
Ordinary share issued under scrip dividend	4,492	-	-	-	-	-	4,492
Issuance of perpetual securities	-	-	-	-	132,750	-	132,750
Distribution of perpetual securities	-	-	-	-	(1,300)	-	(1,300)
Purchase of treasury shares	-	(599)	-	-	-	-	(599)
Total contributions by and distributions to owners	4,492	(599)	26	-	131,450	(3,833)	131,536
<u>Changes in ownership interests in subsidiaries</u>							
Acquisition of non-controlling interests in a subsidiary without a change in control	-	-	-	-	-	1,939	1,939
Premium on dilution of interests in a subsidiary	-	-	-	(210)	-	210	-
Change in ownership interest in subsidiaries without a change in control	-	-	-	105	-	286	391
Capital contribution from non-controlling interests	-	-	-	-	-	1,607	1,607
Capital reduction from non-controlling interests	-	-	-	-	-	(3,708)	(3,708)
Total changes in ownership interests in subsidiaries	-	-	-	(105)	-	334	229
<u>Others</u>							
Transfer from foreign currency translation reserve to fair value adjustment reserve and revenue reserve	-	-	183	(183)	-	-	-
Total Others	-	-	183	(183)	-	-	-
<b>Balance as at 31 December 2023</b>	<b>272,066</b>	<b>(2,303)</b>	<b>71,569</b>	<b>(54,522)</b>	<b>132,750</b>	<b>86,144</b>	<b>505,704</b>
<b>Balance as at 1 January 2022</b>	<b>267,574</b>	<b>(1,482)</b>	<b>117,464</b>	<b>(30,828)</b>	<b>-</b>	<b>84,802</b>	<b>437,530</b>
(Loss)/profit for the year	-	-	(14,710)	-	-	2,964	(11,746)
<u>Other comprehensive income for the year</u>							
Net fair value changes on debt and equity instruments at FVOCI	-	-	-	(705)	-	(359)	(1,064)
Net loss on cash flow hedge	-	-	-	(49)	-	(21)	(70)
Foreign currency translation	-	-	-	(12,181)	-	(594)	(12,775)
Share of other comprehensive income of associates	-	-	-	(4,506)	-	-	(4,506)
Other comprehensive income for the year, net of tax	-	-	-	(17,441)	-	(974)	(18,415)
<u>Contributions by and distributions to owners</u>							
Dividend on ordinary shares	-	-	(5,416)	-	-	-	(5,416)
Dividend paid to non-controlling interests of subsidiaries - Cash dividends	-	-	-	-	-	(5,516)	(5,516)
Purchase of treasury shares	-	(222)	-	-	-	-	(222)
Total contributions by and distributions to owners	-	(222)	(5,416)	-	-	(5,516)	(11,154)
<u>Changes in ownership interests in subsidiaries</u>							
Acquisition of non-controlling interests in a subsidiary without a change in control	-	-	-	(1,239)	-	804	(435)
Premium on dilution of interest in a subsidiary	-	-	-	(2,425)	-	2,425	-
Capital contribution from non-controlling interest	-	-	-	-	-	-	-
Changes in ownership interests in subsidiaries without a change in control	-	-	-	1,002	-	(416)	586
Total changes in ownership interests in subsidiaries	-	-	-	(2,662)	-	2,813	151
<u>Others</u>							
Transfer from foreign currency translation reserve to fair value adjustment reserve and revenue reserve	-	-	(2,438)	2,438	-	-	-
Total Others	-	-	(2,438)	2,438	-	-	-
<b>Balance as at 31 December 2022</b>	<b>267,574</b>	<b>(1,704)</b>	<b>94,900</b>	<b>(48,493)</b>	<b>-</b>	<b>84,089</b>	<b>396,366</b>



**D. CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (CONTINUED)**

	Share capital	Treasury shares	Revenue reserves	Other reserves	Perpetual Securities	Non-controlling interests	Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>Company</b>							
Balance as at 1 January 2023	267,574	(1,704)	140,294	913	-	-	407,077
Profit for the year, representing total comprehensive income for the year	-	-	(211)	-	1,300	-	1,089
<i>Contributions by and distributions to owners</i>							
Dividends on ordinary shares - Cash dividends	-	-	26	-	-	-	26
Ordinary shares issued under scrip dividend	4,492	-	-	-	-	-	4,492
Issuance of perpetual securities	-	-	-	-	132,750	-	132,750
Distribution of perpetual securities	-	-	-	-	(1,300)	-	(1,300)
Purchase of treasury shares	-	(599)	-	-	-	-	(599)
Total contributions by and distributions to owners	4,492	(599)	26	-	131,450	-	135,369
<b>Balance as at 31 December 2023</b>	<b>272,066</b>	<b>(2,303)</b>	<b>140,109</b>	<b>913</b>	<b>132,750</b>	<b>-</b>	<b>543,535</b>
Balance as at 1 January 2022	267,574	(1,482)	60,062	913	-	-	327,067
Profit for the year, representing total comprehensive income for the year	-	-	85,648	-	-	-	85,648
<i>Contributions by and distributions to owners</i>							
Dividend on ordinary shares - cash dividends	-	-	(5,416)	-	-	-	(5,416)
Purchase of treasury shares	-	(222)	-	-	-	-	(222)
Total contributions by and distributions to owners	-	(222)	(5,416)	-	-	-	(5,638)
<b>Balance as at 31 December 2022</b>	<b>267,574</b>	<b>(1,704)</b>	<b>140,294</b>	<b>913</b>	<b>-</b>	<b>-</b>	<b>407,077</b>

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

**E1. Corporate Information**

Aspial Corporation Limited (the "Company") is a limited liability company incorporated and domiciled in Singapore and whose shares are publicly traded on the Mainboard of the Singapore Exchange. These condensed interim consolidated financial statements as at and for the six months and full year ended 31 December 2023 comprise the Company and its subsidiaries (collectively, the "Group"). The principal activities of the Company are investment holding and provision of management services.

The principal activities of the Group are retail, real estate and financial service businesses.

**E2. Basis of Preparation**

The condensed interim financial statements for the six months and full year ended 31 December 2023 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 interim financial statements for the period ended 30 June 2023.

The accounting policies and method of computation adopted are consistent with those of the previous financial year except that in the current financial period, the Group has adopted all the new and amended standards which are relevant to the Group and are effective for annual financial periods beginning on or after 1 January 2023. The adoption of these standards did not have any material effect on the financial performance or position of the Group.

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, except when otherwise indicated.

**E2.1 New and amended standards adopted by the Group**

A number of amendments to the 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.

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**
**E2.2 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 December 2022.

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.

**E3. Seasonal Operations**

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

**E4. Segment Information**

The segment reporting format is determined to be business segments as the Group's risks and rates of return are affected predominantly by differences in the products and services offered. The operating businesses are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

The Group is organised into three main operating business segments, namely:

- (a) Retail and trading of jewellery;
- (b) Real estate business; and
- (c) Financial service business.

Other operations include rental of properties and provision of other support services.

2H 2023	Retail	Financial Service	Real Estate	Others	Elimination	Group
Business Segment	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>Revenue</b>	228,059	32,415	56,344	-	-	316,818
Inter-segment revenue	-	31,323	-	-	(31,323)	-
	228,059	63,738	56,344	-	(31,323)	316,818
<b>Results :</b>						
Segment result	11,090	14,783	(8,281)	3,964	(1,080)	20,476
Unallocated expenses	-	-	-	-	-	(133)
Interest income	241	3	138	12,608	(12,331)	659
<b>Profit/(loss) from operations</b>	11,331	14,786	(8,143)	16,572		21,002
Finance costs	(3,736)	(10,103)	(12,949)	(11,724)	12,464	(26,048)
<b>Profit/(loss) from operations before taxation</b>	7,595	4,683	(21,092)	4,848		(5,046)
Tax (expenses)/credit	(1,685)	543	1,938	(700)	-	96
<b>Profit/(loss) for the period</b>	5,910	5,226	(19,154)	4,148		(4,950)
<b>Other segment information</b>						
Depreciation and amortisation	10,246	4,967	311	2,248	-	17,772
Share of result from associates	3,473	-	(264)	752	-	3,961
Share of result from joint venture	-	-	-	-	-	-
Other significant non-cash expenses/(income)	113	2,615	(333)	(59)	-	2,336

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**

**E4. Segment Information (Continued)**

<b>2H 2022</b>	<b>Retail</b>	<b>Financial Service</b>	<b>Real Estate</b>	<b>Others</b>	<b>Elimination</b>	<b>Group</b>
<b>Business Segment</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Revenue</b>	198,766	27,644	27,773	-	-	254,183
Inter-segment revenue	-	24,979	-	-	(24,979)	-
	198,766	52,623	27,773	-	(24,979)	254,183
<b>Results :</b>						
Segment result	17,528	8,639	(9,243)	69,989	(74,376)	12,537
Unallocated expenses	-	-	-	-	-	(133)
Interest income	379	-	419	10,028	(9,731)	1,095
<b>Profit/(loss) from operations</b>	17,907	8,639	(8,824)	80,017	-	13,499
Finance costs	(2,218)	(5,872)	(13,274)	(12,900)	9,731	(24,533)
<b>Profit/(loss) from operations before taxation</b>	15,689	2,767	(22,098)	67,117	-	(11,034)
Tax (expenses)/credit	(3,375)	(1,470)	1,374	(234)	-	(3,705)
<b>Profit/(loss) for the period</b>	12,314	1,297	(20,724)	66,883	-	(14,739)
<b>Other segment information</b>						
Depreciation and amortisation	9,153	5,416	173	1,691	-	16,433
Share of result from associates	889	-	(224)	347	-	1,012
Share of result from joint venture	(26)	-	-	14	(29)	(41)
Other significant non-cash expenses/(income)	16	738	3,133	(528)	2,912	6,271

<b>FY2023</b>	<b>Retail</b>	<b>Financial Service</b>	<b>Real Estate</b>	<b>Others</b>	<b>Elimination</b>	<b>Group</b>
<b>Business Segment</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Revenue</b>	441,154	64,116	94,728	-	-	599,998
Inter-segment revenue	15	62,165	-	-	(62,180)	-
	441,169	126,281	94,728	-	(62,180)	599,998
<b>Results :</b>						
Segment result	23,786	30,864	(21,934)	8,235	(6,892)	34,059
Unallocated expenses	-	-	-	-	-	(266)
Interest income	639	5	358	22,534	(22,558)	978
<b>Profit/(loss) from operations</b>	24,425	30,869	(21,576)	30,769	-	34,771
Finance costs	(6,581)	(17,758)	(26,805)	(24,897)	22,739	(53,302)
<b>Profit/(loss) from operations before taxation</b>	17,844	13,111	(48,381)	5,872	-	(18,531)
Tax (expenses)/credit	(3,766)	(654)	6,808	(957)	-	1,431
<b>Profit/(loss) for the year</b>	14,078	12,457	(41,573)	4,915	-	(17,100)
<b>Assets and liabilities</b>						
Segment assets	321,916	484,555	540,144	996,131	(862,693)	1,480,053
Investment in joint ventures	-	-	-	-	-	-
Investment in associates	22,412	-	5,150	92,301	-	119,863
<b>Total assets</b>	344,328	484,555	545,294	1,088,432	-	1,599,916
Segment liabilities	247,843	416,251	486,016	529,984	(585,882)	1,094,212
<b>Total liabilities</b>						1,094,212
<b>Other segment information</b>						
Depreciation and amortisation	19,633	9,729	629	3,946	-	33,937
Share of result from associates	4,517	-	(610)	1,177	-	5,084
Share of result from joint venture	(15)	-	-	-	-	(15)
Capital expenditure	5,562	1,276	4,346	877	-	12,061
Other significant non-cash expenses/(income)	98	5,417	(585)	(55)	-	4,875

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**

**E4. Segment Information (Continued)**

<b>FY2022</b>	<b>Retail</b>	<b>Financial Service</b>	<b>Real Estate</b>	<b>Others</b>	<b>Elimination</b>	<b>Group</b>
<b>Business Segment</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Revenue</b>	391,238	53,648	61,350	-	-	506,236
Inter-segment revenue	22	44,727	-	-	(44,749)	-
	391,260	98,375	61,350	-	(44,749)	506,236
<b>Results :</b>						
Segment result	34,072	19,074	(10,741)	100,183	(104,245)	38,343
Unallocated expenses	-	-	-	-	-	(266)
Interest income	612	-	570	19,475	(19,322)	1,335
<b>Profit/(loss) from operations</b>	34,684	19,074	(10,171)	119,658	19,322	39,412
Finance costs	(3,423)	(9,728)	(24,168)	(24,920)	-	(42,917)
<b>Profit/(loss) from operations before taxation</b>	31,261	9,346	(34,339)	94,738	-	(3,505)
Tax (expenses)/credit	(6,142)	(2,642)	1,502	(959)	-	(8,241)
<b>Profit/(loss) for the year</b>	25,119	6,704	(32,837)	93,779	-	(11,746)
<b>Assets and liabilities</b>						
Segment assets	321,184	432,500	653,908	997,937	(909,075)	1,496,454
Investment in joint ventures	685	-	-	-	-	685
Investment in associates	18,020	-	5,760	93,364	-	117,144
<b>Total assets</b>	339,889	432,500	659,668	1,091,301	-	1,614,283
Segment liabilities	248,278	384,078	553,042	652,826	(620,307)	1,217,917
<b>Total liabilities</b>						1,217,917
<b>Other segment information</b>						
Depreciation and amortisation	18,476	11,141	286	3,352	-	33,255
Share of result from associates	1,540	-	(267)	(165)	-	1,108
Share of result from joint venture	28	-	-	61	(123)	(34)
Capital expenditure	9,840	1,640	6,217	380	-	18,077
Other significant non-cash (income)/expenses	(1,387)	4,615	1,595	(373)	2,912	7,362

**E5. Disaggregation of Revenue**

	<b>Group</b>		<b>Group</b>	
	<b>2H 2023</b>	<b>2H 2022</b>	<b>FY2023</b>	<b>FY2022</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Major product or service lines</b>				
Interest income from pawnbroking services	31,334	27,134	60,776	51,526
Interest income and distribution income from secured lending	248	510	549	2,122
Sale of unredeemed articles - recognised at point in time	833	-	2,791	-
Sale of jewellery and branded merchandise - recognised at a point in time	228,059	198,766	441,154	391,238
Sale of properties - recognised at a point in time	54,350	26,846	91,374	59,904
Room revenue - recognised over time	1,994	927	3,354	1,446
	316,818	254,183	599,998	506,236
<b>Geographical information</b>				
Singapore	234,004	201,736	452,146	393,472
Australia	53,930	26,817	85,093	63,396
Malaysia	9,052	3,279	24,659	7,017
Greater China	3,016	4,192	6,045	7,782
Europe	16,816	18,159	32,055	34,569
	316,818	254,183	599,998	506,236

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**

**E5. Disaggregation of Revenue (Continued)**

A breakdown of sales:

	Group		
	FY2023 S\$'000	FY2022 S\$'000	Increase/ (Decrease) %
Sales reported for the first half year	283,180	252,053	12%
(Loss)/profit after tax before deducting non-controlling interests for first half	(12,150)	2,993	n.m.
Sales reported for second half year	316,818	254,183	25%
Loss after tax before deducting non-controlling interests for second half	(4,950)	(14,739)	-66%

n.m - means "not meaningful"

**E6. Related Party Transactions**

	Group		Group	
	2H 2023 S\$'000	2H 2022 S\$'000	FY2023 S\$'000	FY2022 S\$'000
<b>Related party transactions</b>				
Goods purchased from an affiliated company	-	642	-	1,190
Rental received from an associate	78	79	156	167
Marketing income paid to an associate	42	98	114	224
Management fee received from an associate	244	244	488	488
Sales of goods to an associate	5,206	4,883	8,968	9,369

**E7. Financial Assets and Financial Liabilities**

Set out below is an overview of the financial assets and financial liabilities of the Group as at 31 December 2023 and 31 December 2022:

	Group			Company		
	Carrying Amount			Carrying Amount		
	Assets at amortised cost S\$'000	Liabilities at amortised cost S\$'000	Total S\$'000	Assets at amortised cost S\$'000	Liabilities at amortised cost S\$'000	Total S\$'000
<b>31 December 2023</b>						
<b>Financial assets not measured at fair value</b>						
Trade and other receivables*	494,544	-	494,544	28	-	28
Due from subsidiaries (non-trade)	-	-	-	280,276	-	280,276
Due from associates	3,152	-	3,152	112	-	112
Cash and bank balances	53,843	-	53,843	1,450	-	1,450
	551,539	-	551,539	281,866	-	281,866
<b>Financial liabilities not measured at fair value</b>						
Trade and other payables**	-	140,089	140,089	-	15,375	15,375
Due to immediate holding company (non-trade)	-	-	-	-	-	-
Due to subsidiaries (non-trade)	-	-	-	-	30,975	30,975
Due to an associate (non-trade)	-	79	79	-	-	-
Interest-bearing loans and borrowings	-	703,379	703,379	-	-	-
Medium-term notes	-	120,584	120,584	-	46,340	46,340
	-	964,131	964,131	-	92,690	92,690

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**

**E7. Financial Assets and Financial Liabilities (Continued)**

	Group			Company		
	Carrying Amount			Carrying Amount		
	Assets at amortised cost S\$'000	Liabilities at amortised cost S\$'000	Total S\$'000	Assets at amortised cost S\$'000	Liabilities at amortised cost S\$'000	Total S\$'000
<b>31 December 2022</b>						
<b>Financial assets not measured at fair value</b>						
Trade and other receivables*	399,047	-	399,047	49	-	49
Due from subsidiaries (non-trade)	-	-	-	162,182	-	162,182
Due from associates	2,279	-	2,279	5	-	5
Cash and bank balances	53,521	-	53,521	3,358	-	3,358
	454,847	-	454,847	165,594	-	165,594
<b>Financial liabilities not measured at fair value</b>						
Trade and other payables**	-	101,968	101,968	-	20,468	20,468
Due to immediate holding company (non-trade)	-	1,650	1,650	-	1,650	1,650
Due to subsidiaries (non-trade)	-	-	-	-	35,495	35,495
Due to an associate (non-trade)	-	117	117	-	-	-
Interest-bearing loans and borrowings	-	717,587	717,587	-	8,100	8,100
Medium-term notes	-	253,468	253,468	-	50,000	50,000
	-	1,074,790	1,074,790	-	115,713	115,713

\* Excludes GST receivables (net) and tax recoverable

\*\* Excludes GST payables (net), accrued operating expenses (provision of unutilised leave and provision for reinstatement cost) and withholding tax payable

**E8. 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 comprehensive income are:

	Group		Group	
	2H 2023 S\$'000	2H 2022 S\$'000	FY2023 S\$'000	FY2022 S\$'000
<b>Current income tax</b>				
Current income taxation	4,385	6,441	7,917	9,980
(Over)/under provision in respect of previous years	(299)	681	(84)	903
Withholding tax	85	(218)	(2,108)	(191)
<b>Deferred income tax</b>				
Origination and reversal of temporary differences	(3,678)	(4,050)	(6,513)	(2,878)
(Over)/under provision in respect of previous years	(589)	851	(643)	427
	(96)	3,705	(1,431)	8,241

**E9. Dividends**

	Group	
	FY2023 S\$'000	FY2022 S\$'000
<b>Ordinary dividends declared:</b>		
Final exempt (one-tier) dividend for FY2021: 0.25 cent per share	-	5,416
	-	5,416

**E10. Net Asset Value**

	Group		Company	
	31-Dec-23	31-Dec-22	31-Dec-23	31-Dec-22
Net asset value per ordinary share (in cents)	18.87	14.43	24.45	18.82
Ordinary equity excluding perpetual securities per ordinary share (cents)	12.90	14.43	18.48	18.82
Number of ordinary shares in issue (excluding treasury shares) ('000)	2,222,895	2,163,438	2,222,895	2,163,438

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**

**E11. Financial Assets At Fair Value Through Other Comprehensive Income ("FVOCI")**

The fair value of each of the investments in equity instruments designated at FVOCI at the end of the reporting period is as follows:

	Group	
	31-Dec-23 S\$'000	31-Dec-22 S\$'000
<b>At FVOCI</b>		
Equity securities (quoted)		
- Lippo Malls Indonesia Retail Trust	545	1,302
Equity securities (unquoted)		
- Trinity House UK Commercial Property Fund 1 IC	2,729	3,528
- Others	1,062	2,277
	4,336	7,107

**E11.1 Fair Value Measurement**

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

Level 1 - Quoted prices (unadjusted) in active market for identical assets or liabilities that the Group can access at the measurement date,

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and

Level 3 - Unobservable inputs for the asset or liability.

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirety at the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The following table shows an analysis of each class of assets measured at fair value at the end of the reporting period:

	Group 31-Dec-2023			
	Quoted prices in active markets for identical assets (Level 1) S\$'000	Significant observable inputs other than quoted prices (Level 2) S\$'000	Significant unobservable inputs (Level 3) S\$'000	Total S\$'000
<b>Assets measured at fair value</b>				
<b>Financial assets</b>				
<u>At FVOCI</u>				
- Debt securities (quoted)	555	-	-	555
- Equity securities (quoted)	545	-	-	545
- Equity securities (unquoted)	-	-	3,791	3,791
<u>At fair value through profit and loss ("FVPL")</u>				
- Equity securities (quoted)	92	-	-	92
- Equity securities (unquoted)	-	-	39	39
- Derivatives	-	2,797	-	2,797
	1,192	2,797	3,830	7,819
<b>Financial liabilities</b>				
<u>At FVPL</u>				
- Derivatives	-	(1,525)	-	(1,525)
<b>Assets measured at fair value</b>				
<b>Non-financial assets</b>				
<u>Investment properties</u>				
- Singapore	-	-	56,610	56,610
- Malaysia	-	-	14,447	14,447
- Australia	-	-	36,781	36,781
	-	-	107,838	107,838

**E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**

**E11. Financial Assets At Fair Value Through Other Comprehensive Income ("FVOCI") (Continued)**

**E11.1 Fair Value Measurement (Continued)**

	Group 31-Dec-22			
	Quoted prices in active markets for identical assets (Level 1) S\$'000	Significant observable inputs other than quoted prices (Level 2) S\$'000	Significant unobservable inputs (Level 3) S\$'000	Total S\$'000
<b>Assets measured at fair value</b>				
<b>Financial assets</b>				
<u>At FVOCI</u>				
- Debt securities (quoted)	573	-	-	573
- Equity securities (quoted)	1,302	-	-	1,302
- Equity securities (unquoted)	-	-	5,805	5,805
<u>At FVPL</u>				
- Equity securities (quoted)	92	-	-	92
- Equity securities (unquoted)	-	-	31	31
- Derivatives	-	754	-	754
	1,967	754	5,836	8,557
<b>Financial liabilities</b>				
<u>At FVPL</u>				
- Derivatives	-	(1,525)	-	(1,525)
<b>Assets measured at fair value</b>				
<b>Non-financial assets</b>				
<u>Investment properties</u>				
- Singapore	-	-	63,310	63,310
- Malaysia	-	-	15,456	15,456
- Australia	-	-	63,696	63,696
	-	-	142,462	142,462

**E12. Intangible assets**

During the six months ended 31 December 2023, the Group acquired intangible assets amounted to S\$587,000 (six months ended 31 December 2022: S\$1,452,000).

During the year ended 31 December 2023, the Group acquired intangible assets which amounted to S\$1,260,000 (31 December 2022: S\$2,120,000). In addition, the Group recognised goodwill and customer relationship amounting to S\$535,000 in relation to the acquisition of the subsidiaries during the year.

**E13. Property, Plant and Equipment**

During the six months ended 31 December 2023, the Group acquired property, plant and equipment which amounted to S\$8,670,000 (six months ended 31 December 2022: S\$7,666,000).

During the year ended 31 December 2023, the Group acquired property, plant and equipment which amounted to S\$12,061,000 (31 December 2022: S\$18,077,000).

**E14. Investment Properties**

The investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the year in which they arise.

During the six months ended 31 December 2023, there was no acquisition of investment properties (six months ended 31 December 2022: S\$Nil) and the disposal of investment properties amounted to S\$14,970,000 (six months ended 31 December 2022: S\$10,049,000).

During the year ended 31 December 2023, there was no acquisition of investment properties. The disposal of investment properties amounted to S\$32,966,000 in the year ended 31 December 2023 (31 December 2022: S\$13,042,000).

**E14.1 Valuation**

Investment properties that are stated at fair value have been determined based on valuations performed by external appraisers with a recognised and relevant professional qualification and with recent experience in the location and category of the properties being appraised.



## E. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### E15. Group Borrowings And Debt Securities

Amount repayable in one year or less, or on demand

As at 31 December 2023		As at 31 December 2022	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
502,540	15,480	546,708	-

Amount repayable after one year

As at 31 December 2023		As at 31 December 2022	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
200,839	105,104	170,879	253,468

#### Details of collateral

The Group's borrowings and debt securities are secured as follows:-

- i) legal mortgages over subsidiaries' property, plant and equipment, development properties, properties held for sale and investment properties;
- ii) legal assignment of subsidiaries' interest under the Sale and Purchase agreements and tenancy agreements in respect of the units therein which includes the assignment of all the sale and rental proceeds;
- iii) fixed and floating charge on all assets of certain subsidiaries;
- iv) guarantees by non-controlling interests of a subsidiary;
- v) a joint corporate guarantee by the joint operation partners;
- vi) personal guarantees by the subsidiary's director; and/or
- vii) corporate guarantees by the Company and/or subsidiaries.

### E16. Changes in Share Capital

	Company	
	No. of shares '000	S\$ '000
<b>Issued and fully paid share capital (excluding treasury shares)</b>		
Balance at 1 January 2023	2,163,438	265,870
Share buyback <sup>Note 1</sup>	(7,599)	(599)
Balance at 30 June 2023	2,155,839	265,271
Ordinary shares issued under Scrip Dividend Scheme <sup>Note 2</sup>	67,056	4,492
Balance at 31 December 2023	2,222,895	269,763

Note 1 - From January to April 2023, the Company purchased an aggregate of 7,599,100 shares, which are held as treasury shares.

Note 2 - On 17 July 2023, the Company issued 67,056,213 new shares at an issue price of S\$0.067 per share to eligible Shareholders who have elected to participate in the Company's scrip dividend scheme.

### E17. Changes in Treasury Shares

	Company	
	No. of shares '000	S\$ '000
Balance at 1 January 2023	8,140	1,704
Share buyback	7,599	599
Balance at 30 June 2023 and 31 December 2023	15,739	2,303

### E18. Changes in Subsidiary Holdings

Not applicable. The company does not have any subsidiary holdings.

### E19. Subsequent Event

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

## F. OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7.2

### F1. Auditor's Report

The condensed consolidated interim financial statements have neither been audited nor reviewed by the auditors.

### F2. Audit Opinion (Applicable to Companies That Have Received Modified Audit Opinions)

Not applicable. The Group's latest financial statements for the financial year ended 31 December 2022 was not subject to an adverse opinion, qualified opinion or disclaimer of opinion.

### F3. Variance from Forecast Statement

No forecast for the year ended 31 December 2023 was previously provided.

### F4. Earnings per Share

	Group		Group	
	2H 2023	2H 2022	FY2023	FY2022
Loss attributable to equity holders of the Company (S\$'000)	(7,244)	(14,178)	(22,240)	(14,710)
Less: Distribution to perpetual securities holders (S\$'000)	(1,300)	-	(1,300)	-
Loss attributable to ordinary shareholders of the Company (S\$'000)	(8,544)	(14,178)	(23,540)	(14,710)
Weighted average number of shares (excluding treasury shares) ('000)	2,217,064	2,165,238	2,188,330	2,165,712
i) Basic earnings per share (cents)				
- After distribution to perpetual securities holders	(0.39)	(0.65)	(1.08)	(0.68)
- Before distribution to perpetual securities holders	(0.33)	(0.65)	(1.02)	(0.68)
ii) Diluted earnings per share (cents)				
- After distribution to perpetual securities holders	(0.39)	(0.65)	(1.08)	(0.68)
- Before distribution to perpetual securities holders	(0.33)	(0.65)	(1.02)	(0.68)

### F5. Review of Corporate Performance

#### Sales Revenue

In 2H 2023, Group revenue of S\$316.8 million increased 24.6%, or S\$62.6 million, compared to the corresponding period in the previous year.

In FY2023, the Group recorded a revenue of S\$600.0 million, posting a robust growth of 18.5% or S\$93.8 million compared to FY2022.

All three core businesses recorded revenue growth, led by the Real Estate Business revenue of S\$94.7 million, representing an increase of 54.5% or S\$33.4 million year on year. The increase in revenue was mainly attributable to the sales of 240 Margaret Street, Brisbane in 2H 2023 and a development site in Penang, Malaysia in 1H 2023.

The Retail Business revenue of S\$441.2 million in FY2023 increased by 12.8% or S\$49.9 million year on year. The increase was predominantly attributable to the retail and trading of jewellery business in Singapore.

The Financial Service Business revenue of S\$64.1 million in FY2023 increased by 19.6% or S\$10.5 million year on year. The increase in revenue was driven by higher interest income and sales of unredeemed pledges in line with the growing pledge book both in Singapore and Malaysia.

#### Operating Cost

The Group's FY2023 total operating expenses of S\$240.6 million was 6.8% or S\$15.4 million higher year on year in line with the increase in the Group revenue. The higher operating expenses were due to higher finance costs, employee benefits, sales and marketing costs and IT-related costs. Additionally, a one-off item of S\$2.8 million in land taxes was recorded in FY2023, pertaining to an under-provision for land taxes in Australia from previous years which was offset by the allowance for write down of development properties and properties held for sale in FY2022.

#### Profit and Loss

In 2H 2023, the Group registered a pre-tax loss of S\$5.0 million compared to a pre-tax loss of S\$13.5 million in 1H 2023. The lower pre-tax loss in 2H 2023 was partly due to an increase in revenue and higher gross profit margin recorded by the Real Estate Business. Additionally, the utilization of proceeds from the sale of the Margaret Street site and apartments in the Australia 108 development to repay loans contributed to a reduction in finance costs for the period. These sales also contributed to a reduction in operating costs in 2H 2023.

In FY2023, the Group recorded a pre-tax loss of S\$18.5 million as compared to a pre-tax loss of S\$3.5 million in FY2022. The higher pre-tax losses were predominantly attributable to losses from the Real Estate Business.

Pre-tax profit of \$13.1 million from the Financial Service Business increased significantly by 40.9% or \$3.8 million year on year. The higher pre-tax profit was primarily attributable to additional income from administration fee and higher interest income from the growing pledge book in Singapore and Malaysia.

## **F. OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7.2 (CONTINUED)**

### **F5. Review of Corporate Performance (Continued)**

In FY2023, the Retail Business experienced a decline in pre-tax profit, recording S\$17.8 million compared to S\$31.3 million in FY2022. This reduction in pre-tax profit was mainly due to reallocation of internal costs amongst the Group's business segments, higher finance costs, employee benefits and rental expenses.

Pre-tax losses for the Real Estate Business increased to S\$48.4 million in FY2023 from S\$34.3 million in FY2022. This was attributable to several factors, including a reduction in gross profit, a loss incurred on a bulk sale of tenanted apartments in the Australia 108 development, higher selling costs, higher finance costs and an under-provision of past years' land taxes in Australia. Despite reducing the Group's real estate loans, the elevated interest rate resulted in higher finance costs.

The share of results of S\$5.1 million from associates and a joint venture in FY2023 increased by S\$4.0 million, mainly attributable to higher profit contributions from both the bullion and hospitality businesses.

Excluding foreign exchange losses of S\$7.8 million and a non-recurring loss of S\$2.1 million arising from the bulk sale of tenanted apartments and the under-provision of past years' land taxes in Australia of \$2.8 million, the Group's FY2023's pre-tax losses would have been S\$5.8 million.

### **F6. Business Outlook**

The Group adopts a cautiously optimistic view for the FY2024 business outlook. The gradual easing of global core inflation rates is expected to trigger global policy interest rate cuts in the latter half of 2024. The rate and scale of these anticipated adjustments in interest rates will hinge upon key economic indicators, such as inflation trends, unemployment rate shifts, and GDP growth. A transition towards a lower interest rate environment will benefit the Group's overall operations - the financial, retail, and real estate segments. Nonetheless, the Group is acutely aware of ongoing geopolitical risks and remains prepared to address potential impacts on its operations.

The Group is committed to pursuing selective asset enhancement strategies for its current holdings, while actively exploring new opportunities through strategic acquisitions and divestments in the pursuit of creating value and facilitating capital recycling to enhance yields within its portfolio of business and assets.

#### **Retail Business**

The Group anticipates the Retail Business to perform reasonably well in FY2024 in view of healthy consumer sentiments and sustained demand for gold jewellery.

The Group will continue to harness its strong brand identity, extensive retail network, and innovative capabilities, complemented by its focus on comprehensive employee training programs. These elements are crucial in further elevating the effectiveness and efficiency of its Retail Business, ensuring sustained growth and competitive advantage.

#### **Financial Service Business**

The pawnbroking business is experiencing sustained growth, driven by the positive demand for short-term loans amidst rising economic activities. The Group's strategic acquisition of Maxion Holding Sdn Bhd in Malaysia in 2023 is anticipated to be accretive to the Group's financial results in FY2024.

#### **AF Global Limited**

The Group's hospitality assets demonstrated notable resilience in 2023, exceeding its expectations in key performance indicators including room rates, occupancy, and profitability. Given the current business landscape and market sentiments, we anticipate further improvements in both room rates and occupancy. This outlook is bolstered by tourist arrivals inching closer to pre-pandemic levels. The recent visa-free arrangements for Chinese nationals are expected to further rejuvenate Chinese travel to Thailand. Additionally, the Group is witnessing an influx of tourist from varied geographical regions.

On January 10, 2024, AF Global Limited announced the signing of a Sale & Purchase Agreement for the sale of its site in Rawai, Phuket for a consideration of TBH1.6 billion or approximately S\$60 million which marks a significant step in its portfolio optimization strategy. This transaction is subject to various terms and conditions, including the fulfilment of certain condition precedents before completion can take place. The Group will provide updates on any significant developments regarding this transaction.

## **F. OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7.2 (CONTINUED)**

### **F6. Business Outlook (Continued)**

#### **Real Estate Business**

Core Logic reported that Australia's housing upswing continued through the first month of 2024 with the national dwelling values rising 0.4% in January. Core Logic further commented that despite worsening housing affordability, home sales have held slightly above average over the past three months, driven by high migration and tight rental markets. Core Logic expects the housing market to continue trending higher in 2024, with inflation, interest rates, credit policy, consumer sentiment and demographic trends driving demand. RBA (Reserve Bank of Australia) has held the Australian Official Cash Rate at November's rate of 4.35% over the past 3 months.

From 1 January 2023 to 15 February 2024, the Group accomplished notable sales and settlements at its Australia 108 development where a total of 139 apartments were sold and settled (including 43 tenanted apartments in a bulk sale) that generated net sales proceeds of S\$76.0 million contributing net cash of S\$38.0 million (after loan repayments) to the Group.

Additionally, as of February 15, 2024, the Group had secured contracted sales for an additional 22 apartments within the Australia 108 development, which are anticipated to settle over the next several months that will contribute approximately S\$12.8 million in net sales proceeds.

In Malaysia, the Group opened two "Citadines Connect" hotels in Penang in December 2022 and 2023. The Group expects to complete the construction of 2 more hotels at Lebuh Cecil and Lorong Bertam, with a total of 134 keys by Mid 2024 which will also be operated under the "Citadines Connect" brand.

The Group expects its Real Estate Business performance (excluding forex and revaluation gain/loss) to improve in FY2024 driven by improved margins from the sales of higher-level premium apartments, higher revenue for its hotel business, reduced holding costs and lower interest expenses.

#### **Group Debt and Cashflow**

The Group saw a substantial improvement in its net debt position in FY2023.

From 1 January 2023 to 15 February 2024, the Group received net sales proceeds of S\$111.9 million and generated net cash (after loan payments) of S\$61.8 million from the sale of apartments at its Australia 108 development, the sale of the Margaret Street site in Brisbane and a site in Georgetown, Penang. The sale of these properties will further contribute to reducing holding costs and lowering interest expense for the Real Estate Business in FY2024.

As at 31 December 2023, the Group's overseas property assets had a total value of S\$387.7 million with an outstanding loan of S\$130.3 million providing for a conservative loan-to-value ratio of 33.6%. Going forward, the Group will be able to generate a net positive cashflow through a combination of the sale of these properties and refinancing.

In November 2023, following the shareholders' approval in an Extraordinary General Meeting held on 16 October 2023, the Group successfully exchanged S\$132.75 million of Medium-Term Notes ("MTNs") into Perpetual Securities which do not have a fixed redemption date. The exchange program resulted in a significant improved debt-to-equity ratio of the Group.

Following the redemption of the Company and its fully owned subsidiary's MTNs of S\$9.25 million in January 2024, the outstanding MTNs amount to S\$53.0 million. The schedule for future redemptions includes S\$6.25 million due in July 2024, S\$14.0 million maturing in March 2025, with the remaining S\$32.75 million due in December 2025. As previously announced, majority of the MTNs are held by key controlling shareholders of the Company and/or entities and/or persons related to them.

In summary, the Group's focused execution of key treasury initiatives, including the exchange of MTNs for Perpetual Securities and the timely repayment of the MTNs in January 2024, together with the effective divestment of property assets has collectively yielded a significant improvement in the Group's debt-to-equity ratio and liquidity position.

The Group expects an improved financial performance in FY2024 relative to FY2023, barring any adverse impacts arising from foreign exchange movements and/or revaluation adjustments.

**F. OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7.2 (CONTINUED)**

**F7. Interested Person Transactions**

The Group does not have a general mandate from shareholders for interested person transactions pursuant to Rule 920(1)(a)(ii) of the Listing Manual.

**F8. Disclosure of Person Occupying a Managerial Position who is a Relative of a Director or Chief Executive Officer or Substantial Shareholder**

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was held	Details of changes in duties and position held, if any, during the year
Ng Sheng Tiong	57	Husband of Koh Lee Hwee (Executive Director)	<p>He is also a Director of the following subsidiaries/sub-subsidiaries:</p> <p><u>Subsidiaries</u>  World Class Land Pte Ltd  World Class Global Pte Ltd</p> <p><u>Sub-subsidiaries</u>  Dynamic Project Management Services Pte Ltd  World Class Developments Pte Ltd  World Class Developments (Bedok) Pte Ltd  World Class Developments (Central) Pte Ltd  World Class Developments (City Central) Pte Ltd  World Class Developments (North) Pte Ltd  World Class Land (Australia) Pty Ltd  WCL- Central Park (QLD) Pty Ltd  WCL- Cairns(QLD) Pty Ltd  WCL-Southbank (VIC) Pty Ltd  WCL-A Beckett (VIC) Pty Ltd  WCL (QLD) Holdings Pty Ltd  WCL (QLD) Albert St Pty Ltd  WCL (QLD) Margaret St Pty Ltd  WCL (CNS) CBD Pty Ltd  Dynamic Ideas Pty Ltd  SBD 102 Pty Ltd  DPMA Sdn Bhd  World Class Land (Malaysia) Sdn Bhd  World Class Land (Penang) Sdn Bhd  World Class Land (Georgetown) Sdn Bhd  World Class Land (Georgetown) Holdings Sdn Bhd  WCL (Macallum) Sdn Bhd  WCL (Noordin St) Sdn Bhd  WCL (Magazine) Sdn Bhd  WCL (Bertam R) Sdn Bhd  WCL (Bertam L) Sdn Bhd  PHC Hotels Sdn Bhd  Bienven (M) Sdn Bhd  Penang Parade Hotels Sdn Bhd</p>	N/A

**F. OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7.2 (CONTINUED)**

**F9. Dividend**

(i) Any dividend declared for the current financial period reported on?

**No**

(ii) Any dividend declared for the preceding financial period?

**No**

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

***In view of the economic uncertainties, no dividend has been declared for the current financial period as the Group intends to retain cash for its working capital, to reduce its borrowings and fund any potential growth opportunities.***

**F10. Confirmation That The Issuer Has Procured Undertakings From All Its Directors And Executive Officers Pursuant to Rule 720 (1) of The Listing Manual**

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

On behalf of the Board of Directors,

Koh Wee Seng  
CEO

Koh Lee Hwee  
Director

23 February 2024