GOODLAND

30 & Beyond

ANNUAL REPORT **2023**

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Goodland
A Name You Can Trust

Goodland is a publicly-listed property developer in Singapore with prestigious projects to its name.

Goodland currently has over 30 subsidiaries & associates spread across 3 of Southeast Asia's most vibrant economies; and have an ever-growing presence across the region.

Goodland seeks to constantly protect long-term shareholder value and enhance the returns for long-term growth.

We are keen on expanding the capabilities of the group beyond the shores of Singapore. To this end, we are working in close alliance with regional business partners to acquire and develop properties in prime locations throughout Malaysia and Cambodia.

The group is dedicated to upholding integrity and honesty in all its operations and thus endeavours to continuously enhance and improve our system of internal controls and risk management policies.

Goodland is highly committed to sustainability and strives for continuous improvements in environmental, social, and governance factors to safeguard the interests of all its stakeholders.

Goodland actively contributes towards supporting the communities within which we operate. We keenly embrace community events and have contributed to the committee development and welfare fund that benefit the Sengkang East residents. We also participated in several fund raisers, such as for Ren Ci Hospital to provide affordable medical, nursing, and rehabilitative care services for the elderly.

FINANCIAL HIGHLIGHTS

Total Assets
($'000)

2023	**372,422**
2022	362,343
2021	349,818

Total Liabilities
($'000)

2023	**137,562**
2022	117,157
2021	104,472

Shareholders' Equity
($'000)

2023	**187,821**
2022	195,084
2021	192,393

NAV per Share
(Cents)

2023	**52.25**
2022	54.27
2021	53.47

Cash & Bank Balance
($'000)

2023	**11,543**
2022	9,087
2021	8,146

Revenue
($'000)

2023	**21,293**
2022	37,077
2021	25,576

Profit After Tax
($'000)

2023	**1,383**
2022	10,044
2021	1,090

Earnings per Share – Basic & Diluted
(Cents)

2023	**0.40**
2022	2.91
2021	0.29

Artist Impression Only

Artist Impression Only

Artist Impression Only

RESIDENTIAL

We will build on our success of
developing prestigious residential projects,
delivering sustainable value
to stakeholders.

MESSAGE FROM CHIEF EXECUTIVE OFFICER AND GROUP MANAGING DIRECTOR

Dear Valued Stakeholders

On behalf of the Board of Directors of Goodland Group Ltd, I am happy to present the annual report for the financial year ended 30 September 2023 ("FY2023").

> We are committed to minimise the impact of our construction and development projects on the environment. We have and will continue to embed sustainability practices in all aspects of our operations including ensuring that our sub-contractors adhered to our standards and practices.

RETURNING TO NORMAL

As Singapore emerged into full normalcy, the level of activities in the construction sector has on the main returned to normal as developers and builders were able to adapt to supply chain disruptions and resume most of the delayed and new projects. However, the industry continues to face pandemic related high material, labour and sub-contractor costs. In addition, new property cooling measures introduced in April 2023 have moderated demand for residential properties though market confidence appears to be still holding up. For Goodland, sales of our industrial development properties and leasing activities of our commercial, industrial and residential properties remained relatively healthy in FY2023.

FINANCIAL HIGHLIGHTS

For FY2023, the Group delivered a resilient performance as compared to FY2022 due to the higher revenue recognition from both industrial and residential projects last year as compared to this year. As a result, revenue for the financial year under review was S$21.3 million, as compared to S$37.1 million recorded in the prior year. The gross profit for FY2023 was S$6.5 million, compared to S$9.5 million in FY2022. The gross profit margin for FY2023 improved to 30.7% as compared to 25.7% in the previous year due to the higher margin recognised from industrial project Citrine Foodland. Other operating income was S$2.8 million, compared to S$3.4 million recorded in FY2022 due to lower fair value gain in investment properties and less government grants.

During the financial year under review, administrative expense remained stable at S$5.0 million, a testament to effectiveness of our cost management measures.

The share of results of associates changed by S$3 million to a profit of S$1.5 million in FY2023 compared to S$4.5 million in FY2022, due to progressive revenue recognition of the associates by percentage of completion of projects.

Finance costs in FY2023 increased significantly by 122% to S$4.1 million from S$1.8 million in FY2022 because of higher bank loan interest rates incurred for new and on-going projects.

Taking into consideration the elevated interest rates resulting in higher finance costs, the Group achieved a net profit of S$1.4 million, compared to S$10.0 million in FY2022.

Earnings per share as at 30 September 2023 was 0.40 Singapore cent on a basic basis, compared to 2.91 Singapore cents in the previous year period.

As at 30 September 2023, the Group's net assets stood at S$234.9 million with cash and cash equivalents amounting S$11.5 million. The corresponding figures for the previous year period were S$245.2 million and S$9.1 million respectively. In line with this, net asset value per share attributable to shareholders was 52.25 cents as at 30 December 2023 compared to 54.27 Singapore cents for the prior year.

MESSAGE FROM CHIEF EXECUTIVE OFFICER AND GROUP MANAGING DIRECTOR

OPERATING REVIEW

In FY2023, the Singapore economy moderated with the Ministry of Trade and Industry (MTI) forecasting GDP growth for 2023 to come in at around 1.0 per cent.[1] While the economy was weighed down by slowdown in several sectors, the construction and the real estate sectors showed resilience.
In the third quarter of 2023, the construction sector grew by 6.3 per cent year-on-year, extending the 7.7 per cent expansion in the second quarter on the back of higher construction output in both public and private sectors. The real estate expanded 3.4 per cent year-on-year, slowing from the 12.1 per cent expansion in the second quarter. Growth was supported by the private residential property segment, as well as the commercial and industrial property segments.

Under these circumstances, sales and leasing activities for our residential, commercial and industrial properties in FY2023 remained healthy. During the year, the Group's residential project One Meyer at 1 Meyer Place was completed. Citrine Foodland @ 33 Kim Chuan, a freehold industrial development for industrial food production at 33 Kim Chuan Drive as well as the Coastline Residences at 9 Amber Road was completed in the first quarter of the next financial year. The momentum for leasing activities continued to be sustained, providing a steady flow of income. The Group has successfully leased part of its wholly-owned Goodland Building at 18 Roberts Lane to The Assembly Place ("TAP") adding to the latter's portfolio of spaces for share living in convenient and strategic locations.

The Group's future revenue stream is bolstered by a strong pipeline of development projects. The redevelopment of a freehold commercial property at 1377 Serangoon Road is proceeding according to plan. The property is strategically and conveniently located at the city fringe and is easily accessible via major roads, expressways, MRT stations and shopping malls. The Group is also redevelopment landed properties at Jalan Tari Piring and Nemesu Avenue. The demand for the quality residential houses designed with Goodland's trademark craftmanship is expected to be positive.

While Singapore's construction and real estate sectors continued to provide growth opportunities and demand for the Group's real estate products and services remains encouraging, the Group is cognizant of the prevailing challenges. The costs of construction materials, labour and financing are expected to remain elevated. The interest rates are vulnerable to volatility in the international financial markets. The Group will therefore be vigilant in monitoring developments in the industry and the broader economy as well as press on with cost management and productivity improvements measures to enhance resilience.

CORPORATE SOCIAL RESPONSIBILTY, GOVERNANCE AND SUSTAINABILITY

The Group is a responsible corporate citizen and will continue to be active in the community, engaging in worthy causes that can improve the lives and wellbeing of residents. In FY 2023, the Group provided support to the Lions Community Service Foundation's Education for the Young programme which provides financial assistance to deserving students in secondary schools and tertiary institutions.

The Group adopts an uncompromising commitment to upholding a high standard of corporate governance. We believe it is good business to be good. The Group has in place measures and systems that ensure all employees have and will continue to maintain impeccable standards of ethical practices and integrity in all business dealings.

We are committed to minimise the impact of our construction and development projects on the environment. We have and will continue to embed sustainability practices in all aspects of our operations including ensuring that our sub-contractors adhered to our standards and practices.

1 MTI Press Release, "MTI Forecasts GDP Growth of "Around 1.0 Per Cent" in 2023 and "1.0 to 3.0 Per Cent" in 2024", 22 November 2023.

MESSAGE FROM CHIEF EXECUTIVE OFFICER AND GROUP MANAGING DIRECTOR

OUTLOOK FOR 2024

After a resilient 2023, sentiments among stakeholders in the built environment industry are more cautious about 2024 against a backdrop of high costs of materials, labour and financing as well as a potential labour crunch when changes to the dependency ratio ceiling (DRC) come into effect from January 2024. In this respect, the Group expects the next twelve months to be challenging. The Group will be prudent and take the necessary measures to moderate the impact of rising costs. Going forward, we will capitalise on our expertise and strength in commercial, industrial and residential developments and build a stronger foothold in the industry. We will diversify risks by expanding our regional property development business to build a more diversified portfolio. We will build on our leasing and management of investment properties to strengthen recurring income stream.

DIVIDEND

The Group remains committed to sharing its success with its shareholders. In this respect, the Board has proposed a final tax-exempt cash dividend of 0.15 Singapore cents per ordinary share and a special tax-exempt cash dividend of 0.15 Singapore cents per ordinary share, subject to shareholders' approval at the next Annual General Meeting to be held on 30 January 2024. The dividend will be paid to shareholders on or about 14 February 2024 and 21 March 2024 respectively.

ACKNOWLEDGEMENT

We recognise the contributions of many who have supported and helped the Group successfully navigate the challenges during the year. We express our deep appreciation to the Board of Directors for their guidance and expert advice in leading the Group to a resilient year. We are thankful to customers, partners, and business associates for their support and trust. Last but not least we are grateful to the staff and management of the Group for their sacrifices and efforts as well as shareholders for their patience and faith in us.

Dr Alvin Tan Chee Tiong
Chief Executive Officer and Group Managing Director
January 2024

> Going forward, we will capitalise on our expertise and strength in commercial, industrial and residential developments and build a stronger foothold in the industry. We will diversify risks by expanding our regional property development business to build a more diversified portfolio. We will build on our leasing and management of investment properties to strengthen recurring income stream.


Artist Impression Only

COMMERCIAL

We will continue to explore working with strategic partners on specific investment projects to diversify the Group's revenue streams.

Ongoing Project

Serangoon Road

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Projects Completed in Year 2023

Coastline Residences
Amber Road

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Citrine Foodland @ 33 Kim Chuan
Kim Chuan Drive

Artist Impression Only

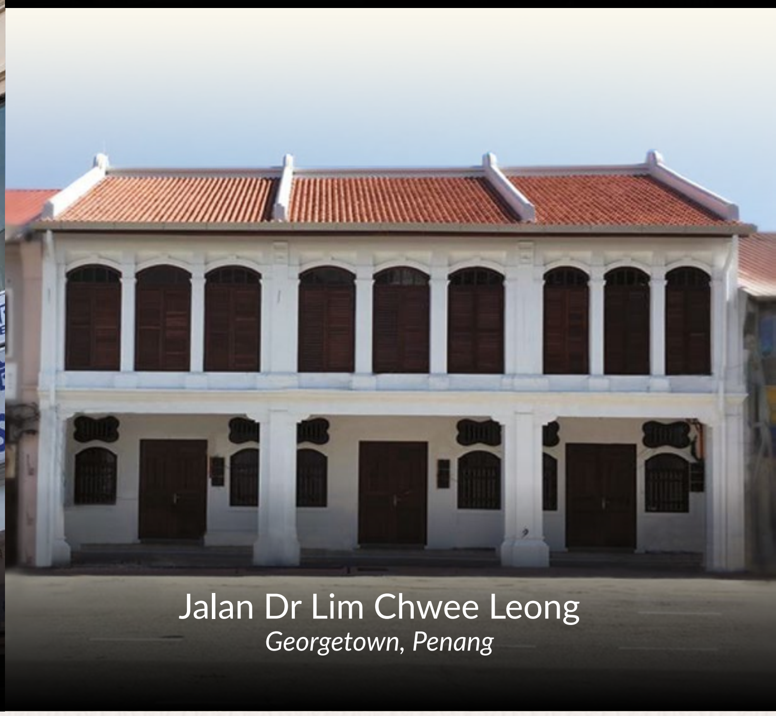
One Meyer
Meyer Place

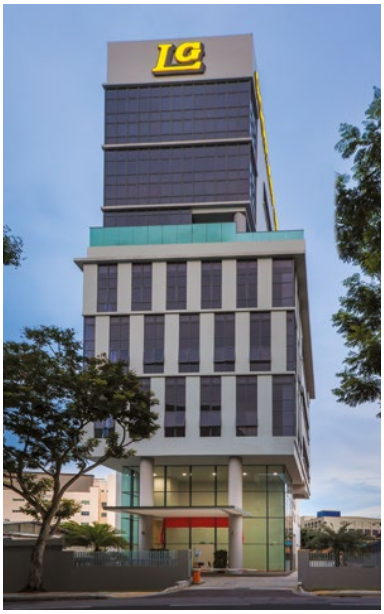
Artist Impression Only

Leasing and Management

Goodland Building
Roberts Lane

Goodland Group Building
Kim Chuan Lane


Jalan Dr Lim Chwee Leong
Georgetown, Penang



INDUSTRIAL

We will continue to leverage technology to build work spaces of the future.

BOARD OF DIRECTORS

BEN TAN CHEE BENG

Executive Chairman

Mr Ben Tan is primarily responsible for overseeing the strategic direction and investment of the Group. Prior to joining the Group, Mr Tan worked as a civil engineer with the Housing and Development Board, Singapore.

In July 1994, he was appointed as a director of Goodland Development Pte Ltd, which commenced operations as a building and civil engineering company undertaking both private projects and public infrastructure works. Together with co-founder Dr Alvin Tan, they have expanded the company's business operations to include property development.

Mr Tan was appointed as the Director of Citrine Capital Pte Ltd, an investment holding company and a substantial shareholder of the Group, on 1 April 2020.

Mr Tan holds a Bachelor of Engineering (Civil) degree from the National University of Singapore.

ALVIN TAN CHEE TIONG

Chief Executive Officer and Group Managing Director

Dr Alvin Tan is responsible for the overall management, performance as well as the formulation of corporate strategies for the group. Dr Tan possesses more than 30 years of industry experience in both the construction and property development businesses. In January 1993, he became a cofounder and a director of Goodland Development Pte Ltd, which started as a building and civil engineering firm undertaking both private and public work projects. Together with the other cofounder, Mr Ben Tan, he continued growing the business of the company to include property development in 1994.

Apart from his commitment to the Group, Dr Alvin Tan participates in community work. He serves as a grassroots leader in Sengkang East Citizens' Consultative Committee. He was conferred the Public Service Medal (PBM) by the President of Singapore in the 2016 National Day Awards. He also serves as the Chairman of Meridian Primary School Advisory Committee (SAC).

Dr Tan holds a First Class (Honours) Degree in Construction Management and a Doctorate in Business Administration. He is a Licensed Builder registered with the Building and Construction Authority of Singapore.

MELANIE TAN BEE BEE

Executive Director

With a background in accounting and prior experience as Financial Controller at Goodland Group, Ms Melanie Tan oversees the finances of the Group including strategic investments, acquisitions and finance. Ms Tan also oversees the Group's Human Resource and Administration, driving service innovation within the Group.

BOARD OF DIRECTORS

CHARLES CHONG YOU FOOK

Lead Independent Director

Mr Chong was engaged as a Consultant at SIA Engineering Company from August 2015 to June 2018. Prior to that, he served as the Vice President, Quality and Safety at SIA Engineering Company from July 2004 to July 2015. Over the years, he advised several companies in his capacity as board member, including International Engine Component Overhaul Pte Ltd from April 2006 to October 2016, Messier Services Asia Pte Ltd from January 2010 to May 2016 and Pan Asia Pacific Aviation Services Ltd from February 2012 to June 2016. Mr Chong studied aircraft engineering at Sydney Technical College in Australia on a Qantas Airways Scholarship. He is a qualified aircraft maintenance engineer and served overseas postings with SIA in Dubai, Bahrain, Seattle and Toulouse.

Mr Chong was a Member of Parliament (MP) since September 1988. He was elected MP for Sembawang Group Representation Constituency (GRC) from 1988 to 1991, Eunos GRC from 1991 to 1996, Pasir Ris GRC from 1997 to 2001, Pasir Ris-Punggol GRC in from 2001 to 2011 and Joo Chiat Single Member Constituency (SMC) from 2011 to 2015. He represented Punggol East SMC and was the Deputy Speaker of Parliament from 2015 to 2020.

DR WU CHIAW CHING

Independent Director

Dr Wu Chiaw Ching is the Partner of Wu Chiaw Ching & Company.

Dr Wu is a fellow member of the Institute of Singapore Chartered Accountants, the Association of Chartered Certified Accountants, United Kingdom and CPA Australia. In addition, Dr Wu is a member of the Singapore Institute of Directors.

Dr Wu is presently an Independent Director of LHT Holdings Limited, a company listed on the Mainboard of the SGX-ST.

BOARD OF DIRECTORS

RAYMOND LYE HOONG YIP

Independent Director

Mr Raymond Lye holds a Bachelor of Laws (Hons) from the National University of Singapore (Rodyk and Davidson scholar) and has been in legal practice since 1990. In January 2014, he founded Union Law LLP and become its Managing Partner. He was an Executive Director of CitiLegal LLC from April 2010 to December 2013. Prior to that, Mr Lye served as a Magistrate and Deputy Registrar of the State Courts before going into private practice. His areas of expertise are civil and criminal litigation, commercial work, business disputes including shareholder/director/partner/employment law, building and construction law, family law and intellectual property rights.

Mr Lye has served as an Independent Director of the SK Jewellery Group Limited as well as 800 Super Holdings Ltd, companies previously listed on the SGX-Catalist.

He is also active in community and public service. Mr Lye is currently the Deputy President of the Strata Titles Board as well as a member of the Medifund and school boards of MOH/MOE. He is a Resource Panel member of the Government Parliamentary Committee on Defence and Foreign Affairs and is the Honorary Chairman of the Sengkang East Citizens Consultative Committee. He was also conferred the Public Service Medal (PBM) and the Public Service Star (BBM) by the President of Singapore in the 1998 and 2008 National Day Awards, the Grand Award for Community Service in 2017 and 2022, the Dedicated Service Award (MND) 2023 as well as the Meritorious Service Medal by the People's Action Party in 2022.

DANNY YEO ENG CHING

Independent Director

Mr Yeo entered the Real Estate Industry in 1980. At the Housing and Development Board of Singapore, he was appointed as an Estate Officer. He then went on to join Richard Ellis (now CBRE) as a Real Estate Executive. In 1985, Mr Yeo ventured out to set up his own Real Estate Services firm. In 1990, he joined Knight Frank to head their Capital Market Team. He led several other business units through his years in Knight Frank Singapore. In 2009, he was appointed Group Managing Director of Knight Frank Pte Ltd, before assuming the role of Executive Chairman in 2017 till today.

He graduated with a degree in Estate Management from the University of Singapore and obtained a Master of Science in Property and Maintenance Management from the National University of Singapore.

Besides being a real-estate veteran and a well-respected industry leader, Mr Yeo has been actively giving his time to non-profit organization for over 30 years.

KEY MANAGEMENT

KENNETH HOR SWEE LIANG

Chief Financial Officer and Company Secretary

Mr Kenneth Hor has more than 25 years of experience in the financial and accounting profession. Prior to joining the Goodland Group in 2012, Mr Hor worked at an international public accounting firm; at both local as well as foreign financial institutions in Singapore and Hong Kong; at a leading aviation communications, engineering and systems integration US multinational company covering the Asia-Pacific region, including China, India, Korea, Japan, Southeast Asia and Australia; and at a public listed manufacturing company in Singapore with Indonesian operations.

Mr Hor holds a Bachelor of Accountancy degree from the Nanyang Technological University and is a Fellow Chartered Accountant of Singapore.

MINDY TAN

Director (Property)

With more than 25 years of real estate experience, Ms Mindy Tan has been successful in conceptualising the design, sales and marketing, leasing and managing of the Group's portfolio of properties.

Ms Tan is a registered appraiser in Lands and Buildings, licensed by the Inland Revenue Authority of Singapore and a Certified Property and Facility Manager registered with Association of Property & Facility Managers. She holds a Bachelor of Science (Honours) in Estate Management from the University of Reading, United Kingdom and is also a Member of Singapore Institute of Surveyors and Valuers (SISV) and a Member of Association of Property & Facility Managers (APFM).

CORPORATE INFORMATION

BOARD OF DIRECTORS

Ben Tan Chee Beng
Executive Chairman

Dr Alvin Tan Chee Tiong
Chief Executive Officer
and Group Managing Director

Melanie Tan Bee Bee
Executive Director

Charles Chong You Fook
Lead Independent Director

Dr Wu Chiaw Ching
Independent Director

Raymond Lye Hoong Yip
Independent Director

Danny Yeo Eng Ching
Independent Director

AUDIT COMMITTEE

Dr Wu Chiaw Ching *(Chairman)*

Charles Chong You Fook

Raymond Lye Hoong Yip

Danny Yeo Eng Ching

NOMINATING COMMITTEE

Charles Chong You Fook *(Chairman)*

Raymond Lye Hoong Yip

Dr Wu Chiaw Ching

Danny Yeo Eng Ching

Alvin Tan Chee Tiong

REMUNERATION COMMITTEE

Raymond Lye Hoong Yip *(Chairman)*

Charles Chong You Fook

Dr Wu Chiaw Ching

Danny Yeo Eng Ching

COMPANY SECRETARIES

Kenneth Hor Swee Liang
FCA

Kong Wei Fung

Cheok Hui Yee

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Singapore 048619

AUDITORS

Foo Kon Tan LLP
Public Accountants and Chartered Accountants
1 Raffles Place
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Singapore 048616

Partner-in-charge
Ong Soo Ann
(with effect from the financial year ended 30 September 2022)

CONTENTS

The Board of Directors (the "**Board**") of Goodland Group Limited (the "**Company**" and together with its subsidiaries, the "**Group**") and the management (the "**Management**") of the Company are committed to upholding high standards of corporate governance, to promote corporate transparency and to protect and enhance shareholders' interests, and is guided by the principles and guidelines of the Singapore Code of Corporate Governance 2018 and accompanying Practice Guidance (updated on 11 January 2023) (the "**Code**") issued by the Singapore Council on Corporate Disclosure and Governance.

This corporate governance report (the "**Report**") outlines the Group's corporate governance practices and activities that are in place during the financial year ended 30 September 2023 ("**FY2023**"), with specific references made to the principles and guidelines of the Code.

The Board confirms that, for FY2023, the Company has generally adhered to the principles and guidelines set out in the Code, except where otherwise stated. Where there have been deviations from the Code, the Company has sought to provide an appropriate explanation for each deviation in this Report.

BOARD MATTERS

The Board's Conduct of Affairs

Principle 1: The Company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the Company.

The Board oversees the business affairs of the Group, works with Management and is accountable to shareholders for the long-term performance and financial soundness of the Group.

In this regard, the Board provides oversight, strategic direction and entrepreneurial leadership. It reviews the Group's financial performance, establishes the corporate strategies, sets overall business direction and goals and monitors the performance of these goals to enhance shareholders' value. The Board also has separate and independent access to the Company's senior management and reviews the performance of the Management. In addition, the principal functions of the Board also include, inter alia, the following:

- identifying the key stakeholder groups and recognising that their perceptions affect the Group's reputation;
- setting the Group's values and standards (including ethical standards) and ensuring that obligations to shareholder and other stakeholders are understood and met; and
- considering sustainability issues relating to the environment and social factors as part of the strategic formulation of the Group.

The fiduciary responsibilities of the Board include:

- to conduct itself with proper due diligence and care;
- to act in good faith;
- to comply with applicable laws; and
- to act in the best interests of the Company and its shareholders at all times.

The Board is also responsible for the overall corporate governance of the Group. The Board has formed three committees, namely: (i) the Audit Committee ("**AC**"), (ii) the Remuneration Committee (the "**RC**") and (iii) the Nominating Committee (the "**NC**") (collectively, the "**Board Committees**"), to assist in the execution of its responsibility. The Board delegates specific responsibilities to the Board Committees. The Board Committees function within clearly defined terms of references ("**TORs**") and operating procedures, which are reviewed on a regular basis. The TORs are reviewed on a regular basis, along with the Board Committee structures and memberships, to ensure their continued relevance.

Please refer to the relevant sections in this Corporate Governance Report, for further information on the activities of the AC, RC and NC.

Every director is expected, in the course of carrying out his duties, to act in good faith to provide insights and objectively take decisions in the interest of the Company. Any director facing a conflict of interests will recuse himself from discussions and decisions involving the issue of conflict.

The Board will meet at least twice every year to coincide with the announcement of the Group's half year and full year financial results, with optional meetings scheduled as and when necessary. In between Board meetings, other important matters will be tabled for the Board's approval by way of circulating resolutions in writing. Board approval is specifically required for the below matters:

- the appointment of CEO, Directors, appointments on board committees and Board succession;
- the appointment of key Management personnel and succession planning as an on-going process;
- approving broad policies, strategies and objectives.
- approving annual budgets, major funding proposals, investments and divestment proposals, material acquisition and disposal of assets, corporate or financial restructuring and any investment expenditures
- the adequacy of internal controls, risk management, financial reporting and compliance;
- the assessment of Management performance;
- the assumption of corporate governance responsibilities;
- matters involving a conflict of interest for a substantial shareholder or a Director;
- share issuances, interim and final dividends and other returns to shareholders; and
- matters which require the Board's approval relating to interested persons transactions.

The Company's Constitution allows the Board meetings to be conducted in the form of telephone conferencing or other methods of simultaneous communication by electronic or telegraphic means without a member being in the physical presence of another member or members.

During FY2023, the number of Board and Board Committee meetings held and the attendance of each Board member were as follows:

	Board		Audit Committee		Nominating Committee		Remuneration Committee	
Name of Director	**No. of Meetings Held**	**No. of Meetings Attended**	**No. of Meetings Held**	**No. of Meetings Attended**	**No. of Meetings Held**	**No. of Meetings Attended**	**No. of Meetings Held**	**No. of Meetings Attended**
Ben Tan Chee Beng	4	4	NA	NA	NA	NA	NA	NA
Dr Alvin Tan Chee Tiong	4	4	NA	NA	1	1	NA	NA
Melanie Tan Bee Bee	4	4	NA	NA	NA	NA	NA	NA
Charles Chong You Fook	4	4	4	4	1	1	1	1
Dr Wu Chiaw Ching	4	4	4	4	1	1	1	1
Raymond Lye Hoong Yip	4	4	4	4	1	1	1	1
Danny Yeo Eng Ching	4	4	4	4	1	1	1	1

All Board members are provided with regular updates on the changes in the relevant laws and regulations and financial reporting standards to enable them to make well-informed decisions and to ensure they are competent in carrying out their expected roles and responsibilities. In addition, members of the Board are encouraged to attend relevant courses and seminars so as to keep themselves updated on developments and changes in financial and regulatory requirements, and the business environment and outlook.

Newly appointed Directors will be provided a formal letter setting out their duties and obligations and given an orientation program with materials provided to familiarise themselves with the profile of the Group and the Management, business and organisational structure of the Group, and strategic plans and mission of the Company.

In addition, the newly-appointed Directors will undergo relevant training to enhance their skills and knowledge, particularly on new laws, regulations and changing risks affecting the Group's operations including disclosure of interests in securities, disclosure of conflicts of interest in transactions involving the Company, restriction on dealings in the Company's securities and disclosure of price-sensitive and trade-sensitive information. First-time Directors will be required to attend training in areas such as accounting, legal and industry-specific knowledge as appropriate.

Directors are provided with opportunities to develop and maintain their skills and knowledge at the Company's expense. Directors can also request for further information on any aspect of the Group's operations or business from Management.

In addition, the Board of Directors have attended the sustainability training course organised by Singapore Institute of Directors ("**SID**").

On an on-going basis, Management provides the Board with complete, adequate and timely information and Board papers prior to Board meetings. Requests for information from the Board are dealt with promptly by the Management. The Management is also involved in preparing the Board papers and can provide additional insight into the matters to be discussed. As such, the Management is invited to attend the Board meetings at the request of the Board.

The Board also receives regular updates on the Group's performance and business activities. Where a decision has to be made, the necessary information is provided to the Directors to enable them to make informed decisions.

The Board has separate and independent access to senior management and the Company Secretary at all times. The Company Secretary or authorised designate is present at all Board meetings to ensure that Board's procedures are followed and the relevant rules and regulations are complied with. The Management deals with requests for information from the Board promptly and consults the Board members regularly whenever necessary and appropriate. The appointment and removal of the Company Secretary is a decision of the Board as a whole.

Should the Directors, whether individually or as a group, require independent advice on specific issues, they may engage independent professionals at the Company's expense to enable them to discharge their duties with adequate knowledge on the matters being deliberated.

Board Composition and Guidance

Principle 2: The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the Company.

Currently, the Board comprises seven Directors, of whom four are independent Directors. The independent Directors, namely Mr Charles Chong You Fook, Dr Wu Chiaw Ching, Mr Raymond Lye Hoong Yip and Mr Danny Yeo Eng Ching have confirmed that they do not have any relationship with the Company, its related companies or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the directors' independent judgment of the Group's affairs with a view to the best interest of the Company. The independence of the independent Directors will be reviewed annually by the NC based on the guidelines set forth in the Code. The NC has reviewed and determined that the said Directors are independent.

The Board comprises the following members:

Ben Tan Chee Beng	Executive Chairman
Dr Alvin Tan Chee Tiong	Chief Executive Officer and Group Managing Director
Melanie Tan Bee Bee	Executive Director
Charles Chong You Fook	Lead Independent Director
Dr Wu Chiaw Ching	Independent Director
Raymond Lye Hoong Yip	Independent Director
Danny Yeo Eng Ching	Independent Director

In FY2023, 4 out of 7 Directors were considered independent, based on the criteria for independence under the Listing Manual and the Code and the Independent Directors make up a majority of the Board.

The Board members possess core competencies such as financial, accounting, legal, management experiences and industry knowledge. The current composition enables the Management to benefit from a diverse and objective external perspective on issues raised before the Board. The Board considers that its Directors possess the necessary competencies to lead and govern the Company effectively.

The Board is of the opinion that, given the scope and nature of the Group's operations, the present size of the Board is appropriate in facilitating effective decision making.

The NC is of the view that the present Board comprises persons who as a group provide capabilities required for the Board to be effective. Key information regarding the Directors is set out on pages 12 to 14 of the Annual Report.

Non-executive Directors review the performance of Management in meeting agreed goals and objectives. They bring independent judgment to Management's proposals or decisions on business activities and transactions involving conflicts of interest and other complexities.

Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip have served on the Board beyond nine (9) years from the date of their first appointments.

The Nominating Committee has performed a rigorous review and the factors taken into consideration to assess and determine the independence of Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip including but not limited to the following:

- they have no relationship with the Company's related corporations, substantial shareholders or its officers and Management that could impair their fair judgment;

- they have continued to demonstrate independence in character and judgment when discharging their duties as Independent Directors and in their conduct of the Board's affairs;

- the Board noted instances of constructive challenge and probing of management by Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip at Board meetings; and

- they have gained valuable insight and understanding of the Company through their involvement with the Company and these together with their accounting expertise will continue to greatly benefit the Company through his impartial and autonomous views.

The Board is of the view that Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip should continue to be deemed independent notwithstanding having been on the Board for more than 9 years. The Board nevertheless will on a continual basis, review the need for progressive refreshing of its Board.

Under the former Rule 210(5)(d)(iii) of the Listing Manual (which took effect from 1 January 2022 until it was deleted on 11 January 2023), a director will no longer be independent if he/she has been a director for an aggregate period of more than nine years and whose continued appointment as an independent director has not been sought and approved in separate resolutions by (a) all shareholders; and (b) all shareholders, excluding shareholders who also serve as the directors or chief executive officer of the issuer, and their respective associates ("**Two-Tier Voting**"). In this regard, requisite approvals had been obtained from the shareholders through a Two-Tier Voting process at the AGM held on 27 January 2021 for Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip for them to continue as independent directors, notwithstanding that Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip have each served as independent directors of the Company for an aggregate term of more than nine years. Having obtained the requisite approvals, the continued appointment of Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip as independent directors of the Company shall remain in force until the earlier of the following: (i) the retirement or resignation of the relevant director; or (ii) the conclusion of the third AGM of the Company following the passing of the relevant ordinary resolutions at the AGM held on 27 January 2021 at which the requisite approvals were obtained.

On 11 January 2023, the SGX-ST announced further amendments to the Listing Manual to limit the tenure of independent directors serving on the boards of listed companies to nine years and the removal of the Two-Tier Voting (i.e. Rule 210(5)(d)(iii) of the Listing Manual was deleted). During the transition, an independent director whose tenure exceeds the nine-year limit may continue to serve as an independent director of the issuer until that company has held its annual general meeting for the financial year ending on or after 31 December 2023. In this regard, Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip may continue to serve as Independent Directors of the Company until the Company's AGM scheduled to be held in January 2025, for the Company's financial year ending 30 September 2024.

The Board (with Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip abstained from deliberating their respective review) agreed that Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip had expressed their views independently at all times, objectively and constructively challenged the assumptions and viewpoints presented by the management and actively participated in deliberations at meetings. In this context, the Board is satisfied that the long tenure of Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip does not impair their independence and they are able to discharge their duties as directors independently and objectively. Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip remained independent in character and judgement and there are no relationships or circumstances which are likely to affect their judgement.

Taking into account the above, the Board confirms that each of Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip, continues to be considered as an independent director, notwithstanding each of them being in office for an aggregate term of more than nine years. There has been a gradual renewal of the Board with the appointment of Mr Danny Yeo Eng Ching and preparations are in place for continued renewal. In due course and when appropriate, the Company will make the relevant announcement(s) on the further renewal of the Board via the SGXNet platform.

Led by the Lead Independent Director, the independent and non-executive Directors meet regularly without the presence of Management, and the Lead Independent Director provides feedback to the Board and Executive Chairman after such meetings.

The Company has in place a board diversity policy that sets out the approach for the Board to set its objectives for achieving diversity in terms of age, gender, skills, experience and other relevant aspects of diversity that support the Board in the pursuit of its strategic and business objectives, and its sustainable development. The policy seeks to promote the inclusion of different perspectives, ideas and insights to ensure the Company can benefit from all available sources of talent. The Company has a female director on the Board since it was listed on the SGX-ST in 2009 and aims to maintain or further improve gender diversity as and when the opportunity arises.

In determining the optimum composition and size of the Board and each Board committee, the Board Diversity Policy provides for the NC to consider a combination of factors such as skills, knowledge, professional experience, educational background, gender, age, and length of service. The skills, knowledge and experience to be considered include finance, accounting, business acumen, management experience, technology expertise, familiarity with regulatory requirements and knowledge of risk management, audit and internal controls. A skills matrix is used to help identify the gaps. The skills matrix classifies the skills, knowledge and professional experience of existing Directors into several broad categories such as industry knowledge; financial markets; regulation, compliance and/or government relations; leadership; cybersecurity and technology; environmental, social and governance (ESG), and also where such skills, knowledge and professional experience were acquired or utilised geographically.

Chairman and Chief Executive Officer

Principle 3: There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.

The roles of the Chairman of the Board and CEO are separate to ensure a clear division of responsibilities and an appropriate balance of power, increased accountability, and greater capacity of the Board for independent decision-making.

The chairman of the Board ("**Executive Chairman**") and the chief executive officer ("**CEO**") of the Company are separate persons. Mr Ben Tan Chee Beng is the Executive Chairman and Dr Alvin Tan Chee Tiong, brother of Mr Ben Tan Chee Beng, is the CEO.

The Executive Chairman is responsible for:

- leading Board discussions and deliberation;
- ensuring Board meetings are held when necessary;
- setting meeting agendas;
- ensuring that directors receive complete, and timely information;
- ensuring effective communication with shareholders; and
- promoting high standards of corporate governance and ensuring compliance with the Group's guidelines on corporate governance.

The CEO is responsible for:

- the day-to-day management of the business;
- setting business directions and ensuring operating efficiency of the Group;
- overseeing the execution of the Group's corporate and business strategy set out by the Board; and
- ensuring that the Directors are kept updated and informed of the Group's business.

Although the Executive Chairman and the CEO are siblings, the Board is of the view that the process of decision making by the Board is independent and is based on collective decisions without any individual or group of individuals exercising any considerable concentration of power or influence. With the establishment of the various Board Committees which are chaired by Independent Directors, the Board is of the view that there are adequate accountability safeguards to ensure an appropriate balance of power and authority for good corporate governance.

For good corporate governance, the Board has appointed Mr Charles Chong You Fook as the Lead Independent Director of the Company to address the concerns of the shareholders and employees in the event the normal interactions with the Executive Chairman and the CEO or the Chief Financial Officer ("**CFO**") of the Company could not satisfactorily resolve their concerns or where such channel of communications is considered inappropriate.

BOARD COMMITTEES

Nominating Committee ("NC")

Board membership

Principle 4: The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.

The NC comprises Mr Charles Chong You Fook, Dr Wu Chiaw Ching, Mr Raymond Lye Hoong Yip, Mr Danny Yeo Eng Ching and Dr Alvin Tan Chee Tiong where the majority, including the chairman of the NC, is independent. The chairman of the NC is Mr Charles Chong You Fook, the Lead Independent Director.

The NC is responsible for:

- making recommendation to the Board on the appointment of new directors with the appropriate profile having regards to their expertise, experiences, industry background, track record and competencies;
- reviewing the Board structure, size and composition and making recommendation to the Board;
- re-nomination and re-election of the Directors having regard to the Director's contribution and performance;
- determining on an annual basis whether or not a Director is independent;
- conducting annual assessment of the effectiveness of the Board and individual director;
- reviewing the succession plans for directors, in particular the appointment and/or replacement of the Chairman, the CEO and the key personnel; and
- deciding whether or not a Director is able to and has been adequately carrying out his duties as a Director.

The NC decides on how the Board's performance is to be evaluated and proposes objective performance criteria, subject to the approval of the Board, which address how the Board has enhanced long-term shareholders' value.

The NC establishes the process for assessing the effectiveness of the Board and for assessing the contribution by each individual Director to the effectiveness of the Board. Each member of the NC shall abstain from voting on any resolutions and making any recommendations or participating in any deliberations in respect of the assessment of his performance or re-nomination as Director.

Where a vacancy arises under any circumstances, or where it is considered that the Board would benefit from the services of a new Director with particular skills, the NC in consultation with the Board, determines the selection criteria and selects candidates with appropriate expertise and experience. The search and nomination process for new Directors, if any, will be through contacts and recommendations that go through the normal selection process for the right candidate. Upon the review and recommendations of the NC to the Board, the new Directors will be appointed by way of a board resolution.

All Directors are subject to re-nomination and re-election at regular intervals of at least once every three years. Regulation 98 of the Company's Constitution requires one third (or the number nearest to a third) of the Directors to retire from office and to submit themselves for re-election at each annual general meeting ("**AGM**") of the Company. However, a retiring Director is eligible for re-election at the meeting at which he retires.

The NC recommended to the Board that the following Directors be nominated for re-election at the forthcoming AGM:

Dr Alvin Tan Chee Tiong
Dr Wu Chiaw Ching
Mr Raymond Lye Hoong Yip

In making the recommendation, the NC had considered the said Directors' overall contributions and performance.

There is no alternate Director appointed on the Board.

The Board believes that each individual director is best placed to determine and ensure that he is able to devote sufficient time and attention to discharge his duties and responsibilities as directors of the Company, bearing in mind his other commitments. In considering, the nomination of directors for re-election and re-appointment, the NC will take into account, amongst others, the competing time commitments faced by the directors with multiple board memberships.

When a Director has multiple board representations, the NC also considers whether or not the Director is able to and has adequately carried out his/her duties as a Director of the Company. The NC noted that Board and Board Committee meetings are scheduled in advance to facilitate the Directors' scheduling of their commitments. There was full attendance at the Board and Board Committee meetings during FY2023.

Given the above, the NC is of the view that such multiple board representations do not hinder them from carrying out their duties as Directors. Instead, the NC considers these Directors would widen the expertise and experience of the Board and give it a broader perspective. As such, the NC does not presently consider it necessary to determine the maximum number of listed company board representations which any of the Directors may hold, and is satisfied that sufficient time and attention are being given by the Directors to the affairs of the Company.

The NC meets at least once a year. Meetings of the NC can also be in the form of telephone conferencing or other methods of simultaneous communication by electronic or telegraphic means without a member being in the physical presence of another member or members and participation in a meeting.

Board performance

Principle 5: The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.

The NC evaluates the performance of the Board, the Board committees and individual Directors based on performance criteria set by the Board.

The criteria for assessing the Board's and individual Director's performance include Board composition and size, board processes, accountability, standard of conduct and performance of its principle functions and fiduciary duties, and guidance to and communication with the Management. The level of contribution to Board meetings and other deliberations are also considered.

The NC is responsible for assessing the effectiveness of the Board as a whole and for assessing the contribution of each individual Director. The NC proposes objective performance criteria which are approved by the Board. The performance criteria include comparison with industry peers, how the Board has enhanced long-term shareholders' value and the Company's share price performance vis-à-vis the Singapore Straits Times Index or a benchmark index of its industry peers. Other performance criteria may include return on equity. These performance criteria will not be changed from year to year and where circumstances deem it necessary for any of the criteria to be changed, the onus will be on the Board to justify such changes.

Review of the Board's performance is undertaken collectively and individually by the Board annually. The evaluation exercise is carried out annually by way of performance evaluation checklists which are circulated to the Board members for completion and thereafter, for the NC to review and determine the actions required to improve the corporate governance of the Company and effectiveness of the Board and Board Committees as a whole.

The evaluation of individual directors aims to assess whether each director continues to contribute effectively and demonstrate commitment to the role (including commitment of time for Board and Board Committee meetings, and any other duties). The Executive Chairman will act on the results of the performance evaluation, and where appropriate, propose new members be appointed to the Board or seek the resignation of directors, in consultation with the NC.

The NC has assessed the current Board's performance to-date and is of the view that the performance of the Board as a whole was satisfactory. Although some of the Board members have multiple board representations, the NC is satisfied that sufficient time and attention have been given by the Directors to the Group.

No external facilitator was engaged for the evaluation process in FY2023.

Remuneration Committee ("RC")

Procedures For Developing Remuneration Policies

Principle 6: The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.

The RC comprises Mr Raymond Lye Hoong Yip, Mr Charles Chong You Fook, Dr Wu Chiaw Ching and Mr Danny Yeo Eng Ching. All members of the RC are independent and non-executive. The Chairman of the RC is Mr Raymond Lye Hoong Yip, an independent Director. Mr Charles Chong You Fook is the Lead Independent Director.

The RC is responsible for:

- reviewing and recommending to the Board a framework of remuneration for the Board and Senior Management;
- considering the various disclosure requirements for directors' remuneration; and
- reviewing and recommending to the Board for approval by shareholders, the remuneration of non-executive directors.

The RC reviews the Company's obligations arising in the event of termination of an executive Director's and key management personnel's service contracts, to ensure that such contracts contain fair and reasonable termination clauses that are not overly generous. The RC also aims to be fair and avoid rewarding poor performance.

The RC recommends to the Board a framework of remuneration for the Directors and executive officers, and determines specific remuneration packages for the Executive Chairman and each Executive Director. The RC submits its recommendations to the Board for endorsement. All aspects of remuneration, including but not limited to directors' fees, salaries, allowances, bonuses, options and benefits-in-kind are covered by the RC. Each member of the RC shall abstain from voting on any resolutions and making recommendations or participating in any deliberations in respect of his remuneration package.

During FY2023, the RC did not require the service of an external remuneration consultant.

Level and mix of remuneration

Principle 7: The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the Company, taking into account the strategic objectives of the Company.

The RC performs an annual review and ensures that the remuneration packages are comparable within the industry and with similar companies and will also take into consideration the Group's relative performance and the contributions and responsibilities of the individual Directors.

The Company's Executive Directors do not receive directors' fees. Instead, the Executive Directors are paid a basic salary and a variable component which is the performance-related bonus, based on the performance of the Group as a whole and their individual performance. There are no clawback clauses for malfeasance as the RC is of the view that it is not advisable to prescribe the circumstances where such clauses may be activated. Rather, the RC is of the view that the Executive Directors owe wide fiduciary and other common law duties to the Company. The Company should be able to avail itself to remedies against the Executive Directors in the event of such breach of such duties

The non-executive Director and Independent Directors are compensated based on fixed directors' fees taking into consideration their contributions, responsibilities and time spent, and they are not over-compensated to the extent where their independence may be compromised. Their fees are recommended by the RC and endorsed by the Board for approval by the shareholders of the Company at the AGM and paid after the necessary approval has been obtained. The Company does not have any share-based compensation schemes or any long-term scheme involving the offer of shares in place to encourage the non-executive Director and Independent Directors to hold shares in the Company.

On 24 September 2009, the Company entered into separate service agreements with Mr Ben Tan Chee Beng, Dr Alvin Tan Chee Tiong and Ms Melanie Tan Bee Bee in relation to their appointment as Executive Chairman, CEO and Executive Director respectively. The service agreements were valid for an initial period of three years from the date the Company was admitted to the Official List of Catalist, being 8 October 2009, and thereafter shall be renewed annually on such terms and conditions as may be mutually agreed between the parties.

While the Company does not have any share-based compensation scheme or any long-term scheme involving the offer of shares or options in place, the RC recognises that long-term incentive schemes are generally encouraged for Executive Directors and key management personnel, and will evaluate the costs and benefits of long-term incentive schemes and consider implementing such schemes in future.

Disclosure on Remuneration

Principle 8: The Company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation.

The details of the remuneration packages of the Directors, the CEO and top five key management personnel for FY2023 are as follows:

Remuneration of Directors and CEO

Remuneration Bands	Salary %	Variable or Performance-related Income/Bonus %	Fees %	Other Benefits %	Total %
S$500,000 to below S$750,000					
Ben Tan Chee Beng	100	–	–	–	100
Dr Alvin Tan Chee Tiong	100	–	–	–	100
Melanie Tan Bee Bee	100	–	–	–	100
Below S$250,000					
Charles Chong You Fook	–	–	100	–	100
Dr Wu Chiaw Ching	–	–	100	–	100
Raymond Lye Hoong Yip	–	–	100	–	100
Danny Yeo Eng Ching	–	–	100	–	100

Remuneration of top five key management personnel

The top five key management personnel of the Group (excluding CEO in the above table) in each remuneration band are:

Remuneration Bands	Salary %	Variable or Performance-related Income/Bonus %	Fees %	Other Benefits %	Total %
Below S$250,000					
Koh Chin Kim	86	14	–	–	100
Mindy Tan Bee Leng	64	36	–	–	100
Kenneth Hor Swee Liang	86	14	–	–	100
Sim Shang Ni	86	14	–	–	100
Brandon Soon Hui Tong	100	–	–	–	100

In the above table, Mdm Koh Chin Kim is the mother, and Ms Mindy Tan Bee Leng is the sister, of the Executive Directors, Mr Ben Tan Chee Beng, Dr Alvin Tan Chee Tiong and Ms Melanie Tan Bee Bee.

The aggregate remuneration paid to the directors and key management personnel of the Group in FY2023 are disclosed on page 105.

In view of the confidentiality and commercial sensitivity attached to remuneration matters, as well as the competitive environment and the nature of the industry which may adversely affect the Group's ability to retain talent, the Board is of the view that full disclosure of the actual remuneration of each Director, the CEO and top five key management personnel pursuant to Provision 8.1 of the Code would not be in the interests of the Company, and can be exploited by competitors. The Board is also of the view that a disclosure of the aggregate total remuneration paid to the top five key management personnel (who are not Directors or the CEO) would not be in the interests of the Company, for the same reasons. The remuneration of its Directors, the CEO and its top five key management personnel (who are not Directors or the CEO) of the Company are disclosed in bands of S$250,000. The Board believes that the disclosure of remuneration in bands of $250,000 fulfils the intent of Principal 8 of the Code, with the commercial interests of the Group in mind.

Save for the above-mentioned, none of the employees who are immediate family members of a Director or the CEO received remuneration exceeding S$100,000 during FY2023.

While the Company currently does not have any employee share option scheme, the RC recognises the benefits of long-term incentive schemes and will evaluate the costs of such schemes and consider implementing such schemes in future.

Remuneration of the Executive Directors and key management personnel commensurate with their performance and that of the Company, giving due regard to the financial and commercial health and business needs of the Group. In structuring the compensation framework, the RC also takes into account the risk policies of the Group, the need for the compensation to be symmetric with the risk outcomes and the time horizon of risks.

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

Principle 9: The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the Company and its shareholders.

The Board is responsible for overseeing risk management in the Group, amongst other matters. The AC will ensure that a review of the effectiveness of the Group's material internal controls, including financial, operational, compliance controls and risk management is conducted annually. The AC will review the audit plans, and the findings of the auditors and will ensure that the Group follows up on auditors' recommendations raised, if any, during the audit process. In its review of the external auditors' examination and evaluation of the system of internal controls to the extent as reviewed by them to form an opinion on the financial statements, no significant weakness in the system has come to the attention of the AC to cause to believe that the system of internal controls is inadequate.

The Company believes that the system of internal controls and risk management maintained by the Management and that was in place throughout FY2023 and up to the date of this Report provides reasonable, but not absolute assurance against material financial misstatements or loss, and includes the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with relevant legislation, regulations and best practices, and the identification and containment of business risk.

The Board reviews, at least annually, the overall adequacy and effectiveness of the Group's risk management and internal control systems, including financial, operational, compliance and information technology controls, with the assistance of the Management and the internal and external auditors. The Board will evaluate the need for establishment of separate board risk committee to specifically address this, if appropriate.

For FY2023, the Board has received assurance from:

- the CEO and the CFO that the financial records of the Group have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances; and

- the CEO and other key management personnel who are responsible, regarding the adequacy and effectiveness of the Group's risk management and internal control systems to address financial, operational, compliance and information technology risk which the Group considers relevant and material to its operations.

Board opinion on internal controls and risk management systems

Based on the internal controls established and maintained by the Group, work performed by the internal and external auditors, and reviews performed by the Management, various Board Committees and the Board, the Board, in concurrence with the AC, is of the opinion that the Group's internal controls addressing financial, operational, compliance and information technology risks, and risk management systems were adequate and effective as at 30 September 2023. These controls are and will be continually assessed for improvement.

The Board acknowledges that it is responsible for the governance of risks and the overall internal control framework, but recognises that no cost effective internal control system will preclude all errors and irregularities, as the system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against the occurrence of material errors, poor judgment in decision-making, human errors, losses, fraud or other irregularities. The Board will, on a continuing basis, endeavour to further enhance and improve the Group's system of internal controls and risk management policies.

Risk Management and Processes

Pursuant to the SGX-ST Listing Manual Rule 1207(4)(b)(iv), the Group is continually reviewing and improving its business and operational activities to take into account the risk management perspective. This includes reviewing management and manpower resources and updating work flows, processes and procedures to meet the current and future market conditions. The Group has also considered the various financial risks and management, details of which can be found in the Annual Report.

Information relating to financial risk management, objective and policies is set out on pages 111 to 120 of the Annual Report.

Audit Committee

Principle 10: The Board has an Audit Committee ("AC") which discharges its duties objectively.

The AC comprises Dr Wu Chiaw Ching, Dr Charles Chong You Fook, Dr Raymond Lye Hoong Yip and Dr Danny Yeo Eng Ching. All members of the AC are independent and non-executive. The Chairman of the AC is Dr Wu Chiaw Ching, an Independent Director. Dr Charles Chong You Fook is the Lead Independent Director.

The AC members bring with them many years of managerial and professional experience in the areas of finance and business management to sufficiently discharge the AC's functions. The Board is satisfied that the members of the AC, collectively, have relevant accounting and related financial management expertise or experience and are appropriately qualified to discharge their responsibilities. The AC carried out its functions in accordance with the Companies Act 1967 of Singapore ("**Companies Act**") and its terms of reference.

None of the AC members were previous partners or directors of the Company's existing auditing firm or auditing corporation within a period of two years commencing on the date of their ceasing to be a partner of the auditing firm or director of the auditing corporation and none of the AC members hold any financial interest in the auditing firm or auditing corporation.

The AC assists the Board in discharging its responsibility to safeguard the Group's assets, maintain adequate accounting records, and develop and maintain effective systems of internal control, with the overall objective of ensuring that the Management creates and maintains an effective control environment in the Group. The AC provides a channel of communication between the Board, Management and external auditors on matters relating to audit.

The AC meets at least twice a year. In FY2023, the AC met on a quarterly basis to discuss and review the following where applicable:

- Reviews with the external auditors, the audit plan, the evaluation of the system of internal accounting controls, the audit report, the assistance given by the company's officers to the external auditors and the scope and results of the internal audit procedures;

- Reviews with the internal auditors the internal audit plan, the evaluation of the adequacy of internal accounting controls and the internal audit report before submission of such report to the Board;

- Reviews effectiveness of the Company's and the Group's material internal controls, including financial, operational and compliance controls, information technology controls and risk management systems via reviews carried out by the internal auditors;

- Reviews the annual consolidated financial statements of the Group before submission to the Board for approval, focusing in particular on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, compliance with accounting standards and compliance with the Listing Manual and any other relevant statutory or regulatory requirements;

- Reviews the internal control procedures and ensures co-ordination between the external auditors and the Management, reviews the assistance given by the Management to the auditors, and discuss problems and concerns, if any, arising from the interim and final audits, and any matters which the auditors may wish to discuss (in the absence of the Management, where necessary);

- Reviews and discuss with the external and internal auditors any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the Group's operating results or financial position, and the Management's response;

- Considers the appointment or re-appointment of the external and internal auditors and matters relating to the resignation or dismissal of the auditors;

- Reviews the assurance from the CEO and the CFO on the financial records and financial statements;

- Reviews interested person transactions (if any) and potential conflicts of interest (if any) falling within the scope of Chapter 9 of the Listing Manual;

- Undertakes such other reviews and projects as may be requested by the Board, and report to the Board its findings from time to time on matters arising and requiring the attention of the AC;

- Reviews the policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on. The Company publicly discloses and clearly communicates to employees, the existence of a whistle-blowing policy and procedures for raising such concerns;

- Generally undertakes such other functions and duties as may be required by statute or the Listing Manual, or by such amendments as may be made thereto from time to time; and

- Reviews the Group's key financial risk areas, with a view to provide independent oversight on the Group's financial reporting, the outcome of such review to be disclosed in the annual reports or, where the findings are material, announced immediately via SGXNET.

In addition, all transactions with related parties shall comply with the requirements of the Listing Manual. The Directors shall abstain from voting in any contract or arrangement or proposed contract or proposed arrangement in which he has a personal material interest.

Apart from the duties listed above, the AC shall commission and review the findings of internal investigations into matters where there is any suspected fraud or irregularity, or failure of internal controls or infringement of any Singapore law, rule or regulation which has or is likely to have a material impact on the Group's operating results or financial position or both.

The AC also has the power to investigate any matter brought to its attention, within its terms of reference, with the power to obtain professional advice at the Company's expense.

The AC has full access to and co-operation of the Management, has full discretion to invite any Director or executive officer to attend the meetings and has been given reasonable resources to enable it to discharge its functions.

The AC meets with the external auditor and internal auditor, without the presence of the Management, at least once a year.

The Company has appointed a suitable auditing firm to meet its audit obligations, having regard to the adequacy of the resources and experience of the auditing firm and the audit engagement partner assigned to the audit. Foo Kon Tan LLP was appointed as the Company's external auditor on 26 October 2015. Mr Ong Soo Ann is the audit engagement partner-in-charge of the audit of the Company from the reporting year ended 30 September 2022. The Company confirms that Rule 712 of the Listing Manual is complied with.

The AC is satisfied with the independence and objectivity of the external auditor and recommends to the Board the nomination of Foo Kon Tan LLP for re-appointment at the forthcoming AGM. The AC is also satisfied with the level of co-operation rendered by the Management to the external auditors and the adequacy of the scope and quality of their audits.

For FY2023, the amount of audit fees payable by the Group to the external auditor, Foo Kon Tan LLP would be approximately S$130,000. There were no non-audit services rendered by the Group's external auditor, Foo Kon Tan LLP.

The auditors of the Company's subsidiaries and associated companies are disclosed in Notes 7 and 8 to the financial statements in the Annual Report. The Company confirms that Rules 712, 715 and 716 of the Listing Manual have been complied with.

The Group has put in place a whistleblowing policy where employees of the Group may, in confidence, raise concerns regarding possible corporate improprieties in matters of financial reporting and other matters. The policy establishes a confidential line of communication for the report of issues/concerns to any one of the AC members and/ or the Company Secretary and provides for the protection of those who raise a concern in good faith against harassment or victimization. The complainant's identity shall also be kept confidential to the extent reasonably practical within the limits of the law.

The AC is the custodian of the policy and responsible for the overall oversight and monitoring of the policy and its implementation. The policy sets out the procedures and processes by which the AC assesses and reviews (in consultation with the Board of Directors and/or Management where appropriate or necessary) the nature of the complaint, the appropriate independent investigation to be conducted, the outcome of such investigation and the followed-up action to be taken. There was no reported incident pertaining to the whistleblowing policy in FY2023.

The whistleblowing policy is communicated to all employees of the Group.

The AC takes measures to keep abreast of the changes to accounting standards and issues which have impact on financial statements with updates provided or training conducted by professionals or external consultants.

The Board, with concurrence of the AC, is satisfied with the adequacy of the Company's internal controls, including financial, operational and compliance controls, risk management system as at 30 September 2023.

The AC is aware of the need to establish a system of internal controls within the Group to safeguard the shareholders' interests and the Group's assets, and to manage risk. The size of the operations of the Group does not warrant the Group having an in-house internal audit function.

The internal audit function is outsourced to a professional consultancy firm, Crowe Horwath First Trust Risk Advisory Pte. Ltd. The AC decides on the timing of the commissioning of the internal audit function from time to time and ensures that adequate resources are directed to carry out those plans. The internal auditor has unfettered access to all of the Group's documents, records, properties and personnel, including access to the AC. During FY2023, the internal auditor had carried out its function according to the Standards for the Professional Practice of Internal Auditing set by The Institute of Internal Auditors.

The internal auditor has conducted an annual review in accordance with their audit plans, of the effectiveness of the Company's material internal controls, including financial, operational and compliance controls, and risk management. Any material non-compliance or failures in internal controls and recommendations for improvements are reported to the AC. The AC has also reviewed the effectiveness of actions taken by the Management on the recommendations made by the internal auditor in this respect. The AC is satisfied that the internal auditor is effective, adequately resourced and has the appropriate standing within the Group. The AC is also satisfied that the internal audit function is independent and staffed by suitably qualified and experienced professionals with the relevant experience.

SHAREHOLDERS RIGHTS AND ENGAGEMENT

Shareholder Rights and Conduct of General Meetings

Principle 11: The Company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the Company. The Company gives shareholders a balanced and understandable assessment of its performance, position and prospects.

In line with the continuing obligations of the Group pursuant to the Listing Manual and the Companies Act, the Board's policy is that all shareholders should be equally informed of all major developments impacting the Group.

Shareholders are entitled to and encouraged to attend all general meetings to stay informed of the Company's goals and strategies and to ensure a high level of accountability. The Board is satisfied that shareholders have been given the opportunity to participate effectively in and vote at general meetings of shareholders. Shareholders are informed of shareholders' meetings through notices contained in annual reports or circulars sent to all shareholders. These notices are also published in the newspapers and posted onto the SGXNET. The shareholders are informed of the rules, including voting procedures, which govern general meetings of shareholders.

Resolutions are, as far as possible, structured separately and may be voted on independently. All resolutions are also voted by poll and the detailed results of the poll voting on each resolution tabled at the AGM, including the total number of votes cast for or against each resolution tabled, would be announced immediately at the AGMs and via SGXNET thereafter. The Company is of the view that manual poll voting is currently sufficient for the purpose of obtaining shareholders' approval at general meetings. The Company will continue to assess the costs and benefits of employing the electronic poll voting system in future.

All shareholders of the Company will receive the notice of the AGM and the notice will also be advertised in the newspaper. The Executive Chairman and the other Directors will attend the AGM and are available to answer questions from the shareholders. The external auditors will also be present to assist the Directors in addressing any relevant queries from shareholders. The Board considers the AGM as the main forum where dialogue with shareholders can be effectively conducted.

The Constitution of the Company allows a shareholder to appoint one or two proxies to attend and vote on behalf of the shareholder. The Constitution of the Company currently does not allow a shareholder to vote in absentia. Shareholders who hold shares through nominees are allowed, upon prior request through their nominees, to attend the general meetings of shareholders as observers without being constrained by the two-proxy rule.

The Company has not amended the Constitution to provide for other methods of voting in absentia due to security and integrity concerns. The Company noted that provision for such other methods of voting in absentia would also require a costly system of authentication to ensure the integrity of information and the identity of shareholders in telephonic and electronic media.

The Company Secretary prepares the minutes of all general meetings which record questions and comments from shareholders together with the responses of the Board and Management. The minutes that record substantial and relevant comments or queries from the shareholders relating to the agenda of the general meeting, and responses from the Board and Management, will be published on our corporate website as soon as practicable.

The Company does not have a formal dividend policy. Any declaration and payment of dividends will depend on, inter alia, the Group's operating results, business and financial conditions, cash flow, capital requirements and other factors deemed relevant by the Board. There can be no assurance that dividends will be paid in the future or of the amount or timing of any dividends that will be paid in the future.

The Board has proposed, for Shareholders' approval at the AGM, a tax exempt (one-tier) final cash dividend of 0.15 Singapore cent and a tax exempt (one-tier) special cash dividend of 0.15 Singapore cent for FY2023.

Engagement with Shareholders

Principle 12: The Company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the Company.

The Company's general meetings are the principal forum for dialogues with its shareholders where the Board and Management address shareholders' concerns, if any. The Company may also solicit views or inputs of shareholders during general meetings.

The Company recognises the importance of regular, effective and timely communication with the shareholders. The Board is mindful of its obligation to provide timely and fair disclosure of material information to shareholders. Shareholders are kept abreast of results and other material information concerning the Group through regular and timely dissemination of information via SGXNET announcements, annual reports, and various other announcements made during the year. The Company does not practice selective disclosure but in the event where there is inadvertent disclosure made to a select group, the Company endeavours to make the same disclosure publicly to all others as promptly as possible.

All materials on the half-yearly and full year financial results are available on the Company's website – www.goodlandgroup.com.sg. The comprehensive website, which is updated regularly, also contains various others investor related information on the Company which serves as an important resource for investors.

The Company also provides Company's email address on the corporate website through which shareholders may contact the Company with their questions.

MANAGING STAKEHOLDERS RELATIONSHIPS

Engagement with Stakeholders

Principle 13: The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served.

The Company has identified stakeholders as those who are impacted by the Group's business and operations as well as those who have a material impact on the Group's business and operations. Such stakeholders include property buyers, tenants, employees, contractors and suppliers, government and regulators, community and shareholders and investors. The Company engages its stakeholders through various channels to ensure that the business interests of the Group are balanced against the needs and interests of its stakeholders. For more information on the Company's stakeholder engagement, please refer to the Company's Sustainability Report 2023.

The Company maintains a corporate website at https://goodlandgroup.listedcompany.com/# to communicate and engage with stakeholders.

DEALING IN COMPANY'S SECURITIES

In line with Rule 1207(19) of the Listing Manual on Dealing in Securities, the Group has adopted an internal code of conduct to provide guidance to its Directors, and employees with regard to dealings in the Company's securities. Directors and employees of the Company should not deal in Company's securities on short term considerations or when they are in possession of unpublished price sensitive information. They are also not allowed to deal in the Company's securities during the period commencing one month before the announcement of the company's full year financial results. The Directors and employees are also required to adhere to the provisions of the Companies Act, and any other relevant regulations with regard to their securities transactions.

The Company has complied with Rule 1207(19) of the Listing Manual.

INTERESTED PERSON TRANSACTIONS

The Company has established procedures to ensure that all transactions with interested persons are reported to the AC which will review, at least twice a year, to ensure that they are carried out at arm's length, not prejudicial to the interest of the Group and its minority interests and in accordance with the established procedures. When a potential conflict of interest arises, the Director concerned will not participate in discussions and will refrain from exercising any influence over other members of the Board.

The Group does not have a general mandate for recurrent interested person transactions.

During the year under review, there were no interested person transactions which exceeded S$100,000 in value.

MATERIAL CONTRACTS

There was no material contract or loan entered into between the Company and any of its subsidiaries involving interests of the CEO, Director or controlling shareholder, either still subsisting at the end of FY2023 or if not then subsisting, entered into since the end of the previous financial year.

SUSTAINABILITY OVERVIEW

The Board of Directors (the "**Board**") of Goodland Group Limited and together with its subsidiaries ("**Goodland**" or the "**Group**") reaffirms our commitment to sustainability and recognises the important role that sustainability has played in helping achieve our mission of "Goodland, Good Living". The Board considers sustainability issues in our long-term strategy formulation. Managing sustainability allows us to safeguard the well-being of and deliver long-term value to our stakeholders.

The Board and the key management team are directly involved in identifying the Group's Economic, Environmental, Social and Governance ("**EESG**") factors, planning and strategising the sustainability initiatives to minimise EESG risks.

This sustainability report describes the Goodland's commitment towards sustainability in its business practices. It is to be read in conjunction with its financial statements for the FY2023.

The availability of EESG data enables sustainability reporting to gain a greater significance to investors.

It is widely recognised that good EESG practices do contribute to the overall long-term success of the Group and play an important part in the competition for talent and investment.

SUSTAINABILITY GOVERNANCE STRUCTURE

The Group's Sustainability Committee ("**SC**"), formed by the senior management, led by the Group's Chief Executive Officer ("**CEO**"), is tasked to develop the sustainability strategy, and drive sustainability efforts across the whole Group via the following process:

1. Reviewing the EESG factors identified as material to our business;

2. Identify the stakeholder concerns and expectations through consultation and cooperation between management, employees and stakeholders;

3. Identify potential EESG risks and opportunities arising from the business activities;

4. Setting goals and targets;

5. Measurement performance data; and

6. Monitoring and reviewing performance on a regular basis.

The Board maintains oversight of the sustainability performance of the Group as well as the EESG topics for FY2023.

In defining our reporting content, we took reference from the principles of the Global Reporting Initiative ("**GRI**")'s principles by considering the Group's activities, impact and substantive expectations and interests of its stakeholders. We observed a total of four principles, namely materiality, stakeholder inclusiveness, sustainability index and completeness. For reporting quality, we observed the principles of balance, comparability, accuracy, timeliness, clarity and reliability.

ALIGNING WITH INTERNATIONAL STANDARDS

Goodland strived, where applicable, to align its policies and practices to international standards. In reporting on sustainability, care is taken to give an accurate and balanced view. For this purpose, the Group has obtained independent assessment by external professionals to obtain the following certifications:

- ISO 9001 – Quality Management Systems
- ISO 14001 – Environmental Management Systems
- ISO 45001 – Occupational Health and Safety Management

SUSTAINABILITY OVERVIEW

REPORTING PERIOD AND SCOPE

This report is set out on a "comply or explain" basis in accordance with Practice Note 7.6 of the Singapore Exchange Securities Trading Ltd. ("**SGX-ST**") Listing Manual on Continuing Listing Obligations.

Corresponding to GRI's emphasis on materiality, this report highlights the key EESG related initiatives that were carried out throughout a 12-month period, from 1 October 2022 to 30 September 2023. In this report, we compare our sustainability performance with the financial year ended 30 September 2022 ("**FY2022**") and set our target for the financial year that ended 30 September 2023 ("**FY2023**").

In this report, we will be covering our construction projects in Singapore.

We are currently in the process of implementing mandatory climate reporting based on the recommendations of the Task Force on Climate-related Financial Disclosures ("**TCFD**") and will report on our progress in the financial year ended 30 September 2025.

REPORTING FRAMEWORK

This Sustainability Report has been prepared with reference to the GRI Universal Standards ("**GRI Standards**") 2021. GRI Standards is an internationally recognised sustainability reporting framework and covers a comprehensive range of sustainability disclosures to measure, understand and communicate their critical sustainability issues on environmental, economic and social impacts to stakeholders. We have chosen GRI reporting standards and principles to ensure stakeholder inclusiveness, accuracy, clarity, reliability and comparability of the information presented in this report.

EXTERNAL ASSURANCE

Our current practice is to rely on internal verification to ensure the accuracy of EESG data. We have not obtained external assurance for this sustainability report. However, our sustainability report has been internally reviewed by independent Internal Auditors to ensure its reliability.

FEEDBACK AND ACCESS

We welcome your feedback to help us improve our performance in sustainability and meet stakeholder's expectations. Please send your feedback to the Sustainability Committee at goodland@goodlandgroup.com.sg.

FULL SUSTAINABILITY REPORT

The Sustainability Report FY2023 is available for download at the website of SGX-ST or our company website at goodlandgroup.listedcompany.com.

NO HARD COPY

As part of our efforts to promote environmental conservation, no hard copies of this Sustainability Report FY2023 have been printed.

DIRECTORS' STATEMENT

For the financial year ended 30 September 2023

The directors are pleased to submit this statement to the members of Goodland Group Limited (the "Company") and its subsidiaries (collectively the "Group") together with the audited financial statements for the financial year ended 30 September 2023.

In our opinion:

(a) the accompanying financial statements of the Group and the 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 30 September 2023 and of 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 Singapore Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International); and

(b) at the date of this statement, 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 are:

Ben Tan Chee Beng
Dr Alvin Tan Chee Tiong
Melanie Tan Bee Bee
Charles Chong You Fook
Dr Wu Chiaw Ching
Raymond Lye Hoong Yip
Yeo Eng Ching Danny

ARRANGEMENTS TO ACQUIRE SHARES, DEBENTURES, WARRANTS OR OPTIONS

During and at the end of the financial year, neither the Company nor any of its subsidiaries was a party to any arrangement of which the object was to enable the directors to acquire benefits through the acquisition of shares, debentures, warrants or options of the Company or any other corporate body, other than as disclosed in this report.

DIRECTORS' INTEREST IN SHARES, DEBENTURES, WARRANTS OR OPTIONS

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, debentures, warrants or options of the Company or its related corporations, except as follows:

Name of director	Holdings registered in the name of directors		Holdings in which directors are deemed to have an interest	
	As at 1.10.2022	**As at 30.9.2023**	As at 1.10.2022	**As at 30.9.2023**
The Company – Goodland Group Limited		**Number of ordinary shares**		
Ben Tan Chee Beng[1, 2]	27,795,000	**27,795,000**	259,954,694	**259,954,694**
Alvin Tan Chee Tiong[1]	39,744,500	**39,744,500**	248,005,194	**248,005,194**
Melanie Tan Bee Bee[1]	21,840,700	**21,840,700**	265,908,994	**265,908,994**

Notes:
(1) Mr Ben Tan Chee Beng, Dr Alvin Tan Chee Tiong and Ms Melanie Tan Bee Bee are siblings. Their mother is Mdm Koh Chin Kim. Each of Mr Ben Tan Chee Beng, Dr Alvin Tan Chee Tiong and Ms Melanie Tan Bee Bee is deemed to have an interest in all the shares held by their family members.

(2) Mr Ben Tan Chee Beng is deemed to have an interest in 14,000,000 ordinary shares held in the name of DB Nominees (S) Pte Ltd, 2,809,200 ordinary shares held in the name of United Overseas Bank Nominees Pte Ltd, 79,280,294 shares held in the name of Citrine Capital Pte Ltd and 56,500,000 shares held in the name of Hong Leong Finance Nominees Pte Ltd through Citrine Capital Pte Ltd.

There was no change in the above-mentioned interests between the end of the current financial year and 21 October 2023.

Mr Ben Tan Chee Beng, Dr Alvin Tan Chee Tiong and Ms Melanie Tan Bee Bee, who by virtue of their interest in not less than 20% of the issued share capital of the Company, are deemed to have an interest in the shares of the wholly-owned subsidiaries held by the Company and in the following subsidiaries that are not wholly-owned by the Group.

Interest of shares of non-wholly owned subsidiaries	As at 1.10.2022 No. of shares	**As at 30.9.2023 No. of shares**
Citrine Asia Capital Pte. Ltd.	102,000	**102,000**
Goodland Da-Qiao Pte. Ltd.	510,000	**510,000**
T City (Ipoh) Sdn. Bhd.	350,000	**350,000**
Banyan Housing Development Sdn. Bhd.	72,000	**72,000**
GLG Global Sdn. Bhd.	1,446	**1,446**
Mastron Capital Pte. Ltd.	51,000	**51,000**

There are no changes to the above shareholdings as at 21 October 2023.

Except as disclosed in this statement, no directors who held office at the end of the financial year had an interest in the shares, warrants or debentures of the Company, or of related corporations, either at the beginning or at the end of the financial year.

SHARE OPTIONS

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

There were no shares issued during the financial year to which this report related by virtue of the exercise of options to take up unissued shares of the Company or of 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 ("AC") at the end of the financial year comprises the following members:

Dr Wu Chiaw Ching (Chairman)
Charles Chong You Fook
Raymond Lye Hoong Yip
Yeo Eng Ching Danny

The AC performs the functions in accordance with Section 201B(5) of the Act, the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual and the Code of Corporate Governance. The AC has met four times since the last Annual General Meeting and has reviewed the following, where relevant, with the external and internal auditors of the Company:

(i) overall scope of both the internal and external audits and the assistance given by the Company's officers to the auditors. It met with the Company's internal and external auditors 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 quarterly financial information and the statement of financial position of the Company and the consolidated financial statements of the Group for the financial year ended 30 September 2023 as well as the auditor's report thereon;

(iv) effectiveness of the Company's internal controls, including financial, operational and compliance controls and information technology controls and risk management systems via reviews carried out by the internal auditors;

(v) the auditors confirmed during the Audit Committee meeting that there was no significant disagreement with management and non-compliance with accounting standards and internal controls during the audit;

(vi) legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programmes and any reports received from regulators;

(vii) the cost effectiveness and the independence and objectivity of the external auditor;

(viii) the nature and extent of non-audit services provided by the external auditor;

(ix) recommended to the Board of Directors the external auditor and internal auditor to be nominated, approved the compensation of the external auditor and internal auditor, and reviewed the scope and results of the audits;

(x) reported actions and minutes of the Audit Committee to the Board of Directors with such recommendations as the Audit Committee considered appropriate; and

(xi) interested person transactions (as defined in Chapter 9 of the Listing Manual of the Singapore Exchange).

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 discretion to invite any director or executive officer, and the internal and external auditors, to attend its meetings.

AUDIT COMMITTEE (Cont'd)

The Audit Committee also recommends on the appointment of the external auditor and reviews the level of audit and non-audit fees. It is satisfied with the independence and objectivity of the external auditor and has recommended to the Board of Directors that the external auditor, Foo Kon Tan LLP, is to be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

Full details regarding the Audit Committee are provided in the Report on Corporate Governance.

In appointing the auditors for the Company, the subsidiaries and the significant associated companies, Rules 712, 715 and 716 of the SGX Listing Manual have been compiled.

INDEPENDENT AUDITOR

The independent auditor, Foo Kon Tan LLP, Public Accountants and Chartered Accountants, has expressed its willingness to accept re-appointment.

On behalf of the Directors

Ben Tan Chee Beng

Alvin Tan Chee Tiong

Dated: 22 December 2023

INDEPENDENT AUDITOR'S REPORT

To the members of Goodland Group Limited

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Goodland Group Limited (the "Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 30 September 2023, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated 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 Singapore Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 30 September 2023 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.

Key Audit Matters

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

Revenue recognition (Refer to Note 3 to the financial statements)

During the financial year, the Group recognised revenue of $21,292,924 from the following revenue streams:

(1) Revenue from property development of $20,071,086

(2) Revenue from construction of $287,562

(3) Revenue from rental of investment properties of $934,276

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (Cont'd)

Key Audit Matters (Cont'd)

Revenue recognition (Refer to Note 3 to the financial statements) (Cont'd)

Risk:

Revenue recognition of the development properties requires management's use of estimates in identification of performance obligations, assessment of the number of performance obligations and whether they are satisfied over time or at a point in time, and determination of an appropriate method to measure progress of the property development project for revenue recognition. Revenue on development properties that have been sold in Singapore is recognised using the percentage of completion ("POC") method.

Significant judgements are required to determine the total construction costs which include estimation for variation works and any other claims from contractors. Any changes to the estimated total construction costs will impact the stage of completion, and consequentially the revenue recognised.

As disclosed in Note 3 to the financial statements, revenue from property development amounting to $20,071,086 was recognised over time, with reference to the Group's progress towards completing the construction of the property development. This revenue is recognised using the percentage of completion ("POC") method.

Our response:

We read the sales and purchase agreements for sale of development properties and engaged management to obtain an understanding of the performance obligations of the Group as the developer, and its contractual rights. We discussed with management to assess whether the criteria for recognising revenue over time or at a point in time are met, taking into consideration the contractual terms.

We performed procedures to review the management's estimated total construction cost for all the development projects, and assessed the reasonableness of the assumptions and estimates applied by management which included key elements such as construction costs and variation works, taking also into consideration the need by management to account for any effects of significant or unusual events that occurred during the year which may impact the estimated total construction cost. In addition, we also used the value of the main contractor costs incurred to date as certified by third party architects or quantity surveyors, compared to the estimated total main contractor costs and performed arithmetic computations of the stage of completion and revenue to be recognised for the year.

We also considered the adequacy of the disclosure in the financial statements, regarding the inherent degree of subjectivity and key assumptions in the estimates.

Our findings:

We assessed management's basis of identifying performance obligations and the basis of revenue recognition for these development properties to be appropriate. We also assessed that the key assumptions applied by management for estimated total construction costs to be reasonable based on supportable information available. We also assessed that the related disclosures in the financial statements to be appropriate, as disclosed in Notes 3 and 14.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (Cont'd)

Key Audit Matters (Cont'd)

Valuation of investment properties (Refer to Note 6 to the financial statements)

Risk:

The Group's investment properties are stated at their fair values based on independent external valuations.

The valuation process involves significant judgement and estimation in determining the appropriate valuation methodology to be used, and in evaluating the underlying assumptions to be applied. These key assumptions used include floor level, size, location, price per square meter and discount rates.

Our response:

We have evaluated the competence, qualification and objectivity of management's external valuers, obtained an understanding of the work of management's external valuers; and evaluated the appropriateness of management's external valuers' 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. 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 evaluated whether the auditor's expert has the necessary competence, capabilities and objectivity for our purposes.

We also considered the adequacy of the disclosure in the financial statements regarding the inherent degree of subjectivity and key assumptions used in the estimates. This includes the relationships between the key unobservable inputs to fair values.

Our findings:

The Group has a structured process in appointing valuers, and in reviewing and adopting their valuations. The valuation methodologies used are in line with generally-accepted market practices and the key assumptions used are within the range of market data. The approach to the methodologies and in deriving the assumptions in the valuations is supported by market practices and data and the disclosures included in Notes 6 and 37 to the financial statements are appropriate.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (Cont'd)

Key Audit Matters (Cont'd)

Valuation of development properties (Refer to Note 14 to the financial statements)

Risk:

Development properties are stated at the lower of cost and net realisable value. Net realisable value represents the estimated selling price, less estimated costs of completion and selling expenses.

The determination of the estimated net realisable values of these development properties is critically dependent upon the Group's expectation of future selling prices which are affected by, amongst other things, demand and supply factors, interest rates, government policies and economic conditions. There is a risk that the estimate of net realisable values exceeds future selling prices, resulting in a loss when these properties are sold.

Our response:

We assessed the Group's forecast selling prices by comparing these forecast selling prices to, where available, recently transacted sales prices of units in the same project as well as comparable properties. We focused our work on development projects with low margins.

Our findings:

We found that reasonable estimates were used in the determination of the net realisable values.

We have also assessed and validated the adequacy and appropriateness of the disclosures made in the financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of 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.

In preparing the financial statements, management is responsible for assessing the Group'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 to cease operations, or has no realistic alternative but to do so.

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

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (Cont'd)

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 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 to cease to continue as a going concern.

- 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, actions taken to eliminate threats or safeguards applied.

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 subsidiary corporations 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 Ong Soo Ann.

Foo Kon Tan LLP
Public Accountants and
Chartered Accountants

Singapore, 22 December 2023

STATEMENTS OF FINANCIAL POSITION

As at 30 September 2023

		The Group		The Company	
	Note	**2023**	2022	**2023**	2022
		$	$	**$**	$
ASSETS					
Non-Current Assets					
Property, plant and equipment	4	**2,002,302**	2,174,153	**–**	–
Right-of-use assets	5	**353,209**	164,668	**–**	–
Investment properties	6	**94,385,435**	92,961,002	**–**	–
Subsidiaries	7	**–**	–	**8,880,248**	8,880,248
Associates	8	**13,250,581**	11,765,878	**–**	–
Financial assets, at fair value through other comprehensive income ("FVOCI")	9	**7,968,000**	7,452,000	**–**	–
Deferred tax assets	10	**205,631**	206,387	**–**	–
		118,165,158	114,724,088	**8,880,248**	8,880,248
Current Assets					
Inventories	11	**–**	26,245	**–**	–
Trade and other receivables	12	**22,219,864**	19,543,431	**69,515,973**	68,925,971
Contract assets	13	**17,919,286**	18,775,859	**–**	–
Development properties	14	**202,470,749**	200,100,573	**–**	–
Financial assets, at fair value through profit or loss ("FVTPL")	15	**104,800**	86,170	**–**	–
Cash and cash equivalents	16	**11,542,613**	9,087,193	**551,696**	513,925
		254,257,312	247,619,471	**70,067,669**	69,439,896
Total Assets		**372,422,470**	362,343,559	**78,947,917**	78,320,144
EQUITY AND LIABILITIES					
Capital and Reserves					
Share capital	17	**63,280,416**	63,280,416	**63,280,416**	63,280,416
Treasury shares	18	**(9,562,616)**	(9,562,616)	**(9,562,616)**	(9,562,616)
Reserves	19	**134,104,191**	141,366,191	**16,571,141**	19,231,412
Equity attributable to owners of the Company		**187,821,991**	195,083,991	**70,288,941**	72,949,212
Non-controlling interests		**47,038,935**	50,102,076	**–**	–
Total Equity		**234,860,926**	245,186,067	**70,288,941**	72,949,212
Non-Current Liabilities					
Lease liabilities	20	**260,987**	132,290	**–**	–
Bank borrowings	21	**14,018,864**	15,842,552	**–**	–
Deferred tax liabilities	10	**9,423,244**	9,594,870	**–**	–
		23,703,095	25,569,712	**–**	–
Current Liabilities					
Lease liabilities	20	**81,741**	41,313	**–**	–
Trade and other payables	22	**15,990,670**	13,778,393	**8,658,976**	5,370,932
Contract liabilities	13	**21,172**	23,909	**–**	–
Bank borrowings	21	**97,764,866**	77,692,064	**–**	–
Current tax payable		**–**	52,101	**–**	–
		113,858,449	91,587,780	**8,658,976**	5,370,932
Total Liabilities		**137,561,544**	117,157,492	**8,658,976**	5,370,932
Total Equity and Liabilities		**372,422,470**	362,343,559	**78,947,917**	78,320,144

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 30 September 2023

	Note	2023 $	2022 $
Revenue	3	**21,292,924**	37,076,649
Cost of sales		**(14,765,119)**	(27,531,104)
Gross profit		**6,527,805**	9,545,545
Other operating income	23	**2,777,394**	3,422,146
Finance income	24	**5,683**	2,593
Administrative expenses		**(4,982,725)**	(5,016,347)
Finance costs	25	**(4,078,022)**	(1,837,828)
Other operating expenses		**–**	(11,994)
Share of associates' results (net of tax)	8	**1,484,703**	4,454,131
Profit before taxation	26	**1,734,838**	10,558,246
Income tax	28	**(351,902)**	(514,403)
Profit after taxation		**1,382,936**	10,043,843
Other comprehensive loss after tax:			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of the financial statements of foreign entities		**(6,961,521)**	(5,645,423)
		(6,961,521)	(5,645,423)
Items that will not be reclassified subsequently to profit or loss			
Exchange differences on translation of the financial statements of foreign entities		**(2,992,953)**	(2,423,290)
Fair value gain/(loss) on financial assets, at FVOCI	9	**516,000**	(1,278,000)
Other comprehensive loss for the year, net of tax		**(9,438,474)**	(9,346,713)
Total comprehensive (loss)/income for the year		**(8,055,538)**	697,130
Profit attributable to:			
Equity holders of the Company		**1,453,124**	10,473,668
Non-controlling interests		**(70,188)**	(429,825)
		1,382,936	10,043,843
Total comprehensive (loss)/income attributable to:			
Equity holders of the Company		**(4,992,397)**	3,550,245
Non-controlling interests		**(3,063,141)**	(2,853,115)
		(8,055,538)	697,130
Earnings per share			
– Basic earnings per share (cents)	29	**0.40**	2.91
– Diluted earnings per share (cents)	29	**0.40**	2.91

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 30 September 2023

The Group	Share capital $	Treasury shares $	Acquisition reserve $	Currency translation reserve $	Equity reserve $	Fair value reserve $	Revaluation surplus reserve $	Merger reserve $	Retained earnings $	Subtotal $	Non-controlling interests $	Total equity $
	Attributable to equity holders of the Company											
At 1 October 2022	63,280,416	(9,562,616)	78,743,302	(5,158,511)	228,811	(3,026,315)	3,224,151	(485,076)	67,839,829	195,083,991	50,102,076	245,186,067
Total comprehensive income/(loss) for the year												
Profit for the year	–	–	–	–	–	–	–	–	1,453,124	1,453,124	(70,188)	1,382,936
Other comprehensive income/(loss)												
Fair value gain on financial asset, at FVOCI	–	–	–	–	–	516,000	–	–	–	516,000	–	516,000
Exchange differences arising from translation	–	–	–	(6,961,521)	–	–	–	–	–	(6,961,521)	(2,992,953)	(9,954,474)
Other comprehensive (loss)/income for the year	–	–	–	(6,961,521)	–	516,000	–	–	–	(6,445,521)	(2,992,953)	(9,438,474)
Total comprehensive (loss)/income for the year	–	–	–	(6,961,521)	–	516,000	–	–	1,453,124	(4,992,397)	(3,063,141)	(8,055,538)
Transactions with owners, recognised directly in equity												
Contributions by and distributions to owners												
Dividends paid (Note 38)	–	–	–	–	–	–	–	–	(2,269,603)	(2,269,603)	–	(2,269,603)
Total contributions by and distributions to owners	–	–	–	–	–	–	–	–	(2,269,603)	(2,269,603)	–	(2,269,603)
Total transactions with owners	–	–	–	–	–	–	–	–	(2,269,603)	(2,269,603)	–	(2,269,603)
At 30 September 2023	63,280,416	(9,562,616)	78,743,302	(12,120,032)	228,811	(2,510,315)	3,224,151	(485,076)	67,023,350	187,821,991	47,038,935	234,860,926

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (Cont'd)

For the financial year ended 30 September 2023

The Group	Share capital $	Treasury shares $	Acquisition reserve $	Currency translation reserve $	Equity reserve $	Fair value reserve $	Revaluation surplus reserve $	Merger reserve $	Retained earnings $	Subtotal $	Non-controlling interests $	Total equity $
	Attributable to equity holders of the Company											
At 1 October 2021	63,280,416	(9,511,983)	78,743,302	486,912	228,811	(1,748,315)	3,224,151	(485,076)	58,174,963	192,393,181	52,952,691	245,345,872
Total comprehensive income/(loss) for the year												
Profit for the year	–	–	–	–	–	–	–	–	10,473,668	10,473,668	(429,825)	10,043,843
Other comprehensive loss												
Fair value loss on financial asset, at FVOCI	–	–	–	–	–	(1,278,000)	–	–	–	(1,278,000)	–	(1,278,000)
Exchange differences arising from translation	–	–	–	(5,645,423)	–	–	–	–	–	(5,645,423)	(2,423,290)	(8,068,713)
Other comprehensive loss for the year	–	–	–	(5,645,423)	–	(1,278,000)	–	–	–	(6,923,423)	(2,423,290)	(9,346,713)
Total comprehensive (loss)/income for the year	–	–	–	(5,645,423)	–	(1,278,000)	–	–	10,473,668	3,550,245	(2,853,115)	697,130
Transactions with owners, recognised directly in equity												
Contributions by and distributions to owners												
Purchase of treasury shares	–	(50,633)	–	–	–	–	–	–	–	(50,633)	–	(50,633)
Dividends paid (Note 38)	–	–	–	–	–	–	–	–	(808,802)	(808,802)	–	(808,802)
Total contributions by and distributions to owners	–	(50,633)	–	–	–	–	–	–	(808,802)	(859,435)	–	(859,435)
Acquisition of subsidiary	–	–	–	–	–	–	–	–	–	–	2,500	2,500
Total transactions with owners	–	(50,633)	–	–	–	–	–	–	(808,802)	(859,435)	2,500	(856,935)
At 30 September 2022	63,280,416	(9,562,616)	78,743,302	(5,158,511)	228,811	(3,026,315)	3,224,151	(485,076)	67,839,829	195,083,991	50,102,076	245,186,067

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 30 September 2023

	Note	2023 $	2022 $
Cash Flows from Operating Activities			
Profit before taxation		**1,734,838**	10,558,246
Adjustments for:			
Depreciation of property, plant and equipment	4	**178,839**	198,317
Depreciation of right-of-use assets	5	**79,106**	91,682
Loss on disposal of property, plant and equipment	26	**–**	347
Loss on disposal of right-to-use asset	26	**–**	2,863
Fair value gain on investment properties	6, 26	**(2,540,000)**	(3,069,160)
Fair value (gain)/loss on financial assets, at fair value through profit or loss	26	**(16,228)**	6,923
Finance costs	25	**4,078,022**	1,837,828
Interest income	24	**(5,683)**	(2,593)
Dividend income from financial assets, at FVTPL	23	**(1,729)**	–
Share of associates' results	8	**(1,484,703)**	(4,454,131)
Operating cash flows before working capital changes		**2,022,462**	5,170,322
Change in trade and other receivables and contract assets		**(5,115,590)**	(11,913,433)
Change in trade and other payables		**2,212,277**	826,199
Change in inventories		**26,245**	–
Change in development properties		**(10,372,398)**	(1,746,673)
Cash used in operations		**(11,227,004)**	(7,663,585)
Interest received		**5,683**	2,593
Income tax paid		**(53,283)**	(18,097)
Net cash used in operating activities		**(11,274,604)**	(7,679,089)
Cash Flows from Investing Activities			
Purchase of property, plant and equipment (Note A)	4	**(36,863)**	(205,456)
Purchase of financial assets, at fair value through profit or loss		**(8,066)**	–
Proceeds from disposal of financial assets, at fair value through profit or loss		**5,664**	–
Proceeds from disposal of property, plant and equipment		**32,014**	–
Proceeds from disposal of right-to-use assets		**–**	50,264
Advances to related parties		**(345,175)**	(105,819)
Repayment of advances from non-controlling interests		**2,033**	3,028
Repayment of/(advances to) associates		**3,638,872**	(3,284)
Dividend received		**1,729**	–
Net cash generated from/(used in) investing activities		**3,290,208**	(261,267)
Cash Flows from Financing Activities			
Share buy-back	18	**–**	(50,633)
Proceeds from bank loans (Note B)		**27,657,600**	22,243,618
Repayment of bank loans (Note B)		**(9,408,486)**	(9,145,704)
Principal repayment of lease liabilities (Note B)		**(98,522)**	(95,264)
Advance from/(repayment of advances) to related parties (Note B)		**328,212**	(20,471)
Repayment of associates (Note B)		**(340,000)**	–
Repayment of advances to non-controlling interests (Note B)		**–**	(1,106,207)
(Repayment of)/advances from directors (Note B)		**(54,037)**	34,920
Interest paid (Note B)		**(5,385,720)**	(2,172,043)
Dividend paid	38	**(2,269,603)**	(808,802)
Net cash generated from financing activities		**10,429,444**	8,879,414
Net increase in cash and cash equivalents		**2,445,048**	939,058
Cash and cash equivalents at beginning of year		**9,087,193**	8,146,019
Effect of exchange rate changes on balances held in foreign currencies		**10,372**	2,116
Cash and cash equivalents at end of year	16	**11,542,613**	9,087,193

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 30 September 2023

Notes:

A. During the financial year, the Group acquired property, plant and equipment with an aggregate cost of $36,863 (2022: $205,456) and cash payments of $36,863 (2022: $205,456) were made to purchase property, plant and equipment.

B. Reconciliation of movements of liabilities to cash flows arising from financing activities, excluding equity item:

		Cash flows			Non-cash changes				
	As at 1 October 2022 $	Proceeds received $	Principal repayment $	Interest paid $	Finance costs $	Interest capitalised $	Addition of new lease $	Interest accrued $	As at 30 September 2023 $
Lease liabilities (Note 20)	**173,603**	**–**	**(98,522)**	**(11,955)**	**11,955**	**–**	**267,647**	**–**	**342,728**
Bank borrowings (Note 21)	**93,534,616**	**27,657,600**	**(9,408,486)**	**(5,373,765)**	**4,066,067**	**1,229,845**	**–**	**77,853**	**111,783,730**
Other payables (Note 22)									
– Non-controlling interests	**1,025,877**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**1,025,877**
– Related parties	**5,634**	**328,212**	**–**	**–**	**–**	**–**	**–**	**–**	**333,846**
– Directors	**228,620**	**–**	**(54,037)**	**–**	**–**	**–**	**–**	**–**	**174,583**
– Associates	**7,459,911**	**–**	**(340,000)**	**–**	**–**	**–**	**–**	**–**	**7,119,911**
	102,428,261	**27,985,812**	**(9,901,045)**	**(5,385,720)**	**4,078,022**	**1,229,845**	**267,647**	**77,853**	**120,780,785**

		Cash flows			Non-cash changes			
	As at 1 October 2021 $	Proceeds received $	Principal repayment $	Interest paid $	Finance costs $	Interest capitalised $	Interest accrued $	As at 30 September 2022 $
Lease liabilities (Note 20)	268,867	–	(95,264)	(12,439)	12,439	–	–	173,603
Bank borrowings (Note 21)	80,436,701	22,243,618	(9,145,704)	(2,159,604)	1,825,389	325,187	9,029	93,534,616
Other payables (Note 22)								
– Non-controlling interests	2,132,084	–	(1,106,207)	–	–	–	–	1,025,877
– Related parties	26,105	–	(20,471)	–	–	–	–	5,634
– Directors	193,700	34,920	–	–	–	–	–	228,620
– Associates	7,459,911	–	–	–	–	–	–	7,459,911
	90,517,368	22,278,538	(10,367,646)	(2,172,043)	1,837,828	325,187	9,029	102,428,261

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

1 GENERAL INFORMATION

The consolidated financial statements of the Group and the statement of financial position of the Company for the financial year ended 30 September 2023 were authorised for issue in accordance with a resolution of the directors on the date of the Directors' Statement.

The Company is incorporated as a public limited company and domiciled in the Republic of Singapore. The Company was listed on 8 October 2009 in the Catalist Board of the Singapore Exchange Securities Trading Limited ("SGX-ST") and transferred to the Mainboard of SGX-ST effective from 25 June 2013.

The registered office of the Company is located at 3 Kim Chuan Lane #07-01 Goodland Group Building, Singapore 537069.

The principal activity of the Company is that of an investment holding company. The principal activities of the subsidiaries and associates are disclosed in Notes 7 and 8 respectively.

2(a) BASIS OF PREPARATION

The financial statements are drawn up in accordance with the provisions of the Singapore Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)"), including related interpretations promulgated by the Accounting Standards Council ("ASC"), and have been prepared under the historical cost convention, except as otherwise described in the notes below.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

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(d).

The financial statements are presented in Singapore Dollar which is the Company's functional currency. All financial information is presented in Singapore Dollar, unless otherwise stated.

2(b) ADOPTION OF NEW AND REVISED SFRS(I) EFFECTIVE FOR THE CURRENT FINANCIAL YEAR

On 1 October 2022, the Group has adopted all the new and revised SFRS(I), SFRS(I) interpretations ("SFRS(I) INT") and amendments to SFRS(I), effective for the current financial year that are relevant to them. The adoption of these new and revised SFRS(I) pronouncements does not result in significant changes to the Group's accounting policies and has no material effect on the amounts or the disclosures reported for the current or prior reporting periods.

2(c) NEW AND REVISED SFRS(I) IN ISSUE BUT NOT YET EFFECTIVE

At the date of authorisation of these financial statements, the Group has not adopted the new and revised SFRS(I), SFRS(I) INT and amendments to SFRS(I) that have been issued but are not yet effective to them. Management anticipates that the adoption of these new and revised SFRS(I) pronouncements in future periods will not have a material impact on the Group's accounting policies in the period of their initial application:

Reference	Description	Effective date (Annual periods beginning on or after)
SFRS(I) 17	*Insurance Contracts*	1 January 2023
Amendments to SFRS(I) 17	*Insurance Contracts*	1 January 2023
Amendments to SFRS(I) 4	*Extension of the Temporary Exemption from Applying SFRS(I) 9*	1 January 2023
Amendments to SFRS(I) 1-1 and SFRS(I) Practice Statement 2	*Disclosure of Accounting Policies*	1 January 2023
Amendments to SFRS(I) 1-8	*Definition of Accounting Estimates*	1 January 2023
Amendments to SFRS(I) 1- 12	*Deferred Tax related to Assets and Liabilities arising from a Single Transaction*	1 January 2023
Amendments to SFRS(I) 17	*Initial Application of SFRS(I) 17 and SFRS(I) 9 – Comparative Information*	1 January 2023
Amendments to SFRS(I) 1-12	*International Tax Reform – Pillar Two Model Rules*	1 January 2023
Amendment to SFRS(I) 1-21	*Lack of Exchangeability*	1 January 2024
Amendments to SFRS(I) 1-1	*Classification of Liabilities as Current or Non-current*	1 January 2024
SFRS(I) 16	*Amendments to SFRS(I) 16: Lease Liability in a Sale and Leaseback*	1 January 2024
Various	*Amendments to SFRS(I) 1-1: Non-current Liabilities with Covenants*	1 January 2024
Amendments to SFRS(I) 1-7 and SFRS(I) 7	*Supplier Finance Arrangements*	1 January 2024
Amendments to SFRS(I) 10 and SFRS(I) 1-28	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*	Yet to be determined

Amendments to SFRS(I) 1-12 *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

The amendments introduce a further exception from the initial recognition exemption. Under the amendments, a reporting entity does not apply the initial recognition exemption for transactions that give rise to equal taxable and deductible temporary differences.

The amendments are effective for reporting periods beginning on or after 1 January 2023. Early application is permitted. The amendments shall be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, deferred tax asset and deferred tax liability shall be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations.

As of 30 September 2023, the taxable temporary differences in relation to right-of-use assets and the deductible temporary differences in relation to lease liabilities amount to $353,209 and $342,728 respectively. Under the amendments, the Group will recognise a deferred tax liability of $60,046 and a deferred tax asset of $58,264 separately.

2(d) 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.

Critical accounting judgement used in applying accounting policies

Consolidation

Entities are included within the financial statements of the Group where the Group has control over the entities. Control arises from exposure, or rights, to variable returns from involvement with an entity, where the Group has the ability to affect those returns through its power over the entity. Judgement is applied by management in assessing whether control exists. Judgement is applied in determining the relevant activities of each entity and determining whether the Group has power over these activities. This involves assessment of the purpose and design of the entity, identification of the activities which significantly affect that entity's returns and how decisions are made about those activities. In assessing how decisions are made, management considers voting and veto rights, contractual arrangements with the entity or other parties, and any rights or ability to appoint, remove or direct key management personnel or entities that have the ability to direct the relevant activities of the entity. Consideration is also given to the practical ability of other parties to exercise their rights. The Company considers Chon Hua Pte Ltd ("Chon Hua"), an entity in which it holds 50% equity interest in the company as a subsidiary of the Group, as it can exercise control over the relevant business activities and is exposed to the returns from its involvement with Chon Hua, via more than 50% of the Company's representatives on the board of directors.

Sale of development properties (Note 3)

For the sale of development properties, the Group is required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method for recognising revenue. In making the assessment, the Group considered the terms of the contracts entered into with customers and the provisions of relevant laws and regulations applicable to the contracts. The assessment of whether the Group has an enforceable right to payment for performance completed to date involves judgement made in determining the enforceability of the right to payment under the legal environment of the jurisdictions where the contracts are subject to.

Significant influence over associates (Note 8)

Note 8 describes that SL Capital (1) Pte Ltd, SL Capital (3) Pte Ltd, and SL Capital (5) Pte Ltd are associates of the Group although the Group only owns 17% ownership interest in these investees. The Group has significant influences, being the power to participate in the financial and operating policies decisions of these investees, but not control or joint control based on board composition.

Deferred taxation on investment properties

The Group has assessed that its investment properties are not held under the business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, but rather through sale. Based on the above assessment, the presumption that the carrying amounts of investment properties measured using the fair value model are recovered entirely through sale is not rebutted. As a result, the Group has recognised deferred taxes on changes in the fair value of investment properties located in Malaysia which are subject to real property gains tax, but has not recognised any deferred taxes on changes in fair value of investment properties located in Singapore as the Group is not subject to any income taxes on the disposal of the investment properties in Singapore.

Income tax (Note 28)

The assessment of the amount of current and deferred tax involves estimates and assumptions and may involve a series of judgements about future events. Judgement is applied based on the interpretation of country specific tax legislation and the likelihood of settlement. 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.

2(d) SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

Determination of functional currency

The Group measures foreign currency transactions in the respective functional currencies of the Company and its subsidiaries. In determining the functional currencies of the entities in the Group, judgement is required to determine the currency that mainly influences sales prices for goods and services and of the country whose competitive forces and regulations mainly determines the sales prices of its goods and services. The functional currencies of the entities in the Group are determined based on management's assessment of the economic environment in which the entities operate and the entities' process of determining sales prices.

Determination of operating segments (Note 34)

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. Judgment is applied by management of the aggregation criteria to operating segments.

Classification of properties (Notes 4, 6 and 14)

The Group determines whether a property is classified as development property, investment property, or owner-occupied property as follows:

- Development properties comprise completed properties for sale, properties for development and properties in the course of development in the ordinary course of business. Principally, these are residential, offices and retail properties that the Group develops and intends to sell before or on completion of construction.

- Investment properties comprise offices and retail units which are not occupied substantially for use by, or in the operations of, the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation.

- Owner-occupied properties comprise properties that are used by the Group in the production or supply of goods and services or for administrative services.

Key source of estimation uncertainty

Depreciation of property, plant and equipment and right-of-use assets (Notes 4 and 5)

Property, plant and equipment and right-of-use assets are depreciated on a straight-line basis over their estimated useful lives. Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised. If depreciation on property, plant and equipment and right-of-use assets increases/decreases by 5% from management estimate, the Group's profit or loss before tax will decrease/increase by approximately $12,897 (2022 – $14,500).

Impairment of non-financial assets (Notes 4, 5 and 8)

Non-financial assets are tested for impairment whenever there is any objective evidence or indication that they may be impaired.

The recoverable amounts have been determined based on value-in-use calculations and fair value less cost of disposal. These calculations require the use of estimates. Estimating the value-in-use requires the management 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.

For the fair value less costs of disposal method, the fair values of the underlying assets are estimated based on their expected selling prices and the fair values of the underlying liabilities are based on the estimated cash outflows to settle the obligations.

A decrease of 5% in the market comparable prices in deriving the recoverable amounts of the Group's and Company's non-financial assets such as property, plant and equipment, right of use assets will not increase any impairment losses that had been provided on the Group's and the Company's non-financial assets.

2(d) SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

Key source of estimation uncertainty (Cont'd)

Valuation of investment properties (Note 6)

The Group's investment properties and properties, plant and equipment transferred to investment properties are stated at estimated fair value based on the valuation performed by independent professional valuers using various valuation methods including the direct comparison method and residual method. The estimated fair value may differ from the price at which the Group's assets could be sold at a particular time, since actual selling prices are negotiated between willing buyers and sellers.

Information about the valuation techniques and unobservable inputs used in determining the fair value of the investment properties and properties, plant and equipment transferred to investment properties is disclosed in Note 37.

The carrying amounts of the Group's investment properties at the reporting date are disclosed in Note 6. If changes in the market comparable prices in estimating the fair value of the investment properties decreases/increases by 5% from management's estimates, the Group's profit or loss before tax will decrease/increase by $4,719,272 (2022 – $4,648,050).

Estimation of the fair value of financial assets, at FVOCI (Note 9)

Information about the valuation techniques and unobservable inputs used in determining the fair value of the financial assets, at FVOCI is disclosed in Note 37.

The carrying amount of the Group's financial assets, at FVOCI at the reporting date is disclosed in Note 9. A 3% change in the market comparable prices in estimating fair value of this asset from management's assessment would result in the Group's other comprehensive income for the financial year to decrease/increase by $239,040 (2022 – $223,560).

Allowance for expected credit loss ("ECL") of trade and other receivables and contract assets (Notes 12 and 13)

Impairment of trade and other receivables and contract assets are based on an assessment of the recoverability of trade and other receivables and contract assets which mainly comprise receivable from sale of property, amounts due from associates and amounts due from subsidiaries at the Company level. The impairment provisions for trade and other receivables and contract 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. The Group assesses at the end of each reporting period whether there is any expected credit loss. To determine whether there is expected credit loss, the Group considers factors such as current credit standing, payment history, probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

Where there is expected credit loss, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics.

The Group's and the Company's carrying amounts of trade and other receivables and contract assets at the reporting date are disclosed in Notes 12 and 13 respectively.

The Group's and the Company's credit risk exposure for trade and other receivables and contract assets are set out in Note 35.

Net realisable value of development properties (Note 14)

Development properties in the course of development and completed properties are stated at lower of cost and estimated net realisable value. When it is probable that the total development costs will exceed the total projected revenue, the amount in excess of net realisable value is recognised as an expense immediately. The process of evaluating the net realisable value of each property is subject to management judgement and the effect of assumptions in respect of development plans, timing of sale and the prevailing market conditions. Management performs cost studies for each development property, taking into account the costs incurred to date, the development status and costs to complete. Any future variation in plans, assumptions and estimates can potentially impact the carrying amounts of the respective properties.

The Group's carrying amounts of development properties are disclosed in Note 14. An increase of 5% (2022 – 5%) in the cost of the Group's development property would not lead to any diminution in value required for the Group's development properties.

2(d) SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

Key source of estimation uncertainty (Cont'd)

Impairment in investment in subsidiaries (Note 7)

Determining whether investment in subsidiaries is impaired requires an estimation of the value-in-use of that investment. 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. Management has evaluated the recoverability of the investment based on such estimates. The carrying amounts of the Company's investment in subsidiaries at the reporting date are disclosed in Note 7. In 2023 and 2022, a decrease of 5% in the recoverable amounts will not increase any impairment losses that had been provided on the Company's investment in subsidiaries.

Revenue recognition for development properties (Note 3)

The Group recognises contract revenue based on the stage of completion for the sale of development properties where the Group has enforceable rights to payment for performance completed to date. The stage of completion is measured by reference to certifications of the value of work performed to date as compared to the estimated total construction costs of the development projects. The Group is required to estimate the total construction costs which include estimation for variation works and any other claims from contractors. In making these estimates, the Group relies on past experience and the work of specialists. The amount of revenue recognised from development properties by the Group is therefore subject to uncertainty in respect of variation works and estimation of future costs.

The Group's revenue recognised from development properties for the year is disclosed in Note 3. If the estimated costs for variation works increase/decrease by 10% (2022 – 10%), the Group's revenue for the year will decrease/increase by $2,007,109 (2022 – $2,221,736).

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Consolidation

(i) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and investees (including structured entities) controlled by the Company and its subsidiaries. Control is achieved when the Company or its subsidiary:

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

The Company or its subsidiary re-assesses 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 Company or its subsidiary 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 Company or its subsidiary considers all relevant facts and circumstances in assessing whether or not the Company's or its subsidiary's voting rights in an investee are sufficient to give it power, including:

- size of the Company's or its subsidiary's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company or its subsidiary, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances which indicate that the Company or its subsidiary 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(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Consolidation (Cont'd)

(i) Basis of consolidation (Cont'd)

Consolidation of a subsidiary begins when the Company or its subsidiary obtains control over the subsidiary or investee and ceases when the Company or its subsidiary loses control of the subsidiary or investee. Specifically, income and expenses of a subsidiary or an investee acquired or disposed during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company or its subsidiary gains control until the date when the Company or its subsidiary ceases to control the subsidiary or investee.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries and investees are attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries or investees to bring their accounting policies in line with the Group's accounting policies.

(ii) Changes in the Group's ownership interests in existing subsidiaries

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 the owners of the Company.

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 interests. 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 control is lost is regarded as the fair value on initial recognition for subsequent accounting under SFRS(I) 9, or when applicable, the cost on initial recognition of an investment in an associate.

In the Company's separate financial statements, investments in subsidiaries are carried at cost less impairment in net recoverable value that has been recognised in profit or loss. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

Investment in associates

An associate is defined as a company, not being a subsidiary or jointly controlled entity, in which the Group has significant influence, but not control, over its financial and operating policies. Significant influence is presumed to exist when the Group holds between 20% and 50% of the voting power of another entity.

The Group accounts for its investments in associates using the equity method from the date on which it becomes an associate.

On acquisition of the investment, any excess of the cost of the investment over the Group's share of the net fair value of the investee's identifiable assets and liabilities is accounted as goodwill and is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the entity's share of the associate's profit or loss in the period in which the investment is acquired.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Investment in associates (Cont'd)

Under the equity method, the investment in associates are carried in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the associates. The profit or loss reflects the share of results of operations of the associates. Distributions received from associates reduce the carrying amount of the investment. Where there has been a change recognised in other comprehensive income by the associates, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and loss resulting from transaction between the Group and the associate are eliminated to the extent of the interest in the associates.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss, on the Group's investment in associate. The Group determines at the end of each reporting period whether there is any objective evidence that the investment in the associate is impaired.

If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in profit or loss.

The financial statements of the associates are prepared as the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Upon loss of significant influence over the associate, the Group measures the retained interest at fair value. Any difference between the fair value of the aggregate of the retained interest and proceeds from disposal and the carrying amount of the investment at the date the equity method was discontinued is recognised in profit or loss.

The Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate on the same basis as would have been required if that associate had directly disposed of the related assets or liabilities.

When an investment in an associate becomes an investment in a joint venture, the Group continues to apply the equity method and does not remeasure the retained interest.

If the Group's ownership interest in an associate is reduced, but the Group continues to apply the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets or liabilities.

Property, plant and equipment and depreciation

All items of property, plant and equipment are initially recorded at cost. Subsequent to initial recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is computed utilising the straight-line method to write off the depreciable amount of these assets over their estimated useful lives as follows:

Freehold building	50 years
Renovations	5 years
Plant and equipment	3 to 5 years
Motor vehicles	5 years

No depreciation is charged on freehold land.

Depreciation of property under construction commences when the asset is ready for its intended use.

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.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Property, plant and equipment and depreciation (Cont'd)

Subsequent expenditure relating to property, plant and equipment that have 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.

Depreciation is recognised from the date that the property, plant and equipment are installed and are ready to use, or in respect of informally constructed assets, from the date that the asset is completed and ready for use.

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.

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in the profit or loss.

Investment properties

Investment properties include those portions of office and industrial buildings that are held for long-term rental yields and/or for capital appreciation and land under operating leases that are held for long-term capital appreciation or for a currently indeterminate use, and where an insignificant portion is held for the Group's own occupation. Investment properties comprise completed investment properties and properties under construction or development for future use as investment properties.

Investment properties are initially recognised at cost, including transaction costs and subsequently measured at fair value, based on valuations performed by an independent professional valuer. Changes in fair values 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 capitalised as an addition and the carrying amounts of the replaced components are written off to profit or loss. The cost of maintenance, repairs and minor improvements is charged to profit or loss when incurred.

Investment properties are de-recognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its 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.

<u>Transfers</u>

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

- Commencement of owner's 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.
- Inception of operating lease to another party, for a transfer from development properties to investment properties.

For transfer to investment property 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.

For transfer from development property to investment property, any difference between the fair value of the property at that date and its previous carrying amount shall be recognised in profit or loss.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Leases

(i) The Group as lessee

The Group assesses whether a contract is or contains a lease at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of twelve months or less) and leases of low value assets. For these leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

(a) Lease liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses the incremental borrowing rate specific to the lessee. The incremental borrowing rate is defined as the rate of interest that the lessee would have to pay to borrow over a similar term and with a similar security the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantee;
- exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

Variable lease payments that are not based on an index or a rate are not included as part of the measurement and initial recognition of the lease liability. The Group shall recognise those lease payments in profit or loss in the periods that trigger those lease payments.

For all contracts that contain both lease and non-lease components, the Group has elected to not separate lease and non-lease components and account these as one single lease component.

The lease liabilities are presented as a separate line item in the consolidated statement of financial position.

The lease liability is subsequently measured at amortised cost, by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Group re-measures the lease liability (with a corresponding adjustment to the related right-of-use asset or to profit or loss if the carrying amount of the right-of-use asset has already been reduced to Nil) whenever:

- the lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate;
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used); or
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Leases (Cont'd)

(i) The Group as lessee (Cont'd)

(b) Right-of-use asset

The right-of-use asset comprises the initial measurement of the corresponding lease liability, lease payments made at or before the commencement date, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and any accumulated impairment losses.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under SFRS(I) 1-37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Depreciation on right-of-use assets is calculated using the straight-line method to allocate their depreciable amounts over the shorter period of lease term and useful life of the underlying asset, as follows:

Motor vehicles	5 years
Plant and Equipment	3 years

If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets (except for those which meet the definition of investment property) are presented as a separate line item in the consolidated statement of financial position.

The Group applies SFRS(I) 1-36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss.

(c) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of staff accommodation (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

(ii) The Group as lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. If an arrangement contains lease and non-lease components, then the Group applies SFRS(I) 15 to allocate the consideration in the contract.

The Group recognises lease payments received from investment properties under operating leases as income on a straight- line basis over the lease term within "revenue" in profit or loss.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Leases (Cont'd)

(ii) The Group as lessor (Cont'd)

Any change in the scope or the consideration for a lease that is not part of the original terms and conditions of the lease is accounted for as lease modification:

- For operating leases: The Group accounts for a modification to an operating lease as a new lease from the effective date of the modification, recognising the remaining lease payments as income on either straight-line basis or another systematic basis over the remaining lease term.
- For finance leases: The Group applies the de-recognition requirements under SFRS(I) 9 to recognise the modification or de-recognition gain or loss on the net investment in the finance lease.

Development properties

Development properties comprise properties under construction and completed properties for sale in the ordinary course of business, rather than for own use, rental or capital appreciation. Development properties are measured at the lower of cost and estimated net realisable value ("NRV").

Cost of development properties include:

- land cost;
- amounts paid to contractors for construction works; and
- borrowing costs, planning and design costs, costs of site preparation, professional fees, property sale taxes, development overheads and other related costs.

Lands held for future development and costs incurred for future development where no significant development has been undertaken are stated at cost less impairment loss (if any).

NRV in respect of development property under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete the development property and the estimated costs necessary to make the sale, taking into account the time value of money, if material.

NRV for completed development properties for sale is assessed by reference to market conditions and prices existing at the reporting date and is determined based on comparable transactions identified for property in the same geographical market serving the same real estate segment.

Cost of sale of development properties recognised in profit or loss are determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative size of the property sold.

Development properties are initially stated at cost plus attributable profit less progress billings. Where costs incurred and recognised profits (less recognised losses) exceed progress billings, the balance is shown as an asset. Where progress billings exceed costs incurred plus recognised profits (less recognised losses), the balance is shown as a liability.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

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.

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 de-recognition (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 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 de-recognised or impaired, and through amortisation process.

The Group's financial assets at amortised cost include (i) cash and cash equivalents and (ii) trade and other receivables, excluding prepayments.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial instruments (Cont'd)

(a) Financial assets (Cont'd)

Subsequent measurement (Cont'd)

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 instrument 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.

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 elected to classify irrevocably its 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.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial instruments (Cont'd)

(a) Financial assets (Cont'd)

De-recognition

A financial asset (or, where applicable, part of a financial asset or part of a group of similar financial assets) is primarily de-recognised (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-month 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 receivables and contract assets, 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. For other receivables and cash and bank deposits, the general 3-stage approach is applied.

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.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial instruments (Cont'd)

(a) Financial assets (Cont'd)

Impairment of financial assets (Cont'd)

Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Group's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations, namely real estate and construction.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk for a particular financial instrument (e.g. significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost);
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- actual or expected significant deterioration in the operating results of the debtor;
- significant increases in credit risk on other financial instruments of the same debtor; and
- actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

Despite the aforegoing, the Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if (i) the financial instrument has a low risk of default, (ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and (iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. The Group considers a financial asset to have low credit risk when it has an external (if any) or internal credit rating of "investment grade" as per globally understood definition.

For financial guarantee contracts, the date that the Company becomes a party to the irrevocable commitment is considered to be the date of initial recognition for the purposes of assessing the financial instrument for impairment. In assessing whether there has been a significant increase in the credit risk since initial recognition, for financial guarantee contracts, the Company considers the changes in the risk that the specified debtor will default on the contract.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial instruments (Cont'd)

(a) Financial assets (Cont'd)

Impairment of financial assets (Cont'd)

Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that the receivables which meet either of the following criteria are generally not recoverable.

- when there is a breach of financial covenants by the counterparty; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

Irrespective of the above analysis, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default or past due event;
- the lender of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession that the lender would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery (e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings). Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

(b) Financial liabilities

Initial recognition and measurement

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

Subsequent measurement

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

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial instruments (Cont'd)

(b) Financial liabilities (Cont'd)

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 profit or loss when changes arise.

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

Financial liabilities that are 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 are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are de-recognised, 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.

De-recognition

A financial liability is de-recognised 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.

Contract balances

<u>Contract assets</u>

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

<u>Contract liabilities</u>

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.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Contract balances (Cont'd)

Trade receivables

A receivable represents the Group right to an amount of consideration that is unconditional i.e. only the passage of time is required before a payment of the consideration is due. Refer to accounting policies of financial assets in section Financial instruments – initial recognition and subsequent measurement.

Contract costs

The Group pays sales commission to its intermediaries for each contract that they obtain for sale of development properties. The Group has elected the apply the optional practical expedient for costs to obtain a contract which allows the Group to immediately expense sale commission because the amortisation period of the assets that the Group otherwise would have used its one year or less.

Inventories

Inventories comprise of consumables. Inventories are stated at the lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and condition are accounted for at purchased costs on a first in first out basis. Where necessary, allowance is provided for damaged, obsolete and slow-moving items to adjust the carrying value of the inventories to the lower of cost and net realisable value. Inventories for the Group consists of electrical and construction materials.

Provision is made for obsolete, slow-moving and defective inventories in arriving at the net realisable value.

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.

Share capital and treasury shares

Ordinary shares are classified as equity.

When any entity within the Group purchases the Company's ordinary shares ("treasury shares"), the carrying amount which includes the consideration paid including any directly attributable incremental cost is presented as a component within equity attributable to the Company's equity holders, until they are cancelled, sold or reissued.

When treasury shares are subsequently cancelled, the cost of treasury shares are deducted against the share capital account if the shares are purchased out of capital of the Company, or against the retained earnings of the Company if the shares are purchased out of earnings of the Company.

When treasury shares are subsequently sold or reissued, the cost of treasury shares is reversed from the treasury share account and the realised gain or loss on sales or reissue, net of any directly attributable incremental transaction costs and related income tax, is recognised in the capital reserve of the Company.

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 of the articles of association of the Company grant the directors the authority to declare interim dividends. Consequently, interim dividends are recognised directly as liability when they are proposed and declared.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial guarantees

The Company has provided guarantees to banks in respect of loan facilities granted to subsidiaries. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiaries fail to make principal or interest payments when due in accordance with the terms of the borrowings.

Financial guarantee contracts are initially recognised at their fair values plus transaction costs. Subsequent to initial recognition, financial guarantees are recognised as income in profit or loss over the period of the guarantee. If it is probable that the liability will be higher than the amount initially recognised less amortisation, the liability is recorded at the higher amount with the difference charged to profit or loss.

Borrowings

Borrowings which are due to be settled within twelve 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 Company's and the Group's normal operating cycle are classified as current. Borrowings due to be settled more than twelve months after the end of reporting period are included in non-current borrowings in the statement of financial position.

Fees paid on the establishment of borrowing facilities are recognised as transaction costs of the borrowing to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

(i) Bank borrowings

Bank borrowings are recognised initially at the fair value of proceeds received less attributable transaction costs, if any. Bank borrowings are subsequently stated at amortised cost which is the initial fair value less any principal repayments. Any difference between the proceeds (net of transaction costs) and the redemption value is taken to the profit or loss over the period of the bank borrowings using the effective interest method. The interest expense is chargeable on the amortised cost over the period of the borrowings using the effective interest method.

Bank borrowings are de-recognised when the obligation is discharged, cancelled or expired. The difference between the carrying amount and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method except for those costs that are directly attributable to the construction or development of properties and assets under construction. This includes those costs on borrowings acquired specifically for the construction or development of properties and assets under construction, as well as those in relation to general borrowings used to finance the construction or development of properties and assets under construction.

Income taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

Income tax expense represents the sum of the income tax currently payable and deferred income tax. 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 substantially enacted by the reporting date.

Deferred income tax is provided in full, using the liability method, on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Income taxes (Cont'd)

Deferred tax assets and liabilities are recognised for all temporary differences, except:

- Where the deferred tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction affects neither the accounting profit nor taxable profit or loss;
- In respect of temporary differences associated with investments in subsidiaries or associates, where the timing of the reversal of the temporary differences can be controlled by the Group and it is probable that the temporary differences will not reverse in the foreseeable future; and
- In respect of deductible temporary differences and carry-forward of unutilised tax losses, if it is not probable that taxable profits will be available against which those deductible temporary differences and carry-forward of unutilised tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

The Group has assessed that its investment properties are not held under the business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, but rather through sale. Based on the above assessment, the presumption that the carrying amounts of investment properties measured using the fair value model are recovered entirely through sale is not rebutted. As a result, the Group has recognised deferred taxes on changes in the fair value of investment properties located in Malaysia which are subject to real property gains tax, but has not recognised any deferred taxes on changes in fair value of investment properties located in Singapore as the Group is not subject to any income taxes on the disposal of the investment properties in Singapore.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items that are recognised outside profit or loss (whether in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss, or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in the accounting for the business combination.

Employee benefits

Short-term employee benefits

Short-term employee benefit obligations 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.

Defined contribution plans

The Company and the Group participate in the defined contribution national pension schemes as provided by the laws of the countries in which it has operations. In particular, the Singapore incorporated companies in the Group contribute to the Central Provident Fund, a defined contribution plan regulated and managed by the Government of Singapore, which applies to the majority of the employees. The contributions to national pension schemes are charged to the profit or loss in the period to which the contributions relate.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

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.

Key management personnel

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

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); or
- (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

As at each reporting date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified. If any such indication exists, the asset's recoverable amount is estimated.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Impairment of non-financial assets (Cont'd)

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually, and whenever there is an indication that the asset may be impaired.

Revenue recognition

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised good or extending a service to the customer, which is when the customer obtains control of the good or derived benefits from the usage of the service. A performance obligation may be satisfied at a point in time or over time. If a performance obligation is satisfied over time, the revenue is recognised based on the percentage of completion reflecting the progress towards complete satisfaction of that performance obligation. The amount of revenue recognised is the amount allocated to the satisfied performance obligation. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

Sale of development properties

Revenue from sale of development properties is recognised when or as the control of the asset is transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the asset may transfer at a point in time or over time.

For development properties where the Group does not have an enforceable right to payment for performance completed to date, revenue is recognised when the customer obtains control of the asset, such as when the property is accepted by the customer, or deemed as accepted according to the contract, or when title has passed to the customer.

For development properties where the Group is restricted contractually from directing the properties for another use as they are being developed and has an enforceable right to payment for performance completed to date, revenue is recognised over time, based on the Group's efforts or inputs to the satisfaction of the performance obligation, by reference to the stage of completion of the properties. The percentage of completion is measured by reference to the physical surveys of construction work completed. Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

Progress billings to the customers are based on a payment schedule in the contract and are typically triggered upon achievement of specified construction milestones. A contract asset is recognised when the Group has performed under the contract but has not yet billed the customer. Conversely, a contract liability is recognised when the Group has not yet performed under the contract but has received advanced payments from the customer. Contract assets are transferred to receivables when the rights to consideration become unconditional. Contract liabilities are recognised as revenue as the Group performs under the contract.

The Group will capitalise the costs as contract costs assets only if the costs relate directly to the contract, generate or enhance resources used in satisfying the contract and are expected to be recovered. Other contract costs are expensed as incurred.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Revenue recognition (Cont'd)

Sale of development properties (Cont'd)

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue. An impairment loss is recognised in profit or loss to the extent that the carrying amount of the capitalised contract costs exceeds the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the contract costs relates less the costs that relate directly to providing the goods and that have not been recognised as expenses.

The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contracts, the Group adjusts the promised amount of consideration for the effect of a financing component, if significant.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

Construction revenue

The Group principally operates fixed price contracts. Contract revenue and contract costs are recognised over time by measuring the progress towards complete satisfaction of performance obligations. The Group has determined that the cost-based input method reflects the over-time transfer of control to customers.

When the outcome of the construction contract can be estimated reliably, contract revenue and costs are recognised in profit or loss in proportion to the stage of completion of the contract.

When the outcome of the construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that are likely to be recoverable. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work and claims, to the extent that it is probable that those additions will result in revenue and can be measured reliably. The stage of completion of the contract is measured by reference to the surveys of work performed.

Interest income

Interest income, including income arising from finance leases and other financial instruments, is recognised on an accrual basis based on the effective interest method.

Rental income from investment properties

The Group leases out its investment properties under operating lease and recognises rental income proportionately over the lease term. The aggregate costs of incentives provided to lessees are recognised as a reduction of rental income over the lease term on a straight-line basis. Rental payments received in advance are recorded as unearned income and amortised proportionately over the lease term using the straight-line method. Deposits received from tenants are recorded as part of other current liabilities.

Dividend income

Dividend income is recognised when the right to receive payment is established.

Functional 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.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Foreign currency

Foreign currency transactions and balances

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.

Foreign operations

The assets and liabilities of foreign operations are translated to Singapore Dollar at exchange rates at the end of the reporting period. The income and expenses of foreign operations are translated to Singapore Dollar at average exchange rates.

Foreign currency differences are recognised in other comprehensive income and presented in the foreign currency translation reserve in equity. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests.

Group entities

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:

(i) Assets and liabilities are translated at the closing exchange rates at the end of the reporting period;
(ii) 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
(iii) 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.

Earnings per share

The Group presents basic and diluted earnings per share data for its ordinary shares. 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 year, adjusted for own shares held.

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, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Segment reporting

A business segment is a distinguishable component of the Group engaged in providing products or services that are subject to risks and returns that are different from those of other business segments. A geographical segment is a distinguishable component of the Group engaged in providing products or services within a particular economic environment that is subject to risks and returns that are different from those of segments operating in other economic environments.

Operating segments are reported in a manner consistent with the internal reporting provided to the executive committee whose members are responsible for allocating resources and assessing performance of the operating segments.

Current and non-current classification

The Group presents assets and liabilities in the statements of financial position based on current or non-current classification.

An asset is current when it is:

- expected to be realised or intended to be sold or consumed in the normal operating cycle;
- held primarily for the purpose of trading;
- expected to be realised within twelve months after the reporting period; or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is due to be settled within twelve months after the reporting period; or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Fair value measurement

Fair value is 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its 'highest and best use' or by selling it to another market participant that would use the asset in its 'highest and best use'.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of SFRS(I) 2 *Share-based Payment*, leasing transactions that are within the scope of SFRS(I) 16 *Leases*, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in SFRS(I) 1-2 *Inventories* or value-in-use in SFRS(I) 1-36 *Impairment of Assets*.

2(e) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Fair value measurement (Cont'd)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 – Valuation techniques for which the lowest level inputs that are significant to the fair value measurement are directly or indirectly observable; and
- Level 3 – Valuation techniques for which the lowest level inputs that are significant to the fair value measurement are unobservable.

3 REVENUE

Revenue for the Group includes sale of completed development properties and development properties under construction under "Property Development", rental income and construction contract income excluding inter-Group transactions and applicable goods and services tax.

The Group derives revenue from transfer of goods and services over time and at a point in time as follows:

	2023			2022		
The Group	**At a point in time $**	**Over time $**	**Total $**	At a point in time $	Over time $	Total $
Property development	**–**	**20,071,086**	**20,071,086**	13,756,888	22,217,365	35,974,253
Construction revenue	**90,020**	**197,542**	**287,562**	58,194	161,873	220,067
Revenue from contracts with customers	**90,020**	**20,268,628**	**20,358,648**	13,815,082	22,379,238	36,194,320
Rental income			**934,276**			882,329
Total revenue			**21,292,924**			37,076,649

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4 PROPERTY, PLANT AND EQUIPMENT

The Group	Freehold land $	Freehold building $	Renovations $	Plant and equipment $	Motor vehicles $	Total $
Cost						
At 1 October 2021	915,891	1,104,560	629,827	1,547,995	250,599	4,448,872
Additions	–	–	–	205,456	–	205,456
Disposal	–	–	–	(1,600)	–	(1,600)
Exchange differences on translation	–	–	(210)	(16,321)	(1,337)	(17,868)
At 30 September 2022	**915,891**	**1,104,560**	**629,617**	**1,735,530**	**249,262**	**4,634,860**
Additions	**–**	**–**	**–**	**36,863**	**–**	**36,863**
Disposal & write off	**–**	**–**	**(9,540)**	**(360,442)**	**–**	**(369,982)**
Exchange differences on translation	**–**	**–**	**(166)**	**(12,531)**	**(1,643)**	**(14,340)**
At 30 September 2023	**915,891**	**1,104,560**	**619,911**	**1,399,420**	**247,619**	**4,287,401**
Accumulated depreciation						
At 1 October 2021	–	184,660	621,604	1,261,400	212,494	2,280,158
Depreciation for the year	–	21,364	1,808	165,854	9,291	198,317
Disposal	–	–	–	(1,253)	–	(1,253)
Exchange differences on translation	–	–	(118)	(15,487)	(910)	(16,515)
At 30 September 2022	**–**	**206,024**	**623,294**	**1,410,514**	**220,875**	**2,460,707**
Depreciation for the year	**–**	**21,362**	**974**	**147,392**	**9,111**	**178,839**
Disposal & write off	**–**	**–**	**(4,520)**	**(333,448)**	**–**	**(337,968)**
Exchange differences on translation	**–**	**–**	**(100)**	**(15,133)**	**(1,246)**	**(16,479)**
At 30 September 2023	**–**	**227,386**	**619,648**	**1,209,325**	**228,740**	**2,285,099**
Net book value						
At 30 September 2023	**915,891**	**877,174**	**263**	**190,095**	**18,879**	**2,002,302**
At 30 September 2022	915,891	898,536	6,323	325,016	28,387	2,174,153

As at 30 September 2023, freehold land and buildings with a total carrying amount of $1,793,065 (2022 – $1,814,427) were pledged to certain banks to secure bank borrowings and credit facilities for the Group (Note 21).

The properties held by the Group as at 30 September 2023 are as follows:

Location	Tenure	Sqm	Use of property
3 Kim Chuan Lane, Goodland Group Building, Singapore, Level 7	Estate in Perpetuity (Freehold)	636*	Corporate Headquarters

* Total Strata Floor Area (including Mezzanine and Strata Void Area)

5 RIGHT-OF-USE ASSETS

The Group	Motor vehicles $	Plant & Equipment $	Total $
Cost			
At 1 October 2021	612,301	–	612,301
Disposals	(66,409)	–	(66,409)
At 30 September 2022	**545,892**	**–**	**545,892**
Additions	**212,647**	**55,000**	**267,647**
At 30 September 2023	**758,539**	**55,000**	**813,539**
Accumulated depreciation			
At 1 October 2021	302,824	–	302,824
Depreciation for the year	91,682	–	91,682
Disposals	(13,282)	–	(13,282)
At 30 September 2022	**381,224**	**–**	**381,224**
Depreciation for the year	**68,106**	**11,000**	**79,106**
At 30 September 2023	**449,330**	**11,000**	**460,330**
Carrying amount			
At 30 September 2023	**309,209**	**44,000**	**353,209**
At 30 September 2022	164,668	–	164,668

Information about the Group's leasing activities are disclosed in Note 32.

In the previous year, the right of use assets pertaining to 1 motor vehicle had been disposed at a consideration of $50,264. Upon disposal, the pledges had been discharged accordingly.

As at 30 September 2023, the carrying amount of motor vehicles and plant & equipment held under lease liabilities for the Group amounted to $309,209 and $44,000 (2022 – $164,668 and $Nil) respectively.

6 INVESTMENT PROPERTIES

The Group	2023 $	2022 $
At fair value:		
At beginning of year	**92,961,002**	90,804,005
Additions	**–**	22,397
Fair value gain recognised in profit or loss (Notes 23 and 26)	**2,540,000**	3,069,160
Exchange differences on translation	**(1,115,567)**	(934,560)
At end of year	**94,385,435**	92,961,002

As at 30 September 2023, investment properties with a total carrying amount of $76,860,000 (2022 – $74,320,000) were pledged to certain banks to secure bank borrowing and credit facilities for the Group (Note 21).

Investment properties of the Group are leased to non-related parties under operating leases.

6 INVESTMENT PROPERTIES (Cont'd)

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

The Group	2023 $	2022 $
Rental income	**934,276**	882,329
Direct operating expenses arising from investment properties that generated rental income	**239,345**	179,359
Direct operating expenses arising from investment properties that did not generate rental income	**61,300**	27,053

The details of the investment properties held by the Group as at 30 September 2023 and 2022 are as follows:

Description and location	Land tenure	Approximate floor area (square meters)	Group's effective interest 2023 %	Group's effective interest 2022 %
Residential apartment 23 Amber Road #02-06 The Aristo@Amber, Singapore	Estate in Fee Simple (Freehold)	69	**100**	100
6-storey commercial cum residential building, 18 Roberts Lane Goodland Building, Singapore	Estate in Fee Simple (Freehold)	952	**100**	100
8-storey industrial building, 3 Kim Chuan Lane, Levels 1-6, 8 Goodland Group Building, Singapore	Estate in Perpetuity (Freehold)	4,468	**100**	100
Factory unit 29 Hillview Terrace #05-06 Hillview Warehouse, Singapore	Estate in Perpetuity (Freehold)	164	**100**	100
Commercial development, Off Jalan Simpang Pulai/Gopeng, Perak Darul Ridzuan, Malaysia	Leasehold expiring on 8 April 2114	20,561	**70**	70

As at 30 September 2023, the fair value of the Group's investment properties are based on valuations performed by Cushman & Wakefield VHS Pte Ltd, Jones Lang Lasalle Property Consultant Pte Ltd and JB Jurunilai Bersekutu Sdn Bhd., accredited independent valuers. Cushman & Wakefield VHS Pte Ltd, Jones Lang Lasalle Property Consultant Pte Ltd and JB Jurunilai Bersekutu Sdn Bhd are well-known real estate specialists which values the subject types of the Group's investment properties and applies valuation models consistent with that recommended by the International Valuation Standards Committee.

The Group's investment properties are valued using the direct comparison method and/or the residual method. The direct comparison method involves the analysis of comparable sales of similar properties and adjusting prices to those reflective of the investment properties.

In the Residual Method of valuation, the total gross development costs and developer's profit are deducted from the gross development value to arrive at the residual value of land. The gross development value is the estimated value of the property assuming satisfactory completion of the development as at the date of valuation.

Further information regarding the fair value measurement of the Group's investment properties are provided in Note 37.

7 SUBSIDIARIES

The Company	2023 $	2022 $
Investment in unquoted equity shares, at cost		
At beginning	**10,271,625**	11,771,763
Additions	**–**	499,900
Written off	**(1,000,000)**	(2,000,038)
At end	**9,271,625**	10,271,625
Less: Accumulated impairment loss		
At beginning	**(1,391,377)**	(2,000,000)
Impairment loss recognised	**–**	(1,391,377)
Written off	**1,000,000**	2,000,000
At end	**(391,377)**	(1,391,377)
Carrying amount	**8,880,248**	8,880,248

Impairment testing of investments in subsidiaries

For the financial years ended 30 September 2023 and 2022, management of the Company had carried out an impairment assessment over the investments in subsidiaries and identified significant cash generating units ("CGUs"). These were considered to have indications of possible impairment indicators at 30 September 2023 and 2022 as they were in a loss-making position and having negative net worth for the past few years.

As at 30 September 2023, the carrying amount of the investments in subsidiaries amounted to $8,880,248 (2022 – $8,880,248). As at 30 September 2023, the recoverable amounts of subsidiaries were determined based on the higher of fair value less cost to sell and value-in-use. The fair value less cost to sell was determined based on the financials of the subsidiaries which comprised mainly cash balances, trade and other receivables and trade and other payables which were current and approximated fair value at year end. Based on the impairment testing, no impairment was required for the financial year ended 30 September 2023. For the financial year ended 30 September 2022, an impairment loss of $1,391,377 relating to the cost of investment in the subsidiaries is recognised under other operating expenses in profit or loss of the Company, being the shortfall between the carrying amount and the recoverable amount.

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7 SUBSIDIARIES (Cont'd)

The investments in subsidiaries held by the Company at 30 September 2023 and 2022 are as follows:

Name	Country of incorporation	Ownership interest 2023 %	2022 %	Principal activities
Held by the Company				
Goodland Development Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and general contractors
Goodland Investments Pte. Ltd.(1)	Singapore	**100**	100	Investment holding and real estate development
Goodland Capital Pte. Ltd.(1)	Singapore	**100**	100	Investment holding
Goodland Homes Pte. Ltd.(5)	Singapore	**–**	100	Investment holding and real estate development
Goodland Group Construction Pte. Ltd.(1)	Singapore	**100**	100	General building contractors
GPM Builders Pte. Ltd.(1)	Singapore	**100**	100	General building contractors
Goodland Group Construction Sdn. Bhd.(2)	Malaysia	**100**	100	General building contractors
Banyan Housing Development Sdn. Bhd.(2)	Malaysia	**72**	72	Real estate development
Goodland Assets Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and investment holding
GLG Global Sdn. Bhd.(2), (3)	Malaysia	**1**	1	Real estate development
Goodland Glory Pte. Ltd.(1)	Singapore	**100**	100	Investment holding
GLG (Cambodia) Investments Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and investment holding
GLG International Investments Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and investment holding
GLG Homes Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and investment holding
GLG Capital Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and investment holding
GLSL (1) Pte. Ltd.(1)	Singapore	**100**	100	Real estate development
Goodland Da-Qiao Pte. Ltd.(1)	Singapore	**51**	51	Real estate development and investment holding
Goodland Citrine Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and investment holding
Citrine Plasterceil Pte. Ltd.(1)	Singapore	**100**	100	General building contractors
Citrine Asia Capital Pte. Ltd.(1)	Singapore	**51**	51	Other holding and commercial and industrial real estate management
PEG East Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and management
PEG West Pte. Ltd.(1)	Singapore	**100**	100	Real estate development and management
Mastron Capital Pte. Ltd.(1)	Singapore	**51**	51	Other holding and general building contractor
Held by Goodland Capital Pte. Ltd.				
Citrine Assets Pte. Ltd.(1)	Singapore	**100**	100	Investment holding
Held by Citrine Assets Pte. Ltd.				
T City (Ipoh) Sdn. Bhd.(2)	Malaysia	**70**	70	Real estate development

7 SUBSIDIARIES (Cont'd)

Name	Country of incorporation	Ownership interest 2023 %	2022 %	Principal activities
Held by Goodland Development Pte. Ltd.				
GLG Properties Pte.Ltd.(1)	Singapore	**100**	100	Real estate development
Held by Banyan Housing Development Sdn. Bhd.				
GLG Global Sdn. Bhd.(2), (3)	Malaysia	**99**	99	Real estate development
Held by Mastron Capital Pte. Ltd.				
Mastron Synergy Pte. Ltd.(1)	Singapore	**100**	100	Electrical works and general building contractor
Held by PEG West Pte. Ltd.				
Chon Hua Pte Ltd(4)	Singapore	**50**	50	Real estate development

(1) Audited by Foo Kon Tan LLP, a principal member of HLB International
(2) Audited by Baker Tilly Monterio Heng PLT, Malaysia, a member firm of Baker Tilly International Ltd.
(3) 1% of GLG Global Sdn. Bhd.'s ("GLGGSB") shareholding is held by Goodland Group Limited ("GGL"), 99% of GLGGSB shareholding is held by Banyan Housing Development Sdn. Bhd. ("BHDSB"). Total shareholding is 100%. Therefore, GLGGSB is treated as a subsidiary of GGL.
(4) Acquired on 13 October 2021 via subscription of 2,500 new ordinary shares at a consideration of $2,500. The Company considers Chon Hua Pte Ltd ("Chon Hua"), an entity in which it holds 50% equity interest as a subsidiary of the Group, as it can exercise control over the relevant business activities and is exposed to the returns from its involvement with Chon Hua, via more than 50% of the Company's representatives on the board of directors.
(5) Goodland Homes Pte. Ltd. was struck off on 7 November 2022.

Struck-off entities

For the previous financial year ended 30 September 2022, the Company had struck-off 2 subsidiaries. These subsidiaries were consolidated until the date they were struck off and ceased to be subsidiaries of the Company. There was no gain or loss recorded at the Group level and Company level.

The table below shows details of non-wholly owned subsidiaries of the Group that have material non-controlling interest:

Name of subsidiary	Place of incorporation and principal place of business	Proportion of ownership interests and voting rights held by non-controlling interests 2023 %	2022 %	Loss allocated to non-controlling interests 2023 $	2022 $	Accumulated non-controlling interests 2023 $	2022 $
T City (Ipoh) Sdn Bhd	Malaysia	**30**	30	**(9,237)**	(413,276)	**46,374,397**	49,379,133
Other individually non-significant subsidiaries with NCI				**(60,951)**	(16,549)	**664,538**	722,943
				(70,188)	(429,825)	**47,038,935**	50,102,076

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7 SUBSIDIARIES (Cont'd)

Summarised financial information in respect of Group subsidiaries that have a material non-controlling interest (NCI) not adjusted for the percentage of equity interest held by the Group is set out below:

The Group	2023 T City (Ipoh) Sdn. Bhd. $	2022 T City (Ipoh) Sdn. Bhd. $
Current assets	**147,213,061**	156,829,176
Non-current assets	**17,517,526**	18,633,198
Current liabilities	**(1,947,034)**	(2,140,687)
Non-current liabilities	**(8,202,230)**	(8,724,576)
Net assets	**154,581,323**	164,597,111
Net assets attributable to NCI	**46,374,397**	49,379,133
Loss for the year	**(30,791)**	(1,377,588)
Other comprehensive loss	**(9,984,997)**	(8,077,630)
Total comprehensive loss	**(10,015,788)**	(9,455,218)
Attributable to NCI:		
– Loss	**(9,237)**	(413,276)
– OCI	**(2,995,499)**	(2,423,289)
Total comprehensive loss	**(3,004,736)**	(2,836,565)
Cash flows from		
– Operating activities	**(127,743)**	92,660
– Investing activities	**–**	–
– Financing activities	**–**	–
Net changes in cash and cash equivalents	**(127,743)**	92,660

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8 ASSOCIATES

The Group	2023 $	2022 $
Unquoted equity investments, at cost		
– At beginning of year	**852,990**	2,352,990
– Written off	**–**	(1,500,000)
– At end of year	**852,990**	852,990
Share of post-acquisition profits, net of dividends received	**12,397,591**	10,912,888
	13,250,581	11,765,878

Details of the associates are as follows:

Name	Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %	Principal activities
RGL Equity (Siem Reap) Co., Ltd.(1)	Cambodia	**49**	49	Real estate investment and development
SL Capital (1) Pte. Ltd.(1)	Singapore	**17**	17	Property developer
SL Capital (3) Pte. Ltd.(1)	Singapore	**17**	17	Property developer
SL Capital (5) Pte. Ltd.(1)	Singapore	**17**	17	Property developer

(1) Reviewed by Foo Kon Tan LLP for group consolidation purposes

Although the Group owned 17% equity interest in SL Capital (1) Pte. Ltd., SL Capital (3) Pte. Ltd. and SL Capital (5) Pte. Ltd., the Group has the ability to exercise significant influence, but not control, over its financial and operating policies, via the Group's director, appointed director and the board of the associates and forming 20% of the board of directors.

All these associates are accounted for using the equity method in these consolidated financial statements. The Group has 3 (2022 – 3) associates that are material and 1 (2022 – 1) associate that is individually immaterial to the Group.

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8 ASSOCIATES (Cont'd)

The summarised financial information of associates, not adjusted for the percentage of equity interest held by the Group, is as follows:

The Group	RGL Equity (Siam Reap) Co., Ltd. $	SL Capital (1) Pte. Ltd. $	SL Capital (3) Pte. Ltd. $	SL Capital (5) Pte. Ltd. $	Total $
2023					
(A) Statement of financial position:					
Current assets	**4,255,679**	**56,184,126**	**142,872,659**	**22,785,543**	**226,098,007**
Non-current assets	**–**	**39,140**	**–**	**–**	**39,140**
Current liabilities	**(4,427,500)**	**(12,588,703)**	**(66,764,494)**	**(4,083,878)**	**(87,864,575)**
Non-current liabilities	**–**	**–**	**(60,500,000)**	**–**	**(60,500,000)**
Net assets attributable to investee's shareholders	**(171,821)**	**43,634,563**	**15,608,165**	**18,701,665**	**77,772,572**
(B) (Loss)/profit:					
Revenue	**–**	**–**	**157,231,781**	**26,760,059**	**183,991,840**
Expenses	**(14)**	**–**	**(152,920,434)**	**(22,338,059)**	**(175,258,507)**
(Loss)/profit for the year	**(14)**	**–**	**4,311,347**	**4,422,000**	**8,733,333**
Other comprehensive income ("OCI")	**8,657**	**–**	**–**	**–**	**8,657**
Total comprehensive profit/(loss)	**8,643**	**–**	**4,311,347**	**4,422,000**	**8,741,990**
Attributable to investee's shareholders	**8,643**	**–**	**4,311,347**	**4,422,000**	**8,741,990**
(C) Carrying amount of:					
Group's interest in net assets of investee at beginning of the year	**–**	**7,417,876**	**1,920,459**	**2,427,543**	**11,765,878**
Group's share of:					
– Profit for the year	**–**	**–**	**732,929**	**751,774**	**1,484,703**
Other comprehensive income ("OCI")	**–**	**–**	**–**	**–**	**–**
Carrying amount of interest in investee at end of the year	**–**	**7,417,876**	**2,653,388**	**3,179,317**	**13,250,581**

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8 ASSOCIATES (Cont'd)

The Group	RGL Equity (Siam Reap) Co., Ltd. $	SL Capital (1) Pte. Ltd. $	SL Capital (3) Pte. Ltd. $	SL Capital (5) Pte. Ltd. $	Total $
2022					
(A) Statement of financial position:					
Current assets	4,453,887	56,184,126	197,334,011	100,791,495	358,763,519
Non-current assets	–	39,140	997,354	461,493	1,497,987
Current liabilities	(4,634,351)	(12,588,703)	(106,534,547)	(51,473,323)	(175,230,924)
Non-current liabilities	–	–	(80,500,000)	(35,500,000)	(116,000,000)
Net assets attributable to investee's shareholders	(180,464)	43,634,563	11,296,818	14,279,665	69,030,582
(B) (Loss)/profit:					
Revenue	–	624,286	93,316,162	109,837,271	203,777,719
Expenses	(69)	–	(79,140,430)	(93,557,606)	(172,698,105)
(Loss)/profit for the year	(69)	624,286	14,175,732	16,279,665	31,079,614
Other comprehensive income ("OCI")	(9,630)	–	–	–	(9,630)
Total comprehensive profit/(loss)	(9,699)	624,286	14,175,732	16,279,665	31,069,984
Attributable to investee's Shareholders	(9,699)	624,286	14,175,732	16,279,665	31,069,984
(C) Carrying amount of:					
Group's interest in net assets of investee at beginning of the year	–	7,311,747	–	–	7,311,747
Group's share of:					
– Profit for the year	–	106,129	2,409,874	2,767,543	5,283,546
Other comprehensive income ("OCI")	–	–	–	–	–
Total comprehensive income	–	106,129	2,409,874	2,767,543	5,283,546
Unrecognised share of prior year losses of associates recognised in current year	–	–	(489,415)	(340,000)	(829,415)
Carrying amount of interest in investee at end of the year	–	7,417,876	1,920,459	2,427,543	11,765,878

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8 ASSOCIATES (Cont'd)

Unrecognised share of losses of associates

The Group	2023 $	2022 $
The unrecognised share of gain/(loss) of associates for the year	**4,235**	(4,753)
Cumulative share of losses of associates	**(81,202)**	(85,437)

Reconciliation of the associates share of losses

The Group	2023 $	2022 $
The Group's initial share of losses based on equity interest	**84,192**	88,427
Less: Group's share of losses up to the cost of investment	**(2,990)**	(2,990)
The unrecognised share of losses of associates	**81,202**	85,437

As the Group's share of losses in the associates has exceeded its interest in associates, the Group does not recognise further losses as at 30 September 2023 and 2022.

The Group's commitments, including its share of commitments made with associates, are as follows:

The Group	2023 $	2022 $
Capital expenditure	**1,111,819**	5,581,497

9 FINANCIAL ASSETS, AT FVOCI

The Group	2023 $	2022 $
Equity instrument designated at fair value through OCI		
– Unquoted equity investment,		
At 1 October	**7,452,000**	8,730,000
Fair value gain/(loss) recognised in other comprehensive income (Note 19)	**516,000**	(1,278,000)
At 30 September	**7,968,000**	7,452,000

Unquoted equity investment

Unquoted equity investment comprises 6% equity interest in an unquoted company (Citrine Capital Pte. Ltd.) in Singapore. There are no current market transactions that are directly comparable. The determination of fair value measurement is disclosed in Note 37.

These equity investments are not held for trading. Instead, they are held for medium to long-term strategic investment purposes. Accordingly, the Group has elected to designate them as at FVOCI because the Group views that recognising short term fluctuations in their fair value in profit or loss is not consistent with the Group's strategy of holding these investments for long-term purposes and realising their performance potential in the long run.

10 DEFERRED TAX ASSETS/(LIABILITIES)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same tax authority. The amounts, determined after appropriate offsetting, are shown on the consolidated statement of financial position as follows:

Deferred tax assets are attributable to the following:

The Group	2023 $	2022 $
Deferred tax assets		
Development properties	**205,631**	206,387
Deferred tax assets		
At 1 October	**206,387**	154,744
Recognised in profit or loss	**(756)**	51,643
At 30 September	**205,631**	206,387
Deferred tax liabilities		
At 1 October	**9,594,870**	9,333,043
Recognised in profit and loss	**350,720**	687,483
Currency translation differences	**(522,346)**	(425,656)
At 30 September	**9,423,244**	9,594,870

Deferred tax liabilities comprise the following:

The Group	2023 $	2022 $
Investment properties	**698,322**	988,152
Development properties	**8,724,922**	8,606,718
	9,423,244	9,594,870

Movement of deferred tax liabilities is as follows:

The Group	Investment properties $	Development properties for sale $	Total $
At 1 October 2021	1,036,363	8,296,680	9,333,043
Recognised in profit or loss	–	687,483	687,483
Currency translation differences	(48,211)	(377,445)	(425,656)
At 30 September 2022	**988,152**	**8,606,718**	**9,594,870**
Recognised in profit or loss	**–**	**350,720**	**350,720**
Currency translation differences	**(289,830)**	**(232,516)**	**(522,346)**
At 30 September 2023	**698,322**	**8,724,922**	**9,423,244**

10 DEFERRED TAX ASSETS/(LIABILITIES) (Cont'd)

The Group	2023 $	2022 $
Deferred tax liabilities to be settled:		
– between one and five years	**8,724,922**	8,606,718
– after five years	**698,322**	988,152
	9,423,244	9,594,870

11 INVENTORIES

The Group	2023 $	2022 $
At cost:		
Consumables	**–**	26,245

Inventories of $Nil (2022 – $26,245) are expected to be recovered within 12 months from the reporting date.

12 TRADE AND OTHER RECEIVABLES

	The Group		The Company	
	2023 $	2022 $	2023 $	2022 $
Trade receivables				
– Third parties	**6,333,076**	32,832	**–**	–
– Related party	**152,196**	159,448	**–**	–
	6,485,272	192,280	**–**	–
Other receivables				
– Third parties	**848,688**	1,093,742	**–**	–
– Subsidiaries	**–**	–	**72,761,414**	72,168,654
– Related parties	**460,912**	115,737	**–**	–
– Advances to non-controlling interests	**86,814**	88,847	**–**	–
– Associates	**13,487,175**	17,126,047	**–**	–
Deposits	**408,169**	484,587	**1,550**	1,550
	21,777,030	19,101,240	**72,762,964**	72,170,204
Allowance for impairment loss	**–**	–	**(3,261,050)**	(3,261,050)
	21,777,030	19,101,240	**69,501,914**	68,909,154
Prepayments	**442,834**	442,191	**14,059**	16,817
	22,219,864	19,543,431	**69,515,973**	68,925,971

As at 1 October 2022, the Group's gross trade receivables from contracts with customers amounted to $192,280 (2021 – $1,493,143).

All trade receivables are subject to credit risk exposure where the credit terms are generally between 30 days and 90 days (2022 – 30 days and 90 days). The Group does not identify specific concentrations of credit risk with regards to trade receivables, as the amounts recognised resemble a large number of receivables from various customers.

The trade receivables ageing are generally between 30 days and 90 days (2022 – 30 days and 90 days).

12 TRADE AND OTHER RECEIVABLES (Cont'd)

The non-trade amounts due from subsidiaries, associates, related parties and non-controlling interests, comprising advances and payments on behalf, are unsecured, interest-free and repayable on demand.

Related parties refer to entities controlled by an executive director of Goodland Group Limited.

Included in deposits are deposits paid to purchase land parcels, amounting to $Nil (2022 – $400,000).

Movement in allowance for impairment loss of the Company is as follows:

The Company	2023 $	2022 $
Impairment loss		
At beginning and at end of year	**(3,261,050)**	(3,261,050)

	The Group		The Company	
	2023 **$**	2022 $	**2023** **$**	2022 $
Neither past due nor impaired	**22,023,545**	19,235,480	**69,515,973**	68,925,971
Past due 0 – 30 days	**–**	232	**–**	–
Past due 31 – 60 days	**–**	733	**–**	–
Past due over 60 days	**196,319**	306,986	**–**	–
	22,219,864	19,543,431	**69,515,973**	68,925,971

13 CONTRACT BALANCES

The Group	**2023** **$**	2022 $
Contract assets	**17,919,286**	18,775,859
Contract liabilities	**(21,172)**	(23,909)

Contract assets

As at 1 October 2022, the Group's gross contract assets related to revenue from contracts with customers amounted to $18,775,859 (2021 – $5,299,832).

Contract assets relate primarily to the Group's right to consideration for work completed but not billed at the reporting date in respect of its property development business. The contract assets are transferred to trade receivables when the rights become unconditional. This usually occurs when the Group invoices the customer.

In current year, there are changes in the contract assets balances amounting $856,573 due to invoicing of prior year balances in current year and increase in the number of units sold.

In the previous year, there are changes in the contract asset balances amounting to $13,476,027 due to increase in the number of units sold and increase in percentage for the point of completion of development properties.

13 CONTRACT BALANCES (Cont'd)

Significant changes in the contract assets during the period are as follows:

The Group	2023 $	2022 $
Contract asset reclassified to trade receivables	**(18,775,859)**	(5,299,832)
Changes in measurement of progress	**17,919,286**	18,775,859

Contract liabilities

As at 1 October 2022, the Group's gross contract liabilities related to revenue from contracts with customers amounted to $23,909 (2021 – $700,960).

Contract liabilities relate primarily to advanced consideration received from customers.

There are changes in the contract liabilities balances amounting to $2,737 (2022 – $677,051) during the reporting period due to lower amount of advanced sales consideration received for development properties under construction.

Unsatisfied performance obligations

The Group	2023 $	2022 $
Aggregate amount of the transaction price allocated to contracts that are partially or fully unsatisfied as at 30 September	**6,908,041**	9,054,995

Management expects that 100% of the transaction price allocated to the unsatisfied performance obligations as of 30 September 2023 will be recognised as revenue during the next reporting period.

Assets recognised from costs to fulfil contracts

Management assessed that there are no assets recognised from costs to fulfil contract as at 30 September 2023 and 30 September 2022.

The Group	2023 $	2022 $
Revenue recognised in current year that were included in contract liabilities at beginning of financial year:		
– development properties	**–**	687,843

14 DEVELOPMENT PROPERTIES

The Group	2023 $	2022 $
Properties under development:		
Costs incurred and attributable profits	**217,215,373**	216,910,622
Progress billings	**(20,062,305)**	(22,217,365)
	197,153,068	194,693,257
Completed properties, at cost	**5,317,681**	5,407,316
Total development properties for sale	**202,470,749**	200,100,573
Borrowing costs capitalised during the year	**1,229,845**	325,187

Development properties of the Group comprise properties in the course of development, land held for future development and completed properties held for sale. These properties have operating cycles longer than one year. Development properties are classified as current assets as they are intended for sale in the Group's normal operating cycle. Development properties amounting to $5,447,790 (2022 – $Nil) are expected to be recovered within twelve months from the reporting date Development properties amounting to $197,022,959 (2022 – $200,100,573) are expected to be recovered after more than twelve months from the reporting date.

The rates used to determine the amount of borrowing costs eligible for capitalisation ranged from 1.88% to 5.93% (2022 – 1.56% to 4.64%) per annum.

As at 30 September 2023, development properties for sale with a total carrying amount of $53,252,435 (2022 – $41,346,156) were pledged to certain banks to secure bank borrowings and credit facilities for the Group (Note 21).

Details of development properties are as follows:

Property name and location	Stage of completion	Expected date of completion	Approximate land area (square meters)	Approximate gross floor area (square meters)	Description	Group's effective interest 2023 %	Group's effective interest 2022 %
Goodland Investments Pte. Ltd.							
3 Hillside Terrace, Singapore[1]	100% (2022 – 78%)	Completed	130	376	3-storey Intermediate terrace dwelling house with an attic	**100**	100
PEG East Pte. Ltd.							
1375, 1377, 1379, 1381 and 1381A Serangoon Road, Singapore	52% (2022 – 3%)	3Q2025	538	1,614	Full Commercial building with shops at 1st and 2nd storey	**100**	100
Goodland Assets Pte. Ltd.							
1 Marne Road ("The Citron and The Citron Residences"), Singapore	100% (2022 – 100%)	Completed	1,700	5,100	Residential apartment units with commercial shops at 1st story	**100**	100

14 DEVELOPMENT PROPERTIES (Cont'd)

Property name and location	Stage of completion	Expected date of completion	Approximate land area (square meters)	Approximate gross floor area (square meters)	Description	Group's effective interest 2023 %	Group's effective interest 2022 %
T-City (Ipoh) Sdn. Bhd. Off Jalan Simpang Pulai/Gopeng, Perak Darul Ridzuan, Malaysia	Nil% (2022 – Nil%)	To be advised	178,455	186,719	Commercial and residential development	**70**	70
Goodland Citrine Pte Ltd 33 Kim Chuan Drive, ("Citrine Foodland @ 33 Kim Chuan"), Singapore	100% (2022 – 77%)	4Q2023	1,415	3,538	Industrial food production factory units with ancillary industrial canteen	**100**	100
Banyan Housing Development Sdn. Bhd. No. 204, 206, 208 Jalan Dr. Lim Chwee Leong, Penang, Malaysia	100% (2022 – 100%)	Completed	419	1,160	Commercial shophouses/ offices	**72**	72
GLG Global Sdn Bhd. No. 10, 12, 14, 16 & 16A Jalan Kuala Kangsar, Penang, Malaysia	–	3Q2025	786	To be advised	Commercial shophouses/ offices	**72**	72
GLG Properties Pte Ltd 69 Jalan Tari Piring, Singapore	95%	2Q2024	159	376	3-Storey intermediate terrace dwelling house with mezzanine attic and swimming pool	**100**	100
GLG Properties Pte Ltd 124 Nemesu Avenue, Singapore	16%	1Q2025	139	295	2-Storey Envelope control intermediate terrace dwelling house with mezzanine and attic	**100**	–
GLG Capital Pte Ltd 5/5A & 7/7A Opal Crescent, Singapore	–	To be advised	387	To be advised	5-Storey residential units with commercial shops at 1st storey	**100**	–

(1) Obtained Temporary Occupancy Permit ("TOP") during the current financial year.

15 FINANCIAL ASSETS, AT FVTPL

The fair values of quoted equity investments are determined by reference to stock exchange quoted bid prices.

Financial assets, at FVTPL, which are mandatorily measured at fair value upon initial recognition, are as follows:

The Group	2023 $	2022 $
Financial assets, at fair value through profit or loss		
– Quoted equity securities, at fair value	**104,800**	86,170

Investment in quoted equity shares offer the Group the opportunity for return through dividend income and fair value gains. They have no fixed maturity or coupon rate.

Fair value gain on equity investments at FVTPL of $16,228 (2022 – loss $6,923) has been included in profit or loss for the year as part of “other gains and losses”.

16 CASH AND CASH EQUIVALENTS

	The Group		The Company	
	2023 **$**	2022 $	**2023** **$**	2022 $
Cash and bank balances	**11,542,613**	9,087,193	**551,696**	513,925

Cash and cash equivalents are denominated in the following currencies:

	The Group		The Company	
	2023 **$**	2022 $	**2023** **$**	2022 $
Singapore Dollar	**11,494,220**	8,913,946	**551,696**	513,925
Malaysian Ringgit	**48,393**	173,247	**–**	–
	11,542,613	9,087,193	**551,696**	513,925

17 SHARE CAPITAL

The Group and The Company	**2023** No. of ordinary shares	2022	**2023** **$**	2022 $
Issued and fully paid with no par value:				
Balance at beginning and at end of year	**394,066,518**	394,066,518	**63,280,416**	63,280,416

The holders of ordinary shares (except for treasury 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.

18 TREASURY SHARES

The Group and The Company	2023	2022	2023	2022
	No. of ordinary shares		$	$
At beginning of the year	**34,599,500**	34,234,400	**9,562,616**	9,511,983
Purchase during the year	**–**	365,100	**–**	50,633
At end of year	**34,599,500**	34,599,500	**9,562,616**	9,562,616

The Company acquired Nil (2022 – 365,100) number of treasury shares from the open market for the total consideration of $Nil (2022 – $50,633) and this is presented as a component within the shareholder's equity. These shares are held as treasury shares.

19 RESERVES

	The Group		The Company	
	2023	2022	2023	2022
	$	$	$	$
Acquisition reserve (a)	**78,743,302**	78,743,302	**–**	–
Currency translation reserve (b)	**(12,120,032)**	(5,158,511)	**–**	–
Equity reserve (c)	**228,811**	228,811	**(1,077,255)**	(1,077,255)
Fair value reserve (d)	**(2,510,315)**	(3,026,315)	**–**	–
Merger reserve (e)	**(485,076)**	(485,076)	**–**	–
Revaluation surplus reserve (f)	**3,224,151**	3,224,151	**–**	–
Retained earnings	**67,023,350**	67,839,829	**17,648,396**	20,308,667
	134,104,191	141,366,191	**16,571,141**	19,231,412

(a) Acquisition reserve refers to the excess of the net identifiable assets acquired over the consideration transferred arising from a business combination with an entity in which a shareholder has an equity interest.

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

(c) For the Group, equity reserve refers to the equity component of the convertible bonds. On 30 September 2017, all convertible bonds were fully redeemed by the Company.

(d) Fair value reserve comprises the cumulative net change in the fair value of financial assets, at FVOCI until the assets are de-recognised or impaired.

(e) Merger reserve represents the difference between the value of shares issued by the Company in exchange for the value of shares acquired in respect of the acquisition of subsidiaries accounted for under the pooling-of-interest method.

(f) Revaluation surplus reserve relates to the excess of the revalued amount and the carrying amount of the property upon its transfer from owner-occupied property to investment property.

20 LEASE LIABILITIES

The Group	2023 $	2022 $
Undiscounted lease payments due:		
– Year 1	**109,668**	49,944
– Year 2	**81,705**	49,944
– Year 3	**65,659**	37,381
– Year 4	**53,781**	24,415
– Year 5	**45,912**	18,696
– More than 5 years	**57,383**	25,079
	414,108	205,459
Less: Future interest cost	**(71,380)**	(31,856)
Lease liabilities	**342,728**	173,603
Presented as:		
– Non-current	**260,987**	132,290
– Current	**81,741**	41,313
	342,728	173,603

Interest expense on lease liabilities of $11,955 (2022 – $12,439) is recognised within “finance costs” in profit or loss.

Rental expenses not capitalised in lease liabilities but recognised within “operating lease expense” in profit or loss are set out below:

The Group	2023 $	2022 $
Rental expenses of short-term leases	**98,765**	71,122
Rental expenses of low value assets	**3,670**	4,605

In 2023, the incremental borrowing rate used for lease liabilities is 2.92% (2022 – 2.88%).

Total cash outflows for all leases during the year amount to $212,912 (2022 – $183,430).

As at 30 September 2023, the Group’s short-term lease commitments at the reporting date are not substantially dissimilar to those giving rise to the Group’s short-term lease expenses for the year.

Information about the Group’s leasing activities are disclosed in Note 32.

Please refer to Note 35 for liquidity risk exposure.

21 BANK BORROWINGS

The Group	Year of maturity	2023 $	2022 $
Non-current liabilities			
Bank loans (secured):			
Between two to five years	2025 – 2028	**13,773,652**	15,555,376
Repayable after five years	2029 – 2033	**245,212**	287,176
		14,018,864	15,842,552
Current liabilities			
Bank loans (secured):			
Repayable within one year or less, on demand	2023 – 2024	**50,374,066**	37,552,264
Repayable after one year, but within normal operating cycle	2024	**47,390,800**	40,139,800
		97,764,866	77,692,064
Total borrowings		**111,783,730**	93,534,616
Effective interest rate		**1.88% – 5.93%**	1.56% – 4.62%

The fair value of non-current borrowings (including those repayable after 1 year but classified as current) at the reporting date is as follows:

	Carrying amount		Fair value	
The Group	**2023 $**	2022 $	**2023 $**	2022 $
Bank loans (secured)	**15,844,356**	17,601,575	**14,725,373**	15,014,568

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

The Group	2023 %	2022 %
Bank loans (secured)	**5.25**	5.25

The outstanding bank loans of the Group exposed to interest rate were as follows:

	The Group	
	2023 $	2022 $
At fixed rates	**3,409,361**	5,389,282
At floating rates	**108,374,369**	88,145,334
	111,783,730	93,534,616

21 BANK BORROWINGS (Cont'd)

Bank loans

At the reporting date, the bank loan comprises of land loans and construction loans to finance the development property projects, fixed advance facilities and money market loan to finance working capital as well as commercial property loan to finance investment properties.

Bank loans are secured by:

(i) Mortgages on property, plant and equipment (Note 4), investment properties (Note 6) and development properties (Note 14);
(ii) Assignment of all rights, titles and benefits with respect to the development properties, investment properties, and certain property, plant and equipment;
(iii) Corporate guarantees by the Company (Note 33);
(iv) Assignment of performance bond, insurances, proceeds and construction contracts;
(v) Assignment of developer's rights and benefits in sale and purchase agreements; and
(vi) Legal assignment of rental proceeds and charge over bank accounts into which rental proceeds shall be paid.

22 TRADE AND OTHER PAYABLES

	The Group		The Company	
	2023	2022	**2023**	2022
	$	$	**$**	$
Trade payables	**2,076,030**	1,138,224	**–**	–
Other payables:				
– Third parties	**369,948**	409,984	**48,843**	37,684
– Subsidiaries	**–**	–	**8,353,463**	5,189,027
– Related parties	**333,846**	5,634	**–**	–
– Non-controlling interests	**1,025,877**	1,025,877	**–**	–
– Associates	**7,119,911**	7,459,911	**–**	–
– Directors	**174,583**	228,620	**–**	–
– Accrued interest payable	**174,138**	96,285	**–**	–
Advances/deposits received	**234,010**	246,531	**–**	–
Accrued operating expenses	**4,482,327**	3,167,327	**256,670**	144,221
	15,990,670	13,778,393	**8,658,976**	5,370,932

Included in accrued operating expenses at the Group level are (i) accrued project costs of $3,680,386 (2022 – $1,912,834) (ii) accrued staff related costs of $353,924 (2022 – $937,444).

Trade and other payables with 3rd parties have credit terms of between 30 to 90 (2022 – 30 to 90) days.

The non-trade amounts due to subsidiaries, related parties, associates and directors, comprising mainly advances and payments on behalf, are unsecured, interest-free and repayable on demand.

Related parties refer to the entities controlled by an executive director of the Group.

Refer to Note 35 for details of foreign currencies risks and liquidity risks exposures.

23 OTHER OPERATING INCOME

The Group	2023 $	2022 $
Dividend income from financial assets, at FVTPL	**1,729**	–
Fair value gain on investment properties (Note 6)	**2,540,000**	3,069,160
Forfeiture of deposit	**53,624**	19,750
Government grants	**35,860**	246,375
Waiver of amount due to associates	**16,228**	–
Others	**129,952**	86,861
	2,777,394	3,422,146

Included in government grants are $26,070 (2022 – $143,126) and $Nil (2022 – $45,650) which are related to the Jobs Growth Incentive and Foreign Workers Levy Wavier respectively.

24 FINANCE INCOME

The Group	2023 $	2022 $
Interest income on bank balances	**5,683**	2,593

25 FINANCE COSTS

The Group	2023 $	2022 $
Interest expense on:		
– Lease liabilities (Note 20)	**11,955**	12,439
– Borrowings	**4,066,067**	1,825,389
	4,078,022	1,837,828

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26 PROFIT BEFORE TAXATION

The following items have been included in arriving at profit before taxation:

The Group	Note	2023 $	2022 $
Audit fee:			
– Auditors of the Company		**130,000**	125,000
– Other auditors		**4,871**	5,170
Non-audit fees,			
– Audit-related services ("ARS")			
– Auditors of the Company		**3,000**	–
Cost of sales of development properties (excluding rental)		**14,455,833**	27,070,579
Depreciation of property, plant and equipment	4	**178,839**	198,317
Depreciation of right-of-use assets	5	**79,106**	91,682
Loss on disposal of property, plant and equipment		**–**	347
Loss on disposal of right-of-use asset		**–**	2,863
Exchange loss, net		**279,633**	207,709
Rental expenses of short-term leases	20	**98,765**	71,122
Rental expenses of low value assets	20	**3,670**	4,605
Fair value (gain)/loss on financial assets at FVTPL	15	**(16,228)**	6,923
Fair value gain on investment properties	6	**(2,540,000)**	(3,069,160)

27 EMPLOYEE BENEFIT EXPENSES

The Group	2023 $	2022 $
Salaries and related costs	**4,803,861**	4,960,339
Contributions to defined contribution plans	**627,483**	548,628
	5,431,344	5,508,967
Included in:		
Cost of sales	**872,472**	1,126,337
Administrative expenses	**3,773,617**	3,776,555
Capitalised under Development properties	**785,255**	606,075
	5,431,344	5,508,967

28 INCOME TAX

The Group	2023 $	2022 $
Current tax expense		
Current year	**1,073**	52,101
Adjustment for prior years	**(647)**	(173,538)
	426	(121,437)
Deferred tax expense		
Origination and reversal of temporary differences (Note 10)	**351,476**	635,840
	351,476	635,840
Tax expense	**351,902**	514,403

28 INCOME TAX (Cont'd)

Domestic income tax is calculated at 17% (2022 – 17%) of the estimated assessable profit for the year. Taxation for other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

The tax on the Group's results before tax differs from the theoretical amount that would arise using the various applicable corporate tax rates of income tax as follows:

The Group	2023 $	2022 $
Profit before taxation	**1,734,838**	10,558,246
Tax rates applicable to results in the countries concerned	**313,507**	1,811,625
Tax effect on non-deductible expenses	**54,306**	3,023,223
Tax effect of results of associates, net of tax	**(252,400)**	(757,202)
Tax effect on non-taxable income	**(431,800)**	(3,842,064)
Tax credit, exemption and rebate	**(8,018)**	(61,283)
Deferred tax benefits on tax losses not recognised	**678,098**	636,388
Utilisation of tax benefits previously not recognised	**(1,144)**	(122,746)
Adjustments for prior year tax	**(647)**	(173,538)
Tax expense	**351,902**	514,403

Expenses not deductible for tax purposes relate mainly to depreciation of right-of-use assets, property, plant and equipment and other disallowed expenses related to investment holding companies and construction companies.

Income not subject to tax relate mainly to government grants and fair value gain on investment properties and non-taxable income related to construction company.

Unrecognised deferred tax assets

As at 30 September 2023, the Group has unutilised tax losses amounting to approximately $20,655,671 (2022 – $16,672,800). The tax losses do not expire and can be carried forward to offset future taxable profits subject to compliance with tax regulations.

Unrecognised deferred tax liabilities

As at 30 September 2023, the aggregate amount of undistributed earnings of subsidiaries amounted to $127,645 (2022 – $130,325) which is equivalent to the deferred tax liabilities of $6,382 (2022 – $6,516) that have not been recognised. No liability has been recognised because the Group is in a position to control the timing of the reversal of the temporary differences and it is probable that such differences will not reverse in the foreseeable future.

29 EARNINGS PER SHARE

The Group	2023	2022
Profit attributable to owners of the Company ($)	**1,453,124**	10,473,668
Weighted average number of ordinary shares issued used in the calculation of basic earnings per share	**359,467,018**	359,478,079
Basic and diluted earnings (cents per share)	**0.40**	2.91

The basic and diluted earnings per share are the same as there were no potentially dilutive ordinary shares in issue as at 30 September 2023 and 30 September 2022.

30 SIGNIFICANT RELATED PARTY TRANSACTIONS

Employee benefits of directors and key management personnel

The Group	2023 $	2022 $
Short-term employee benefits	**2,155,117**	2,448,244
Contributions to defined contribution plans	**170,439**	180,546
	2,325,556	2,628,790
Comprised amounts paid/payable to:		
Directors of the Company*	**1,536,600**	1,996,336
Key management personnel	**788,956**	632,454
	2,325,556	2,628,790

* includes directors' fees – $188,667 in 2023 (2022 – $160,000)

31 COMMITMENTS

Capital commitments

At the reporting date, the Group had the following capital commitments:

The Group	2023 $	2022 $
Commitments in respect of acquisitions of land parcels	**–**	2,550,000
Commitments in respect to the construction of development properties	**4,267,607**	2,774,509

32 LEASES

Where the Group is the lessee,

Motor vehicle

The Group leases motor vehicle for operation purposes.

This motor vehicle is recognised within the Group's right-of-use assets (Note 5)

The Group makes monthly lease payments for the use of motor vehicle.

There are no externally imposed covenants on these lease arrangements.

Office equipment

Plant and equipment related to office equipment. The Group makes monthly lease payments to lease office equipment used for administrative operation activities. These equipment are recognised as the right-of-use assets (Note 5).

Where the Group is the lessor,

The leases on the Group's investment properties expire between 3 January 2024 and 14 January 2026 (2022 – 30 November 2022 and 31 July 2025).

These leases are classified as operating lease because the risk and rewards incidental to ownership of the assets are not substantially transferred. The Group is exposed to changes in residual value at the end of the lease term, the Group typically enters into new operating leases and therefore will not immediately realise any reduction in residual value at the end of these lease. Expectations about the future residual values are reflected in the fair value of the investment properties.

The Group's revenue from rental income received on the investment properties are disclosed in Note 3.

32 LEASES (Cont'd)

The future minimum rental receivable under non-cancellable operating leases contracted for at the reporting date are as follows:

The Group	2023 $	2022 $
Undiscounted lease payments to be received:		
– Year 1	**733,514**	741,347
– Year 2	**404,361**	238,475
– Year 3 and beyond	**63,311**	73,790
	1,201,186	1,053,612

33 CORPORATE GUARANTEES

As at 30 September 2023, the Company has provided guarantees to banks in respect of credit facilities granted to subsidiaries amounting to $135,945,425 (2022 – $112,370,521), of which $111,783,730 (2022 – $93,534,616) has been drawn down.

As at 30 September 2023, the Company has also provided guarantees to banks in respect of credit facilities granted to an associate of which the Group's maximum share at 17% is $10,285,000 (2022 – $19,720,000).

At the reporting date, the Company does not consider it probable that a claim will be made against the Company under the intra-group financial guarantees. The fair value of these corporate guarantees is estimated to be insignificant as the borrowings are fully collateralised by the related mortgaged properties and the subsidiaries have the ability to generate sufficient cash flows from their operations to repay the borrowings.

34 OPERATING SEGMENTS

Reporting format

The Group's primary format for segment reporting is based on business segments. The business segments are determined based on the Group's management and internal reporting structure. Geographical segment is presented. The revenue for the financial year ended 30 September 2023 and 2022 are largely generated in Singapore.

The Group's reportable segments are as follows:

(i) Property development segment – developing properties for sale
(ii) Construction segment – constructing residential and commercial properties
(iii) Property investment segment – investing in properties to earn rentals and for capital appreciation
(iv) Others – comprising mainly corporate office functions and investment in shares

Performance is measured based on segment profit before income tax as management believes that such information is the most relevant in evaluating the results of the segments. Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Inter-segment transactions are determined on mutually agreed terms. Certain assets of the Group are shared between the different segments. There is no reasonable basis to allocate such assets and liabilities of the Group between the different segments, and accordingly the assets and liabilities of the Group are disclosed as unallocated in the segment report.

The accounting policies of the reportable segments are the same as the Group's accounting policies. Segment profit represents the profit earned by each segment without allocation of central administration costs and directors' salaries, share of results of associates, interest income, finance costs and tax expense. This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance.

For the purposes of monitoring segment performance and allocating resources between segments, the CODM also monitors the tangible, intangible and financial assets attributable to each segment.

34 OPERATING SEGMENTS (Cont'd)

	Property development		Construction		Property investment		Others		Total	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
	$	$	$	$	$	$	$	$	$	$
Revenue	**20,071,086**	35,974,253	**12,128,760**	6,454,236	**934,276**	882,329	**–**	–	**33,134,122**	43,310,818
Other operating income	**72,815**	132,818	**16,669**	116,917	**2,540,000**	3,105,600	**147,910**	66,811	**2,777,394**	3,422,146
Less: Elimination	**–**	–	**(11,841,154)**	(6,234,169)	**–**	–	**(44)**	–	**(11,841,198)**	(6,234,169)
	20,143,901	36,107,071	**304,275**	336,984	**3,474,276**	3,987,929	**147,866**	66,811	**24,070,318**	40,498,795
Segment result	**5,688,068**	9,036,492	**314,135**	75,454	**3,155,130**	3,776,940	**147,866**	3,123,977	**9,305,199**	12,955,697
Share of results of associates	**1,484,703**	4,454,131	**–**	–	**–**	–	**–**	–	**1,484,703**	4,454,131
Unallocated expenses									**(4,982,725)**	(5,016,347)
Results from operating activities									**5,807,177**	12,393,481
Finance costs	**(1,419,351)**	(655,746)	**(7,204)**	(9,160)	**(2,651,467)**	(1,172,922)	**–**	–	**(4,078,022)**	(1,837,828)
Unallocated interest income									**5,683**	2,593
Profit before taxation									**1,734,838**	10,558,246
Taxation									**(351,902)**	(514,403)
Profit for the year									**1,382,936**	10,043,843
Other segment information:										
Cost of sales of development properties (excluding rental)	**(14,455,833)**	(27,070,579)	**–**	–	**–**	–	**–**	–	**(14,455,833)**	(27,070,579)
Loss on disposal of property, plant and equipment	**–**	–	**–**	–	**–**	–	**–**	(347)	**–**	(347)
Loss on disposal of right-of-use assets	**–**	–	**–**	(2,863)	**–**	–	**–**	–	**–**	(2,863)
Fair value gain on investment properties	**–**	–	**–**	–	**2,540,000**	3,069,160	**–**	–	**2,540,000**	3,069,160
Gain/(loss) on change in fair value of financial assets, at fair value through profit or loss	**–**	–	**–**	–	**–**	–	**16,228**	(6,923)	**16,228**	(6,923)

34 OPERATING SEGMENTS (Cont'd)

	Property development		Construction		Property investment		Others		Total	
	2023	2022	**2023**	2022	**2023**	2022	**2023**	2022	**2023**	2022
	$	$	**$**	$	**$**	$	**$**	$	**$**	$
Additions to property, plant and equipment										
– allocated	**–**	12,256	**–**	163,962	**38,863**	29,238	**–**	–	**36,863**	205,456
Additions to investment properties	**–**	–		–	**–**	22,397	**–**	–	**–**	22,397
Depreciation of property, plant and equipment										
– allocated	**7,870**	5,674	**83,647**	100,810	**87,322**	91,833	**–**	–	**178,839**	198,317
Depreciation of right-of-use assets										
– allocated	**–**	–	**44,591**	48,204	**34,515**	45,478	**–**	–	**79,106**	91,682
Assets and liabilities										
Segment assets	**262,524,849**	256,048,656	**969,797**	873,515	**96,290,017**	94,910,899	**–**	–	**359,784,663**	351,833,070
Unallocated assets	**–**	–	**–**	–	**–**	–	**–**	–	**12,637,807**	10,510,489
Total assets	**262,524,849**	256,048,656	**969,797**	873,515	**96,290,017**	94,910,899	**–**	–	**372,422,470**	362,343,559
Segment liabilities	**76,051,543**	65,918,587	**5,256,152**	1,822,922	**38,474,864**	31,264,528	**–**	–	**119,782,559**	99,006,037
Unallocated liabilities	**–**	–	**–**	–	**–**	–	**–**	–	**17,778,985**	18,151,455
Total liabilities	**76,051,543**	65,918,587	**5,256,152**	1,822,922	**38,474,864**	31,264,528	**–**	–	**137,561,544**	117,157,492

34 OPERATING SEGMENTS (Cont'd)

Reconciliations:

(1) Segment result

A reconciliation of segment result to profit before taxation is as follows:

The Group	2023 $	2022 $
Segment result	**9,305,199**	12,955,697
Finance costs	**(4,078,022)**	(1,837,828)
Share of results of associates	**1,484,703**	4,454,131
Administrative expenses	**(4,982,725)**	(5,016,347)
Finance income	**5,683**	2,593
Profit before taxation	**1,734,838**	10,558,246

(2) Segment assets

Reportable segments' assets are reconciled to total assets as follows:

The Group	2023 $	2022 $
Segment assets	**359,784,663**	351,833,070
Property, plant and equipment	**151**	257
Trade and other receivables	**897,643**	1,318,754
Right-of-use assets	**92,600**	18,115
Financial assets, at FVTPL	**104,800**	86,170
Cash and cash equivalents	**11,542,613**	9,087,193
Total assets	**372,422,470**	362,343,559

(3) Segment liabilities

Reportable segments' liabilities are reconciled to total liabilities as follows:

The Group	2023 $	2022 $
Segment liabilities	**119,782,559**	99,006,037
Trade and other payables	**231,391**	107,610
Lease liabilities	**84,597**	43,845
Borrowings	**17,462,997**	18,000,000
Total liabilities	**137,561,544**	117,157,492

Unallocated other income and expenses

There is no reasonable basis to allocate foreign exchange loss, interest income and income tax expense to the different segments, and accordingly these items have been disclosed as unallocated income and unallocated costs. Unallocated costs also include administrative expenses of the Company, dormant subsidiaries and subsidiaries which are engaged in more than one business segments. There is no reasonable basis to allocate such administrative expenses to the respective segments.

34 OPERATING SEGMENTS (Cont'd)

Geographical segment

The following table presents revenue and total non-current assets information based on the geographical location of customers and assets:

The Group	Singapore $	Malaysia $	Total $
2023			
External revenue	**21,258,550**	**34,374**	**21,292,924**
Non-current assets excluding deferred tax assets and financial instruments	**92,469,388**	**17,522,139**	**109,991,527**
Deferred tax assets	**205,631**	**–**	**205,631**
Financial assets, at FVOCI	**7,968,000**	**–**	**7,968,000**
Total non-current assets	**100,643,019**	**17,522,139**	**118,165,158**
2022			
External revenue	37,019,685	56,964	37,076,649
Non-current assets excluding deferred tax assets and financial instruments	88,413,486	18,652,215	107,065,701
Deferred tax assets	206,387	–	206,387
Financial assets, at FVOCI	7,452,000	–	7,452,000
Total non-current assets	96,071,873	18,652,215	114,724,088

Revenue of approximately $16,461,907 (2022 – $30,218,795) are derived from six external customers (2022 – nine). These revenues are attributable to the Singapore property development segment.

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35 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.

Accounting classification of financial assets and financial liabilities

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

	The Group		The Company	
	2023	2022	**2023**	2022
	$	$	**$**	$
Financial assets at fair value through other comprehensive income	**7,968,000**	7,452,000	**–**	–
Financial assets at fair value through profit or loss	**104,800**	86,170	**–**	–
Financial assets at amortised cost				
Trade and other receivables[#]	**21,777,030**	19,101,240	**69,501,914**	68,909,154
Cash and cash equivalents	**11,542,613**	9,087,193	**551,696**	513,925
	33,319,643	28,188,433	**70,053,610**	69,423,079
Financial liabilities at amortised cost				
Trade and other payables[##]	**15,756,660**	13,531,862	**8,658,976**	5,370,932
Lease liabilities	**342,728**	173,603	**–**	–
Bank borrowings	**111,783,730**	93,534,616	**–**	–
	127,883,118	107,240,081	**8,658,976**	5,370,932

[#] Exclude prepayments
[##] Exclude advances/deposits received

35 FINANCIAL RISK MANAGEMENT (Cont'd)

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 cash and cash equivalents, trade and other receivables and contract assets.

The Group's and the Company's objectives are to seek continual growth while minimising losses arising from credit risk exposure. For trade receivables, the Group adopts the policy of dealing only with customers 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 on any of its development properties sold. Contractual deposits are collected and scheduled progress payments are received from the buyers when due. Title to properties is only transferred upon full settlement. In addition, receivable balances and payment profile of the debtors are monitored on an on-going basis with the result that the Group's exposure to bad debts is not significant. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties.

The Group monitors its potential losses on credit extended. In addition, rental deposits are received as security from tenants of its investment properties. The amounts presented in the statements of financial position are net of allowances for doubtful receivables.

The Group's credit risk framework comprises the following categories:

Category	Description	Basis for recognising ECL
Performing	The counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL
Doubtful	Amount is >30 days past due or there has been a significant increase in credit risk since initial recognition.	Lifetime ECL – not credit-impaired
In default	Amount is >90 days past due or there is evidence indicating the asset is credit-impaired.	Lifetime ECL – credit-impaired
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery.	Amount is written off

The Group and the Company establish an allowance for impairment that represents their estimates of incurred losses in respect of trade and other receivables and contract assets. The allowance account in respect of these assets is used to record impairment losses unless the Group is satisfied that no recovery of the amount owing is possible. At that point, the financial asset is considered irrecoverable and the amount charged to the allowance account is written off against the carrying amount of the impaired financial asset.

At the reporting date except as disclosed in Note 12, no allowances for impairment is necessary in respect of trade and other receivables past due and not past due.

Significant concentrations of credit risk

At the reporting date there is no significant concentration of credit risk, other than other receivables from associates and subsidiaries. The maximum exposure to credit risk is represented by the carrying amount of each financial asset. Included in other receivables (Note 12) related to the Group's other receivables due from 3 associates amounting to $13,487,175 (2022 – $17,126,047) and the Company's other receivable due from a subsidiary amounting to $49,519,074 (2022 – $49,484,362).

Concentrations of credit risk exist when changes in economic, industry or geographic factors similarly affect groups of counterparties whose aggregate credit exposure is significant in relation to the Group's and the Company's total credit exposure. Concentration of credit risk to other receivables did not exceed 20% of the monetary gross assets at any time during the year. Concentration of credit risk to any other counterparty did not exceed 5% of gross monetary assets at any time during the year.

35 FINANCIAL RISK MANAGEMENT (Cont'd)

Credit risk (Cont'd)

Exposure to credit risk

The maximum exposure to credit risk is as follows:

The Group	2023 $	2022 $
Contract assets	**17,919,286**	18,775,859
Trade and other receivables#	**21,368,861**	18,616,553
Cash and cash equivalents	**11,542,613**	9,087,193
	50,830,760	46,479,605

Exclude deposits and prepayments

The Company	2023 $	2022 $
Financial assets		
Other receivables#	**69,501,914**	68,909,154
Cash and cash equivalents	**551,696**	513,925
	70,053,610	69,423,079

Exclude deposits and prepayments

The Group's and Company major classes of financial assets are cash and cash equivalents, trade and other receivables (excluding deposits and prepayments) and contract assets.

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

The Group	Internal credit rating	12-month/ Lifetime ECL	Gross carrying amount $	Loss allowance $	Net carrying amount $
At 30 September 2023					
Trade receivables	(1)	Lifetime ECL	**6,485,272**	**–**	**6,485,272**
Other receivables#	Performing	12-month ECL	**14,883,589**	**–**	**14,883,589**
Contract assets	(1)	Lifetime ECL	**17,919,286**	**–**	**17,919,286**
			39,288,147	**–**	**39,288,147**
At 30 September 2022					
Trade receivables	(1)	Lifetime ECL	192,280	–	192,280
Other receivables#	Performing	12-month ECL	18,424,373	–	18,424,373
Contract assets	(1)	Lifetime ECL	18,775,859	–	18,775,859
			37,392,512	–	37,392,512

Exclude deposits and prepayments

35 FINANCIAL RISK MANAGEMENT (Cont'd)

Credit risk (Cont'd)

Exposure to credit risk (Cont'd)

The Company	Internal credit rating	12-month/ Lifetime ECL	Gross carrying amount $	Loss allowance $	Net carrying amount $
At 30 September 2023					
Other receivables[#]	Performing	12-month ECL	**72,761,414**	**(3,261,050)**	**69,500,364**
At 30 September 2022					
Other receivables[#]	Performing	12-month ECL	72,168,654	(3,261,050)	68,907,604

[#] Exclude deposits and prepayments

Trade receivables and contract assets

Trade 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.

Contract assets

Loss allowance for contract assets is measured at an amount equal to lifetime ECL, similar to that for trade receivables.

Consideration receivable for work performed (net of progress billings to be billed to purchasers of development properties) is recognised as contract assets.

At the reporting date, no provision for loss allowance was required.

35 FINANCIAL RISK MANAGEMENT (Cont'd)

Credit risk (Cont'd)

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.

An ageing analysis of trade receivables at the reporting date is as follows:

	The Group		The Company	
	2023	2022	**2023**	2022
	$	$	**$**	$
Not past due	**6,300,544**	138,964	**–**	–
Past due 0 – 30 days	**–**	232	**–**	–
Past due 31 – 60 days	**–**	733	**–**	–
Past due over 60 days	**184,728**	52,351	**–**	–
	6,485,272	192,280	**–**	–

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

The Company	**2023** **$**	2022 $
Not past due	**72,761,414**	72,168,654
Past due 0 – 30 days	**–**	–
Past due 31 – 60 days	**–**	–
Past due over 60 days	**–**	–
	72,761,414	72,168,654

Financial guarantees

The Company has issued financial guarantees to banks for borrowings of its subsidiaries. These guarantees are subject to the impairment requirements of SFRS(I) 9. The Company has assessed that its subsidiaries have the financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect significant credit losses arising from these guarantees.

As at 30 September 2023, the Company has provided guarantees to banks in respect of credit facilities granted to subsidiaries amounting to $137,945,425 (2022 – $112,370,521), of which $111,783,730 (2022 – $93,534,616) has been drawn down.

As at 30 September 2023, the Company has also provided guarantees to banks in respect of credit facilities granted to an associate of which the Group's maximum share at 17% is $10,285,000 (2022 – $19,720,000).

At the reporting date, the Company does not consider it probable that a claim will be made against the Company under the intra-group financial guarantees.

35 FINANCIAL RISK MANAGEMENT (Cont'd)

Liquidity risk

Liquidity risk is the risk that the Group 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 exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. As part of its overall prudent liquidity management, the Group maintains sufficient level of cash to meet its working capital requirement.

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

		Contractual undiscounted cash flows			
The Group	Carrying amount $	Total $	Less than 1 year $	Between 2 and 5 years $	Over 5 years $
At 30 September 2023					
Trade and other payables*	**15,756,660**	**15,756,660**	**15,756,660**	**–**	**–**
Lease liabilities	**342,728**	**414,108**	**109,668**	**247,057**	**57,383**
Bank borrowings	**111,783,730**	**116,811,979**	**80,113,747**	**36,436,043**	**262,189**
	127,883,117	**132,982,747**	**95,980,075**	**36,683,100**	**319,572**
At 30 September 2022					
Trade and other payables*	13,531,862	13,531,862	13,531,862	–	–
Lease liabilities	173,603	205,459	49,944	130,436	25,079
Bank borrowings	93,534,616	97,642,952	38,546,348	58,752,341	344,263
	107,240,081	111,380,273	52,128,154	58,882,777	369,342

* Exclude deposits received

		Contractual undiscounted cash flows			
The Company	Carrying amount $	Total $	Less than 1 year $	Between 2 and 5 years $	Over 5 years $
At 30 September 2023					
Trade and other payables*	**8,658,976**	**8,658,976**	**8,658,976**	**–**	**–**
Financial guarantee contracts	**139,057,244**	**139,057,244**	**139,057,244**	**–**	**–**
At 30 September 2022					
Trade and other payables*	5,370,932	5,370,932	5,370,932	–	–
Financial guarantee contracts	132,090,521	132,090,521	132,090,521	–	–

* Exclude advances/deposits received

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

35 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 and the Company's financial instruments will fluctuate because of changes in market interest rates.

The Group's exposure to interest rate risk arises from its variable rate bank loans.

Cash flow sensitivity analysis for variable rate instruments

A change of 100 (2022 – 10) basis points (bp) in interest rates on variable rate borrowings at the reporting date would have increased/decreased profit or loss before tax and equity by the amounts shown below.

The magnitude represents management's assessment of the likely movement in interest rates under normal economic conditions. This analysis has not taken into account the associated tax effects and assumes that all other variables, in particular foreign currency rates, remain constant.

	Profit/(loss) before tax Increase/(Decrease)		Equity Increase/(Decrease)	
	(100 bp [2022 – 10 bp] increase)	(100 bp [2022 – 10 bp] decrease)	(100 bp [2022 – 10 bp] increase)	(100 bp [2022 – 10 bp] decrease)
The Group	$	$	$	$
At 30 September 2023				
Bank loans	**(1,083,740)**	**1,083,740**	**(1,083,740)**	**1,083,740**
At 30 September 2022				
Bank loans	(88,145)	88,145	(88,145)	88,145

Interest rate benchmark reform

The Group is exposed to the following interest rate benchmarks which are subject to the Interbank Offered Rates ("IBOR") reform and the exposures arise on non-derivative financial assets and liabilities:

- SGD SIBOR

The Group has closely monitored the market and the output from the various industry working groups managing the transition to new interest rate benchmarks. This includes announcements made by the Association of Banks in Singapore (ABS), the Singapore Foreign Exchange Market Committee (SFEMC), and the Steering Committee for SOR Transition to SORA (SC-STS) (collectively, the "IBOR Committees"). Under the direction of the IBOR Committees, the Singapore Interbank Offered Rate (SIBOR) and the Singapore Swap Offer Rate (SOR) are expected to be phased out and replaced by the Singapore Overnight Rate Average (SORA). The IBOR Committees have made clear that SOR, which relies on USD LIBOR, is expected to be discontinued post-2021, and SIBOR is expected to cease after that.

In response to the announcements, the Group has in place an interest rate benchmark transition programme comprising the following work streams: risk management, tax, treasury, legal, accounting and information technology. The aim of the programme is to understand where the IBOR exposures are within the business, so as to prepare and deliver on an action plan to enable a smooth transition to alternative benchmark rates.

For the Group's floating rate borrowings, the reference benchmark interest rate had been revised from SIBOR to SORA during the current financial year.

35 FINANCIAL RISK MANAGEMENT (Cont'd)

Interest rate risk (Cont'd)

Interest rate benchmark reform (Cont'd)

The key risks for the Group arising from the transition are as follows:

- If the bilateral negotiations with the Group's counterparties are not successfully concluded before the cessation of SIBOR, there are significant uncertainties with regard to the interest rate that will apply. This gives rise to additional interest rate risk that was not anticipated when the contracts were entered into and thus will not be captured by the Group's interest rate risk management strategy.
- Interest rate risk over settlement may arise if a non-derivative instrument and the derivative instrument held to manage the interest rate risk on the non-derivative instrument transition to alternative benchmark rates at different times. This risk may also arise where back-to back derivatives transition at different times.
- There are fundamental differences between IBOR and SORA rates which the Group will be adopting. IBOR are forward-looking term rates published for a period (e.g. 12 months) at the beginning of that period and include an inter-bank credit spread, whereas alternative benchmark rates are typically risk-free overnight rates published at the end of the overnight period with no embedded credit spread. These differences will result in additional uncertainty regarding floating rate interest payments, which may require additional liquidity management.
- If no agreement is reached to implement the interest rate benchmark reform on existing contracts, (e.g. arising from differing interpretation of existing fallback terms), there is a risk of prolonged disputes with counterparties which could give rise to additional legal and other costs.
- The following table shows the quantitative information about the Group's non-derivative financial liabilities that have yet to transition to an alternative benchmark rate as at 30 September 2023. The amounts of financial liabilities are shown at their carrying amounts and derivatives are shown at their nominal amounts.

The Group	2023 $	2022 $
Non-derivative financial liabilities		
– Borrowings	–	12,248,295

The Group will continue to apply these amendments to SFRS(I) 9 and SFRS(I) 1-39 until the end of the uncertainty arising from the IBOR reform with respect to the timing and amount of the underlying cash flows that the Group is exposed to. The Group has assumed that this uncertainty will not end until the Group's contracts that reference IBOR are amended to specify the date on which the interest rate benchmark will be replaced, the cash flows of the alternative benchmark rate and the relevant spread adjustment.

Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are dominated in foreign currencies.

The Group is exposed to currency risk on financial assets and financial liabilities that are denominated in a currency other than the respective functional currencies of Group entities. The currency giving rise to this risk is primarily the United States Dollar and Malaysian Ringgit. All of the Company's financial assets and financial liabilities are denominated in Singapore Dollar.

The Group does not use derivative financial instruments to protect against the volatility associated with foreign currency transactions. Exposure to foreign currency risk is monitored on an on-going basis and the Group endeavours to keep the net exposure at an acceptable level.

35 FINANCIAL RISK MANAGEMENT (Cont'd)

Currency risk (Cont'd)

The Group	RM $	USD $
At 30 September 2023		
Financial assets		
Trade and other receivables	**46,447**	**4,222,175**
Cash and cash equivalents	**58,455**	**–**
Financial liabilities		
Trade and other payables*	**(1,226,265)**	**(2,704)**
Net financial (liabilities)/assets	**(1,121,363)**	**4,219,471**
At 30 September 2022		
Financial assets		
Trade and other receivables	155,862	4,206,047
Cash and cash equivalents	173,246	–
Financial liabilities		
Trade and other payables*	(1,551,409)	(1,980)
Net financial (liabilities)/assets	(1,222,301)	4,204,067

* Exclude deposits received

Sensitivity analysis for foreign currency risk

A 5% strengthening of the United States Dollar and Malaysian Ringgit against the functional currency of each of the Group's entities at the reporting date held by the Group would increase/(decrease) profit or loss before tax by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the reporting date. A weakening of the United States Dollar and Malaysian Ringgit would have the equal but opposite effect. This analysis has not taken into account the associated tax effects and assumes that all other variables, in particular interest rates, remain constant.

	2023		2022	
The Group	**Profit before tax increase/ (decrease) $**	**Equity increase/ (decrease) $**	Profit before tax increase/ (decrease) $	Equity increase/ (decrease) $
United States Dollar strengthens 5% (2022: 5%)	**210,971**	**210,971**	210,203	210,203
Malaysian Ringgit strengthens 5% (2022: 5%)	**(56,068)**	**(56,068)**	(61,115)	(61,115)

35 FINANCIAL RISK MANAGEMENT (Cont'd)

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 because of changes in market prices.

Market price risk arises from quoted investments which are classified as financial assets at fair value through profit or loss and unquoted investments which are classified as financial assets are fair value through other comprehensive income.

Market price sensitivity analysis

A 3% increase/decrease in prices these investments at the reporting date would result in an increase/decrease in the Group's profit before tax by $3,144 (2022 – $2,585) and other comprehensive income by $239,040 (2022 – $223,560), arising as a result of higher/lower fair value gains on financial assets at fair value through profit or loss and other comprehensive income.

The Group and the Company are not exposed to commodity price risk. The Group and the Company have in place a set of internal controls to manage its market price risk arising from investments in marketable securities.

36 CAPITAL MANAGEMENT

The Group's and the Company's objectives when managing capital are:

(a) To safeguard the Group's and the Company's ability to continue as a going concern;

(b) To support the Group's and the Company's stability and growth;

(c) To provide capital for the purpose of strengthening the Group's and the Company's risk management capability; and

(d) To provide an adequate return to shareholders.

The Group and the Company review and manage their capital structures to ensure optimal capital structure and shareholder returns, taking into consideration the future capital requirements of the Group and the Company and capital efficiency, prevailing and projected profitability, projected operating cash flows, projected capital expenditures and projected strategic investment opportunities. The Group and the Company currently do not adopt any formal dividend policy.

Management monitors capital based on net gearing ratio. Net gearing ratio is calculated as net external debt divided by equity. Net external debt is calculated as borrowings less cash and cash equivalents.

There were no changes in the Group's and the Company's approach to capital management during the year.

	The Group		The Company	
	2023	2022	**2023**	2022
	$	$	**$**	$
Lease liabilities	**342,728**	173,603	**–**	–
Bank borrowings	**111,783,730**	93,534,616	**–**	–
Borrowings	**112,126,458**	93,708,219	**–**	–
Cash and cash equivalents	**(11,542,613)**	(9,087,193)	**(551,696)**	(513,925)
Net debt	**100,583,845**	84,621,026	**(551,696)**	(513,925)
Equity	**187,821,991**	195,083,991	**70,288,941**	72,949,212
Capital net debt ratio	**54%**	43%	**n.m.**	n.m.

n.m. not meaningful

The Group and the Company are not subject to externally imposed capital requirements other than as disclosed.

37 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 asset 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 values of financial instruments

The following table shows the levels within the hierarchy of financial assets and liabilities measured at fair value on a recurring basis:

The Group	Level 1 $	Level 2 $	Level 3 $	Total $
30 September 2023				
Financial assets, at FVOCI (Note 9)	**–**	**–**	**7,968,000**	**7,968,000**
Financial assets, at FVTPL (Note 15)	**104,800**	**–**	**–**	**104,800**
	104,800	**–**	**7,968,000**	**8,072,800**
30 September 2022				
Financial assets, at FVOCI (Note 9)	–	–	7,452,000	7,452,000
Financial assets, at FVTPL (Note 15)	86,170	–	–	86,170
	86,170	–	7,452,000	7,538,170

Fair value measurement of financial assets

Financial assets, at FVOCI (Note 9)

The fair values of financial assets, at FVOCI are estimated using the adjusted net asset method for the financial years ended 30 September 2023 and 2022, which estimates the equity value by adjusting the book value of assets and liabilities to reflect their current market value.

The fair value of financial assets, at FVOCI included in Level 3, is determined as follows:

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement	Sensitivity of the fair value measurement to input
Fair value adjusted net asset value	Control	The higher the control, the higher the fair value	An increase/(decrease) by 10% of the fair value would increase/(decrease) the carrying amount by $796,800 (2022 – $745,200)
	Liquidity	The higher the liquidity, the higher the fair value	
	Net assets of investee – land adjusted for factors specific to the revalued land including plot size, plot ratio, location, encumbrances and intended use	The higher the net assets of the investee, the higher the fair value.	

The reconciliation of the movement is disclosed in Note 9.

There were no transfers between Level 1, Level 2 and Level 3 in 2023 or 2022.

37 FAIR VALUE MEASUREMENT (Cont'd)

Measurement of fair value

The Group's finance team performs valuations of financial items for financial reporting purposes, including Level 3 fair values, in consultation with third party valuation specialist for complex valuations. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximising the use of market-based information. The finance team reports directly to the chief financial officer (CFO) and to the audit committee. Valuation processes and fair value changes are discussed among the audit committee and the valuation team at least every year, in line with the Group's reporting dates.

Financial assets at fair value through profit or loss (Note 15)

The fair value of financial instruments traded in active markets (such as financial assets at fair value through profit or loss) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1.

Bank borrowings (Note 21)

The carrying amounts of bank borrowings (current and non-current) whose interest rates are re-priced within 12 months are measured at amortised cost for which the fair value is disclosed in Note 21.

Other financial assets and liabilities

The carrying amounts of financial assets and financial liabilities of less than one year including trade and other receivables (excluding prepayments) (Note 12), cash and cash equivalents (Note 16) and trade and other payables, excluding advances/deposits received, (Note 22) approximate their fair values because of the short period to maturity.

Fair value measurement of non-financial assets

The Group	Level 1 $	Level 2 $	Level 3 $	Total $
30 September 2023				
Investment properties (Note 6)	**–**	**–**	**94,385,435**	**94,385,435**
30 September 2022				
Investment properties (Note 6)	–	–	92,961,002	92,961,002

Investment properties (Note 6)

The Group obtains independent valuations for its investment properties at least annually and for its freehold land and building and leasehold building at least every year. At the end of each reporting period, the directors update their assessment of the fair value of each property, taking into account the most recent independent valuations. The directors determine a property's value within a range of reasonable fair value estimates.

The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the directors consider information from a variety of sources including:

- current prices in an active market for properties of a different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences (direct comparison method);
- capitalised income projections based on a property's estimated net market income, and a capitalisation rate derived from an analysis of market evidence (income method); or
- total gross development costs and developer's profit are deducted from the gross development value to arrive at the residual value of land. The gross development value is the estimated value of the property assuming satisfactory completion of the development as at the date of valuation (residual method).

37 FAIR VALUE MEASUREMENT (Cont'd)

Investment properties (Note 6) (Cont'd)

All resulting fair value estimates for properties in 2023 and 2022 are included in Level 3.

The fair value of investment properties included in Level 3 is determined as follows:

Valuation technique	Significant unobservable inputs	Range of inputs (probability-weighted average)	Inter-relationship between key unobservable inputs and fair value measurement
Direct comparison method	– Price per square feet	– $691 to $2,364 (2022 – $623 to $2,196) per square feet	The estimated fair value would increase/(decrease) if: – Price per square feet was higher/(lower); – Expected average rental growth was higher/(lower).
Residual method	– Price per square feet	– $79 (2022 – $84) per square feet	The estimated fair value would increase/(decrease) if: – Price per square feet was higher/(lower).

The reconciliation of the carrying amounts of investment properties is disclosed in Note 6.

38 DIVIDEND

The Company	2023 $	2022 $
Tax-exempt dividends paid:		
Special dividend of nil cents (2022 – 0.075 cent) per share, in respect of previous financial year	**–**	269,600
Final dividend of 0.55638 cent (2022 – 0.15 cent) per share in respect of previous financial year	**2,000,002**	269,601
Interim dividend of 0.075 cent (2022 – 0.075 cent) per share in respect of current financial year	**269,601**	269,601
	2,269,603	808,802

At the Annual General Meeting, a final dividend of 0.0015 (2022 – 0.55638) Singapore cent per share and a special dividend of 0.0015 (2022 – Nil) Singapore cent per share for the financial year ended 30 September 2023 will be proposed. These financial statements do not reflect this dividend, which will be accounted for in shareholder's equity as an appropriation of retained earnings in the financial year ending 30 September 2024.

STATISTICS OF SHAREHOLDINGS

As at 18 December 2023

Issued and fully paid-up capital (including treasury shares)	:	394,066,518
Issued and fully paid-up capital (excluding treasury shares)	:	359,069,118
Number of issued shares (excluding treasury shares)	:	359,069,118
Number/percentage of treasury shares	:	34,997,400 (9.75%)
Class of shares	:	Ordinary Shares
Voting rights	:	1 Vote Per Share

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings		No. of Shareholders	%	No. of Shares	%
1	– 99	90	19.78	1,303	0.00
100	– 1,000	87	19.12	74,264	0.02
1,001	– 10,000	91	20.00	469,280	0.14
10,001	– 1,000,000	164	36.04	18,581,843	5.02
1,000,001 & above		23	5.06	339,942,428	94.82
Total		**455**	**100.00**	**359,069,118**	**100.00**

TOP TWENTY SHAREHOLDERS

As at 18 December 2023

No.	Name	No. of Shares	%
1.	Citrine Capital Pte Ltd	79,280,294	22.08
2.	Hong Leong Finance Nominees Pte Ltd	56,500,000	15.74
3.	Koh Chin Kim	45,780,000	12.75
4.	Tan Chee Tiong	39,744,500	11.07
5.	Tan Chee Beng	27,795,000	7.74
6.	Tan Bee Bee	21,840,700	6.08
7.	Phillip Securities Pte Ltd	14,765,315	4.11
8.	DB Nominees (Singapore) Pte Ltd	14,455,800	4.03
9.	SBS Nominees Pte Ltd	9,760,000	2.72
10.	DBS Nominees Pte Ltd	3,826,219	1.07
11.	Seah Kheng Lun	3,215,600	0.90
12.	Low Sing Khiang	3,001,000	0.84
13.	Diana Sng Siew Khim	2,995,500	0.83
14.	United Overseas Bank Nominees Pte Ltd	2,904,200	0.81
15.	HSBC (Singapore) Nominees Pte Ltd	2,387,700	0.66
16.	UOB Kay Hian Pte Ltd	2,260,000	0.63
17.	Chew Thye Chuan or Tan Sew Mai	2,100,000	0.58
18.	Ang Hao Yao (Hong Haoyao)	1,411,500	0.39
19.	Chan Hoe Yin @ Chan Pak Yin	1,373,000	0.38
20.	Moh Swee Shyong	1,230,000	0.34
	Total	**336,626,328**	**93.75**

STATISTICS OF SHAREHOLDINGS

As at 18 December 2023

SUBSTANTIAL SHAREHOLDERS

Substantial Shareholders of the Company (as recorded in the Register of Substantial Shareholders) as at 18 December 2023:

	Direct Interest		Deemed Interest	
Name	No. of Shares	%	No. of Shares	%
Koh Chin Kim	45,780,000	12.75	241,969,694[1]	67.38
Tan Chee Tiong	39,744,500	11.07	248,005,194[1]	69.06
Tan Chee Beng	27,795,000	7.74	259,954,694[1][2]	72.39
Tan Bee Bee	21,840,700	6.08	265,908,994[1]	74.05
Citrine Capital Pte Ltd	79,280,294	22.07	56,500,000[3]	15.74
Top Fortune Capital Pte. Ltd.	–	–	135,780,294[4]	37.81

Notes:

(1) Tan Chee Beng, Tan Chee Tiong and Tan Bee Bee are siblings. Their mother is Koh Chin Kim.Each of Tan Chee Beng, Tan Chee Tiongs, Tan Bee Bee and Koh Chin Kim is deemed interested in all the Shares held by their family members.

(2) Tan Chee Beng is deemed interested in 14,000,000 oridinary shares held in the name of DB Nominees (S) Pte Ltd, 2,809,200 ordinary shares held in the name of United Overseas Bank Nominees Pte Ltd, 79,280,294 shares held in the name of Citrine Capital Pte Ltd and 56,500,000 shares held in the name of Hong Leong Finance Nominees Pte Ltd through Citrine Capital Pte Ltd.

(3) Citrine Capital Pte. Ltd. ("Citrine") is deemed interested in 56,500,000 ordinary shares registered in the name of Hong Leong Finance Nominees Pte Ltd.

(4) Top Fortune Capital Pte. Ltd. ("TFC SG") holds 30,832,000 ordinary shares in the capital of Citrine, representing 94% of the share capital of Citrine. Accordingly, TFC SG is deemed to have an interest in:

(a) 79,280,294 Shares in the capital of Goodland Group Limited ("Shares") registered in the name of Citrine; and

(b) 56,500,000 Shares registered in the name of Hong Leong Finance Nominees Pte Ltd, which holds such Shares as a nominee for Citrine.

SHAREHOLDING BY THE PUBLIC

Based on the information available to the Company as at 18 December 2023, approximately 19.86% of the issued ordinary shares of the Company is held by the public, and therefore, Rule 723 of the Singapore Exchange Securities Trading Limited Listing Manual is complied with.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of Goodland Group Limited (the "**Company**") will be held at Seletar Country Club, 101 Seletar Club Road, Seletar Room, Level 2, Singapore 798273 on Tuesday, 30 January 2024 at 9.00 a.m. to transact the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the year ended 30 September 2023 together with the Auditors' Report thereon.
   (Resolution 1)

2. To declare a final tax-exempt (one-tier) dividend of 0.15 Singapore cent per ordinary share each and a special tax-exempt (one-tier) dividend of 0.15 Singapore cent per ordinary share each for the financial year ended 30 September 2023.
   (Resolution 2)

3. To approve the payment of Directors' Fees of S$188,000 for the financial year ending 30 September 2024. (2023: S$188,000)
   (Resolution 3)

4. To re-elect the following Directors of the Company who retire by rotation in accordance with Regulation 98 of the Company's Constitution and who, being eligible, offer themselves for re-election:

   4.1 Dr Tan Chee Tiong **(Resolution 4)**
   4.2 Dr Wu Chiaw Ching **(Resolution 5)**
   4.3 Mr Raymond Lye Hoong Yip **(Resolution 6)**

   [See Explanatory Note (i)]

   Dr Wu Chiaw Ching will, upon re-election as a Director of the Company, remain as the Chairman of the Audit Committee and a member of Remuneration Committee and Nominating Committee and he will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

   Mr Raymond Lye Hoong Yip will, upon re-election as a Director of the Company, remain as the Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee and he will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

5. To re-appoint Messrs Foo Kon Tan LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.
   (Resolution 7)

6. To transact any other ordinary business which may properly be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

7. **Authority to allot and issue shares**

That pursuant to Section 161 of the Companies Act 1967 ("**Companies Act**") and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), the Directors of the Company be authorised and empowered to:

(a) (i) issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force,

provided that:

(1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares and Instruments to be issued other than on a pro rata basis to existing shareholders of the Company shall not exceed twenty per cent (20%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:

(i) new Shares arising from the conversion or exercise of any convertible securities;

(ii) new Shares arising from exercising share options or vesting of share awards; and

(iii) any subsequent bonus issue, consolidation or subdivision of Shares;

Adjustments in accordance with 2(i) or 2(ii) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) all applicable legal requirements under the Companies Act and otherwise, and the Constitution of the Company; and

(4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (ii)] **(Resolution 8)**

8. **Renewal of Share Buy-Back Mandate**

That:

(a) for the purposes of Sections 76C and 76E of the Companies Act 1967 of Singapore ("**Companies Act**"), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire ordinary shares in the capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Limit (as hereinafter defined), at such price(s) as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

(i) market purchase(s) (each a "**Market Purchase**") on the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"); and/or

(ii) off-market purchase(s) (each an "**Off-Market Purchase**") effected otherwise than on the SGX-ST in accordance with any equal access scheme(s) as may be determined or formulated by the Directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Listing Manual of the SGX-ST ("**Listing Manual**") and the Companies Act, and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act, the Constitution of the Company and the Listing Manual as may for the time being be applicable be and is hereby authorised and approved generally and unconditionally (the "**Share Buy-Back Mandate**");

(b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the Relevant Period and expiring on the earliest of:

(i) the conclusion of the next annual general meeting of the Company is held or date by which such annual general meeting is required by law to be held; or

(ii) the date on which the share buybacks are carried out to the full extent of the Share Buy-Back Mandate; or

(iii) the date on which the authority conferred in the Share Buy-Back Mandate is varied or revoked by the Company in a general meeting;

(c) for purposes of this ordinary resolution:

"**Maximum Limit**" means ten per cent. (10%) of the total issued ordinary shares of the Company as at the date of the passing of this Resolution 9, unless the Company has effected a reduction of the share capital of the Company (other than a reduction by virtue of a share buy-back) in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period (as hereinafter defined) in which event the issued ordinary shares of the Company shall be taken to be the total number of the issued ordinary shares of the Company as altered by such capital reduction (the total number of ordinary shares shall exclude any ordinary shares that may be held as treasury shares by the Company from time to time);

"**Relevant Period**" means the period commencing from the date of the passing of this Resolution 9 and expiring on the earliest of the date the next annual general meeting of the Company is held or is required by law to be held, or the date on which the share buy-backs are carried out to the full extent of the Share Buy-Back Mandate, or the date the said mandate is revoked or varied by the Company in a general meeting;

"**Maximum Price**", in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) which shall not exceed:

(i) in the case of a Market Purchase, five per cent. (5%) above the average of the closing market prices of the Shares over the five (5) Market Days on which transactions in the Shares were recorded before the day on which the Market Purchase was made by the Company and deemed to be adjusted for any corporate action that occurs after the relevant five (5)-day period; and

(ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, fifteen per cent. (15%) above the average of the closing market prices of the Shares over the five (5) Market Days on which transactions in the Shares were recorded before the day on which the Company makes an announcement of an offer under the Off-Market Purchase scheme stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs after the relevant five (5)-day period; and

"**Market Day**" means a day on which the SGX-ST is open for trading in securities;

(d) the number of Shares which may in aggregate be purchased or acquired by the Company during the Relevant Period shall be subject to the Maximum Limit;

(e) the Directors of the Company and/or any of them be and are hereby authorised to deal with the Shares purchased by the Company, pursuant to the Share Buy-Back Mandate in any manner as they think fit, which is permitted under the Companies Act;

(f) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Resolution 9.

[See Explanatory Note (iii)] **(Resolution 9)**

By Order of the Board

Kenneth Hor Swee Liang
Company Secretary
12 January 2024

Explanatory Notes:

(i) Details Detailed information on Dr Tan Chee Tiong, Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip who are proposed to be re-elected as Directors of the Company can be found under sections "Board of Directors" and "Additional Information on Directors seeking re-election" in the Company's Annual Report for the financial year ended 30 September 2023.

(ii) The Ordinary Resolution 8 proposed in item 7 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to held or such authority is varied or revoked by the Company in a general meeting, whichever is earlier, to issue Shares, make or grant instruments convertible into Shares and to issue Shares pursuant to such instruments, up to the an amount not exceeding in aggregate fifty per cent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company of which the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed twenty per cent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Ordinary Resolution is passed, for such purposes as they consider would be in the interest of the Company.

(iii) The Ordinary Resolution 9 proposed in item 8 above, if passed, renews the Share Buy-Back Mandate authorising the Directors of the Company, from time to time, to buy back shares of the Company by way of market purchase(s) and/or off-market purchase(s) subject to and in accordance with the prescribed rules and regulations governed by the Companies Act, the Listing Manual and such other laws and regulations as may for the time being applicable.

NOTICE OF BOOKS CLOSURE

NOTICE IS HEREBY GIVEN that the Share Transfer Books and Register of Members of Goodland Group Limited (the "**Company**") will be closed on 5 February 2024 for the purpose of determining members' entitlements to the final tax exempt (one-tier) dividend of 0.15 Singapore cent per ordinary share (the "**Proposed Final Dividend**") and the special tax exempt (one-tier) dividend of 0.15 Singapore cent per ordinary share (the "**Special Dividend**") to be proposed at the Annual General Meeting of the Company ("**AGM**") to be held on 30 January 2024.

Duly completed registrable transfers in respect of the shares in the Company received up to the close of business at 5.00 p.m. on 5 February 2024 by the Company's Share Registrar, B.A.C.S. Private Limited, 77 Robinson Rd, #06-03 Robinson 77, Singapore 068896 will be registered to determine members' entitlements to the Proposed Final and Special Dividends. Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with shares in the Company as at 5.00 p.m. on 5 February 2024 will be entitled to such Proposed Final and Special Dividends.

The Proposed Final and Special Dividends, if approved by shareholders at the AGM to be held on 30 January 2024, will be paid on or about on 14 February 2024 and 21 March 2024 of 0.15 Singapore cent each respectively.

Notes:

1. The Annual General Meeting will be held, in a wholly physical format, at the venue, date and time stated above. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the Annual General Meeting by attending the Annual General Meeting in person. **There will be no option for shareholders to participate virtually**.

   Printed copies of this Notice of Annual General Meeting and the accompanying Proxy Form will be sent by post to members. These documents will also be published on the Company's website at the URL https://goodlandgroup.listedcompany.com and the SGX website at the URL https://www.sgx.com/securities/company-announcements.

2. **Arrangements for participation in the AGM physically**

   Members (including CPFIS and SRS investors) may participate in the AGM by:

   (a) attending the AGM in person;

   (b) submitting questions to the Chairman of the Meeting in advance of, or at, the AGM; and/or

   (c) voting at the AGM

      (i) themselves personally; or

      (ii) through their duly appointed proxy(ies).

      CPFIS and SRS investors who wish to appoint the Chairman of the Meeting (and not third party prox(ies)) as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes. Please see item 6 below for details.

   Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives are advised not to attend the Annual General Meeting if they are feeling unwell.

3. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the AGM.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member.

   "**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

4. A proxy need not be a member of the Company.

5. A member can appoint the Chairman of the Meeting as his/her/its proxy **but** this is **not mandatory**.

   If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his discretion.

6. CPFIS/SRS investors who hold SGX shares through CPF Agent Banks/SRS Operators:

   (a) may vote at the Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or

   (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Meeting, in which case they should approach their CPF Agent Banks/SRS Operators to submit their votes at least 7 working days prior to the date of AGM i.e. **by 9.00 a.m. on 19 January 2024**.

7. Submission of instrument of proxy or proxy ("**Proxy Form**") – **By 9.00 a.m. on 28 January 2024**

   The Proxy Form must be submitted through any one of the following means:

   (a) by depositing a physical copy at the office of the Company's Share Registrar, B.A.C.S. Private Limited, 77 Robinson Rd, #06-03 Robinson 77, Singapore 068896; or

   (b) by sending a scanned PDF copy by email to agm@goodlandgroup.com.sg,

   in either case, not less than 48 hours before the time appointed for holding the Meeting i.e. by 9.00 a.m. on 28 January 2024, and failing which, the Proxy Form will not be treated as valid.

8. The Company shall be entitled to, and will, treat any valid Proxy Form which was delivered by a member to the Company **before 9.00 a.m. on 28 January 2024** as a valid instrument as the member's proxy to attend, speak and vote at the Meeting if: (a) the member had indicated how he/she/it wished to vote for or vote against or abstain from voting on each resolution; and (b) the member has not withdrawn the appointment by 9.00 a.m. on 28 January 2024.

9. If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.

10. Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the Meeting if he/she so wishes. The appointment of the proxy(ies) for the Meeting will be deemed to be revoked if the member attends the Meeting in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the Meeting.

11. Submission of questions by members in advance of the Meeting – **By 9.00 a.m. on 19 January 2024**

   (a) Members may also submit questions related to the resolutions to be tabled for approval at the Meeting. All questions, together with the members' full names, identification numbers, contact numbers and email addresses and manner in which they hold shares in the Company ("**Shares**"), must be submitted no later than 9.00 a.m. on 19 January 2024 or by post to the registered office of the Company at 3 Kim Chuan Lane #07-01 Goodland Group Building, Singapore 537069.

   (b) The Company will publish the responses to substantial and relevant questions on the SGX website at https://www.sgx.com/securities/company-announcements and the Company's website https://goodlandgroup.listedcompany.com/newsroom.html by 23 January 2024, if any.

   (c) The Company endeavours to address (i) subsequent clarifications sought (ii) follow-up questions or (iii) subsequent substantial and relevant questions which are received after its Responses to Q&A at the Meeting itself. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.

   (d) Minutes of AGM – The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNET, and the minutes will include the responses to the questions which are addressed during the AGM, if any.

12. Important reminder. Members are reminded to check SGXNet for any latest updates on the status of the AGM.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Dr Tan Chee Tiong, Dr Wu Chiaw Ching and Mr Raymond Lye Hoong Yip are the Directors seeking re-election at the forthcoming Annual General Meeting of the Company to be convened on 30 January 2024 ("**AGM**") (collectively, the "**Retiring Directors**" and each a "**Retiring Director**").

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the following is the information relating to the Retiring Directors as set out in Appendix 7.4.1 to the Listing Manual of the SGX-ST:

	Dr Tan Chee Tiong	**Dr Wu Chiaw Ching**	**Mr Raymond Lye Hoong Yip**
Date of Appointment	6 May 2004	19 August 2009	19 August 2009
Date of last re-appointment	25 January 2022	27 January 2021	27 January 2021
Age	55	65	57
Country of principal residence	Singapore	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Nominating Committee ("NC"), having reviewed Dr Tan Chee Tiong's qualifications and working experience, had recommended Dr Tan to be re-elected as an Executive Director and a member of the Nominating Committee. The Board of Directors has considered and concurred with the recommendation of the NC and approved the re-election of Dr Tan as an Executive Director and a member of the Nominating Committee.	The Nominating Committee ("NC"), having reviewed Dr Wu Chiaw Ching's qualifications and working experience, had recommended Dr Wu to be re-elected as a Non-Executive Independent Director, Chairman of the Audit Committee and a member of the Nominating and Remuneration Committees. The Board of Directors has considered and concurred with the recommendation of the NC and approved the re-election of Dr Wu as a Non-Executive Independent Director, Chairman of the Audit Committee and a member of the Nominating and Remuneration Committees.	The Nominating Committee ("NC"), having reviewed Mr Raymond Lye Hoong Yip's qualifications and working experience, had recommended Mr Lye to be re-elected as a Non-Executive Independent Director, Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees. The Board of Directors has considered and concurred with the recommendation of the NC and approved the re-election of Mr Lye as a Non-Executive Independent Director, Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees.
Whether appointment is executive, and if so, the area of responsibility	Executive	Non-Executive	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Chief Executive Officer and Group Managing Director	Non-Executive Independent Director, Chairman of the Audit Committee and a member of the Nominating and Remuneration Committees	Non-Executive Independent Director, Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees
Professional qualifications	Bachelor's Degree in Construction Management (First Class Honours), RMIT University Australia; Doctorate in Business Administration, Apollos University	Dr Wu is a fellow member of the Institute of Singapore Chartered Accountants, the Association of Chartered Certified Accountants, United Kingdom and Certified Public Accountants, Australia. In addition, Dr Wu is a member of the Singapore Institute of Directors.	Mr Lye holds a Bachelor of Laws (Hons) from the National University of Singapore and has been in legal practice since 1990.

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	Dr Tan Chee Tiong	Dr Wu Chiaw Ching	Mr Raymond Lye Hoong Yip
Working experience and occupation(s) during the past 10 years	CEO & Group Managing Director – Goodland Group Limited and/or its subsidiaries – Since 1993	Audit Partner – Wu Chiaw Ching & Company – Since 2012 Independent Director – Goodland Group Limited – Since 2009 Independent Director – LHT Holdings Ltd – Since 2007 Independent Director – GDS Global Limited – 2013 to 2023 Independent Director – Gaylin Holdings Limited – 2012 to 2016 Independent Director – DLF Holdings Limited – 2019 to 2019 Independent Director – Natural Cool Holdings Ltd – 2006 to 2016	Managing Director – Union Law LLP – Since 2014 Executive Director – CitiLegal LLC – 2010 to 2013 Independent Director – Goodland Group Limited – Since 2009 Independent Director – 800 Super Holdings Limited – 2013 to 2019 Independent Director – SK Jewellery Group Limited – 2015 to 2020
Shareholding interest in the listed issuer and its subsidiaries	Yes	No	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Yes	N/A	N/A
Conflict of Interest (including any competing business)	N/A	N/A	N/A
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	Dr Tan Chee Tiong	**Dr Wu Chiaw Ching**	**Mr Raymond Lye Hoong Yip**
Other Principal Commitments* Including Directorships#			
Past (for the last 5 years)	N/A	Audit Partner – Wu Chiaw Ching & Company – Since 2012 Independent Director – LHT Holdings Ltd – Since 2007 Independent Director – GDS Global Limited and DLF Holdings Limited	Managing Director – Union Law LLP – Since 2014 Independent Director – Soo Kee Group Limited and 800 Super Holdings Limited
Present	CEO and Group Managing Director – Goodland Group Llimited – Since 1993 Grassroots Leader – Sengkang East Citizens' Consultative Committee – Since 2020 Chairman – Meridian Primary School Advisory Committee – Since 2019	Audit Partner – Wu Chiaw Ching & Company – Since 2012 Independent Director – Goodland Group Limited – Since 2009 Independent Director – LHT Holdings Limited – Since 2007	Managing Director – Union Law LLP – Since 2014 Independent Director – Goodland Group Limited – Since 2009

		Dr Tan Chee Tiong	Dr Wu Chiaw Ching	Mr Raymond Lye Hoong Yip
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.				
(a)	Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No	No
(b)	Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No	No
(c)	Whether there is any unsatisfied judgment against him?	No	No	No
(d)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No	No
(e)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No
(f)	Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No	No

		Dr Tan Chee Tiong	Dr Wu Chiaw Ching	Mr Raymond Lye Hoong Yip
(g)	Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No
(h)	Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No
(i)	Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No
(j)	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:			
	(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No	No
	(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No	No
	(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No	No
	(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere	No	No	No
	in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?			
(k)	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No	No

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

	Dr Tan Chee Tiong	Dr Wu Chiaw Ching	Mr Raymond Lye Hoong Yip
Disclosure applicable to the appointment of Director only			
Any prior experience as a director of a listed company? If yes, please provide details of prior experience. If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange. Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable).	N/A	N/A	N/A

GOODLAND GROUP LIMITED
Company Registration No. 200405522N
(Incorporated in the Republic of Singapore)

PROXY FORM
ANNUAL GENERAL MEETING

(Please see notes overleaf before completing this Form)

IMPORTANT
1. The Annual General Meeting ("**AGM**") will be held, in a wholly physical format, at the venue, date and time stated below. There will be no option for shareholders to participate virtually.
2. Please read the notes overleaf which contain instructions on, inter alia, the appointment of a proxy(ies).
3. This Proxy Form is not valid for use (and shall be ineffective for all intents and purposes if used or purported to be used) by CPF and SRS investors. CPF and SRS Investors:
   (a) may vote at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
   (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 9.00 a.m. on 28 January 2024.

I/We, ______________________________ (Name) ________________ (NRIC/Passport/Co. Reg. No.)

of ____ (Address)

being a member/members of **GOODLAND GROUP LIMITED** (the "**Company**"), hereby appoint:

Name	*NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	*NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing the person, or either or both of the persons referred to above, the Chairman of the Annual General Meeting of the Company as *my/our *proxy/proxies to attend, speak or vote for *me/us on *my/our behalf at the Annual General Meeting of the Company to be held physically at Seletar Country Club, 101 Seletar Club Road, Seletar Room, Level 2, Singapore 798273 on Tuesday, 30 January 2024 at 9.00 a.m. and at any adjournment thereof.

*I/We direct *my/our *proxy/proxies to vote for, against or abstain the Resolutions proposed at the Annual General Meeting as indicated hereunder.

If no specific direction as to voting is given or in the event of any other matter arising at the Annual General Meeting and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion. All resolutions put to the vote at the Annual General Meeting shall be decided by way of poll.

(If you wish to exercise all your votes "For", "Against" or "Abstain", please tick [✔] within the box provided. Alternatively, please indicate the number of votes as appropriate.)

No.	Resolutions relating to:	For*	Against*	Abstain*
	Ordinary Business			
1.	Adoption of Directors' Statement and Audited Financial Statements for the year ended 30 September 2023			
2.	Declaration of final and special tax-exempt (one-tier) dividends			
3.	Approval of Directors' Fees amounting to S$188,000.00 for the financial year ending 30 September 2024 (2023: S$188,000.00)			
4.	Re-election of Dr Tan Chee Tiong as a Director			
5.	Re-election of Dr Wu Chiaw Ching as a Director			
6.	Re-election of Mr Raymond Lye Hoong Yip as a Director			
7.	Re-appointment of Foo Kon Tan LLP as Auditors			
	Special Business			
8.	Authority to allot and issue Shares pursuant to Section 161 of the Companies Act 1967 of Singapore			
9.	Renewal of Share Buy-Back Mandate			

Dated this __________ day of ________________________ 2024

Total number of Shares held

____
Signature(s) of member(s) or common seal

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

Notes:

1. Each of the resolutions to be put to the vote of members at the AGM (and at any adjournment thereof) will be voted on by way of a poll.

2. Please insert the total number of shares of the Company ("**Shares**") held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.

3. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the Company.

4. Where a member appoints two proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy pursuant to Regulation 90(2) of the Company's Constitution. The proxy form may be accessed on the SGX website.

5. A member who is a relevant intermediary entitled to attend the meeting and vote is entitled to appoint more than two proxies to attend and vote instead of the member, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

   "**Relevant intermediary**" means:

   (a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;

   (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or

   (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

   A member can appoint the Chairman of the Meeting as his/her/its proxy but this is not mandatory.

6. The instrument appointing a proxy(ies) ("**Proxy Form**") must be submitted to the Company in the following manner:

   (a) by depositing a physical copy at the office of the Company's Share Registrar, B.A.C.S. Private Limited, 77 Robinson Rd, #06-03 Robinson 77, Singapore 068896; or

   (b) by sending a scanned PDF copy by email to agm@goodlandgroup.com.sg,

   in either case, not less than 48 hours before the time appointed for holding the AGM, that is by 9.00 a.m. on 28 January 2024, failing which, the Proxy Form will not be treated as valid.

7. Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the member attends the AGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.

8. The Proxy Form must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.

9. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore.

Personal Data Privacy:
By submitting an instrument appointing a proxy(ies) and/or representative(s), the Member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 January 2024.

General:
The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

GOODLAND

GOODLAND GROUP LIMITED
Company Registration No. 200405522N

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