

Edition Ltd. and its subsidiary corporations

**Condensed interim financial statements
For the six months ended 30 June 2023**

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Consolidated statement of profit or loss and other comprehensive income

	Note	Group		Change %
		Six months ended 30 June		
		2023	2022	
		\$'000 Unaudited	\$'000 Unaudited	
Revenue	4.2	258	115	> 100
Other gains		36	42	(14)
Expenses:				
Employees compensation		(749)	(978)	(23)
Change in inventories		(11)	63	NM
Purchases of inventories		(84)	(117)	(28)
Short term and low value leases		(12)	(14)	(14)
Amortisation and depreciation		(63)	(76)	(17)
Professional fees		(143)	(136)	5
Finance costs		(46)	(11)	> 100
Other expenses		(230)	(245)	(6)
Allowance for expected credit losses on receivables		* -	* -	NM
Total expenses		(1,338)	(1,514)	(12)
Share of loss of associated company, net of tax		-	-	NM
Loss before income tax	6.1	(1,044)	(1,357)	(23)
Income tax expense	7	-	-	NM
Net loss for the period		(1,044)	(1,357)	(23)

* Amount less than \$1,000

NM - Not meaningful

Consolidated statement of profit or loss and other comprehensive income (cont'd)

	Group		
	Six months ended 30 June		
	2023	2022	Change
	\$'000	\$'000	%
Other comprehensive loss, after tax :			
Items that may be reclassified subsequently to profit or loss:			
Currency translation differences on translation of financial statements of foreign subsidiaries	(55)	(3)	> 100
Other comprehensive loss for the period, net of tax	<u>(55)</u>	<u>(3)</u>	> 100
Total comprehensive loss for the period	<u>(1,099)</u>	(1,360)	(19)
Net loss attributable to :			
Equity holders of the Company	(1,038)	(1,356)	(23)
Non-controlling interests	<u>(6)</u>	<u>(1)</u>	> 100
	<u>(1,044)</u>	(1,357)	(23)
Total comprehensive loss attributable to :			
Equity holders of the Company	(1,093)	(1,359)	(20)
Non-controlling interests	<u>(6)</u>	<u>(1)</u>	> 100
	<u>(1,099)</u>	(1,360)	(19)
Loss per share attributable to Equity holders of the Company			
Basic and diluted loss per share (SGD cents per share)	<u>(0.04)</u>	<u>(0.05)</u>	(20)

Statements of financial position

	Note	Group		Company	
		As at	As at	As at	As at
		30/6/2023	31/12/2022	30/6/2023	31/12/2022
		Unaudited	Audited	Unaudited	Audited
		\$'000	\$'000	\$'000	\$'000
ASSETS					
Current assets					
Cash and cash equivalents	10	1,055	1,756	157	396
Trade and other receivables		374	284	8,719	7,168
Inventories		127	138	-	-
		1,556	2,178	8,876	7,564
Non-current asset classified as held-for-sale	15	1,012	1,066	-	-
		2,568	3,244	8,876	7,564
Non-current assets					
Property, plant and equipment	11	6,987	6,129	-	* -
Intangible assets	12	114	114	-	-
Investment in subsidiary corporations	13	-	-	2,595	2,595
Investment in associated company	14	-	-	-	-
Land development rights	15	-	-	-	-
Non-current other receivables	16	1,052	578	-	-
		8,153	6,821	2,595	2,595
Total assets		10,721	10,065	11,471	10,159
LIABILITIES					
Current liabilities					
Trade and other payables		4,711	2,858	2,221	395
Bank borrowings	17	200	198	-	-
		4,911	3,056	2,221	395
Non-current liabilities					
Bank borrowings	17	450	550	-	-
		450	550	-	-
Total liabilities		5,361	3,606	2,221	395
Net assets		5,360	6,459	9,250	9,764
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	18	43,079	43,079	43,079	43,079
Treasury shares	18	(1,236)	(1,236)	(1,236)	(1,236)
Other reserves		60	115	269	269
Accumulated losses		(36,514)	(35,476)	(32,862)	(32,348)
		5,389	6,482	9,250	9,764
Non-controlling interests		(29)	(23)	-	-
Total equity		5,360	6,459	9,250	9,764

* Amount less than \$1,000

Statements of changes in equity

	Attributable to equity holders of the Company					Non-controlling interest	Total equity
	Share capital	Treasury shares	Other reserves	Accumulated losses	Total		
Group	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Unaudited</u>							
At 1 January 2023	43,079	(1,236)	115	(35,476)	6,482	(23)	6,459
Total comprehensive loss for the period	-	-	(55)	(1,038)	(1,093)	(6)	(1,099)
At 30 June 2023	43,079	(1,236)	60	(36,514)	5,389	(29)	5,360
<u>Unaudited</u>							
At 1 January 2022	43,079	(1,236)	187	(30,887)	11,143	*-	11,143
Total comprehensive loss for the period	-	-	(3)	(1,356)	(1,359)	(1)	(1,360)
At 30 June 2022	43,079	(1,236)	184	(32,243)	9,784	(1)	9,783

* Amount less than \$1,000

	Share capital	Treasury shares	Other reserves	Accumulated losses	Total equity
Company	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Unaudited</u>					
At 1 January 2023	43,079	(1,236)	269	(32,348)	9,764
Total comprehensive loss for the period	-	-	-	(514)	(514)
At 30 June 2023	43,079	(1,236)	269	(32,862)	9,250
<u>Unaudited</u>					
At 1 January 2022	43,079	(1,236)	269	(27,761)	14,351
Total comprehensive loss for the period	-	-	-	(508)	(508)
At 30 June 2022	43,079	(1,236)	269	(28,269)	13,843

Consolidated statement of cash flows

	Note	Group	
		Six months ended 30 June	
		2023	2022
		Unaudited \$'000	Unaudited \$'000
Cash flows from operating activities			
Net loss before income tax		(1,044)	(1,357)
<u>Adjustments for:</u>			
Amortisation and depreciation		63	76
Finance costs		46	11
Interest income		(26)	(18)
Allowance for expected credit losses on receivables		* -	* -
Currency translation differences		(1)	26
Operating cash flow before working capital changes		(962)	(1,262)
<u>Changes in working capital:</u>			
Trade and other receivables		(42)	50
Inventories		11	(63)
Trade and other payables		68	(274)
Cash used in operations		(925)	(1,549)
Interest received		1	7
Interest paid		(9)	(10)
Net cash used in operating activities		(933)	(1,552)
Cash flows from investing activities			
Additions to property, plant and equipment		(921)	(986)
Long-term loan to non-related party		(450)	(450)
Net cash used in investing activities		(1,371)	(1,436)
Cash flows from financing activities			
Repayment of bank borrowings		(98)	(96)
Decrease in bank deposits restricted for use		97	-
Repayment of lease liabilities		-	(20)
Proceeds from borrowing from controlling shareholder		1,700	-
Net cash generated from (used in) financing activities		1,699	(116)
Net decrease in cash and cash equivalents		(605)	(3,104)
Cash and cash equivalents at beginning of the period		1,010	7,728
Effects of currency translation on cash and cash equivalents		1	1
Cash and cash equivalents at end of the period	10	406	4,625

* Amount less than \$1,000

Notes to the condensed interim financial statements

1 Corporate information

Edition Ltd. ("the Company") is incorporated and domiciled in Singapore. The Company's shares are publicly traded on the Catalist of the Singapore Exchange Securities Trading Limited.

These condensed interim financial statements as at and for the 6 months ended 30 June 2023 comprise the results of the Company and its subsidiaries (collectively, "the Group"). The primary activities of the Company are that of investment holding and provision of management services. The principal activities of the Group are that of (a) agricultural and related business; and (b) investment holdings.

2 Basis of preparation

The condensed interim financial statements for the 6 months ended 30 June 2023 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") 1-34 Interim Financial Reporting issued by the Accounting Standards Committee 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 since the last annual financial statements for the year ended 31 December 2022.

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 2.2. The financial statements have been prepared based on the going concern basis. At the date of these financial statements, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they fall due.

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

2.1 Going concern

The Group incurred a total comprehensive loss attributable to the equity holders of the Company of \$1,093,000 for the 6 months ended 30 June 2023 (30 June 2022: \$1,359,000). As at 30 June 2023, the Group has net current liabilities of \$2,343,000 (31 December 2022: net current assets of \$188,000). These conditions indicate the existence of events and conditions that may cast significant doubt on the Group's ability to continue as a going concern. At the date of these financial statements, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they fall due over the next twelve months, having assessed the following measures:

- The plan is to complete the construction of the high-technology farm. Commercial operations on the completed farm will commence once regulatory approvals have been obtained. Construction and obtaining of approvals are concurrent, with both processes expected to complete by the third quarter of 2023;
- The Group is actively looking for a buyer to dispose the land development rights;
- The net current liabilities position of \$2,343,000 consists of deferred grant income amounting to \$1,050,000. If this non-monetary liability were to be excluded, the Group's net current liabilities will reduce to \$1,293,000;
- The Group has on 22 February 2023, obtained a loan facility of \$2,000,000 from the controlling shareholder, B&L Group Pte Ltd, of which \$1,700,000 has been drawn as at 30 June 2023; and
- The Group continues to explore funding opportunities, including potential further financial support as and when required from the controlling shareholder.

Accordingly, the financial statements have been prepared on the going concern basis. Should the going concern assumption become inappropriate, adjustments may have to be made to:

- The carrying value of assets to reflect the situation that assets may need to be realised at a lower value other than the carrying value;
- Liabilities to provide for further liabilities that may arise; and
- Reclassify non-current assets and non-current liabilities as current.

No adjustments have been made in the financial statements in respect of these.

In carrying out the going concern assessment, significant judgements are involved in estimating the remaining cash commitment of the projects and other operating expenses. Based on the sources of funding indicated above, management is confident that the strategies that will be put in place will improve the financial position of the Group and the Company so as to continue in operational existence for at least the next 12 months.

2.2 New and amended standards adopted by the Group

A number of amendments to financial reporting 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.

2.3 Use of judgements and estimates

In preparing the condensed interim financial statements, the Group 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 the Group 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.

Information about critical judgements, estimates and assumptions in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

- Note 2.1 – In carrying out the going concern basis assumption assessment, significant judgements are involved. Actual outcome may differ significantly from assessments
- Note 11 – impairment test of property, plant and equipment
- Note 12 – impairment test of goodwill: key assumptions underlying recoverable amounts
- Note 13 – impairment of investment in subsidiary corporation: key assumptions underlying recoverable amounts
- Note 15 – classification of land development rights and its fair value determination
- Note 16 – fair value determination on the Group's non-current other receivables from a non-related company

3 Seasonal operations

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

4 Segment and revenue information

The Board of Directors considers the business from both the business segment and geographic perspective. From the business perspective, the Group considers the agriculture business. Geographically, the Group considers two primary geographic areas, namely Singapore and Malaysia.

The Company's key decision makers are the Chief Executive Officer and the Board of Directors, who are responsible for making strategic decisions, allocating resources and assessing the performance. The Group has determined the operating segments based on the reports reviewed by the key decision makers.

For the financial year ended 31 December 2022, the agriculture business has been reported separately under the "agricultural segment". The Group has exited from the property development segment. The Group is actively looking for a buyer to dispose of the land development rights. The Group has therefore grouped it with the investment holding segment as they both share similar economic characteristics. The investment holding segment is included under "all other segments".

4.1 Reportable segments

Business segments	Agricultural segment		# All other segments		Consolidated	
	6 months ended		6 months ended		6 months ended	
Group	30 June		30 June		30 June	
	2023	2022	2023	2022	2023	2022
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue						
- External parties	258	115	-	-	258	115
Segment results, representing loss before income tax	(509)	(823)	(535)	(534)	(1,044)	(1,357)
Segment results include:						
- Interest income	25	11	1	7	26	18
- Amortisation and depreciation	(63)	(76)	*-	*-	(63)	(76)
- Finance costs	(9)	(11)	(37)	-	(46)	(11)
- Allowance for expected credit losses	*-	*-	-	-	*-	*-
	As at	As at	As at	As at	As at	As at
	30/6/2023	31/12/2022	30/6/2023	31/12/2022	30/6/2023	31/12/2022
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment assets	9,346	8,441	1,375	1,624	10,721	10,065
	6 months ended		6 months ended		6 months ended	
	30 June		30 June		30 June	
	2023	2022	2023	2022	2023	2022
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment assets include:						
Additions to:						
- Property, plant and equipment	921	986	-	-	921	986
	As at	As at	As at	As at	As at	As at
	30/6/2023	31/12/2022	30/6/2023	31/12/2022	30/6/2023	31/12/2022
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment liabilities	3,045	3,132	2,316	474	5,361	3,606

All other segments include investment holding and the land development rights that the Group has reclassified to current assets as non-current asset classified as held-for-sale

* Amount less than \$1,000

Geographical segments	Group revenue		Group non-current assets	
	6 months ended		As at	As at
	30 June		30/6/2023	31/12/2022
	2023	2022		
	\$'000	\$'000	\$'000	\$'000
- Singapore	258	115	8,153	6,821
- Outside Singapore	-	-	-	-
	258	115	8,153	6,821

4.2 Disaggregation of revenue

Business segments	Agricultural segment		# All other segments		Consolidated	
	6 months ended		6 months ended		6 months ended	
	30 June		30 June		30 June	
	2023	2022	2023	2022	2023	2022
\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
Group						
Types of goods or services:						
Sale of goods	258	115	-	-	258	115
Total revenue	258	115	-	-	258	115
Timing of revenue:						
At point in time	258	115	-	-	258	115
Total revenue	258	115	-	-	258	115

5 Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group as at 30 June 2023 and 31 December 2022:

	Group		Company	
	As at	As at	As at	As at
	30/6/2023	31/12/2022	30/6/2023	31/12/2022
	\$'000	\$'000	\$'000	\$'000
Financial assets				
Financial assets, at amortised cost	1,216	1,917	8,806	7,545
Financial asset, at fair value through profit or loss	1,052	578	-	-
Total	2,268	2,495	8,806	7,545
Financial liabilities				
Financial liabilities, at amortised cost	4,311	2,555	2,221	395
Total	4,311	2,555	2,221	395

6 Profit before taxation

6.1 Significant items

	Group	
	6 months ended 30 June	
	2023	2022
	\$'000	\$'000
Interest income	(26)	(18)
Allowance for expected credit losses	* -	* -
Foreign exchange (gain)/loss	8	(23)
Government support scheme in relation to COVID-19	-	(2)

* Amount less than \$1,000

6.2 Related party transactions

In addition to the information disclosed elsewhere in the financial statements, the following purchase of services transactions took place between the Group and related parties at terms agreed between the parties at arm's length:

	Group	
	6 months ended 30 June	
	2023	2022
	\$'000	\$'000
Provision of services from a related party	-	171
Rendering of corporate services from a related party	47	47
Purchases of consumables from a related party	-	* -
Interest on borrowing from controlling shareholder	38	-

* Amount less than \$1,000

7 Taxation

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

	Group	
	6 months ended 30 June	
	2023	2022
	\$'000	\$'000
Income tax expense		
Current income tax expense	-	-
Deferred income tax expense	-	-
Total income tax expense	-	-

8 Dividend

No dividend has been declared for the 6 months ended 30 June 2023.

9 Net asset value

	Group		Company	
	As at	As at	As at	As at
	30/6/2023	31/12/2022	30/6/2023	31/12/2022
Net asset value (SGD'000)	5,389	6,482	9,250	9,764
Ordinary shares in issue ('000)	2,510,924	2,510,924	2,510,924	2,510,924
Net asset value/Share attributable to equity holders of the Company (SGD cents)	0.21	0.26	0.37	0.39

10 Cash and cash equivalents

	Group	
	As at	As at
	30/6/2023	31/12/2022
	\$'000	\$'000
Cash at bank and on hand	1,055	1,756
Short-term bank deposits	-	-
Cash and cash equivalents	1,055	1,756
For the purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise the following:		
Cash and cash equivalents	1,055	1,756
Less: Bank deposits restricted for use	(649)	(746)
Cash and cash equivalents per consolidated statement of cash flows	406	1,010

Bank deposits restricted for use is in relation to a condition imposed by a financial institution on a subsidiary's proceeds from a secured borrowing. Upon meeting the condition, the full proceeds will be available for unrestricted use.

11 Property, plant and equipment

During the 6 months ended 30 June 2023, the Group purchased property, plant and equipment with an aggregate cost of \$921,000 (30 June 2022: \$986,000).

In performing the impairment assessment of the carrying amount of property, plant and equipment, the recoverable amounts are determined using value-in-use (“VIU”) calculations. Significant judgements are used to estimate the gross margin, weighted average growth rates and the pre-tax discount rates applied in computing the recoverable amounts of the cash generating unit (“CGU”) to which the asset belongs. In making these estimates, management has relied on past performance, its expectation of market developments in Singapore and the industry trend for agriculture. The recoverable amounts of these assets and, where applicable, CGU, have been determined based on the higher of fair value less costs to sell and VIU. The carrying amounts of Group’s property, plant and equipment as at 30 June 2023 are \$6,987,000 (31 December 2022: \$6,129,000).

Impairment charge recognised for the 6 months ended 30 June 2023 are \$nil (30 June 2022: \$nil).

12 Intangible assets

	Group			Company	
	As at 30/6/2023			As at 30/6/2023	
	\$'000	\$'000	\$'000	\$'000	\$'000
	Goodwill	Software	Total	Software	Total
At cost					
Beginning of period	114	17	131	8	8
Addition during the period	-	-	-	-	-
Disposal during the period	-	-	-	-	-
End of period	114	17	131	8	8
Accumulated amortisation					
Beginning of period	-	17	17	8	8
Amortisation during the period	-	-	-	-	-
Disposal during the period	-	-	-	-	-
End of period	-	17	17	8	8
Net book value					
End of period	114	-	114	-	-
Beginning of period	114	-	114	-	-

The goodwill arose from the acquisition of a subsidiary corporation Meod Pte Ltd ("MEOD") in 2016. The goodwill was attributable to the commercial viability of the production of agricultural products as well as distribution network in MEOD.

Goodwill is allocated to the Group's cash-generating units (“CGUs”) identified according to countries of operation and business segments. The recoverable amount of the identified CGU was based on value-in-use. Cash flow projections used in the value-in-use calculations were based on financial budgets approved by management. They cover a sixteen-year period and use growth rates based on projected performances and its expectations on market development.

As at the reporting date, the recoverable amount of the CGU exceeded its carrying amount and no impairment is required. If the pre-tax discount rate in the cash flow projections used in the value-in-

use calculations had been raised by 2% (2022: 10%), the recoverable amount would equal to the carrying amount.

13 Investment in subsidiary corporations

The Company's investment in subsidiary corporations is carried at cost less accumulated impairments. For the purpose of impairment assessment, the recoverable amount (ie the higher of fair value less cost to sell and value-in-use ("VIU")) is determined for the cash-generating-unit to which the assets belong. From a combination of quantitative factors, qualitative factors and the application of the VIU (cash flow projections) method, the recoverable amount of the investments in subsidiary corporations is determined.

Impairment charge recognised for the 6 months ended 30 June 2023 are \$nil (30 June 2022: \$nil).

14 Investment in associated company

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Equity investment at cost				
At 1 January 2023 and 30 June 2023	592	592	800	800
Movements in allowance for impairment loss on investment in associated company is as follows:				
At 1 January 2023 and 30 June 2023	592	592	800	800
Net carrying value				
At 1 January 2023 and 30 June 2023	-	-	-	-

15 Non-current asset classified as held-for-sale

Land development rights

	Group	
	As at 30/6/2023 \$'000	As at 31/12/2022 \$'000
Beginning of period	1,066	1,133
Additions	-	1
Currency translation differences	(54)	(68)
End of period	1,012	1,066
Classified under:		
Current assets	1,012	1,066
End of period	1,012	1,066

As at 31 December 2022, the Group has reclassified the land development rights as non-current assets held-for-sale. The Group's plan to recover the carrying amount of the land development rights continues to be principally through a sale transaction as at 30 June 2023. No valuation of the

aforementioned land as at 30 June 2023 by independent professional valuer was carried out. Management assessed no significant change for the period from 1 January 2023 to 30 June 2023.

16 Non-current other receivables

	Group	
	As at 30/6/2023 \$'000	As at 31/12/2022 \$'000
Beginning of period	578	100
Additions	450	450
Interest accretion	24	28
End of period	1,052	578

As at 30 June 2023, the Group extended a loan of an aggregate \$1,000,000 to an un-related third party pursuant to a strategic partnership investment and convertible loan agreement as announced on 1 March 2022. The loan has been designated as financial assets at fair value through profit or loss. The Group has determined the fair value of the unquoted convertible loan to approximate its cost. This investment is classified as Level 3 of the fair value hierarchy.

17 Bank borrowings - secured

	Group		Group	
	As at 30/6/2023		As at 31/12/2022	
	Secured	Unsecured	Secured	Unsecured
Amount repayable in one year or less, or on demand	200	-	198	-
Amount repayable after one year	450	-	550	-

Details of any collaterals

The Group's secured borrowings comprise bank borrowing. Bank borrowing is secured over:

- (a) A Deed of Subordination from the Company in favour of the financial institution in respect of loans extended to the subsidiary corporation;
- (b) Fixed and floating charge over a subsidiary corporation's assets and receivables; and
- (c) Deed of Guarantee and Indemnity provided by a director of the subsidiary corporation.

18 Share capital

Issued and fully paid-up ordinary shares of the Company ("Shares")

Movements in the Company's Shares since 1 January 2023 up to 30 June 2023 were as follows:

	Number of shares	Issued and paid-up capital
	'000	\$'000
Balance as at 30 June 2023 and 31 December 2022:		
Issued ordinary shares excluding treasury shares	2,510,924	41,843
Treasury shares	12,374	1,236

Pursuant to Edition Employee Share Option Scheme (the "Scheme") and Edition Performance Share Plan (the "Plan"), which were approved at the extraordinary general meeting of the Company held on 21 November 2017, a total of 35,448,335 share options and 8,862,084 awards were granted by the Company on 18 December 2017. As at 30 June 2023, the number of shares that may be issued on conversion of outstanding convertibles is 39,168,595 shares (30 June 2022: 39,168,595 shares), if fully vested. As at 30 June 2023, the number of share options and awards that are vested is nil (31 December 2022: nil).

As at 30 June 2023, 12,374,000 shares (30 June 2022: 12,374,000 shares) are held as treasury shares. The percentage of the aggregate number of treasury shares held against the total number of issued shares as at 30 June 2023 is 0.49% (30 June 2022: 0.49%). There was no sale, transfer, disposal, cancellation and/or use of treasury shares as at 30 June 2023 (31 December 2022: nil).

There are no subsidiary holdings as at 30 June 2023 (30 June 2022: nil). There was no sale, transfer, disposal, cancellation and/or use of subsidiary holdings as at 30 June 2023 (31 December 2022: nil).

19 Subsequent events

Subsequent to 30 June 2023, the Company has drawn down the remaining \$300,000 of loan facility with B&L Group Pte Ltd, that was announced on SGXNet on 22 February 2023.

Other Information Required by Catalist Rule Appendix 7C

- 1 Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The condensed interim financial statements of Edition Ltd. and its subsidiary corporations as at 30 June 2023 have not been audited or reviewed.

- 2 Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter).

Not applicable.

- 2A Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:

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

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

This is not required for any audit issue that is a material uncertainty related to going concern.

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

- 3 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Income Statement

During the half-year ended 30 June 2023 ("HY2023"), the Group continued with the sales of produce from our own farm and trading sales of agricultural produce from other farms.

The Group's revenue for HY2023 increased to \$0.26 million from \$0.12 million in the six months ended 30 June 2022 ("HY2022"). In HY2023, the temporary farm at the 6-hectare location stabilised its production as compared with HY2022. Revenue increased from sale of the higher production output.

Other gains were relatively unchanged at \$0.04 million in HY2023, as compared to \$0.04 million in HY2022.

Total expenses for HY2023 decreased by 12% to \$1.34 million, from \$1.51 million in HY2022. This was mainly due to the following:

- The decrease in employees compensation to \$0.75 million in HY2023 from \$0.98 million in HY2022 was mainly due to capitalisation to property, plant and equipment of \$0.08 million and lower subcontract labour cost;
- Changes in inventories and purchases of inventories in aggregate for HY2023 increased to \$0.10 million from \$0.05 million in HY2022 in tandem with increase in revenue;
- Amortisation and depreciation for HY2023 decreased by 17% to \$0.06 million from \$0.08 million in HY2022 mainly due to the reduction of asset cost arising from grant received;
- Professional fees were relatively unchanged at \$0.14 million in HY2023, as compared to \$0.14 million in HY2022;
- Finance costs in HY2023 were higher than in HY2022 mainly due to interest on borrowings from controlling shareholder; and
- Other expenses for HY2023 decreased marginally to \$0.23 million from \$0.25 million in HY2022 mainly due to cost savings.

The Group did not recognise any share of the associated company's loss as the cost of investment has been fully impaired as at 31 December 2022.

As a result of the above, the Group registered a net loss before tax of \$1.04 million in HY2023, as compared to a net loss of \$1.36 million in HY2022.

Balance Sheet

Compared to 31 December 2022, the Group's cash and cash equivalents balance has decreased by \$0.70 million, from \$1.76 million as at 31 December 2022 to \$1.06 million as at 30 June 2023. Please refer to the explanation on Statement of Cash Flows below.

Non-current other receivables increased to \$1.05 million as at 30 June 2023 from \$0.58 million as at 31 December 2022 due to an additional loan tranche extended to a non-related party pursuant to a strategic partnership agreement and interest income on the loan.

Trade and other receivables comprise trade receivables from agricultural produce sales, deposits and prepayments. Trade and other receivables increased by \$0.10 million as at 30 June 2023 to \$0.38 million, from \$0.28 million as at 31 December 2022 mainly due to advance payments for purchases of capital expenditures.

Property, plant and equipment increased from \$6.13 million as at 31 December 2022 to \$6.99 million as at 30 June 2023. The increase was mainly due to purchase of plant and equipment, partly offset by depreciation.

Intangible assets remained unchanged at \$0.11 million. Intangible assets were fully amortised as at 31 December 2022.

Land development rights, reflected under non-current asset classified as held for sale decreased to \$1.01 million as at 30 June 2023 from \$1.07 million as at 31 December 2022 due to foreign currency translation loss of Ringgit Malaysia to Singapore Dollar.

Trade and other payables increased from \$2.86 million as at 31 December 2022 to \$4.71 million as at 30 June 2023 mainly due to borrowings from controlling shareholder.

Bank borrowings decreased from \$0.75 million as at 31 December 2022 to \$0.65 million as at 30 June 2023 due to repayment.

As a result of the above, net assets of the Group stood at \$5.36 million as at 30 June 2023.

Statement of Cash Flows

The net cash outflow from operating activities for HY2023 was mainly due to overheads incurred in the agricultural segment and corporate holding company. Improvements in changes in working capital was mainly due to increase in purchases on credit, reduction in inventories, partly offset by higher receivables and deposits. The Group continued to experience net cash used in operations due to high operating expenditures, not yet offset by revenue. Net cash outflow from investing activities was mainly due to purchases of plant and equipment for the high-technology farm and loan extended to a non-related party. Net cash inflow from financing activities was mainly due to borrowings from controlling shareholder. As a result of the above, the Group's cash and cash equivalents balance as reflected in the Statement of Cash Flows as at the end of HY2023 was \$0.41 million.

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

It was disclosed in the FY2022 Annual Report that the completed high-technology farm is expected to generate revenue and net positive cash flows to the Group in FY2023. As the farm has not been completed, the Company is unable to comment further.

- 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 reporting period and the next 12 months.

Although yields on vegetables grown from the temporary modular farm have been encouraging, costs remain high and prices from competitive suppliers continue to pose a challenge on margins. Amidst this backdrop, the market conditions for the sale of leafy greens is expected to remain challenging.

In April 2023, the Group has obtained partial temporary occupation permit (“TOP”) on Phase 1 development of the Group’s 6-hectare high-technology farm from the Building And Construction Authority of Singapore. The Group target to obtain full TOP by September 2023, subject to government departments’ regulatory approvals.

MEOD had extended in aggregate \$1,000,000 of investment loan to Wholly Greens Pte Ltd (“Wholly Greens”) at an interest rate of 6% per annum. MEOD has the right to convert the loan principal plus interest to equity in Wholly Greens.

In Malaysia, the Group continues to look for property investors for the land development rights in Kota Bahru, Kelantan.

The investments and operating losses have drawn on the Group’s financial resources. The Group is exploring funding opportunities.

6 Dividend

(a) Current Financial Period Reported on

Any dividend recommended for the current financial period reported on?

No dividend is declared.

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend recommended for the current financial period reported on?

No dividend is declared.

(c) Date payable

Not applicable.

(d) Record 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 as the Group recorded net loss in HY2023.

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

The Company has obtained a general mandate from shareholders for interested person transactions on 23 June 2020 and has renewed the mandate on 26 April 2023. Below is the table detailing the value of the interested person transactions for the 6 months ended 30 June 2023:

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 Shareholder's mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under Shareholder's mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
	\$'000	\$'000
B&L Group Pte Ltd, a company owned by associates of Mr Ong Boon Chuan, who is the Executive Director and controlling shareholder of Edition Ltd. Scope of services: corporate services including legal, bookkeeping, HR and payroll, IT support, use of office space, utilities and other general corporate administrative activities.	94 #	-
B&L Group Pte Ltd, a company owned by associates of Mr Ong Boon Chuan, who is the Executive Director and controlling shareholder of Edition Ltd. Scope of services: Interest payable on borrowing of \$2,000,000 from B&L Group Pte Ltd at 8% pa over approximately 14 months.	184 ^	-

As at 30 June 2023, the aggregate value of the transactions entered into with the same interested person amounted to \$278,000. This amount is less than 5% of the group's latest audited net tangible assets.

This amount represents 12 months' service for FY2023, of which \$47,000 is recognised in the HY2023 statement of profit or loss and the remaining \$47,000 is recognised as prepayment in the statement of financial position

^ The loan tenure is approximately 14 months, of which \$38,000 is recognised as finance cost in the HY2023 statement of profit or loss

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

- 10 Disclosures on Acquisition and Realisation of Shares pursuant to Catalist Rule 706A

There were no acquisition or realisation of shares in any of the Group's subsidiary or associated company nor incorporation of any new subsidiary or associated company by the Company or any of the Group's entities during HY2023.

- 11 Confirmation by the Board Pursuant to Rule 705(5)

We, Toh See Kiat and Ong Boon Chuan, being two Directors of the Company, do hereby confirm on behalf of the Directors of the Company that, to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the unaudited financial statements for the half year ended 30 June 2023 to be false or misleading in any material aspect.

Edition Ltd.
Company Registration No. 200411873E

By order of the Board
Ong Boon Chuan
Executive Director and Chief Executive Officer
14 August 2023

This announcement has been reviewed by the Company's Sponsor, SAC Capital Private Limited (the "Sponsor").

This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (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.

The contact person for the Sponsor is Ms Audrey Mok, at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542, telephone: (65) 6232 3210.