



TLV HOLDINGS LIMITED

Company Registration No. 201526542C

Condensed Interim Financial Statements

For the 6 Months and Full Year Ended 30 June 2021

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CHANGE OF FINANCIAL YEAR END

On 13 February 2020, TLV Holdings Limited (the “Company”) announced a change of financial year end from 31 March to 30 June. The condensed interim financial statements prepared for the unaudited results announcement will cover a 12 month financial year from 1 July 2020 to 30 June 2021 (“**FY 2021**”) versus an audited 15 month financial period from 1 April 2019 to 30 June 2020 (“**FP 2020**”).

This announcement has been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (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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TLV HOLDINGS LIMITED

Company Registration No. 201526542C

Condensed Interim Financial Statements
For the 6 Months and Full Year Ended 30 June 2021
A. Condensed interim consolidated statement of comprehensive income

	Group			Group		
	Unaudited	Unaudited	Change	FY 2021	FP 2020	Change
	6 months ended 30 June 2021 S\$'000	6 months ended 30 June 2020 S\$'000	%	12 months ended 30 June 2021 S\$'000	15 months ended 30 June 2020 S\$'000	%
Revenue	52,637	24,392	116	96,833	114,121	(15)
Cost of sales	(41,663)	(18,418)	126	(74,892)	(84,286)	(11)
Gross profit	10,974	5,974	84	21,941	29,835	(26)
Other operating income	786	2,065	(62)	1,827	2,215	(18)
Distribution costs	(7,523)	(5,685)	32	(15,018)	(20,918)	(28)
Administrative expenses	(2,847)	(2,391)	19	(4,928)	(6,411)	(23)
Other operating expenses	447	(2,129)	Nm	282	(3,556)	Nm
Share of (loss)/profit of associates	(224)	(199)	13	(281)	134	Nm
Finance costs	(426)	(802)	(47)	(900)	(1,885)	(52)
Profit/ (loss) before tax	1,187	(3,167)	Nm	2,923	(586)	Nm
Income tax (expense)/ credit	(344)	724	Nm	(506)	193	Nm
Profit/ (loss) after tax	843	(2,443)	Nm	2,417	(393)	Nm
Other comprehensive income						
<i>Items that may be reclassified subsequently to profit or loss</i>						
Foreign currency translation	(107)	43	Nm	(30)	35	Nm
Share of foreign currency translation of associates	—	100	Nm	—	282	Nm
Total comprehensive income for the period/ year	736	(2,300)	Nm	2,387	(76)	Nm
Profit/ (loss) after tax attributable to:						
Owners of the Company	814	(2,544)	Nm	2,417	(476)	Nm
Non-controlling interests	29	101	(71)	—	83	Nm
	843	(2,443)	Nm	2,417	(393)	Nm
Total comprehensive income for the period attributable to						
Owners of the Company	719	(2,401)	Nm	2,398	(159)	Nm
Non-controlling interests	17	101	(83)	(11)	83	Nm
	736	(2,300)	Nm	2,387	(76)	Nm
Earnings per share attribute to owners of the company (cents per share)						
Basic and Diluted	0.15	(0.45)		0.43	(0.09)	

Nm – not meaningful

B. Condensed interim consolidated statement of financial position

	Group		Company	
	30.06.2021	30.06.2020	30.06.2021	30.06.2020
	Unaudited	Audited	Unaudited	Audited
	S\$'000	S\$'000	S\$'000	S\$'000
<u>ASSETS</u>				
Non-current assets				
Investment in subsidiaries	–	–	82,076	82,076
Investment in associates	6,255	6,537	–	–
Right of use assets	4,763	8,620	–	–
Property, plant and equipment	9,365	10,324	–	–
Trademarks	387	528	–	–
Other receivables	598	912	–	–
Deferred tax assets	509	841	–	–
	21,877	27,762	82,076	82,076
Current assets				
Inventories	71,692	91,053	–	–
Trade and other receivables	54,319	53,148	13,051	13,052
Prepayments	70	132	–	3
Cash and bank balances	15,243	13,681	1,171	1,428
	141,324	158,014	14,222	14,483
Total assets	163,201	185,776	96,298	96,559
<u>LIABILITIES</u>				
Current liabilities				
Bank borrowings	19,435	27,053	–	–
Bullion loans	–	3,055	–	–
Trade and other payables	21,226	30,420	89	11
Lease liabilities	3,407	4,375	–	–
Income tax payable	254	274	–	–
	44,322	65,177	89	11
NET CURRENT ASSETS	97,002	92,837	14,133	14,472
Non-current liabilities				
Bank borrowings	13,069	14,230	–	–
Lease liabilities	952	3,849	–	–
Deferred tax liabilities	2	2	–	–
Provision	208	257	–	–
	14,231	18,338	–	–
Total Liabilities	58,553	83,515	89	11
NET ASSETS	104,648	102,261	96,209	96,548



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For the Financial Period Ended 30 June 2021

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

	Group		Company	
	30.06.2021	30.06.2020	30.06.2021	30.06.2020
	Unaudited	Audited	Unaudited	Audited
	S\$'000	S\$'000	S\$'000	S\$'000
Equity attributable to owners of the Company				
Share capital	96,719	96,719	96,719	96,719
Merger reserve	(64,502)	(64,502)	–	–
Treasury shares	(698)	(698)	(698)	(698)
Translation reserve	719	738	–	–
Retained earnings	72,375	69,958	188	527
Equity attributable to equity holders	104,613	102,215	96,209	96,548
Non-controlling interest	35	46	–	–
Total Equity	104,648	102,261	96,209	96,548


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Condensed Interim Financial Statements
For the Financial Period Ended 30 June 2021
C. Condensed interim consolidated statement of cash flows

	Group FY 2021 Unaudited S\$'000	Group FP 2020 Audited S\$'000
Operating activities		
Profit /(loss) before tax	2,923	(586)
Adjustments for:		
Depreciation of property, plant & equipment	1,030	1,208
Depreciation of right-of-use assets	4,435	4,919
Amortisation of trademark	141	176
Finance costs	900	1,885
Share of loss/(profit) of associated companies	281	(134)
Loss on disposal of associate	—	171
(Reversal)/ allowance for impairment of trade receivables	(539)	2,860
Fair value change of bullion loans	(134)	2,961
Unrealised exchange (gain)/ loss	(134)	168
Bad debt written off	88	—
Loss on disposal of property, plant & equipment	13	—
Operating cash flows before movements in working capital	9,004	13,628
Increase in trade and other receivables and prepayments	(1,629)	(1,303)
Decrease/ (increase) in inventories	19,362	(4,312)
Decrease in trade and other payables	(7,763)	(3,168)
Cash generated from operations	18,974	4,845
Interest paid	(900)	(1,885)
Income tax paid, net	(194)	(575)
Net cash generated from operating activities	17,880	2,385
Investing activities		
Proceeds from disposal of property, plant and equipment	25	—
Payment of reinstatement costs	—	(61)
Purchase of property, plant & equipment	(113)	(1,472)
Net cash used in investing activities	(88)	(1,533)
Financing activities		
Proceeds from bank borrowings	5,000	27,000
Repayment of bank borrowings	(15,702)	(13,655)
New bullion loans	—	26,697
Repayment of bullion loans	(2,921)	(33,421)
Increase in bills payable	1,968	671
Repayment of lease liabilities	(4,445)	(4,678)
New pledged fixed deposits with banks	—	(1,024)
Dividends paid	—	(1,225)
Net cash (used in)/ generated from financing activities	(16,100)	365

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Condensed Interim Financial Statements**For the Financial Period Ended 30 June 2021****C. Condensed interim consolidated statement of cash flows (cont'd)**

	Group FY 2021 Unaudited S\$'000	Group FP 2020 Audited S\$'000
Net increase in cash and cash equivalents	1,692	1,217
Net effect of exchange rates changes on the cash balance held in foreign currencies	(103)	(89)
Cash and cash equivalents at beginning of the financial year/period	11,157	10,029
Cash and cash equivalents at end of the financial year/period	12,746	11,157

Note to statement of cash flows:

Cash and cash equivalents included in the consolidated statement of cash flows comprise of the following amounts:

	Group FY 2021 Unaudited S\$'000	Group FP 2020 Audited S\$'000
Cash and bank balances	15,243	13,681
Fixed deposits pledged with banks	(2,497)	(2,524)
Cash and cash equivalents	12,746	11,157



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D. Condensed interim consolidated statement of changes in equity

	Share Capital	Merger reserve	Treasury shares	Foreign currency translation reserve	Retained earnings	Non-controlling interest	Total Equity
Group (Unaudited)	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
As at 1 July 2020	96,719	(64,502)	(698)	738	69,958	46	102,261
Profit for the financial year	-	-	-	-	2,417	-	2,417
Other comprehensive loss							
Foreign currency translation	-	-	-	(19)	-	(11)	(30)
Share of other comprehensive loss of associated company	-	-	-	-	-	-	-
	-	-	-	(19)	2,417	(11)	2,387
Contributions by owners and/or distributions by owners							
Dividends Paid	-	-	-	-	-	-	-
As at 30 June 2021	96,719	(64,502)	(698)	719	72,375	35	104,648



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Condensed Interim Financial Statements
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D. Condensed interim consolidated statement of changes in equity (cont'd)

	Share Capital	Merger reserve	Treasury shares	Foreign currency translation reserve	Retained earnings	Non-controlling interest	Total Equity
Group (Audited)	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
As at 1 April 2019	96,719	(64,502)	(698)	421	71,659	(37)	103,562
Loss for the financial period	–	–	–	–	(476)	83	(393)
Other comprehensive income							
Foreign currency translation	–	–	–	35	–	–	35
Share of other comprehensive income of associated company	–	–	–	282	–	–	282
	–	–	–	317	(476)	83	(76)
Contributions by owners and/or distributions by owners							
Dividends paid	–	–	–	–	(1,225)	–	(1,225)
As at 30 June 2020	96,719	(64,502)	(698)	738	69,958	46	102,261

D. Condensed interim consolidated statement of changes in equity (cont'd)

Company (Unaudited)	Share Capital	Treasury shares	Retained earnings	Total Equity
	S\$'000	S\$'000	S\$'000	S\$'000
Balance as at 1 July 2020	96,719	(698)	527	96,548
Loss for the financial year	–	–	(339)	(339)
Total comprehensive income	–	–	(339)	(339)
Balance as at 30 June 2021	96,719	(698)	188	96,209

Company (Audited)	Share Capital	Treasury shares	Retained earnings	Total Equity
	S\$'000	S\$'000	S\$'000	S\$'000
Balance as at 1 April 2019	96,719	(698)	1,996	98,017
Loss for the financial period	–	–	(244)	(244)
Total comprehensive income	–	–	(244)	(244)
Contributions by owners and/or distributions by owners				
Dividends paid	–	–	(1,225)	(1,225)
Balance as at 30 June 2020	96,719	(698)	527	96,548

E. Notes to the condensed interim consolidated financial statements**E1. Corporate Information**

TLV Holdings Limited (the Company) is incorporated in the Republic of Singapore. These condensed interim financial statements as at and for the full year ended 30 June 2021 comprise the Company and its subsidiaries (collectively, the Group). The principal activities of the Group and the Company are those relating to wholesale and retail of jewellery, pawn broking and secured lending.

E2. Basis of preparation**E2.1 Statement of compliance**

The condensed interim financial statements for the six months and twelve months ended 30 June 2021 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("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 the performance of the Group since the last annual financial statements for the year ended 30 June 2020. Other than the adoption of the amended standards as set out in Note E3, there were no changes in accounting policies and methods of computation adopted in the financial statements for the current reporting period as compared to the most recent audited annual financial statements as at 30 June 2020, which were in accordance with SFRS(I)s.

E2.2 Basis of measurement

The condensed interim financial statements have been prepared on the historical cost basis except as otherwise described in the notes below. The condensed interim financial statements have been prepared on a going concern basis, since the directors have verified that there are no financial, operating or other types of indicators that might cast significant doubt upon the Group's ability to meet its obligations in the foreseeable future and particularly within the 12 months from the end of the reporting period.

E2.3 Functional and presentation currencies

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

E2.4 Uses of estimates and judgements

The preparation of the Group's condensed interim consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods. Management is of the opinion that there is no significant judgement made in applying accounting policies that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period.

E2.4.1 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period are discussed below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

E2.4.1.1 Allowance for impairment of trade receivables

The Group uses a provision matrix to calculate ECLs for its trade receivables from exhibition jewellery sales. The provision matrix is based on the Group's evaluation of collectability, analysis of historical observed default rates and aging analysis of trade receivables. The Group will calibrate the matrix to adjust for forward-looking factors specific to the debtors and economic factors that may affect the recoverability of the trade receivables. At each reporting date, the historical observed default rates are updated and changes in the forward-looking factors are analysed.

E2.4 Uses of estimates and judgements (cont'd)**E2.4.1 Key sources of estimation uncertainty (cont'd)****E2.4.1.1 Allowance for impairment of trade receivables (cont'd)**

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

In assessing the ultimate realisation of the trade receivables, the Group also considers the current creditworthiness and past collection history of its customers. If the financial conditions of the customers were to deteriorate, resulting in an impairment of their ability to make payments, additional specific allowances may be required.

E2.4.1.2 Allowance for inventory obsolescence

The Group periodically assesses the allowance for inventory obsolescence. When the inventories are deemed not saleable, the difference between net realisable value and cost is recognised as an allowance against the inventory balance. The Group assesses the market and economic conditions prevailing at the reporting date, where the appropriate amount of allowance is determined by considering the age of inventories, market prices for gold, expected and current demand and rework costs. The carrying amount of the Group's inventories at the end of the reporting period is disclosed in Note E8 to the financial statements.

E3. New and amended standards

The Group has adopted all the new and revised standards which are effective for annual financial periods beginning on or after 1 July 2020. The adoption of these standards did not have any material effect on the financial performance or position of the Group.

E4. Seasonal operations

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


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E5. Segmented revenue and results for operating segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

For the 12-months financial year ended 30 June 2021

(Unaudited)	As at 30 June 2021					
S\$'000	Exhibition	Retail	Financial services	Unallocated	Elimination	Total
Segment revenue :						
External Sales	25,603	68,229	3,001	–	–	96,833
Intersegment sales	–	1,668	1,162	–	(2,830)	–
Total Revenue	25,603	69,897	4,163	–	(2,830)	96,833
Results :						
Segment results	4,855	3,675	1,016	–		9,546
Unallocated expenses (net)	–	–	–	(5,442)		(5,442)
Finance costs	(2)	(260)	(237)	(401)		(900)
Share of profit from associates	–	(281)	–	–		(281)
Profit/ (loss) before tax	4,853	3,134	779	(5,843)		2,923
Tax expense	–	–	–	(506)		(506)
Profit / (loss) after tax	4,853	3,134	779	(6,349)		2,417
Segment assets & liabilities						
Segment assets	47,174	78,006	36,342	1,679		163,201
Segment liabilities	14,653	31,546	12,011	343		58,553
Other segmental information:						
Depreciation	165	776	89	–		1,030
Capital expenditure	73	12	28	–		113
Investment in associate	–	6,255	–	–		6,255
Non-current assets	3,340	17,511	518	508		21,877

The customer profile of the Company is geographically diverse. Accordingly, further segmentation by geographical market is not meaningful.


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E5. Segmented revenue and results for operating segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year. (cont'd)

For the 15-months financial period ended 30 June 2020

(Audited)	As at 30 June 2020					
	Exhibition	Retail	Financial services	Unallocated	Elimination	Total
S\$'000						
Segment revenue :						
External Sales	49,040	61,982	3,099	—	—	114,121
Intersegment sales	—	668	934	—	(1,602)	—
Total Revenue	49,040	62,650	4,033	—	(1,602)	114,121
Results :						
Segment results	4,528	1,830	1,062	—	—	7,420
Unallocated expenses (net)	—	—	—	(6,255)	—	(6,255)
Finance costs	—	(342)	(442)	(1,101)	—	(1,885)
Share of profit from associates	—	134	—	—	—	134
Profit/ (loss) before tax	4,528	1,622	620	(7,356)	—	(586)
Tax credit	—	—	—	193	—	193
Profit / (loss) after tax	4,528	1,622	620	(7,163)	—	(393)
Segment assets & liabilities						
Segment assets	79,765	73,277	31,301	1,433	—	185,776
Segment liabilities	34,575	33,767	14,886	287	—	83,515
Other segmental information:						
Depreciation	258	832	118	—	—	1,208
Capital expenditure	148	1,144	253	—	—	1,545
Investment in associates	—	6,537	—	—	—	6,537
Non-current assets	7,828	19,167	767	—	—	27,762

E6. Property, plant and equipment

- (i) Loss on disposal of property, plant and equipment

During the financial year, the Group disposed property, plant and equipment with a carrying amount of \$38,000 (2020: \$Nil). Cash proceeds of \$25,000 (2020: \$Nil) were received on disposal of the property, plant and equipment.

- (ii) Purchase of property, plant and equipment

During the year, the Group acquired property, plant and equipment of \$113,000 (2020: \$1,545,000). The additions include paid amounts of \$113,000 (2020: \$1,472,000), additions to reinstatement costs of \$Nil (2020: \$73,000).

E7. Trademarks

	Group	
	30.6.2021	30.6.2020
	S\$'000	S\$'000
Cost		
At the beginning and end of year/period	1,408	1,408
Accumulated amortisation		
At beginning of the year/period	880	704
Charge for the year/period	141	176
At end of the year/period	1,021	880
Net carrying value		
At end of the year/period	387	528

Trademarks relate to the "Taka Jewellery" trademarks. The remaining useful life of these trademarks is approximately 3 (2020: 4) years.

The amortisation of trademarks is included in the "Other operating expense" line item in profit or loss.

E8. Inventories

	Group	
	30.6.2021	30.6.2020
	S\$'000	S\$'000
Balance sheet:		
Finished goods and goods for resale, at cost	42,570	60,744
Raw materials, at cost	29,124	30,311
Less: Allowance for obsolete inventories	(2)	(2)
Total inventories at lower of cost and net realisable value	71,692	91,053
Consolidated statement of comprehensive income:		
Inventories recognised as an expense in cost of sales	74,892	84,286

E9. Trade and other receivables

	Group		Company	
	30.6.2021 S\$'000	30.6.2020 S\$'000	30.6.2021 S\$'000	30.6.2020 S\$'000
Non-current				
Rental deposits	598	912	–	–
Current				
Trade receivables:				
Third parties	51,973	51,338	–	–
Other receivables:				
Third parties	1,407	552	1	2
Deposits	538	552	–	–
Advances to suppliers	401	706	–	–
Amount due from subsidiary	–	–	13,050	13,050
	2,346	1,810	13,051	13,052
Total current receivables	54,319	53,148	13,051	13,052
Total trade and other receivables	54,917	54,060	13,051	13,052
Add/(less):				
Advances to suppliers	(401)	(706)	–	–
Cash and cash equivalents	15,243	13,681	1,171	1,428
GST receivable	(6)	(2)	(1)	(2)
Grant receivable	(195)	(361)	–	–
Total financial assets carried at amortised cost	69,558	66,672	14,221	14,478

Trade receivables are non-interest bearing and are generally on 30 to 180 days terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

The amount due from subsidiary is unsecured, interest-free, repayable on demand and to be settled in cash.



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E9. Trade and other receivables (cont'd)

Trade and other receivables denominated in foreign currencies at the end of the financial period/year are as follows:

	Group	
	30.6.2021	30.6.2020
	S\$'000	S\$'000
United States Dollars	17,247	22,421
Hong Kong Dollars	1,080	199

Expected credit losses

The movement in allowance for expected credit losses of trade receivables computed based on lifetime ECL are as follows:

	30.6.2021	30.6.2020
	S\$'000	S\$'000
Movement in allowance accounts:		
At beginning of year/ period	7,701	4,847
Charge/(reversal) for the year/ period	(505)	2,990
Write-back	(34)	(130)
Written off	–	(6)
Exchange differences	(329)	–
At end of year/ period	6,833	7,701

E10. Loans and borrowings

	Group	
	30.6.2021	30.6.2020
	S\$'000	S\$'000
Current		
Bills payable	2,598	675
Revolving loans	10,500	22,000
Floating rate term loans	4,516	4,274
Fixed rate term loans	1,821	104
	19,435	27,053
Non-current		
Floating rate term loans	4,892	9,334
Fixed rate term loans	8,177	4,896
	13,069	14,230
Total loans and borrowings	32,504	41,283

E10. Loans and borrowings (cont'd)
Bills payable, revolving loans, floating rate term loans and fixed rate term loans

Bills payable bears an interest rate of 1.70% and 1.85% (2020: 2.54%) per annum and are repayable within 116 days and 120 days (2020: 120 days). Bills payable are denominated in United States Dollars.

Revolving loans bear interest at rates ranging from 1.50 % to 2.04 % (2020: 1.50% to 1.90%) per annum. The revolving loans are due for repayment within the next one month from the end of the reporting period.

Floating rate term loans bear interest at rates ranging from 1.50% to 2.00% (2020: 1.90% to 3.53%) per annum. The loans mature between 1 to 22 (2020: 1 to 23) years as at 30 June 2021. Floating rate term loans amounting to \$4,542,000 (2020: \$4,556,000) are secured by first mortgage over leasehold properties owned by the Group.

Fixed rate term loans bear interest at rate at 2.24% to 3.75% (2020: 2.25%) per annum and is expected to be fully repaid by June 2025.

All bank borrowings are secured by corporate guarantee from the Company. An amount of \$10,500,000 (2020: \$14,000,000) is also secured by corporate guarantee from a subsidiary.

A reconciliation of liabilities arising from financing activities is as follows:

	1.7.2020 S\$'000	Cash flows S\$'000	Non-cash changes				30.6.2021 S\$'000
			Addition/ modification S\$'000	Accretion of interest S\$'000	Fair value loss S\$'000	Other S\$'000	
Revolving loans	22,000	(11,500)	–	–	–	–	10,500
Bills payable	675	1,968	–	–	–	(45)	2,598
Floating rate term loans							
- Current	4,274	(4,200)	–	–	–	4,442	4,516
- Non-current	9,334	–	–	–	–	(4,442)	4,892
Fixed rate term loans							
- Current	104	613	–	–	–	1,104	1,821
- Non-current	4,896	4,385	–	–	–	(1,104)	8,177
Lease liabilities							
- Current	4,375	(4,422)	277	219	–	2,958	3,407
- Non-current	3,849	–	303	–	–	(3,200)	952
Bullion loans	3,055	(2,921)	–	–	–	(134)	–
Total	52,562	(16,077)	580	219	–	(421)	36,863

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E10. Loans and borrowings (cont'd)

	1.4.2019 S\$'000	Cash flows S\$'000	Addition S\$'000	Non-cash changes			30.6.2020 S\$'000
				Accretion of interest S\$'000	Fair value loss S\$'000	Other S\$'000	
Revolving loans	13,500	7,833	–	667	–	–	22,000
Bills payable	–	641	–	30	–	4	675
Floating rate term loans							
- Current	3,743	(2,632)	–	491	–	2,672	4,274
- Non-current	10,020	1,922	–	64	–	(2,672)	9,334
Fixed rate term loan							
- Current	–	104	–	–	–	–	104
- Non-current	–	4,896	–	–	–	–	4,896
Lease liabilities							
- Current	2,806	(4,421)	1,938	344	–	3,708	4,375
- Non-current	4,445	(642)	3,713	41	–	(3,708)	3,849
Bullion loans	6,836	(6,972)	–	248	2,961	(18)	3,055
Total	41,350	729	5,651	1,885	2,961	(14)	52,562

'Other' column relates to reclassification of non-current portion of loans and borrowings due to passage of time and effect of foreign exchange on loans and borrowings denominated in foreign currencies and rental rebates.

Aggregate amount of group's borrowings and debt securities
Amount repayable in one year or less, or on demand

	30.06.2021 (Unaudited)		30.06.2020 (Audited)	
	Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
Amount repayable in one year or less, or on demand	14,124	5,311	17,273	12,835
Amount repayable after one year	4,892	8,177	8,441	5,789
	19,016	13,488	25,714	18,624

Details of any collateral:

1. Bank borrowings of \$4.54 million (30 June 2020: \$4.60 million) are secured by first mortgage over leasehold property owned by a subsidiary of the Group.
2. Term loans of \$4.0 million (30 June 2020: \$7.20 million) are secured by a subsidiary's pledge of fixed deposits amounting to about \$2.1 million (30 June 2020: \$2.1 million).
3. Short term bank loans of \$10.5 million (30 June 2020: \$14.0 million) is secured by a subsidiary's cash account and a fixed and floating charge on all present and future assets of the subsidiary.


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E11. Trade and other payables

	Group		Company	
	30.6.2021 S\$'000	30.6.2020 S\$'000	30.6.2021 S\$'000	30.6.2020 S\$'000
Non-current				
Provision for reinstatement cost	208	257	–	–
Current				
Trade payables:				
Third parties	15,272	23,066	–	–
Associates	3,199	5,067	–	–
	18,471	28,133	–	–
Other payables:				
Third parties	673	239	–	2
Accrued expenses	2,004	2,018	89	9
Provision for reinstatement cost	78	30	–	–
Total current trade and other payables	21,226	30,420	89	11
Total trade and other payables	21,434	30,677	89	11
Add/(less):				
Loans and borrowings	32,504	41,283	–	–
Lease liabilities	4,359	8,224	–	–
GST payable	(149)	(150)	–	–
Provision for reinstatement cost	(286)	(287)	–	–
Deferred grant income	(390)	–	–	–
Total financial liabilities at amortised cost	57,472	79,747	89	11

Trade payables are non-interest bearing and are normally settled on 210 days term.

Trade and other payables denominated in foreign currencies at the end of the financial period/year are as follows:

	Group	
	30.6.2021 S\$'000	30.6.2020 S\$'000
United States Dollars	18,551	27,522
Hong Kong Dollars	203	–



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E12. Other operating income

	Group			
	6 Months Ended 30 June 2021 S\$'000	6 Months Ended 30 June 2020 S\$'000	12 Months Ended 30 June 2021 S\$'000	15 Months Ended 30 June 2020 S\$'000
Government grants	720	1,167	1,483	1,170
Sundry income	41	75	102	115
Rental income	–	48	–	155
Rent rebate	25	775	242	775
	786	2,065	1,827	2,215

E13. Income tax expense/(credit)

Major components of income expense/(credit)

The major components of income tax expense/(credit) for the financial year/period ended are:

	Group			
	6 Months Ended 30 June 2021 S\$'000	6 Months Ended 30 June 2020 S\$'000	12 Months Ended 30 June 2021 S\$'000	15 Months Ended 30 June 2020 S\$'000
Statement of comprehensive income:				
<i>Current income tax</i>				
Current year/period	100	(301)	262	167
(Over)/under-provision in previous years/periods	(89)	(43)	(89)	20
<i>Deferred income tax</i>				
Current year/period	333	(380)	333	(380)
	344	(724)	506	(193)



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E14. Notes to condensed interim consolidated statement of profit or loss and other comprehensive Income

Profit / (loss) before income tax is arrived after (charging)/crediting the following:

		Group		
	6 months ended 30 June 2021 S\$'000	6 months ended 30 June 2020 S\$'000	12 months ended 30 June 2021 S\$'000	15 months ended 30 June 2020 S\$'000
Interest income from financial services	1,532	1,184	3,001	3,099
Net reversal/(allowances) for impairment of trade receivables	439	(2,860)	539	(2,860)
Bad debts written off	—	—	(88)	—
Net fair value gain/(loss) on bullion loans designated as financial liabilities at fair value through profit or loss	134	(2,961)	134	(2,961)
Net foreign currency exchange gain/ (loss)	109	(67)	(86)	(525)
Interest expense on bank borrowings	(339)	(527)	(681)	(1,500)
Depreciation of right-of-use assets	(2,212)	(2,318)	(4,435)	(4,919)
Depreciation of property, plant and equipment	(514)	(1,994)	(1,030)	(1,208)
Amortisation of trademark	(71)	(69)	(141)	(176)

E15. Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, 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.

	Number of Shares	Share capital (S\$'000)
As at 30 June 2021	559,406,000	96,021
As at 30 June 2020	559,406,000	96,021

The Company did not have any subsidiary holding, outstanding options or convertibles as at 30 June 2021 and 30 June 2020.

	30.06.2021	30.06.2020
Number of issued shares held as treasury shares	6,100,000	6,100,000
Number of issued shares held as subsidiary holdings	–	–
Total number of issued shares excluding treasury shares and subsidiary holdings	559,406,000	559,406,000

Accordingly, 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 is 1.1% as at 30 June 2021 and 30 June 2020 respectively.

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

	30.06.2021	30.06.2020
Total number of issued shares excluding treasury shares	559,406,000	559,406,000

F. Other information required by appendix 7C of Catalyst Rules.**F1. A statement showing all sales, transfers, cancellation and/or use of treasury shares as at the end of the current financial period reported on.**

Not applicable. There were no sales, transfers, cancellations and/or use of treasury shares during the financial period reported on.

F2. 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 were no sales, transfers, cancellations and/or use of subsidiary holdings during and as at the end of the current financial period reported on

F3. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice

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

F4. Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter)

Not applicable.

F4.1 Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter) 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. The Group's latest financial statements are not subject to an adverse opinion, qualified opinion or disclaimer of opinion

F5. 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 consistently applied the same accounting policies and methods of computation in the Group's financial statements for the current financial year ended 30 June 2021 as those of the audited financial statements for the year ended 30 June 2020.

- F6. Earnings per ordinary share of the group for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.**

	Group			
	Unaudited 6 months ended 30 June 2021	Unaudited 6 months ended 30 June 2020	Unaudited 12 months ended 30 June 2021	Audited 15 months ended 30 June 2020
Profit / (loss) attributable to owners of the Company (S\$'000)	814	(2,544)	2,417	(476)
Number of ordinary shares for the purposes of basic earnings per share and diluted earnings per share ('000)	559,406	559,406	559,406	559,406
Basic and diluted earnings/ (loss) per share (Singapore cents) ¹	0.15	(0.45)	0.43	(0.09)

Note:

¹The basic and diluted earnings per share are the same as there were no potential dilutive ordinary shares existing during the financial year.

- F7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) Current financial period reported on; and (b) Immediately preceding financial year.**

	GROUP		COMPANY	
	30.06.2021 Unaudited	30.06.2020 Audited	30.06.2021 Unaudited	30.06.2020 Audited
Net asset value per ordinary share (Singapore cents)	18.71	18.28	17.20	17.26
Number of issued shares (excluding treasury shares) ('000)	559,406	559,406	559,406	559,406

F8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss:-

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on**

Due to the change in the Company's financial year end from 31 March to 30 June, the income statement presented represent 12 months financial year FY 2021 compared against the 15 months financial period FP 2020.

Review of the Income Statement of the Group

Revenue

	GROUP		Change
	FY 2021	FP 2020	
	12 months	15 months	
	(Unaudited)	(Audited)	
	S\$'000	S\$'000	%
Retail business	68,229	61,982	10
Financial Services	3,001	3,099	(3)
Wholesale and exhibition business	25,603	49,040	(48)
Total	96,833	114,121	(15)

The Group recorded a decrease in revenue of \$17.3 million representing a period of 12 months on 15 months decline of 15%. The lower turnover was primarily attributable to the international travel restrictions and challenging business environment for economies around the world amidst the ongoing COVID-19 pandemic.

Revenue for the wholesale and exhibition business declined 48% from \$49.0 million in FP 2020 to \$25.6 million in FY 2021 mainly attributable to lower sales from reduced participation in international exhibitions.

Revenue for retail business increased by 10% from \$62.0 million in the 15 month period in FP 2020 to \$68.2 million in the 12 month period in FY 2021. Business growth was positive post circuit breaker period but was adversely affected since May 2021 due to the Phase 2 (Heightened Alert) from 16 May to 13 June 2021 where dine-in F&B establishments ceased resulting in lower footfall in the malls.

Revenue for the financial services business maintained at \$3 million level due to higher interest income earned from the pawn broking and money lending business segment in a shorter period of 12 months in FY 2021 as compared to the 15 month period in FP 2020.

Gross profit and gross profit margin

Gross profit decreased by approximately \$7.9 million or 26% to \$21.9 million in FY 2021. Gross margin decreased from 26.1% in FP 2020 to 22.7% in FY 2021 due to the different product sales mix.

Other operating income

Included in other operating income was government grant and rent rebates of \$1.7 million for the 12 month period in FY 2021 as compared to \$1.9 million for the 15 month period in FP 2020.

Review of the Income Statement of the Group (cont'd)**Distribution costs**

Distribution costs decreased by approximately \$5.9 million, or 28% to \$15.0 million in FY 2021 largely due to lower staff costs and rental expenses incurred in the 12 month period for FY 2021 as compared to 15 month period in FP 2020.

Administrative expenses

Administrative expenses decreased to \$4.9 million in FY 2021 mainly due to the lower staff costs incurred in the 12 month period for FY 2021 as compared to 15 month period in FP 2020.

Other operating expenses

Other operating expenses decreased by \$3.8 million mainly due to the reversal of allowance for impairment of trade receivables in FY 2021 as compared to the net allowance for impairment of trade receivables of \$2.9 million recorded in FP 2020 due to the Group taking a cautious approach in assessing the credit risks and providing for the necessary impairments as part of the COVID-19 assessment of significant exposures.

Share of results of associated companies

The Group's share of results of associates decreased from profit of \$0.1 million in FP 2020 to a loss of \$0.28 million due to decreased net contribution from the associated companies as a result of business being affected by COVID-19.

Finance costs

Finance costs decreased by approximately \$0.99 million or 52% to \$0.90 million in FY 2021. This was mainly due decreased utilisation of bank credit facilities and the reduction on the lending rates.

Depreciation expenses

The depreciation of right-of-use assets decreased by \$0.48 million or 10% to \$4.4 million in FY 2021 due to the shorter 12 month period as compared to the 15 month period in FP 2020.

Depreciation of property, plant and equipment decreased by \$0.18 million or 15% in FY 2021 due to the different comparison period as above mentioned.

Profit/ (loss) before tax

The Group registered a net profit before tax of \$2.9 million for FY 2021 from \$0.6 million loss in FP 2020.

Review of the Financial Position of the Group**Non-current assets**

Non-current assets decreased by approximately \$5.9 million or 21% from \$27.8 million as at 30 June 2020 to \$21.9 million as at 30 June 2021. This was mainly due to the depreciation of right-of-use assets of approximately \$4.4 million. Outlets leases represented the majority of right-of-use assets.

Current assets

Current assets decreased by approximately \$16.7 million or 11% from \$158.0 million as at 30 June 2020 to \$141.3 million as at 30 June 2021, this was attributable to an decrease of inventories of \$19.4 million which was due to a reduced level of stock holdings with the resumption of retail outlets sales activities in Phase 2 post circuit breaker. In addition, the decrease was also due to the reduction in trade and other receivables of \$2.9 million from the collection of the exhibition receivables.

Current liabilities

Current liabilities decreased by approximately \$20.9 million or 32% from \$65.2 million as at 30 June 2020 to \$44.3 million as at 30 June 2021 due to the decrease in short term bank borrowings and bullion loans of \$10.7 million. In addition, the decrease was also due to the reduction in trade and other payables of \$9.2 million corresponding to the decrease in purchases in FY 2021.

Non-current liabilities

Non-current liabilities decreased by approximately \$4.1 million or 22% from \$18.3 million as at 30 June 2020 to \$14.2 million as at 30 June 2021 due to the decrease in bank borrowings of \$1.2 million and lease liabilities of \$2.9 million for outlets.

Working capital

The Group had a positive working capital of approximately \$97.0 million as at 30 June 2021 as compared to approximately \$92.8 million as at 30 June 2020.

Review of the Cash Flow Statement of the Group

The Group's cash and cash equivalents position increased by approximately \$1.6 million as at 30 June 2021 as compared to 30 June 2020.

Net cash used generated from operating activities

In FY 2021, the Group recorded a net cash generated from operating activities of \$17.9 million which was a net result of operating cash flow before working capital changes of \$9.0 million, adjusted for working capital inflow of \$10.0 million, interest paid of \$0.9 million and net income tax paid of \$0.2 million.

The net working capital inflow of \$10.0 million was mainly due to the following:

- (a) Decrease in trade and other payables of \$7.8 million;
- (b) Increase in trade and other receivables and prepayment of \$1.6 million; and
- (c) Decrease in inventories of \$19.4 million.

Net cash from financing activities

Net cash used in financing activities amounted to \$16.1 million in FY 2021 mainly attributable to net repayment of bank borrowings and bullion loans of \$11.7 million and the payment of lease liabilities of \$4.4 million.

F9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

Not Applicable.

F10. 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 Group remains cautiously optimistic as the local vaccination rate increases and vaccination drives are underway worldwide but anticipates continued uncertainties and challenges as uneven vaccine roll-outs in the region will impact border controls and economic activities.

The Group's business activities have been impacted by volatile gold prices and cross border travel restrictions. The business environment plagued by the effects of COVID-19 continues to be challenging on its operating and financial performance. To ensure sustainability of the business in view of the gradual recovery in jewellery demand in the international market, the Group will continue to be vigilant in monitoring our liquidity position, inventory, cost management and credit exposure to safeguard its financial position. In addition, the Group has unutilised credit facilities available to be drawn upon if required.

To maintain its market competitiveness, the Group will continue to closely monitor the performance of existing business segments. Focusing on its core competencies and market repositioning will be key in the Group's business portfolio transformation process. The financial services business is one of the viable business opportunities that is poised to strengthen the Group's performance.

F11. Dividend

If a decision regarding dividend has been made: -

F11.1 Whether an interim (final) ordinary dividend has been declared (recommended); and**F11.2.1 Amount per share (cents)**

Not applicable.

F11.2.2 Previous corresponding period (cents)

Not applicable. No dividend has been declared or recommended for the previous corresponding period.

F11.3 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.

F11.4 The date the dividend is payable.

Not applicable.

F11.5 The date on which Registrable Transfers received by the Company (up to 5.00pm) will be registered before entitlements to the dividend are determined.

Not applicable.

F12. If no dividend has been declared/recommended, a statement to that effect and the reason(s) for the decision.

No final dividend has been declared/recommended for the financial year ended 30 June 2021 as the Company strives to conserve cash for working capital purposes.

- F13. If the group has obtained a general mandate from shareholders for interested person transactions (“IPT”), 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.**

There were no other IPT of \$100,000 and above for the current financial year reported on. The Group does not have a general mandate from shareholders for IPTs.

- F14. Breakdown of Group’s revenue and profit/(loss) after tax for first half year and second half year**

	FY 2021 S\$'000	FP 2020 S\$'000	Increase/ (Decrease) %
Sales reported from 1 Apr 2019 to 30 June 2019 (three months)	Not applicable	28,682	–
Operating profit after tax reported from 1 Apr 2019 to 30 June 2019 (three months)	Not applicable	531	–
Sales reported from 1 July to 31 December (first half)	44,196	61,047	(28)
Operating profit after tax reported from 1 July to 31 December (first half)	1,574	1,519	4
Sales reported from 1 January to 30 June (second half)	52,637	24,392	116
Operating profit/(loss) after tax reported 1 January to 30 June (second half)	843	(2,443)	Nm

- F15. A breakdown of the total annual dividend (in dollar value) for the issuer’s latest full year and its previous full year.**

	FY 2021 S\$'000	FP 2020 S\$'000
Interim	-	-
Final	-	-
Total	-	-



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F16. 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 (10)

Name	Age	Family relationship with any director, CEO and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Macvis Teo	36	Daughter of Michael Teo Boon Leng, Managing Director of the Company	Business Manager since 2011. Her major duties include the procurement of raw materials, overseeing the operations, sales and administrative functions of financial services.	No change during the year

F17. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1)

The Company confirms that it has procured undertakings from all its directors and executive officers in the required format.

F18. Disclosures on Acquisition and Realisation of Shares pursuant to Catalyst Rule 706A

Not applicable. During FY 2021, there were no acquisition or disposal of shares in subsidiaries, associated companies of the Company or in any company which became or ceased to be a subsidiary or an associated company (as the case may be) resulting from such acquisition or disposal, as required by Rule 706A.

BY ORDER OF THE BOARD
TLV Holdings Limited

Teo Boon Leng
Managing Director

26 August 2021