



**V2Y CORPORATION LTD.**  
(Incorporated in Singapore)  
(Company Registration No. 201717972D)

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**CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE 6 MONTHS AND FULL YEAR ENDED**

**31 DECEMBER 2022**

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This announcement has been prepared by V2Y Corporation Ltd. (the “Company”) and its contents have been reviewed by the Company’s Sponsor, RHT Capital Pte. Ltd. for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (“the SGX-ST”).

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

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**Background**

The Company was incorporated in Singapore on 28 June 2017, in accordance with the Companies Act as a private limited company under the name of “Synagie Corporation Pte. Ltd.”. The Company was subsequently renamed to “Synagie Corporation Ltd.” on 27 June 2018 in connection with its conversion into a public company limited by shares. On 12 November 2020, the Company’s name was changed to V2Y Corporation Ltd.

V2Y Corporation Ltd. and its subsidiaries (collectively the “Group”) main business segment is the Insurtech business segment. This segment provides third party administration and value-added services to help our Brand Partners in the computer, communication and consumer electronics sector manage and execute their extended warranty and accidental damage protection programmes. Leveraging on our technology platform and ecosystem, the Group is looking to expand its Insurtech business by extending existing offerings and new products to our brand partners, channel partners and end consumers.

## Contents

Condensed Interim Consolidated Statement of Profit or Loss and Other Comprehensive Income .....	2
Condensed Interim Statements of Financial Position .....	3
Condensed Interim Consolidated Statement of Cash Flows .....	4
Condensed Interim Statements of Changes in Equity .....	6
Selected Notes to the Condensed Interim Financial Statements .....	9
<b>Geographical information</b> .....	19
<b>Major customer information</b> .....	19
Other Information Required by Appendix 7C of the Catalist Rules .....	23
Review .....	23
Review of Group Performance .....	23
Prospect statement .....	26
Dividends .....	26
Interested person transactions (“IPT”) .....	27
Use of placement proceeds .....	27
A breakdown of sales .....	27
Other Disclosures .....	28



**Condensed Interim Consolidated Statement of Profit or Loss and Other Comprehensive Income for the 6 Months and Full Year Ended 31 December 2022**

		2H2022	2H2021	Group + / (-)	FY2022	FY2021	+ / (-)
	Note	S\$'000	S\$'000	%	S\$'000	S\$'000	%
<b>Revenue</b>	<b>4</b>	<b>132</b>	431	(69.4)	<b>304</b>	1,089	(72.1)
Cost of sales		<b>(61)</b>	(241)	(74.7)	<b>(195)</b>	(685)	(71.5)
<b>Gross Profit</b>		<b>71</b>	190	(62.6)	<b>109</b>	404	(73.0)
Other income	<b>5</b>	<b>20</b>	199	(89.9)	<b>35</b>	327	(89.3)
Distribution and selling costs		<b>(1)</b>	(1)	-	<b>(1)</b>	(2)	(50.0)
Administrative expenses		<b>(670)</b>	(880)	(23.9)	<b>(1,607)</b>	(1,932)	(16.8)
Other operating expenses	<b>6</b>	<b>(137)</b>	(647)	(78.8)	<b>(795)</b>	(645)	23.3
Finance costs		<b>(7)</b>	(7)	-	<b>(13)</b>	(10)	30.0
<b>Loss before income tax</b>	<b>7</b>	<b>(724)</b>	(1,146)	(36.8)	<b>(2,272)</b>	(1,858)	22.3
Income tax credit	<b>8</b>	<b>-</b>	33	N.M.	<b>87</b>	65	33.8
<b>Loss after income tax</b>		<b>(724)</b>	(1,113)	(35.0)	<b>(2,185)</b>	(1,793)	21.9
<i>Item that may be reclassified subsequently to profit or loss:</i>							
Exchange differences on translation of foreign operations		*	*	N.M.	*	*	N.M.
<b>Total comprehensive income for the period / year</b>		<b>(724)</b>	(1,113)	(35.0)	<b>(2,185)</b>	(1,793)	21.9
<b>Loss net of tax attributable to:</b>							
Owners of the Company		<b>(724)</b>	(1,113)	(35.0)	<b>(2,185)</b>	(1,793)	21.9
Non-controlling interest		-	-	-	-	-	-
<b>Loss for the period / year</b>		<b>(724)</b>	(1,113)	(35.0)	<b>(2,185)</b>	(1,793)	21.9
<b>Total comprehensive income for the period / year</b>							
Owners of the Company		<b>(724)</b>	(1,113)	(35.0)	<b>(2,185)</b>	(1,793)	21.9
Non-controlling interests		-	-	-	-	-	-
<b>Total comprehensive income for the period / year</b>		<b>(724)</b>	(1,113)	(35.0)	<b>(2,185)</b>	(1,793)	21.9

N.M. - Denotes not meaningful

\* Less than S\$1,000

## Condensed Interim Statements of Financial Position

	Note	Group		Company	
		31 Dec 2022 S\$'000	31 Dec 2021 S\$'000	31 Dec 2022 S\$'000	31 Dec 2021 S\$'000
<b>ASSETS</b>					
<b>Current assets</b>					
Cash and cash equivalents		1,623	1,624	1,266	562
Trade and other receivables	10	207	331	17	800
Deferred service costs	11	49	84	-	-
<b>Total current assets</b>		<b>1,879</b>	<b>2,039</b>	<b>1,283</b>	<b>1,362</b>
<b>Non-current assets</b>					
Deferred service costs	11	25	-	-	-
Plant and equipment		-	25	-	24
Right-of-use assets		-	38	-	24
Goodwill		-	329	-	-
Intangible assets	12	-	515	-	-
Investment in a subsidiary		-	-	-	1,300
<b>Total non-current assets</b>		<b>25</b>	<b>907</b>	<b>-</b>	<b>1,348</b>
<b>Total assets</b>		<b>1,904</b>	<b>2,946</b>	<b>1,283</b>	<b>2,710</b>
<b>LIABILITIES AND EQUITY</b>					
<b>Current liabilities</b>					
Trade and other payables	13	403	1,116	217	239
Bank borrowing	14	99	96	-	-
Deferred service revenue	15	224	199	-	-
Lease liabilities		45	26	-	24
<b>Total current liabilities</b>		<b>771</b>	<b>1,437</b>	<b>217</b>	<b>263</b>
<b>Non-current liabilities</b>					
Bank borrowing	14	249	348	-	-
Lease liabilities		38	13	-	-
Deferred service revenue	15	62	-	-	-
Deferred tax liabilities		-	87	-	-
<b>Total non-current liabilities</b>		<b>349</b>	<b>448</b>	<b>-</b>	<b>-</b>
<b>Capital and reserves</b>					
Share capital	16	2,935	1,027	2,935	1,027
Other reserve	17	792	792	792	792
Translation reserve		-	*	-	-
(Accumulated losses) / Retained earnings		(2,943)	(758)	(2,661)	628
<b>Total equity</b>		<b>784</b>	<b>1,061</b>	<b>1,066</b>	<b>2,447</b>
<b>Total liabilities and equity</b>		<b>1,904</b>	<b>2,946</b>	<b>1,283</b>	<b>2,710</b>

\* Less than S\$1,000

## Condensed Interim Consolidated Statement of Cash Flows

	<b>Group</b>	
	<b>FY2022</b>	<b>FY2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>
<b>Operating activities</b>		
Loss before income tax	<b>(2,272)</b>	(1,858)
<u>Adjustments for:</u>		
Amortisation of intangible assets	<b>193</b>	385
Bad debts written off	<b>40</b>	-
Depreciation of right-of-use assets	<b>49</b>	40
Depreciation of plant and equipment	<b>13</b>	16
Impairment loss on plant and equipment	<b>12</b>	-
Impairment loss on right-of-use assets	<b>92</b>	-
Impairment loss on intangible assets	<b>322</b>	-
Impairment loss on goodwill	<b>329</b>	642
Intangible assets written off	-	3
Interest expense	<b>13</b>	10
Interest income	<b>(2)</b>	-
Unrealised exchange gain	-	(16)
Reversal of provisions no longer required	-	(147)
Operating cash flows before working capital changes	<b>(1,211)</b>	(925)
Trade and other receivables	<b>176</b>	233
Trade and other payables	<b>(732)</b>	(73)
Cash used in operations, representing net cash used in operating activities	<b>(1,767)</b>	(765)
<b>Investing activity</b>		
Purchase of plant and equipment, representing net cash used in investing activity	-	(4)

**Condensed Interim Consolidated Statement of Cash Flows (continued)**

	<b>Group</b>	
	<b>FY2022</b>	<b>FY2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>
<b>Financing activities</b>		
Proceeds from bank borrowing	-	500
Proceeds from issuance of ordinary shares	<b>1,908</b>	-
Repayment of principal portion of lease liabilities	<b>(42)</b>	(39)
Repayment of bank borrowing	<b>(96)</b>	(56)
Interest paid	<b>(13)</b>	(10)
<b>Net cash generated from financing activities</b>	<b>1,757</b>	395
Net decrease in cash and cash equivalents	<b>(10)</b>	(374)
Cash and cash equivalents at beginning of the year	<b>1,624</b>	1,978
Effects of exchange rate changes on the balance of cash held in foreign currencies	<b>9</b>	20
<b>Cash and cash equivalents at end of the year</b>	<b>1,623</b>	1,624



### Condensed Interim Statements of Changes in Equity

<u>Group</u>	<u>Share capital</u>	<u>Other reserve</u>	<u>Translation reserve</u>	<u>Accumulated losses</u>	<u>Total equity</u>
	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>
Balance as at 1 Jan 2022	1,027	792	*	(758)	1,061
<i>Transaction with owners, recognise directly in equity</i>					
Issuance of shares	2,001	-	-	-	2,001
Capitalisation of expenses in relation to shares issuance	(93)	-	-	-	(93)
	1,908	-	-	-	1,908
<i>Total comprehensive income for the year</i>					
Loss for the financial year	-	-	-	(2,185)	(2,185)
Other comprehensive income	-	-	*	-	*
	-	-	-	(2,185)	(2,185)
<b>Balance as at 31 Dec 2022</b>	<b>2,935</b>	<b>792</b>	<b>-</b>	<b>(2,943)</b>	<b>784</b>

Note: \* Less than S\$1,000

**Condensed Interim Statements of Changes in Equity (continued)**

<b>Group</b>	<b>Share capital</b>	<b>Other reserve</b>	<b>Translation reserve</b>	<b>Retained earnings / (Accumulated losses)</b>	<b>Total equity</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Balance as at 1 Jan 2021</b>	<b>1,027</b>	<b>792</b>	<b>-</b>	<b>1,035</b>	<b>2,854</b>
<b><i>Total comprehensive income for the year</i></b>					
Loss for the financial year	-	-	-	(1,793)	(1,793)
Other comprehensive income	-	-	*	-	*
	-	-	-	(1,793)	(1,793)
<b>Balance as at 31 Dec 2021</b>	<b>1,027</b>	<b>792</b>	<b>*</b>	<b>(758)</b>	<b>1,061</b>

Note: \* Less than S\$1,000



**Condensed Interim Statements of Changes in Equity (continued)**

<u>Company</u>	Share capital	Other reserve	Retained earnings / (Accumulated losses)	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000
<b>Balance as at 1 Jan 2022</b>	<b>1,027</b>	<b>792</b>	<b>628</b>	<b>2,447</b>
<b><i>Transaction with owners, recognise directly in equity</i></b>				
Issuance of shares	2,001	-	-	2,001
Capitalisation of expenses in relation to shares issuance	(93)	-	-	(93)
	1,908	-	-	1,908
Loss for the financial year, representing total comprehensive income for the financial year	-	-	(3,289)	(3,289)
<b>Balance as at 31 Dec 2022</b>	<b>2,935</b>	<b>792</b>	<b>(2,661)</b>	<b>1,066</b>

<u>Company</u>	Share capital	Other reserve	Retained earnings / (Accumulated losses)	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000
<b>Balance as at 1 Jan 2021</b>	<b>1,027</b>	<b>792</b>	<b>1,121</b>	<b>2,940</b>
Loss for the financial year, representing total comprehensive income for the financial year	-	-	(493)	(493)
<b>Balance as at 31 Dec 2021</b>	<b>1,027</b>	<b>792</b>	<b>628</b>	<b>2,447</b>

## **Selected Notes to the Condensed Interim Financial Statements**

### **1. General**

V2Y Corporation Ltd. (the “Company”) (Registration No. 201717972D) is a limited liability company incorporated and domiciled in Singapore with its principal place of business and registered office at 38 Jalan Pemimpin, #05-03 M38, Singapore 577178. The Company is listed on the Singapore Exchange Securities Trading Limited (“SGX-ST”).

The principal activity of the Company is that of investment holding company. The principal activities of the subsidiaries relates to those of the Insurtech business segment as disclosed on the cover page of this announcement.

The condensed interim financial statements as at and for the year ended 31 December 2022 comprise the Company and its subsidiaries (collectively the “Group”).

### **2. Basis of preparation**

The condensed interim financial statements for the year ended 31 December 2022 have been prepared in accordance with Singapore Financial Reporting Standards (International) (“SFRS (I)”) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. Selected explanatory notes to the interim financial statements are included to provide information on events and transactions that are significant to an understanding of the changes in the Group’s financial position and the performance of the Group since the last audited financial statements for the year ended 31 December 2021.

There were no changes in accounting policies and methods of computation adopted in the financial statements for the current reporting period as compared to the most recent audited financial statements, which were prepared in accordance with SFRS (I)s.

The condensed interim financial statements have been prepared on a going concern basis. The condensed interim financial statements are presented in Singapore dollars, which is also the Company’s functional currency.

## Selected Notes to the Condensed Interim Financial Statements (continued)

### 3. Use of estimates and judgements

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

The key judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that were applied in the consolidated financial statements for the year ended 31 December 2021. The following are the critical judgements (apart from those involving estimates covered below) that management has made in the process of applying the Group's accounting policies and which have a significant impact on the amount recognised in the consolidated financial statements:

#### Going concern

As at 31 December 2022, the Group is in a net current assets and net assets position of S\$1,108,000 and S\$784,000 (31 December 2021: S\$602,000 and S\$1,061,000) respectively. The Group had experienced decrease in revenue mainly due to decrease in projects from its customers and new projects. While the Group continues to explore opportunities to expand and improve its business performance, the decreased in revenue may cast significant doubt on the Group's ability to continue as a going concern.

Management had carried out a review of the cash flows forecast of the Group for the next 12 months period ended 31 December 2022. Based on the forecast, management estimated that adequate liquidity exists to finance the working capital requirements of the Group for the next financial year considering the cash and cash equivalents of the Group of S\$1,623,000 as at 31 December 2022. Accordingly, management is of the view that there is no material uncertainty that may cast a significant doubt on the Group's ability to continue as a going concern and that the use of going concern to prepare the Group's financial statements is appropriate.

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

#### Impairment review of goodwill and intangible assets

Goodwill and intangible assets are reviewed for impairment at least annually. As at 31 December 2022, full impairment was made to the net carrying amounts of goodwill and intangible assets. As at 31 December 2021, the net carrying amount of goodwill and intangible assets is S\$329,000 and S\$515,000 respectively.

The management required to estimate the future market conditions, including future contract revenue, discount rate, EBITDA and terminal growth rate in the key inputs used in the discounted cash flow forecasts to determine the recoverable amounts for goodwill and intangible assets, and the amount of any impairment required.

Based on the current market conditions, impairment losses of S\$329,000 on goodwill and S\$322,000 on intangible assets were recognised during the financial year.

#### Allowance for impairment loss of trade receivables

The Group determines expected credit losses on trade receivables from third parties by making individual assessment of expected credit loss ("ECL") for long overdue balances and using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

Notwithstanding the above, the Group evaluates the ECL on customers in financial difficulties separately. As at 31 December 2022, there is no additional allowance for doubtful debts required as the Group does not expect a default from its debtors.

**Selected Notes to the Condensed Interim Financial Statements (continued)**
**4. Revenue**

	<b>2H2022</b>	<b>2H2021</b>	<b>FY2022</b>	<b>FY2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
Insurtech:				
Commission recognised at a point in time	5	2	5	2
Sale of warranty support services recognised over time	127	429	299	1,087
	<u>132</u>	<u>431</u>	<u>304</u>	<u>1,089</u>

Seasonality of operations

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

**5. Other income**

	<b>2H2022</b>	<b>2H2021</b>	<b>FY2022</b>	<b>FY2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
Government grants	4	98	7	207
Foreign exchange gains	-	-	12	19
Interest income	2	-	2	-
Others	14	101	14	101
	<u>20</u>	<u>199</u>	<u>35</u>	<u>327</u>

**Selected Notes to the Condensed Interim Financial Statements (continued)**
**6. Other operating expenses**

	<b>2H2022</b>	<b>2H2021</b>	<b>FY2022</b>	<b>FY2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
Bad debts written off	40	-	40	-
Impairment loss on goodwill	-	642	329	642
(Reversal of impairment loss) / Impairment loss on intangible assets	(29)	-	322	-
Impairment loss on plant and equipment	12	-	12	-
Impairment loss on right-of-use assets	92	-	92	-
Foreign exchange losses, net	22	5	-	-
Intangible assets written off	-	-	-	3
	<u>137</u>	<u>647</u>	<u>795</u>	<u>645</u>

## Selected Notes to the Condensed Interim Financial Statements (continued)

### 7. Loss before income tax

In addition to the charges and credits disclosed elsewhere in the notes to the statement of profit or loss, the above includes the following charges:

	2H2022	2H2021	FY2022	FY2021
	S\$'000	S\$'000	S\$'000	S\$'000
Amortisation of intangible assets	1	193	193	385
Depreciation of plant and equipment	6	8	13	16
Depreciation of right-of-use assets	29	20	49	40
Directors' fees	71	86	172	172
Impairment loss on goodwill	-	642	329	642
(Reversal of impairment loss) / Impairment loss on intangible assets	(29)	-	322	-
Impairment loss on plant and equipment	12	-	12	-
Impairment loss on right-of-use assets	92	-	92	-
Professional fees	136	85	237	258
Staff costs (including directors' remuneration)	334	453	915	1,035

**Selected Notes to the Condensed Interim Financial Statements (continued)**

**8. Income tax credit**

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

	<b>2H2022</b>	<b>2H2021</b>	<b>FY2022</b>	<b>FY2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
Corporate income tax	-	-	-	-
Deferred tax credit	-	33	87	65
Income tax credit recognised in profit or loss	-	33	87	65

## Selected Notes to the Condensed Interim Financial Statements (continued)

### 9. Segment information

For purposes of resource allocation and assessment of segment performance, the Group's chief operating decision makers have focused on the business operating units which in turn are segregated based on the type of goods and services supplied.

Operating segments are aggregated into a single reportable operating segment if they have similar economic characteristics, such as long-term average gross margins, and are similar in respect of nature of services and process, type of customers, and if applicable, the nature of the regulatory environment.

The Group has two reportable operating segments:

- Insurtech – providing third party administration and value-added services to brand partners in the computer, communication, and consumer electronic sector, manage and execute their extended warranty and accidental damage protection programs.
- Investment holding – relates to investment holding company.

	Insurtech S\$'000	Investment holding S\$'000	Total S\$'000
<b>2H2022</b>			
<b>Revenue</b>			
Segment revenue	132	-	132
<b>Results</b>			
Segment results	(205)	(395)	(600)
Other income			20
Other operating expenses			(137)
Finance costs			(7)
Loss before income tax			(724)
Income tax credit			-
Loss for the period			(724)
<b>Other material non-cash items</b>			
Amortisation of intangible assets	1	-	1
Bad debts written off	40	-	40
Depreciation of plant and equipment	-	6	6
Depreciation of right-of-use assets	23	6	29
Impairment loss on goodwill	-	-	-
Impairment loss on intangible assets	-	-	-
Impairment loss on plant and equipment	1	11	12
Impairment loss on right-of-use assets	92	-	92
<b>Capital expenditure</b>			
Plant and equipment	-	-	-
Right-of-use-assets	-	-	-
Intangible assets	-	-	-



## Selected Notes to the Condensed Interim Financial Statements (continued)

### 9. Segment information (continued)

	Insurtech S\$'000	Investment holding S\$'000	Total S\$'000
<b>FY2022</b>			
<b>Revenue</b>			
Segment revenue	304	-	304
<b>Results</b>			
Segment results	(651)	(848)	(1,499)
Other income			35
Other operating expenses			(795)
Finance costs			(13)
Loss before income tax			(2,272)
Income tax credit			87
Loss for the year			(2,185)
<b>Other material non-cash items</b>			
Amortisation of intangible assets	193	-	193
Bad debts written off	40	-	40
Depreciation of plant and equipment	-	13	13
Depreciation of right-of-use assets	25	24	49
Impairment loss on goodwill	329	-	329
Impairment loss on intangible assets	322	-	322
Impairment loss on plant and equipment	1	11	12
Impairment loss on right-of-use assets	92	-	92
<b>Capital expenditure</b>			
Plant and equipment	-	-	-
Right-of-use-assets	-	-	-
Intangible assets	-	-	-

## Selected Notes to the Condensed Interim Financial Statements (continued)

### 9. Segment information (continued)

	Insurtech S\$'000	Investment holding S\$'000	Total S\$'000
<b>2H2021</b>			
<b>Revenue</b>			
Segment revenue	431	-	431
<b>Results</b>			
Segment results	(299)	(392)	(691)
Other income			199
Other operating expenses			(647)
Finance costs			(7)
Loss before income tax			(1,146)
Income tax credit			33
Loss for the period			(1,113)
<b>Other material non-cash items</b>			
Amortisation of intangible assets	193	-	193
Depreciation of plant and equipment	1	7	8
Depreciation of right-of-use assets	2	18	20
Impairment loss on goodwill	642	-	642
<b>Capital expenditure</b>			
Plant and equipment	-	-	-
Right-of-use-assets	-	-	-
Intangible assets	-	-	-

## Selected Notes to the Condensed Interim Financial Statements (continued)

### 9. Segment information (continued)

	Insurtech S\$'000	Investment holding S\$'000	Total S\$'000
<b>FY2021</b>			
<b>Revenue</b>			
Segment revenue	1,089	-	1,089
<b>Results</b>			
Segment results	(655)	(875)	(1,530)
Other income			327
Other operating expenses			(645)
Finance costs			(10)
Loss before income tax			(1,858)
Income tax credit			65
Loss for the year			(1,793)
<b>Other material non-cash items</b>			
Amortisation of intangible assets	385	-	385
Depreciation of plant and equipment	3	13	16
Depreciation of right-of-use assets	4	36	40
Impairment loss on goodwill	642	-	642
Intangible assets written off	3	-	3
<b>Capital expenditure</b>			
Plant and equipment	2	2	4
Right-of-use-assets	-	-	-
Intangible assets	-	-	-

## Selected Notes to the Condensed Interim Financial Statements (continued)

### 9. Segment information (continued)

	Insurtech S\$'000	Investment holding S\$'000	Total S\$'000
<b>31 Dec 2022</b>			
<b>Assets and liabilities</b>			
Segment assets	626	1,278	1,904
Segment liabilities	909	211	1,120
<b>31 Dec 2021</b>			
<b>Assets and liabilities</b>			
Segment assets	2,320	626	2,946
Segment liabilities	1,646	239	1,885

### ***Geographical information***

The Group's revenue from external customers and information about its segment assets by geographical location are detailed below:

	Revenue				Non-current assets	
	2H2022 S\$'000	2H2021 S\$'000	FY2022 S\$'000	FY2021 S\$'000	31 Dec 2022 S\$'000	31 Dec 2021 S\$'000
Singapore	132	431	304	1,089	25	907

### ***Major customer information***

The Group's revenue derived for FY2022 from 2 customers (FY2021: 1 customer) who individually accounted for 10% or more of the Group's revenue.

## Selected Notes to the Condensed Interim Financial Statements (continued)

### 10. Trade and other receivables

	Group		Company	
	31 Dec 2022	31 Dec 2021	31 Dec 2022	31 Dec 2021
	S\$'000	S\$'000	S\$'000	S\$'000
<b>Trade receivables</b>				
- Third parties	131	17	-	-
<b>Other receivables</b>				
- Third parties	56	243	5	3
- Subsidiary	-	-	1,157	784
Less: Allowance for other receivables from a subsidiary	-	-	(1,157)	-
Deposits	8	38	-	8
Goods and services tax receivables	-	21	5	-
Interest receivables	2	-	2	-
Prepayments	10	12	5	5
<b>Total trade and other receivables</b>	<b>207</b>	<b>331</b>	<b>17</b>	<b>800</b>

### 11. Deferred service costs

Cost relating to warranty services is recognized over time although the Group pays up-front in full for these services. These costs are amortised on a straight-line basis over the period of warranty services.

### 12. Intangible assets

For the year ended 31 December 2022, the aggregate amortisation of intangible assets amounted to S\$193,000 (31 December 2021: S\$385,000) and impairment loss on intangible assets of S\$322,000 were recognised. There is no addition to intangible assets for the year ended 31 December 2022 and 31 December 2021.

### 13. Trade and other payables

	Group		Company	
	31 Dec 2022	31 Dec 2021	31 Dec 2022	31 Dec 2021
	S\$'000	S\$'000	S\$'000	S\$'000
<b>Trade payables</b>				
- Third parties	60	364	-	-
<b>Other payables</b>				
- Third parties	17	327	15	15
Accruals	317	398	202	224
Goods and services tax payables	9	24	-	-
Deferred government grant	-	3	-	-
<b>Total trade and other payables</b>	<b>403</b>	<b>1,116</b>	<b>217</b>	<b>239</b>

### 14. Bank Borrowing

The bank borrowing is denominated in SGD and is secured by corporate guarantee issued by the Company to a subsidiary, and repayable on monthly basis and fully repay by 2026.

## **Selected Notes to the Condensed Interim Financial Statements (continued)**

### **15. Deferred service revenue**

Revenue relating to warranty services is recognised over time although the customer pays up-front in full for these services. A contract liability is recognised for revenue relating to the warranty services at the time of the initial sales transaction and is amortised over the service period. Deferred service revenue as at the end of each reporting period is expected to be utilised within a period of 12 to 36 months.

### **16. Share capital**

	<b>Group and Company</b>	
	<b>Number of shares</b>	<b>S\$'000</b>
Issued and paid-up share capital		
As at 1 Jan 2022	305,895,908	1,027
Placement of shares <sup>(1)</sup>	47,990,000	2,001
Capitalisation of expenses in relation to shares issuance	-	(93)
As at 31 Dec 2022	<u>353,885,908</u>	<u>2,935</u>

There is no movement in the issued and paid-up share capital of the Company for the year ended 31 December 2021.

The Company had no treasury shares as at 31 December 2022 and 31 December 2021.

<sup>(1)</sup> During the year, the Company issued and allotted an aggregate of 47,990,000 new shares at an issue price of \$0.0417 in share capital of the Company, as well as issued and allotted an aggregate of 47,990,000 non-listed, non-transferable warrants at the exercise price of \$0.0417, pursuant to the placement exercise that was completed on 14 March 2022.

### **17. Other reserve**

This represents the excess of the Convertible Notes reserve and principal amount of the Convertible Notes upon conversion to share capital of the Company recognised in prior financial years.

## **Selected Notes to the Condensed Interim Financial Statements (continued)**

### **18. Earnings per share**

	<b>2H2022</b>	<b>2H2021</b>	<b>FY2022</b>	<b>FY2021</b>
Loss attributable to owners of the Company (S\$'000)	(724)	(1,113)	(2,185)	(1,793)
Basic and diluted earnings per share (cents)	<u>(0.21)</u>	<u>(0.36)</u>	<u>(0.63)</u>	<u>(0.59)</u>

Basic and diluted earnings per share for the respective financial periods are computed based on the weighted average number of shares in issue during the respective financial periods.

### **19. Net asset value**

	<b>Group</b>		<b>Company</b>	
	<b>31 Dec 2022</b>	<b>31 Dec 2021</b>	<b>31 Dec 2022</b>	<b>31 Dec 2021</b>
Net asset value (S\$'000)	784	1,061	1,066	2,447
Net asset value per share (cents)	<u>0.22</u>	<u>0.35</u>	<u>0.30</u>	<u>0.80</u>

The computation of net assets value per share, the total number of issued shares excluding treasury shares is 353,885,908 (31 Dec 2021: 305,895,908).

The Company has no treasury shares as at 31 Dec 2022 and 31 Dec 2021.

## **Other Information Required by Appendix 7C of the Catalyst Rules**

### **Review**

The figures in the condensed interim financial statements have not been audited or reviewed by the Company's auditors.

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

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

Not applicable as the Group's latest financial statements are not subject to an adverse opinion, qualified opinion or disclaimer of opinion.

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

Not applicable.

### **Review of Group Performance**

#### **Statement of Comprehensive Income**

##### ***Revenue***

The Group's revenue from its Insurtech business segment decreased by 69.4% or S\$0.3 million, from S\$0.4 million in 2H2021 to S\$0.1 million in 2H2022. The Group's revenue for the FY2022 had also decreased by 72.1% or S\$0.8 million, from S\$1.1 million in FY2021 to S\$0.3 million in FY2022. The decrease in revenue was mainly due to decrease in revenue from its customers and new projects.

Cost of sales decreased by 74.7% or S\$0.2 million, from S\$0.2 million in 2H2021 to S\$61,000 in 2H2022. The Group's cost of sales for the FY2022 had also decreased by 71.5% or S\$0.5 million, from S\$0.7 million in FY2021 to S\$0.2 million in FY2022 mainly due to the decrease in revenue from its customers and new projects.

##### ***Gross profit and gross profit margin***

The Group's gross profit decreased by 62.6% or S\$0.1 million, from S\$0.2 million in 2H2021 to S\$0.1 million in 2H2022. The Group's gross profit for the FY2022 decreased by 73.0% or S\$0.3 million, from S\$0.4 million in FY2021 to S\$0.1 million in FY2022. The decrease in gross profit is mainly due to the decrease in gross profit margin from contracts secured.

The Group's gross profit margin decreased from 37.1% in FY2021 to 35.9% in FY2022. The decrease was mainly due to decrease margin in Group's project, leading to a decrease in the Group's gross profit margin.

##### ***Other income***

Other income decreased by 89.9% in 2H2022 and by 89.3% in FY2022 as compared to 2H2021 and FY2021 respectively. The decrease was mainly due to the decrease in government grant received during FY2022.



## **Review of Group Performance (continued)**

### **Statement of Comprehensive Income (continued)**

#### ***Distribution and selling costs***

There had been no significant differences in distribution and selling costs incurred during FY2022 and FY2021.

#### ***Administrative expenses***

Administrative expenses decreased by 23.9% or S\$0.2 million to S\$0.7 million in 2H2022 as compared to S\$0.9 million in 2H2021. Administrative expenses had also decreased by 16.8% or S\$0.3 million to S\$1.6 million in FY2022 as compared to S\$1.9 million in FY2021.

The decrease in administrative expenses was mainly due to the decrease in payroll expenses arising from decrease in number of headcount for the Group during FY2022.

#### ***Other operating expenses***

The Group's other operating expenses had decreased by 78.8% or S\$0.5 million to S\$0.1 million in 2H2022 as compared to S\$0.6 million in 2H2021 mainly due to the impairment loss on goodwill of S\$0.6 million recognised in 2H2021.

Other operating expenses for FY2022 had increased by 23.3% or S\$0.2 million, mainly due to increase in impairment loss recognised for intangible assets of S\$0.4 million and impairment loss on right-of-use assets of S\$0.1 million, partly offset by a decrease in impairment loss on goodwill of S\$0.3 million.

#### ***Finance costs***

The Group's finance costs had increased by 30% in FY2022 compared to FY2021 as the Group had obtained its financing in April 2021. There is no change in the cost of borrowing for the Group in FY2022 as compared to FY2021.

#### ***Income tax credit***

Income tax credit arise from the unwinding of deferred tax liabilities associated with the acquisition of Insurtech Subsidiary.

#### ***Loss for the period / year***

The loss for the 2H2022 decreased by S\$0.4 million, from a loss of S\$1.1 million in 2H2021 to S\$0.7 million in 2H2022. The decrease in loss for the period was mainly due to the decrease in other operating expenses of S\$0.5 million and administrative expenses of S\$0.2 million, partly offset by a decrease in other operating income of S\$0.2 million and gross profit of S\$0.1 million.

The loss for the FY2022 increased by S\$0.4 million, from a loss of S\$1.8 million in FY2021 to S\$2.2 million in FY2022. The increase in loss for FY2022 was mainly due to the decrease in gross profit of S\$0.3 million and other operating income of S\$0.2 million, and the increase in other operating expenses of S\$0.2 million, partly offset by the decrease in administrative expenses of S\$0.3 million.

## **Review of Group Performance (continued)**

### **Statement of Financial Position**

#### ***Current assets***

The Group's current assets decreased from S\$2.0 million as at 31 December 2021 to S\$1.9 million as at 31 December 2022, mainly attributed to decrease in trade and other receivables of S\$0.1 million. The decrease in trade and other receivables was mainly due to decrease in the Group's revenue.

#### ***Non-current assets***

The Group's non-current assets comprise deferred service costs, plant and equipment, intangible assets, goodwill, and right-of-use assets. Non-current assets decreased from S\$0.9 million as at 31 December 2021 to S\$25,000 as at 31 December 2022 mainly due to depreciation and amortisation of S\$62,000 and S\$193,000 respectively, and the impairment loss on goodwill of S\$0.3 million, intangible assets of S\$0.4 million and right-of-use assets of S\$0.1 million.

#### ***Current liabilities***

The Group's current liabilities decreased from S\$1.4 million as at 31 December 2021 to S\$0.8 million as at 31 December 2022. This was mainly due to decrease in trade and other payables S\$0.7 million, partly offset by the increase in deferred service revenue of S\$0.1 million.

Deferred service revenue relates to service billings for the Insurtech business segment which is recognised over the service period.

#### ***Non-current liabilities***

The Group's non-current liabilities decreased from S\$0.4 million as at 31 December 2021 to S\$0.3 million as at 31 December 2022. The decrease was mainly due to the decrease in deferred tax liabilities of S\$0.1 million and the decrease in bank borrowing of S\$0.1 million, partly offset by the increase in deferred service revenue of S\$0.1 million. The decrease in bank borrowing was mainly due to reclassification from non-current liabilities to current liabilities.

#### ***Equity***

As at 31 December 2022, the Group's equity of S\$0.8 million includes mainly issued and full paid-up share capital of S\$2.9 million, other reserve of S\$0.8 million and accumulated losses of S\$2.9 million.

### **Statement of Cash Flows**

The Group used S\$1.8 million in its operating activities in FY2022 as compared to S\$0.8 million in FY2021, mainly due to negative operating cash flows before movement in working capital of S\$1.2 million, adjusted for net working capital outflows of S\$0.5 million arising mainly from the payment of trade and other payables of S\$0.7 million, partly offset by collection from trade and other receivables of S\$0.2 million.

Net cash outflow from investing activities was nil in FY2022 as the Group did not purchase any equipment, compared to S\$4,000 net cash outflow in FY2021.

Net cash inflow from financing activities of S\$1.7 million in FY2022 mainly due to proceeds from the issuance of ordinary shares of S\$1.9 million, partly offset by the repayment in bank borrowing of S\$0.1 million and repayment in principal portion of lease liabilities of S\$0.1 million.

### **Prospect statement**

The Group has not issued any prospect statement or forecast.

### **Commentary at the date of 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**

The Group experiences a decrease in revenue from its Insurtech business due to the slowdown in contracts renewal and new contracts sign up by customers. The Group will continue its effort in cost savings, as well as to explore opportunities to expand and improve its business performance.

### **Dividends**

- a) **Current Financial Period Reported on**  
**Any dividend declared for the current financial period reported on?**
- No.
- b) **Corresponding Period of the Immediately Preceding Financial Year**  
**Any dividend declared for the corresponding period of the immediately preceding financial year?**
- No.
- c) **Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).**
- Not applicable.
- d) **Date payable**
- Not applicable.
- e) **Record date**
- Not applicable.

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

No dividend had been recommended or declared for the FY2022 considering the Group's and Company's cash flow requirement for future business development.

### Interested person transactions (“IPT”)

The Group has not obtained a general mandate from shareholders for IPT and there was no IPT entered into during FY2022.

### Use of placement proceeds

Pursuant to the Company’s placement completed on 14 March 2022, the Company received net proceeds of approximately S\$1.9 million (the “**Net Proceeds**”). As at the date of this announcement, the Net Proceeds have been utilised as following:

	Amount allocated S\$’000	Amount utilised S\$’000	Balance S\$’000
Acquisition expenses	978	(21)	957
Working capital	903	(775)*	128
	1,881	(796)	1,085

\* Breakdown of amount utilised for working capital:

	S\$’000
Employee benefits	387
Directors’ fees	172
Professional fees & compliance costs	180
Other operating expenses	36
Total	775

### A breakdown of sales

	Group		
	FY2022 S\$’000	FY2021 S\$’000	+ / (-) %
<b>First Half</b>			
Revenue reported	172	658	(73.9)
Loss after tax reported	(1,461)	(680)	114.9
<b>Second Half</b>			
Revenue reported	132	431	(69.4)
Loss after tax reported	(724)	(1,113)	(35.0)

## Other Disclosures

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

The Company confirms that it has procured undertakings from all its Directors and Executive Officers pursuant to Rule 720(1) of the SGX Listing Manual.

- b) **Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.**

Pursuant to Rule 704(10), we confirm that there is no person occupying managerial positions in the Company or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholders of the Company.

### **BY ORDER OF THE BOARD**

V2Y Corporation Ltd.

#### **Lim Chuan Poh**

Non-Executive Director and Independent Chairman

#### **Ong Shen Chieh (Wang Shengjie)**

Executive Director and Chief Executive Officer

Date: 27 February 2023