



OXLEY HOLDINGS LIMITED

(Company Registration No. 201005612G)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR FIRST HALF YEAR ENDED 31 DECEMBER 2021 (UNAUDITED)

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

	Group			
	Note	First Half Ended		Change %
		31-Dec-21 \$'000	31-Dec-20 ¹ \$'000	
Continuing operations				
Revenue	5	506,375	582,252	-13
Cost of sales		(432,763)	(491,873)	-12
Gross profit		73,612	90,379	-19
Other income		2,180	3,784	-42
Interest income		5,977	4,736	26
Other gains		29,653	36,323	-18
Marketing and distribution costs		(2,422)	(4,048)	-40
Administrative expenses		(18,582)	(16,262)	14
Other losses		(7,696)	(10,564)	-27
Finance costs		(57,274)	(55,436)	3
Share of results from associates and joint ventures, net of tax		1,518	2,205	-31
Profit before tax	6	26,966	51,117	-47
Income tax expense	7	(3,547)	(7,573)	-53
Profit from continuing operations		23,419	43,544	-46
Discontinued operations				
Loss from discontinued operations, net of tax	8	-	(14,913)	N.M.
Profit for the period		23,419	28,631	-18
Other comprehensive income				
<i>Items that will not be reclassified to profit or loss</i>				
Net fair value (loss)/gain on investment in securities		(4,459)	15,706	N.M.
Loss on revaluation of properties, net of tax		(5,669)	-	N.M.
		(10,128)	15,706	N.M.
<i>Items that may be reclassified subsequently to profit or loss</i>				
Exchange differences on translation of foreign operations		(5,347)	12,137	N.M.
Total other comprehensive (loss)/income, net of tax		(15,475)	27,843	N.M.
Total comprehensive income for the period		7,944	56,474	-86
Profit/(loss) for the period attributable to:				
Owners of the Company		23,513	22,722	3
Non-controlling interests		(94)	5,909	N.M.
		23,419	28,631	-18
Profit/(loss) for the period attributable to owners of the Company:				
Profit from continuing operations		23,513	38,048	-38
Loss from discontinued operations		-	(15,326)	N.M.
		23,513	22,722	3
Total comprehensive income/(loss) for the period attributable to:				
Owners of the Company		8,038	50,565	-84
Non-controlling interests		(94)	5,909	N.M.
		7,944	56,474	-86

N.M. - Not meaningful

A. Condensed interim consolidated statement of profit or loss and other comprehensive income (cont'd)

	Group	
	First Half Ended	
	31-Dec-21	31-Dec-20¹
	\$'000	\$'000
Basic and diluted earnings/(loss) per share attributable to owners of the Company		
Weighted average number of shares (excluding treasury shares) ('000)		
- Basic	4,239,689	4,218,474
- Diluted*	4,254,384	4,218,474
Basic earnings/(loss) per share (cents)		
Continuing operations	0.55	0.90
Discontinued operations	-	(0.36)
	<u>0.55</u>	<u>0.54</u>
Diluted earnings/(loss) per share (cents)*		
Continuing operations	0.55	0.90
Discontinued operations	-	(0.36)
	<u>0.55</u>	<u>0.54</u>

* For computation of diluted earnings /(loss) per share, the weighted average number of ordinary shares has been adjusted for the dilutive effect arising from the conversion of all the convertible notes and unexercised warrants to ordinary shares.

¹ These figures were disclosed on page F-222 and F-223 of the Offering Circular dated 28 June 2021 relating to the update of US\$ 1 billion Guaranteed Euro Medium Term Note Programme offered by the Company's wholly-owned subsidiary, Oxley MTN Pte. Ltd.

B. Condensed interim consolidated statements of financial position

	Note	Group		Company	
		31-Dec-21 \$'000	30-Jun-21 \$'000	31-Dec-21 \$'000	30-Jun-21 \$'000
Assets					
Non-current assets					
Property, plant and equipment	11	935,050	945,571	230	246
Investment properties	12	331,403	324,833	-	-
Investments in subsidiaries		-	-	36,023	37,032
Investments in joint ventures		55,589	58,822	3,767	3,767
Investments in associates		23,897	23,420	490	490
Investments in securities		18,229	22,695	12,008	16,467
Deferred tax assets		16,273	15,391	2,950	2,950
Other receivables		192,848	188,986	1,045,717	1,271,107
Other non-financial assets		284	264	147	173
Total non-current assets		1,573,573	1,579,982	1,101,332	1,332,232
Current assets					
Inventories		49	54	-	-
Development properties	13	1,754,003	1,953,898	-	-
Trade and other receivables		297,323	378,895	508,672	715,621
Other non-financial assets		61,019	38,049	30,204	6,504
Cash and cash equivalents		199,654	215,839	25,588	44,389
Total current assets		2,312,048	2,586,735	564,464	766,514
Total assets		3,885,621	4,166,717	1,665,796	2,098,746
Equity and liabilities					
Equity					
Share capital	14	305,092	304,558	305,092	304,558
Treasury shares	15	(7,638)	(7,638)	(7,638)	(7,638)
Retained earnings		540,783	527,861	360,839	195,853
Other reserves	16	159,804	175,279	(2,215)	2,244
Equity attributable to owners of the Company		998,041	1,000,060	656,078	495,017
Non-controlling interests		50,002	50,096	-	-
Total equity		1,048,043	1,050,156	656,078	495,017
Non-current liabilities					
Deferred tax liabilities		41,509	42,051	-	-
Other financial liabilities	17	609,521	1,725,472	172,628	314,699
Other non-financial liabilities		95	-	-	-
Total non-current liabilities		651,125	1,767,523	172,628	314,699
Current liabilities					
Income tax payable		33,704	46,915	-	-
Trade and other payables		418,448	489,127	569,165	1,019,230
Other financial liabilities	17	1,698,529	784,089	267,925	269,800
Other non-financial liabilities		35,772	28,907	-	-
Total current liabilities		2,186,453	1,349,038	837,090	1,289,030
Total liabilities		2,837,578	3,116,561	1,009,718	1,603,729
Total equity and liabilities		3,885,621	4,166,717	1,665,796	2,098,746

C. Condensed interim consolidated statements of changes in equity

	Note	Attributable to Owners of the Company				Total	Non-controlling interest	Total equity
		Share capital	Treasury shares	Retained earnings	Other reserves			
		\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
Group								
Current period								
Balance at 1 July 2021		304,558	(7,638)	527,861	175,279	1,000,060	50,096	1,050,156
Issue of shares under the scrip dividend scheme	14	534	-	-	-	534	-	534
Total comprehensive income/(loss) for the period		-	-	23,513	(15,475)	8,038	(94)	7,944
Dividends on ordinary shares	10	-	-	(10,591)	-	(10,591)	-	(10,591)
Balance as at 31 December 2021		<u>305,092</u>	<u>(7,638)</u>	<u>540,783</u>	<u>159,804</u>	<u>998,041</u>	<u>50,002</u>	<u>1,048,043</u>
Previous period								
Balance at 1 July 2020		300,700	(7,638)	578,045	176,291	1,047,398	18,124	1,065,522
Striking off a subsidiary		-	-	-	-	-	(340)	(340)
Total comprehensive income for the period		-	-	22,722	27,843	50,565	5,909	56,474
Dividends on ordinary shares	10	-	-	(63,277)	3,872	(59,405)	-	(59,405)
Balance as at 31 December 2020		<u>300,700</u>	<u>(7,638)</u>	<u>537,490</u>	<u>208,006</u>	<u>1,038,558</u>	<u>23,693</u>	<u>1,062,251</u>
		Share capital	Treasury shares	Retained earnings	Other reserves	Total equity		
		\$'000	\$'000	\$'000	\$'000	\$'000		
Company								
Current period								
Balance at 1 July 2021		304,558	(7,638)	195,853	2,244	495,017		
Issue of shares under the scrip dividend scheme		534	-	-	-	534		
Total comprehensive income/(loss) for the period		-	-	175,577	(4,459)	171,118		
Dividends on ordinary shares	10	-	-	(10,591)	-	(10,591)		
Balance as at 31 December 2021		<u>305,092</u>	<u>(7,638)</u>	<u>360,839</u>	<u>(2,215)</u>	<u>656,078</u>		
Previous period								
Balance at 1 July 2020		300,700	(7,638)	399,884	(13,773)	679,173		
Total comprehensive income for the period		-	-	6,287	15,706	21,993		
Dividends on ordinary shares	10	-	-	(63,277)	3,872	(59,405)		
Balance as at 31 December 2020		<u>300,700</u>	<u>(7,638)</u>	<u>342,894</u>	<u>5,805</u>	<u>641,761</u>		

D. Condensed interim consolidated statements of cash flows

Note	Group	
	First Half Ended	
	31-Dec-21 \$'000	31-Dec-20 ¹ \$'000
Cash flows from operating activities		
	26,966	51,117
8	-	(14,913)
	26,966	36,204
Adjustments for:		
	(5,977)	(4,746)
	57,274	56,393
	-	1,918
6	10,354	8,730
	-	(340)
6	307	4,966
6	(17,441)	1,044
	-	229
6	(1,058)	-
6	(2,386)	-
	-	11,400
	(1,518)	(2,205)
	(2,485)	(13,778)
	64,036	99,815
Operating cash flows before changes in working capital		
	5	(135)
	190,502	224,816
	76,057	179,638
	733	(8,534)
	(56,687)	(129,835)
	6,936	(75,422)
Cash flows from operations		
	281,582	290,343
	(15,089)	(22,228)
	266,493	268,115
Net cash flows from operating activities		
Cash flows from investing activities		
	(362)	(1,960)
	(23,616)	-
	-	131
	-	201
	-	3,786
	1,948	-
	-	(63)
	(2,187)	(940)
	(8,169)	(18,587)
	5,977	4,746
	(26,409)	(12,686)
Net cash flows used in investing activities		

D. Condensed interim consolidated statements of cash flows (cont'd)

	Group	
	First Half Ended	
	31-Dec-21 \$'000	31-Dec-20 ¹ \$'000
Cash flows from financing activities:		
Proceeds from new borrowings	259,576	220,500
Repayment of borrowings	(464,644)	(585,507)
Cash restricted in use	8,356	35,180
Dividends paid to equity owners	(10,057)	-
Advances from non-controlling shareholders	162	159
Interest expense paid	(41,151)	(43,828)
Net cash flows used in financing activities	(247,758)	(373,496)
Net decrease in cash and cash equivalents	(7,674)	(118,067)
Effects of exchange rate changes on cash and cash equivalents	(155)	1,114
Cash and cash equivalents at beginning of period	173,396	305,967
Cash and cash equivalents at end of period (Note A)	165,567	189,014
Note A		
Cash and cash equivalents at end of period	165,567	189,014
Cash restricted in use	34,087	43,575
Cash and cash equivalents included in a disposal group held for sale	-	(5,364)
Cash and cash equivalents on the Statement of Financial Position	199,654	227,225

¹ These figures were disclosed on page F-222 and F-223 of the Offering Circular dated 28 June 2021 relating to the update of US\$1 billion Guaranteed Euro Medium Term Note Programme offered by the Company's wholly-owned subsidiary, Oxley MTN Pte. Ltd.

E. Notes to the condensed interim consolidated financial statements

1. General

Oxley Holdings Limited (the “Company”) is incorporated in Singapore with limited liability. It is listed on the Main Board of the Singapore Exchange Securities Trading Limited (“SGX-ST”).

The condensed interim consolidated financial statements cover the Company and its subsidiaries and the Group’s interests in joint ventures and associates (collectively the “Group”). All financial information are presented in Singapore Dollar (“\$”) and have been rounded to the nearest thousand (“\$’000”) unless otherwise indicated.

The principal activities of the Group are property development, property investments, the provision of hospitality and corporate services, and investment holding.

2. Basis of preparation

The condensed interim consolidated financial statements for the first six months ended 31 December 2021 have been prepared in accordance with Singapore Financial Reporting Standards (International) (“SFRS(I)s”), 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore.

The condensed interim consolidated 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 for an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the financial year ended 30 June 2021.

The accounting policies adopted are consistent with those disclosed in the Group’s annual financial statements for the financial year ended 30 June 2021.

The new or revised SFRS(I)s and the related Interpretations to SFRS(I) (“SFRS (I) INT”) which became mandatory for the Group as of 1 July 2021, did not result in substantial changes to the Group’s accounting policies.

The Group has not early adopted any other SFRS(I)s, interpretation or amendment to SFRS(I)s that have been issued but are not yet effective.

The Group’s operations are generally not significantly affected by seasonality. However, property markets in which the Group operates may fluctuate from period to period, resulting from fluctuations in property prices, lease rates and general global economic conditions, thereby affecting the Group’s financial condition and results of operations. As a result, the Group expects its results of operations to vary from period to period.

2.1 Use of judgements and estimates

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

The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the reporting year ended 30 June 2021.

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

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the condensed interim consolidated financial statements is included in the following note:

Note 11 Classification of properties under hotel segment

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities during the reporting year is included in the following notes:

Note 11 Fair value of properties classified as property, plant and equipment

E. Notes to the condensed interim consolidated financial statements (cont'd)

2.1 Use of judgements and estimates (cont'd)

Note 12 Fair value of investment properties

Note 13 Allowance for impairment in carrying amount of development properties

3. Related party transactions

In addition to the related party information disclosed elsewhere in the condensed interim consolidated financial statements, the following significant transactions took place between the Group and related parties during the financial period on terms agreed between the parties. Other related parties comprise mainly entities which are controlled or jointly-controlled by the Group's key management personnel and close family members.

	Group	
	First Half Ended	
	31-Dec-21	31-Dec-20
	\$'000	\$'000
<u>Non-controlling interests</u>		
Interest income	324	324
Interest expense	(486)	(486)
<u>Joint ventures</u>		
Interest income	5,030	3,427
Interest expense	(37)	(497)
<u>Associates</u>		
Interest income	310	310
<u>Related parties</u>		
Interest expense	(2,129)	(1,913)

4. Operating segments

4.1 Business segments

For management purposes, the Group is organised into the following major business segments that offer different products and services. The Group has five reportable operating segments as follows:

- Property development – development of properties for sale
- Property investment – leasing of commercial properties
- Hotel – operation of owned hotels
- Construction – construction of commercial and residential properties
- Corporate – provision of corporate and investment services, and treasury functions

The structural organisation is determined by the nature of risks and returns associated with each business segment and it defines the management structure as well as the internal reporting system. It represents the basis on which the management reports the primary segment information that is available and that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing the performance of each segment. They are managed separately because each business requires different strategies.

The construction segment is presented as discontinued operations due to the deconsolidation of Disposal Group disclosed in Note 8.

Inter-segment sales are measured on the basis that the entity actually used to price the transfers. Internal transfer pricing policies of the Group are as far as practicable based on market prices. The accounting policies of the operating segments are the same as those described in the significant accounting policies.

Segment profit before tax is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

E. Notes to the condensed interim consolidated financial statements (cont'd)

4. Operating segments (cont'd)

4.1 Business segments (cont'd)

	Property development \$'000	Property investment \$'000	Hotel \$'000	Corporate \$'000	Continuing operations \$'000	Discontinued operations \$'000	Total \$'000
Six months period from <u>1 July 2021 to 31 December 2021</u>							
Segment revenue							
Revenue from external parties	488,853	-	10,515	-	499,368	-	499,368
Rental income	-	7,007	-	-	7,007	-	7,007
Total revenue	488,853	7,007	10,515	-	506,375	-	506,375
Segment result							
Net fair value (loss)/gain on financial instruments	-	(4)	278	17,167	17,441	-	17,441
Net fair value gain on investment properties	-	2,386	-	-	2,386	-	2,386
Gain on disposal of investment property	-	1,058	-	-	1,058	-	1,058
Impairment loss on receivables	(55)	(145)	-	(107)	(307)	-	(307)
Interest income	165	328	-	5,484	5,977	-	5,977
Operating profit	64,014	8,562	2,355	7,791	82,722	-	82,722
Finance costs	(8,198)	(1,922)	(11,285)	(35,869)	(57,274)	-	(57,274)
Share of results from joint ventures and associates, net of tax	-	-	-	1,518	1,518	-	1,518
Profit/(loss) before tax	55,816	6,640	(8,930)	(26,560)	26,966	-	26,966
Income tax (expense)/credit	(3,500)	(1,192)	(299)	1,444	(3,547)	-	(3,547)
Profit/(loss) for the period	52,316	5,448	(9,229)	(25,116)	23,419	-	23,419
Other significant items:							
Depreciation expense	(246)	-	(4,798)	(5,310)	(10,354)	-	(10,354)
Additions:							
Property, plant and equipment	-	-	110	6,449	6,559	-	6,559
<u>31 December 2021</u>							
Assets and reconciliations:							
Segment assets	2,034,006	335,811	827,934	590,155	3,787,906	-	3,787,906
Investments in joint ventures and associates	79,486	-	-	-	79,486	-	79,486
Investments in securities	7,283	-	-	10,946	18,229	-	18,229
Total assets	2,120,775	335,811	827,934	601,101	3,885,621	-	3,885,621
Liabilities and reconciliations:							
Segment liabilities	1,100,917	115,866	692,262	928,533	2,837,578	-	2,837,578
<u>Six months period from 1 July 2020 to 31 December 2020</u>							
Segment revenue							
Revenue from external parties	564,527	-	11,670	-	576,197	163,094	739,291
Rental income	-	6,055	-	-	6,055	-	6,055
Total revenue	564,527	6,055	11,670	-	582,252	163,094	745,346

E. Notes to the condensed interim consolidated financial statements (cont'd)

4. Operating segments (cont'd)

4.1 Business segments (cont'd)

	Property development	Property investment	Hotel	Corporate	Continuing operations	Discontinued operations	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Six months period from 1 July 2020 to 31 December 2020 (cont'd)							
Segment result	80,633	3,743	3,230	17,676	105,282	(2,290)	102,992
Net fair value loss on financial instruments	(1)	(44)	(904)	(95)	(1,044)	-	(1,044)
Gain on striking off of a subsidiary	-	-	-	340	340	-	340
Loss on disposal of property, plant and equipment	-	-	-	-	-	(229)	(229)
Loss recognised on remeasurement of fair value less costs to sell	-	-	-	-	-	(11,400)	(11,400)
Impairment loss on receivables	-	-	-	(4,966)	(4,966)	(47)	(5,013)
Interest income	2,177	325	-	2,234	4,736	10	4,746
Operating profit/(loss)	82,809	4,024	2,326	15,189	104,348	(13,956)	90,392
Finance costs	(16,810)	(1,619)	(8,279)	(28,728)	(55,436)	(957)	(56,393)
Share of results from joint ventures and associates, net of tax	(1)	-	-	2,206	2,205	-	2,205
Profit/(loss) before tax	65,998	2,405	(5,953)	(11,333)	51,117	(14,913)	36,204
Income tax credit/(expense)	(8,112)	(1,442)	1,350	631	(7,573)	-	(7,573)
Profit/(loss) for the period	57,886	963	(4,603)	(10,702)	43,544	(14,913)	28,631
Other significant items:							
Depreciation expense	(17)	-	(5,984)	(2,133)	(8,134)	(596)	(8,730)
Additions:							
Property, plant and equipment	51	-	10	74,945	75,006	175	75,181
30 June 2021							
Assets and reconciliations:							
Segment assets	2,306,026	330,416	832,244	593,094	4,061,780	-	4,061,780
Investments in joint ventures and associates	78,909	-	-	3,333	82,242	-	82,242
Investments in securities	7,291	-	-	15,404	22,695	-	22,695
Total assets	2,392,226	330,416	832,244	611,831	4,166,717	-	4,166,717
Liabilities and reconciliations:							
Segment liabilities	1,275,205	118,569	694,656	1,028,131	3,116,561	-	3,116,561

4.2 Geographical information

	Group			
	Revenue		Non-current assets	
	First Half Ended			
	31-Dec-21	31-Dec-20	31-Dec-21	30-Jun-21
\$'000	\$'000	\$'000	\$'000	
Singapore	364,731	196,983	1,415,532	1,413,572
United Kingdom	6,670	268,045	21,795	20,703
Ireland	19,614	55,425	-	-
Cambodia	17,137	49,106	90,971	100,082
Malaysia	1,145	12,693	29,380	29,793
Australia	97,078	-	226	301
Others	-	-	15,669	15,531
Continuing operations	506,375	582,252	1,573,573	1,579,982
Discontinued operations	-	163,094	-	-
Total	506,375	745,346	1,573,573	1,579,982

E. Notes to the condensed interim consolidated financial statements (cont'd)

5. Revenue

	Group	
	First Half Ended	
	31-Dec-21	31-Dec-20
	\$'000	\$'000
Revenue from sale of development properties		
- recognised at point in time	140,042	372,549
- recognised over time	348,811	191,978
	488,853	564,527
Revenue from hotel ownership and operations		
- recognised at point in time	1,329	2,920
- recognised over time	9,186	8,750
	10,515	11,670
Rental income from investment properties	7,007	6,055
Continuing operations	506,375	582,252
Revenue from construction projects		
- recognised at point in time	-	20,625
- recognised over time	-	142,469
Discontinued operations	-	163,094
Total	506,375	745,346

6. Profit before tax from continuing operations is stated after crediting/(charging):

	Group	
	First Half Ended	
	31-Dec-21	31-Dec-20
	\$'000	\$'000
Rental income*	7,397	6,763
Depreciation of property, plant and equipment	(10,354)	(8,134)
Net fair value gain on investment property	2,386	-
Gain on disposal of investment property	1,058	-
Gain on striking off of a subsidiary	-	340
Impairment loss on receivables	(307)	(4,966)
Net fair value gain/(loss) on derivative financial instruments	17,441	(1,044)
Net foreign exchange (loss)/gain	(999)	32,149
Government grant income	1,732	3,128

*Including rental income in other income

7. Income tax expense

	Group	
	First Half Ended	
	31-Dec-21	31-Dec-20
	\$'000	\$'000
Current tax expense		
- Current tax expense	4,407	9,707
- Over adjustments in respect of prior period years	(2,506)	(3,134)
	1,901	6,573
Deferred tax expense		
- Under adjustments in respect of prior period years	1,646	1,000
	3,547	7,573

E. Notes to the condensed interim consolidated financial statements (cont'd)

8. Loss from discontinued operations, net of tax

In May 2021, due to the challenges posed by COVID-19 pandemic that caused delays to construction activities, project completions and collections of project proceeds, the Group decided to place its wholly-owned Pindan group of subsidiaries in Australia under voluntary administration (the "Pindan Group"). Accordingly, this has led to the Group's loss of control over Pindan Group and the entire results of the Pindan Group are presented separately on the condensed interim consolidated statement of profit or loss and other comprehensive income as "Discontinued operations".

The results for the discontinued operations for the reporting period were as follows:

	Group
	First Half
	Ended
	31-Dec-20
	\$'000
Revenue	163,094
Cost of sales	<u>(149,767)</u>
Gross profit	13,327
Other income	50
Interest income	10
Other gains	298
Marketing and distribution costs	(145)
Administrative expenses	(15,820)
Other losses	(276)
Loss recognised on remeasurement of fair value less costs to sell	(11,400)
Finance costs	(957)
Share of results from associates and joint ventures, net of tax	<u>-</u>
Loss before tax	(14,913)
Income tax credit/(expense)	<u>-</u>
Loss from discontinued operations	<u><u>(14,913)</u></u>

The cash flows of the discontinued operations for the reporting period were as follows:

Operating cash flows	(7,388)
Investing activities	4,161
Financing activities	<u>(3,600)</u>
Total cash flows	<u><u>(6,827)</u></u>

9. Net asset value

	Group		Company	
	31-Dec-21	30-Jun-21	31-Dec-21	30-Jun-21
Total number of issued shares ¹ ('000)	4,239,689	4,236,583	4,239,689	4,236,583
Net asset value per ordinary share ¹ (cents)	<u>24.72</u>	<u>24.79</u>	<u>15.47</u>	<u>11.68</u>

¹ Excludes treasury shares

E. Notes to the condensed interim consolidated financial statements (cont'd)

10. Dividends

10.1 Dividends to owners of the Company

	Rate per share			
	First Half Ended		First Half Ended	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	Cents	Cents	\$'000	\$'000
<u>Dividend paid</u>				
Final tax exempt (1-tier) in respect of previous reporting year	0.25	0.50	10,591	21,092
Special tax exempt (1-tier)	-	1.00	-	42,185
	0.25	1.50	10,591	63,277

10.2 Dividends to non-controlling interests in subsidiaries

No interim tax exempt (1-tier) dividends were declared by subsidiaries of the Group to their non-controlling shareholders during the reporting period ended 31 December 2021.

11. Property, plant and equipment

- (a) For the reporting period ended 31 December 2021, the Group acquired property, plant and equipment amounting to \$6,559,000 (30 June 2021: \$75,181,000). The additions arising from right-of-use assets was \$6,197,000 (30 June 2021: \$73,221,000).
- (b) Hotel property and freehold properties are carried at revalued amounts based on the valuations performed by independent valuers as at 30 June 2021, less any subsequent accumulated depreciation and impairment losses. Management assessed their fair value on a half yearly basis and was of the view that, there were was no indication of significant deterioration or material changes to the carrying value of the hotel and freehold properties as at 31 December 2021.

12. Investment properties

	Group	
	First Half Ended	
	31-Dec-21	30-Jun-21
	\$'000	\$'000
At fair value:		
At beginning of the year	324,833	329,749
Disposals	(890)	-
Transfer from development properties	5,344	16,831
Transfer to property, plant and equipment	-	(1,256)
Disposal of subsidiary	-	(3,294)
Fair value net gain/(loss) included in profit & loss accounts	2,386	(17,694)
Foreign exchange adjustments	(270)	497
At end of the period	331,403	324,833

- (a) Investment properties are carried at fair value based on the valuations performed by independent valuers as at 30 June 2021 and include transfer from development properties made during the 6-month period. Management assessed their fair value on a half yearly basis and was of the view that, there were was no indication of significant deterioration or material changes to the carrying value of the investment properties as at 31 December 2021.

13. Development properties

The allowance for foreseeable losses is determined by the management after taking into account estimated selling prices and estimated total construction costs. The estimated selling prices are based on recent selling prices for the development project or comparable projects and prevailing property market conditions including implication from the COVID-19 pandemic. The estimated total construction costs are based on contracted amounts and, in respect of amounts not contracted for, management's estimates of the amounts to be incurred taking into consideration historical trends of the amounts incurred and the implication from the COVID-19 pandemic. The allowance made / (written back) for foreseeable losses is included in "cost of sales" or "other losses".

E. Notes to the condensed interim consolidated financial statements (cont'd)

14. Share capital

	Group and Company			
	Number of shares issued			
	First Half Ended		First Half Ended	
	31-Dec-21	30-Jun-21	31-Dec-21	30-Jun-21
	'000	'000	\$'000	\$'000
At beginning of period	4,264,013	4,245,903	304,558	300,700
Issue of shares under scrip dividend scheme	3,105	18,110	534	3,858
At end of the period	4,267,118	4,264,013	305,092	304,558

The ordinary shares of no par value are fully paid, carry one vote each and have no right to fixed income.

On 21 December 2021, the Company issued 3,105,418 ordinary shares of no par value at an issue price of \$0.1891 per ordinary share to eligible shareholders who elected to participate in the Company's Scrip Dividend Scheme.

As at 31 December 2021, the Company had 4,239,688,739 (30 June 2021: 4,236,583,321) ordinary shares, excluding treasury shares.

Convertible Notes

As at 31 December 2021, total number of shares that may be issued on conversion under the terms of the Convertible Notes is 388,396,800 ordinary shares (30 June 2021: 387,187,200), based on the initial conversion price of \$0.25, and assuming (a) an USD: SGD exchange rate of US\$1:S\$1.3486 (30 June 2021: US\$1:S\$1.3444), (b) full conversion of the issued Convertible Notes, and (c) no adjustment events.

There has been no conversion of the Convertible Notes since the date of issue.

Warrants

As at 31 December 2021, total number of shares that may be issued on exercise under the terms of the Warrants is 199,810,898 ordinary shares (30 June 2021: 199,810,898).

There has been no exercise of the Warrants since the date of issue.

The total number of shares that may be issued on conversion of all the outstanding convertibles amounted to 586,998,098 shares as at 31 December 2021 (30 June 2021: 586,998,098), constituting 13.85% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (30 June 2021: 13.86%).

Save as disclosed above, the Company had no outstanding convertibles and no subsidiary holdings as at 31 December 2021 and 30 June 2021.

15. Treasury shares

	Group and Company			
	Number of shares issued			
	First Half Ended		First Half Ended	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	'000	'000	\$'000	\$'000
At beginning/end of the period	27,429	27,429	7,638	7,638

Treasury shares relate to ordinary shares of the Company that are held by the Company.

As at 31 December 2021, the Company's treasury shares constituted 0.64% (31 December 2020: 0.65%) of the total number of ordinary shares outstanding.

There were no sales, transfer, cancellation and/or use of subsidiary holdings or treasury shares during the reporting periods ended 31 December 2021 and 31 December 2020.

E. Notes to the condensed interim consolidated financial statements (cont'd)

16. Other reserves

	Group		Company	
	31-Dec-21 \$'000	30-Jun-21 \$'000	31-Dec-21 \$'000	30-Jun-21 \$'000
Foreign currency translation reserve (Note 16.1)	1,392	6,739	-	-
Asset revaluation reserve (Note 16.2)	160,627	166,296	-	-
Fair value reserve (Note 16.3)	(13,045)	(8,586)	(13,045)	(8,586)
Warrant reserve (Note 16.4)	7,201	7,201	7,201	7,201
Other reserve (Note 16.5)	3,629	3,629	3,629	3,629
	<u>159,804</u>	<u>175,279</u>	<u>(2,215)</u>	<u>2,244</u>

16.1 Foreign currency translation reserve

The translation reserve represents exchange differences arising from the translation of financial statements of foreign operations whose functional currencies are different from presentation currency of the Group.

16.2 Asset revaluation reserve

The asset revaluation reserve arises from the annual revaluation of properties classified as property, plant and equipment. It is not distributable until it is reclassified to retained earnings upon disposal of the assets.

16.3 Fair value reserve

The fair value reserve arises from the revaluation of financial assets. It is not distributable until it is reclassified to retained earnings upon the disposal of the assets.

16.4 Warrant reserve

On 21 April 2021, the Company issued 199,810,898 non-listed warrants to an unrelated lender in lieu of payment of finance costs to be paid under a facility agreement entered by the Company and the lender on 17 September 2020.

The warrant reserve represents the fair value of the unexercised warrants.

16.5 Other reserve

Other reserve arises from the excess of proceeds over cost of placing the treasury shares.

17. Other financial liabilities

	Group		Company	
	31-Dec-21 \$'000	30-Jun-21 \$'000	31-Dec-21 \$'000	30-Jun-21 \$'000
Amount repayable in one year or less, or on demand				
Secured	1,445,196	420,858	122,722	66,470
Unsecured	244,348	351,958	145,203	203,329
	<u>1,689,544</u>	<u>772,816</u>	<u>267,925</u>	<u>269,799</u>
Amount repayable after one year				
Secured	226,870	1,467,924	86,457	196,284
Unsecured	310,615	178,862	82,921	104,460
	<u>2,227,029</u>	<u>2,419,602</u>	<u>437,303</u>	<u>570,543</u>
Total bank borrowing and debt securities				
Derivative financial instruments	5,870	18,880	3,250	13,956
Lease liabilities arising from right-of-use assets	75,151	71,079	-	-
	<u>2,308,050</u>	<u>2,509,561</u>	<u>440,553</u>	<u>584,499</u>
Non-current portion	609,521	1,725,472	172,628	314,699
Current portion	1,698,529	784,089	267,925	269,800
	<u>2,308,050</u>	<u>2,509,561</u>	<u>440,553</u>	<u>584,499</u>

E. Notes to the condensed interim consolidated financial statements (cont'd)

17. Other financial liabilities (cont'd)

Convertible Notes

On 19 January 2021, the Company completed the issuance of US\$72,000,000 in aggregate principal amount of Tranche A Convertible Notes under a subscription agreement entered with a third party.

As at 31 December 2021, the derivative financial instruments included fair value of unconverted Convertible Notes amounting to \$3,250,000 (30 June 2021: \$13,956,000).

Details of collaterals

- (a) First legal mortgages on the relevant property, plant and equipment, investment properties and development properties.
- (b) Legal assignment of all rights, title and interests in the construction contracts, insurance policies and performance bonds (if any), tenancy agreements and sale and purchase agreements in respect of the proposed developments, property, plant and equipment and investment properties.
- (c) Fixed and floating charges on relevant present and future assets.
- (d) Charge over shares held by the Company in certain subsidiaries.
- (e) Assignment and/or subordination of all present and future shareholder loans.
- (f) Corporate guarantees by the Company.
- (g) Corporate guarantees by non-controlling shareholders of non-wholly owned subsidiaries for bank borrowings amounting to \$47.8 million (30 June 2021: \$49.0 million).

Note:

The above borrowings do not include advances from non-controlling shareholders of certain subsidiaries of \$49.9 million as at 31 December 2021 (30 June 2021: \$49.7 million). These advances, included in trade and other payables, are unsecured and without fixed repayment terms. Some of the advances are subordinated to the bank borrowings.

Unsecured borrowings include medium term notes of \$327.9 million as at 31 December 2021 (30 June 2021 medium term notes: \$224.1 million), due in financial years 2022 to 2025.

18. Commitments

Estimated amounts committed at the end of the reporting period/year for certain future expenditure but not recognised in the condensed interim consolidated financial statements are as follows:

	31-Dec-21	30-Jun-21
	\$'000	\$'000
Development expenditure contracted for but not recognised in the financial statements	991,951	763,391

19. Categories of financial assets and liabilities

	Group		Company	
	31-Dec-21	30-Jun-21	31-Dec-21	30-Jun-21
	\$'000	\$'000	\$'000	\$'000
Financial assets:				
At amortised cost	975,687	980,735	1,581,041	2,032,181
At FVTOCI (equity instruments)	18,229	22,695	10,944	15,403
	<u>993,916</u>	<u>1,003,430</u>	<u>1,591,985</u>	<u>2,047,584</u>
Financial liabilities:				
At amortised cost	2,720,628	2,979,808	1,006,468	1,589,773
At FVTPL (derivative instruments)	5,870	18,880	3,250	13,956
	<u>2,726,498</u>	<u>2,998,688</u>	<u>1,009,718</u>	<u>1,603,729</u>

E. Notes to the condensed interim consolidated financial statements (cont'd)

20. Litigation cases

20.1 Legal proceedings against Oxley Sanctuary Pte Ltd (“Oxley Sanctuary”)

In May 2019, the owners of 19 units at KAP Mall commenced legal proceedings against Oxley Sanctuary, a 55%-owned subsidiary of the Company. The claimants alleged that the latter breached an implied term of the contract arising out of statements by Oxley Sanctuary’s marketing agents and other co-broke agents regarding the occupancy of McDonalds and Cold Storage in KAP Mall.

Oxley Sanctuary has refuted the claims on the basis that such statements were unauthorised and the proceedings were ongoing as at 28 January 2022. The potential financial impact of the claims cannot be determined at this stage as the plaintiffs have not quantified their claims.

20.2 Legal proceedings involving Oxley Gem (Cambodia) Co., Ltd (“Oxley Gem”)

As at 28 January 2022, Oxley Gem, a subsidiary of the Company, has an ongoing legal proceedings against Sino Great Wall International Engineering Co., Ltd (“SGW”), the main contractor engaged for The Peak project in Cambodia. The engagement was terminated due to prolonged delay and persistent breaches. Oxley Gem has claimed for the damages suffered arising out of SWG’s repeated breaches of its obligations under the contract and delay in the project development.

21. Subsequent events

21.1 Redemption and cancellation of 5.70 per cent notes due 2022

On 31 January 2022, the Group redeemed the remaining S\$100,250,000 in principal amount of 2022 Notes in accordance with the terms and conditions of the 2022 Notes.

Following the redemption, the 2022 Notes were cancelled in their entirety.

21.2 Subsidiaries under voluntary administration in Australia

On 20 January 2022, the Group provided an update relating to the appointment of voluntary administrators by the Group’s wholly-owned subsidiary in Australia, Pindan Group Pty Ltd (“PGPL”), and certain of its subsidiaries (collectively, the “Pindan Companies”).

The Deeds of Company Arrangement (the “DOCAs”) proposed by Oxley Sparkle Pte. Ltd. (“Oxley Sparkle”, a wholly-owned subsidiary of the Company) was executed on 23 December 2021 and still pending for completion.

Completion of the DOCAs is subjected to certain conditions and has not been completed as at 20 January 2022.

Upon completion of the DOCAs, any claims of Pindan Group Pty Ltd and Pindan Contracting Pty Ltd against Oxley Sparkle, the Company and directors, officers, employees or agents of Oxley Sparkle and the Company shall be released, discharged and extinguished.

F. Other information required by Listing Rule Appendix 7.2

1. Review

The condensed interim consolidated statements of financial position of the Group as at 31 December 2021 and the related condensed consolidated profit or loss and other comprehensive income, condensed statement of changes in equity and condensed consolidated statement of cash flows for the reporting period then ended and certain explanatory notes have not been audited or reviewed.

2. Review of performance of the Group

Profit or loss review

Revenue

Group revenue for the half-year ended 31 December 2021 ("1H FY2022") was lower by 13% to \$506.4 million as compared to the half-year ended 31 December 2020 ("1H FY2021") mainly due to lower revenue contribution from The Royal Wharf project in United Kingdom, partially offset by higher revenue from the development projects in Singapore and sale of land parcels in Australia.

Gross profit margin

Gross profit margin for 1H FY2022 was comparable to 1H FY2021.

Other income

Other income for 1H FY2022 decreased by 42% to \$2.2 million, mainly due to lower government grants received.

Interest income

Interest income for 1H FY2022 increased by 26% to \$6.0 million, mainly due to increase in advances to joint ventures and associates in 1H FY2022 as compared to 1H FY2021.

Other gains

Other gains for 1H FY2022 of \$29.7 million comprise mainly fair value gain arising from mark-to-market valuation on derivative financial instruments and forfeited customer deposits.

Other gains for 1H FY2021 of \$36.3 million comprise mainly a foreign exchange gain from translation of US\$ denominated borrowings as a result of the depreciation of US dollar against Singapore dollar.

Marketing and distribution costs

Marketing and distribution costs for 1H FY2022 decreased to \$2.4 million from \$4.0 million in 1H FY2021, mainly due to lower expenses incurred for show flats, advertisements, exhibitions, and project launches for Singapore and overseas projects.

Administrative expenses

Administrative expenses for 1H FY2022 increased by 14% to \$18.6 million, primarily due to depreciation expenses in relation to right-of-use assets under SFRS(I) 16.

F. Other information required by Listing Rule Appendix 7.2 (cont'd)

2. Review of performance of the Group (cont'd)

Profit or loss review (cont'd)

Other losses

Other losses for 1H FY2022 comprise mainly costs incurred for (a) rental support of the property at 30 Raffles Place and (b) defect rectifications.

Finance costs

Finance cost for 1H FY2022 remained comparable to 1H FY2021.

Share of results from associates and joint ventures, net of tax

Share of results from associates and joint ventures for 1H FY2022 were lower than 1H FY2021 by 31% mainly due to higher share of losses from the overseas joint ventures, partially offset by profit contribution from the Singapore joint ventures and associate.

Profit before tax from continuing operations

Profit before tax from continuing operations for 1H FY2022 was \$27.0 million, compared with profit of \$51.1 million in 1H FY2021 due to the reasons stated above.

Loss from discontinued operations

The loss from discontinued operations for 1H FY2021 represents the Group's losses from Pindan Group Pty Ltd in Australia. In May 2021, voluntary administrators were appointed for certain Pindan subsidiaries.

Income tax expense

The income tax expenses for 1H FY2022 comprised (a) corporate taxes on the profits earned from the projects in Singapore and Cambodia, and (b) withholding taxes on the offshore payments, partially offset by the write-back of over-provision of prior years' corporate and withholding taxes.

Statement of financial position review

Net assets and gearing

As at 31 December 2021, the shareholders' fund of \$1,048.0 million represented a decrease of 0.2% or \$2.1 million from 30 June 2021 primarily due to the dividend payment of \$10.6 million, partially offset by a total comprehensive income for the period. The net asset value per share of 24.72 cents as at 31 December 2021 was lower than 24.79 cents as at 30 June 2021 due to the aforesaid reason.

The Group's net debt as at 31 December 2021 at \$2.0 billion was lower than \$2.2 billion as at 30 June 2021. Accordingly, the Group's gearing ratio improved to 2.01 as at 31 December 2021 from 2.18 times as at 30 June 2021.

Current assets

The decrease in current assets of \$274.7 million or 11% as at 31 December 2021 compared with 30 June 2021 was mainly attributable to (i) decrease in carrying value of Singapore development properties as the cost had been progressively taken up as cost of sales in the statement of profit or loss upon recognition of revenue, (ii) lower trade and receivables arising from sales collection, and (iii) repayment of debt obligations resulting in lower cash and cash equivalents.

Non-current liabilities

The decrease in non-current liabilities of \$1,116 million or 63% as at 31 December 2021 compared with 30 June 2021 was mainly due to reclassification of borrowings from non-current liabilities to current liabilities in accordance with SFRS(I).

F. Other information required by Listing Rule Appendix 7.2 (cont'd)

2. Review of performance of the Group (cont'd)

Statement of financial position review (cont'd)

Current liabilities

The increase in current liabilities of \$837.4 million or 62% as at 31 December 2021 compared with 30 June 2021 was mainly due to reclassification of borrowings to current liabilities from non-current liabilities in accordance with SFRS(I), partially offset by repayment of borrowings of approximately \$205 million during the six-month period.

Cash flow review

Net cash flows from operating activities of \$266.5 million for 1H FY2022 was mainly generated from completion of sales of the (i) Singapore developments and (ii) land parcels in Australia.

Net cash flows used in investing activities for 1H FY2022 was \$26.4 million, mainly due to advances made for the voluntary administration process of Pindan Group.

Net cash flows used in financing activities for 1H FY2022 was \$247.8 million, mainly due to net repayment of bank loans.

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

The Company has not previously disclosed any forecast / prospect statements.

F. Other information required by Listing Rule Appendix 7.2 (cont'd)

4. 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.

Singapore residential property market had a bumper year in 2021, though the sanguine outlook is now clouded by new cooling measures announced on 16 December 2021. Preliminary numbers show that private property prices grew 10.6% in 2021 compared with 2.2% in 2020. More than 12,000 private apartments excluding executive condominiums were sold during January to November 2021, an increase of approximately 42% year-on-year. Despite the increase of Additional Buyer Stamp Duty (ABSD) by 5% to 15% and tightening of the Total Debt Servicing Ratio (TDSR) to 55% from 60%, first-time Singaporean and Permanent Resident (PR) private residential buyers are the least affected with their ABSD rates remaining unchanged. Nonetheless, the property market fundamentals remain largely unchanged with a tight supply and strong underlying demand for private residential properties, supported by a positive macroeconomic environment that grew 7.2% in 2021 and expected to grow 3% to 5% in 2022.

The Group's exposure to Singapore residential market is not significant as the projects are 97% sold and the remaining units are in the mid-mass market segment that are attractive to the first time buyers, least affected by the cooling measures. Since March 2020, the Group's hotels on Stevens Road have been signed up as Stay-Home-Notice (SHN) Dedicated Facilities. The SHN contracts with Singapore government have enabled the hotels to generate positive operating cash flows.

In the overseas markets, 46% of the launched private residential units at Riverscape, a 50% joint venture project with Ballymore in London, has been sold during the past 3 months. Property market in London is expected to stay buoyant with the imbalance in housing demand and supply. In Malaysia, 46% of the residential units at Oxley KLCC Tower has been sold while the Group is launching a mass market residential development in Ampas Jaya, Selangor. The rate of luxury apartment sales in Malaysia is likely to be more correlated with the stability of the political situation and availability of property financing than mass market sales. The projects in Malaysia are expected to be completed progressively in 2024 and 2025. In Cambodia, construction of The Peak project with the exception of the hotel component has been completed and is 91% sold. The Royal Wharf and Dublin Landings projects in London and Dublin had been completed and fully sold.

Construction activities on the Group's development projects in Singapore and overseas that were affected by COVID-19 pandemic have resumed operations though the progress is still hampered by varying degrees of manpower shortages, supply chain disruption and safe distancing measures. The Group is targeting to complete all the remaining Singapore development projects in the next 12 months.

The expectation of rate hikes by US Federal Reserve may result in a tandem increase of global interest rates that may affect affordability to property buyers, possibly albeit less impact on buyers of mass market offerings. Additionally, the rise in Singapore interest rates is largely expected to lag US interest rates with the monetary policy by Monetary Authority of Singapore. The effect of a gradual increase in interest rates on borrowing costs will be mitigated by the repayment of a significant portion of the Group's project loans when the projects are completed in the next 5 to 12 months and fixed rate loans making up approximately 35% of the Group's debt obligations.

As at January 2021, the Group's total sales secured for its development portfolio amounted to \$10.3 billion, of which approximately \$4.7 billion and \$5.6 billion were attributable to the projects in Singapore and overseas respectively.

	Sales secured	Recognised billings	Future progress billings
	(\$mn)	(\$mn)	(\$mn)
Singapore	4,693	2,050	2,643
Overseas	5,638	5,189	449
Total *	<u>10,331</u>	<u>7,239</u>	<u>3,092</u>

* Includes sales value of non-wholly owned subsidiaries, joint ventures and associates

F. Other information required by Listing Rule Appendix 7.2 (cont'd)

5. If a decision regarding dividend has been made:-

- (a) Whether an interim (final) ordinary dividend has been declared (recommended)**
None
- (b) (i) Amount per share**
None

(ii) Previous corresponding period
None
- (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 whether the dividend is derived. (If the dividend is not taxable in the hands of**
Not applicable
- (d) The date the dividend is payable**
Not applicable
- (e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.**
Not applicable

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

No dividend has been declared or recommended for the first half year ended 31 December 2021 in order to preserve the Group's working capital.

7. Interested person transactions

The Company has not obtained a general mandate from shareholders for interest person transactions.

During the six months ended 31 December 2021, there were the following interested person transactions:

- (a)** finance costs amounting to \$1,166,000 for the six months ended 31 December 2021 payable to Oxley Construction Pte. Ltd., a company wholly-owned by Mr Ching Chiat Kwong (Executive Chairman and CEO and controlling shareholder of the Company), in respect of a loan granted to the Company;
- (b)** finance costs amounting to \$691,000 for the six months ended 31 December 2021 payable to GMTC Private Limited, a company wholly-owned by Mr Low See Ching (Deputy CEO and controlling shareholder of the Company), in respect of a loan granted to the Company; and
- (c)** finance costs amounting to \$272,000 for the six months ended 31 December 2021 payable to Blacktip Partners Pte. Ltd., a company wholly-owned by Mr Shawn Ching Wei Hung (Director of the Company and the son of Mr Ching Chiat Kwong), in respect of loans granted to the Company.

F. Other information required by Listing Rule Appendix 7.2 (cont'd)

8 Confirmation pursuant to rule 720(1) of the listing manual

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

9 Confirmation by the board pursuant to rule 705(5) of the listing manual

We, Ching Chiat Kwong and Low See Ching, being Directors of the Company, do hereby confirm, on behalf of the Board of Directors of the Company that, to the best of our knowledge, nothing has come to the attention of the Board which may render the unaudited financial statements for the first-half year ended 31 December 2021 to be false or misleading in any material aspect.

By order of the Board

Ching Chiat Kwong
Executive Chairman and CEO
10 February 2022

Low See Ching
Deputy CEO
10 February 2022