21	Financial Statements and Related Announcement.:Ful
FINANCIAL STATEMENTS AND REL	LATED ANNOUNCEMENT::FULL YEARLY RESULTS
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Please refer to the attachment.	
Additional Details	
For Financial Period Ended	
28/02/2021	
Attachments	

FULL YEAR 2021 Results Announcement FINAL.pdf

Total size =430K MB



From discontinued operations

(Incorporated in Singapore) Registration No. 199300300W

### FINANCIAL STATEMENTS AND RELATED ANNOUNCEMENT FOR THE FULL YEAR ENDED 28 FEBRUARY 2021 ("FY2021")

#### PART I - INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 AND Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

The Company had on 3 January 2020 completed the disposal of its business and business assets to Jackspeed Holdings Pte. Ltd. (the "Purchaser") for a cash consideration of \$48.0 million (the "Disposal"). Following the Disposal, the Company does not have any subsidiary as at 28 February 2021. As such, only the financial statements of the Company are presented.

Results of the disposed business are shown as discontinued operations.

1(a)(i) A statement of comprehensive income for the company together with a comparative statement for the corresponding period of the immediately preceding financial year.

the ininediately preceding infancial year.				
Statement of Comprehensive Income			Company	
			Year Ended	
		FY2021	FY2020	Change
	Notes	S\$'000	S\$'000	%
Revenue		-	-	-
Cost of sales		-	-	-
Gross profit		-	-	-
Other income and gains	1	33	7,783	(99.6)
Administrative expenses		(529)	(636)	(16.8)
(Loss) / Profit before tax from continuing operation	s	(496)	7,147	(106.9)
Income tax expense		-	-	-
(Loss) / Profit net of tax from continuing operations	<b>S</b>	(496)	7,147	(106.9)
(Loss) / Profit from discontinued operations	2	(14)	3,551	(100.4)
(Loss) / Profit, net of tax		(510)	10,698	(104.8)
Other comprehensive income, net of tax	64l.			
Items that may be reclassified subsequently to pro			11	(100.0)
Fair value reserve transfer to profit or loss arising from Other comprehensive income, net of tax	uisposai	-	11	(100.0)
Total comprehensive (loss) / income		(510)	10,709	(104.8)
Total comprehensive (loss) / income:				
From continuing operations		(496)	7,158	(106.9)
		`		

(14)

(510)

3,551 **10,709**  (100.4)

(104.8)

### Note 1

# Other income and gains

Gain on disposal of business and business assets Government grant income Net

Year Ended			
FY2021	FY2020	Change	
S\$'000	S\$'000	%	
-	7,783	(100.0)	
33	-	n.m.	
33	7,783	(99.6)	

### Note 2

Results from discontinued operations are as follows:

# **Discontinued operations**

	Notes
Revenue	
Cost of sales	
Gross profit	
Interest income	
Other income and gains	3
Marketing and distribution costs	
Administrative expenses	
Finance costs - interest expense	
Other expenses	3
(Loss) / Profit before tax	
Income tax expense	
(Loss) / Profit net of tax from discontinued operations	

Company					
	Year Ended				
FY2021	FY2020	Change			
S\$'000	S\$'000	%			
567	11,134	(94.9)			
(547)	(6,290)	(91.3)			
20	4,844	(99.6)			
-	236	(100.0)			
-	45	(100.0)			
-	(91)	(100.0)			
-	(1,398)	(100.0)			
(15)	(57)	(73.7)			
(19)	(28)	(32.1)			
(14)	3,551	(100.4)			
-	-	n.m.			
(14)	3,551	(100.4)			

## Note 3

### Other income and gains

Reversal of allowance for impairment on other receivables from subsidiary
Foreign exchange adjustment loss
Gain on disposal of debt asset instrument
Government grant income
Net

Presented in profit or loss as: Other income and gains Other expenses

Net

Year Ended			
FY2021	FY2020	Change	
S\$'000	S\$'000	%	
-	39	(100.0)	
(19)	(28)	(32.1)	
-	4	(100.0)	
-	2	(100.0)	
(19)	17	(211.8)	
-	45	(100.0)	
(19)	(28)	(32.1)	
(19)	17	(211.8)	

1(a)(ii) The following items (with appropriate breakdowns and explanations), if significant, must either be included in the income statement or in the notes to the income statement for the current financial period reported on and the corresponding period of the immediately preceding financial year:-

Year Ended			
FY2021	FY2020	Change	
S\$'000	S\$'000	%	
-	50	(100.0)	
-	50	(100.0)	

From discontinued operations:
Depreciation of plant and equipment
Total depreciation expense

n.m. = not meaningful

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

Statement of Financial Position	Compa	iny
	As at	1
	FY2021	FY2020
	S\$'000	S\$'000
ASSETS		
<u>Current assets</u>		
Cash and cash equivalents	74	275
Trade and other receivables	622	2,175
Other assets	14	27
Total current assets	710	2,477
Total assets	710	2,477
EQUITY AND LIABILITIES		
Equity	000	000
Share capital	293	293
Treasury shares	(50)	(50)
Accumulated losses	(544)	(34)
Total equity	(301)	209
Current liabilities		
Other non-financial liabilities	2	-
Trade and other payables	1,009	324
Other financial liabilities	-	1,944
Total current liabilities	1,011	2,268
Total liabilities	1,011	2,268
Total equity and liabilities	710	2,477

1(b)(ii) Aggregate amount of company's borrowings and debt securities.

Amount repayable in one year or less, or on demand

FY2021		FY2020		
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000	
-	-	-	1,944	

Amount repayable after one year

FY2021		FY2	020
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
-	-	-	-

#### **Details of any collaterals**

Not applicable. There are no collaterals on the Company's borrowings.

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

Statement of Cash Flows		Compa	ny
		Year End	
		FY2021	FY2020
	Notes	S\$'000	S\$'000
Cash flows from operating activities			
(Loss) / Profit before tax:			
From continuing operations		(496)	7,147
From discontinued operations		(14)	3,551
·		\	,
Adjustments for:			
Interest income		-	(236)
Interest expense		15	57
Depreciation of plant and equipment		-	50
Gain on disposal of debt asset instrument		-	(4)
Gain on disposal of business and business assets		-	(7,783)
Reversal of allowance for impairment on other receivables from subsidiary		-	(39)
Operating cash flows before changes in working capital		(495)	2,743
Trade and other receivables		1,553	(2,673)
Other assets		13	(1)
Trade and other payables		685	47
Other non-financial liabilities		2	-
Net cash flows from operations before tax		1,758	116
Income taxes paid		_	_
Net cash flows from operating activities		1,758	116
not out in no no nom operating assistance		1,7.00	
Cash flows from investing activities			
Additional investment in a subsidiary		_	(1,320)
Proceeds from disposal of debt asset instrument		-	279
Purchase of plant and equipment		_	(10)
Net movement in loans to external parties		-	600
Net movement in amounts due to an associate		-	(1,829)
Proceeds from disposal of business and business assets,			( ' /
net of cash	4	-	38,768
Interest received		-	240
Net cash flows from investing activities		-	36,728
Cook flows from financing activities			
Cash flows from financing activities			440
Net movement in amounts due from related companies		-	416
Share capital reduction and cash distribution fo equity owners		-	(36,572)
Dividends paid to equity owners		(4.042)	(10,901)
(Decrease) / Increase in other financial liabilities		(1,942)	638
Interest paid		(17)	(58)
Net cash flows used in financing activities		(1,959)	(46,477)
Net decrease in cash and cash equivalents		(201)	(9,633)
Cash and cash equivalents, statement of cash flows, beginning balance		275	9,908
Cash and cash equivalents, statement of cash flows,		2.0	3,330
ending balance		74	275

### Note 4

The cash flow effects from the Disposal are as follows:

	FY2020
	S\$'000
Carrying amounts of identifiable assets and liabilities disposed	
Investments in subsidiaries	17,658
Investment in an associate	3,024
Investment in a joint venture	- *
Plant and equipment	108
Trade and other receivables	18,217
Other assets	459
Cash and cash equivalents	9,012
Total identifiable assets	48,478
Trade and other payables	8,481
Total identifiable liabilities	8,481
Identifiable net assets disposed	39,997
Add: Gain on disposal	8,003
Cash proceeds from disposal	48,000
Less: Cash and cash equivalents disposed	(9,012)
Less: Expenses incurred in connection with the Disposal	(220)
Net cash inflow on Disposal	38,768
Gain on disposal, net of expenses	7,783

<sup>\*</sup> Amount is less than S\$1,000.

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

Statement of Changes in Equity	Company	
	FY2021	FY2020
	S\$'000	S\$'000
Share capital		
Balance at beginning of the year	293	36,865
Share capital reduction	-	(36,572)
Balance at beginning and end of the year	293	293
Treasury shares		
Balance at beginning and end of the year	(50)	(50)
Other reserves		
Balance at beginning of the year	-	(11)
Total comprehensive income for the year	-	11
Balance at end of the year	-	-
(Accumulated losses) / retained earnings		
Balance at beginning of the year	(34)	169
Total comprehensive (loss) / income for the year	(510)	10,698
Dividends paid on equity shares	-	(10,901)
Balance at end of the year	(544)	(34)
Total equity	(301)	209

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

Ordinary shares of no par value
Balance at beginning and end of the year

#### Treasury shares

Balance at beginning and end of the year

Issued ordinary shares excluding treasury shares Treasury shares held against issued ordinary shares excluding treasury shares (%)

Company		
FY2021	FY2020	
No. of shares '000	No. of shares '000	
301,252	301,252	
250	250	
301,002	301,002	
0.08%	0.08%	

There are no outstanding convertibles or subsidiary holdings as at 28 February 2021 and 29 February 2020.

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

301,002,279 ordinary shares excluding treasury shares are issued as at 28 February 2021 (29 February 2020: 301,002,279).

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

There were no sales, transfers, cancellation and/or use of treasury shares as at 28 February 2021.

1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

Not applicable, there are no subsidiary holdings as at 28 February 2021 and 29 February 2020.

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

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

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

  Not applicable.
- 4 Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:
  - a) Updates on the efforts taken to resolve each outstanding audit issue.
  - b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

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

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

The Company has adopted all applicable new and revised Singapore Financial Reporting Standards (International) ("SFRS(I)") and the related Interpretations to SFRS(I) ("SFRS(I) INT") that are relevant to its operations and mandatory for the financial year beginning 1 March 2020. The adoption of these new and revised SFRS(I) and SFRS(I) INT did not give rise to any material impact on the Company's financial statements.

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

Not applicable.

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

	Company	
	FY2021	FY2020
(Loss) / Earnings per ordinary share of the Company for the year, net of tax	Cents	Cents
From continuing and discontinued operations:  a) Based on weighted average number of ordinary shares (excluding treasury shares) of 301,002,279 (FY2020: 301,002,279)	(0.17)	3.55
b) On a fully diluted basis	(0.17)	3.55
From continuing operations:  a) Based on weighted average number of ordinary shares (excluding treasury shares) of 301,002,279 (FY2020: 301,002,279)	(0.16)	2.37
b) On a fully diluted basis	(0.16)	2.37

- 7 Net asset value (for the issuer and company) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-
  - (a) current financial period reported on; and
  - (b) immediately preceding financial year.

	Company	
	FY2021	FY2020
	Cents	Cents
Net asset value per ordinary share based on issued shares excluding treasury shares as at the end of the financial year	(0.10)	0.07

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

## Statement of comprehensive income

- (i) Other income and gains in prior year were in relation to the gain on Disposal.
- (ii) Administrative expenses from continuing operations, comprising mainly stock exchange listing fees, professional fees, director fees, staff expenses and statutory expenses decreased by \$107,000. This was mainly due to a decrease in professional fees and savings from circulating materials for shareholders' general meetings via electronic means instead of printed copies.
- (iii) The results of discontinued operations comprised revenue and expenses of the disposed business and business assets. While the business of automotive spare parts trading was disposed to the Purchaser, the Company was allowed to continue the business for a limited period after the Disposal.

#### Statement of financial position

- (i) Trade and other receivables mainly relate to the business of automotive spare parts trading. The \$1.6 million decrease was mainly due to repayment during the year.
- (ii) The \$0.7 million increase in trade and other payables was mainly due to financial support given by the Purchaser for repayment of the Company's bank trust receipts and operational expenses.
- (iii) Other financial liabilities of \$1.9 million in prior year were bank trust receipts in relation to the trading of automotive spare parts which were fully repaid in FY2021.
- (iv) Total liabilities exceeded total assets by \$0.3 million and was mainly due to incurrence of operating expenses. The Company's continuation as a going concern is dependent on a related company who is not demanding immediate payment of amounts payable and providing financial support when required for at least a year from the end of the financial year.

#### Statement of cash flows

Cash and cash equivalents decreased by approximately \$0.2 million mainly due to payment of operating expenses.

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

The Company did not issue any forecast or prospect statement to shareholders for the current financial year.

A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the company operates and any known factors or events that may affect the company in the next financial period and the next 12 months.

As per announcement on 21 April 2021, the Company had received approval from Singapore Exchange Securities Trading Limited ("SGX-ST") on the Company's application for extension of time of up to 21 July 2021 to comply with Rule 1018(2) of the listing manual of SGX-ST.

The Company shall update the shareholders as and when there are any material developments.

- 11 If a decision regarding dividend has been made:-
  - (a) Whether a final ordinary dividend has been recommended;

No final ordinary dividend has been recommended.

(b) Corresponding period of the immediately preceding financial year.

Type of dividend
Special
Interim
Final
Tax rate

Company		
FY2021	FY2020	
Cents	Cents	
Nil	3.62	
Nil	Nil	
Nil	Nil	
Not applicable	Not applicable	

- (c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

  Not applicable.
- (d) 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.

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

No dividend has been declared or recommended as there were no retained earnings as at FY2021.

13 General mandate from shareholders for Interested Person Transaction pursuant to Rule 920.

There is no general mandate obtained from shareholders for Interested Person Transaction pursuant to Rule 920.

- Confirmation that the issuer has procured undertakings from all its directors and executive officers under Rule 720(1).

  Undertakings have been procured from all directors and executive officers under Rule 720(1).
- Disclose the status on the use of proceeds raised from IPO and any offerings pursuant to Chapter 8 and whether the use of proceeds is in accordance with the stated use.

Not applicable.

#### PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

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

Not applicable, segment reporting is not relevant following the Disposal.

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

Not applicable, segment reporting is not relevant following the Disposal.

18 A breakdown of sales.

	<b>FY2021</b> S\$'000	<b>FY2020</b> S\$'000	Change %
From continuing operations:  (a) Sales reported for first half year	-	-	n.m.
(b) Loss after tax reported for first half year	(259)	(351)	(26.2)
(c) Sales reported for second half year	-	-	n.m.
(d) (Loss) / Profit after tax reported for second half year	(237)	7,498	(103.2)
From discontinued operations:  (a) Sales reported for first half year	567	7,356	(92.3)
(b) Profit after tax reported for first half year	5	3,599	(99.9)
(c) Sales reported for second half year	-	3,778	(100.0)
(d) Loss after tax reported for second half year	(19)	(48)	(60.4)

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

Preference dividend
Ordinary dividend (tax exempt one-tier)
Special
Interim
Final
Total

FY2021	FY2020
S\$'000	S\$'000
Nil	Nil
Nil	10,901
Nil	Nil
Nil	Nil
Nil	10,901

Company

Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13). If there are no such persons, the issuer must make an appropriate negative statement.

There are no persons occupying managerial positions in the Company or any of its principal subsidiaries who are relatives of a Director or Chief Executive Officer or Substantial Shareholder of the Company.

#### ON BEHALF OF THE BOARD

YAP KIAN PENG EXECUTIVE DEPUTY CHAIRMAN AND CHIEF EXECUTIVE OFFICER 23 APRIL 2021