



OXLEY HOLDINGS LIMITED

(Company Registration No. 201005612G)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND HALF AND FULL YEAR ENDED 30 JUNE 2023 (UNAUDITED)

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OXLEY HOLDINGS LIMITED
Second Half and Full Year Ended 30 June 2023

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

| | Note | Group | | | Group | | |
|--|------|-------------------|-----------------|--------|-----------------|----------------|--------|
| | | Second Half Ended | | Change | Full Year Ended | | Change |
| | | 30-Jun-23 | 30-Jun-22 | | 30-Jun-23 | 30-Jun-22 | |
| | | \$'000 | \$'000 | % | \$'000 | \$'000 | % |
| <u>Continuing operations</u> | | | | | | | |
| Revenue | 5 | 202,046 | 419,524 | -52 | 640,399 | 925,899 | -31 |
| Cost of sales | | (171,264) | (363,502) | -53 | (543,831) | (796,265) | -32 |
| Gross profit | | 30,782 | 56,022 | -45 | 96,568 | 129,634 | -26 |
| Other income | | 1,208 | 869 | 39 | 1,899 | 3,049 | -38 |
| Interest income | | 5,273 | 6,548 | -19 | 11,139 | 12,525 | -11 |
| Other gains | | 24,864 | 49,714 | -50 | 41,377 | 79,367 | -48 |
| Marketing and distribution costs | | (5,251) | (1,742) | 201 | (6,957) | (4,164) | 67 |
| Administrative expenses | | (18,790) | (20,039) | -6 | (35,351) | (38,621) | -8 |
| Other losses | | (45,209) | (42,174) | 7 | (50,937) | (49,870) | 2 |
| Finance costs | | (75,473) | (60,001) | 26 | (149,693) | (117,275) | 28 |
| Share of results from joint ventures and associates, net of tax | | 5,850 | 18,804 | -69 | 19,845 | 20,322 | -2 |
| (Loss)/profit before tax | 6 | (76,746) | 8,001 | N.M. | (72,110) | 34,967 | N.M. |
| Income tax expense | 7 | (10,474) | (221) | N.M. | (12,904) | (3,768) | 242 |
| (Loss)/profit from continuing operations | | (87,220) | 7,780 | N.M. | (85,014) | 31,199 | N.M. |
| <u>Discontinued operations</u> | | | | | | | |
| Loss from discontinued operations, net of tax | 8 | - | (23,892) | N.M. | - | (23,892) | N.M. |
| (Loss)/profit for the period/year | | (87,220) | (16,112) | 441 | (85,014) | 7,307 | N.M. |
| <u>Other comprehensive income/(loss)</u> | | | | | | | |
| <i>Items that will not be reclassified to profit or loss</i> | | | | | | | |
| Net fair value loss on equity investments measured at FVTOCI | | (33) | (5,573) | -99 | (1,046) | (10,032) | -90 |
| Gain on revaluation of properties, net of tax | | 16,259 | 50,303 | -68 | 20,610 | 44,634 | -54 |
| | | 16,226 | 44,730 | -64 | 19,564 | 34,602 | -43 |
| <i>Items that may be reclassified subsequently to profit or loss</i> | | | | | | | |
| Exchange differences on translation of foreign operations | | (9,878) | (13,802) | -28 | (33,527) | (19,149) | 75 |
| Other comprehensive income/ (loss), net of tax | | 6,348 | 30,928 | -79 | (13,963) | 15,453 | N.M. |
| Total comprehensive (loss)/income for the period/year | | (80,872) | 14,816 | N.M. | (98,977) | 22,760 | N.M. |

N.M. - Not meaningful

OXLEY HOLDINGS LIMITED
Second Half and Full Year Ended 30 June 2023

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

| Note | Group | | | Group | | |
|--|--|-----------------|--------|-----------------|---------------|--------|
| | Second Half Ended | | Change | Full Year Ended | | Change |
| | 30-Jun-23 | 30-Jun-22 | | 30-Jun-23 | 30-Jun-22 | |
| | \$'000 | \$'000 | % | \$'000 | \$'000 | % |
| | (87,220) | (16,112) | 441 | (85,014) | 7,307 | N.M. |
| | (Loss)/profit for the period/year attributable to: | | | | | |
| Owners of the Company | (83,431) | (20,289) | 311 | (83,154) | 3,224 | N.M. |
| Non-controlling interests | (3,789) | 4,177 | N.M. | (1,860) | 4,083 | N.M. |
| | <u>(87,220)</u> | <u>(16,112)</u> | 441 | <u>(85,014)</u> | <u>7,307</u> | N.M. |
| | (Loss)/profit for the period/year attributable to owners of the Company: | | | | | |
| (Loss)/profit from continuing operations | (83,431) | 3,603 | N.M. | (83,154) | 27,116 | N.M. |
| Loss from discontinued operations | - | (23,892) | N.M. | - | (23,892) | N.M. |
| | <u>(83,431)</u> | <u>(20,289)</u> | 311 | <u>(83,154)</u> | <u>3,224</u> | N.M. |
| | Total comprehensive (loss)/income for the period/year attributable to: | | | | | |
| Owners of the Company | (77,181) | 9,427 | N.M. | (95,733) | 17,465 | N.M. |
| Non-controlling interests | (3,691) | 5,389 | N.M. | (3,244) | 5,295 | N.M. |
| | <u>(80,872)</u> | <u>14,816</u> | N.M. | <u>(98,977)</u> | <u>22,760</u> | N.M. |
| | Basic and diluted (loss)/earnings per share attributable to owners of the Company | | | | | |
| | Weighted average number of shares (excluding treasury shares) ('000) | | | | | |
| - Basic | 4,273,619 | 4,239,436 | | 4,252,226 | 4,238,820 | |
| - Diluted* | 4,273,619 | 4,668,147 | | 4,252,226 | 4,668,147 | |
| | Basic (loss)/earnings per share (cents) | | | | | |
| Continuing operations | (1.95) | 0.08 | | (1.96) | 0.64 | |
| Discontinued operations | - | (0.56) | | - | (0.56) | |
| | <u>(1.95)</u> | <u>(0.48)</u> | | <u>(1.96)</u> | <u>0.08</u> | |
| | Diluted (loss)/earnings per share (cents)* | | | | | |
| Continuing operations | (1.95) | 0.08 | | (1.96) | 0.58 | |
| Discontinued operations | - | (0.51) | | - | (0.51) | |
| | <u>(1.95)</u> | <u>(0.43)</u> | | <u>(1.96)</u> | <u>0.07</u> | |

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

N.M. - Not meaningful

B. Condensed interim consolidated statements of financial position

| | Note | Group | | Company | |
|---|------|---------------------|---------------------|---------------------|---------------------|
| | | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 |
| Assets | | | | | |
| Non-current assets | | | | | |
| Property, plant and equipment | 11 | 963,678 | 953,686 | 125 | 185 |
| Investment properties | 12 | 390,354 | 342,922 | - | - |
| Investments in subsidiaries | | - | - | 23,207 | 36,533 |
| Investments in joint ventures | | 75,704 | 71,083 | 3,767 | 3,767 |
| Investments in associates | | 28,046 | 26,677 | 490 | 490 |
| Deferred tax assets | | 4,551 | 10,791 | 2,950 | 2,950 |
| Other financial assets, non-current | | 6,658 | 12,470 | 143 | 7,434 |
| Other receivables, non-current | | 157,634 | 197,359 | 518,264 | 1,087,255 |
| Other non-financial assets, non-current | | 112 | 212 | 77 | 124 |
| Total non-current assets | | 1,626,737 | 1,615,200 | 549,023 | 1,138,738 |
| Current assets | | | | | |
| Assets classified as held for sale | 13 | 31,757 | 32,334 | - | - |
| Inventories | | 55 | 27 | - | - |
| Development properties | 14 | 974,849 | 1,710,790 | - | - |
| Trade and other receivables | | 370,605 | 346,680 | 756,757 | 533,087 |
| Other non-financial assets, current | | 9,412 | 38,607 | 1,026 | 4,296 |
| Other financial assets, current | | - | 703 | - | - |
| Cash and cash equivalents | | 124,956 | 143,874 | 59,428 | 51,210 |
| Total current assets | | 1,511,634 | 2,273,015 | 817,211 | 588,593 |
| Total assets | | 3,138,371 | 3,888,215 | 1,366,234 | 1,727,331 |
| Equity and liabilities | | | | | |
| Equity | | | | | |
| Share capital | 15 | 312,897 | 305,078 | 312,897 | 305,078 |
| Treasury shares | 16 | (12,822) | (8,063) | (12,822) | (8,063) |
| Retained earnings | | 410,956 | 520,494 | 287,586 | 324,935 |
| Other reserves | 17 | 188,583 | 189,520 | 2,807 | (7,788) |
| Equity attributable to owners of the Company | | 899,614 | 1,007,029 | 590,468 | 614,162 |
| Non-controlling interests | | 49,983 | 55,312 | - | - |
| Total equity | | 949,597 | 1,062,341 | 590,468 | 614,162 |
| Non-current liabilities | | | | | |
| Deferred tax liabilities | | 48,870 | 48,291 | - | - |
| Other financial liabilities, non-current | 18 | 1,126,833 | 525,330 | 101,220 | 102,501 |
| Other non-financial liabilities, non-current | | 3,332 | 107 | - | - |
| Total non-current liabilities | | 1,179,035 | 573,728 | 101,220 | 102,501 |

B. Condensed interim consolidated statements of financial position (cont'd)

| | Note | Group | | Company | |
|--|------|---------------------|---------------------|---------------------|---------------------|
| | | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 |
| Current liabilities | | | | | |
| Liabilities classified as held for sale | 13 | 131 | 145 | - | - |
| Income tax payable | | 32,350 | 29,785 | - | - |
| Trade and other payables, current | | 387,470 | 379,926 | 434,173 | 481,029 |
| Other financial liabilities, current | 18 | 575,987 | 1,801,779 | 240,373 | 529,639 |
| Other non-financial liabilities, current | | 13,801 | 40,511 | - | - |
| Total current liabilities | | 1,009,739 | 2,252,146 | 674,546 | 1,010,668 |
| Total liabilities | | 2,188,774 | 2,825,874 | 775,766 | 1,113,169 |
| Total equity and liabilities | | 3,138,371 | 3,888,215 | 1,366,234 | 1,727,331 |

C. Condensed interim consolidated statements of changes in equity

| | Attributable to Owners of the Company | | | | | | Total equity \$'000 |
|--|---------------------------------------|---------------------------|-----------------------------|--------------------------|--|------------------------------------|------------------------|
| | Share capital \$'000 | Treasury shares \$'000 | Retained earnings \$'000 | Other reserves \$'000 | Equity attributable to owners of the Company \$'000 | Non-controlling interest \$'000 | |
| Group | | | | | | | |
| Current year | | | | | | | |
| Balance at 1 July 2022 | 305,078 | (8,063) | 520,494 | 189,520 | 1,007,029 | 55,312 | 1,062,341 |
| Distribution of equity investments measured at FVTOCI to owners of the Company (Note 10) | - | - | (4,183) | - | (4,183) | - | (4,183) |
| Dividends on ordinary shares (Note 10) | - | - | (10,559) | - | (10,559) | (776) | (11,335) |
| Issue of shares under the Scrip Dividend Scheme (Note 15) | 7,819 | - | - | - | 7,819 | - | 7,819 |
| Transfer from equity investments measured at fair value reserve (Note 17.3) | - | - | (18,843) | 18,843 | - | - | - |
| Transfer from warrants reserve upon expiry (Note 17.4) | - | - | 7,201 | (7,201) | - | - | - |
| Purchase of treasury shares (Note 16) | - | (4,759) | - | - | (4,759) | - | (4,759) |
| Capital reduction of a subsidiary | - | - | - | - | - | (4,347) | (4,347) |
| Acquisition of subsidiary with non-controlling interests | - | - | - | - | - | 3,038 | 3,038 |
| Total comprehensive loss for the year | - | - | (83,154) | (12,579) | (95,733) | (3,244) | (98,977) |
| Balance at 30 June 2023 | 312,897 | (12,822) | 410,956 | 188,583 | 899,614 | 49,983 | 949,597 |
| Previous year | | | | | | | |
| Balance at 1 July 2021 | 304,558 | (7,638) | 527,861 | 175,279 | 1,000,060 | 50,096 | 1,050,156 |
| Dividends on ordinary shares (Note 10) | - | - | (10,591) | - | (10,591) | (79) | (10,670) |
| Issue of shares under the Scrip Dividend Scheme (Note 15) | 520 | - | - | - | 520 | - | 520 |
| Purchase of treasury shares (Note 16) | - | (425) | - | - | (425) | - | (425) |
| Total comprehensive income for the year | - | - | 3,224 | 14,241 | 17,465 | 5,295 | 22,760 |
| Balance at 30 June 2022 | 305,078 | (8,063) | 520,494 | 189,520 | 1,007,029 | 55,312 | 1,062,341 |

C. Condensed interim consolidated statements of changes in equity (cont'd)

| Company | Share capital \$'000 | Treasury shares \$'000 | Retained earnings \$'000 | Other reserves \$'000 | Total equity \$'000 |
|---|-------------------------------------|---------------------------------------|---|--------------------------------------|------------------------------------|
| Current year | | | | | |
| Balance at 1 July 2022 | 305,078 | (8,063) | 324,935 | (7,788) | 614,162 |
| Distribution of equity investments measured at FVTOCI to owners of the Company (Note 10) | - | - | (4,183) | - | (4,183) |
| Dividends on ordinary shares (Note 10) | - | - | (10,559) | - | (10,559) |
| Issue of shares under the Scrip Dividend Scheme (Note 15) | 7,819 | - | - | - | 7,819 |
| Transfer from equity investments measured at fair value reserve (Note 17.3) | - | - | (18,843) | 18,843 | - |
| Transfer from warrants reserve upon expiry (Note 17.4) | - | - | 7,201 | (7,201) | - |
| Purchase of treasury shares (Note 16) | - | (4,759) | - | - | (4,759) |
| Total comprehensive loss for the year | - | - | (10,965) | (1,047) | (12,012) |
| Balance at 30 June 2023 | <u>312,897</u> | <u>(12,822)</u> | <u>287,586</u> | <u>2,807</u> | <u>590,468</u> |
| Previous year | | | | | |
| Balance at 1 July 2021 | 304,558 | (7,638) | 195,853 | 2,244 | 495,017 |
| Dividends on ordinary shares (Note 10) | - | - | (10,591) | - | (10,591) |
| Issue of shares under the Scrip Dividend Scheme (Note 15) | 520 | - | - | - | 520 |
| Purchase of treasury shares (Note 16) | - | (425) | - | - | (425) |
| Total comprehensive income/(loss) for the year | - | - | 139,673 | (10,032) | 129,641 |
| Balance at 30 June 2022 | <u>305,078</u> | <u>(8,063)</u> | <u>324,935</u> | <u>(7,788)</u> | <u>614,162</u> |

OXLEY HOLDINGS LIMITED
Second Half and Full Year Ended 30 June 2023

D. Condensed interim consolidated statement of cash flows

| | Group | |
|--|------------------------|------------------|
| | Full Year Ended | |
| | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 |
| <u>Cash flows from operating activities</u> | | |
| (Loss)/profit before tax from continuing operations | (72,110) | 34,967 |
| Loss before tax from discontinued operations (Note 8) | - | (23,892) |
| (Loss)/profit before tax, total | (72,110) | 11,075 |
| Adjustments for: | | |
| Interest income | (11,139) | (12,525) |
| Finance costs | 149,693 | 117,275 |
| Depreciation of property, plant and equipment | 15,422 | 21,261 |
| Loss on liquidation of a subsidiary | 152 | - |
| Impairment loss on right-of-use assets | - | 32,233 |
| Write-back of Impairment loss on investments in joint ventures | (2,401) | - |
| Impairment loss/(Write-back of impairment) on development properties | 22,985 | (29,867) |
| Impairment loss on receivables | 26,006 | 252 |
| Fair value loss/(gain) on derivative financial instruments | 546 | (22,612) |
| Gains on disposal of other financial assets | (188) | - |
| Gain on disposal of investment properties | - | (1,235) |
| Fair value gain on investment properties | (25,528) | (14,990) |
| Share of results from joint ventures and associates, net of tax | (19,845) | (20,322) |
| Loss on deemed disposal on investment in a joint venture | 2,721 | - |
| Loss on deconsolidation of a subsidiary (Note 8) | - | 23,892 |
| Gain on disposal of other assets | (3,862) | - |
| Net effect of exchange rate changes | (44,519) | (18,252) |
| Operating cash flows before changes in working capital | 37,933 | 86,185 |
| Inventories | (28) | 27 |
| Development properties | 665,719 | 229,824 |
| Trade and other receivables | (46,592) | 19,067 |
| Other non-financial assets | 5,517 | (7,846) |
| Trade and other payables | 38,957 | (68,047) |
| Other non-financial liabilities | (25,220) | 10,665 |
| Cash flows from operations | 676,286 | 269,875 |
| Income taxes paid | (11,256) | (17,935) |
| Net cash flows from operating activities | 665,030 | 251,940 |
| <u>Cash flows from investing activities</u> | | |
| Additions of property, plant and equipment (Note 11) | (903) | (892) |
| Additions of investment properties | (25) | - |
| Other non-financial assets, current | 640 | (20,707) |
| Proceeds from disposal of investment properties | - | 2,314 |
| Proceeds from disposal of other assets | 20,119 | - |
| Dividends from joint ventures and associates | - | 392 |
| Advances from associates | 23,067 | 1,333 |
| Advances from/(to) joint ventures | 36,515 | (17,263) |
| Interest income received | 11,139 | 12,525 |
| Net cash flows from/(used) in investing activities | 90,552 | (22,298) |

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

| | Group | |
|--|------------------------|------------------|
| | Full Year Ended | |
| | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 |
| <u>Cash flows from financing activities:</u> | | |
| Proceeds from new borrowings | 872,811 | 521,798 |
| Proceeds from derivative financial instruments | 1,335 | - |
| Repayment of borrowings | (1,511,269) | (736,203) |
| Cash restricted in use | (2,070) | 20,886 |
| Dividends paid to equity owners | (2,740) | (10,071) |
| Dividends paid to non-controlling interests | (776) | (79) |
| Purchase of treasury shares | (4,759) | (425) |
| Advances from non-controlling shareholders | 156 | 245 |
| Capital reduction of a subsidiary | (4,347) | - |
| Interest expense paid | (124,925) | (76,857) |
| Net cash flows used in financing activities | (776,584) | (280,706) |
| Net decrease in cash and cash equivalents | (21,002) | (51,064) |
| Cash and cash equivalents at beginning of financial year | 122,317 | 173,396 |
| Effects of exchange rate changes on cash and cash equivalents | 15 | (15) |
| Cash and cash equivalents at end of financial year (Note A) | 101,330 | 122,317 |
| Note A | | |
| Cash and cash equivalents at end of financial year | 101,330 | 122,317 |
| Cash restricted in use | 23,626 | 21,557 |
| Cash and cash equivalents on the Statements of Financial Position | 124,956 | 143,874 |

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. The registered office and principal place of business is located at 138 Robinson Road, #30-01 Oxley Tower, Singapore 068906.

The condensed interim 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 investment, the provision of hospitality and corporate services and investment holding.

2. Basis of preparation

The condensed interim financial statements for the second half and full year ended 30 June 2023 have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("SFRS(I)s"), 1-34 Interim Financial Reporting issued by the Singapore Accounting Standards Council.

The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant 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 2022.

The accounting policies adopted are consistent with those disclosed in the Group's annual financial statements for the financial year ended 30 June 2022.

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 2022, 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. Accordingly, 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 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 financial year ended 30 June 2022.

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

2. Basis of preparation (cont'd)

2.2 Use of judgements and estimates (cont'd)

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 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 financial year is included in the following notes:

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

Note 12 Fair value of investment properties

Note 14 Allowance for impairment in carrying amount of development properties

3. Related party transactions

In addition to the transactions disclosed elsewhere in the notes to the condensed interim consolidated financial statements, the following significant related party transactions took place between the Group and related parties during the financial year on terms agreed between the parties.

Related parties refer to the entities which the controlling shareholders and directors of the Company, as well as their family members, have a controlling interest in.

| | Group | | | |
|---|--------------------------|------------------|------------------------|------------------|
| | Second Half Ended | | Full Year Ended | |
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| <u>Non-controlling interests</u> | | | | |
| Interest income | - | - | - | 324 |
| Interest expense | (84) | (83) | (168) | (569) |
| <u>Joint ventures</u> | | | | |
| Interest income | 4,728 | 4,952 | 9,670 | 9,982 |
| Interest expense | - | (33) | - | (70) |
| Management income | 71 | 381 | 71 | 381 |
| <u>Associates</u> | | | | |
| Dividend income | - | 392 | - | 392 |
| Interest income | - | 305 | 195 | 615 |
| <u>Related parties</u> | | | | |
| Interest expense | (611) | (750) | (1,025) | (2,879) |

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

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 four reportable operating segments as follows:

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

The structure 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 as disclosed in Notes 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.

| | Property development \$'000 | Property investment \$'000 | Hotel^(a) \$'000 | Corporate \$'000 | Total \$'000 |
|---|--|---|---------------------------------------|-----------------------------|-------------------------|
| Six months period from <u>1 January 2023 to 30 June 2023</u> | | | | | |
| Segment revenue: | | | | | |
| Revenue from external parties | 165,022 | - | 28,533 | - | 193,555 |
| Rental income | - | 8,491 | - | - | 8,491 |
| Total revenue | 165,022 | 8,491 | 28,533 | - | 202,046 |

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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 ^(a) \$'000 | Corporate \$'000 | Total \$'000 |
|---|-----------------------------------|----------------------------------|--------------------------------|---------------------|-----------------|
| Six months period from <u>1 January 2023 to 30 June 2023</u> (cont'd) | | | | | |
| Segment result | (15,185) | 5,582 | 3,067 | (2,577) | (9,113) |
| Fair value gain on derivative financial instruments | - | - | - | 2,875 | 2,875 |
| Fair value gain on investment properties | - | 21,709 | - | - | 21,709 |
| Gain on disposal of investment in equity at FVTPL | - | - | - | 188 | 188 |
| Loss on disposal of investment in associate | (2,721) | - | - | - | (2,721) |
| Loss on disposal of other assets | (41) | - | - | - | (41) |
| Impairment loss on receivables | (351) | - | - | (24,942) | (25,293) |
| Interest income | 324 | 3 | 93 | 4,853 | 5,273 |
| Operating profit/(loss) | (17,974) | 27,294 | 3,160 | (19,603) | (7,123) |
| Finance costs | (8,245) | (3,577) | (18,968) | (44,683) | (75,473) |
| Share of results from joint ventures and associates, net of tax | 5,850 | - | - | - | 5,850 |
| Profit/(loss) before tax | (20,369) | 23,717 | (15,808) | (64,286) | (76,746) |
| Income tax credit/ (expense) | (9,348) | (1,240) | (288) | 402 | (10,474) |
| Profit/(loss) for the year | (29,717) | 22,477 | (16,096) | (63,884) | (87,220) |
| Other significant items: | | | | | |
| Depreciation expense | (315) | - | (3,737) | (3,007) | (7,059) |
| Impairment loss on development properties | (22,177) | - | - | - | (22,177) |
| Write-back of impairment loss on investment in joint ventures and associates | 2,401 | - | - | - | 2,401 |
| Additions: | | | | | |
| Property, plant and equipment | 120 | - | 295 | 181 | 596 |
| Investment properties | 25 | - | - | - | 25 |

(a) Hotel segment for the six months ended 30 June 2023 reported Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) of \$6,804,000. EBITDA included foreign exchange losses of \$632,000.

OXLEY HOLDINGS LIMITED
Second Half and Full Year Ended 30 June 2023

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

4. Operating segments (cont'd)

4.1 Business segments (cont'd)

| | Continuing operations | | | | | Discontinued operations | Total \$'000 |
|---|-----------------------------------|----------------------------------|--------------------------------|---------------------|--------------------|-------------------------|-----------------|
| | Property development \$'000 | Property investment \$'000 | Hotel ^(a) \$'000 | Corporate \$'000 | Subtotal \$'000 | Construction \$'000 | |
| Six months period from 1 January 2022 to 30 June 2022 | | | | | | | |
| Segment revenue: | | | | | | | |
| Revenue from | | | | | | | |
| external parties | 400,562 | - | 11,635 | - | 412,197 | - | 412,197 |
| Rental income | - | 7,327 | - | - | 7,327 | - | 7,327 |
| Total revenue | 400,562 | 7,327 | 11,635 | - | 419,524 | - | 419,524 |
| Segment result | 54,868 | 5,686 | (2,966) | (32,947) | 24,641 | (23,892) | 749 |
| Fair value (loss)/gain on derivative financial instruments | - | - | 1,815 | 3,356 | 5,171 | - | 5,171 |
| Fair value gain on investment properties | - | 12,604 | - | - | 12,604 | - | 12,604 |
| Gain on disposal of investment property | - | 177 | - | - | 177 | - | 177 |
| Gain on disposal of property, plant and equipment | - | - | - | 2 | 2 | - | 2 |
| Write-back of impairment loss on receivables | 55 | - | - | - | 55 | - | 55 |
| Interest income | 353 | 2 | 1 | 6,192 | 6,548 | - | 6,548 |
| Operating profit/(loss) | 55,276 | 18,469 | (1,150) | (23,397) | 49,198 | (23,892) | 25,306 |
| Finance costs | (8,727) | (1,942) | (12,407) | (36,925) | (60,001) | - | (60,001) |
| Share of results from joint ventures and associates, net of tax | 20,322 | - | - | (1,518) | 18,804 | - | 18,804 |
| Profit/(loss) before tax | 66,871 | 16,527 | (13,557) | (61,840) | 8,001 | (23,892) | (15,891) |
| Income tax credit/ (expense) | 2,032 | (825) | (21) | (1,407) | (221) | - | (221) |
| Profit/(loss) for the year | 68,903 | 15,702 | (13,578) | (63,247) | 7,780 | (23,892) | (16,112) |
| Other significant items: | | | | | | | |
| Depreciation expense | (720) | - | (4,855) | (5,332) | (10,907) | - | (10,907) |
| Write-back of impairment loss on development properties | 29,867 | - | - | - | 29,867 | - | 29,867 |
| Impairment loss on right-of-use assets | - | - | - | (32,233) | (32,233) | - | (32,233) |
| Additions: | | | | | | | |
| Property, plant and equipment | - | - | 474 | (339) | 135 | - | 135 |

(a) Hotel segment for the six months ended 30 June 2022 reported Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) of \$3,704,000. EBITDA included foreign exchange losses of \$3,514,000.

OXLEY HOLDINGS LIMITED
Second Half and Full Year Ended 30 June 2023

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 ^(a) \$'000 | Corporate \$'000 | Total \$'000 |
|---|-----------------------------------|----------------------------------|--------------------------------|---------------------|------------------|
| Full year from 1 July 2022 to 30 June 2023 | | | | | |
| Segment revenue: | | | | | |
| Revenue from external parties | 572,240 | - | 51,366 | - | 623,606 |
| Rental income | - | 16,793 | - | - | 16,793 |
| Total revenue | 572,240 | 16,793 | 51,366 | - | 640,399 |
| Segment result | 31,504 | 12,175 | 11,628 | (8,861) | 46,446 |
| Fair value gain/(loss) on derivative financial instruments | - | - | 632 | (1,178) | (546) |
| Fair value gain on investment properties | - | 25,528 | - | - | 25,528 |
| Gain on disposal of investment in equity at FVTPL | - | - | - | 188 | 188 |
| Gain on disposal of other assets | 3,862 | - | - | - | 3,862 |
| Loss on liquidation of a subsidiary | - | - | - | (152) | (152) |
| Loss on disposal of a joint venture | (2,721) | - | - | - | (2,721) |
| Impairment loss on receivables | (971) | - | - | (25,035) | (26,006) |
| Interest income | 840 | 4 | 113 | 10,182 | 11,139 |
| Operating profit/(loss) | 32,514 | 37,707 | 12,373 | (24,856) | 57,738 |
| Finance costs | (17,761) | (6,198) | (35,900) | (89,834) | (149,693) |
| Share of results from joint ventures and associates, net of tax | 19,845 | - | - | - | 19,845 |
| Profit/(loss) before tax | 34,598 | 31,509 | (23,527) | (114,690) | (72,110) |
| Income tax expense | (10,493) | (1,240) | (381) | (790) | (12,904) |
| Profit/(loss) for the year | 24,105 | 30,269 | (23,908) | (115,480) | (85,014) |
| Other significant items: | | | | | |
| Depreciation expense | (918) | - | (8,931) | (5,573) | (15,422) |
| Impairment loss on development properties | (22,985) | - | - | - | (22,985) |
| Written back of impairment loss on investment in joint ventures and associates | 2,401 | - | - | - | 2,401 |
| Assets and reconciliations: | | | | | |
| Segment assets | 1,266,661 | 397,228 | 894,070 | 476,662 | 3,034,621 |
| Investments in joint ventures and associates | 103,750 | - | - | - | 103,750 |
| Total assets | 1,370,411 | 397,228 | 894,070 | 476,662 | 3,138,371 |
| Additions: | | | | | |
| Property, plant and equipment | 819 | - | 414 | 337 | 1,570 |
| Investment properties | 25 | - | - | - | 25 |
| Liabilities and reconciliations: | | | | | |
| Segment liabilities | 600,721 | 166,689 | 661,741 | 759,623 | 2,188,774 |

(a) Hotel segment for full year ended 30 June 2023 reported Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) of \$21,191,000. EBITDA included unrealised foreign exchange gains of \$1,195,000.

OXLEY HOLDINGS LIMITED
Second Half and Full Year Ended 30 June 2023

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

4. Operating segments (cont'd)

4.1 Business segments (cont'd)

| | Continuing operations | | | | | Discontinued operations | Total \$'000 |
|---|-----------------------------------|----------------------------------|--------------------------------|---------------------|--------------------|-------------------------|-----------------|
| | Property development \$'000 | Property investment \$'000 | Hotel ^(a) \$'000 | Corporate \$'000 | Subtotal \$'000 | Construction \$'000 | |
| Full year from <u>1 July 2021 to 30 June 2022</u> | | | | | | | |
| Segment revenue: | | | | | | | |
| Revenue from external parties | 889,415 | - | 22,150 | - | 911,565 | - | 911,565 |
| Rental income | - | 14,334 | - | - | 14,334 | - | 14,334 |
| Total revenue | 889,415 | 14,334 | 22,150 | - | 925,899 | - | 925,899 |
| Segment result | 118,772 | 10,625 | (889) | (47,700) | 80,808 | (23,892) | 56,916 |
| Fair value (loss)/gain on derivative financial instruments | - | (4) | 2,093 | 20,523 | 22,612 | - | 22,612 |
| Fair value gain on investment properties | - | 14,990 | - | - | 14,990 | - | 14,990 |
| Gain on disposal of investment property | - | 1,235 | - | - | 1,235 | - | 1,235 |
| Gain on disposal of property, plant and equipment | - | - | - | 2 | 2 | - | 2 |
| Impairment loss on receivables | - | (145) | - | (107) | (252) | - | (252) |
| Interest income | 518 | 330 | 1 | 11,676 | 12,525 | - | 12,525 |
| Operating profit/(loss) | 119,290 | 27,031 | 1,205 | (15,606) | 131,920 | (23,892) | 108,028 |
| Finance costs | (16,925) | (3,864) | (23,692) | (72,794) | (117,275) | - | (117,275) |
| Share of results from joint ventures and associates, net of tax | 20,322 | - | - | - | 20,322 | - | 20,322 |
| Profit/(loss) before tax | 122,687 | 23,167 | (22,487) | (88,400) | 34,967 | (23,892) | 11,075 |
| Income tax (expense)/credit | (1,468) | (2,017) | (320) | 37 | (3,768) | - | (3,768) |
| Profit/(loss) for the year | 121,219 | 21,150 | (22,807) | (88,363) | 31,199 | (23,892) | 7,307 |
| Other significant items: | | | | | | | |
| Depreciation expense | (966) | - | (9,653) | (10,642) | (21,261) | - | (21,261) |
| Reversal of impairment loss on development properties | 29,867 | - | - | - | 29,867 | - | 29,867 |
| Impairment loss on right-of-use assets | - | - | - | (32,233) | (32,233) | - | (32,233) |

(a) Hotel segment for full year ended 30 June 2022 reported Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) of \$10,857,000. EBITDA included unrealised foreign exchange losses of \$3,810,000.

OXLEY HOLDINGS LIMITED
Second Half and Full Year Ended 30 June 2023

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

4. Operating segments (cont'd)

4.1 Business segments (cont'd)

| | Continuing operations | | | | | Discontinued operations | Total \$'000 |
|--|--------------------------------|-------------------------------|-----------------|---------------------|--------------------|-------------------------|------------------|
| | Property development \$'000 | Property investment \$'000 | Hotel \$'000 | Corporate \$'000 | Subtotal \$'000 | Construction \$'000 | |
| Full year from 1 July 2021 to 30 June 2022 (cont'd) | | | | | | | |
| Assets and reconciliations: | | | | | | | |
| Segment assets | 1,995,764 | 350,946 | 882,993 | 560,752 | 3,790,455 | - | 3,790,455 |
| Investments in joint ventures and associates | 79,676 | - | - | - | 79,676 | - | 79,676 |
| Total assets | 2,075,440 | 350,946 | 882,993 | 560,752 | 3,870,131 | - | 3,870,131 |
| Additions: | | | | | | | |
| Property, plant and equipment | - | - | 584 | 6,110 | 6,694 | - | 6,694 |
| Liabilities and reconciliations: | | | | | | | |
| Segment liabilities | 920,431 | 171,326 | 688,637 | 1,045,480 | 2,825,874 | - | 2,825,874 |

4.2 Geographical information

| | Group | | | | | |
|----------------|--|---------------------|---------------------|---------------------|---------------------|---------------------|
| | Revenue | | Revenue | | Non-current assets | |
| | Second Half Ended 30-Jun-23 \$'000 | 30-Jun-22 \$'000 | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 |
| Singapore | 120,666 | 373,012 | 514,319 | 737,743 | 1,308,943 | 1,264,323 |
| United Kingdom | 1,010 | 952 | 2,925 | 7,622 | 34,362 | 31,843 |
| Ireland | - | 1,797 | - | 21,411 | - | - |
| Cambodia | 23,196 | 41,555 | 51,666 | 58,692 | 92,116 | 58,918 |
| Malaysia | 57,174 | 2,219 | 71,489 | 3,364 | 7,190 | 23,640 |
| Australia | - | (11) | - | 97,067 | - | - |
| Others | - | - | - | - | 15,283 | 15,856 |
| Total | 202,046 | 419,524 | 640,399 | 925,899 | 1,457,894 | 1,394,580 |

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

4. Operating segments (cont'd)

4.3 Breakdown of sales

| | Group | |
|---|---------------------|---------------------|
| | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 |
| (a) Sales reported for: | | |
| First half year | 438,353 | 506,375 |
| Second half year | 202,046 | 419,524 |
| From continuing operations | 640,399 | 925,899 |
| (b) (Loss)/profit before tax before deducting non-controlling interests reported for: | | |
| First half year | 4,636 | 26,966 |
| Second half year | (76,746) | 8,001 |
| From continuing operations | (72,110) | 34,967 |

5. Revenue

| | Group | | | |
|--|---------------------|---------------------|---------------------|---------------------|
| | Second Half Ended | | Full Year Ended | |
| | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 | 30-Jun-23 \$'000 | 30-Jun-22 \$'000 |
| Revenue from sale of development properties: | | | | |
| - recognised at point in time | 23,237 | 43,391 | 52,338 | 183,433 |
| - recognised over time | 141,785 | 357,171 | 519,902 | 705,982 |
| | 165,022 | 400,562 | 572,240 | 889,415 |
| Revenue from hotel ownership and operations: | | | | |
| - recognised at point in time | 5,000 | 1,425 | 9,321 | 2,754 |
| - recognised over time | 23,533 | 10,210 | 42,045 | 19,396 |
| | 28,533 | 11,635 | 51,366 | 22,150 |
| Rental income from investment properties | 8,491 | 7,327 | 16,793 | 14,334 |
| | 202,046 | 419,524 | 640,399 | 925,899 |

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

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

| | Group | | | |
|--|--------------------------|------------------|------------------------|------------------|
| | Second Half Ended | | Full Year Ended | |
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Rental income [#] | 8,797 | 7,627 | 17,511 | 15,024 |
| Government grant income | 183 | 439 | 242 | 2,171 |
| Depreciation of property, plant and equipment | (7,059) | (10,907) | (15,422) | (21,261) |
| Fair value gain on investment properties | 21,709 | 12,604 | 25,528 | 14,990 |
| Gain on disposal of investment properties | - | 177 | - | 1,235 |
| Gain on disposal of investment in equity FVTPL | 188 | - | 188 | - |
| (Impairment loss)/write-back of impairment on development properties | (22,177) | 29,867 | (22,985) | 29,867 |
| (Impairment loss)/write-back of impairment on receivables | (25,293) | 55 | (26,006) | (252) |
| Impairment loss on right-of-use assets | - | (32,233) | - | (32,233) |
| Fair value gain/(loss) on derivative financial instruments | 2,875 | 5,171 | (546) | 22,612 |
| (Loss)/gain on disposal of other assets | (41) | - | 3,862 | - |
| Loss on disposal of investment in a joint venture | (2,721) | - | (2,721) | - |
| Loss on liquidation of a subsidiary | - | - | (152) | - |
| Write-back of impairment on investments in joint ventures | 2,401 | - | 2,401 | - |
| Net foreign exchange translation (loss)/gain | (3,478) | (5,642) | 3,680 | (6,641) |

[#]Including rental income in other income

7. Income tax expense

| | Group | | | |
|-------------------------------|--------------------------|------------------|------------------------|------------------|
| | Second Half Ended | | Full Year Ended | |
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Current tax expense/(credit) | 11,281 | (1,234) | 14,662 | 667 |
| Deferred tax (credit)/expense | (807) | 1,455 | (1,758) | 3,101 |
| | 10,474 | 221 | 12,904 | 3,768 |

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's wholly-owned Pindan group of subsidiaries in Australia (the "Pindan Group") was placed under voluntary administration. Accordingly, this has led to the Group's loss of control over the Pindan Group (the "Disposal Group") and the entire results of the Pindan Group are presented separately in the condensed interim consolidated statement of profit or loss and other comprehensive income as "Discontinued operations".

The results for the discontinued operations for the financial year were as follows:

| | Group | | | |
|-----------------------------------|--------------------------|------------------|------------------------|------------------|
| | Second Half Ended | | Full Year Ended | |
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Other losses | - | (23,892) | - | (23,892) |
| Loss before tax | - | (23,892) | - | (23,892) |
| Loss from discontinued operations | - | (23,892) | - | (23,892) |

The cash flows of the discontinued operations for the financial year were as follows:

| | 30-Jun-23 | 30-Jun-22 |
|----------------------|------------------|------------------|
| | \$'000 | \$'000 |
| Financing activities | - | (20,707) |

9. Net asset value per ordinary share

| | Group | | Company | |
|--|------------------|------------------|------------------|------------------|
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| Total number of issued shares (excluding treasury shares) ('000) | 4,257,830 | 4,237,084 | 4,257,830 | 4,237,084 |
| Net asset value (total equity) per ordinary share (excluding treasury shares) (cents) | 22.30 | 25.07 | 13.87 | 14.49 |

10. Dividends

10.1 Dividends to owners of the Company

| | Rate per share | | | |
|--|-----------------------|------------------|------------------|------------------|
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | Cents | Cents | \$'000 | \$'000 |
| Final tax exempt (1-tier) - dividend paid in respect of previous financial year | 0.25 | 0.25 | 10,559 | 10,591 |
| Interim tax exempt (1-tier) [^] | 0.10 | - | 4,183 | - |

[^] During the financial year ended 30 June 2023, the Company had distributed dividend *in specie* of ordinary shares in the issued capital of Aspen (Group) Holdings Limited held by the Company to the shareholders. The distribution exercise was completed on 11 November 2022. The Group and Company have appropriated \$4,183,000 out of retained earnings to meet the dividend *in specie* declared.

10.2 Dividends to non-controlling interests of subsidiaries

In the financial year ended 30 June 2023, interim tax exempt (1-tier) dividends amounting to \$776,000 (2022: \$79,000) were declared and paid by certain subsidiaries to their non-controlling shareholders.

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

11. Property, plant and equipment

- (a) For the financial year ended 30 June 2023, the Group acquired property, plant and equipment amounting to \$1,570,000 (30 June 2022: \$6,694,000) and the additions arising from right-of-use assets amounted to \$667,000 (30 June 2022: \$5,802,000).
- (b) At the end of the financial year, the freehold land, hotel buildings and improvements and freehold properties of the Group were pledged to financial institutions as securities for credit facilities.
- (c) Hotel property and freehold properties are carried at revalued amounts, being their fair values at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. The fair values of the properties were measured by independent professional valuation experts using the discounted cashflow method, income capitalisation method, or direct comparison method. The valuation methods involve certain estimates including those relating to discount rate, growth rate, capitalisation rate, and price per square metre. In relying on the valuation reports, management has exercised judgement and is satisfied that the valuation methods and estimates used are reflective of the current market conditions.
- (d) Management applies judgement in determining the classification of hotels owned by the Group. In determining whether a hotel property owned by the Group is classified as investment property or property, plant and equipment, management considers, among other qualitative factors, the business model, whether the Group could intervene in operating and financial decisions regarding the operations of the property, whether the Group's returns would represent a percentage of the hotels' actual results and whether the Group could terminate the management agreements signed with the operators. Such consideration requires significant judgement.
- (e) Right-of-use assets are carried at cost less any accumulated depreciation and any accumulated impairment losses. The recoverable amounts are based on valuations performed by independent valuers as at 30 June 2023.

12. Investment properties

| | Group | |
|---|------------------|------------------|
| | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 |
| At fair value: | | |
| At beginning of the year | 342,922 | 324,833 |
| Additions | 25 | - |
| Disposal | - | (1,079) |
| Transfer from development properties | 21,998 | 5,344 |
| Transfer to property, plant and equipment | 87 | - |
| Fair value gain included in profit or loss under other gains/(losses) | 25,528 | 14,990 |
| Foreign exchange adjustments | (206) | (1,166) |
| At end of the year | <u>390,354</u> | <u>342,922</u> |

- (a) At the end of the financial year, certain investment properties of the Group were pledged to financial institutions as securities for credit facilities.
- (b) Investment properties are carried at fair value. The fair values of the investment properties are derived using the direct comparison method. The valuation method involves using the values of sale prices of comparable properties and comparing them directly to the subject property. Allowances are made for differences in the properties including land size, improvements and location. The most significant input into this valuation approach is market price per room or per square meter. In relying on the valuation reports, management has exercised judgement and is satisfied that the valuation methods and estimates used are reflective of the current market conditions.
- (c) During the financial year, following the change in use of certain commercial units in the completed property development previously held for sale, the Group transferred these units with carrying value of \$21,998,000 (2022: \$5,344,000) from development properties to investment properties.

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

13. Assets and liabilities held for sale

In April 2022, management committed to a plan to dispose of the Group's entire 80% equity interest in Phu Think Land Co., Ltd. ("Phu Think"). This has resulted in the reclassification of Phu Think's assets and liabilities to assets and liabilities classified as held for sale at 30 June 2023 and 30 June 2022. The disposal of the subsidiary is expected to be completed in the next financial year.

13.1 Assets and liabilities of disposal group held for sale

At 30 June 2023, the transaction was stated at fair value less costs to sell and comprised the following assets and liabilities:

| | Group | |
|--|------------------|------------------|
| | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 |
| Other receivables, non-current | 2 | 3 |
| Development properties | 25,840 | 26,136 |
| Trade and other receivables, current | 666 | 692 |
| Other non-financial assets | 5,249 | 5,503 |
| Assets held for sale | <u>31,757</u> | <u>32,334</u> |
| Trade and other payables | 131 | 117 |
| Other non-financial liabilities, current | - | 28 |
| Liabilities held for sale | <u>131</u> | <u>145</u> |

13.2 Cumulative income or expenses recognised in other comprehensive income

There are no cumulative income or expenses included in other comprehensive income relating to the transaction.

14. Development properties

- (a) At the end of the financial year, certain development properties of the Group were mortgaged to financial institutions as securities for credit facilities.
- (b) 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 with reference to valuation reports for the development project or comparable projects and prevailing property market conditions including the implication from the COVID-19 pandemic and rising interest rates. 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 and rising interest rates. The allowance made / (written back) for foreseeable losses is included in "other losses" or "other gains".

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

15. Share capital

| | Group and Company | | | |
|---|--------------------------------|------------------|------------------|------------------|
| | Number of shares issued | | 30-Jun-23 | 30-Jun-22 |
| | 30-Jun-23 | 30-Jun-22 | | |
| | '000 | '000 | \$'000 | \$'000 |
| At beginning of the year | 4,267,118 | 4,264,013 | 305,078 | 304,558 |
| Shares issued under the Scrip Dividend Scheme | 55,136 | 3,105 | 7,819 | 520 |
| At end of the year | <u>4,322,254</u> | <u>4,267,118</u> | <u>312,897</u> | <u>305,078</u> |

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.

On 1 February 2023, the Company issued 55,135,975 ordinary shares of no par value at an issue price of \$0.143 per ordinary share to eligible shareholders who elected to participate in the Company's Scrip Dividend Scheme.

As at 30 June 2023, the Company had 4,257,829,714 (30 June 2022: 4,237,084,139) ordinary shares, excluding treasury shares.

Convertible Notes

As at 30 June 2022, total number of shares that may be issued on conversion under the terms of the Convertible Notes was 400,492,800 ordinary shares, based on the initial conversion price of \$0.25, and assuming (a) an USD: SGD exchange rate of US\$1:S\$1.3906, (b) full conversion of the issued Convertible Notes, and (c) no adjustment events.

The Company has fully redeemed all the Convertible Notes, together with all accrued and unpaid interest and the applicable Redemption Premium, in cash on 19 January 2023, and the Convertible Notes have been cancelled. Accordingly, all Conversion Rights under the Convertible Notes have ceased to be exercisable.

Warrants

As at 30 June 2022, total number of shares that may be issued on exercise under the terms of the Warrants was 199,810,898 ordinary shares.

There has been no exercise of the Warrants since the date of issue. The Warrants have expired on 20 October 2022 and any subscription rights not exercised have lapsed and the Warrants have ceased to be valid for any purpose (Note 16.4).

As at 30 June 2023, there were no shares that may be issued on conversion of outstanding convertibles (30 June 2022: 600,303,698, constituting 14.17% of the total number of ordinary shares, excluding treasury shares).

Save as disclosed above, the Company had no outstanding convertibles and no subsidiary holdings as at 30 June 2023 and 30 June 2022.

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

16. Treasury shares

| | Group and Company | | | |
|---------------------------|--------------------------|------------------|------------------|------------------|
| | Number of shares | | 30-Jun-23 | 30-Jun-22 |
| | 30-Jun-23 | 30-Jun-22 | | |
| | '000 | '000 | \$'000 | \$'000 |
| At beginning of the year | 30,034 | 27,429 | 8,063 | 7,638 |
| Purchased during the year | 34,390 | 2,605 | 4,759 | 425 |
| At end of the year | <u>64,424</u> | <u>30,034</u> | <u>12,822</u> | <u>8,063</u> |

Treasury shares relate to ordinary shares of the Company that are held by the Company. In the financial year ended 30 June 2023, the purchase prices of the treasury shares ranged from \$0.112 to \$0.176 per share.

As at 30 June 2023, the Company's treasury shares constituted 1.49% (30 June 2022: 0.70%) 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 financial year ended 30 June 2023 (30 June 2022: Nil).

17. Other reserves

| | Group | | Company | |
|--|------------------|------------------|------------------|------------------|
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Foreign currency translation reserve (Note 17.1) | (45,765) | (13,622) | - | - |
| Asset revaluation reserve (Note 17.2) | 231,540 | 210,930 | - | - |
| Fair value reserve (Note 17.3) | (821) | (18,618) | (822) | (18,618) |
| Warrant reserve (Note 17.4) | - | 7,201 | - | 7,201 |
| Other reserve (Note 17.5) | 3,629 | 3,629 | 3,629 | 3,629 |
| | <u>188,583</u> | <u>189,520</u> | <u>2,807</u> | <u>(7,788)</u> |

17.1 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 the presentation currency of the Group.

17.2 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.

17.3 Fair value reserve

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

The Group and Company have transferred \$18,843,000 from fair value reserve to retained earnings upon distribution by way of dividend *in specie* of equity investments measured at FVTOCI (Note 10).

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

17. Other reserves (cont'd)

17.4 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 under a facility agreement entered into between the Company and the lender on 17 September 2020.

The warrant reserve represents the fair value of the unexercised warrants on the date of issuance.

The Warrants have expired on 20 October 2022 and any subscription rights not exercised have lapsed and the Warrants have ceased to be valid for any purpose. The Group and Company have transferred \$7,201,000 from warrant reserve to retained earnings.

17.5 Other reserve

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

18. Other financial liabilities

| | Group | | Company | |
|---|------------------|------------------|------------------|------------------|
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Amount repayable in one year or less, or on demand | | | | |
| Secured | 463,470 | 1,715,472 | 239,092 | 528,356 |
| Unsecured | 104,129 | 74,957 | 1,260 | 1,260 |
| | 567,599 | 1,790,429 | 240,352 | 529,616 |
| Amount repayable after one year | | | | |
| Secured | 880,085 | 261,512 | 100,000 | 100,000 |
| Unsecured | 195,156 | 204,470 | 1,220 | 2,480 |
| Total bank borrowing and debt securities | 1,642,840 | 2,256,411 | 341,572 | 632,096 |
| Lease liabilities | 59,980 | 70,698 | 21 | 44 |
| | 1,702,820 | 2,327,109 | 341,593 | 632,140 |
| Non-current portion | 1,126,833 | 525,330 | 101,220 | 102,501 |
| Current portion | 575,987 | 1,801,779 | 240,373 | 529,639 |
| | 1,702,820 | 2,327,109 | 341,593 | 632,140 |

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

18. Other financial liabilities (cont'd)

Convertible Notes

On 19 January 2021, the Company issued 4.5% convertible notes of US\$72,000,000 in aggregate principal amount of Tranche A Convertible Notes under a subscription agreement entered into with a third party.

As at 30 June 2023 and 30 June 2022, there were no derivative financial instruments which comprised fair value of unconverted Convertible Notes.

The Company has fully redeemed all the Convertible Notes, together with all accrued and unpaid interest and the applicable Redemption Premium, in cash on 19 January 2023, and the Convertible Notes have been cancelled. Accordingly, all Conversion Rights under the Convertible Notes have ceased to be exercisable.

Details of collaterals

- (a) Legal mortgages on certain properties classified as property, plant and equipment, investment properties and development properties.
- (b) Legal assignment of all rights, titles and interests in the construction contracts, insurance policies, and performance bonds (if any), tenancy agreements and sale and purchase agreements with respect to 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 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 \$45.3 million (30 June 2022: \$47.1 million).
- (h) Deed of subordination of loans from shareholders and related companies of the subsidiaries.

Note:

The above borrowings do not include advances from non-controlling shareholders of certain subsidiaries of \$54.6 million as at 30 June 2023 (30 June 2022: \$50.7 million). These advances, included in trade and other payables, are unsecured and without fixed repayment terms. Some of the advances are subordinated to the loans and bank borrowings.

Unsecured borrowings include medium term notes of \$296.8 million as at 30 June 2023 (30 June 2022 medium term notes: \$277.7 million), due in financial years 2024 to 2025.

19. Commitments

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

| | 30-Jun-23 | 30-Jun-22 |
|---|------------------|------------------|
| | \$'000 | \$'000 |
| Development expenditure contracted for development properties | 880,327 | 862,414 |

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

20. Categories of financial assets and liabilities

| | Group | | Company | |
|-----------------------------------|------------------|------------------|------------------|------------------|
| | 30-Jun-23 | 30-Jun-22 | 30-Jun-23 | 30-Jun-22 |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| <u>Financial assets:</u> | | | | |
| At amortised cost | 781,611 | 1,165,101 | 1,334,449 | 1,673,615 |
| At FVTPL (derivative instruments) | - | 703 | - | - |
| At FVTOCI (equity instruments) | 6,658 | 12,470 | 143 | 5,371 |
| | <u>788,269</u> | <u>1,178,274</u> | <u>1,334,592</u> | <u>1,678,986</u> |
| <u>Financial liabilities:</u> | | | | |
| At amortised cost | <u>2,090,290</u> | <u>2,707,035</u> | <u>775,766</u> | <u>1,113,169</u> |

21. Litigation cases

21.1 Legal proceedings against Oxley Sanctuary Pte Ltd ("Oxley Sanctuary")

In May 2019, the owners of 19 units (the "Plaintiffs") at KAP Mall commenced legal proceedings against Oxley Sanctuary, a 55%-owned subsidiary of the Company. The Plaintiffs alleged that the marketing agent which Oxley Sanctuary had appointed ("marketing agent") and/or other co-broke agents, acting on behalf of Oxley Sanctuary, had represented to each of the Plaintiffs that McDonald's and/or Cold Storage were returning as stores at the KAP Mall ("alleged misrepresentations") and further claim that Oxley Sanctuary is vicariously liable for the alleged misrepresentations. The Plaintiffs have not quantified their claims.

Oxley Sanctuary has refuted the Plaintiff's claims and has in turn commenced a third party claim against the marketing agent on the basis that if the alleged misrepresentations were made, they would have been made in breach of the contractual obligations, tortious duties and fiduciary duties owed by the marketing agent to Oxley Sanctuary.

As the proceeding is on-going, based on external legal advice, management held the view that it is possible, but not probable nor practicable to estimate the financial effect, if any. Accordingly, no provision for any liability has been made in these financial statements.

F. Other information required by Listing Rule Appendix 7.2

1. Review

The condensed interim statements of financial position of the Group and the Company as at 30 June 2023 and the related condensed interim consolidated statement of profit or loss and other comprehensive income, condensed interim statements of changes in equity and condensed interim consolidated statement of cash flows for the financial year 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 second half year ended 30 June 2023 ("2H FY2023") and financial year ended 30 June 2023 ("FY2023") was lower by 52% and 31% respectively to \$202.0 million and \$640.4 million respectively, compared with \$419.5 million and \$925.9 million in second half year ended 30 June 2022 ("2H FY2022") and financial year ended 30 June 2022 ("FY2022") respectively. This was mainly due lower revenue recognised for the development projects in Singapore as substantial revenue were recognised prior to FY2023, partially offset by higher revenue recognition from Oxley Towers KLCC in Malaysia and hotel operations. For FY2022, the Group's revenue included a one-time sale of land parcels in Australia amounting to \$97.0 million.

Gross profit margin

Gross profit ("GP") margins for 2H FY2023 and FY2023 were higher compared with 2H FY2022 and FY2022, mainly contributed by property investment segment and hotel operations.

Other income

Other income for 2H FY2023 increased by 39% to \$1.2 million, mainly due to higher income from property management.

Other income for FY2023 decreased by 38% to \$1.9 million, mainly due to lower government grants received.

Interest income

Interest income for 2H FY2023 and FY2023 decreased by 19% and 11% to \$5.3 million and \$11.1 million respectively. This was primarily due to lower interest income charged on lower advances to joint ventures and associates.

Other gains

Other gains for 2H FY2023 of \$24.9 million comprise mainly fair value gains arising from revaluation of investment properties in Singapore and Cambodia and forfeited customer deposits.

Other gains for FY2023 of \$41.4 million comprised the aforesaid gains for 2H FY2023, in addition to foreign exchange gain from translation of US\$ denominated borrowings as a result of the depreciation of US dollar against Singapore dollar and gains from disposal of overseas assets.

Other gains for 2H FY2023 and FY2023 decreased by 50% and 48% respectively, mainly due to absence of one-time fair value gain on financial instruments and write-back of impairment loss on development properties from Cambodia recognised in FY2022, offset by fair value gain on investment properties in Singapore and Cambodia.

Marketing and distribution costs

Marketing and distribution costs for 2H FY2023 and FY2023 increased to \$5.3 million and \$7.0 million, from \$1.7 million and \$4.2 million in 2H FY2022 and FY2022 respectively, mainly due to increase of hotel management fees expenses, higher marketing expenses incurred for show flats, advertisements, exhibitions and project launches for Singapore and overseas projects and sales commission expenses for completion of projects sold.

Administrative expenses

Administrative expenses for 2H FY2023 and FY2023 decreased to \$18.8 million and \$35.4 million, from \$20.0 million and \$38.6 million in 2H FY2022 and FY2022 respectively. This was primarily due to lower other administrative expenses and depreciation for right-of-use assets.

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 2H FY2023 and FY2023 was \$45.2 million and \$50.9 million respectively, comprise of mainly impairment loss on development properties and receivables.

Finance costs

Finance costs for 2H FY2023 and FY2023 increased by 26% and 28% to \$75.5 million and \$149.7 million respectively, mainly due to higher interest rates from bank borrowings.

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

Share of results from joint ventures and associates for 2H FY2023 was \$5.9 million, lower than 2H FY2022 by 69%. This was mainly due to lower profit contribution from the joint ventures and associates for Riverfront Residence and Affinity at Serangoon projects as substantial share of profit was recognised in FY2022 as the projects progressed.

Share of results from joint ventures and associates for FY2023 was comparable to FY2022.

(Loss)/profit before tax from continuing operations

Loss before tax from continuing operations for 2H FY2023 and FY2023 was \$63.6 million and \$58.9 million respectively, compared with profit of \$8.0 million and \$35.0 million respectively in 2H FY2022 and FY2022, due to the reasons stated above.

Loss from discontinued operations

The loss from discontinued operations for 2H FY2022 and FY2022 represented the Group's losses from liquidation of Pindan Group in Australia. In May 2021, voluntary administrators were appointed for certain Pindan subsidiaries. The loss from discontinued operations for 2H FY2022 and FY2022 was related to expenses incurred for the voluntary administration of Pindan Group, mainly to facilitate the fulfilment of the conditions precedent under the Deed of Company Agreement (DOCA). In FY2023, there was no longer such expenses.

Income tax expense

Increase in income tax expenses for FY2023 was mainly due to higher tax provision for development projects.

Statement of financial position review

Net assets and gearing

As at 30 June 2023, total equity of \$949.6 million represented a decrease of 11% or \$112.7 million from the amount as at 30 June 2022 primarily due to the total loss for the year and the dividend payment of \$11.3 million. The net asset value (total equity) per share of 22.3 cents as at 30 June 2023 was lower than the amount of 25.07 cents as at 30 June 2022 due to the aforesaid reason.

Excluding derivative financial liabilities and lease liabilities, the Group's gearing ratios as at 30 June 2023 and 30 June 2022 were 1.60 and 1.99 times respectively. Net borrowings (total loans and borrowings less cash and cash equivalents) decreased by \$0.6 billion to \$1.5 billion.

Current assets

The decrease in current assets by \$761.4 million or 33% as at 30 June 2023, compared with that as at 30 June 2022, was mainly attributable to (i) decrease in carrying value of 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 and (ii) lower cash and cash equivalents due to repayment of debt obligations.

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

Statement of financial position review (cont'd)

Non-current liabilities

The increase in non-current liabilities of \$605.3 million or 106% as at 30 June 2023, compared with that as at 30 June 2022, was mainly due to the re-financing of certain short-term borrowings, resulting in the reclassification of such borrowings from current liabilities to non-current liabilities in accordance with the repayment schedule. based on the

Current liabilities

The decrease in current liabilities of \$1,242.4 million or 55% as at 30 June 2023, compared with that as at 30 June 2022, was mainly due to (i) re-financing of certain short-term borrowings resulting in the reclassification of such borrowings from current liabilities to non-current liabilities in accordance with the repayment schedule based on the maturity period, and (ii) pare down of net current borrowings of approximately \$0.6 million during the period.

Cash flow review

Net cash flows from operating activities of \$665.0 million for FY2023 was mainly from the proceeds of completion of certain development projects, especially in Singapore.

Net cash flows from investing activities for FY2023 was \$90.6 million, mainly due to repayments from joint ventures and associates, and proceeds from the disposal of other assets.

Net cash flows used in financing activities for FY2023 was \$776.6 million, mainly due to net repayment of bank loans relating to the settlement of borrowings for the completed Singapore property development projects.

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 or 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.

On 26th July 2023, the Federal Reserve raised interest rates by a quarter of a percentage point. This hike, which is the 11th time since March 2022, set the benchmark overnight interest rate in the 5.25%-5.50% range, a level last seen just prior to the 2007 housing market crash and which has not been exceeded for about 22 years. The high interest rate led to the World Bank projecting that global growth would slow to 2.1 percent this year from 3.1 percent in 2022. That is slightly stronger than its forecast of 1.7 percent in January, but in 2024 output is now expected to rise to 2.4 percent, weaker than the bank's previous prediction of 2.7 percent.

In addition to the risks posed by rising interest rates, de-risking between US and China and the conflict in Ukraine have combined to reverse decades of progress and confidence in the global economy. The Ukraine-Russia war triggered a massive shock to the global economy, especially to energy and food markets, squeezing supply and pushing up prices to unprecedented levels. Studies by the German Institute of Economics revealed that the cost of Ukraine-Russia war to the global economy would well exceed US\$ 1 trillion in 2023. All these will likely result in the slow-down of the global economy.

¹Singapore Tourism Board (STB) expects international visitor arrivals to Singapore to hit 12 million to 14 million in 2023, with full tourism recovery expected by 2024. Tourism receipts are also anticipated to climb to \$18 billion to \$21 billion. The bullish forecast comes on the back of better-than-expected numbers in 2022, which ended with 6.3 million international visitor arrivals and estimated tourism receipts of \$14 billion.

The Group's exposure to the Singapore residential market is no longer significant as all the Singapore development projects have received Temporary Occupation Permit ("TOP") and 100% of the residential and commercial units have been sold to date.

In the overseas markets, 60% of the launched private residential units at Riverscape have been sold. In Malaysia, Oxley KLCC has sold more than 49% of the residential units. Trinity Wellnessa in Beverly Heights, Ampang North is 76% sold since its launch. The projects in Malaysia are expected to be completed progressively in 2024 and 2025 respectively. In Cambodia, the Palms project has been completed while construction and fitting out of the Shangri-La Hotel at The Peak is on-going and expected to be completed in 1Q2024. In Dublin, Ireland, Phase I construction of the project is expected to be completed progressively by 2025.

¹ Source from <https://www.stb.gov.sg/content/stb/en/media-centre/media-releases/Singapore-tourism-sector-recovers-strongly-in-2022-visitor-numbers-expected-to-double-in-2023.html>

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)

No final dividend has been recommended.

(b) (i) Amount per share

Not applicable

(ii) Previous corresponding period

Final dividend of 0.25 Singapore cent per ordinary share.

(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 shareholders, this must be stated).

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 recommended for the financial year ended 30 June 2023 in order to preserve the Group's working capital.

7. Interested person transactions

There were no transactions under the general mandate from shareholders for interested person transactions during the second half year ended 30 June 2023.

During the six months and full year ended 30 June 2023, there were the following interested person transactions:

(a) finance costs amounting to \$472,000 and \$857,000 for the six months and full year ended 30 June 2023, respectively, 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; and

(b) finance costs amounting to \$139,000 and \$168,000 for the six months and full year ended 30 June 2023, respectively, payable to GMTCC 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.

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

8. 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

Save that Mr Shawn Ching Wei Hung (Executive Director and Group General Manager of the Company) is the son of Mr Ching Chiat Kwong (Executive Chairman and CEO and substantial shareholder of the Company), there is no person occupying a managerial position in the Company or any of its principal subsidiaries who is a relative of a director, CEO or substantial shareholder of the Company.

9. 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) pursuant to Rule 720(1) of the Listing Manual.

By order of the Board

Ching Chiat Kwong
Executive Chairman and CEO
28 August 2023

Low See Ching
Deputy CEO
28 August 2023