

Revised Financial Statements  
**Mary Chia Holdings Limited**  
**and its subsidiaries**

For the year ended 31 March 2019

# Company information

<b>Company registration number</b>	200907634N
<b>Registered office</b>	183 Thomson Road Goldhill Shopping Centre Singapore 307628
<b>Board of Directors</b>	Ho Yow Ping (He YouPing) (Executive Chairman/Chief Executive Officer) Yeung Koon Sang @ David Yeung (Non-Executive Chairman/Independent Director) (resigned on 15 May 2020) Chay Yiowmin (Lead Independent Director) (appointed on 8 August 2022) Sim Eng Huat (Independent Director) (appointed on 1 February 2019) Gillian Ng Lee Eng (Independent Director) (appointed on 1 July 2020) Pao Kiew Tee (Lead Independent Director) (resigned on 1 August 2022)
<b>Company Secretary</b>	Shirley Lim Guat Hua
<b>Share Registrar</b>	B.A.C.S Private Limited 8 Robinson Road #03-00 ASO Building Singapore 048544
<b>Audit Committee</b>	Chay Yiowmin (Chairman) (appointed on 8 August 2022) Sim Eng Huat (appointed on 1 February 2019) Gillian Ng Lee Eng (appointed on 1 July 2020)
<b>Nominating Committee</b>	Sim Eng Huat (Chairman) (appointed on 1 February 2019) Chay Yiowmin (appointed on 8 August 2022) Gillian Ng Lee Eng (appointed on 1 July 2020)
<b>Remuneration Committee</b>	Gillian Ng Lee Eng (Chairman) (appointed on 1 July 2020) Chay Yiowmin (appointed on 8 August 2022) Sim Eng Huat (appointed on 1 February 2019)

# Company information

**Bankers**

DBS Bank Ltd  
Hong Leong Finance Limited  
UOB Bank Ltd

**Independent auditor**

Foo Kon Tan LLP  
Public Accountants and  
Chartered Accountants  
24 Raffles Place, #07-03  
Clifford Centre  
Singapore 048621

Partner-in-charge: Ms Ang Soh Mui  
(since financial year ended 31 March 2019)

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## Directors' statement for the financial year ended 31 March 2019

The directors submit this statement to the members together with the audited revised consolidated financial statements of Mary Chia Holdings Limited (the "Company") and its subsidiaries (collectively the "Group") for the financial year ended 31 March 2019.

This new directors' statement replaces the original directors' statement signed on 13 July 2019. This new directors' statement and the revised financial statements have been prepared in accordance with Companies (Revision of Defective Financial Statements, or Consolidated Financial Statements or Balance-Sheet) Regulations 2018 (the "Regulations").

The bases for revisions are explained in Note 31 to the revised financial statements. This new directors' statement is taken as having been prepared on the date of the original directors' statement and accordingly, does not consider those events occurring between 13 July 2019 and 5 October 2022.

### Opinion of the directors

In the opinion of the directors,

- (a) the accompanying revised financial statements of the Group and Company are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2019 and the financial performance, changes in equity and cash flows of the Group for the financial year ended on that date in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International); and
- (b) as at the date of the original directors' statement (13 July 2019), after considering the measures taken by the Group and the Company with respect to the Group's and the Company's ability to continue as a going concern as described in Note 2 to the financial statements, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The Board of Directors has, on the date of this statement, authorised these financial statements for issue.

### Names of directors

The Directors of the Company in office at the date of this statement and at the date of the original directors' statement are:

<u>Directors in office at 13 July 2019</u>	<u>Changes during the period from 13 July 2019 to 5 October 2022</u> Resignation	<u>Directors in office at 5 October 2022</u>
Ho Yow Ping (He YouPing) (Appointed on 30 April 2009)	-	Ho Yow Ping (He YouPing)
Yeung Koon Sang @ David Yeung (Appointed on 11 June 2009)	Yeung Koon Sang @ David Yeung (Resigned on 15 May 2020)	-
Pao Kiew Tee (Appointed on 10 December 2012)	Pao Kiew Tee (Resigned on 1 August 2022)	-
Sim Eng Huat (Appointed on 1 February 2019)	-	Sim Eng Huat
-	Gillian Ng Lee Eng (Appointed on 1 July 2020)	Gillian Ng Lee Eng

**Names of directors (Cont'd)**

Directors in office at <u>13 July 2019</u>	Changes during the period from <u>13 July 2019 to 5 October 2022</u> Resignation	Directors in office at <u>5 October 2022</u>
-	Chay Yiowmin (Appointed on 8 August 2022)	Chay Yiowmin

**Directors' interest in shares or debentures**

- a) According to the Register of Directors' Shareholdings kept by the Company under Section 164 of the Act, none of the directors who held office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	<u>Number of ordinary shares</u>			
	<u>Shares registered in the name of director</u>		<u>Shares in which director is deemed to have an interest</u>	
	As at <u>1.4.2018</u>	As at <u>31.3.2019</u>	As at <u>1.4.2018</u>	As at <u>31.3.2019</u>
<u>The Company - Mary Chia Holdings Limited</u>				
Ho Yow Ping (He YouPing) (Note 1)	32,680,000	<b>32,680,000</b>	110,466,839	<b>110,466,839</b>

Note:

- (1) Ms Ho Yow Ping (He YouPing) is deemed to have an interest in 110,466,839 shares. Suki Sushi Pte. Ltd. holds 110,466,839 shares in the Company through DBS Nominees Pte. Ltd. Mr. Lee Boon Leng, the spouse of Ms Ho Yow Ping (He YouPing), holds 73.75% of the shareholdings of Suki Sushi Pte. Ltd. while Ms Ho Yow Ping (He YouPing) holds 21.70%.
- b) Ms Ho Yow Ping (He YouPing), by virtue of the provisions of Section 7 of the Act, is deemed to have an interest in the whole of the share capital of the Company's wholly owned subsidiaries and in the shares held by the Company in the following subsidiary that is not wholly owned by the Group:

	<u>Number of ordinary shares</u>			
	<u>Shares registered in the name of director</u>		<u>Shares in which director is deemed to have an interest</u>	
	As at <u>1.4.2018</u>	As at <u>31.3.2019</u>	As at <u>1.4.2018</u>	As at <u>31.3.2019</u>
<u>The Subsidiary - Hotel Culture Pte Ltd</u>				
Ho Yow Ping (He YouPing)	-	-	245,000	<b>245,000</b>

There was no change in any of the above-mentioned interests between the end of the financial year and 21 April 2019.

### **Share options**

No options were granted during the financial year to subscribe for unissued shares of the Company or its subsidiaries.

No shares were issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company or its subsidiaries.

There were no unissued shares of the Company or its subsidiaries under option at the end of the financial year.

### **Audit Committee**

The audit committee at the date of the original directors' statement (13 July 2019) comprised the following members:

Yeung Koon Sang @ David Yeung (Chairman) (resigned on 15 May 2020)  
Pao Kiew Tee (resigned on 1 August 2022)  
Sim Eng Huat (appointed on 1 February 2019)

The audit committee at the date of this statement comprises the following members:

Chay Yiowmin (Chairman) (appointed on 8 August 2022)  
Sim Eng Huat (appointed on 1 February 2019)  
Gillian Ng Lee Eng (appointed on 1 July 2020)

The audit committee performs the functions set out in Section 201B(5) of the Companies Act, Cap. 50, the SGX Listing Manual and the Code of Corporate Governance. In performing those functions, the committee reviewed the following:

- (i) overall scope of external audit and the assistance given by the Company's officers to the auditors. It met with the Company's external auditor to discuss the results of their respective examinations and their evaluation of the Company's system of internal accounting controls;
- (ii) the audit plan of the Company's independent auditor and any recommendations on internal accounting controls arising from the statutory audit;
- (iii) the adequacy, effectiveness and efficiency of the Company's risk management, internal financial systems and operating controls, including computerised information system control and security, compliance controls and risk management systems via reviews carried out by the internal auditors, and all other material controls, and any related significant findings and recommendations of the auditors, together with management's responses thereto at least on an annual basis;
- (iv) the half-yearly financial information and the statement of financial position of the Company and the consolidated financial statements of the Group for the financial year ended 31 March 2019 as well as the auditor's report thereon; and
- (v) interested person transactions (as defined in Chapter 9 of the Catalist Rules).

The audit committee has full access to management and is given the resources required for it to discharge its functions. It has full authority and the discretion to invite any director or executive officer to attend its meetings. The audit committee also recommends the appointment of the external auditor and reviews the level of audit and non-audit fees.

**Audit Committee (Cont'd)**

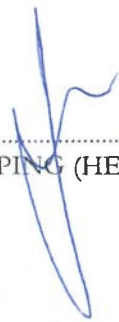
At the date of the original directors' statement (13 July 2019), the audit committee is satisfied with the independence and objectivity of the external auditor and has recommended to the Board of Directors that the auditor, Foo Kon Tan LLP, be nominated for re-appointment as auditor at the Annual General Meeting of the Company held on 30 July 2019.

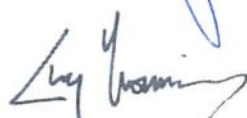
In appointing our auditors for the Company and subsidiaries, we have complied with Rules 712 and 715 of the Catalist Rules.

**Independent auditor**

The independent auditor, Foo Kon Tan LLP, Public Accountants and Chartered Accountants, has expressed its willingness to accept re-appointment for the financial year ended 31 March 2020.

On behalf of the directors

  
.....  
HO YOW PING (HE YOUPIING)

  
.....  
CHAY YIOWMIN

5 October 2022



# Independent auditor's report to the members of Mary Chia Holdings Limited

## Report on the Audit of the Revised Financial Statements

### Opinion

We have audited the revised financial statements of Mary Chia Holdings Limited (the "Company") and its subsidiaries (the "Group"), which comprise the statements of financial position of the Group and the Company as at 31 March 2019, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the revised financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) (SFRS(I)s) so as to give a true and fair view, seen at the date of the original financial statements, of the consolidated financial position of the Group and the financial position of the Company as at 31 March 2019 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (ACRA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Material Uncertainty Related to Going Concern

We draw attention to Note 2 to the financial statements. The Group incurred losses and total comprehensive loss of \$202,000 and \$525,000 (2018 - \$5,562,000 and \$5,677,000) and reported net operating cash outflows of \$8,544,000 (2018 - \$1,635,000) for the financial year ended 31 March 2019. As at 31 March 2019, the Group's current liabilities exceeded current assets by \$4,115,000 (2018 - surplus \$284,000) and the Group had a deficit in equity of \$4,802,000 (2018 - deficit \$1,128,000). These factors indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as going concerns. Our opinion is not modified in respect of this matter.

# Independent auditor's report to the members of Mary Chia Holdings Limited (Cont'd)

## Other Matter – Revisions Made Under the Regulations

We draw attention to Note 31 to these revised financial statements which describe the reasons and the impacts arising from the revisions to the original financial statements. The original financial statements were approved by the directors on 13 July 2019 and we dated our original auditor's report on the original financial statements on that date.

The revised financial statements have been prepared in accordance with the Regulations and accordingly do not deal with events which have taken place after the date on which the original financial statements were approved. Consequently, our procedures on subsequent events are restricted solely to the revisions described in Note 31 to these revised financial statements and we have not performed procedures in relation to events occurring between the date of our original auditor's report and the date of this report.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the revised financial statements of the current period. These matters were addressed in the context of our audit of the revised financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Key Audit Matters

**Valuation of investment property classified as assets held for sale  
(Refer to Note 5 & 11 to the financial statements)**

This investment property held for sale is stated at fair value based on an independent external valuation.

The valuation process involves significant judgement in determining the appropriate valuation methodology to be used, and in estimating the underlying assumptions to be applied. The valuations are highly sensitive to key assumptions applied in deriving the significant unobservable inputs, i.e. a small change in the assumptions can have a significant impact to the valuation.

### Our response and work performed

We assessed the Group's processes for the selection of the external valuers, the determination of the scope of work of the external valuers, and the review and acceptance of the valuations reported by the external valuers. We have evaluated the competence, qualification and objectivity of management expert, obtained an understanding of the work of that expert; and evaluated the appropriateness of that expert's work as audit evidence for the relevant assertion. We also read the terms of engagement of the external valuers with the Group to determine whether there were any matters that might have affected their objectivity or limited the scope of their work.

# Independent auditor's report to the members of Mary Chia Holdings Limited (Cont'd)

## Key Audit Matters (Cont'd)

### Key Audit Matters

Valuation of investment property classified as assets held for sale  
(Refer to Note 5 & 11 to the financial statements) (Cont'd)

### Our response and work performed

We have evaluated whether the auditor's expert has the necessary competence, capabilities and objectivity for our purposes. Through our appointed auditor's expert, we considered the valuation methodologies used against those applied by the external valuers for similar property types. We have examined the valuation assumptions with regards to the market conformity. We have reviewed the mathematical correctness of fundamental calculation steps.

We also considered the adequacy of the descriptions in the financial statements, in describing the inherent degree of subjectivity and key assumptions in the estimates. This includes the relationships between the key unobservable inputs and fair values, in conveying the uncertainties.

## Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report is information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the revised financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the revised financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions in accordance with SSAs.

## Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of revised financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I), and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

# Independent auditor's report to the members of Mary Chia Holdings Limited (Cont'd)

## Responsibilities of Management and Directors for the Financial Statements (Cont'd)

In preparing the revised financial statements, management is responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

## Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the revised financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these revised financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's or the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

# Independent auditor's report to the members of Mary Chia Holdings Limited (Cont'd)

## Auditor's Responsibilities for the Audit of the Financial Statements (Cont'd)

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Ang Soh Mui.

**FOOKONTAN LLP**

Foo Kon Tan LLP  
Public Accountants and Chartered Accountants  
Singapore

5 October 2022

## Statements of financial position as at 31 March 2019

	Note	← The Group →			← The Company →		
		31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
<b>ASSETS</b>							
<b>Non-Current Assets</b>							
Property, plant and equipment	4	1,244	658	4,047	-	-	-
Investment property	5	-	-	57,000	-	-	-
Subsidiaries	6	-	-	-	-	265	1,265
Other assets	7	123	645	386	-	-	-
		<b>1,367</b>	<b>1,303</b>	<b>61,433</b>	<b>-</b>	<b>265</b>	<b>1,265</b>
<b>Current Assets</b>							
Inventories	8	435	443	402	-	-	-
Trade and other receivables	9	373	193	386	8,711	25,224	932
Other assets	7	1,278	507	1,002	7	8	4
Cash and cash equivalents	10	4,073	740	767	2,177	3	-
		<b>6,159</b>	<b>1,883</b>	<b>2,557</b>	<b>10,895</b>	<b>25,235</b>	<b>936</b>
Assets held for sale	11	-	59,915	-	-	-	-
		<b>6,159</b>	<b>61,798</b>	<b>2,557</b>	<b>10,895</b>	<b>25,235</b>	<b>936</b>
<b>Total assets</b>		<b>7,526</b>	<b>63,101</b>	<b>63,990</b>	<b>10,895</b>	<b>25,500</b>	<b>2,201</b>
<b>EQUITY AND LIABILITIES</b>							
<b>Capital and Reserves</b>							
Share capital	12	4,818	4,818	4,818	4,818	4,818	4,818
Reserves	13	(9,620)	(5,946)	(335)	(4,786)	9,699	(9,988)
Attributable to equity holders of the Company		<b>(4,802)</b>	<b>(1,128)</b>	<b>4,483</b>	<b>32</b>	<b>14,517</b>	<b>(5,170)</b>
Non-controlling interests		1,513	(1,083)	19,209	-	-	-
<b>Total equity</b>		<b>(3,289)</b>	<b>(2,211)</b>	<b>23,692</b>	<b>32</b>	<b>14,517</b>	<b>(5,170)</b>
<b>Non-Current Liabilities</b>							
Borrowings	14	150	154	22,478	-	-	-
Other payables	15	218	3,370	3,461	-	-	-
Provision	17	173	274	195	-	-	-
		<b>541</b>	<b>3,798</b>	<b>26,134</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Current Liabilities</b>							
Borrowings	14	43	29,048	6,789	-	31	230
Trade and other payables	15	7,588	29,646	4,849	10,863	10,952	7,141
Contract liabilities	16	2,365	2,474	1,996	-	-	-
Provision	17	256	150	262	-	-	-
Current tax liabilities		22	196	268	-	-	-
		<b>10,274</b>	<b>61,514</b>	<b>14,164</b>	<b>10,863</b>	<b>10,983</b>	<b>7,371</b>
<b>Total Liabilities</b>		<b>10,815</b>	<b>65,312</b>	<b>40,298</b>	<b>10,863</b>	<b>10,983</b>	<b>7,371</b>
<b>Total Equity and Liabilities</b>		<b>7,526</b>	<b>63,101</b>	<b>63,990</b>	<b>10,895</b>	<b>25,500</b>	<b>2,201</b>

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

## Consolidated statement of comprehensive income for the financial year ended 31 March 2019

		Year ended 31 March 2019	Year ended 31 March 2018
	Note	\$'000	\$'000
Revenue	3	8,885	9,104
Other operating income	18	5,100	445
Purchases and related costs		(637)	(396)
Changes in inventories		(63)	35
Depreciation of property, plant and equipment	4	(472)	(446)
Staff costs	19	(5,887)	(5,813)
Operating lease expense		(2,564)	(3,538)
Other operating expenses	20	(4,458)	(3,819)
Finance costs	21	(106)	(1,039)
<b>Loss before income tax</b>		<b>(202)</b>	<b>(5,467)</b>
Income tax expense	22	-	(95)
<b>Loss for the year, net of tax</b>		<b>(202)</b>	<b>(5,562)</b>
<b>Other comprehensive loss, net of tax</b>			
<b>Items that may be reclassified subsequently to profit or loss:</b>			
Exchange differences on translation of foreign operations		(323)	(115)
<b>Other comprehensive loss for the year, net of tax</b>		<b>(323)</b>	<b>(115)</b>
<b>Total comprehensive loss for the year</b>		<b>(525)</b>	<b>(5,677)</b>
<b>Loss attributable to:</b>			
Equity holders of the Company		(2,581)	(5,850)
Non-controlling interests		2,379	288
		<b>(202)</b>	<b>(5,562)</b>
<b>Total comprehensive loss attributable to:</b>			
Equity holders of the Company		(2,904)	(5,965)
Non-controlling interests		2,379	288
		<b>(525)</b>	<b>(5,677)</b>
<b>Loss per share attributable to equity holders of the Company (cents)</b>			
- Basic and diluted loss per share	23	(1.58)	(3.58)

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

## Consolidated statement of changes in equity

for the financial year ended 31 March 2019

	Share capital \$'000	Merger reserve \$'000	Capital reserve \$'000	Foreign currency translation reserve \$'000	Retained earnings \$'000	Total attributable to equity holders of the Company \$'000	Non- controlling interests \$'000	Total equity \$'000
<b>At 1 April 2017</b>	4,818	(927)	-	122	470	4,483	19,209	23,692
Loss for the year	-	-	-	-	(5,850)	(5,850)	288	(5,562)
Other comprehensive income	-	-	-	(115)	-	(115)	-	(115)
- Foreign currency translation differences	-	-	-	(115)	-	(115)	-	(115)
<b>Total comprehensive loss for the year</b>	-	-	-	(115)	(5,850)	(5,965)	288	(5,677)
<b>Contributions by and distributions to owners</b>								
Dividend	-	-	-	-	-	-	(20,580)	(20,580)
Fair value adjustments to interest-free loans from shareholders	-	-	-	-	354	354	-	354
<b>Total transactions with owners, recognised directly in equity</b>	-	-	-	-	354	354	(20,580)	(20,226)
<b>At 31 March 2018</b>	<b>4,818</b>	<b>(927)</b>	-	<b>7</b>	<b>(5,026)</b>	<b>(1,128)</b>	<b>(1,083)</b>	<b>(2,211)</b>
<b>At 1 April 2018</b>	4,818	(927)	-	7	(5,026)	(1,128)	(1,083)	(2,211)
Loss for the year	-	-	-	-	(2,581)	(2,581)	2,379	(202)
Other comprehensive income	-	-	-	(323)	-	(323)	-	(323)
- Foreign currency translation differences	-	-	-	(323)	-	(323)	-	(323)
<b>Total comprehensive loss for the year</b>	-	-	-	(323)	(2,581)	(2,904)	2,379	(525)
<b>Contributions by and distributions to owners</b>								
Dividend	-	-	-	-	(490)	(490)	-	(490)
Fair value adjustment to interest-free loans from shareholders	-	-	-	-	119	119	-	119
Acquisition of shares of a subsidiary without a change in control (Note 6)	-	-	(399)	-	-	(399)	217	(182)
<b>Total transactions with owners, recognised directly in equity</b>	-	-	(399)	-	(371)	(770)	217	(553)
<b>At 31 March 2019</b>	<b>4,818</b>	<b>(927)</b>	<b>(399)</b>	<b>(316)</b>	<b>(7,978)</b>	<b>(4,802)</b>	<b>1,513</b>	<b>(3,289)</b>

The annexed notes form an integral part of and should be read in conjunction with these financial statements.



## Consolidated statement of cash flows

### for the financial year ended 31 March 2019

	Note	Year ended 31 March 2019 \$'000 (Revised)*	Year ended 31 March 2018 \$'000
<b>Cash Flows from Operating Activities</b>			
Loss before taxation		(202)	(5,467)
Adjustments for:			
Depreciation of property, plant and equipment	4	472	446
Fair value adjustment to interest-free loans from former director	18	-	(246)
Interest expense	21	106	1,039
Property, plant and equipment written off	20	-	31
Loss on disposal of property, plant and equipment	20	-	26
Impairment loss on property, plant and equipment	4	301	234
Gain on disposal of investment property		(4,885)	-
Operating loss before working capital changes		(4,208)	(3,937)
Change in inventories		8	(41)
Change in trade and other receivables		(430)	434
Change in trade and other payables		(3,740)	2,076
Cash used in operations		(8,370)	(1,468)
Income tax paid		(174)	(167)
Net cash used in operating activities		(8,544)	(1,635)
<b>Cash Flows from Investing Activities</b>			
Acquisition of property, plant and equipment		(1,194)	(260)
Acquisition of shareholdings in a subsidiary		(182)	-
Deposit for sale of property		-	648
Proceeds from disposal of property, plant and equipment		-	7
Proceeds from disposal of investment property		64,800	-
Net cash generated from investing activities		63,424	395
<b>Cash Flows from Financing Activities</b>			
Proceeds from loans from financial institutions		-	1,480
Repayment of loans from financial institutions		(28,995)	(1,423)
Dividends paid to non-controlling interests		(20,580)	-
Dividends paid to shareholders of the Company		(490)	-
Restricted cash in use		(390)	-
Interest paid		(106)	(891)
Repayment of finance lease liabilities		(85)	(73)
Repayment of loans from current director		(702)	(31)
Repayment of loans from former director		(590)	(5)
Loans from former director		-	2,200
Net cash (used in)/generated from financing activities		(51,938)	1,257
Net changes in cash and cash equivalents		2,942	17
Cash and cash equivalents at beginning of year		127	105
Effects of foreign exchange on cash and cash equivalents		-	5
Cash and cash equivalents at end of year	10	3,069	127

\*Refer to note 31 to the revised financial statements

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

## Consolidated statement of cash flows (Cont'd) for the financial year ended 31 March 2019

### Reconciliation of movements of liabilities to cash flows arising from financing activities, excluding equity item

	As at 1 April 2017 \$'000	Cash flows – Principal repayment \$'000	Cash flows – Proceeds \$'000	Cash flows – Interest paid \$'000	Non-cash flows – Interest expense \$'000	Non cash flows- Fair value adjustment \$'000	Non-cash flows transfer \$'000	As at 31 March 2018 \$'000
Finance lease liabilities (Note 14.2)	280	(73)	-	(11)	11	-	-	207
Loans from financial institutions (Note 14.3)	28,938	(1,423)	1,480	(878)	878	-	-	28,995
Loans from executive directors (Note 15)	1,802	(36)	-	-	99	(354)	(769)	742
Loans from former executive director (Note 15)	-	-	2,200	-	48	(245)	769	2,772

	As at 1 April 2018 \$'000	Cash flows – Principal repayment \$'000	Cash flows – Proceeds \$'000	Cash flows – Interest paid \$'000	Non-cash flows – Interest expense \$'000	As at 31 March 2019 \$'000
Finance lease liabilities (Note 14.2)	207	(85)	71	(8)	8	193
Loans from financial institutions (Note 14.3)	28,995	(28,995)	-	(1)	1	-
Loans from executive directors (Note 15)	742	(702)	-	-	-	40
Loans from former executive director (Note 15)	2,772	(590)	-	(91)	91	2,182

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

# **Notes to the revised financial statements**

## **for the financial year ended 31 March 2019**

### **1 General information**

The revised financial statements of Mary Chia Holdings Limited (the “Company”) and its subsidiaries (the “Group”) for the year ended 31 March 2019 were authorised for issue in accordance with a resolution of the directors on the date of the new directors’ statement.

The Company is incorporated as a limited liability company and domiciled in Singapore and listed on the Catalyst of the Singapore Exchange Securities Trading Limited (“SGX-ST”).

The registered office of the Company is located at 26 Tai Seng Street, #01-03A, Singapore 534057.

The principal activity of the Company is that of investment holding. The principal activities of the subsidiaries are disclosed in Note 6 to the financial statements.

The ultimate controlling parties of the Company are Suki Sushi Pte. Ltd. (holding company), Mr Lee Boon Leng and Ms Ho Yow Ping (He YouPing).

### **2(a) Basis of preparation**

These revised financial statements were prepared in accordance with the Companies (Revision of Defective Financial Statements, or Consolidated Financial Statements or Balance-Sheet) Regulations 2018 (the “Regulations”), as the directors have voluntarily revised these financial statements in accordance with Section 202A of the Act.

These revised financial statements replace the original financial statements that were approved by the directors on 13 July 2019. These revised financial statements were approved by the directors on 5 October 2022.

These revised financial statements are taken as having been prepared on the date of the original financial statements on 13 July 2019 and accordingly, do not consider any events which occurred between 13 July 2019 and 5 October 2022.

These revised financial statements have been revised to reflect changes made in response to queries raised by the Accounting and Corporate Regulatory Authority (“ACRA”) in its letter dated 29 November 2021 as described in Note 31. The impacts of the revisions are disclosed in Note 31 to the revised financial statements.

#### Going concern

The Group incurred losses and total comprehensive loss of \$202,000 and \$525,000 (2018 - \$5,562,000 and \$5,677,000), reported net operating cash outflows of \$8,544,000 (2018 - \$1,635,000) for the financial year ended 31 March 2019. As at 31 March 2019, the Group’s current liabilities exceeded current assets by \$4,115,000 (2018 - surplus \$284,000) and the Group had a deficit in equity of \$4,802,000 (2018 - deficit \$1,128,000).

As at 31 March 2019, the Group’s current liabilities included deferred revenue related to non-refundable payments received in advance from customers amounting to \$2,365,000 (2018 - \$2,474,000). Excluding this amount, the Group’s current liabilities would be \$7,909,000 (2018 - \$59,040,000) compared to current assets of \$6,159,000 (2018 - \$61,798,000) as at 31 March 2019.

**2(a) Basis of preparation (Cont'd)**

Going concern

Notwithstanding the above, management believes that the Group will have sufficient resources to continue in operation for the foreseeable future, a period of not less than twelve months from the date of the financial statements after taking into consideration the following:

- (1) On 1 March 2018, a subsidiary, Hotel Culture Pte. Ltd., entered into an agreement to dispose of its property to an entity controlled by the non-controlling interest of that subsidiary for a consideration of \$64,800,000. The sale of the properties was completed on 7 May 2018.
- (2) The holding company has given an undertaking to provide financial support to the Group for the next 12 months after the date of the auditor's report to operate without any curtailment of operations.

Accordingly, management considers it appropriate that these revised financial statements are prepared on a going concern basis.

The financial statements are prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)"). SFRS(I) 1, First-time Adoption of International Financial Reporting Standard, has been applied in preparing these financial statements promulgated by the Accounting Standards Council ("ASC"). These consolidated financial statements are the first set of financial statements prepared in accordance with SFRS(I).

The Group's consolidated financial statements until 31 March 2018 had been prepared in accordance with Singapore Financial Reporting Standards ("FRS"). FRS differs in certain respects from SFRS(I). The Group's financial statements for the financial year ended 31 March 2019 are prepared in accordance with SFRS(I) and IFRS issued by the International Accounting Standard Board. As a result, this is the first set of financial statements prepared under SFRS(I).

These consolidated financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

The preparation of financial statements in conformity with SFRS(I) requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 2(c).

The financial statements are presented to the nearest thousand (\$'000) in Singapore dollar which is the Company's functional currency. All financial information is presented in Singapore dollar, unless otherwise stated.

**2(b) Full convergence with SFRS(I) and adoption of new standards effective and not yet effective**

In December 2017, the Accounting Standards Council (ASC) issued the Singapore Financial Reporting Standards (International) (SFRS(I)). SFRS(I) comprises standards and interpretations that are equivalent to International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) at 31 December 2017 that are applicable for annual period beginning on 1 January 2018. Singapore-incorporated companies that have issued, or are in the process of issuing, equity or debt instruments for trading in a public market in Singapore, will apply SFRS(I) with effect from annual periods beginning on or after 1 January 2018.

**2(b) Full convergence with SFRS(I) and adoption of new standards effective and not yet effective (Cont'd)**

As a first-time adopter of SFRS(I), the Group and the Company have applied retrospectively, accounting policies based on each SFRS(I) effective as at end of the first SFRS(I) reporting period (31 March 2019), except for areas of exceptions and optional exemptions set out in SFRS(I) 1. In the first set of SFRS(I) financial statements for the financial year ended 31 March 2019, an additional opening statement of financial position as at date of transition (1 April 2017) is presented, together with related notes. Reconciliation statements from previously reported FRS amounts and explanatory notes on transition adjustments are presented for equity as at date of transition (1 April 2017) and as at end of last financial period under FRS (31 March 2018). Additional disclosures are made for specific transition adjustments if applicable.

In adopting the new framework, the Group will be required to apply the specific transition requirements in SFRS(I) 1 First-time Adoption of International Financial Reporting Standards. In addition to the adoption of the new framework, the following new SFRS(I)s, amendments to and interpretations of SFRS(I) are effective from the same date and relevant to the Group:

- SFRS(I) 15 Revenue from Contracts with Customers and Amendments to SFRS(I) 15;
- Clarifications to SFRS(I) 15;
- SFRS(I) 9 Financial Instruments;
- Classification and Measurement of Share-based Payment Transactions (Amendments to SFRS(I) 2);
- Deletion of short-term exemptions for first-time adopters (Amendments to SFRS(I) 1);
- SFRS(I) INT 22 Foreign Currency Transactions and Advance Consideration.

The application of the above standards and interpretations do not have a material effect on Group's and the Company's financial statements.

The Group has not elected to apply the optional exemptions available under SFRS(I) 1 on 1 January 2018.

The accounting policies set out in Note 2(d) have been applied in preparing the financial statements for the year ended 31 March 2019, the comparative information presented in these financial statements for the year ended 31 March 2018 and in the preparation of the opening SFRS(I) statement of financial position at 1 April 2017 (the Group's date of transition), subject to the mandatory exceptions under SFRS(I) 1.

**2(b) Full convergence with SFRS(I) and adoption of new standards effective and not yet effective (Cont'd)**

The effects of transition to SFRS(I) and initial application of SFRS(I) 9 are presented and explained below.

**(I) Reconciliation of the Group's equity**

**Impact on the consolidated statements of financial position as at 1 April 2017 (date of transition to SFRS(I))**

	FRS Framework \$'000	SFRS(I) 1 \$'000	SFRS(I) 15 \$'000	SFRS(I) 9 \$'000	SFRS(I) Framework \$'000
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Property, plant and equipment	4,047	-	-	-	4,047
Investment property	57,000	-	-	-	57,000
Other assets	386	-	-	-	386
	61,433	-	-	-	61,433
<b>Current Assets</b>					
Inventories	402	-	-	-	402
Trade and other receivables	386	-	-	-	386
Other assets	1,002	-	-	-	1,002
Cash and cash equivalents	767	-	-	-	767
	2,557	-	-	-	2,557
<b>Total Assets</b>	63,990	-	-	-	63,990
<b>EQUITY AND LIABILITIES</b>					
<b>Capital and Reserves</b>					
Share capital	4,818	-	-	-	4,818
Reserves	(335)	-	-	-	(335)
Attributable to equity holders of the Company	4,483	-	-	-	4,483
Non-controlling interests	19,209	-	-	-	19,209
<b>Total Equity</b>	23,692	-	-	-	23,692
<b>Non-Current Liabilities</b>					
Borrowings	22,478	-	-	-	22,478
Other payables	3,461	-	-	-	3,461
Provision	195	-	-	-	195
	26,134	-	-	-	26,134
<b>Current Liabilities</b>					
Borrowings	6,789	-	-	-	6,789
Trade and other payables	4,849	-	-	-	4,849
Deferred revenue	1,996	(1,996)	-	-	-
Contract liabilities	-	1,996	-	-	1,996
Provision	262	-	-	-	262
Current tax liabilities	268	-	-	-	268
	14,164	-	-	-	14,164
<b>Total Liabilities</b>	40,298	-	-	-	40,298
<b>Total Equity and Liabilities</b>	63,990	-	-	-	63,990

**2(b) Full convergence with SFRS(I) and adoption of new standards effective and not yet effective (Cont'd)**

**(I) Reconciliation of the Group's equity (Cont'd)**

Impact on the consolidated statements of financial position as at 31 March 2018 (date of transition to SFRS(I))

	FRS Framework \$'000	SFRS(I) 1 \$'000	SFRS(I) 15 \$'000	SFRS(I) 9 \$'000	SFRS(I) Framework \$'000
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Property, plant and equipment	658	-	-	-	658
Other assets	645	-	-	-	645
	1,303	-	-	-	1,303
<b>Current Assets</b>					
Inventories	443	-	-	-	443
Trade and other receivables	193	-	-	-	193
Other assets	507	-	-	-	507
Cash and cash equivalents	740	-	-	-	740
	1,883	-	-	-	1,883
Assets held for sale	59,915	-	-	-	59,915
	61,798	-	-	-	61,798
<b>Total Assets</b>	<b>63,101</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>63,101</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Capital and Reserves</b>					
Share capital	4,818	-	-	-	4,818
Reserves	(5,946)	-	-	-	(5,946)
Attributable to equity holders of the Company	(1,128)	-	-	-	(1,128)
Non-controlling interests	(1,083)	-	-	-	(1,083)
<b>Total Equity</b>	<b>(2,211)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(2,211)</b>
<b>Non-Current Liabilities</b>					
Borrowings	154	-	-	-	154
Other payables	3,370	-	-	-	3,370
Provision	274	-	-	-	274
	3,798	-	-	-	3,798
<b>Current Liabilities</b>					
Borrowings	29,048	-	-	-	29,048
Trade and other payables	29,646	-	-	-	29,646
Deferred revenue	2,474	(2,474)	-	-	-
Contract liabilities	-	2,474	-	-	2,474
Provision	150	-	-	-	150
Current tax liabilities	196	-	-	-	196
	61,514	-	-	-	61,514
<b>Total Liabilities</b>	<b>65,312</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>65,312</b>
<b>Total Equity and Liabilities</b>	<b>63,101</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>63,101</b>

**2(b) Full convergence with SFRS(I) and adoption of new standards effective and not yet effective (Cont'd)**

(a) SFRS(I) 1

The Group adopted SFRS(I) in 2018 and applied SFRS(I) 1 with 1 April 2017 as the date of transition for the Group and the Company. SFRS(I) 1 generally requires that the Group applies SFRS(I) on a retrospective basis, as if such accounting policy had always been applied. If there are changes to accounting policies arising from new or amended standards effective in 2018, restatement of comparatives may be required because SFRS(I) requires both the opening balance sheet and comparative information to be prepared using the most current accounting policies. SFRS(I) 1 provides mandatory exceptions and optional exemptions from retrospective application, but these are often different from those specific transition provisions in individual FRSs applied to the FRS financial statements. The application of the mandatory exceptions in SFRS(I) 1 does not have quantitative impact on the Group's and the Company's financial statements. The Group has elected to apply the exemption to not restate comparative information in the 2018 SFRS(I) financial statements upon transition to SFRS(I) 1.

(b) SFRS(I) 15

SFRS(I) 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It also introduces new cost guidance which requires certain costs of obtaining and fulfilling contracts to be recognised as separate assets when specified criteria are met.

The Group has adopted SFRS(I) 15 in its financial statements for the year ended 31 March 2019. The Group has changed the presentation of certain amounts in the statements of financial position as at 1 April 2017 upon adopting SFRS(I) 15:

- Contract liabilities refers to services for beauty, slimming and spa treatments which the Group recognises as the fee is collected under SFRS(I) 15.

(c) SFRS(I) 9

SFRS(I) 9 contains new requirements for classification and measurement of financial instruments, a new expected credit loss model for calculating impairment of financial assets, and new general hedge accounting requirements.

The following assessments have been made on the basis of facts and circumstances that existed at 1 April 2018.

- The determination of the business model within which a financial asset is held.
- The determination of whether the contractual terms of a financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- The designation of an investment in equity instruments that is not held for trading as at fair value through other comprehensive income ("FVOCI").
- The designation and revocation of previous designations of certain financial assets and financial liabilities measured at fair value through profit or loss (FVTPL).

SFRS(I) 9 replaces the provision of FRS 39 that relates to the recognition, classification and measurement of financial assets and financial liabilities, derecognition, of financial instruments, and impairment of financial assets. The adoption of SFRS(I) 9 Financial Instruments from 1 April 2018 resulted in changes of accounting policies and adjustments to the amounts recognised in the financial statements. The new accounting policies are set out in Note 2(d) below. In accordance with the transition in SFRS(I) 9, comparative figures have not been restated.



**2(b) Full convergence with SFRS(I) and adoption of new standards effective and not yet effective (Cont'd)**

(c) SFRS(I) 9 (Cont'd)

The Group has assessed the impact to the consolidated financial statements. Loans and receivables accounted for at amortised cost under FRS 39 will continue to be accounted for using amortised cost model under SFRS(I) 9. There is no significant change to the measurement basis arising from adopting the new classification and measurement model or a significant increase in the impairment loss allowance.

**(II) Issued but not yet effective**

The following are the new or amended SFRS(I) and SFRS(I) INT issued in 2018 that are not yet effective but may be early adopted for the current financial year:

<b>Reference</b>	<b>Description</b>	<b>Effective date (Annual periods beginning on)</b>
SFRS(I) 16	Leases	1 January 2019
SFRS(I) INT 23	Uncertainty over Income Tax Treatments	1 January 2019
SFRS(I) 3	Amendments to SFRS(I) 3: Definition of a Business	1 January 2020
SFRS(I) 1-1, SFRS(I) 1-8	Amendments to SFRS(I) 1-1 and SFRS(I) 1-8: Definition of Material	1 January 2020

SFRS(I) 16 Leases

SFRS(I) 16 Leases replaces accounting requirements introduced more than 30 years ago in accordance with FRS 17 Leases that are no longer considered fit for purpose, and is a major revision of the way in which companies where it is required lessees to recognise most leases on their balance sheets. Lessor accounting is substantially unchanged from current accounting in accordance with FRS 17. SFRS(I) 16 Leases will be effective for accounting periods beginning on or after 1 January 2019. Early adoption will be permitted, provided the Group has adopted SFRS(I) 15.

The Group has performed a preliminary assessment of the new standard on its existing operating lease arrangements as a lessee. Based on the preliminary assessment, the Group has operating leases for office space. The Group expects these operating leases to be recognised as right-of-use assets with corresponding lease liabilities under the new standard. Management does not plan to early adopt the above new SFRS(I) 16.

SFRS(I) INT 23 Uncertainty over Income Tax Treatments

The Interpretation provides guidance on considering uncertain tax treatments separately or together, examination by tax authorities, the appropriate method to reflect uncertainty and accounting for changes in fact and circumstances. The Interpretation is effective for annual reporting periods beginning on or after 1 January 2019, but certain transition reliefs are available.

SFRS(I) 3 Amendments to SFRS(I) 3: Definition of a Business

On 11 March 2019, ASC issued the narrow-scope amendments to SFRS(I) 3 Business Combinations to improve the definition of a business. The amendments narrowed and clarified the definition of a business.

They also permit a simplified assessment of whether an acquired set of activities and assets is a group of assets rather than a business. The amendments will help companies determine whether an acquisition made is of a business or a group of assets.

**2(b) Full convergence with SFRS(I) and adoption of new standards effective and not yet effective (Cont'd)**

**(II) Issued but not yet effective (Cont'd)**

SFRS(I) 3 Amendments to SFRS(I) 3: Definition of a Business (Cont'd)

The amendments to SFRS(I) 3 should apply for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning or after 1 January 2020, with earlier application permitted.

SFRS(I) 1-1, SFRS(I) 1-8 Amendments to SFRS(I) 1-1 and SFRS(I) 1-8: Definition of Material

The amendments clarify that the definition of material and how it should be applied by including in the definition guidance that until now has featured elsewhere in SFRS(I) Standards. Materiality will depend on the nature or magnitude of information, is material in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary user.

The amendments to SFRS(I) 1-1 and SFRS(I) 1-8 are required to be applied for annual periods beginning on or after 1 January 2020. The amendments must be applied prospectively and earlier application is permitted.

**2(c) Significant accounting estimates and judgements**

The preparation of the financial statements in conformity with SFRS(I) requires the use of judgements, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from those estimates.

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

The critical accounting estimates and assumptions used and areas involving a significant judgement are described below.

**Significant accounting estimates and judgements**

Income tax (Note 22)

The Group has exposure to income taxes in various jurisdictions. Significant judgement is involved in determining the group-wide provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Determination of operating segments

Management will first identify the Chief Operating Decision Maker ("CODM"). Then it should identify their business activities (which may not necessarily earn revenue or incur expenses). Management will further determine whether discrete financial information is available for the business activities and whether that information is regularly reviewed by the CODM. Judgement is applied by management of the aggregation criteria to operating segments.

## **2(c) Significant accounting estimates and judgements (Cont'd)**

### Critical accounting estimates and assumptions used in applying accounting policies

#### Valuation of loans from director and a former director

The determination of fair value of interest-free loans from directors at inception requires the Group to make assumptions and estimates regarding the discount. If the discount rate increases/decreases by 2%, the Group's loss for the year will increase/decrease by \$69,200 (2018 - \$70,280).

#### Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company held non-trade receivables from its subsidiaries of \$8,705,000 (2018: \$25,219,000; 1 April 2017: \$928,000) as at the reporting date. These balances are amounts lent to subsidiaries to satisfy short term funding requirements. The impairment of the amounts due from subsidiaries is based on the expected loss model using general approach. The expected loss model used past, present and future information to estimate the expected credit loss. There is no allowance for impairment loss arising from these outstanding balances as the expected credit loss is not material.

#### Depreciation of property, plant and equipment (Note 4)

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives. Management estimates the useful lives of property, plant and equipment to be within 2 to 75 years. In particular, management estimates the useful lives of plant and equipment to be 2 to 12 years. The estimation of useful lives is based on assumptions about wear and tear, ageing, changes in demand and the Group's historical experience with similar assets. The Group performs annual reviews on whether the assumptions made on useful lives continue to be valid. As changes in the expected level of usage, maintenance programmes and technological developments could affect the economic useful lives and the residual values of these assets, future depreciation charges could be revised. If depreciation on the Group's property, plant and equipment increases/decreases by 10% from management's estimates, the Group's loss for the year will increase/decrease by \$47,200 (2018 - \$44,600).

#### Valuation of non-current assets classified as held for sale (Note 11)

The Group's investment property classified as held for sale is stated at estimated fair value based on the valuation performed by independent professional valuers. The determination of the fair value of investment property requires the use of historical transaction comparables and estimates such as future cash flows from assets and capitalisation rates applicable to those assets. The carrying amount of investment property is disclosed in Note 11 to the financial statements. If the market value used to estimate the fair value of the investment property decreases/increases by 2% from management's estimates, the Group's loss for the year will decrease/increase by \$Nil (2018 - \$1,140,000).

#### Impairment tests for property, plant and equipment (Note 4)

Property, plant and equipment are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

The recoverable amounts of these assets and, where applicable, cash-generating units, have been determined based on value-in-use calculations. These calculations require the use of estimates. Estimating the value-in-use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit (or group of cash-generating units) and also to use many estimates and assumptions such as future market growth, forecast revenue and costs, useful lives of utilisation of the assets, discount rates and other factors.

**2(c) Significant accounting estimates and judgements (Cont'd)**

**Critical accounting estimates and assumptions used in applying accounting policies (Cont'd)**

Impairment tests for property, plant and equipment (Note 4) (Cont'd)

A decrease of 5% (31 March 2018 and 1 April 2017: 5%) in the value-in-use of the Group's property, plant and equipment would have decreased the Group's profit by \$62,200 (31 March 2018: \$32,900; 1 April 2017: \$202,350). The carrying amounts of the Group's and the Company's property, plant and equipment are disclosed in Note 4 to the financial statements.

Impairment of investments in subsidiaries (Note 6)

Determining whether investments in subsidiaries are impaired requires an estimation of the value-in-use of the investments. The value-in-use calculation requires the Company to estimate the future cash flows expected from the cash-generating units and an appropriate discount rate in order to calculate the present value of the future cash flows.

At the reporting date, the carrying amounts of investments in subsidiaries are \$Nil (31 March 2018: \$265,000; 1 April 2017: \$1,265,000). Management has evaluated the recoverability of the investment based on such estimates. If the present value of estimated future cash flows decreases by 10% (31 March 2018 and 1 April 2017: 10%) from management's estimates, the Company's allowance for impairment of investments in subsidiaries will increase by \$Nil (31 March 2018: \$26,500; 1 April 2017: \$126,500).

Allowance for inventory obsolescence (Note 8)

The Group reviews the ageing analysis of inventories at each reporting date and makes provision for obsolete and slow-moving inventory items identified that are no longer suitable for sale. The net realisable value for such inventories are estimated based primarily on the latest invoice prices and current market conditions. Possible changes in these estimates could result in revisions to the valuation of inventories.

If the net realisable values of the inventory decrease/ increase by 10% (31 March 2018 and 1 April 2017: 10%) from management's estimates, the Group's profit will decrease/ increase by \$43,500 (31 March 2018: \$44,300; 1 April 2017: \$40,200). The carrying amounts of the Group's and the Company's inventory are disclosed in Note 8 to the financial statements.

Provision of reinstatement cost (Note 17)

Provision relates to estimated costs of dismantlement, removal or reinstatement of property, plant and equipment arising from the acquisition or use of assets.

The Group has recognised a provision for reinstatement of rental properties obligations associated with properties rented by the Company. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to dismantle and remove equipment from the site and the expected timing of those costs. The carrying amount of the provision as at 31 March 2019 was \$429,000 (2018 - \$424,000; 1 April 2017: \$457,000). If the estimated pre-tax discount rate used in the calculation had been 1% higher than the management's estimates, the carrying amount of the provision would have been lower by \$4,290 (2018 - \$4,240; 1 April 2017: \$4,570).

## **2(d) Summary of significant accounting policies**

### **Consolidation**

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intragroup transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control and continue to be consolidated until the date that such control ceases.

Losses and other comprehensive income are attributable to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- de-recognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts as at that date when control is lost;
- de-recognises the carrying amount of any non-controlling interest;
- de-recognises the cumulative translation differences recorded in equity;
- recognises the fair value of the consideration received;
- recognises the fair value of any investment retained;
- recognises any surplus or deficit in profit or loss; and
- re-classifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate.

A subsidiary is an investee that is controlled by the Group. The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Thus, the Group controls an investee if and only if the Group has all of the following:

- power over the investee;
- exposure, or rights or variable returns from its involvement with the investee; and
- the ability to use its power over the investee to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

## **2(d) Summary of significant accounting policies (Cont'd)**

### **Consolidation (Cont'd)**

#### Acquisitions

The acquisition method of accounting is used to account for business combinations entered into by the Group. The consideration transferred for the acquisition of a subsidiary or business comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group.

The consideration transferred also includes any contingent consideration arrangement and any pre-existing equity interest in the subsidiary measured at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

The excess of (a) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair value of the identifiable net assets acquired is recorded as goodwill.

#### Disposal

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Group.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interest.

All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable SFRS (I)). The fair value of any investment retained in the former subsidiary at the date when the control is lost is regarded as the fair value on the initial recognition for subsequent accounting under SFRS(I) 9, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

## **2(d) Summary of significant accounting policies (Cont'd)**

### **Property, plant and equipment**

Property, plant and equipment are stated at cost or valuation less accumulated depreciation and accumulated impairment losses, if any. Depreciation is computed utilising the straight-line method to write off the cost of these assets over their estimated useful lives as follows:

Leasehold property	75 years
Motor vehicles	5 years
Beauty, slimming and spa equipment	4 to 12 years
Renovations	5 years
Furniture and office equipment	2 to 5 years

The cost of property, plant and equipment includes expenditure that is directly attributable to the acquisition of the items. Dismantlement, removal or restoration costs are included as part of the cost of property, plant and equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the asset. Cost may also include transfers from equity of any gains/losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent expenditure relating to property, plant and equipment that has been recognised is added to the carrying amount of the asset when it is probable that future economic benefits, in excess of the standard of performance of the asset before the expenditure was made, will flow to the Group and the cost can be reliably measured. Other subsequent expenditure is recognised as an expense during the financial year in which it is incurred.

For acquisitions and disposals during the financial year, depreciation is provided from the month of acquisition and to the month before disposal respectively. Fully depreciated property, plant and equipment are retained in the books of accounts until they are no longer in use.

The gain or loss arising on disposal or retirement of an item of plant and equipment is determined as the difference between the sales proceeds and the carrying amounts of the asset and is recognised in profit or loss.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at the end of each reporting period as a change in estimates.

### **Investment properties**

Investment properties are properties held to earn rental income and/or for capital appreciation and are not occupied by the Group.

Investment properties are treated as non-current investments and are initially recognised at cost and subsequently carried at fair value, representing open market value determined on annual basis by independent professional valuers. Gross changes in fair values and the related tax impact are recognised in profit or loss.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is recognised as additions and the carrying amounts of the replaced components are written off to profit or loss. The cost of maintenance, repairs and minor improvement is charged to profit or loss when incurred.

Investment properties are derecognised when either they have been disposed of or when the investment properties are permanently withdrawn from use and no future economic benefit is expected from the disposal. On disposal or retirement of an investment property, the difference between any disposal proceeds and the carrying amount is recognised in profit or loss.

## **2(d) Summary of significant accounting policies (Cont'd)**

### **Investment properties (Cont'd)**

#### Transfers

Transfers to, or from, investment properties are made when there is a change in use, evidenced by:

- commencement of owner occupation, for a transfer from investment properties to property, plant and equipment;
- commencement of development with a view to sell, for a transfer of investment properties to development properties; or
- end of owner occupation, for a transfer from property, plant and equipment to investment properties.

For transfer to investment properties from development properties for sale, the deemed cost for subsequent accounting is the fair value at the date of change in use. For a transfer from owner-occupied property to investment property, the property is measured at revalued amount and accounted for in accordance with the accounting policy for property, plant and equipment up to the date of change in use.

#### **Investment in subsidiaries**

In the Company's separate financial statements, investments in subsidiaries are stated at cost less allowance for any impairment losses on an individual subsidiary basis.

#### **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### **(a) Financial assets**

#### **Initial recognition and measurement**

Financial assets are recognised when, only when the entity becomes party to the contractual provisions of the instruments.

The classification of financial assets, at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of financial assets that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of financial asset not at fair value through profit or loss, transaction costs. Financial assets are measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party if the financial assets do not contain a significant financing component at initial recognition.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are "solely payments of principal and interest" (SPPI) on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchase or sales of financial assets that required delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e. the date that the Group commits to purchase or sell the asset.



**2(d) Summary of significant accounting policies (Cont'd)**

**Financial instruments (Cont'd)**

**(a) Financial assets (Cont'd)**

**Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

**Financial assets at amortised cost (debt instruments)**

Subsequent measurement of debt instruments depends on the Group's business model with the objective to hold financial assets in order to collect contractual cash flows and the contractual cash terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal and interest on the principal amount outstanding on the asset.

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through amortisation process.

The Group's financial assets at amortised cost include trade and other receivables, excluding prepayments.

**Fair value through other comprehensive income (debt instruments)**

Financial assets that are held for collection of contractual of cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Financial assets measured at FVOCI are subsequently measured at fair value. Any gains or losses from changes in fair value of the financial assets are recognised in other comprehensive income, except for impairment losses, foreign exchange gains and losses and interest calculated using the effective interest method are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is de- recognised.

The Group and the Company do not have any investments in fair value through other comprehensive income (debt instruments).

**Financial assets designated at fair value through OCI (equity instruments)**

The Group subsequently measures all equity instruments at fair value. On initial recognition of an equity instruments that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in OCI. The classification is determined on an instrument-by-instrument basis. Dividends from such investments are to be recognised in profit or loss when the Group's right to receive payments is established.

**2(d) Summary of significant accounting policies (Cont'd)**

**Financial instruments (Cont'd)**

**(a) Financial assets (Cont'd)**

**Financial assets designated at fair value through OCI (equity instruments) (Cont'd)**

Changes in fair value of financial assets at fair value through profit or loss are recognised in profit or loss. Changes in fair value of financial assets at FVOCI are recognised in OCI are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group and the Company did not elect to classify irrevocably its non-quoted equity investments under this category.

**Financial assets at fair value through profit and loss**

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at FVOCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch. A gain or loss on a debt instruments that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss statement in the period in which it arises. Interest income from these financial assets is included in the finance income.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes listed equity investment which the Group had not irrevocably elected to classify at FVOCI. Dividends on listed equity instruments are also recognised as other income in the statement of comprehensive income when the right of payment has been established.

The Group and the Company do not hold any financial assets at fair value through profit or loss.

**2(d) Summary of significant accounting policies (Cont'd)**

**Financial instruments (Cont'd)**

**(a) Financial assets (Cont'd)**

**Derecognition**

A financial asset (or, where applicable, part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

**Impairment of financial assets**

The Group assesses on a forward-looking basis the expected credit losses (ECL) associated with its debt instrument assets carried at amortised cost. ECL are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-months ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade and other receivables, the Group measures the loss allowance at an amount equal to the lifetime expected credit losses as at the reporting date, the credit risk has not increased significantly since initial recognition. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. The internal credit ratings have been mapped to external credit ratings determined by credit rating agencies such as Moody's and Fitch, so as to determine the appropriate expected credit loss rates.

**2(d) Summary of significant accounting policies (Cont'd)**

**Financial instruments (Cont'd)**

**(a) Financial assets (Cont'd)**

**Impairment of financial assets (Cont'd)**

The Group considers a financial asset in default when contractual payments are past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

**(b) Financial liabilities**

**Initial recognition and measurement**

Financial liabilities are recognised initially at fair value less directly attributable transaction costs. The financial liabilities comprise trade and other payables, excluding deferred income.

**Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by SFRS(I) 9. Separate embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the statement of profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in SFRS (I) 9 are satisfied. The Group has not designated any financial liability as at fair value through profit or loss.

The Group and the Company do not have financial liabilities at fair value through profit or loss.

**2(d) Summary of significant accounting policies (Cont'd)**

**(b) Financial liabilities (Cont'd)**

**Financial liabilities not carried at fair value through profit or loss**

After initial recognition, financial liabilities that are not carried at fair value through profit or loss such as trade and other payables and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Borrowings which are due to be settled within 12 months after the end of the reporting period are included in current borrowings in the statement of financial position even though the original terms were for a period longer than twelve months and an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the end of the reporting period. Borrowings to be settled within the Group's operating cycle are classified as current. Other borrowings due to be settled more than twelve months after the end of the reporting period are included in non-current borrowings in the statement of financial position.

**Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

**Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis, and includes all costs in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

**Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand and bank deposits with financial institutions which are subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents exclude restricted cash and fixed deposits pledged, and are presented net of bank overdraft which is repayable on demand and which forms an integral part of cash management.

**Non-current assets held for sale**

Non-current assets that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets are remeasured in accordance with the Group's accounting policies. Thereafter, the assets classified as held for sale are measured at the lower of their carrying amount and fair value less cost to sell.

Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss. Property, plant and equipment once classified as held for sale are not depreciated.

## **2(d) Summary of significant accounting policies (Cont'd)**

### **Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

### **Provisions**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Present obligations arising from onerous contracts are recognised as provisions.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of the time is recognised as finance costs.

### Provision for reinstatement cost

The provision for reinstatement cost arose from the restoration work upon expiry of the lease of premise. The Group recognises the estimated costs of dismantlement, removal or restoration of items of plant and equipment arising from the acquisition or use of assets. This provision is estimated based on the best estimate of the expenditure required to settle the obligation, taking into consideration time value.

Changes in the estimated timing or amount of the expenditure or discount rate for asset dismantlement, removal and restoration costs are adjusted against the cost of the related plant and equipment, unless the decrease in the liability exceeds the carrying amount of the asset or the asset has reached the end of its useful life. In such cases, the excess of the decrease over the carrying amount of the asset or the changes in the liability is recognised in profit or loss immediately.

### **Financial guarantees**

The Group has issued corporate guarantees to financial institutions for the borrowings of certain subsidiaries. These guarantees are financial guarantee contracts as they require the Group to reimburse the financial institutions if the subsidiaries fail to make principal or interest payments when due in accordance with the terms of their borrowings.

Financial guarantee contracts, if assessed to be material, are initially recognised at their fair values plus transaction costs in the statement of financial position.

Financial guarantee contracts are subsequently amortised to profit or loss over the period of the subsidiaries' borrowings, unless the Group has incurred an obligation to reimburse the financial institutions for an amount higher than the unamortised amount. In this case, the financial guarantee contracts shall be carried at the expected amount payable to the financial institutions.

### **Dividends**

Final dividends proposed by the directors are not accounted for in shareholders' equity as an appropriation of retained profit, until they have been approved by the shareholders in a general meeting. When these dividends have been approved by the shareholders and declared, they are recognised as a liability.

Interim dividends are simultaneously proposed and declared, because the articles of constitution of the Group grant the directors the authority to declare interim dividends. Consequently, interim dividends are recognised directly as a liability when they are proposed and declared.

**2(d) Summary of significant accounting policies (Cont'd)**

**Leases**

**Where the Group is the lessee,**

Finance leases

Where assets are financed by lease agreements that give rights approximating to ownership, the assets are capitalised as if they have been purchased outright at values equivalent to the lower of the fair values of the leased assets and the present value of the total minimum lease payments during the periods of the leases. The corresponding lease commitments are included under liabilities. The excess of lease payments over the recorded lease obligations are treated as finance charges which are amortised over each lease to give a constant effective rate of charge on the remaining balance of the obligation.

The leased assets are depreciated on a straight-line basis over their estimated useful lives as detailed in the accounting policy on "property, plant and equipment".

Operating leases

Rentals on operating leases are charged to profit or loss on a straight-line basis over the lease term. Lease incentives, if any, are recognised as an integral part of the net consideration agreed for the use of the leased asset. Penalty payments on early termination, if any, are recognised in the profit or loss when incurred.

Contingent rents are mainly determined as a percentage of revenue in excess of a specified amount during the month. They are charged to the profit or loss when incurred.

**Where the Group is the lessor,**

Operating leases

Rental income from operating leases (net of any incentives given to the lessees) is recognised in profit or loss on a straight-line basis over the lease term.

**Income taxes**

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting or taxable profit or loss at the time of the transaction.

A deferred income tax liability is recognised on temporary differences arising on investments in subsidiaries, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

## **2(d) Summary of significant accounting policies (Cont'd)**

### **Income taxes (Cont'd)**

Deferred income tax is measured:

- (i) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the date of the financial position; and
- (ii) based on the tax consequence that will follow from the manner in which the Group expects, at the date of the financial position, to recover or settle the carrying amounts of its assets and liabilities.

Current and deferred income taxes are recognised as income or expense in the profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised either in other comprehensive income or directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

### **Employee benefits**

#### Short-term employee benefits

Short-term employee benefit obligations, including accumulated compensated absences, are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

#### Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. Accrual is made for the unconsumed leave as a result of services rendered by employees up to the end of the reporting period.

#### Defined contribution plans

A defined contribution plans is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

### **Key management personnel**

Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the entity. Directors and certain management are considered key management personnel.



## **2(d) Summary of significant accounting policies (Cont'd)**

### **Related parties**

A related party is defined as follows:

- (a) A person or a close member of that person's family is related to the Group and the Company if that person:
  - (i) has control or joint control over the Company;
  - (ii) has significant influence over the Company; or
  - (iii) is a member of the key management personnel of the Group or the Company or of a parent of the Company.
  
- (b) An entity is related to the Group and the Company if any of the following conditions applies:
  - (i) the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
  - (ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - (iii) both entities are joint ventures of the same third party.
  - (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.
  - (vi) the entity is controlled or jointly controlled by a person identified in (a).
  - (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
  - (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

### **Impairment of non-financial assets**

The carrying amounts of the Company's and the Group's non-financial assets subject to impairment are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

If it is not possible to estimate the recoverable amount of the individual asset, then the recoverable amount of the cash-generating unit to which the assets belong will be identified.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level. Goodwill is allocated to those cash-generating units that are expected to benefit from synergies of the related business combination and represent the lowest level within the company at which management controls the related cash flows.

Individual assets or cash-generating units that include goodwill and other intangible assets with an indefinite useful life or those not yet available for use are tested for impairment at least annually. All other individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of fair value, reflecting market conditions less costs to sell and value-in-use, based on an internal discounted cash flow evaluation. Impairment losses recognised for cash-generating units, to which goodwill has been allocated, are credited initially to the carrying amount of goodwill. Any remaining impairment loss is charged pro rata to the other assets in the cash-generating unit. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist.

## **2(d) Summary of significant accounting policies (Cont'd)**

### **Impairment of non-financial assets (Cont'd)**

Any impairment loss is charged to the profit or loss unless it reverses a previous revaluation in which case it is charged to equity.

With the exception of goodwill,

- An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount or when there is an indication that the impairment loss recognised for the asset no longer exists or decreases.
- An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised.
- A reversal of an impairment loss on a revalued asset is credited directly to equity under the heading revaluation surplus. However, to the extent that an impairment loss on the same revalued asset was previously recognised as an expense in the profit or loss, a reversal of that impairment loss is recognised as income in the profit or loss.

An impairment loss in respect of goodwill is not reversed, even if it relates to impairment loss recognised in an interim period that would have been reduced or avoided had the impairment assessment been made at a subsequent reporting or end of the reporting period.

A reversal of an impairment loss is recognised as income in profit or loss.

### **Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from customer. If customer pays consideration before the Group transfers good or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

### **Revenue recognition**

Revenue for the Group comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of business, net of goods and services tax, rebates and discounts and after eliminating sales within the Group.

The Group recognises revenue when the amount of revenue and related cost can be reliably measured, it is probable that the collectability of the related receivables is reasonably assured and when the specific criteria for each of the Group's activities are met as follows:

#### Sale of goods

Revenue on the sale of goods is recognised when the significant risks and rewards of ownership of the goods have been transferred to the customer. Revenue is not recognised to the extent that there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.

#### Beauty, slimming and spa service treatments

Revenue from beauty, slimming and spa treatments is recognised when services are rendered. Billed amounts for services which have not been rendered as at the end of the reporting period is recognised as deferred revenue and included in trade and other payables.

#### Interest income

Interest income is recognised as it accrues in profit or loss, using the effective interest method.

## **2(d) Summary of significant accounting policies (Cont'd)**

### **Revenue recognition (Cont'd)**

#### Rental income

Rental income receivable under operating leases is recognised in profit or loss on a straight-line basis over the term of the lease.

#### **Government grants**

Government grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant.

Grants that compensate the Group for expenses incurred are recognised in profit or loss as other income on a systematic basis in the same periods in which the expenses are recognised. Where the grant relates to an asset, the fair value is credited to a deferred income account and is released to profit or loss over the expected useful life of the asset.

#### **Functional and presentation currency**

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates (“functional currency”). The financial statements of the Group and the Company are presented in SGD, which is also the functional currency of the Company.

#### **Conversion of foreign currencies**

Transactions in a currency other than the functional currency (“foreign currency”) are translated into the functional currency using the exchange rates at the dates of the transactions. Currency translation differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the reporting date are recognised in profit or loss.

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the date of the transactions.

#### Translation of Group entities’ financial statements

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated at the closing exchange rates at the end of the reporting period;
- Income and expenses for each statement presenting profit and loss and other comprehensive income (i.e. including comparatives) shall be translated at exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve.

On the disposal of a foreign operation (i.e. a disposal of the Group’s entire interest in a foreign operation or a disposal involving loss of control over a subsidiary that includes a foreign operation), all of the accumulated exchange differences in respect of that foreign operation attributable to the Group are reclassified to profit or loss. Any exchange differences that have previously been attributed to non-controlling interests are derecognised, but they are not reclassified to profit or loss.

**2(d) Summary of significant accounting policies (Cont'd)**

**Operating segments**

For management purposes, operating segments are organised based on their services which are independently managed by the respective segment managers (i.e. specialist medical practitioners) responsible for the performance of the respective segments under their charge. The segment managers are directly accountable to the Chief Executive Officer (“CEO”) who regularly reviews the segment results in order to allocate resources to the segments and to assess segment performance.

**Earnings per share**

Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the financial period.

Diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, for the effect of all dilutive potential ordinary shares.

**3 Revenue**

Revenue for the Group represents net invoiced trading sales excluding inter-Group transactions and applicable goods and services tax.

	2019			2018		
	At a point in time \$'000	Over time \$'000	Total \$'000	At a point in time \$'000	Over time \$'000	Total \$'000
<b>The Group</b>						
<u>Singapore</u>						
Sales of goods	4,466	-	4,466	3,053	-	3,053
Beauty, slimming and spa service treatments	-	2,943	2,943	-	3,149	3,149
Rental income	-	-	-	-	1,551	1,551
<u>Malaysia</u>						
Sales of goods	63	-	63	83	-	83
Beauty, slimming and spa service treatments	-	1,413	1,413	-	1,268	1,268
Rental income	-	-	-	-	-	-
	<b>4,529</b>	<b>4,356</b>	<b>8,885</b>	<b>3,136</b>	<b>5,968</b>	<b>9,104</b>

**4 Property, plant and equipment**

The Group	Leasehold property \$'000	Motor vehicles \$'000	Beauty, slimming and spa equipment \$'000	Renovations \$'000	Furniture and office equipment \$'000	Total \$'000
<u>Cost</u>						
At 1 April 2017	3,268	527	4,156	4,609	2,396	14,956
Additions	-	-	67	142	51	260
Disposal	-	-	-	-	(66)	(66)
Write-off	-	-	-	(37)	(2)	(39)
Reclassified to non-current assets held for sale (Note 11)	(3,268)	-	-	-	-	(3,268)
Exchange differences	-	2	37	60	17	116
At 31 March 2018	-	529	4,260	4,774	2,396	11,959
Additions	-	119	426	639	81	1,265
Disposal	-	(97)	-	(118)	-	(215)
Exchange differences	-	-	(6)	46	(26)	14
<b>At 31 March 2019</b>	<b>-</b>	<b>551</b>	<b>4,680</b>	<b>5,341</b>	<b>2,451</b>	<b>13,023</b>
<u>Accumulated depreciation/impairment losses</u>						
At 1 April 2017	313	290	3,707	4,393	2,206	10,909
Depreciation for the year	40	65	163	99	79	446
Disposal	-	-	-	-	(33)	(33)
Write-off	-	-	-	(8)	-	(8)
Impairment losses recognised	-	-	25	200	9	234
Reclassified to non-current assets held for sale (Note 11)	(353)	-	-	-	-	(353)
Exchange differences	-	2	36	55	13	106
At 31 March 2018	-	357	3,931	4,739	2,274	11,301
Depreciation for the year	-	65	181	125	101	472
Disposal	-	(55)	-	(163)	-	(218)
Impairment losses recognised	-	-	290	-	11	301
Exchange differences	-	3	(32)	(11)	(37)	(77)
<b>At 31 March 2019</b>	<b>-</b>	<b>370</b>	<b>4,370</b>	<b>4,690</b>	<b>2,349</b>	<b>11,779</b>
<u>Net book value</u>						
<b>At 31 March 2019</b>	<b>-</b>	<b>181</b>	<b>310</b>	<b>651</b>	<b>102</b>	<b>1,244</b>
At 31 March 2018	-	172	329	35	122	658
At 31 March 2017	2,955	237	449	216	190	4,047

**4 Property, plant and equipment (Cont'd)**

The Company Cost	Furniture and office equipment \$'000
At 1 April 2017, 31 March 2018 and 31 March 2019	1
<hr/>	
<u>Accumulated depreciation</u>	
At 1 April 2017, 31 March 2018 and 31 March 2019	1
<hr/>	
<u>Net book value</u>	
<b>At 31 March 2019</b>	-
<hr/>	
At 31 March 2018	-

- (a) The carrying amount of motor vehicles held under finance lease arrangements (Note 14.1) for the Group as at 31 March 2019 amounted to \$114,840 (2018 - \$169,000).
- (b) During the financial year, the Group acquired property, plant and equipment with an aggregate cost of \$1,265,000 (2018 - \$260,000) of which \$70,680 (2018 - \$Nil) was acquired by way of finance lease arrangement and \$1,194,320 (2018 - \$260,000) by cash. Additions to renovations include provision for reinstatement cost amounting to \$30,662 (2018 - \$Nil) (Note 17).

**Impairment testing of property, plant and equipment**

The Group has been incurring losses. The Group conducted an impairment test on the property, plant and equipment of its cash-generating units ("CGUs"). As a result of that test, the Group determined that the carrying values of certain of its assets exceeded their recoverable amounts as at the reporting date and recorded an impairment loss of \$301,000 for the year ended 31 March 2019 (2018 - \$234,000).

The recoverable amount of the cost of property, plant and equipment was based on the higher of fair value less costs to sell and value-in-use. The fair value less cost to sell is determined based on the fair values of each of the identified assets and liabilities of each CGU. The non-current assets approximated to their fair values based on market quotes for the vehicles. In the financial year ended 31 March 2019, the recoverable amount is assessed to be lower than the carrying amount and management has concluded that there is impairment.

**5 Investment property**

	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
The Group			
At beginning of year	-	57,000	57,176
Fair value loss on investment property	-	-	(176)
Reclassified to non-current assets held for sale (Note 11)	-	(57,000)	-
At end of year	-	-	57,000

The fair value of the investment property is determined by an independent firm of professional valuers who has appropriate recognised professional qualification and recent experience in the location and category of the investment property being valued. The fair value is based on the market value, being the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction. The valuation is based on a direct comparison method which is checked against the income method.

Investment property is valued on a highest and best used basis. For the Group's investment property, the current use is considered to be the highest and best use.

During the year ended 31 March 2019, the leasehold property reclassified to assets held for sale was disposed off for a proceed of \$64,800,000.

The details of the investment property held for sale by the Group are as follows:

<u>Description and location</u>	<u>Tenure</u>	Approximate floor area (sq m)	<u>Use of property</u>
A 4-storey refurbished shophouse development with mezzanine floor comprising 84 hotel rooms 48, 49, 50 Mosque Street Singapore 059526/27/28	99 - year leasehold commencing 28 August 2002	1,883.0	Commercial

The following amounts are recognised in the Group's profit or loss:

	2019 \$'000	2018 \$'000
The Group		
Rental income	-	1,551
Direct operating expenses	-	(22)
	-	1,529

All direct operating and other expenses arising from the investment property were borne, as per the rental agreement, by the related party of the Group.

**6 Subsidiaries**

	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
<b>The Company</b>			
<u>Unquoted equity investments, at cost</u>			
At beginning and end of year	4,258	4,258	4,258
<u>Allowance for impairment losses</u>			
At beginning of year	(3,993)	(2,993)	(814)
Allowance made	(265)	(1,000)	(2,179)
At end of year	(4,258)	(3,993)	(2,993)
Carrying amount	-	265	1,265

**Impairment testing of investments in subsidiaries**

During the financial year, management carried out a review of the recoverable amount of its subsidiaries and recognised an impairment loss of \$265,000 (2018: \$1,000,000) in respect of a subsidiary with recurring losses and a deficit in shareholder's equity.

As at 31 March 2019, the recoverable amount of subsidiaries was determined based on shareholder's equity of each subsidiary. The financials of the identified subsidiaries comprised mainly current assets and current liabilities with short term to maturity and approximated their fair values at year end. The carrying amount of the net assets, which approximated the fair value of the net assets, would be deemed as the recoverable amount of the subsidiaries. Based on management's evaluation, impairment is required for cost of investment since the recoverable amounts are lower than the carrying values at year end. Accordingly, the full impairment of \$4,258,000 (2018 - \$3,993,000) is recognised at the reporting date.

Details of investments in subsidiaries are as follows:

Name	Country of incorporation/ principal place of business	Attributable to equity interest of the Group		Principal activities
		2019 %	2018 %	
<u>Held by the Group</u>				
Mary Chia Beauty & Slimming Specialist Pte Ltd <sup>(1)</sup>	Singapore	100%	100%	Provision of lifestyle and wellness treatment services
Mary Chia Beauty & Slimming Specialist (Orchard) Pte. Ltd. <sup>(1)</sup>	Singapore	100%	100%	Provision of lifestyle and wellness treatment services
Urban Homme Face and Body Studio For Men Pte. Ltd. <sup>(1)</sup>	Singapore	100%	100%	Provision of lifestyle and wellness treatment services for men
Spa Menu Pte. Ltd. <sup>(1)</sup>	Singapore	100%	100%	Provision of lifestyle and wellness treatment services and retailing of lifestyle and wellness products
Organica International Holdings Pte. Ltd. <sup>(1)</sup>	Singapore	100%	100%	Direct selling of skincare and health supplements
Hotel Culture Pte. Ltd. <sup>(1)</sup>	Singapore	51%	51%	Investment holding
MCU Trading Pte. Ltd. <sup>(1)</sup>	Singapore	100%	100%	General wholesale trading
MCU Holdings Sdn. Bhd. <sup>(2)</sup>	Malaysia	100%	100%	Provision of lifestyle and wellness treatment services
<u>Held by Mary Chia Beauty &amp; Slimming Specialist Pte. Ltd.</u>				
Scinn Pte. Ltd. <sup>(1)</sup>	Singapore	100%	70%	Clinic and other general medical services
MSB Beauty Pte. Ltd. <sup>(5)</sup>	Singapore	51%	51%	Provision of lifestyle and wellness treatment services



**6 Investments in subsidiaries (Cont'd)**

Name	Country of incorporation/ principal place of business	Attributable to equity interest of the Group		Principal activities
		2019 %	2018 %	
<u>Held by Organica International Holdings Pte Ltd.</u>				
Organica International (M) Sdn. Bhd. <sup>(2)</sup>	Malaysia	100%	100%	Direct selling of skincare and health supplements
Organica Taiwan Branch <sup>(4)</sup>	Taiwan	100%	-	Direct selling of skincare and health supplements
<u>Held by MCU Trading Pte. Ltd.</u>				
Yue You International Trading (Shanghai) Co. Ltd <sup>(3)</sup>	China	100%	100%	General wholesale trading
<u>Held by MCU Holdings Sdn. Bhd.</u>				
MCU Beautitudes Sdn Bhd <sup>(2)</sup>	Malaysia	100%	100%	Provision of lifestyle and wellness treatment services

(1) Audited by Foo Kon Tan LLP, principal member firm of HLB International in Singapore.

(2) Audited by HLB Ler Lum, member firm of HLB International in Malaysia.

(3) Audited by Foo Kon Tan LLP for consolidation purposes

(4) Audited by HLB Candor Taiwan CPAs, member firm of HLB International in Taiwan.

(5) Not required to be audited as it is under liquidation.

Summarised financial information in respect of Group subsidiaries that have a material non-controlling interest (NCI) is set out below:

Name of subsidiary	Country of incorporation/ principal place of business	Proportion of ownership interests and voting rights held by non-controlling interest		Profit allocated to non-controlling interest		Accumulated non-controlling interest	
		2019	2018	FY2019	FY2018	2019	2018
				\$'000	\$'000	\$'000	\$'000
Hotel Culture Pte. Ltd.	Singapore	49%	49%	2,379	487	1,566	(819)
Scinn Pte. Ltd.	Singapore	-%	30%	-	(193)	-	(211)
MSB Beauty Pte. Ltd.	Singapore	49%	49%	-	(6)	(53)	(53)
				<b>2,379</b>	<b>288</b>	<b>1,513</b>	<b>(1,083)</b>

**6 Investments in subsidiaries (Cont'd)**

Summarised financial information, before inter-company eliminations, in respect of Group's subsidiaries that have a material non-controlling interest (NCI) is set out below.

	<b>Hotel Culture Pte Ltd</b>	
	<b>2019</b>	<b>2018</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>Summarised statement of comprehensive income</b>		
Revenue	-	1,780
Profit/(Loss) for the year and total comprehensive income	<b>4,856</b>	<b>9,396</b>
<b>Profit/(loss) for the year representing total comprehensive income</b>		
- attributable to equity holders of the Group	2,477	8,909
- attributable to NCI	2,379	487
	<b>4,856</b>	<b>9,396</b>
<b>Summarised statement of financial position</b>		
<b>Current</b>		
Assets	14,334	88,039
Liabilities	(16,314)	(84,891)
Net current assets/(liabilities)	<b>(1,980)</b>	<b>3,148</b>
<b>Non-Current</b>		
Assets	-	-
Liabilities	-	-
Net non-current assets/(liabilities)	-	-
<b>Equity</b>		
Equity attributable to equity holders of the Group	(3,546)	3,967
Non-controlling interest	1,566	(819)
	<b>(1,980)</b>	<b>3,148</b>
<b>Other summarised information</b>		
Cash flows from operating activities	(35,458)	1,734
Cash flows from investing activities	64,800	(9,209)
Cash flows from financing activities	(28,913)	7,469
Net increase / (decrease) in cash and cash equivalents	<b>429</b>	<b>(6)</b>

\* denotes amount less than \$1,000

**6 Investments in subsidiaries (Cont'd)**

Acquisition of non-controlling interests

The following schedule shows the effects of changes in the Group's ownership interest in a subsidiary; SCINN that did not result in change of control, on the equity attributable to owners of the parent.

	<b>2019</b>
	<b>\$'000</b>
Amount paid on changes in ownership interest in a subsidiary	(182)
Non-controlling interest acquired	(217)
Difference recognised in capital reserves	(399)

In the financial year ended 31 March 2019, the Group acquired an additional 225,000 new ordinary shares issued by SCINN and increased its equity ownership in the subsidiary from 70% to 100%. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners. The decrease in the NCI share of \$399,000 is charged to capital reserve.

**7 Other assets**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
<u>Current</u>						
Prepayments	488	206	135	7	8	4
Deposits	790	301	867	-	-	-
	<u>1,278</u>	<u>507</u>	<u>1,002</u>	<u>7</u>	<u>8</u>	<u>4</u>
<u>Non-current</u>						
Deposits	123	645	386	-	-	-

Deposits relate to rental deposits paid for the Group's offices and operating outlets.

**8 Inventories**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Products held for sale, at cost	435	443	402	-	-	-

The carrying amount of inventories sold and recognised as an expense in the consolidated statement of comprehensive income was \$637,000 (2018 - \$396,000) for the financial year ended 31 March 2019.

Notes to the revised financial statements for the financial year ended 31 March 2019

9 Trade and other receivables

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Trade receivables	304	243	354	2	2	2
Allowance for impairment losses	(167)	(160)	(18)	-	-	-
	137	83	336	2	2	2
Other receivables:						
Amounts due from related parties	-	43	-	-	-	-
GST receivables	15	24	16	2	3	2
Amounts due from subsidiaries (non-trade)	-	-	-	26,799	29,877	5,586
Amounts due from related companies	42	-	-	-	-	-
Sundry receivables	179	136	74	2	-	-
	236	203	90	26,803	29,880	5,588
Allowance for impairment losses	-	(93)	(40)	(18,094)	(4,658)	(4,658)
	236	110	50	8,709	25,222	930
	373	193	386	8,711	25,224	932

The movement in allowance for impairment losses in respect of receivables is as follows:

	The Group		The Company	
	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000
At 1 April	253	58	4,658	4,658
Allowance made	167	195	13,436	-
Reversal of impairment during the year	(253)	-	-	-
At 31 March	167	253	18,094	4,658
Trade receivables	167	160	-	-
Other receivables	-	93	18,094	4,658
	167	253	18,094	4,658

Amounts due from related parties are non-trade in nature, unsecured, interest-free and repayable on demand.

Receivables that have been determined to be impaired at the end of the reporting period relate to debtors that are in financial difficulties or have defaulted on payments. These trade receivables are not secured by any collateral or credit enhancements.

During the year ended 31 March 2019, the Group has assessed and net reversal of impairment amounting to \$86,000 (2018 - impairment of \$195,000) were made to balances recovered and non-recoverable balances, respectively. During the year ended 31 March 2019, The Company has assessed and decided to impair the amount due from subsidiaries of \$13,436,000 (2018 - \$Nil) as these balances are not recoverable.

Trade and other receivables are denominated in the following currencies:

	The Group		The Company	
	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000
Singapore dollar	310	131	8,711	25,224
Malaysian ringgit	63	62	-	-
	373	193	8,711	25,224

**9 Trade and other receivables (Cont'd)**

The credit risk for trade and other receivables based on the information provided to key management is as follows:

	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
The Group			
<u>By geographical area</u>			
Singapore	310	130	328
Malaysia	63	63	58
	<u>373</u>	<u>193</u>	<u>386</u>

	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
The Company			
<u>By geographical area</u>			
Singapore	8,711	25,224	932
	<u>8,711</u>	<u>25,224</u>	<u>932</u>

The ageing analysis of trade receivables is as follows:

	Gross 2019 \$'000	Impairment losses 2019 \$'000	Gross 2018 \$'000	Impairment losses 2018 \$'000
The Group				
Not past due	65	-	69	-
Past due 0 to 90 days	66	-	5	-
Past due 91 to 182 days	-	-	-	-
Past due 183 to 365 days	-	-	-	-
Past due over 365 days	173	(167)	169	(160)
	<u>304</u>	<u>(167)</u>	<u>243</u>	<u>(160)</u>

Except as disclosed, the Group believes that no further impairment allowance is necessary in respect of trade receivables.

	Gross 2019 \$'000	Impairment losses 2019 \$'000	Gross 2018 \$'000	Impairment losses 2018 \$'000
The Company				
Not past due	-	-	-	-
Past due 0 to 90 days	-	-	-	-
Past due 91 to 182 days	-	-	-	-
Past due 183 to 365 days	-	-	-	-
Past due over 365 days	2	-	2	-
	<u>2</u>	<u>-</u>	<u>2</u>	<u>-</u>

**10 Cash and cash equivalents**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Cash and bank balances	3,571	680	707	2,177	3	*
Fixed deposits	502	60	60	-	-	-
	<b>4,073</b>	<b>740</b>	<b>767</b>	<b>2,177</b>	<b>3</b>	<b>-</b>

The fixed deposits at the balance sheet date have a maturity of approximately 2 months (2018 - 3 months) from the end of the financial year and earned effective interest at the rate of approximately 0.6% (2018 - 0.35%) per annum.

Cash and cash equivalents are denominated in the following currencies:

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Singapore dollar	3,610	674	700	2,177	3	*
Taiwan dollar	442	-	-	-	-	-
Chines renminbi	*	-	-	-	-	-
Malaysian ringgit	21	66	67	-	-	-
	<b>4,073</b>	<b>740</b>	<b>767</b>	<b>2,177</b>	<b>3</b>	<b>*</b>

For the purpose of presenting the consolidated statement of cash flows, consolidated cash and cash equivalents comprise the following:

	2019 \$'000	2018 \$'000
The Group		
Cash and cash equivalents as above	4,073	740
Bank overdraft (Notes 14.4)	-	(51)
Restricted cash	(502)	(502)
Fixed deposits	(441)	-
Fixed deposits pledged for rental arrangement	(61)	(60)
	<b>3,069</b>	<b>127</b>

\* denotes amount less than \$1,000

**11 Assets held for sale**

On 1 March 2018, a subsidiary, Hotel Culture Pte. Ltd., entered into an agreement to dispose of its property to an entity controlled by the non-controlling interest of that subsidiary for a consideration of \$64,800,000.

Part of this property is leased to earn rental and the remaining floor area is for own use. Accordingly, this property with a carrying value of \$59,915,000 have been reclassified as assets held for sale in the statement of financial position as at 31 March 2018. The sale of the properties was completed on 7 May 2018.

**12 Share capital**

	31 March 2019	31 March 2018	1 April 2017	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
The Company	No. of ordinary shares					
Issued and fully paid, with no par value	163,495,140	163,495,140	163,495,140	4,818	4,818	4,818

The holders of ordinary shares are entitled to receive dividends as and when declared from time to time and are entitled to one vote per share at the meetings of the Group. All shares rank equally with regard to the Company's residual assets.

**13 Reserves**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Merger reserve	(927)	(927)	(927)	-	-	-
Capital reserve	(399)	-	-	-	-	-
Foreign currency translation reserve	(316)	7	122	-	-	-
Retained earnings / (accumulated losses)	(7,978)	(5,026)	470	(4,786)	9,699	(9,988)
	(9,620)	(5,946)	(335)	(4,786)	9,699	(9,988)

Merger reserve

Merger reserve represents the difference between the value of shares issued by the Group in exchange for the value of shares acquired in respect of the acquisition of subsidiaries accounted for under the pooling-of-interests method.

Foreign currency translation reserve

Foreign currency translation reserve arises from the translation of financial statements of foreign entities whose functional currencies are different from the Group's presentation currency.

Capital reserve

Capital reserve also represented the difference between consideration paid and the adjustment to non-controlling interest arising from changes in Group's interest in a subsidiary that do not result in a loss of control which are accounted for as transaction with owners.

**14 Borrowings**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
<b>Non-current</b>						
Obligations under finance leases (Note 14.2)	150	154	206	-	-	-
Loans from financial institutions (Note 14.3)	-	-	22,272	-	-	-
	<b>150</b>	<b>154</b>	<b>22,478</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Current</b>						
Obligations under finance leases (Note 14.2)	43	53	74	-	-	-
Loans from financial institutions (Note 14.3)	-	28,944	6,615	-	31	230
Bank overdraft (Note 14.4)	-	51	100	-	-	-
	<b>43</b>	<b>29,048</b>	<b>6,789</b>	<b>-</b>	<b>31</b>	<b>230</b>
	<b>193</b>	<b>29,202</b>	<b>29,267</b>	<b>-</b>	<b>31</b>	<b>230</b>

**14.1 Carrying amounts and fair values**

The carrying amounts and fair values of borrowings at the end of the reporting period are as follows:

	2019		2018	
	Carrying amount \$'000	Fair value \$'000	Carrying amount \$'000	Fair value \$'000
The Group				
Obligations under finance leases	193	213	207	234
Bank loans	-	-	28,944	28,353
	<b>193</b>	<b>213</b>	<b>29,151</b>	<b>28,587</b>
<hr/>				
	2019		2018	
	Carrying amount \$'000	Fair value \$'000	Carrying amount \$'000	Fair value \$'000
The Company				
Bank loans	-	-	31	29

The fair values are determined from the discounted cash flow analysis, using the discount rates based upon the borrowing rates which the directors expect would be available to the Group at the end of the reporting period, as follows:



**14 Borrowings (Cont'd)**

	The Group		The Company	
	2019 %	2018 %	2019 %	2018 %
Obligations under finance leases	4.25	4.8	-	3.5
Bank loans	-	3.14	-	-
Loan from related party	5.25	-	-	-

No adjustment has been made to fair values as the differences between the carrying amounts and fair values are not significant to the Group and the Company.

Refer to Note 25 for details of foreign currency risk, liquidity risk and interest rate risk exposures.

**14.2 Obligations under finance leases**

The Group has acquired certain property, plant and equipment under finance leases. These leases have no terms of renewal, purchase options and escalation clauses. The interest rate implicit in the leases ranges from 1.93% to 5.97% (2018 - 1.93 % to 7.08%) per annum. Future minimum lease payments under the finance lease arrangements together with the present values of the net minimum lease payments are as follows:

	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
The Group			
Minimum lease payments payable:			
No later than one year	51	61	85
Later than one year and not later than five years	146	156	200
Later than five years	19	10	26
	<b>216</b>	<b>227</b>	<b>311</b>
Less: Finance charges allocated to future years	(23)	(20)	(31)
Present value of minimum lease payments	<b>193</b>	<b>207</b>	<b>280</b>
Present value of minimum lease payments:			
No later than one year	43	53	74
Later than one year and not later than five years	131	144	182
Later than five years	19	10	24
	<b>150</b>	<b>154</b>	<b>206</b>
	<b>193</b>	<b>207</b>	<b>280</b>

Finance lease liabilities are secured by certain property, plant and equipment of the Group (see Note 4), several personal guarantees from a director of the Company, namely Ms Ho Yow Ping (He YouPing), and corporate guarantee by the Company.

**14 Borrowings (Cont'd)**

**14.3 Loans from financial institutions**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
<b>Repayable:</b>						
<b><u>Current</u></b>						
No later than one year	-	28,944	6,615	-	31	230
<b><u>Non-current</u></b>						
Later than one year and no later than five years	-	-	-	-	-	-
Later than five years	-	-	5,907	-	-	-
	-	-	16,365	-	-	-
	-	-	22,272	-	-	-
	-	28,944	28,887	-	31	230
<b><u>Current</u></b>						
Term loans	-	3,118	417	-	31	230
Amalgamated term loan	-	19,309	1,167	-	-	-
Revolving working capital loans	-	6,517	5,031	-	-	-
	-	28,944	6,615	-	31	230
<b><u>Non-Current</u></b>						
Term loans	-	-	3,091	-	-	-
Amalgamated term loan	-	-	19,181	-	-	-
	-	-	22,272	-	-	-

**Term loans**

The term loans have weighted average interest rate of Nil % (2018 - 2.95%) per annum and are repayable on monthly instalment and secured by the investment property and leasehold property (the "Properties") of the Group.

The Company had a loan of \$31,000 due by 1 January 2018 remained unpaid as at 31 March 2018. This loan was settled on 4th April 2018.

**Amalgamated term loan**

The loan bears interest at Nil % (2018 - 2.95%) per annum.

The amalgamated loan is secured by the properties, fixed and floating charges on personal properties associated with the Properties, existing deed of proportionate guarantee from a non-controlling interest of a subsidiary, and a corporate guarantee from the Company.

**Revolving working capital loans**

Revolving working capital loans bear interest at rates at Nil % (2018 - 3.13%) per annum. The loans are repayable on monthly instalment, and are secured by the properties, and a corporate guarantee from the Company.

**14 Borrowings (Cont'd)**

**14.4 Bank overdraft**

Bank overdraft is secured by the following:

- (i) personal guarantee from a director of the Group;
- (ii) corporate guarantee from the Group; and
- (iii) negative pledge over all assets of a subsidiary.

At the reporting date, bank overdraft bore interest at Nil % (2018 - 8.85%) per annum over the prevailing prime rate of the bank.

**15 Trade and other payables**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
<u>Current</u>						
Trade payables - third parties	2,628	3,345	2,858	71	250	152
Amounts due to subsidiaries (non-trade)	-	-	-	10,650	8,245	6,732
Amounts due to related parties (non-trade)	138	382	77	1	2,201	-
Loan from former director	3,242	2,200	-	-	-	-
Amount due to non-controlling interest of a subsidiary (non-trade)	-	350	-	-	-	-
Dividend payable to non-controlling interest of a subsidiary	-	20,580	-	-	-	-
Goods and services tax payable	53	91	101	-	-	-
Deposit for sale of property	-	648	-	-	-	-
Other deposits	3	2	253	-	-	-
Accrued operating expenses	1,524	2,048	1,560	141	256	257
	<b>7,588</b>	<b>29,646</b>	<b>4,849</b>	<b>10,863</b>	<b>10,952</b>	<b>7,141</b>
<u>Non-current</u>						
Amounts due to director						
Loans	40	742	966	-	-	-
Accrued salaries	-	705	436	-	-	-
	<b>40</b>	<b>1,447</b>	<b>1,402</b>	<b>-</b>	<b>-</b>	<b>-</b>
Former Director (Former Shareholder)						
Loans	178	572	836	-	-	-
Accrued salaries	-	1,351	1,223	-	-	-
	<b>178</b>	<b>1,923</b>	<b>2,059</b>	<b>-</b>	<b>-</b>	<b>-</b>
Total amounts due to director/former director	<b>218</b>	<b>3,370</b>	<b>3,461</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Amounts due to related parties (non-trade)**

Amounts due to subsidiaries, related parties and non-controlling interest of a subsidiary are unsecured, interest free and repayable on demand.

Related parties refer to the director of the Group and non-controlling interest of subsidiaries.

## 15 Trade and other payables (Cont'd)

### Amounts due to related parties (non-trade) (Cont'd)

Trade and other payables, excluding deferred revenue and deposit for sale of property, are denominated in the following currencies:

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Singapore dollar	5,393	29,724	7,259	10,863	10,952	7,141
Malaysian ringgit	2,294	3,289	1,051	-	-	-
Chinese renminbi	119	3	-	-	-	-
New Taiwan dollar	*	-	-	-	-	-
	<b>7,806</b>	<b>33,016</b>	<b>8,310</b>	<b>10,863</b>	<b>10,952</b>	<b>7,141</b>

### Amounts due to director/former director

During the financial year ended 31 March 2018, Ms Mary Chia Ah Tow ceased to be a director and a shareholder of the Company following the shares disposal. The director is also a shareholder of the Company.

The director and the former director have provided an undertaking not to demand repayment of the unsecured and non-interest bearing amounts due from the Group within the next 36 months from 31 March 2017 or until the cash flows of the Group permits, whichever is later. Non-current amounts due to director and former director are unsecured, interest-free and denominated in Singapore dollars.

Current loan from former director is unsecured, interest-free and denominated in Singapore dollars.

## 16 Contract liabilities

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Fees received, represented as:						
Current liabilities	2,365	2,474	1,996	-	-	-

Contract liabilities represent services for beauty, slimming and spa treatments which have not been rendered as at the end of reporting period.

## 17 Provision

Movements in provision for loans from directors are as follows:

	2019 \$'000	2018 \$'000
At beginning of the year	424	457
Unwinding of interest	5	(33)
At end of the year	<b>429</b>	<b>424</b>

Provision for reinstatement cost is denominated in Singapore Dollar.

**17 Provision (Cont'd)**

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Presented as:						
Current	256	150	262	-	-	-
Non-current	173	274	195	-	-	-
	<b>429</b>	<b>424</b>	<b>457</b>	<b>-</b>	<b>-</b>	<b>-</b>

Provision relates to estimated costs of dismantlement, removal or reinstatement of property, plant and equipment arising from the acquisition or use of assets, which are capitalised and included in the cost of property, plant and equipment.

**18 Other operating income**

	2019 \$'000	2018 \$'000
The Group		
Gain on disposal of investment property	4,885	-
Fair value adjustment to interest-free loans	-	246
Government grants	124	124
Sundry income	58	75
Other income	9	-
Gain on foreign exchange (realised)	24	-
	<b>5,100</b>	<b>445</b>

**19 Staff costs**

	2019 \$'000	2018 \$'000
The Group		
Salaries, wages, commissions and bonuses	5,140	5,122
Contributions to defined contribution plans	530	577
Foreign Worker Levy and Skill Development Levy	198	113
Other staff benefits	19	1
	<b>5,887</b>	<b>5,813</b>

**20 Other operating expenses**

	2019 \$'000	2018 \$'000
The Group		
Audit fees paid/payable to:		
- Auditors of the Group	129	108
- Other auditors	-	7
Advertising and marketing expenses	349	147
Bad debts written off		
- Trade receivables	97	124
- Other receivables	-	47
Bank charges	25	219
C.C & NETS service fee	136	-
Consultation fee	121	38
Dinner and dance expenses	9	15
Exhibition expenses	1	18
Fines and late payment interest	106	246
Final award under arbitration processing	-	580
Foreign exchange loss	-	15
Impairment loss on property, plant and equipment	301	234
Insurance	31	33
Internet and networking charges	16	33
Legal and professional fees	456	575
Listing related expenses	15	80
Loss on disposal of property, plant and equipment	-	26
Management fee	286	-
Member incentives	539	183
Property, plant and equipment written off	-	31
Printing and stationery	17	19
(Reversal of) / Impairment loss on trade receivables	(86)	142
Impairment loss on other receivables	-	53
Recruitment expenses	17	4
Repair and maintenance expenses	262	378
Staff training	29	45
Telephone, fax and email expenses	30	46
Utilities	87	160
Other operating expenses	1,485	213
	<b>4,458</b>	<b>3,819</b>

**21 Finance costs**

	2019 \$'000	2018 \$'000
The Group		
Interest expenses:		
- Bank overdraft	1	8
- Loans	-	1,020
- Finance lease liabilities	1	11
- Hire purchase interest expense	8	-
- Provision for reinstatement cost	5	-
- Changes in fair value on amount due to a former director	91	-
	<b>106</b>	<b>1,039</b>

**22 Income tax expense**

	2019 \$'000	2018 \$'000
The Group		
Current taxation		
- current year	-	164
- adjustment for prior years	-	(69)
	-	95
Deferred taxation		
- origination and reversal of temporary differences	-	-
	-	-
<b>Total taxation</b>	<b>-</b>	<b>95</b>

Reconciliation of effective tax rate

	2019 \$'000	2018 \$'000
The Group		
Loss before taxation	<b>(202)</b>	<b>(5,467)</b>
Tax at statutory rate of 17% (2018 - 17%)	(34)	(929)
Effect of different tax rates in another country	18	(22)
Tax effect on non-deductible expenses	716	188
Tax effect on non-taxable income	(830)	(45)
Tax exemption and rebate	-	(36)
Deferred tax assets on temporary difference not recognised	130	1,008
Adjustment for prior years	-	(69)
	-	95

As at the end of the reporting period, the Group had estimated unutilised tax losses amounting to approximately \$21,036,000 (2018 - \$20,268,000) that are available for offset against future taxable profits of the Group. The unutilised tax losses have no expiry dates. The use of these unutilised tax losses is subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation. The deferred tax assets arising from these unutilised tax losses of approximately \$3,576,000 (2018 - \$3,446,000) have not been recognised in the financial statements due to the uncertainty whether future taxable profits will be available against which the Group can utilise the benefits.

**23 Loss per share**

	2019	2018
The Group		
Loss attributable to equity holders of the Company (\$'000)	<b>(2,581)</b>	<b>(5,850)</b>
Weighted average number of ordinary shares in issue for basic earnings per share	<b>163,495,140</b>	<b>163,495,140</b>
<b>Basic and diluted loss per share (cents)</b>	<b>(1.58)</b>	<b>(3.58)</b>

## **24 Significant related party transactions**

### **Related party transactions**

Other than as disclosed elsewhere in the financial statements, there were no other transactions with related parties during the financial year.

### **Key management personnel compensations**

The fees and remuneration of the directors of the Group, who are the key management personnel of the Group, are as follows:

	<b>2019</b>	<b>2018</b>
	<b>\$'000</b>	<b>\$'000</b>
The Group		
Directors' fees	<b>58</b>	<b>117</b>
Salaries and other short-term employee benefits	<b>300</b>	<b>318</b>
Contributions to defined contribution plans	<b>12</b>	<b>13</b>
	<b>312</b>	<b>331</b>

## **25 Financial risk management**

The Company's and the Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise adverse effects from the unpredictability of financial markets on the Company's and the Group's financial performance. The key financial risks include foreign currency risk, credit risk, market price risk, interest rate risk, liquidity risk and cash flow risk. The Company's and the Group's overall risk management strategy seeks to minimise adverse effects from these financial risks on the Company's and the Group's financial performance. The Company's and the Group's overall risk management policy is to ensure adequate financial resources are available for the development of the Company's and the Group's business whilst managing the risk.

The Company's and the Group's risk management is carried out by the board of directors. The Company and the Group do not hold or issue derivative financial instruments for trading purposes or to hedge against fluctuations, if any, in interest rates and foreign exchange.

There has been no change to the Company's and the Group's exposure to these financial risks and the manner in which they manage and measure the risks.



**25 Financial risk management (Cont'd)**

The carrying amounts of financial assets and financial liabilities at the reporting date are as follows:

	The Group			The Company		
	31	31	1 April	31	31	1 April
	March	March	2017	March	March	2017
	2019	2018	2017	2019	2018	2017
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Financial assets at amortised cost</b>						
Trade and other receivables <sup>#</sup>	358	169	370	8,709	25,221	930
Other assets <sup>#</sup>	913	946	1,253	-	-	-
Cash and cash equivalents	4,073	740	767	2,177	3	-
	<b>5,344</b>	<b>1,855</b>	<b>2,390</b>	<b>10,886</b>	<b>25,224</b>	<b>930</b>
<b>Financial liabilities at amortised cost</b>						
Trade and other payables <sup>##</sup>	7,535	29,555	4,748	10,863	10,952	7,141
Borrowings	-	-	-	-	31	230
Loans from financial institutions	-	28,944	28,887	-	-	-
Obligations under finance leases	193	207	280	-	-	-
Bank overdraft	-	51	100	-	-	-
	<b>7,728</b>	<b>58,757</b>	<b>34,015</b>	<b>10,863</b>	<b>10,983</b>	<b>7,371</b>

<sup>#</sup> Exclude goods and services tax and prepayments

<sup>##</sup> Exclude goods and services tax

**Credit risk**

Credit risk refers to the risk that one party to a financial instrument will fail to discharge an obligation and cause the Group or the Company to incur a financial loss. The Group's exposure to credit risk arises primarily from trade and other receivables.

The Group's objective is to seek continual growth while minimising losses arising from credit risk exposure. For trade and other receivables, the Group adopts the policy of dealing only with borrowers of appropriate credit history, and obtaining sufficient security where appropriate to mitigate credit risk. The Group closely monitors and avoids any significant concentration of credit risk. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties.

For risk management reporting purposes, the Group considers and consolidates all elements of credit risk exposure including the default risk of the individual obligor, security risk and market/industry risk.

Credit policies are formulated covering collateral requirements, credit assessment, risk grading and reporting, documentary and legal procedures, and compliance with regulatory and statutory requirements.

All credit facilities, including those that require collateral, require the approval by management as appropriate. All collateral assets must be tangible and accessible or marketable in Singapore or a reputable market.

The Group has in place a monitoring system to identify early symptoms of problematic loan accounts. A risk grading system is used in determining where impairment provisions may be required against specific credit exposures. Risk grades are subject to regular reviews and credit exposures take into consideration of stress testing of the fair value of collateral and other security enhancements held against the loans and advances.

The Group's significant exposure to credit risk arises from trade and other receivables. Credit exposure to an individual counterparty is restricted by credit limits that are approved by the credit committee based on ongoing credit evaluation. The counterparty's payment profile and credit exposure are continuously monitored by the respective management and the credit committee.

**25 Financial risk management (Cont'd)**

**Credit risk (Cont'd)**

Corporate guarantees

The Group's policy is to provide financial guarantees only to wholly-owned subsidiaries. The maximum exposure of the Company in respect of the intra-group financial guarantees (see Note 27) at the reporting date is if the facility is drawn down by the subsidiary in the amount of \$Nil (2018 - \$15,039,000). At the reporting date, the Group has considered it is not probable that a claim will be made against the Company under the intra-group financial guarantees.

Exposure to credit risk

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets as follows:

	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
<b>The Group</b>			
<b>Financial assets</b>			
Trade and other receivables <sup>#</sup>	358	169	370
Other assets <sup>#</sup>	913	946	1,253
Cash and cash equivalents	4,073	740	767
	<b>5,344</b>	<b>1,855</b>	<b>2,390</b>
<b>The Company</b>			
<b>Financial assets</b>			
Trade and other receivables <sup>#</sup>	8,709	25,221	930
Cash and cash equivalents	2,177	3	-
	<b>10,886</b>	<b>25,224</b>	<b>930</b>

<sup>#</sup> Exclude goods and services tax and prepayments

The Group's and the Company's major classes of financial assets are trade and other receivables (excluding goods and service tax and prepayments), other assets and cash and bank balances.

The tables below detail the credit quality of the Group's and the Company's financial statements and other items, as well as maximum exposure to credit risk by credit risk rating grades:

<b>The Group At 31 March 2019</b>	Internal credit rating	12-month/ Lifetime ECL	Gross carrying amount \$'000	Loss allowance \$'000	Net carrying amount \$'000
Trade and other receivables <sup>#</sup>	(1)	Lifetime ECL	525	(167)	358
Other assets <sup>#</sup>	(2)	12 months ECL	913	-	913
Cash and cash equivalents	(2)	12 months ECL	4,073	-	4,073
			<b>5,511</b>	<b>(167)</b>	<b>5,344</b>

**25 Financial risk management (Cont'd)**

**Credit risk (Cont'd)**

Exposure to credit risk (Cont'd)

	Internal credit rating	12-month/ Lifetime ECL	Gross carrying amount \$'000	Loss allowance \$'000	Net carrying Amount \$'000
<b>The Group</b>					
<b>At 31 March 2018</b>					
Trade and other receivables#	(1)	Lifetime ECL	422	(253)	169
Other assets#	(2)	12 months ECL	946	-	946
Cash and cash equivalents	(2)	12 months ECL	740	-	740
			<b>2,108</b>	<b>(253)</b>	<b>1,855</b>
<b>The Group</b>					
<b>At 1 April 2017</b>					
Trade and other receivables#	(1)	Lifetime ECL	428	(58)	370
Other assets#	(2)	12 months ECL	1,253	-	1,253
Cash and cash equivalents	(2)	12 months ECL	767	-	767
			<b>2,448</b>	<b>(58)</b>	<b>2,390</b>
<b>The Company</b>					
<b>At 31 March 2019</b>					
Trade and other receivables#	(1)	Lifetime ECL	26,803	(18,094)	8,709
Cash and cash equivalents	(2)	12 months ECL	2,177	-	2,177
			<b>28,980</b>	<b>(18,094)</b>	<b>10,886</b>
<b>The Company</b>					
<b>At 31 March 2018</b>					
Trade and other receivables#	(1)	Lifetime ECL	29,879	(4,658)	25,221
Cash and cash equivalents	(2)	12 months ECL	3	-	3
			<b>29,882</b>	<b>(4,658)</b>	<b>25,224</b>
<b>The Company</b>					
<b>At 1 April 2017</b>					
Trade and other receivables#	(1)	Lifetime ECL	5,588	(4,658)	930
Cash and cash equivalents	(2)	12 months ECL	-	-	-
			<b>5,588</b>	<b>(4,658)</b>	<b>930</b>

# Exclude goods and services tax and prepayments

## **25 Financial risk management (Cont'd)**

### **Credit risk (Cont'd)**

#### (1) Trade and other receivables

The Company and the Group apply the SFRS(I) 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for trade and other receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the historical credit loss experiences. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company and the Group have identified the Gross Domestic Product of Singapore, the country in which it operates to be the most relevant factors and accordingly adjusts the historical loss rates based on expected changes in these factors.

Trade receivables relate to the collection of payment from customers. The credit risks relating to balances pending payment from customers are not deemed to be significant based on the external credit ratings of the counterparties.

Trade receivables are written off when there is no reasonable expectation of recovery. Impairment losses on trade receivables are presented as net impairment losses within other operating expenses. Subsequent recoveries of amounts previously written off are credited against the same line item. The closing loss allowances for trade receivables as at the reporting date reconcile to the opening loss allowances are disclosed in Note 9.

#### (2) Other assets

##### ***Financial assets that are neither past due nor impaired***

Trade and other receivables that are neither past due nor impaired are creditworthy companies or individuals with a good payment record with the Group and the Company. Bank deposits that are neither past due nor impaired are mainly deposits with banks with high credit ratings and no history of default.

##### ***Financial assets that are past due but not impaired***

There is no other class of financial assets that is past due but not impaired except for trade and other receivables.

##### ***Cash and cash equivalents***

Cash is placed with financial institutions which are regulated and have good credit ratings. Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The amount of the allowance on cash and cash equivalents is negligible.

#### Impairment of trade and other receivables as at 31 March and 1 April 2019

Individual receivables which were known to be uncollectible were written off by reducing the carrying amount directly. The other receivables were assessed collectively to determine whether there was objective evidence that an impairment had been incurred but not yet been identified. For these receivables the estimated impairment losses were recognised in a separate provision for impairment. The Company and the Group considered that there was evidence of impairment if any of the following indicators were present:

- Significant financial difficulties of the debtor;
- Probability that the debtor will enter bankruptcy or financial reorganisation; and
- Default or late payments.

Receivables for which an impairment provision was recognised were written off against the provision when there was not expectation of recovering additional cash.

**25 Financial risk management (Cont'd)**

**Credit risk (Cont'd)**

An ageing analysis of trade receivables (gross before impairment losses) at the reporting date is as follows:

The credit risk for trade and other receivables based on the information provided to the key management is as follows:

	The Group			The Company		
	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
Not past due	65	69	154	-	-	-
Past due 0 to 90 days	66	5	23	-	-	-
Past due 91 to 182 days	-	-	-	-	-	-
Past due 183 to 365 days	-	-	-	-	-	-
Past due over 365 days	173	169	177	2	2	2
	<b>304</b>	<b>243</b>	<b>354</b>	<b>2</b>	<b>2</b>	<b>2</b>

An ageing analysis of amounts due from subsidiaries (gross before impairment losses) at the reporting date is as follows:

The Company	31 March 2019 \$'000	31 March 2018 \$'000	1 April 2017 \$'000
	Not past due	26,799	29,877
Past due 0 to 90 days	-	-	-
Past due 91 to 182 days	-	-	-
Past due 183 to 365 days	-	-	-
Past due over 365 days	-	-	-
	<b>26,799</b>	<b>29,877</b>	<b>5,586</b>

**Liquidity risk**

Liquidity or funding risk is the risk that the Group and the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Group's objective is to maintain a balance between continuity of funding and flexibility through amounts due to related parties, obligations under finance leases, cash and short-term deposits. To ensure the continuity of funding for the Group's operations, the Group obtains short-term funding from reputable financial institutions.

The Group has obtained written continuing financial support from the holding company to meet its liabilities and normal operating expenses to be incurred.

The table below analyses the maturity profile of the Group's and the Company's financial liabilities based on contractual undiscounted cash flows.

**25 Financial risk management (Cont'd)**

**Liquidity risk (Cont'd)**

<b>The Group</b>	<b>Carrying amount \$'000</b>	<b>Contractual cash flows \$'000</b>	<b>Less than 1 year \$'000</b>	<b>Between 1 and 5 years \$'000</b>	<b>More than 5 years \$'000</b>
<b>31 March 2019</b>					
Trade and other payables <sup>##</sup>	7,753	7,753	7,535	218	-
Obligations under finance leases	193	216	51	146	19
	<b>7,946</b>	<b>7,969</b>	<b>7,586</b>	<b>364</b>	<b>19</b>
<b>31 March 2018</b>					
Trade and other payables <sup>##</sup>	11,697	11,697	8,327	3,370	-
Obligations under finance leases	207	227	61	156	10
Loans from financial institutions	28,944	29,011	29,011	-	-
Bank overdraft	51	51	51	-	-
Dividend payable	20,580	20,580	20,580	-	-
	<b>61,479</b>	<b>61,566</b>	<b>58,030</b>	<b>3,526</b>	<b>10</b>
<b>1 April 2017</b>					
Trade and other payables <sup>#</sup>	8,209	8,209	4,748	3,461	-
Obligations under finance leases	280	311	85	200	26
Loans from financial institutions	28,887	35,023	7,446	8,575	19,002
Bank overdraft	100	100	100	-	-
	<b>37,476</b>	<b>43,643</b>	<b>12,379</b>	<b>12,236</b>	<b>19,028</b>
<b>The Company</b>					
	<b>Carrying amount \$'000</b>	<b>Contractual cash flows \$'000</b>	<b>Less than 1 year \$'000</b>	<b>Between 1 and 5 years \$'000</b>	<b>More than 5 years \$'000</b>
<b>31 March 2019</b>					
Trade and other payables <sup>##</sup>	10,863	10,863	10,863	-	-
	<b>10,863</b>	<b>10,863</b>	<b>10,863</b>	-	-
<b>31 March 2018</b>					
Trade and other payables <sup>##</sup>	10,952	10,952	10,952	-	-
Financial corporate guarantees	15,039	15,039	15,039	-	-
Loans from financial institutions	31	31	31	-	-
	<b>26,022</b>	<b>26,022</b>	<b>26,022</b>	-	-
<b>1 April 2017</b>					
Trade and other payables <sup>##</sup>	7,141	7,141	7,141	-	-
Financial corporate guarantees	15,226	15,226	15,226	-	-
Loans from financial institutions	230	236	236	-	-
	<b>22,597</b>	<b>22,603</b>	<b>22,603</b>	-	-

<sup>##</sup> Exclude deferred revenue, goods and services tax and deposit for sale of property

The Group and the Company ensure that there are adequate funds to meet all their obligations in a timely and cost-effective manner.

**25 Financial risk management (Cont'd)**

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market interest rates.

The Group's exposure to interest rate risk relates to variable rate bank loans.

Cash flow sensitivity analysis for variable rate instruments

For the variable rate financial assets and liabilities, a 50 basis points ("bp") change in interest rates at the reporting date would have increased/decreased profit before tax and equity by amounts as shown below. This analysis has not taken into account the associated tax effects and assumes that all other variables remain constant.

	Increase/(Decrease) in loss before tax		Increase/(Decrease) in equity	
	50 bp increase \$'000	50 bp decrease \$'000	50 bp increase \$'000	50 bp decrease \$'000
<b>At 31 March 2019</b>				
Loans from financial institutions	-	-	-	-
<b>At 31 March 2018</b>				
Loans from financial institutions	145	(145)	(145)	145
<b>At 1 April 2017</b>				
Loans from financial institutions	144	(144)	(144)	144

**Foreign currency risk**

Foreign currency risk refers to the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Group did not have currency risk as all of the group entities' business activities were carried out in their respective functional currencies.

**Market price risk**

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate due to changes in market prices.

The Group and the Company are not exposed to any movement in market price risk as they do not hold any quoted or marketable financial instruments.

## **26 Commitments**

### **Operating lease commitments**

#### Where the Group is a lessee

The Group leases office premises and service outlets under non-cancellable operating leases. These leases have an average tenure of between one and three years with renewal options and contingent rent provisions included in the contracts. The Group is required to pay either absolute fixed annual increase to the lease payments or contingent rents computed based on their sales achieved during the lease period. The Group is restricted from sub-leasing some of its service outlets.

The future aggregate minimum lease payable under the non-cancellable operating leases contracted as at the balance sheet date but not recognised as liabilities in the financial statements, are analysed as follows:

The Group	<b>2019</b> <b>\$'000</b>	2018 \$'000
Not later than one year	<b>2,424</b>	2,502
Later than one year and not later than five years	<b>1,510</b>	1,956
Later than five years	-	-

These operating leases expire between 2019 and 2022.

## **27 Corporate guarantees**

The Company

As at 31 March 2019, the Company has provided corporate guarantees amounting to \$Nil (2018 - \$15,039,000) in respect of financial lease arrangements, loans from financial institutions and corporate credit card facilities.

The fair value of these corporate guarantees is estimated to be insignificant as the subsidiaries have the ability to generate sufficient cash flows from their operations to finance their continuing operations and repay the borrowings.

## **28 Segment information**

### Reporting format

The primary segment reporting format is determined to be business segments as the Group's risks and rates of return are affected predominantly by differences in the products and services provided. Secondary information is reported geographically. The operating businesses are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and services in different markets.



## **28 Segment information (cont'd)**

### Business segments

Management has determined the operating segments based on the reports reviewed to make strategic decisions. Each segment represents a strategic business unit that offers different types of products and services. The Group's reportable segments are as follows:

- Beauty, slimming and spa treatment for women
- Beauty, slimming and spa treatment for men
- Direct selling
- Investment holding

Inter-segment transactions are determined on an arm's length basis.

Segment assets comprise of cash and cash equivalents, trade and other receivables, inventories, investment property, property, plant and equipment and other current assets. Segment assets exclude deferred tax assets.

Segment liabilities comprise primarily trade and other payables, specific borrowings and which can be attributable to the specific segments. Segment liabilities exclude current tax liabilities.

### Geographical segments

The Group's geographical segments are based on the geographical location of the assets. Sales to external customers disclosed in geographical segments are attributed to geographic areas based on origins of the Group's customers.

### Allocation basis and transfer pricing

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise taxation balances.

Notes to the revised financial statements for the financial year ended 31 March 2019

28 Segment information (Cont'd)

Business segments (Cont'd)

(a) Business segments

(i) The following table presents revenue and results information regarding the Group's business segments for the years ended 31 March 2019 and 2018:

	Beauty, slimming and spa treatment for women		Beauty, slimming and spa treatment for men		Direct selling		Investment holding		Total	
	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000
Revenue	7,191	6,607	1,012	690	1,362	495	-	1,780	9,565	9,572
Inter-segment revenue	(680)	(239)	-	-	-	-	-	(229)	(680)	(468)
External revenue	6,511	6,368	1,012	690	1,362	495	-	1,551	8,885	9,104
Other information:										
Other income	161	391	3	23	51	31	4,885	-	5,100	445
Interest income	-	-	-	-	-	-	-	-	-	-
Purchases and related costs	(258)	(384)	(2)	(7)	(377)	(5)	-	-	(637)	(396)
Staff costs	(4,945)	(4,707)	(590)	(669)	(352)	(437)	-	-	(5,887)	(5,813)
Changes in inventories	(61)	43	(2)	(3)	-	(5)	-	-	(63)	35
Depreciation of property, plant and equipment	(383)	(361)	(54)	-	(35)	(85)	-	-	(472)	(446)
Operating lease expense	(1,719)	(2,584)	(845)	(804)	-	(150)	-	-	(2,564)	(3,538)
Other operating expenses	(2,867)	(1,009)	(182)	(357)	(1,398)	(2,355)	(11)	(98)	(4,458)	(3,819)
Finance costs	(18)	(446)	(58)	-	(30)	-	-	(593)	(106)	(1,039)
Loss before taxation									(202)	(5,467)
Income tax expense									-	(95)
Loss for the year									(202)	(5,562)



**28 Segment information (Cont'd)**

(b) Geographical information

	Singapore		Malaysia		Taiwan		Total	
	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000	2019 \$'000	2018 \$'000
Revenue - Sales to								
external customers	7,373	7,752	1,512	1,352	-	-	8,885	9,104
Non-current assets#	1,164	611	59	47	21	-	1,244	658

Note # - exclude deferred tax asset and deposits

The Group's non-current assets comprising property, plant and equipment are mainly located in Singapore.

Information about major customer

Rental income of \$Nil (2018 - \$1,551,000) in respect of the investment holding segment was generated from one customer.

**29 Capital management**

The Group's capital management policy is to ensure that it maintains capital ratios with a view to optimise shareholders' value. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payout to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

There were also no changes in the Group's approach to capital management during the financial years ended 31 March 2019 and 2018.

The Group monitors capital on the basis of the net debt to total capital ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings, trade and other payables and less cash and cash equivalents. Total equity is calculated as share capital plus reserves and non-controlling interest. Total capital is calculated as total equity plus net debt.

The net debt to total capital ratio is calculated as follows:

	2019	2018
The Group	\$'000	\$'000
Borrowings	193	29,202
Trade and other payables	7,806	33,016
Less: Cash and cash equivalents	(4,073)	(740)
Net debt	3,926	61,478
Total equity	(3,289)	(2,211)
Total capital	637	59,267
Net debt to total capital ratio	*	*

\* Not meaningful as the Group has a deficit in shareholder's funds as at balance sheet date.

Except as disclosed in Note 16.2, the Group has satisfactorily complied with all covenants under its borrowing agreements.

**30 Fair value measurement**

**Definition of fair value**

SFRS(I)s define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

**Fair value hierarchy**

The Group classifies fair value measurement using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- (a) Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- (b) Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- (c) Level 3 - Inputs for the assets or liability that are not based on observable market data (unobservable inputs).

**Fair value measurement of non-financial assets**

The following table shows the Levels within the hierarchy of non-financial assets measured at fair value on a recurring basis:

	<u>Level 1</u> \$'000	<u>Level 2</u> \$'000	<u>Level 3</u> \$'000	<u>Total</u> \$'000
<b>31 March 2019</b>				
Investment property classified as held for sale (Note 11)	-	-	-	-
<b>31 March 2018</b>				
Investment property classified as held for sale (Note 11)	-	-	57,000	57,000
<b>1 April 2017</b>				
Investment property (Note 5)	-	-	57,000	57,000

The reconciliation of the carrying amount of investment property which are classified within Level 3 is set out in Note 11.

**Valuation technique and significant unobservable inputs**

The following table shows the Group's valuation technique used in measuring the fair value of investment property as well as the significant unobservable inputs used and fair value measurement.

<b>Valuation method</b>	<b>Inter-relationship between key unobservable inputs and fair value measurement</b>
Direct comparison method	<p>The estimated fair value would increase/(decrease) if:</p> <ul style="list-style-type: none"> <li>- Price per square meter was higher/(lower);</li> <li>- Occupancy rate was higher/(lower);</li> <li>- Room rate was higher/(lower);</li> <li>- Operating expenses and property tax were lower/(higher);</li> <li>- Capitalisation rate was lower/(higher).</li> </ul>

### **30 Fair value measurement (Cont'd)**

#### Fair value measurement of financial assets and financial liabilities

The following summarises the significant methods and assumption used in estimating fair values of financial instruments of the Group.

#### *Non-current financial assets and financial liabilities*

The carrying amounts of variable rate non-current loans from financial approximate their fair values. The carrying amounts of finance leases approximate their fair values as they bear interest at rates which approximate market rates for similar arrangements. The fair values of interest-free loans from an executive director and a former director at inception are based on discounted cash flows using incremental rate of borrowing after due consideration of the risk-free rate and credit spread.

#### *Other financial assets and financial liabilities*

The carrying amounts of other financial assets and financial liabilities (trade and other receivables, cash and cash equivalent, trade and other payables, and borrowings) which have a maturity of less than one year approximate their fair value because of the short-term period of maturity.

### **31 Basis for revision**

#### Revising consolidated statement of cash flows for the financial year ended 31 March 2019

ACRA had issued a letter dated 29 November 2021 (“ACRA’s Letter”) to the Company and in relation to the Group’s financial statements for the financial year ended 31 December 2019 (“FY2019 FS”). ACRA’s Letter detailed that \$20,580,000 of dividend paid to non-controlling interests was not disclosed separately in accordance to the requirement of Paragraph 31 of SFRS(I) 1-7.

The original directors who authorised the FY2019 FS comprised the following:

Ho Yow Ping (He YouPing)  
Yeung Koon Sang @ David Yeung (resigned on 15 May 2020)  
Pao Kiew Tee (resigned on 1 August 2022)  
Sim Eng Huat (appointed on 1 February 2019)

As at the date of these revised financial statements, the directors comprise the following:

Ho Yow Ping (He YouPing)  
Chay Yiowmin (appointed on 8 August 2022)  
Sim Eng Huat (appointed on 1 February 2019)  
Gillian Ng Lee Eng (appointed on 1 July 2020)

In view of the Regulations, the current directors have voluntarily revised the FY2019 FS in accordance with Section 202A of the Act. On this basis, the revised financial statements have been remediated pursuant to ACRA’s findings from the review of the FY2019 FS.

#### Effects of revisions

The effects of the revisions on the consolidated statement of cash flows for the financial year ended 31 December 2019 are summarised below.

**31 Basis for revision (Cont'd)**

Revising consolidated statement of cash flows for the financial year ended 31 March 2019 (Cont'd)

Revisions and comparative figures

<b>The Group</b>	Previously stated \$'000	Adjustments \$'000	Revised \$'000
<b>2019</b>			
<u>Consolidated statement of cash flows</u>			
<b>Cash flows from Operating Activities</b>			
Changes in trade and other payables	(24,320)	20,580	(3,740)
Net cash used in operating activities	(29,124)	20,580	(8,544)
<b>Cash flows from Financing Activities</b>			
Dividends paid to non-controlling interests	-	(20,580)	(20,580)

There is no revision to the consolidated statement of financial position as at 31 March 2019 and 31 March 2018, the consolidated statement of comprehensive income for the year ended on those dates, and the statement of financial position of the Company as at 31 March 2019 and 31 March 2018.