



## **KSH Holdings Limited**

(Company Registration Number: 200603337G)  
(Incorporated in the Republic of Singapore on 9 March 2006)

### **UNAUDITED FULL YEAR FINANCIAL STATEMENTS & DIVIDEND ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2021**

**UNAUDITED FULL YEAR FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2021**

1 (a) (i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

**INCOME STATEMENT**

**GROUP**

	FULL YEAR ENDED		increase/ (decrease)
	31.03.2021	31.03.2020	
	S\$'000	S\$'000	%
<b>REVENUE</b>			
Project revenue	149,038	220,835	(32.5)
Rental income from investment properties	4,056	5,290	(23.3)
	<b>153,094</b>	<b>226,125</b>	(32.3)
Other income	16,760	11,492	45.8
Cost of construction	(149,190)	(201,308)	(25.9)
Personnel expenses	(8,836)	(8,911)	(0.8)
Depreciation of property, plant and equipment	(2,182)	(2,373)	(8.0)
Finance costs	(2,838)	(4,281)	(33.7)
Other operating expenses	(7,179)	(9,056)	(20.7)
Impairment losses on financial assets	(1,375)	(1,866)	(26.3)
	(171,600)	(227,795)	(24.7)
<b>(Loss)/profit from operations before share of results of associates and joint ventures</b>	<b>(1,746)</b>	<b>9,822</b>	<i>nm</i>
Share of results of associates and joint ventures	(2,929)	7,843	<i>nm</i>
<b>(Loss)/profit before taxation</b>	<b>(4,675)</b>	<b>17,665</b>	<i>nm</i>
Income tax credit/(expense)	471	(2,235)	<i>nm</i>
<b>(Loss)/profit for the year</b>	<b>(4,204)</b>	<b>15,430</b>	<i>nm</i>
<b>Attributable to:</b>			
- Owners of the Company	(3,788)	15,823	<i>nm</i>
- Non-controlling interests	(416)	(393)	5.9
	<b>(4,204)</b>	<b>15,430</b>	<i>nm</i>

*nm: not meaningful*

1 (a) (i) STATEMENT OF COMPREHENSIVE INCOME

	GROUP		
	FULL YEAR ENDED		increase/ (decrease)
	31.03.2021	31.03.2020	
	S\$'000	S\$'000	%
<b>(Loss)/profit for the year</b>	<b>(4,204)</b>	<b>15,430</b>	<i>nm</i>
<b>Other comprehensive income:</b>			
<b>Items that will not be reclassified to profit or loss</b>			
- Fair value gain on equity instruments at fair value through other comprehensive income	-	42	(100.0)
<b>Items that may be reclassified subsequently to profit or loss</b>			
- Foreign currency translation	3,394	(969)	<i>nm</i>
<b>Other comprehensive income/(loss) for the year, net of tax</b>	<b>3,394</b>	<b>(927)</b>	<i>nm</i>
<b>Total comprehensive (loss)/income for the year</b>	<b>(810)</b>	<b>14,503</b>	<i>nm</i>
<b>Total comprehensive (loss)/income attributable to:</b>			
- Owners of the Company	(1,031)	15,007	<i>nm</i>
- Non-controlling interests	221	(504)	<i>nm</i>
<b>Total comprehensive (loss)/income for the year</b>	<b>(810)</b>	<b>14,503</b>	<i>nm</i>

*nm: not meaningful*

**1 (a) (ii) NOTES TO THE INCOME STATEMENT**

	<b>GROUP</b>		
	<b>FULL YEAR ENDED</b>		
	<b>31.03.2021</b>	<b>31.03.2020</b>	increase/ (decrease)
	<b>S\$'000</b>	<b>S\$'000</b>	%
The Group's (loss)/profit before taxation is arrived at after crediting/(charging) the following:			
Interest income	5,884	8,368	(29.7)
Impairment losses on financial assets	(1,375)	(1,866)	(26.3)
Loss on fair value adjustments of investment properties	(2,633)	(3,242)	(18.8)
Amortisation of club membership	(3)	(3)	-
Fair value loss on quoted debt instruments (investment securities)	(248)	(90)	nm
Fair value (loss)/gain on structured deposits	(18)	13	nm
Gain on disposal of plant and equipment, net	288	9	nm
Foreign exchange gain/(loss), net	1,553	(107)	nm
Interest expense	(2,452)	(4,203)	(41.7)
(Loss)/profit after taxation before non-controlling interests as a percentage of turnover	-2.75%	6.82%	nm
(Loss)/profit after taxation attributable to Owners of the Company as a percentage of the Group's Issued Capital and Reserves before non-controlling interests at 31 March 2021 and 31 March 2020	-1.18%	4.81%	nm

*nm: not meaningful*

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

**STATEMENT OF FINANCIAL POSITION**

	GROUP		COMPANY	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
	S\$'000	S\$'000	S\$'000	S\$'000
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment	20,342	21,128	-	-
Investments in subsidiaries	-	-	16,791	16,791
Interests in associates	201,712	198,820	-	-
Interests in joint ventures	78,684	76,538	-	-
Investment securities	3,665	2,910	3,665	2,910
Investment properties	117,130	117,604	-	-
Amount due from a minority shareholder of a subsidiary (non-trade)	2,269	2,221	-	-
Amounts due from subsidiaries (non-trade)	-	-	214,494	189,313
Deferred tax assets	1,355	599	52	110
Club membership	26	29	-	-
	425,183	419,849	235,002	209,124
<b>Current assets</b>				
Trade receivables	16,410	16,897	-	-
Other receivables and deposits	1,996	13,785	219	230
Prepayments	564	485	22	19
Amounts due from associates (non-trade)	10	10	-	-
Contract assets	37,470	32,659	-	-
Structured deposits	-	3,078	-	-
Fixed deposits	62,136	92,872	37,663	61,543
Cash and bank balances	60,764	37,468	18,507	5,401
	179,350	197,254	56,411	67,193
<b>Total assets</b>	<b>604,533</b>	<b>617,103</b>	<b>291,413</b>	<b>276,317</b>
<b>LIABILITIES</b>				
<b>Current liabilities</b>				
Trade payables	18,933	16,281	-	-
Other payables and accruals	51,791	45,125	972	1,212
Lease liabilities	780	823	-	-
Deferred income	18	745	-	33
Provision for income tax	2,020	2,948	591	430
Contract liabilities	22,287	23,266	-	-
Bank term loans, secured	40,793	27,857	39,960	24,657
Bills payable to banks, secured	16,910	10,720	-	-
	153,532	127,765	41,523	26,332

STATEMENT OF FINANCIAL POSITION

	GROUP		COMPANY	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
	S\$'000	S\$'000	S\$'000	S\$'000
<b>Non-current liabilities</b>				
Other payables and accruals	210	209	-	-
Lease liabilities	4,505	5,158	-	-
Amounts due to subsidiaries (non-trade)	-	-	81,604	73,097
Bank term loans, secured	85,517	114,643	81,350	114,643
Deferred tax liabilities	17,209	17,709	-	-
	<u>107,441</u>	<u>137,719</u>	<u>162,954</u>	<u>187,740</u>
<b>Total liabilities</b>	<b>260,973</b>	<b>265,484</b>	<b>204,477</b>	<b>214,072</b>
<b>NET ASSETS</b>	<b><u>343,560</u></b>	<b><u>351,619</u></b>	<b><u>86,936</u></b>	<b><u>62,245</u></b>
<b>EQUITY</b>				
<b>Equity attributable to Owners of the Company</b>				
Share capital	50,915	50,915	50,915	50,915
Treasury shares	(2,128)	(1,645)	(2,128)	(1,645)
Translation reserve	1,556	(1,202)	-	-
Accumulated profits	264,335	274,889	35,520	10,346
Asset revaluation reserve	219	219	-	-
Other reserves	5,466	5,466	2,629	2,629
	<u>320,363</u>	<u>328,642</u>	<u>86,936</u>	<u>62,245</u>
Non-controlling interests	23,197	22,977	-	-
<b>TOTAL EQUITY</b>	<b><u>343,560</u></b>	<b><u>351,619</u></b>	<b><u>86,936</u></b>	<b><u>62,245</u></b>

1(b)(ii) GROUP'S BORROWINGS AND DEBT SECURITIES

<b>The amount repayable in one year or less, or on demand</b>			
<b>At 31.03.2021</b>		<b>At 31.03.2020</b>	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
57,703	-	38,577	-

<b>The amount repayable after one year</b>			
<b>At 31.03.2021</b>		<b>At 31.03.2020</b>	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
85,517	-	114,643	-

**Details of any collaterals:**

The Group's borrowings are secured by way of:

- 1) Assignment of progress payments from the developer for certain on-going construction projects;
- 2) Letters of assignment of certain progress payments and retention monies due to the Group;
- 3) First legal mortgage on the Group's investment properties and leasehold factory building;
- 4) Charge on fixed deposits and structured deposits;
- 5) First charge over the contract proceeds/project account arising from the construction project financed;
- 6) A first legal mortgage over the development property of a joint venture;
- 7) Legal assignment of sales proceeds from the development property of a joint venture;
- 8) Legal assignment of tenancy, rental, lease and licence agreements from the development property of a joint venture;
- 9) Legal assignment of the construction contract(s) and performance bonds from the development property of a joint venture;
- 10) Legal assignment of fire insurance policy from the development property of a joint venture;
- 11) Corporate guarantees from all the shareholders of a joint venture in equal share ratio; and
- 12) Debenture over all present and future assets of a joint venture.

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial period.

STATEMENT OF CASH FLOWS

	GROUP	
	FULL YEAR ENDED	
	31.03.2021	31.03.2020
	S\$'000	S\$'000
<b>Operating activities</b>		
(Loss)/profit before taxation	(4,675)	17,665
<b>Adjustments:</b>		
Depreciation of property, plant and equipment	2,182	2,373
Amortisation of club membership	3	3
Gain on disposal of plant and equipment, net	(288)	(9)
Fair value loss on quoted debt instruments (investment securities)	248	90
Loss on fair value adjustments of investment properties	2,633	3,242
Fair value loss/(gain) on structured deposits	18	(13)
Impairment loss on financial assets	1,375	1,866
Interest expense	2,452	4,203
Interest income	(5,884)	(8,368)
Share of results of associates and joint ventures	2,929	(7,843)
<b>Operating cash flows before changes in working capital</b>	993	13,209
<b>Changes in working capital:</b>		
Decrease/(increase) in:		
Trade and other receivables, deposits and prepayments	12,197	(3,228)
Contract assets	(4,811)	470
Increase/(decrease) in:		
Trade and other payables and accruals	9,322	(11,831)
Deferred income	(727)	528
Contract liabilities	(979)	21,339
<b>Cash flows from operations</b>	15,995	20,487
Income taxes paid	(2,022)	(3,028)
Interest income received	5,884	8,368
Exchange differences	1,420	1,964
<b>Net cash flows from operating activities</b>	21,277	27,791
<b>Investing activities</b>		
Purchase of plant and equipment	(1,456)	(546)
Proceeds from disposal of plant and equipment	321	32
Increase in investments in associates	-	(1,330)
Payment for cancellation of shares in associates on capital reduction	450	570
Purchase of quoted debt instruments (investment securities)	(1,002)	(3,000)
Increase in loans and amounts due from associates, net	(12,384)	(7,403)
Increase in loans and amounts due from joint ventures, net	(1,248)	(5,432)
Dividends received from associates and joint ventures	3,840	22,835
<b>Net cash flows (used in)/from investing activities</b>	(11,479)	5,726
<b>Financing activities</b>		
Dividends paid	(6,766)	(12,499)
Purchase of treasury shares	(483)	(1,645)
Proceeds from bank term loans	35,000	78,100
Repayment of bank term loans	(51,190)	(56,086)
Proceeds from bills payable to banks	6,190	-
Repayment of bills payable to banks	-	(22,001)
Interest paid	(2,452)	(4,203)
Repayment of finance lease obligations	(522)	-
Payment of principal portion of lease liabilities	(146)	(748)
Decrease/(increase) in pledged fixed deposits	13,448	(22,076)
<b>Net cash flows used in financing activities</b>	(6,921)	(41,158)
<b>Net increase/(decrease) in cash and cash equivalents</b>	2,877	(7,641)
Effect of exchange rate changes on cash and cash equivalents	53	(10)
<b>Cash and cash equivalents at beginning of year</b>	66,098	73,749
<b>Cash and cash equivalents at end of year (Note A)</b>	69,028	66,098
<b>Note A: Cash and cash equivalents at end of year comprise:</b>		
	31.03.2021	31.03.2020
	S\$'000	S\$'000
Cash and bank balances**	60,764	37,468
Fixed deposits	62,136	92,872
	122,900	130,340
Less: Pledged fixed deposits	(53,872)	(64,242)
Cash and cash equivalents	69,028	66,098

\*\* The Group's cash and bank balances earn interest at floating rates based on daily bank deposit rates.



UNAUDITED FULL YEAR FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2021

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

STATEMENT OF CHANGES IN EQUITY

GROUP	Attributable to Owners of the Company								Non-controlling interests	Total equity
	Share capital	Treasury shares	Translation reserve	Accumulated profits	Asset revaluation reserve	Fair value adjustment reserve	Other reserves	Equity attributable to Owners of the Company, total		
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>At 1 April 2019</b>	50,915	-	(344)	271,622	219	1,248	4,119	327,779	23,481	351,260
<b>Profit/(Loss) for the year</b>	-	-	-	15,823	-	-	-	15,823	(393)	15,430
<u>Other comprehensive income</u>										
Fair value gain on equity instruments at FVOCI	-	-	-	-	-	42	-	42	-	42
Foreign currency translation	-	-	(858)	-	-	-	-	(858)	(111)	(969)
Other comprehensive income for the year	-	-	(858)	-	-	42	-	(816)	(111)	(927)
<b>Total comprehensive income for the year</b>	-	-	(858)	15,823	-	42	-	15,007	(504)	14,503
<u>Contributions by and distributions to owners</u>										
Purchase of treasury shares	-	(1,645)	-	-	-	-	-	(1,645)	-	(1,645)
Final tax-exempt dividends on ordinary shares	-	-	-	(12,499)	-	-	-	(12,499)	-	(12,499)
Transfer to other reserves	-	-	-	(57)	-	(1,290)	1,347	-	-	-
<b>Total contributions by and distributions to owners</b>	-	(1,645)	-	(12,556)	-	(1,290)	1,347	(14,144)	-	(14,144)
<b>At 31 March 2020</b>	<b>50,915</b>	<b>(1,645)</b>	<b>(1,202)</b>	<b>274,889</b>	<b>219</b>	<b>-</b>	<b>5,466</b>	<b>328,642</b>	<b>22,977</b>	<b>351,619</b>
<b>At 1 April 2020</b>	<b>50,915</b>	<b>(1,645)</b>	<b>(1,202)</b>	<b>274,889</b>	<b>219</b>	<b>-</b>	<b>5,466</b>	<b>328,642</b>	<b>22,977</b>	<b>351,619</b>
<b>Loss for the year</b>	-	-	-	(3,788)	-	-	-	(3,788)	(416)	(4,204)
<u>Other comprehensive income</u>										
Foreign currency translation	-	-	2,758	-	-	-	-	2,758	636	3,394
Other comprehensive income for the year	-	-	2,758	-	-	-	-	2,758	636	3,394
<b>Total comprehensive income for the year</b>	-	-	2,758	(3,788)	-	-	-	(1,030)	220	(810)
<u>Contributions by and distributions to owners</u>										
Purchase of treasury shares	-	(483)	-	-	-	-	-	(483)	-	(483)
Final tax-exempt dividends on ordinary shares	-	-	-	(6,766)	-	-	-	(6,766)	-	(6,766)
<b>Total contributions by and distributions to owners</b>	-	(483)	-	(6,766)	-	-	-	(7,249)	-	(7,249)
<b>At 31 March 2021</b>	<b>50,915</b>	<b>(2,128)</b>	<b>1,556</b>	<b>264,335</b>	<b>219</b>	<b>-</b>	<b>5,466</b>	<b>320,363</b>	<b>23,197</b>	<b>343,560</b>

UNAUDITED FULL YEAR FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2021

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial period.

STATEMENT OF CHANGES IN EQUITY

COMPANY	Share capital S\$'000	Treasury shares S\$'000	Accumulated profits S\$'000	Other reserves S\$'000	Total equity S\$'000
At 1 April 2019	50,915	-	22,098	2,629	75,642
Profit for the year	-	-	747	-	747
Total comprehensive income for the year	-	-	747	-	747
<u>Contributions by and distributions to owners</u>					
Purchase of treasury shares	-	(1,645)	-	-	(1,645)
Interim and final tax-exempt dividends on ordinary shares	-	-	(12,499)	-	(12,499)
At 31 March 2020	50,915	(1,645)	10,346	2,629	62,245
At 1 April 2020	50,915	(1,645)	10,346	2,629	62,245
Profit for the year	-	-	31,940	-	31,940
Total comprehensive income for the year	-	-	31,940	-	31,940
<u>Contributions by and distributions to owners</u>					
Purchase of treasury shares	-	(483)	-	-	(483)
Interim and final tax-exempt dividends on ordinary shares	-	-	(6,766)	-	(6,766)
At 31 March 2021	50,915	(2,128)	35,520	2,629	86,936

**SHARE CAPITAL**

**1(d)(ii) Details of any changes in the Company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.**

The Company acquired 6,339,400 (FY2020: 4,873,400 shares) ordinary shares by way of market purchases on the Singapore Exchange and there were held as treasury shares during FY2021.

As at 31 March 2021, 6,339,400 treasury shares (31 March 2020: 4,873,400 treasury shares) were held by the Company.

The total number of issued shares as at 31 March 2021 was 563,396,245 shares (31 March 2020: 564,862,245 shares) excluding treasury shares.

**1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.**

<b>Total number of issued shares excluding treasury shares:</b>	<u>Number of shares</u>
<b>Balance as at 31 March 2020 and 1 April 2020</b>	
- Ordinary Shares	<b>564,862,245</b>
Purchase of treasury shares during FY2021	
- Ordinary Shares	(1,466,000)
<b>Balance as at 31 March 2021</b>	<b>563,396,245</b>

The total number of treasury shares held by the Company as at 31 March 2021 was 6,339,400 shares (31 March 2020: 4,873,400 shares).

**1(d)(iv) A statement showing all sales, transfers, disposals, cancellation and/or use of treasury shares as at the end of the current financial period reported on.**

There were no sales, transfers, disposals, cancellation and/or use of treasury shares during the year.

**AUDIT**

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

The figures have not been audited or reviewed by the Company's auditors.

**3 Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).**

Not applicable.

**ACCOUNTING POLICIES**

**4 Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.**

Except as disclosed in paragraph 5 below, the Group has applied the same accounting policies and methods of computation in the preparation of the financial information for the current reporting period compared with the audited financial statements for the year ended 31 March 2020.

**ACCOUNTING POLICIES**

- 5 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

Not applicable.

**EARNINGS PER SHARE**

- 6 Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends:

	<b>GROUP FULL YEAR ENDED</b>	
	<b>31.03.2021</b>	<b>31.03.2020</b>
	(cents)	(cents)
a) On a basic basis	(0.67)	2.78
b) On a fully diluted basis	(0.67)	2.78
	<b>S\$'000</b>	<b>S\$'000</b>
Group's (loss)/profit for the year attributable to Owners of the Company used in the computation of basic and diluted EPS	(3,788)	15,823
Weighted average number of ordinary shares excluding treasury shares for computing basic and diluted EPS	565,278,972	568,411,240

**NET ASSET VALUE PER SHARE**

- 7 Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:

- (a) current financial period reported on; and  
(b) immediately preceding financial year.

	<b>GROUP</b>		<b>COMPANY</b>	
	<b>as at 31.03.2021</b>	<b>as at 31.03.2020</b>	<b>as at 31.03.2021</b>	<b>as at 31.03.2020</b>
Net asset value per ordinary share (cents)	56.86	58.18	15.43	11.02
Issue share capital excluding treasury shares at the end of the year	563,396,245	564,862,245	563,396,245	564,862,245

**REVIEW OF THE PERFORMANCE OF THE GROUP**

- 8 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**

The Group incurred a loss of S\$3.8 million for the financial year ended 31 March 2021 ("FY2021") after taking in losses amounting to S\$12.8 million from the fair value adjustments of certain hotel properties and investment properties held by the Group and its associated companies. The decrease in fair value of hotel properties and investment properties are mainly due to the ongoing COVID-19 pandemic.

Summary of losses and impairments from the fair value adjustments of certain hotel properties and investment properties held by the Group and its associated companies.

	<b>S\$ (million)</b>
Loss on fair value adjustments of investment properties (included in other operating expenses)	2.6
Impairment losses on financial assets	1.4
Losses due to fair value adjustments of hotel properties in overseas (included in share of results of associates and joint ventures)	7.9
Losses due to fair value adjustments of investment properties in Singapore (included in share of results of associates and joint ventures)	0.9
	<u>12.8</u>

The losses and impairment relating to valuation of hotels and investment properties are non-cash items which do not affect the Group's net cashflow from operating activities, which remain strong at S\$21.3 million in FY2021 (Please refer to Statement of cash flows under note 1(c)).

The construction business in FY2021 has also been adversely affected by the COVID-19 pandemic that caused the slowdown in work progress and increased the cost of construction. We have not taken in any potential qualifying claims from the cost-sharing relief under COVID-19 (Temporary Measures) Act 2020 for our existing construction projects in the FY2021 results. Such claims will be recognised in the profit or loss in the future when they materialise.

**FY2021 vs FY2020**

**Revenue**

The Group had a total revenue of S\$153.1 million for FY2021, a decrease of S\$73.0 million or 32.3% compared to S\$226.1 million registered in the corresponding financial year ended 31 March 2020 ("FY2020"). The decrease was mainly due to the ongoing COVID-19 pandemic on our business. Revenue from construction business decreased S\$71.8 million or 32.5% from S\$220.8 million in FY2020 to S\$149.0 million in FY2021. As affected by the ongoing COVID-19 pandemic, rental income decreased in FY2021 as compared to FY2020.

**Other income**

Other income increased by S\$5.3 million or 45.8% from S\$11.5 million in FY2020 to S\$16.8 million in FY2021, mainly due to the grants received from the Government, partially offset by the decrease in interest income received due to the decrease in interest-bearing loans made to associated companies and joint ventures.

**Operating expenses**

The cost of construction decreased by S\$52.1 million or 25.9% from S\$201.3 million in FY2020 to S\$149.2 million in FY2021. The decrease was mainly due to the decrease in construction works done as affected by the ongoing COVID-19 pandemic, partially offset by the increase in costs required due to the COVID-19 pandemic.

There were no significant changes in personnel expenses and depreciation of property, plant and equipment in FY2021 as compared to FY2020.

## REVIEW OF THE PERFORMANCE OF THE GROUP

### INCOME STATEMENT (continued)

Finance costs decreased by S\$1.5 million or 33.7% from S\$4.3 million in FY2020 to S\$2.8 million in FY2021, mainly due to the decrease in interest rates.

Other operating expenses decreased by S\$1.9 million or 20.7% from S\$9.1 million in FY2020 to S\$7.2 million in FY2021, mainly due to the decrease in foreign exchange losses.

The impairment losses on financial assets of S\$1.4 million in FY2021 was mainly due to the decrease in realisable value of certain commercial properties held by an associate of the Group.

The share of results of associates and joint ventures incurred a loss of S\$2.9 million in FY2021, as compared to a profit of S\$7.8 million in FY2020 mainly due to the Group's share of approximately S\$7.9 million in fair value adjustments of hotel properties held by certain associated companies and S\$3.8 million loss from hotel operations and ongoing hotel developments as affected by movement and travel restrictions due to the global COVID 19 pandemic.

Tax expense decreased by S\$2.7 million from S\$2.2 million in FY2020 to a tax credit S\$0.5 million in FY2021, mainly due to the decrease in profit from operations before share of results of associates and joint ventures, partially offset by expenses not allowed for tax deductions.

As a result of the above, the Group recognised a net loss attributable to Owners of the Company of S\$3.8 million in FY2021 excluding non-controlling interests.

### STATEMENT OF FINANCIAL POSITION

#### Non-current assets

Property, plant and equipment ("PPE") decreased by S\$0.8 million from S\$21.1 million as at 31 March 2020 ("FY2020") to S\$20.3 million as at 31 March 2021 ("FY2021"), mainly due to disposal and depreciation, partially offset by new purchase of plant and equipment.

Interests in associates and joint ventures increased by S\$5.0 million from S\$275.4 million as at FY2020 to S\$280.4 million as at FY2021, mainly due to an increase in loans to finance development, partially offset by share of losses.

Investment properties decreased by S\$0.5 million from S\$117.6 million as at FY2020 to S\$117.1 million as at FY2021, mainly due to net fair value losses of investment properties, partially offset by gain from foreign exchange translation difference arising from an investment property held in the People's Republic of China ("PRC").

#### Current assets

Trade receivables decreased by S\$0.5 million from S\$16.9 million as at FY2020 to S\$16.4 million as at FY2021, mainly due to the decrease in amount of progress claims certified for construction projects in progress.

Other receivables and deposits decreased by S\$11.8 million from S\$13.8 million as at FY2020 to S\$2.0 million as at FY2021, mainly due to the decrease in dividend receivables from associated companies and joint ventures.

Based on the progress of construction projects in FY2021 as compared to FY2020, contract assets increased by S\$4.8 million from S\$32.7 million in FY2020 to S\$37.5 million in FY2021.

#### Current liabilities

Trade payables under current liabilities increased by S\$2.6 million from S\$16.3 million as at FY2020 to S\$18.9 million as at FY2021. The increase was mainly due to the increase in billings from suppliers and subcontractors which will be due for release of payments in the next 12 months for construction activities.

Other payables and accruals under current liabilities increased by S\$6.7 million from S\$45.1 million as at FY2020 to S\$51.8 million as at FY2021. The increase was mainly due to the increase in accruals made for on-going and completed construction projects.

Based on the progress of construction projects as at FY2021 as compared to FY2020, contract liabilities decreased by S\$1.0 million from S\$23.3 million in FY2020 to S\$22.3 million as at FY2021.

**REVIEW OF THE PERFORMANCE OF THE GROUP****STATEMENT OF FINANCIAL POSITION** (continued)**Non-current liabilities**

Lease liabilities under non-current liabilities of S\$4.5 million was recognised as at FY2021 as compared to S\$5.2 million recognised as at FY2020.

**Total Group's borrowings**

Total borrowings decreased by S\$10.0 million from S\$153.2 million as at FY2020 to S\$143.2 million as at FY2021, mainly due to the repayment of bank borrowings, partially offset by increase in new borrowings and bill payable to banks.

**STATEMENT OF CASH FLOWS**

Net cash flows from operating activities of S\$21.3 million during FY2021 mainly arose from operating cash inflows before changes in working capital of S\$1.0 million, increase in working capital of S\$15.0 million and interest income received of S\$5.9 million, partially offset by income taxes paid of S\$2.0 million.

Net cash flows used in investing activities of S\$11.5 million during FY2021 mainly arose from purchase of plant and equipment of S\$1.8 million, purchase of quoted debt instruments (investment securities) of S\$1.0 million, increase in loans and amounts due from associates and joint ventures of S\$13.6 million, partially offset by dividends received from associates and joint ventures of S\$3.8 million and payment for cancellation of shares in associates on capital reduction of S\$0.5 million.

Net cash flows used in financing activities of S\$6.9 million during FY2021 mainly arose from dividends paid of S\$6.8 million, net decrease in bank borrowings of S\$10.0 million and purchase of treasury shares of S\$0.5 million, partially offset by the decrease in pledged fixed deposits of S\$13.4 million.

With the abovementioned, net increase in cash and cash equivalents during FY2021 was S\$2.9 million.

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

There was no forecast or any prospect statement previously disclosed to shareholders. The actual results in FY2021 is in line with the commentary made on 13 November 2020 in paragraph 10 of the half year results announcement for HYFY2021.

**10 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.**

The global COVID-19 pandemic has continue to ravage economies worldwide and severely affected businesses in many countries, including Singapore and the emergence of more contagious virus strains, which have diminished hopes of a substantial reopening of international borders in the near term.

As per the advance estimates by the Ministry of Trade and Industry ("MTI") released last month, Singapore's economy grew by 0.2% year-on-year in the first quarter of 2021, a turnaround after three quarters of contraction, as the country continued its recovery from the COVID-19 pandemic. On a quarter-on-quarter seasonally adjusted basis, Singapore's gross domestic product (GDP) expanded by 2% between January and March, extending the 3.8% growth in the previous quarter. Monetary Authority of Singapore ("MAS") noted last month that Singapore's economic growth is likely to top 6% this year. While the outlook for Singapore's economy has improved, projected growth outcomes across sectors have become even more lopsided than previously predicted. Prospects for certain sectors less affected by the pandemic have brightened, but other sectors which are worst-hit have deteriorated amid the global rise in COVID-19 cases and the emergence of more contagious virus strains.

Construction industry continue to be badly hit by the COVID-19 pandemic as new virus variants emerge in Singapore. Manpower challenges will be seriously exacerbated if borders are shut for a prolonged period among other uncertainties and risks.

10 (continued)

Occupancy rate of hotels globally continue to be badly affected by the closure of international borders.

According to Urban Redevelopment Authority ("URA") released last month, Singapore private home prices rise in Q1 on strong demand. Prices up quarter on quarter by 3.3% in Q1 2021, steeper than the 2.1% growth in Q4 2020.

The Group's construction order book remains healthy at more than S\$620 million as at 31 March 2021 with a desirable ratio of 56:44 in terms of private and public projects.

Four ("4") ongoing development property projects under the Group in Singapore are as set out below:-

No.	Project Name	Group Stake	Type of Development	Revenue Recognition Method	% Units Sold* as at 31 March 2021
<b>Singapore</b>					
1	Affinity @ Serangoon	7.50%	Residential with shop units	Percentage of Completion	85.7%
2	Riverfront Residences	35.00%	Residential with shop units	Percentage of Completion	95.1%
3	Park Colonial	20.00%	Residential	Percentage of Completion	95.0%
4	Rezi 24	48.00%	Residential	Percentage of Completion	97.3%

\* % of Units Sold - Based on Options issued and subject to completion of sale and purchase agreement

The 4 ongoing property developments, namely Affinity@Serangoon; Riverfront Residences; Park Colonial and Rezi 24 have sold more than 3,180 units by the end of 31 March 2021 with positive margins despite the challenging market sentiments and ongoing COVID-19 pandemic.

As at the end of FY2021, the Group has attributable share of progress billings to be recognised as sales revenue of more than S\$416.0 million from the property development projects held by associates and joint ventures under the Group, which will be progressively recognised by the associates and joint ventures and contribute to the Group's results after FY2021.

Gaobeidian City KAP Real Estate Development Co., Ltd (高碑店阿尔伯特园房地产开发有限公司), 22.5%-owned associated company under the Group, has sold more than 530 units of the residential development project, Sino-Singapore Health City (中新健康城) in Gaobeidian, PRC to-date with an average selling price expected to earn a positive profit margin. Construction is currently ongoing progressively. The Group expects the units sold from Gaobeidian project to contribute positively to the results in the upcoming financial year FY2022 when construction is completed.

Although affected by the COVID-19 pandemic, the Group's hotels and investment properties in Singapore and overseas are geographically diversified, strategically located, with stable occupancy rates.

In view of the ongoing COVID-19 pandemic and challenging economy outlook, the Group remains cautious on the outlook of its performance in FY2022.

**DIVIDENDS**

**11 (a) Current financial period reported on**

Any dividend declared for the current financial period reported on? **Yes**

Name of Dividend Dividend Type	(Tax Exempt 1-Tier)	
	Final Ordinary Cash	Total Cash
Dividend Rate	1.00 cent per ordinary share	1.00 cent per ordinary share



**DIVIDENDS** (continued)

**(b) Corresponding Period of the Immediately Preceding Financial Year**

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

Name of Dividend Dividend Type Dividend Rate	(Tax Exempt 1-Tier)		Total Cash 2.20 cents per ordinary share
	Interim Ordinary Cash 1.00 cent per ordinary share	Final Ordinary Cash 1.20 cents per ordinary share	

**(c) Date payable**

The date payable for the proposed final cash dividend will be announced at a later date.

**(d) Books closure date**

The Notice on the closure date of the Transfer Books and the Register of Members of the Company for the proposed final cash dividend will be announced at a later date.

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

Not applicable.

**13 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 Group has not obtained a general mandate from shareholders for Interested Person Transactions (IPTs).

**14 Confirmation by the Company Pursuant to Rule 720(1) of the Listing Manual of SGX-ST.**

The Company confirms that it has procured undertakings from all its Directors and Executive Officers (in the format set out in Appendix 7.7) pursuant to Rule 720(1) of the Listing Manual of the SGX-ST.

15 Segmented revenue and results for business or geographical segments (of the Group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

**Business segments**

	GROUP				
	Construction	Property development and management	Others	Eliminations	Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<b>FY2021</b>					
<b>REVENUE</b>					
- external sales	149,038	4,056	-	-	<u>153,094</u>
<b>Results</b>					
Share of results of associates and joint ventures	-	(2,929)	-	-	(2,929)
Fair value loss on investment properties, net	-	(1,375)	-	-	(1,375)
Interest income	152	18	5,714	-	5,884
Finance costs	(485)	(1)	(2,352)	-	(2,838)
Profit before taxation	<u>(1,115)</u>	<u>(4,388)</u>	<u>828</u>	<u>-</u>	<u>(4,675)</u>
Segment assets	248,652	118,992	133,828	(177,335)	324,137
Interests in associates	-	195,512	6,200	-	201,712
Interests in joint ventures	-	78,684	-	-	78,684
<b>Total assets</b>					<u><b>604,533</b></u>
Segment liabilities	109,453	26,123	235,884	(134,753)	236,707
Unallocated liabilities*					24,266
<b>Total liabilities</b>					<u><b>260,973</b></u>
<b>Other segment information :</b>					
Capital expenditures	1,380	76	-	-	1,456
Depreciation of property, plant and equipment	2,164	18	-	-	2,182
<b>FY2020</b>					
<b>REVENUE</b>					
- external sales	220,835	5,290	-	-	<u>226,125</u>
<b>Results</b>					
Share of results of associates and joint ventures	-	7,843	-	-	7,843
Fair value loss on investment properties, net	-	(3,242)	-	-	(3,242)
Interest income	477	11	7,880	-	8,368
Finance costs	(863)	(137)	(3,281)	-	(4,281)
Profit before taxation	<u>11,380</u>	<u>6,001</u>	<u>284</u>	<u>-</u>	<u>17,665</u>
Segment assets	242,403	129,116	139,922	(169,696)	341,745
Interests in associates	-	192,632	6,188	-	198,820
Interests in joint ventures	-	76,538	-	-	76,538
<b>Total assets</b>					<u><b>617,103</b></u>
Segment liabilities	99,284	25,927	245,540	(126,475)	244,276
Unallocated liabilities*					21,208
<b>Total liabilities</b>					<u><b>265,484</b></u>
<b>Other segment information :</b>					
Capital expenditures	641	-	-	-	641
Depreciation of property, plant and equipment	2,359	14	-	-	2,373

\*Unallocated liabilities comprise bank borrowings, deferred tax liabilities, provision for income tax and deferred income which are added to segment liabilities to arrive at total liabilities reported in the balance sheet.

**Geographical segments**

	GROUP								
	Singapore	Malaysia	Bhutan	Japan	Australia	England, United Kingdom	The People's Republic of China	Eliminations	Total
<b>FY2021</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>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>REVENUE</b>	149,327	-	-	-	-	-	3,768	-	153,094
Segment assets	286,522	292	-	-	-	68	120,953	(83,698)	324,137
Interests in associates	134,757	-	1,638	5,230	2,315	22,178	35,593	-	201,712
Interests in joint ventures	78,684	-	-	-	-	-	-	-	78,684
<b>Total assets</b>									<b>604,533</b>
<b>Other segment information :</b>									
Capital expenditures	1,380	-	-	-	-	-	76	-	1,456

	Singapore	Malaysia	Bhutan	Japan	Australia	England, United Kingdom	The People's Republic of China	Eliminations	Total
<b>FY2020</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>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>REVENUE</b>	221,142	-	-	-	-	-	4,983	-	226,125
Segment assets	302,985	297	-	-	-	37	114,167	(75,741)	341,745
Interests in associates	125,617	-	1,662	6,675	1,794	29,060	34,012	-	198,820
Interests in joint ventures	76,538	-	-	-	-	-	-	-	76,538
<b>Total assets</b>									<b>617,103</b>
<b>Other segment information :</b>									
Capital expenditures	641	-	-	-	-	-	-	-	641

**16 In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.**

**REVENUE**

by Business segments

Revenue from construction business decreased S\$71.8 million or 32.5% from S\$220.8 million in FY2020 to S\$149.0 million in FY2021 mainly due to the ongoing COVID-19 pandemic

by Geographical segments

Revenue contributed by Singapore decreased by S\$71.8 million from S\$221.1 million in FY2020 to S\$149.3 million in FY2021 mainly due to the ongoing COVID-19 pandemic.

**Profit Before Taxation**

by Business segments

Profit before taxation from construction business decreased by S\$12.5 million from a profit of S\$11.4 million in FY2020 to a loss of S\$1.1 million in FY2021 due to the ongoing COVID-19 pandemic.

Profit before taxation from property development and investment decreased by S\$10.4 million from a profit of S\$6.0 million in FY2020 to a loss of S\$4.4 million in FY2021, the Group's share of approximately S\$7.9 million in fair value adjustments of hotel properties held by certain associated companies and S\$3.8 million loss from hotel operations and ongoing hotel developments as affected by the movement and travel restrictions due to the global COVID-19 pandemic.

**17 A breakdown of sales as follows:**

	<b>GROUP</b>		
	<b>31.03.2021</b>	<b>31.03.2020</b>	% increase/(decrease)
	<b>S\$'000</b>	<b>S\$'000</b>	
Sales reported for first half year	34,519	126,580	(73)
Operating (loss)/profit after taxation before deducting non-controlling interests reported for the first half year	(4,063)	11,112	nm
Sales reported for second half year	118,575	99,545	19
Operating (loss)/profit after taxation before deducting non-controlling interests reported for the second half year	(141)	4,318	nm
Total Sales	153,094	226,125	(32)
Operating (loss)/profit after taxation before deducting non-controlling interests reported for full year	(4,204)	15,430	nm

nm: not meaningful

**18 A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous year as follows:**

	<b>31.03.2021</b>	<b>31.03.2020</b>
	<b>S\$'000</b>	<b>S\$'000</b>
Ordinary shares		
Interim	-	5,681
Final	5,634	6,766
<b>Total :</b>	<b>5,634</b>	<b>12,447</b>

\*\* Proposed final dividend to be approved at the Company's forthcoming Annual General Meeting by the Shareholders.

- 19 **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(13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.**

There is no person occupying a managerial position in the Company or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the Company.

**By Order of the Board**

Choo Chee Onn  
Executive Chairman and Managing Director

**28th May 2021**