



**CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE SIX MONTHS AND
FULL YEAR ENDED 31 DECEMBER 2022**

SINJIA LAND LIMITED

Incorporated in the Republic of Singapore
Company Registration Number – 200402180C

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**CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2022**

	Note	GROUP			
		6 months ended 31 December 2022	6 months ended 31 December 2021	12 months ended 31 December 2022	12 months ended 31 December 2021
		(Unaudited) \$'000	(Unaudited) \$'000	(Unaudited) \$'000	(Audited) \$'000
Revenue	3 (b)	363	204	609	398
Costs of sales		(274)	(399)	(538)	(558)
Gross profit/(loss)		89	(195)	71	(160)
Other income		7	4	16	43
Other credits		-	74	50	75
Share of losses of an associated company		-	(212)	-	(212)
Expenses					
- Distributions and marketing		-	(2)	-	(2)
- Administrative		(871)	(630)	(1,834)	(1,607)
- Interest		(3)	(5)	(6)	(5)
- Other charges		(51)	(63)	(50)	(154)
Loss before income tax	4	(829)	(1,029)	(1,753)	(2,022)
Income tax expenses	5	(2)	(3)	(3)	(3)
Loss after income tax		(831)	(1,032)	(1,756)	(2,025)
Other comprehensive income:					
Item that may be reclassified subsequently to profit or loss					
- Currency translation differences arising from consolidation		3	-	5	-
Other comprehensive income, net of tax		3	-	5	-
Total comprehensive loss		(828)	(1,032)	(1,751)	(2,025)
Loss attributable to:					
Equity holders of the Company		(838)	(1,008)	(1,748)	(1,974)
Non-controlling interest		7	(24)	(8)	(51)
		(831)	(1,032)	(1,756)	(2,025)
Total comprehensive loss attributable to:					
Equity holders of the Company		(835)	(1,008)	(1,743)	(1,974)
Non-controlling interest		7	(24)	(8)	(51)
		(828)	(1,032)	(1,751)	(2,025)
Loss per share attributable to equity holders of the Company (cents per share)					
Basis and diluted loss per share	6	(0.40)	(0.57)	(0.90)	(1.11)

CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2022

	Note	GROUP		COMPANY	
		31 December 2022	31 December 2021	31 December 2022	31 December 2021
		(Unaudited) \$'000	(Audited) \$'000	(Unaudited) \$'000	(Audited) \$'000
ASSETS					
Current assets					
Trade and other receivables		71	151	642	1,290
Other current assets	8	1,091	115	1,036	55
Cash and cash equivalents		1,436	902	657	666
		2,598	1,168	2,335	2,011
Property classified as held-for-sale	9	-	324	-	-
		2,598	1,492	2,335	2,011
Non-current assets					
Financial assets, at fair value through other comprehensive income ("FVOCI")	10	-	-	-	-
Investments in an associated company		-	-	-	-
Investments in subsidiary corporations		-	-	-	3,982
Plant and equipment		145	359	3	6
Investment properties	11	1,076	1,631	1,076	1,080
		1,221	1,990	1,079	5,068
Total assets		3,819	3,482	3,414	7,079
LIABILITIES					
Current liabilities					
Trade and other payables		378	385	305	291
Borrowings	12	132	215	3,888	3,914
Income tax liabilities		-	2	-	-
		510	602	4,193	4,205
Non-current liability					
Borrowings	12	-	132	-	-
		-	132	-	-
Total liabilities		510	734	4,193	4,205
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	13	27,559	25,247	27,559	25,247
Treasury shares	13	(2,602)	(2,602)	(2,602)	(2,602)
Accumulated losses		(18,545)	(16,797)	(22,592)	(16,627)
Other reserves		(3,139)	(3,144)	(3,144)	(3,144)
		3,273	2,704	(779)	2,874
Non-controlling interests		36	44	-	-
Total equity		3,309	2,748	(779)	2,874
Total equity and liabilities		3,819	3,482	3,414	7,079

**CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FULL YEAR ENDED
31 DECEMBER 2022**

	Note	GROUP	
		12 months ended 31 December 2022 (Unaudited) \$'000	12 months ended 31 December 2021 (Audited) \$'000
Cash flows from operating activities			
Net loss after income tax		(1,756)	(2,025)
Adjustments for:			
- Income tax expense	5	3	3
- Depreciation of plant and equipment	4.1	225	253
- Interest income		-	(1)
- Interest expense		6	5
- Write off of other payables	4.1	(14)	(70)
- Gain on disposal of property classified as held-for-sale	4.1	(21)	-
- Gain on disposal of investment property	4.1	(15)	-
- Rental concessions received from lessor	4.1	-	(18)
- Unrealised currency translation losses		52	13
- Fair value loss of financial assets, at FVPL	4.1	-	154
- Fair value loss/(gain) on investment properties	4.1	4	(2)
- Share of losses of an associated company		-	212
Operating cash flows before working capital changes		(1,516)	(1,476)
Changes in working capital:			
- Trade and other receivables		(49)	3
- Other current assets		(976)	37
- Trade and other payables		7	(9)
Cash flows used in operations		(2,534)	(1,445)
Income tax paid		(5)	(1)
Net cash used in operating activities		(2,539)	(1,446)
Cash flows from investing activities			
Additions to plant and equipment		(11)	(9)
Proceeds from redemption of financial assets, at FVPL		128	-
Proceeds from disposal of property classified as held-for-sale, net of direct expenses		334	-
Proceeds from disposal of investment property, net of direct expenses		548	-
Interest received		-	1
Net cash provided by/(used in) investing activities		999	(8)

**CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FULL YEAR ENDED
31 DECEMBER 2022 (CONTINUED)**

	GROUP	
	12 months ended 31 December 2022	12 months ended 31 December 2021
Note	(Unaudited) \$'000	(Audited) \$'000
Cash flows from financing activities		
Net proceeds from issuance of shares	13 2,312	-
Principal payment of lease liabilities	(215)	(233)
Interest paid	(6)	(5)
	<hr/>	<hr/>
Net cash provided by/(used in) financing activities	2,091	(238)
	<hr/>	<hr/>
Net increase/(decrease) in cash and cash equivalents	551	(1,692)
Cash and cash equivalents		
Beginning of financial year	902	2,594
Net foreign exchange difference	(17)	-
	<hr/>	<hr/>
End of financial year	1,436	902
	<hr/> <hr/>	<hr/> <hr/>

CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY

	Attributable to Equity Holders of the Company					Non-Controlling Interests \$'000	Total Equity \$'000
	Share Capital \$'000	Treasury Shares \$'000	Accumulated Losses \$'000	Other Reserves \$'000	Subtotal \$'000		
Group							
2022 (Unaudited)							
As at 1 January	25,247	(2,602)	(16,797)	(3,144)	2,704	44	2,748
Loss for the year	-	-	(1,748)	-	(1,748)	(8)	(1,756)
Other comprehensive income for the year	-	-	-	5	5	-	5
Total comprehensive loss for the year	-	-	(1,748)	5	(1,743)	(8)	(1,751)
Issue of shares	2,312	-	-	-	2,312	-	2,312
As at 31 December	27,559	(2,602)	(18,545)	(3,139)	3,273	36	3,309
2021 (Audited)							
As at 1 January	25,247	(2,602)	(14,823)	(3,144)	4,678	95	4,773
Loss for the year	-	-	(1,974)	-	(1,974)	(51)	(2,025)
Other comprehensive loss for the year	-	-	-	-	-	-	-
Total comprehensive loss for the year	-	-	(1,974)	-	(1,974)	(51)	(2,025)
As at 31 December	25,247	(2,602)	(16,797)	(3,144)	2,704	44	2,748
Company							
2022 (Unaudited)							
As at 1 January	25,247	(2,602)	(16,627)	(3,144)	2,874	-	2,874
Total comprehensive loss for the year	-	-	(5,965)	-	(5,965)	-	(5,965)
Issue of shares	2,312	-	-	-	2,312	-	2,312
As at 31 December	27,559	(2,602)	(22,592)	(3,144)	(779)	-	(779)
2021 (Audited)							
As at 1 January	25,247	(2,602)	(14,790)	(3,144)	4,711	-	4,711
Total comprehensive loss for the year	-	-	(1,837)	-	(1,837)	-	(1,837)
As at 31 December	25,247	(2,602)	(16,627)	(3,144)	2,874	-	2,874

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

1. General information

Sinjia Land Limited (the “Company”) is a Company incorporated in the Republic of Singapore and is listed on the Catalist, the sponsor-supervised listing platform of Singapore Exchange Securities Trading Limited (“SGX-ST”). These condensed interim consolidated financial statements as at and for the six months ended 31 December 2022 comprise the Company and its subsidiaries (collectively, the Group). The principal activity of the Company is that of an investment holding company.

The principal activities of the Group are :

- (a) Investment holding; and
- (b) Lodging and boarding houses and backpackers’ hostel.

2. Basis of Preparation

2.1 Statement of compliance

The condensed interim financial statements for the six months ended 31 December 2022 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last interim financial statements for the period ended 30 June 2022.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.2.

The condensed interim financial statements are presented in Singapore dollars which is the Company’s functional currency.

2.2 New and amended standards adopted by the Group

A number of amendments to Standards have become applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting those standards.

2.3 Use of estimates and judgements

The preparation of condensed interim financial statements in conformity with SFRS(I) requires management to exercise its judgement in the process of applying the Group’s accounting policies. It also requires the use of certain critical accounting estimates and assumptions. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed as follow:

Valuation of investment properties

As disclosed in Note 9.1 and Note 11.1 to the condensed interim financial statements, investment properties are stated at fair value based on valuations performed by independent professional valuers. In determining the fair value, the valuers have used a valuation method which involves certain estimates. In relying on the valuation reports, management has exercised its judgement and is satisfied that the valuation method is reflective of current market conditions and the estimations used are appropriate.

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

2. Basis of Preparation (continued)

2.4 Seasonal operations

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

3. Segment and Revenue Information

Segment information

The Chief Executive Officer ("CEO") is the Group's chief operating decision maker. Management has determined the operating segments based on the reports reviewed by the CEO that are used to make strategic decisions, allocate resources and assess performance.

The Group's principal businesses are as follows:

- (1) The Hospitality Management ("HM") segment manages and operates lodging and boarding houses and backpackers' hostels.
- (2) The Corporate ("IH") segment is involved in Group level corporate services, treasury functions and investments. It derives its income substantially from inter-company transactions and rental earned from investment properties.

	<u>HM</u> \$'000	<u>IH</u> \$'000	<u>GROUP</u> \$'000
<u>From 1 July 2022 to 31 December 2022</u>			
Sales to external parties	362	1	363
Adjusted EBITDA	151	(864)	(713)
Depreciation (Note 4.1)	(112)	(1)	(113)
<u>From 1 January 2022 to 31 December 2022</u>			
Sales to external parties	600	9	609
Adjusted EBITDA	191	(1,713)	(1,522)
Depreciation (Note 4.1)	(222)	(3)	(225)

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

3. Segment and Revenue Information (continued)

Segment information (continued)

	<u>HM</u> \$'000	<u>IH</u> \$'000	<u>GROUP</u> \$'000
<u>31 December 2022</u>			
Segment assets	211	2,172	2,383
Segment assets includes:			
Additions to:			
- Plant and equipment	11	-	11
Segment liabilities	68	310	378
<u>From 1 July 2021 to 31 December 2021</u>			
Sales to external parties	196	8	204
Adjusted EBITDA	(3)	(905)	(908)
Depreciation (Note 4.1)	(115)	(2)	(117)
<u>From 1 January 2021 to 31 December 2021</u>			
Sales to external parties	385	13	398
Adjusted EBITDA	*	(1,765)	(1,765)
Share of losses of an associated company	-	(212)	(212)
Depreciation (Note 4.1)	(250)	(3)	(253)
<u>31 December 2021</u>			
Segment assets	423	1,833	2,256
Segment assets includes:			
Additions to:			
- Plant and equipment	439	4	443
Segment liabilities	85	300	385

* Less than 1,000

The management reporting system evaluates performances based on a number of factors. However, the primary profitability measurement to evaluate segment's operating results comprises two major financial indicators: (1) earnings from operations before depreciation, amortisation, interests and income taxes ("EBITDA").

No separate segmental assets and liabilities by segment business are presented as management is of the opinion that it is impracticable to separate assets and liabilities for each business segment. Additionally, the measurement of total assets and liabilities for each reportable segment is not used by the Board of Directors when making operating decisions about allocating resources to the business segment and assessing its performance.

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

3. Segment and Revenue Information (continued)

Segment information (continued)

(a) *Reconciliations*

(i) *Segment losses*

A reconciliation of adjusted EBITDA to loss before tax is as follows:

	GROUP			
	6 months ended 31 December 2022 \$'000	6 months ended 31 December 2021 \$'000	12 months ended 31 December 2022 \$'000	12 months ended 31 December 2021 \$'000
Total adjusted EBITDA	(713)	(908)	(1,522)	(1,765)
Depreciation (Note 4.1)	(113)	(117)	(225)	(253)
Interest expense	(3)	(5)	(6)	(5)
Interest income	-	1	-	1
Loss before tax	<u>(829)</u>	<u>(1,029)</u>	<u>(1,753)</u>	<u>(2,022)</u>

(ii) *Segment assets*

The amounts reported to the Chief Executive Officer with respect to total assets are measured in a manner consistent with that of the financial statements. All assets are allocated to reportable segments other than cash and cash equivalents and property classified as held-for-sale.

Segment assets are reconciled to total assets as follows:

	GROUP	
	31 December 2022 \$'000	31 December 2021 \$'000
Segment assets for reportable segments	2,383	2,256
Unallocated:		
- Cash and cash equivalents	1,436	902
- Property classified as held-for-sale	-	324
Total assets	<u>3,819</u>	<u>3,482</u>

(iii) *Segment liabilities*

The amounts provided to the Chief Executive Officer with respect to total liabilities are measured in a manner consistent with that of the financial statements. These liabilities are allocated based on the operations of the segment. All liabilities are allocated to the reportable segments other than income tax liabilities and borrowings.

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

3. Segment and Revenue Information (continued)

Segment information (continued)

(a) *Reconciliations (continued)*

(iii) *Segment liabilities (continued)*

Segment liabilities are reconciled to total liabilities as follows:

	GROUP	
	31 December 2022 \$'000	31 December 2021 \$'000
Segment liabilities for reportable segments	378	385
Unallocated:		
- Income tax liabilities	-	2
- Borrowings	132	347
Total liabilities	510	734

(b) *Revenue from lodging service and rental income*

Revenues from external customers are derived mainly from lodging service and rental income.

The breakdown of the Group's revenue by services as below:

Disaggregation of revenue from contracts with customers

	6 months ended 31 December 2022 \$'000	6 months ended 31 December 2021 \$'000	12 months ended 31 December 2022 \$'000	12 months ended 31 December 2021 \$'000
<u>At a point in time</u>				
Lodging service(1)	280	114	431	239
<u>Over time</u>				
Rental income(2)	83	90	178	159
Total revenue	363	204	609	398

(1) The revenue from lodging service is derived in Singapore.

(2) Rental income is derived from rental income from subleasing the hostel premise in Singapore and rental income from investment properties in Malaysia as below:

	6 months ended 31 December 2022 \$'000	6 months ended 31 December 2021 \$'000	12 months ended 31 December 2022 \$'000	12 months ended 31 December 2021 \$'000
Malaysia	1	8	9	13
Singapore	82	82	169	146
Total rental income	83	90	178	159

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

3. Segment and Revenue Information (continued)

(b) Revenue from lodging service and rental income (continued)

A breakdown of revenues:

	Financial year ended 31 December 2022	Financial year ended 31 December 2021	Increase/ (Decrease)
	\$'000	\$'000	%
Revenue reported for first half year	246	194	27%
Net loss after tax before deducting non-controlling interests reported for first half year	(925)	(993)	(7%)
Revenue reported for second half year	363	204	78%
Net loss after tax before deducting non-controlling interests reported for second half year	(831)	(1,032)	(19%)

(c) Geographical information

The Group's business segments operate in Singapore and Malaysia.

The Company is headquartered and has operations in Singapore. The operations in this area are principally hospitality management and investment holding.

	Non-current assets	
	12 months ended 31 December 2022	12 months ended 31 December 2021
	\$'000	\$'000
Malaysia	-	550
Singapore	145	360
United States	1,076	1,080
	<u>1,221</u>	<u>1,990</u>

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

4. Loss before income tax

4.1 Significant Items

	GROUP			
	6 months	6 months	12 months	12 months
	ended 31	ended 31	ended 31	ended 31
	December	December	December	December
	2022	2021	2022	2021
	\$'000	\$'000	\$'000	\$'000
Income /(Expenses)				
Currency exchange gains/(loss)-net	(24)	16	(46)	3
Depreciation of plant and equipment	(113)	(117)	(225)	(253)
Fair value losses of financial assets, at FVPL	-	(63)	-	(154)
Fair value (loss)/gain on investment properties	(37)	2	(4)	2
Government grant income:				
- Jobs support scheme	-	-	-	17
Gain on disposal of property classified as held for sale	10	-	21	-
Gain on disposal of an investment property	-	-	15	-
Rental concessions from lessor	-	3	-	18
Write off of other payables	-	70	14	70

4.2. Related Party Transactions

There are no material related party transactions apart from those disclosed elsewhere in the financial statements.

5. Income tax expenses

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

	GROUP			
	6 months	6 months	12 months	12 months
	ended 31	ended 31	ended 31	ended 31
	December	December	December	December
	2022	2021	2022	2021
	\$'000	\$'000	\$'000	\$'000
Current income tax expenses	2	3	3	3

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

6. Loss per share

Basic and diluted loss per share is calculated by dividing the net loss attributable to equity holders of the Company by the weighted average number of shares outstanding during the financial period.

	GROUP				
	6 months ended 31 December 2022 \$'000	6 months ended 31 December 2021 \$'000	12 months ended 31 December 2022 \$'000	12 months ended 31 December 2021 \$'000	
	Loss attributable to the equity holders of the Company (\$'000)	(838)	(1,008)	(1,748)	(1,974)
	Weighted average number of ordinary shares ('000)	207,073	177,073	194,580	177,073
Basic and diluted loss per share (cents per share)	<u>(0.40)</u>	<u>(0.57)</u>	<u>(0.90)</u>	<u>(1.11)</u>	

7. Net asset value per share

	GROUP		COMPANY		
	31 December 2022 \$'000	31 December 2021 \$'000	31 December 2022 \$'000	31 December 2021 \$'000	
	Net asset/(liabilities) value per share based on existing issued share capital as at the respective dates (cents)	1.58	1.53	(0.38)	1.62
		<u>1.58</u>	<u>1.53</u>	<u>(0.38)</u>	<u>1.62</u>

Net asset/(liabilities) value per share of the Group and the Company is calculated based on 207,072,685 issued shares (excluding treasury shares) as at 31 December 2022 (31 December 2021: 177,072,685 issued shares (excluding treasury shares)).

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

8. Other current assets

	GROUP		COMPANY	
	31 December 2022 \$'000	31 December 2021 \$'000	31 December 2022 \$'000	31 December 2021 \$'000
Refundable deposit paid to Binex Inc (a)	1,000	-	1,000	-
Other deposits	62	64	19	20
Prepayments	29	51	17	35
	<u>1,091</u>	<u>115</u>	<u>1,036</u>	<u>55</u>

- (a) On 31 January 2022, the Company entered into a sale and purchase agreement (the “SPA”) with BINEX Inc., 3DOM Inc., Biomass Energy Corporation, Mebius Inc. and Future Science Research Inc. (collectively, the “Vendors”), in relation to the proposed acquisition of the entire issued and paid-up share capital of BINEX Singapore (Pte. Ltd.) (the “Target”), a company incorporated in the Republic of Singapore, by the Company.

On 23 June 2022, the Company entered into a deposit agreement (the “Deposit Agreement”) with BINEX Inc. (“BINEX Japan”), pursuant to which the Company shall make a refundable deposit of \$1,000,000 to BINEX Japan.

The salient terms and conditions of the Deposit Agreement are set out below: -

- (i) Purpose
 BINEX Japan shall undertake to use its best efforts to procure that the Vendors enter into a supplemental agreement with the Company on a timely basis, to supplement and amend the SPA, including without limitation to an extension of the Long-Stop Date by nine (9) months from 31 March 2023 to 31 December 2023.
- BINEX Japan shall also apply the Deposit towards the RTO Costs and any related expenses, provided always that the prior written consent of the Company is obtained.
- (ii) Term
 The term of the Deposit shall commence on the date on which the Deposit is made, which is 27 June 2022, up till and including the Completion Date or date of termination of the SPA, whichever is the earlier (the “Term”).
- (iii) Interest
 The Deposit shall be interest-free, save for the case whereby BINEX Japan fails to refund the Deposit in full or in part (as the case may be) when it falls due, interest shall accrue daily at a gross interest rate of 18.0% per annum on the outstanding amount of the Deposit from the due date until the date on which the said amount is refunded to the Company.

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

8. Other current assets (continued)

The salient terms and conditions of the Deposit Agreement are set out below (continued): -

(iv) Refund
 The Deposit shall be refunded in full by BINEX Japan to the Company under any of the following circumstances:

- (i) on the expiry of the Term;
- (ii) in the event that the Long-Stop Date is not extended by 30 September 2022; or
- (iii) in the event that there is no satisfactory corporate development by BINEX Japan as at 31 March 2023, as determined by the Company in its sole discretion, the Company shall exercise its right to call for the Deposit to be refunded.

Notwithstanding the abovementioned, in the event that the Deposit is applied towards the RTO Costs and any related expenses with the prior written consent of the Company, BINEX Japan shall only refund any remaining amount of the Deposit to the Company.

(v) Costs and Expenses
 Each party shall bear its own costs, legal fees and other expenses incurred in connection with the negotiation, preparation, printing and execution of the Deposit Agreement and the transactions to be entered into as contemplated therein.

9. Property classified as held-for-sale

In December 2021, management committed to plan to sell one-plot of investment property located in Kulai, Malaysia. Accordingly, the specific unit of investment property was presented as property classified as held-for-sale. On 10 May 2022, the Group completed the sale transactions.

	GROUP		COMPANY	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
	\$'000	\$'000	\$'000	\$'000
Beginning of financial year	324	-	-	-
Transfer from investment property (Note 11)	-	324	-	-
Disposal	(324)	-	-	-
	-	324	-	-

As at 31 December 2021, the details of the Group's property classified as held-for-sale is as follows:

<u>Location</u>	<u>Description</u>	<u>Existing use</u>	<u>Tenure</u>	<u>Valuation Date</u>
Nos. 22 , Jalan Dataran Kulai 2, Taman Dataran Kulai, 81000 Kulai, Johor	2,161 sq. ft. Building (100% interest)	Vacant	Freehold	31 December 2021

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

9. Property classified as held-for-sale (continued)

9.1 Valuation

The property classified as held-for-sale was measured at fair value using significant other observable inputs (Level 2).

Valuation techniques and inputs used to derive Level 2 fair values

Level 2 fair values of the Group's properties were derived using the sales comparison approach. Sales prices of comparable properties in close proximity were adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is the comparative indicators that are abstracted from sales of similar sites and applied to the appraised site.

Valuation processes of the Group

The Group had engaged external, independent and qualified valuers to determine the fair value of the Group's property based on the property's highest and best use.

10. Financial assets, at FVOCI

	GROUP AND COMPANY	
	31 December 2022 \$'000	31 December 2021 \$'000
Non-current assets		
Unquoted security		
Equity security – Singapore ^(a)	-	-

(a) Consists of 7,824,000 shares, initially valued at \$0.42 each, of a company listed on the Main Board of the SGX-ST. On 27 August 2021, this company was delisted from the Main Board of the SGX-ST. The financial assets have been fully impaired as at reporting date.

11. Investment properties

	GROUP		COMPANY	
	31 December 2022 \$'000	31 December 2021 \$'000	31 December 2022 \$'000	31 December 2021 \$'000
Beginning of financial year	1,631	1,966	1,080	1,078
Fair value (loss)/gain (Note 4.1)	(4)	2	(4)	2
Translation differences	-	(13)	-	-
Transfer to properties classified as held-for-sale (Note 9)	-	(324)	-	-
Disposal	(551)	-	-	-
End of financial year	1,076	1,631	1,076	1,080

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

11. Investment properties (continued)

The details of the Group's investment properties as at 31 December 2022 and 31 December 2021 are as follows:

<u>Location</u>	<u>Description</u>	<u>Existing use</u>	<u>Tenure</u>	<u>Valuation Date</u>
31 December 2022				
30th Avenue SW and Interstate 94 Dickinson, North Dakota 58601	125 acres land (100% interest)	Vacant	Freehold	31 December 2022
31 December 2021				
30th Avenue SW and Interstate 94 Dickinson, North Dakota 58601	125 acres land (100% interest)	Vacant	Freehold	31 December 2021
Nos. 23, Jalan Dataran Kulai 2, Taman Dataran Kulai, 81000 Kulai, Johor	3,145 sq. ft. Building (100% interest)	Partial Rent	Freehold	31 December 2021

11.1 Valuation

The investment properties are measured at fair value using significant other observable inputs (Level 2).

Valuation techniques and inputs used to derive Level 2 fair values

Level 2 fair values of the Group's properties were derived using the sales comparison approach. Sales prices of comparable properties in close proximity were adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is the comparative indicators that are abstracted from sales of similar sites and applied to the appraised site.

Valuation processes of the Group

The Group had engaged external, independent and qualified valuers to determine the fair value of the Group's properties based on the properties' highest and best use.

12. Borrowings

	<u>GROUP</u>		<u>COMPANY</u>	
	<u>31 December 2022</u>	<u>31 December 2021</u>	<u>31 December 2022</u>	<u>31 December 2021</u>
	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>
Current				
Loan from subsidiary corporation ^(a)	-	-	3,888	3,914
Lease liabilities	132	215	-	-
	<u>132</u>	<u>215</u>	<u>3,888</u>	<u>3,914</u>
Non-current				
Lease liabilities	-	132	-	-
Total borrowings	<u>132</u>	<u>347</u>	<u>3,888</u>	<u>3,914</u>

(a) The loan from subsidiary corporation is unsecured, interest free and repayable on demand.

SELECTED NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(continued)

12. Borrowings (continued)

Security granted

Total borrowings include secured liabilities of \$132,000 (2021: 347,000) for the Group. Lease liabilities of the Group are secured over leased hostel premise.

13. Share capital and treasury shares

	<u>No. of ordinary shares</u>		<u>Amount</u>	
	<u>Issued share capital</u> <u>'000</u>	<u>Treasury shares</u> <u>'000</u>	<u>Issued share capital</u> <u>\$'000</u>	<u>Treasury shares</u> <u>\$'000</u>
GROUP AND COMPANY				
31 December 2022				
Beginning of financial year	192,051	(14,978)	25,247	(2,602)
Issued during the year	30,000	-	2,312	-
End of financial year	<u>222,051</u>	<u>(14,978)</u>	<u>27,559</u>	<u>(2,602)</u>
31 December 2021				
Beginning and end of financial year	<u>192,051</u>	<u>(14,978)</u>	<u>25,247</u>	<u>(2,602)</u>

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

Fully paid ordinary shares carry one vote per share and carry a right to dividend as and when declared by the Company.

On 3 June 2022, the Company completed the issuance of 30,000,000 fully paid ordinary shares of \$0.082 per share pursuant to a share placement exercise. Share issue expenses incurred were \$147,600.

OTHER INFORMATION REQUIRED BY CATALIST RULES APPENDIX 7C

SHARE CAPITAL AND TREASURY SHARES

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

	Issued and paid-up ordinary shares	Share capital \$'000
Balance as at 31 December 2021	177,072,685	25,247
Issued during the year	30,000,000	2,312
Balance as at 31 December 2022	<u>207,072,685</u>	<u>27,559</u>

	Number of treasury shares	Number of shares outstanding	Percentage of the aggregate number of treasury shares held against the total number of shares outstanding
As at 31 December 2022	14,978,000	207,072,685	7.23%
As at 31 December 2021	14,978,000	177,072,685	8.46%

There were no outstanding convertibles or subsidiary holdings as at 31 December 2021 and 31 December 2022.

1(a) 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

Total number of issued shares excluding treasury shares as at 31 December 2022 was 207,072,685 (31 December 2021: 177,072,685).

1(b) 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 was no sale, transfer, cancellation and/or use of treasury shares for the financial period ended 31 December 2022.

OTHER INFORMATION REQUIRED BY CATALIST RULES APPENDIX 7C (CONTINUED)

SHARE CAPITAL AND TREASURY SHARES (CONTINUED)

- 1(c) 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. The Company did not have any subsidiary holdings during and as at the end of the current financial year reported on.

AUDIT or REVIEW

- 1. 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 external auditors.

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

Not applicable.

- 3. 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.**

Not applicable.

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

Not applicable.

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

Not applicable.

ACCOUNTING POLICIES

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

The Group has applied the same accounting policies and methods of computation in the condensed interim financial statements for the current financial year compared with those used in the audited financial statements for the financial year ended 31 December 2021.

- 2. 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.

OTHER INFORMATION REQUIRED BY CATALIST RULES APPENDIX 7C (CONTINUED)

REVIEW OF GROUP PERFORMANCE

Income Statement

Revenue increased by 53% from \$0.40 million in FY2021 to \$0.61 million in FY2022. The increase was primarily due to increase in revenue from hostel guests due to opening of border from 1 April 2022 compared to closure of border during FY2021. Hence the Group turned from gross loss of \$0.16million in FY2021 to gross profit of \$0.07 million in FY2022.

Other income in FY2022 of \$0.02 million (2021: \$0.04 million) was mainly due to \$0.01 million from Jobs Growth Incentive, as compared to \$0.02 million from rental reliefs/concessions in FY2021 and \$0.02 million from Jobs Support Scheme from Singapore Government in FY2021.

Other credits decreased by \$0.03 million from \$0.08 million in FY2021 to \$0.05 million in FY2022. The other credits in FY2022 due to (1) gain on disposal of a property classified as held for sales of \$0.02 million and (2) gain on disposal of an investment property of \$0.01 million. The other credits in FY2021 mainly due to write off of other payables of \$0.07 million.

During FY2021, the Group have zeroed the carrying amount of investment in associated company, G&S Realty Limited by recognising share of losses of \$0.21 million.

Administrative expenses increased by \$0.22 million, from \$1.61 million in FY2021 to \$1.83 million in FY2022, mainly due to (i) \$0.10 million for professional fees in relation to the proposed acquisition of BINEX (Singapore) Pte. Ltd. (FY2021: \$Nil) (ii) \$0.12 million incurred in travel and accomodation in relation to the proposed acquisition of BINEX (Singapore) Pte. Ltd. (FY2021: \$Nil).

Finance costs relates to interest on lease liabilities.

Other charges of \$0.05 million (2021: \$0.15 million) in FY2022 mainly due to exchange loss from weakening of Ringgit Malaysia against Singapore Dollar causing the proceeds from the disposal of properties in subsidiary to depreciate. Other charges in FY2021 were due to fair value loss of \$0.15 million on financial assets (at fair value through profit or loss) in the Company's investment fund (namely, Fortune Asia Long Short Fund). This financial asset has been fully redeemed as at 31 December 2021.

As a result of the above, the Group registered a net loss before tax of \$1.75 million in FY2022, as compared to \$2.02 million in FY2021. The Group posted a loss attributable to equity holders of the Company of \$1.75 million in FY2022, as compared to \$1.97 million in FY2021.

OTHER INFORMATION REQUIRED BY CATALIST RULES APPENDIX 7C (CONTINUED)

REVIEW OF GROUP PERFORMANCE (continued)

Financial Position

Current Assets

The Group's current assets increased by \$1.11 million to \$2.60 million as at 31 December 2022, from \$1.49 million as at 31 December 2021. The Group's current assets as at 31 December 2022 comprised trade and other receivables of \$0.07 million, other current assets of \$1.09 million and cash and cash equivalents of \$1.44 million.

Trade and other receivables amounted to \$0.07 million (2021: \$0.15 million) as at 31 December 2022. This was mainly caused by (1) receivables from redemption of Company's investment fund (namely, Fortune Asia Long Short Fund) at redemption price of \$0.13 million as at 31 December 2021 have been received during FY2022 and (2) Goods and Service Tax Receivables of \$0.03 million as at 31 December 2022.

Other current assets increased from \$0.12 million as at 31 December 2021 to \$1.09 million as at 31 December 2022 due to refundable deposit paid to BINEX Japan of \$1.00 million (2021: \$Nil) as a result of deposit agreement entered on 23 June 2022. Please refer to Note 8 under section "Selected notes to the condensed interim consolidated financial statements" for details of the said deposit.

Cash and cash equivalents increased by \$0.54 million, from \$0.90 million as at 31 December 2021 to \$1.44 million as at 31 December 2022. The fluctuation was caused by (i) cash outflows to fund the operating activities of the Group of approximately \$2.54 million, (ii) cash inflows from issuance of shares of \$2.31 million and (iii) cash inflows from disposals of properties of \$0.88 million. Please refer to the section on "Consolidated Statement of Cash Flows" below for the reasons on the increase in cash and cash equivalents.

In December 2021, management committed to plan to sell one-plot of investment property located in Kulai, Malaysia. Accordingly, the specific unit of investment property was presented as property classified as held-for-sale with fair value of \$0.32 million as at 31 December 2021. The disposal of said property was completed on May 2022.

Non-current Assets

The Group's non-current assets decreased by \$0.77 million to \$1.22 million as at 31 December 2022, from \$1.99 million as at 31 December 2021. The Group's non-current assets as at 31 December 2022 comprised plant and equipment of \$0.14 million and investment properties of \$1.08 million.

Plant and equipment decreased by \$0.22 million from \$0.36 million as at 31 December 2021 to \$0.14 million as at 31 December 2022 mainly due to depreciation expenses of \$0.22 million recognised during FY2022.

Investment properties decreased by \$0.55 million from \$1.63 million as at 31 December 2021 to \$1.08 million as at 31 December 2022 mainly due to one-plot of investment property located in Kulai, Malaysia with carrying amount of \$0.55 million as at 31 December 2021 was sold in June 2022.

OTHER INFORMATION REQUIRED BY CATALIST RULES APPENDIX 7C (CONTINUED)

REVIEW OF GROUP PERFORMANCE (continued)

Financial Position (continued)

Current Liabilities

The Group's current liabilities decreased by \$0.09 million, from \$0.60 million as at 31 December 2021 to \$0.51 million as at 31 December 2022. The Group's current liabilities as at 31 December 2022 comprised mainly trade and other payables of \$0.38 million and borrowings of \$0.13 million.

Trade and other payables remained same as \$0.38 million as at 31 December 2022 and 31 December 2021, which mainly consist of accruals of fees payables to directors, auditors and unutilised leave.

Current borrowings decreased from \$0.22 million as at 31 December 2021 to \$0.13 million as at 31 December 2022 due to the remaining lease payment of 7 months compared to 12 months as at 31 December 2021.

The Group reported a positive working capital approximately of \$2.09 million as at 31 December 2022.

Non-current Liabilities

The Group's non-current liability decreased from \$0.13 million as at 31 December 2021 to \$Nil as at 31 December 2022 as the borrowings will be due on July 2022 and presented under current liabilities.

Equity

Total equity increased by \$0.56 million, from approximately \$2.75 million as at 31 December 2021 to \$3.31 million as at 31 December 2022, as a result of net loss incurred in FY2022 of \$1.75 million and net proceeds from issuance of shares of \$2.31 million.

Consolidated Statement of Cash Flows

Net cash outflow for operating activities for FY2022 amounted to \$2.54 million, mainly due to cash used in operating activities of \$1.52 million and net cash outflow arising from working capital changes of \$1.02 million.

The Group incurred cash inflows in investing activities for FY2022 of \$1.00 million on (1) proceeds from disposal of two-plot of investment properties located in Kulai, Malaysia of \$0.88 million, (2) proceeds received from Company's investment fund fully redeemed in FY2021 of \$0.13 million and (3) purchase of plant and equipment of \$0.01 million.

Net cash inflows from financing activities of \$2.09 million in FY2022 was due to (i) payment of the lease liability of \$0.22 million and (ii) net proceeds from issuance of shares of \$2.31 million.

As a result of the above, the Group had cash and cash equivalents of \$1.44 million as at 31 December 2022, representing an increase of \$0.54 million as compared to at 31 December 2021.

OTHER INFORMATION REQUIRED BY CATALIST RULES APPENDIX 7C (CONTINUED)

FORECAST

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

Not applicable. No forecast or prospect statement had been previously disclosed to shareholders.

PROSPECT

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

The Board of Directors remain cautious for year ahead due to challenges arising from uncertain economic conditions and financial environment, will continue to stay lean and maintain sufficient cash flow to navigate through the crisis.

Notwithstanding a loss attributable to shareholders, the Group has a total of approximately cash at bank of \$1.44 million as at 31 December 2022 and will continue to exercise prudence in our cashflow management.

The Group will continues exploring future business opportunities which can enhance shareholders value.

DIVIDEND

1. Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

No dividend has been declared for the current financial year.

2. Corresponding Period of the Immediately Preceding Financial Year

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

No dividend was declared for the previous financial year.

3. Date payable

Not applicable.

4. Books closure date

Not applicable.

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

No dividend has been declared/recommended for the current financial year in view that the Company was loss making.

OTHER INFORMATION REQUIRED BY CATALIST RULES APPENDIX 7C (CONTINUED)

INTERESTED PARTIES TRANSACTIONS

If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.,

The Group has not obtained an IPT general mandate from the Company's shareholders. There was no interested person transaction exceeding \$100,000 entered into during financial year.

CONFIRMATION OF UNDERTAKINGS FROM DIRECTORS AND EXECUTIVE OFFICERS

The Company confirms that it has procured all the required undertakings under Rule 720(1) of the Catalist Rules from all its directors and executive officers in the format set out in Appendix 7H of the Catalist Rules.

DISCLOSURE OF PERSONS OCCUPYING MANAGERIAL POSITIONS WHO ARE RELATED TO A DIRECTOR, CEO OR SUBSTANTIAL SHAREHOLDER

Pursuant to Rule 704(10) of the Catalist Rules, Sinjia Land Limited confirms that there are no persons occupying a managerial position in the Company or in any of its principal subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company.

USE OF PROCEEDS

The Company received net proceeds of approximately \$2.28 million from the Share Placement completed in 3 June 2022 ("Net Proceeds"). As at the date of this announcement, the Net Proceeds have been fully utilized as set out below:

	\$'000
Net Proceeds	2,280
Amount utilized for working capital purposes	
- Payment to suppliers and operating expenses	(2,280)
Balance as at the date of this announcement	<u>-</u>

The Company and the Group has utilised \$1.00 million for the deposit payment to BINEX Inc. to procure the extension of the Long-Stop date from 31 March 2023 to 31 December 2023 which will be refundable if certain conditions are not fulfilled (to see Note 8 under section "Selected notes to the condensed interim consolidated financial statements"), \$0.11 million for professional fees in relation to the proposed acquisition of BINEX (Singapore) Pte. Ltd. and \$1.17 million for general operating expenses such as supplier payments, director fees, payroll cost, rental and other administrative expenses.

BY ORDER OF THE BOARD

Cheong Weixiong
Executive Director
20 February 2023

Li Anhua
Non-Executive Chairman

*This announcement has been reviewed by the Company's Sponsor, Evolve Capital Advisory Private Limited (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

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