

# Cool Link (Holdings) Limited

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8491

**2023**

**INTERIM REPORT**

## CHARACTERISTICS OF THE GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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*This report, for which the directors (the “Directors”) of Cool Link (Holdings) Limited (the “Company” and together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

The board (the “Board”) of Directors is pleased to announce the unaudited condensed consolidated results of the Group for the three months and six months ended 30 June 2022, together with the unaudited comparative figures for the corresponding period in 2021 as set out below:

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the three months and six months ended 30 June 2023

	Notes	Three months ended 30 June		Six months ended 30 June	
		2023 S\$'000 (unaudited)	2022 S\$'000 (unaudited)	2023 S\$'000 (unaudited)	2022 S\$'000 (unaudited)
<b>Revenue</b>	4	<b>7,853</b>	8,396	<b>15,347</b>	16,624
Cost of sales		<b>(5,823)</b>	(6,338)	<b>(10,752)</b>	(12,342)
<b>Gross profit</b>		<b>2,030</b>	2,058	<b>4,595</b>	4,282
Other income and other (loss) and gains	5	<b>119</b>	87	<b>263</b>	232
Selling and distribution costs		<b>(538)</b>	(426)	<b>(1,294)</b>	(1,231)
Administrative and other operating expenses		<b>(1,143)</b>	(1,782)	<b>(2,126)</b>	(3,455)
Share of results of associates		<b>34</b>	(31)	<b>31</b>	(14)
Finance costs	6	<b>(53)</b>	(90)	<b>(140)</b>	(181)
<b>Profit/(loss) before income tax</b>	7	<b>449</b>	(184)	<b>1,329</b>	(367)
Income tax expense	8	<b>(101)</b>	(36)	<b>(277)</b>	(38)
<b>Profit/(loss) for the period attribute to owners of the Company</b>		<b>348</b>	(220)	<b>1,052</b>	(405)
<b>(Loss)/earnings per share</b>					
Basic and diluted (loss)/earnings (Singapore cents)	9	<b>0.42</b>	(0.35)	<b>1.27</b>	(0.66)

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME *(Continued)*

For the three months and six months ended 30 June 2023

	Three months ended 30 June		Six months ended 30 June	
	2023	2022	2023	2022
Notes	S\$'000	S\$'000	S\$'000	S\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
<b>Loss for the period</b>	<b>348</b>	220	<b>1,052</b>	(405)
<b>Other comprehensive income/(expense) for the period:</b>				
Items that may be reclassified subsequently to profit or loss:				
Exchange differences arising on translation of financial statements of foreign operations	10	230	18	212
Share of other comprehensive expense of associates	11	91	2	80
Other comprehensive income for the period	21	321	20	292
<b>Total comprehensive expense for the period attributable to owners of the Company</b>	<b>369</b>	541	<b>1,072</b>	(113)

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2023

	Notes	30 June 2023 S\$'000 (unaudited)	31 December 2022 S\$'000 (audited)
<b>ASSETS AND LIABILITIES</b>			
<b>Non-current assets</b>			
Property, plant and equipment	11	7,960	8,298
Investment properties		1,208	1,238
Right-of-use assets		2,090	2,135
Other intangible assets		598	721
Goodwill	12	–	–
Interests in associates		1,665	1,631
Deposits		1,500	1,500
		<b>15,021</b>	15,523
<b>Current assets</b>			
Inventories		3,499	3,146
Trade receivables	13	7,869	8,261
Deposits, prepayments, other receivables and other assets		393	950
Financial assets at fair value through profit or loss	20	12	13
Cash and cash equivalents		2,820	4,006
		<b>14,593</b>	16,376
<b>Current liabilities</b>			
Trade payables	14	3,681	4,381
Accruals, other payables and deposits received		1,311	2,712
Bank borrowings	15	408	419
Lease liabilities		212	218
Promissory notes		1,571	2,696
Income tax payable		774	490
		<b>7,957</b>	10,916

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION *(Continued)*

As at 30 June 2023

	Notes	30 June 2023 S\$'000 (unaudited)	31 December 2022 S\$'000 (audited)
<b>Net current assets</b>		<b>6,636</b>	5,460
<b>Total assets less current liabilities</b>		<b>21,657</b>	20,983
<b>Non-current liabilities</b>			
Deposits received		53	53
Bank borrowings	15	5,116	5,438
Lease liabilities		2,074	2,098
Deferred tax liabilities		124	176
		<b>7,367</b>	7,765
<b>Net assets</b>		<b>14,290</b>	13,218
<b>EQUITY</b>			
Share capital	16	2,904	2,904
Reserves		11,386	10,314
<b>Total equity</b>		<b>14,290</b>	13,218

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2023

	Equity attributable to the owners of the Company								
	Share capital S\$'000	Share premium S\$'000	Share option reserve S\$'000	Share held for share award plan S\$'000	Translation reserve S\$'000	Other reserve S\$'000	Financial assets at fair value through other comprehensive income reserve (non-recycling) S\$'000	Retained profits S\$'000	Total S\$'000
At 1 January 2022 (audited)	2,021	13,205	-	-	41	2,490	(1,045)	2,911	19,623
Placing of new shares	739	1,449	-	-	-	-	-	-	2,188
Share-based payment	-	-	353	-	-	-	-	-	353
Purchase of share for the Plan (note a)	-	-	-	(791)	-	-	-	-	(791)
Loss for the period	-	-	-	-	-	-	-	(405)	(405)
Exchange differences arising on translation of financial statements of foreign operation	-	-	-	-	212	-	-	-	212
Share of other comprehensive income of associate	-	-	-	-	80	-	-	-	80
At 30 June 2022 (unaudited)	2,760	14,654	353	(791)	333	2,490	(1,045)	2,506	21,260
At 1 January 2023 (audited)	2,904	15,236	88	(791)	126	2,490	(1,045)	(5,790)	13,218
Profit for the period	-	-	-	-	-	-	-	1,052	1,052
Exchange differences arising on translation of financial statements of foreign operation	-	-	-	-	18	-	-	-	18
Share of other comprehensive income of associate	-	-	-	-	2	-	-	-	2
At 30 June 2023 (unaudited)	2,904	15,236	88	(791)	146	2,490	(1,045)	(4,738)	14,290

Note a:

During the period, the Company contributed approximately S\$791,000 (HK\$4,569,000) at an average price of HK\$0.786 per share for purchase of 5,795,000 ordinary shares which are currently held under the share award plan (the "Plan") adopted on 14 September 2021.

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2023

	Notes	Six months ended 30 June	
		2023 S\$'000 (unaudited)	2022 S\$'000 (unaudited)
<b>Cash flows from operating activities</b>			
(Loss)/profit before income tax		1,329	(367)
Adjustments for:			
Interest expense	6	140	181
Depreciation of property, plant and equipment	7	522	631
Depreciation of right-of-use assets	7	129	140
Depreciation of investment properties	7	30	30
Amortisation of intangible assets	7	123	323
Share-based payment expenses	7	–	353
Fair value loss/(gain) on financial assets at fair value through profit or loss	5	1	3
Share of results of associates		(31)	14
Operating profit before working capital changes		2,243	1,308
Increase in inventories		(353)	(4)
(Decrease)/increase in trade receivables		392	(983)
(Decrease)/increase in deposits, prepayments, other receivables and other assets		557	(476)
Decrease in trade payables		(700)	(100)
(Decrease)/increase in accruals, other payables and deposits received		(1,401)	280
Cash generated from/(used in) operations		738	25
Income tax paid, net		–	–
<b>Net cash generated from/(used in) operating activities</b>		<b>738</b>	<b>25</b>



## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS *(Continued)*

For the six months ended 30 June 2023

		Six months ended 30 June	
		2023	2022
	Notes	S\$'000	S\$'000
		(unaudited)	(unaudited)
<b>Cash flows from investing activities</b>			
Purchases of property, plant and equipment		(184)	(111)
<b>Net cash used in investing activities</b>		<b>(184)</b>	(111)
<b>Cash flows from financing activities</b>			
Net proceeds from placing		–	2,188
Purchase of share for the plan		–	(791)
Repayment of promissory notes		(1,145)	(1,082)
Repayments of bank borrowings		(266)	(241)
Payment of lease liabilities		(97)	(156)
Interests paid	6	(120)	(128)
<b>Net cash used in financing activities</b>		<b>(1,628)</b>	(210)
<b>Net decrease in cash and cash equivalents</b>		<b>(1,074)</b>	(296)
<b>Effect of foreign exchange rate change</b>		<b>(112)</b>	(68)
<b>Cash and cash equivalents at beginning of the period</b>		<b>4,006</b>	4,492
<b>Cash and cash equivalents at end of the period</b>		<b>2,820</b>	4,128

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

*For the six months ended 30 June 2023*

## 1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 27 January 2017 under the Companies Law, Cap. 22 (Law 3 of 1961, as revised and consolidated) of the Cayman Islands. The address of the Company's registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands. The principal place of business of the Company is located at 33 Chin Bee Crescent, Singapore 619901.

The principal activity of the Company is investment holding while the Group is principally engaged in food and healthcare supplies business.

## 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2023 have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosure requirements under the GEM Listing Rules.

The accounting policies and the method of computation used in the preparation of the unaudited condensed consolidated financial statements are consistent with those used in the preparation of the Group's annual financial statements for the year ended 31 December 2022 except for the adoption of the standards, amendments and interpretations issued by the HKICPA mandatory for the annual periods beginning on 1 January 2023. The unaudited condensed consolidated financial statements do not include all the information and disclosures required for annual financial statements, and should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 December 2022.

During the interim period, the Group has adopted all the new and amended Hong Kong Financial Reporting Standards ("HKFRSs") which are first effective for the reporting period and relevant to the Group. The adoption of these new and amended HKFRSs did not result in material changes to the Group's accounting policies and unaudited condensed consolidated interim financial information.

The unaudited condensed consolidated financial statements are presented in Singapore dollars ("S\$") which is also the functional currency of the Company. All values are rounded to the nearest thousands except when otherwise indicated.

### 3. ADOPTION OF NEW AND AMENDED HKFRSs

#### Amended HKFRSs that are effective for annual periods beginning or after 1 January 2022

The condensed consolidated interim financial statements for the six months ended 30 June 2022 have been prepared in accordance with the accounting policies adopted in the Group's annual financial statements for the year ended 31 December 2022, except for the adoption of the following amended HKFRSs which are effective as of 1 January 2023.

HKFRS 17	Insurance Contracts
Amendments to HKFRS 17	Insurance Contracts
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies
Amendments to HKAS 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction

None of the new and amended HKFRSs is expected to have a material impact on the Group's condensed consolidated interim financial statements.

### 4. REVENUE

Revenue represents the net invoiced value of goods sold, net of returns, rebates, discounts and sales related tax, where applicable. Revenue recognised during the respective periods are as follows:

	Three months ended 30 June		Six months ended 30 June	
	2023	2022	2023	2022
	S\$'000	S\$'000	S\$'000	S\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Sales of goods	7,853	8,396	15,347	16,624
<b>Timing of revenue recognition</b>				
At a point in time	7,853	8,396	15,347	16,624

## 5. OTHER INCOME AND OTHER (LOSS) AND GAINS

	Three months ended		Six months ended	
	30 June		30 June	
	2023	2022	2023	2022
	S\$'000	S\$'000	S\$'000	S\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Interest income	15	–	22	–
Rental income from investment properties	84	84	169	170
Fair value gain/(loss) on financial assets at fair value through profit or loss	(2)	(1)	(1)	(3)
Government grants	–	1	46	47
Others	22	3	27	18
	<b>119</b>	87	<b>263</b>	232

## 6. FINANCE COSTS

	Three months ended		Six months ended	
	30 June		30 June	
	2023	2022	2023	2022
	S\$'000	S\$'000	S\$'000	S\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Interest on borrowings	10	27	53	53
Finance charges on lease liabilities	34	29	67	61
Interest on promissory note	9	34	20	67
	<b>53</b>	90	<b>140</b>	181

## 7. PROFIT/(LOSS) BEFORE INCOME TAX

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

	Three months ended 30 June		Six months ended 30 June	
	2023	2022	2023	2022
	S\$'000	S\$'000	S\$'000	S\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Auditor's remuneration	24	27	49	53
Cost of inventories recognised as expenses				
– Cost of inventories sold	5,361	5,926	10,495	11,540
Depreciation of property, plant and equipment	256	310	522	631
Depreciation of right-of-use assets	62	71	129	140
Depreciation of investment properties	15	15	30	30
Amortisation of intangible assets	62	162	123	323
Direct operating expenses arising from investment properties that generated rental income	15	10	33	34
Employee benefit expenses (including directors' remuneration)				
– Salaries and welfare	634	866	1,351	1,689
– Defined contributions	74	57	152	111
Share option granted to directors and employees	–	353	–	353
	708	1,276	1,503	2,153
Lease charges				
– Short term leases and leases with lease term shorter than 12 months	4	3	7	6
– Variable lease payments (note)	3	6	11	12
	7	9	18	18
Net foreign exchange gain	3	(7)	4	(15)

Note: Contingent rents represent lease payments of warehouses which are charged based on the volume of inventories handled in the warehouses.

## 8. INCOME TAX EXPENSE

	Three months ended 30 June		Six months ended 30 June	
	2023 S\$'000 (unaudited)	2022 S\$'000 (unaudited)	2023 S\$'000 (unaudited)	2022 S\$'000 (unaudited)
Current tax				
— Singapore	(93)	(68)	(284)	(79)
— Hong Kong	-	6	-	(11)
	(93)	(62)	(284)	(90)
Deferred tax	(8)	26	7	52
	(101)	(36)	(277)	(38)

## 9. EARNINGS/(LOSS) PER SHARE

	Three months ended 30 June		Six months ended 30 June	
	2023 S\$'000 (unaudited)	2022 S\$'000 (unaudited)	2023 S\$'000 (unaudited)	2022 S\$'000 (unaudited)
<b>Profit/(loss)</b>				
Profit/(loss) attributable to the owners of the Company	348	(220)	1,052	(405)

	Three months ended 30 June		Six months ended 30 June	
	2023 '000 (Restated)	2022 '000 (Restated)	2023 '000 (Restated)	2022 '000 (Restated)
<b>Number of shares</b>				
Weighted average number of ordinary shares	83,092	62,186	83,092	61,297

## **9. EARNINGS/(LOSS) PER SHARE (CONTINUED)**

The calculation of basic profit per share of the Company (the "Share") for the six months ended 30 June 2023 is based on the profit attributable to owners of the Company of approximately S\$1 million (2022: loss of approximately S\$0.4 million) and on the weighted average number of 83,092,000 (2022: 61,297,293) ordinary shares in issue during the period. For six months ended 30 June 2022, the weighted average number of shares are taking into account (i) placing of 7,632,000 Shares and 13,190,000 Shares completed on 27 January 2022 and 17 June 2022 respectively, and (ii) the purchase of share held for the Plan. (2023: Nil)

The calculation of basic profit per share for the three months ended 30 June 2023 is based on the profit attributable to owners of the Company of approximately S\$449,000 (2022: loss of approximately S\$184,000) and on the weighted average number of 83,092,000 (2022: 62,186,231) ordinary shares in issue during the period. For three months ended 30 June 2022, the weighted average number of shares are taking into account the placing of 13,190,000 Shares completed on 17 June 2022. (2023: Nil)

Diluted earnings per share is the same as basic earnings per share because the Group has no dilutive potential shares during the respective periods.

## **10. DIVIDENDS**

The Board does not recommend a payment of any dividend for the six months ended 30 June 2023 (2022: Nil).

## **11. PROPERTY, PLANT AND EQUIPMENT**

During the six months ended 30 June 2023, the Group acquired property, plant and equipment of S\$184,000 (2022: S\$111,000) mainly for the delivery of products.

## 12. GOODWILL

The net carrying amount of goodwill can be analysed as follows:

	<b>30 June 2023 S\$'000 (unaudited)</b>	31 December 2022 S\$'000 (audited)
At the beginning of reporting period	–	2,550
Impairment loss recognised	–	(2,550)
	<hr/>	<hr/>
At the end of reporting period	–	–

## 13. TRADE RECEIVABLES

	<b>30 June 2023 S\$'000 (unaudited)</b>	31 December 2022 S\$'000 (audited)
Receivables at amortised cost comprised:		
Trade receivables	<b>8,036</b>	8,464
Less: Provision of ECL allowance	<b>(167)</b>	(203)
	<hr/>	<hr/>
	<b>7,869</b>	8,261

The credit period is generally ranging from cash on delivery to 60 days. Based on invoices date, ageing analysis of the Group's trade receivables (net of loss allowance) is as follows:

	<b>30 June 2023 S\$'000 (unaudited)</b>	31 December 2022 S\$'000 (audited)
0 to 30 days	<b>2,739</b>	3,170
31 to 90 days	<b>3,602</b>	4,878
91 to 180 days	<b>46</b>	1
Over 180 days	<b>1,482</b>	212
	<hr/>	<hr/>
	<b>7,869</b>	8,261



#### 14. TRADE PAYABLES

	<b>30 June 2023 S\$'000 (unaudited)</b>	31 December 2022 S\$'000 (audited)
Trade payables	<b>3,681</b>	4,381

The credit period is generally ranging from cash on delivery to 60 days.

Based on invoices date, ageing analysis of the Group's trade payables is as follows:

	<b>30 June 2023 S\$'000 (unaudited)</b>	31 December 2022 S\$'000 (audited)
0 to 30 days	<b>1,479</b>	1,874
31 to 90 days	<b>871</b>	2,313
91 to 180 days	<b>30</b>	28
Over 180 days	<b>1,301</b>	166
	<b>3,681</b>	4,381

#### 15. BANK BORROWINGS

	<b>30 June 2023 S\$'000 (unaudited)</b>	31 December 2022 S\$'000 (audited)
Secured Mortgage loans	<b>5,524</b>	5,857

Carrying amount repayable (based on scheduled repayment dates set out in the loan agreements):

Within one year	<b>417</b>	419
More than one year, but not exceeding two years	<b>434</b>	436
More than two years, but not exceeding five years	<b>1,407</b>	1,414
After five years	<b>3,266</b>	3,588
	<b>5,524</b>	5,857

Classified as:

Non-current liabilities	<b>5,116</b>	5,438
Current liabilities	<b>408</b>	419
	<b>5,524</b>	5,857

## 16. SHARE CAPITAL

A summary of the movements in the Company's authorised and issued share capital during the period is as follow:

	Number of ordinary shares	Nominal value of ordinary shares S\$'000
<b>Authorised:</b>		
At 31 December 2022, 1 January 2023 and 30 June 2023	<b>500,000,000</b>	17,337
<b>Issued:</b>		
At 1 January 2022	<b>58,320,000</b>	2,021
Issue of shares upon share placing (Note (a))	<b>20,822,000</b>	739
Exercise of share options (Note (b))	<b>3,950,000</b>	144
At 31 December 2022 and 30 June 2023	<b>83,092,000</b>	2,904

Notes:

- (a) On 27 January 2022 and 17 June 2022, the Company issued and allotted 7,632,000 and 13,190,000 new shares to not fewer than six independent third parties, at a price of HK\$0.75 and HK\$0.52 per share in cash respectively. The premium on the issue of shares, amounting to approximately HK\$4,056,000 (equivalent to approximately S\$719,000) and HK\$4,125,000 (equivalent to approximately S\$732,000) respectively, net of share issue expenses, was credited to the Company's share premium account.
- (b) During the year ended 31 December 2022, 3,950,000 (six months ended 30 June 2023: Nil) ordinary shares were issued in relation to share options exercised under the share option scheme of the Company for total cash consideration of approximately HK\$2,805,000 (equivalent to approximately S\$503,000) (six months ended 30 June 2023: Nil). The excess of the subscription consideration received over the nominal values issued, amounted to approximately HK\$2,015,000 (equivalent to approximately S\$359,000) (six months ended 30 June 2023: Nil), was credited to the share premium account.

## 17. SHARE OPTION SCHEME

The Company operates a share option scheme (the "Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants include (i) any Directors (whether executive or non-executive and whether independent or not) and any employee (whether full time or part time) of the Group; (ii) any consultants or advisers (in the areas of legal, technical, financial or corporate managerial) of the Group (whether on an employment or contractual or honorary basis or otherwise and whether paid or unpaid); any provider of goods and/or services to the Group; any customer of the Group; or any holder of securities issued by any member of the Group; and (iii) any other person, who at the sole discretion of the Board, has contributed to the Group. The Scheme became effective on 30 August 2017 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

The maximum number of unexercised share options currently permitted to be granted under the Scheme is an amount equivalent, upon their exercise, to 10% of the shares of the Company in issue at any time. The maximum number of shares issuable under share options to each eligible participant in the Scheme within any 12-month period is limited to 1% of the shares of the Company in issue at any time. Any further grant of shares options in excess of this limit is subject to shareholders' approval in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of the grant) in excess of HK\$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 10 days from the date of the offer. The amount payable by the grantee to the Company on acceptance of the offer shall be a nominal amount to be determined by the Board. The exercise period of the share options granted is determinable by the directors, and commences after a certain vesting period and ends on a date which is not later than five years from the date of the offer of the share options or the expiry date of the Scheme, if earlier.

The exercise price of the share options is determinable by the directors, but may not be less than the highest of (i) the Stock Exchange closing price of the Company's shares on the date of the offer of the share options; (ii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares on the date of the offer, when applicable.

Share options do not confer rights on the holder to dividends or to vote at shareholders' meetings.

## 17. SHARE OPTION SCHEME (CONTINUED)

Details of the specific categories of options are as follows:

	Date of grant	Vesting date	Exercise period	Exercise price HK\$
2022	27 June 2022	27 June 2022	27 June 2022 to 26 December 2023	0.71

Details of the movement of share options during the period are as follows:

	2023		2022	
	Number of share options	Weighted average exercise price HK\$	Number of share options	Weighted average exercise price HK\$
Outstanding at the beginning of the period	1,580,000	0.71	–	N/A
Granted during the period	–	N/A	5,530,000	0.71
Exercised during the period	–	N/A	–	N/A
Outstanding at the end of the period	1,580,000	0.71	5,530,000	0.71
Exercisable at the end of the period	1,580,000	0.71	5,530,000	0.71

During the six months ended 30 June 2022, options were granted on 27 June 2022. The estimated fair value of the options on this date is HK\$1,991,000 (equivalent to approximately S\$353,000). No options were exercised during the period.

The weighted average share price at the date of exercise for share options exercised during the period was HK\$0.71. In 2022, options were granted on 27 June 2022. The estimated fair value of the options on this date is HK\$1,732,000 (equivalent to approximately S\$309,000).

## 17. SHARE OPTION SCHEME (CONTINUED)

These fair values were calculated using the Binominal Option Pricing Model. The inputs into the model are as follows:

	2022
Closing price of the shares on the date of grant	HK\$0.63
Weighted average exercise price	HK\$0.71
Expected volatility	151.4%
Expected life (years)	1.499
Risk free rate	2.42%
Expected dividend yield	0%

Expected volatility was determined by calculating the historical volatility of the Company's share price over the previous 1.5 years for both periods. The expected life used in the model has been adjusted, based on the Group's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

The Group recognised the total expense of HK\$1,991,000 (equivalent to approximately S\$353,000) for the six months ended 30 June 2022 (2023: Nil) in relation to share options granted by the Company.

As at the date of this report, the remaining life of the Scheme is less than 4 years. The options under the Scheme were granted at no consideration.

The number of options available for grant under the mandate limited of the Scheme at 1 January 2023 and 30 June 2023 were 275,200 Shares.

The total number of shares available for issue under the Scheme is 1,580,000 shares, which represents 1.9% of the total shares in issue as at the date of this report.

The total number of share options to be granted under the Scheme shall not exceed 10% of the issued Shares of the Company as at 30 August 2017. Upon approval by the Shareholders, the Company may renew the Scheme Mandate Limit, provided that each renewal shall not exceed 10% of the issued Shares as at the date of approval by the Shareholders, and a circular regarding the proposed renewal of the Scheme Mandate Limit has been dispatched to the Shareholders in a manner complying with, and containing the matters specified in, the relevant provisions of Chapter 27 of the GEM Listing Rules. The aggregate maximum number of Shares which may be issued upon exercise of share options granted under the Scheme and any other share option scheme(s) of the Company must not in aggregate exceed 30% of the total number of Shares in issue from time to time. Accordingly, the total number of shares available for issue under the Scheme is 1,580,000 shares as at 30 June 2023, which represents 1.9% of the total shares in issue as at the date of the reporting period.

## 18. CAPITAL COMMITMENT

As at 30 June 2023, the Group did not have any capital commitments (31 December 2022: Nil).

## 19. RELATED PARTY TRANSACTIONS

### Compensation of key management personnel

The remuneration of directors and other members of key management during the period were as follows:

	Six months ended 30 June	
	2023	2022
	S\$'000	S\$'000
	(unaudited)	(unaudited)
Short-term employee benefits	431	464
Defined contributions	23	25
	<hr/>	<hr/>
	454	489
	<hr/>	<hr/>

## 20. FAIR VALUE MEASUREMENT

The Group's financial assets measured and recognised at fair value in the condensed consolidated statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

- (i) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (ii) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- (iii) Level 3: unobservable inputs for the asset or liability.

## 20. FAIR VALUE MEASUREMENT (CONTINUED)

Disclosures of level in fair value hierarchy:

**As at 30 June 2023**

	Note	Level 1 S\$'000 (unaudited)	Level 2 S\$'000 (unaudited)	Level 3 S\$'000 (unaudited)	Total S\$'000 (unaudited)
Recurring fair value measurements:					
Financial assets at fair value through profit or loss					
– Listed equity securities in Hong Kong					
	(a)	12	–	–	12
		12	–	–	12

**As at 31 December 2022**

	Note	Level 1 S\$'000 (audited)	Level 2 S\$'000 (audited)	Level 3 S\$'000 (audited)	Total S\$'000 (audited)
Recurring fair value measurements:					
Financial assets at fair value through profit or loss					
– Listed equity securities in Hong Kong					
	(a)	13	–	–	13
		13	–	–	13

## 20. FAIR VALUE MEASUREMENT (CONTINUED)

There have been no transfers between levels 1, 2 and 3 during the six months ended 30 June 2023 (2022: Nil). The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting periods.

Note:

### (a) Listed equity securities in Hong Kong

The listed equity securities are denominated in Hong Kong Dollar. Fair values have been determined by reference to their quoted bid prices at the reporting date.

### (b) Fair values of financial assets and liabilities carried at other than fair value

The carrying amounts of the Group's financial instruments carried at cost are not materially different from their fair value as at 31 December 2022 and 30 June 2023.



## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

The Group is principally engaged in food and healthcare supplies business. During the six months ended 30 June 2023, the Group continued to supply products to ship chandlers, retailers and customers who are in the related service industry.

The Group's suppliers mainly comprise manufacturers and trading companies around the globe, including but not limited to Asia, Europe and Middle East. The process of procuring products from our overseas suppliers requires coordination between our suppliers (who are either original manufacturers, or trading companies), overseas freight forwarders, local freight forwarders and us. Our local suppliers deliver their products to our warehouse directly at their own cost. On occasion, where the need is urgent, we may collect the products from these local suppliers ourselves.

As regards our typical sales process, we maintain an orderly system established for customers to enquire and obtain quotations for products. We coordinate and communicate with customers on their orders. Once such requests for quotations are received, we prepare quotations based on our product offering, stock level and price. Once our response is received and accepted by the customer, the customer then submits a purchase order to us. We receive the purchase order, then issue invoices for the accepted orders and arrange for packing and delivery.

We supply various types of food products mainly including canned food and packaged beverages in the dry category, various dairy products in the chilled category and ice cream and frozen cakes and pies in the frozen category to our customers, who consist mainly of ship chandlers based in Singapore. Our major products being sold include cheeses, juices, milk, ice-cream and bread etc. We also provide certain value-added food processing services. For example, we import different types of food products and repackage them according to the recipes and instructions from customer.

For the six months ended 30 June 2023, the Group recorded a profit of approximately S\$1.05 million as compared to a loss of approximately S\$0.4 million for the same period in 2022. The turnaround from loss to profit was mainly attributable to the decrease in administrative and other operating expenses of approximate 1.0 million.

## OUTLOOK

The future prospect of the Group is full of challenges with the global economy being affected by the remaining adverse effects of COVID-19, ongoing geopolitical risks, Russia-Ukraine war and upcoming interest rate hikes. However, the Group will continue its effort to promote its brand as well as to provide quality products and seize business opportunities in various regions.

The Group has been continuously exploring different opportunities to broaden its income stream and strengthen its market presence. The outbreak of COVID-19 has caused disruptions to the economic and social activities in the market that the Group operates in. Those disruptions pose threat on affecting the entire world and make the outlook highly uncertain. However, the Board remains optimistic and taking necessary actions to ensure the impact to our core businesses is minimized, through dedication and expansion so as to deliver sustainable growth and profitability to the Group. It is undeniable that the global economy faces its challenges in recent history due to the COVID-19 pandemic. Looking forward, the Group will continue to adopt diversified strategies with a view to grasping all valuable business opportunities for the Group to advance its business model and to growth in the coming years.

In addition, after the year end, a management personnel of a subsidiary of the Group which principally engaged in distribution of disinfectant and antiseptic products passed away. The Group is taking necessary actions to ensure the impact to our businesses is minimized, our employees and associates are safe and that our values customers continue to be served as best as we can.

## FINANCIAL REVIEW

### Revenue

The Group's revenue decreased by approximately S\$1.3 million or approximately 7.8% from approximately S\$16.6 million for the six months ended 30 June 2022 to approximately S\$15.3 million for the six months ended 30 June 2023. Such decrease was mainly driven by the decrease in sales quantity of the frozen products.

### Cost of sales

The Group's cost of sales decreased by approximately S\$1.6 million or approximately 13.0% from approximately S\$12.3 million for the six months ended 30 June 2022 to approximately S\$10.8 million for the six months ended 30 June 2023. Such decrease was in line with the decrease in revenue.

### Gross profit and gross profit margin

The Group's overall gross profit increased by approximately S\$0.3 million or approximately 7.0% from approximately S\$4.3 million for the six months ended 30 June 2022 to approximately S\$4.6 million for the six months ended 30 June 2023. The Group's overall gross profit margin increased from 25.8% for the six months ended 30 June 2022 to 29.9% for the six months ended 30 June 2023. Such increase was mainly driven by the increase in selling price of frozen products.

### Selling and distribution costs

The Group's selling and distribution costs increased by approximately S\$0.1 million or approximately 8.3% from approximately S\$1.2 million for the six months ended 30 June 2022 to approximately S\$1.3 million for the six months ended 30 June 2023. Primarily as a result of the increase in advertising and promotion expenses.

### Administrative and other operating expenses

The Group's administrative and other operating expenses decreased by approximately S\$1.4 million or approximately 40% from approximately S\$3.5 million for the six months ended 30 June 2022 to approximately S\$2.1 million for the six months ended 30 June 2023 due to the decrease in salaries and other operating costs.

## Finance costs

The Group's finance costs decreased by approximately S\$40,000 or approximately 50.0% from approximately S\$181,000 for the six months ended 30 June 2022 to approximately S\$140,000 for the six months ended 30 June 2023. The decrease was mainly due to the redemption of certain promissory notes.

## Profit/(loss) and total comprehensive income for the period

As a result of the foregoing, the Group recorded a profit of approximately S\$1.05 million for the six months ended 30 June 2023 as compared to a loss of approximately S\$0.4 million for six months ended 30 June 2022. The turnaround from loss to profit was mainly attributable to decrease in administrative and other operating expenses of approximate 1 million.

## CAPITAL STRUCTURE

Details of the Company's share capital are set out in note 16 to the condensed consolidated financial statements in this interim report.

## Issue of Placing Shares

On 27 January 2022, an aggregate of 7,632,000 new shares of the Company were successfully placed to not less than six placees at a price of HK\$0.75 each (the "Placing in Jan 2022") under a general mandate granted by the Shareholders at its annual general meeting held on 29 June 2021. The net proceeds from the Placing in Jan 2022 (after deducting related placing commission, professional fees and other related expenses) were approximately HK\$5.58 million and the Company intended to apply the entire net proceeds for general working capital for operation, which has been fully utilised as intended as at the date of this report. Details of the Placing in Jan 2022 were disclosed in the Company's announcements dated 14 and 27 January 2022 and the next day disclosure return dated 27 January 2022.

On 17 June 2022, an aggregate of 13,190,000 new shares of the Company were successfully placed to not less than six placees at a price of HK\$0.52 each (the “Placing in Jun 2022”) under a general mandate granted by the Shareholders at its annual general meeting held on 30 May 2022. The net proceeds from the Placing in Jun 2022 (after deducting related placing commission, professional fees and other related expenses) were approximately HK\$6.76 million and the Company intended to apply the entire net proceeds for general working capital for operation, which has been fully utilised as intended as at the date of this report. Details of the Placing in Jun 2022 were disclosed in the Company’s announcements dated 2 and 17 June 2022 and the next day disclosure return dated 17 June 2022.

## LIQUIDITY AND FINANCIAL RESOURCES

During the six months ended 30 June 2023, the Group’s working capital was financed by internal resources, Placing as well as bank and other borrowings. As at 30 June 2023, the quick ratio of the Group was approximately 1.39 times (31 December 2022: 1.29 times).

### GEARING RATIO

The total borrowings, comprising bank borrowings, lease liabilities and promissory note of the Group as at 30 June 2023 were approximately S\$9.4 million (31 December 2022: S\$10.9 million). The Group’s gearing ratio as at 30 June 2023 was approximately 65.6% (31 December 2022: 82.2%), which is calculated as the Group’s total borrowings over the Group’s total equity.

### CAPITAL EXPENDITURE

During the six months ended 30 June 2023, the Group did not have any capital expenditure which was primarily related to our purchases of property, plant and equipment.

### CAPITAL COMMITMENTS

As at 30 June 2023, the Group had no significant capital commitments (31 December 2022: nil).

## **CHARGES ON THE GROUP'S ASSETS**

As at 30 June 2023, the Group has pledged its bank deposits, land and buildings, and investment properties with net book value amounted to approximately S\$1.5 million (31 December 2022: S\$1.5 million), approximately S\$7.8 million (31 December 2022: S\$8.1 million) and approximately S\$0.7 million (31 December 2022: S\$0.7 million) respectively, for certain banking facilities granted to the Group.

## **SIGNIFICANT INVESTMENT, MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

Save as disclosed in this interim report, during the six months ended 30 June 2023, the Group did not have any significant investment, material acquisition nor disposal of subsidiaries, associates and joint ventures.

## **FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS**

Save as disclosed in this interim report, the Group does not have other plans for material investments and capital assets as of 30 June 2023.

## **CONTINGENT LIABILITIES**

As at 30 June 2023, the Group had contingent liabilities in respect of performance bonds issued in favour of certain suppliers in its ordinary course of business amounting to S\$938,000 (31 December 2022: \$938,000,000). The guarantees in respect of performance bonds issued by bank are secured by leasehold properties and investment properties of the Group and corporate guarantee of the Company as at 30 June 2023 and 31 December 2022.

## **INFORMATION ON EMPLOYEES AND REMUNERATION POLICIES**

As at 30 June 2023, the Group employed 61 employees (31 December 2022: 62) with total staff cost (including directors' emoluments) of approximately S\$1.5 million incurred for the six months ended 30 June 2023 (six months ended 30 June 2022: S\$2.2 million). The Group's remuneration packages are generally structured with reference to market terms and individual merits. The Group has adopted a share option scheme for the grant of share options to eligible participants. In addition, the Group also provides various training courses to enhance the employees' skills and capabilities in all aspects.

## USE OF PROCEEDS

Up to 30 June 2023, the net proceeds from the Share Offer had been applied as follows:

	Original use of net proceeds HK\$'000	Revised use of net proceeds HK\$'000	Planned use of revised net proceeds up to 30 June 2023 HK\$'000	Actual use of net proceeds as at 30 June 2023 HK\$'000	Unutilised net proceeds as at 30 June 2023 HK\$'000
Partly fund the expansion of the capacity of the Group's warehouse premises	17,400	-	-	-	-
Expand Hong Kong operations	5,900	5,900	5,900	5,788	112
Expand new product lines	10,300	10,300	10,300	10,300	-
Acquisition of new property	-	17,400	17,400	17,400	-
Working capital	2,000	2,000	2,000	2,000	-
	35,600	35,600	35,600	35,488	112

The future plans and use of proceeds as stated in the Prospectus were based on the best estimation and assumption of future market conditions made by the Group at the time of preparing the Prospectus. The actual use of proceeds was applied in accordance with the actual development of the Group's business and the industry conditions.

The reason for the under-utilisation of net proceeds for expanding Hong Kong operations was mainly due to the slowdown of market demand for ship supply industry and overall condition in Hong Kong. The Group expects that the unutilised net proceeds will be used by 2023.

## OTHER INFORMATION

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2023, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Law of Hong Kong) (the "SFO")) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, or pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

## Long positions in Shares and underlying Shares

Name	Capacity/ Nature of interest	Number of shares held/ interested	Number of underlying shares held	Approximate percentage of shareholding (Note 1)
Mr. Tan Seow Gee	Beneficial owner/ Personal interest	11,760,000		14.15%
Mr. Gay Teo Siong ("Mr. Gay")	Beneficial owner/ Personal interest/ Interest of spouse	13,107,000		15.78%
Ms. Yeo Poh Choo ("Ms. Yeo")	Interest of spouse	13,107,000 (Note 3)		15.78%
Mr. Choi Wai Tong Winton	Beneficial owner/ Personal interest		- 790,000 (Note 2)	0.95%

### Notes:

1. The percentage is calculated on the basis of the total number of issued Shares as at 30 June 2023 (i.e. 83,012,000 Shares)
2. These represent the Shares to be issued and allotted by the Company upon exercise of the options granted under the share option scheme of the Company.
3. By virtue of the SFO, Mr. Gay, being the spouse of Ms. Yeo, was deemed to be interested in all Shares held by Ms. Yeo.

Save as disclosed above, as at 30 June 2023, none of the Directors or chief executives of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or which was required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.



## SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

So far is known to the Directors, as at 30 June 2022, the following corporations which or persons who (other than a Director or the chief executive of the Company) had interests or short positions in the Shares and the underlying Shares, which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO and entered in the register maintained by the Company pursuant to Section 336 of the SFO:

### Long positions in the Shares and underlying Shares

Name	Capacity/Nature of interest	Number of shares held/interested	Approximate percentage of shareholding
Excellent Success Investments Limited	Trustee of Plan/Others	5,795,000 shares (Note 1)	6.97%

Note 1: These 5,795,000 shares were held by Excellent Success Investments Limited, which was the trustee of the Plan adopted with effect from 14 September 2021.

## PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2022.

## SHARE OPTION SCHEME

The Company has adopted the share option scheme (the "Scheme") on 30 August 2017. The purpose of the Scheme is to advance the interests of the Company and the shareholders by enabling the Company to grant options to attract, retain and reward the eligible persons and to provide the eligible persons an incentive or reward for their contribution to the Group and by enabling such persons' contribution to further advance the interests of the Group. The principal terms of the Scheme are summarised in the section headed "Share Option Scheme" in Appendix V to the Prospectus.

Details of the share options movements during the six months ended 30 June 2023 under the Scheme are as follows:

Grantee	Date of grant of share options	Granted during the year	Exercised during the year	Lapsed during the year	Cancelled during the year	Outstanding as at 30.06.2023	Validity period of share options	Share price prior to the grant of options HK\$	Weighted average closing price of share before the date of exercise of options HK\$	Exercise price HK\$
<b>Directors</b>										
Mr. Tan Seow Gee (Note 1)	27.6.2022	790,000	(790,000)	-	-	-	27.6.2022 to 26.12.2023	0.63	0.71	0.71
Mr. Gay Teo Siong (Note 2)	27.6.2022	790,000	(790,000)	-	-	-	27.6.2022 to 26.12.2023	0.63	0.71	0.71
Mr. Choi Wai Tong Winton (Note 3)	27.6.2022	790,000	-	-	-	790,000	27.6.2022 to 26.12.2023	0.63	-	0.71
Ms. Luk Huen Ling Claire (Note 4)	27.6.2022	790,000	(790,000)	-	-	-	27.6.2022 to 26.12.2023	0.63	0.71	0.71
Subtotal		3,160,000	(2,370,000)	-	-	790,000				
<b>Employees</b>	27.6.2022	2,370,000	(1,580,000)	-	-	790,000	27.6.2022 to 26.12.2023	0.63	0.71	0.71
<b>Total</b>		5,530,000	(3,950,000)	-	-	1,580,000				

As at 30 June 2023, 1,580,000 share options was outstanding under the Scheme.

1. Mr. Tan Seow Gee is an executive Director.
2. Mr. Gay Teo Siong is an executive Director.
3. Mr. Choi Wai Tong Winton is a non-executive Director.
4. Ms. Luk Huen Ling Claire is an independent non-executive Director.
5. All granted options shall vest immediately upon date of grant.

Save as disclosed above, no share options were granted or exercised or cancelled or lapsed during the six months ended 30 June 2023.

## SHARE AWARD PLAN

On 14 September 2021, the Company adopted the share award plan (the “Plan”) in which the Group’s employees (whether full time or part time, but excluding directors), providers of goods and/or services, customers, consultants, advisers of the Group or any invested entity, and holders of securities issued by any member of the Group will be entitled to participate (the “Eligible Participant(s)”).

The objectives of the Plan are to (i) recognize and reward the contribution of certain Eligible Participants to the growth and development of the Group through an award of shares and to give incentives thereto in order to retain them for the continual operation and development of the Group; and (ii) attract and remain suitable personnel for further development of the Group.

The Plan shall be subject to the administration of the Board and the trustee in accordance with the plan rules and the trust deed of the Plan. The Plan will be valid and effective from the adoption date (i.e. 14 September 2021) and will terminate on the earlier of (i) the tenth anniversary date of the adoption date; and (ii) such date of early termination as determined by the Board provided that such termination will not affect any subsisting rights of any Selected Participant under the Plan. As at the date of this report, the remaining life of the Plan is less than 9 years.

The maximum number of share to be subscribed for and/or purchased by the Trustee by applying Trust Fund for each calendar year for the purpose of the Plan shall not exceed 10% of the total number of issued shares as at the beginning of such calendar year subject to adjustment in the event of capitalization issue or right issue. The Directors shall not instruct the Trustee to subscribe and/or purchase any shares for the purpose of the Plan when such subscription and/or purchase will result in the said limit being exceeded. The maximum number of shares which may be awarded to a Selected Participant under the Plan, shall not exceed 1% of the total number of issued shares during any 12-month period. The shares under the Plan will be granted to selected Eligible Participants at no consideration. No amount is payable on application or acceptance of the award and the period within which payments or calls must or may be made or loans for such purposes must be repaid.

A sum of approximately HK\$4,556,000 has been used to acquire 5,795,000 shares from the market by the trustee of the Plan which is available for grant as at 30 June 2023, representing 7.0% of issued shares at the date of reporting period. As at 30 June 2023, no shares have been granted under the Plan.

The number of share award available for grant under mandate limit of the Plan at 1 January 2023 and 30 June 2023 were 2,514,200 Shares.

Details of the Plan were set out in the announcements of the Company dated 14 September 2021 and 23 November 2021.

For the six months ended 30 June 2023, the number of shares that may be issued in respect of options and awards granted under the Scheme and the Plan are 7,375,000 during the six months ended 30 June 2023 divided by the weighted average number of shares of the relevant class in issue of 83,092,000 shares for the period is 8.9%.

The number of shares that may be issued in respect of options and awards granted under the Scheme and the Plan are 6,092,192 during the period ended 30 June 2023 divided by the weighted average number of shares of the relevant class in issue of 83,092,000 shares for the period is 8.2%.

## **COMPETITION AND CONFLICT OF INTERESTS**

None of the Directors or substantial shareholders of the Company or any of their respective close associates has engaged in any business that competes or may compete with the business of the Group or has any other conflict of interests with the Group during the six months ended 30 June 2023.

## **COMPLIANCE WITH CORPORATE GOVERNANCE CODE**

The Company is committed to achieving high standards of corporate governance to safeguard the interests of its shareholders and to enhance corporate value. The Company's corporate governance practices are based on the principles and code provision as set out in the Corporate Governance Code ("CG Code") in Appendix 15 to the GEM Listing Rules. The Company had complied with the code provisions in the CG Code during the six months ended 30 June 2023.

## DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding Directors' securities transactions in securities of the Company. Having made specific enquiry of all the Directors, all Directors confirmed that they had fully complied with the required standard of dealings and there was no event of non-compliance during the six months ended 30 June 2023.

## AUDIT COMMITTEE

The members of the audit committee of the Company (the "Audit Committee") include one non-executive Director, namely Mr. Tang Tsz Kin, and three independent non-executive Directors, namely Mr. Yim Harrison Chun Fung, Ms. Chan Oi Chong and Ms. Luk Huen Ling Claire. Mr. Yim Harrison Chun Fung is the chairman of the Audit Committee. The Audit Committee of the Company has discussed and reviewed this interim report and the unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2023, which was of the opinion that such results had been prepared in compliance with the applicable accounting standards, the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures had been made.

By order of the Board  
**Cool Link (Holdings) Limited**  
**Tan Seow Gee**  
*Chairman and Executive Director*

Hong Kong, 14 August 2023

*As at the date of this report, the executive Directors are Mr. Tan Seow Gee and Mr. Gay Teo Siong; the non-executive Director is Mr. Tang Tsz Kin and the independent non-executive Directors are Ms. Chan Oi Chong, Ms. Luk Huen Ling Claire and Mr. Yim Harrison Chun Fung.*

*This report will remain on the Stock Exchange's website at <http://www.hkexnews.hk> and, in any case of this report, on the "Latest Company Announcements" page for a minimum period of seven days from the date of its posting. This report will also be published on the Company's website at <http://www.coollink.com.sg>.*