



TSH Corporation Limited
Company Registration No. 200003865N

**Condensed Interim Financial Statements
For the six months ended 30 June 2024**

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

The contact person for the Sponsor is Ms Audrey Mok (Tel: (65) 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.

TSH Corporation Limited

**Condensed interim consolidated statement of comprehensive income
For the six months ended 30 June 2024**

	Note	Group		Change %
		6 months ended 30 June		
		2024 \$'000 (Unaudited)	2023 \$'000 (Unaudited)	
Revenue	4	5,095	5,019	1.5
Cost of sales		(1,254)	(1,381)	(9.2)
Gross profit		3,841	3,638	5.6
Other income		263	311	(15.4)
General and administrative expenses		(2,879)	(2,830)	1.7
Selling and distribution expenses		(134)	(129)	3.9
Other operating expenses		(711)	(614)	15.8
Finance costs		(107)	(101)	5.9
Profit before tax	5	273	275	(0.7)
Income tax expense	6	–	–	–
Profit for the period, representing total comprehensive income for the period		273	275	(0.7)
Earnings per share				
- Basic and diluted (cents per share)	7	0.62	0.62	

The accompanying notes form an integral part of the condensed interim financial statements.

TSH Corporation Limited

**Condensed interim statements of financial position
As at 30 June 2024**

Note	Group		Company		
	30 June	31 December	30 June	31 December	
	2024	2023	2024	2023	
	\$'000	\$'000	\$'000	\$'000	
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	
Non-current assets					
Plant and equipment	8	255	267	–	–
Right-of-use assets		2,177	2,821	–	–
Intangible assets	9	1	2	–	–
Investment in subsidiaries		–	–	12,287	12,287
Other receivables		334	329	–	–
Deferred tax assets		23	23	–	–
		2,790	3,442	12,287	12,287
Current assets					
Inventories		9,431	9,019	–	–
Trade and other receivables		651	742	7,449	7,152
Cash and cash equivalents		1,679	1,922	677	894
		11,761	11,683	8,126	8,046
Total assets		14,551	15,125	20,413	20,333
Current liabilities					
Contract liabilities		288	238	–	–
Trade and other payables		2,271	2,164	1,182	1,463
Bank borrowing	10	638	631	638	631
Lease liabilities		1,433	1,400	–	–
Provisions		7	7	–	–
		4,637	4,440	1,820	2,094
Net current assets		7,124	7,243	6,306	5,952
Non-current liabilities					
Bank borrowing	10	379	699	379	699
Lease liabilities		1,431	2,155	–	–
Provisions		93	93	–	–
		1,903	2,947	379	699
Total liabilities		6,540	7,387	2,199	2,793
Net assets		8,011	7,738	18,214	17,540

TSH Corporation Limited

**Condensed interim statements of financial position
As at 30 June 2024**

	Note	Group		Company	
		30 June 2024 \$'000 (Unaudited)	31 December 2023 \$'000 (Audited)	30 June 2024 \$'000 (Unaudited)	31 December 2023 \$'000 (Audited)
Equity attributable to owners of the Company					
Share capital	11	4,569	4,569	12,546	12,546
Capital reserve		1,452	1,452	–	–
Revenue reserve		1,990	1,717	5,668	4,994
Total equity		8,011	7,738	18,214	17,540
Total equity and liabilities		14,551	15,125	20,413	20,333

The accompanying notes form an integral part of the condensed interim financial statements.

TSH Corporation Limited**Condensed interim statements of changes in equity
For the six months ended 30 June 2024**

	Share capital (Note 11) \$'000	Capital reserve \$'000	Revenue reserve \$'000	Total equity \$'000
(Unaudited) Group				
At 1 January 2024	4,569	1,452	1,717	7,738
Profit for the period, representing total comprehensive income for the period	–	–	273	273
At 30 June 2024	4,569	1,452	1,990	8,011
At 1 January 2023	4,569	1,452	1,325	7,346
Profit for the period, representing total comprehensive income for the period	–	–	275	275
At 30 June 2023	4,569	1,452	1,600	7,621

TSH Corporation Limited

**Condensed interim statements of changes in equity
For the six months ended 30 June 2024**

	Share capital (Note 11) \$'000	Revenue reserve \$'000	Total equity \$'000
(Unaudited) <u>Company</u>			
At 1 January 2024	12,546	4,994	17,540
Profit for the period, representing total comprehensive income for the period	–	674	674
At 30 June 2024	12,546	5,668	18,214
At 1 January 2023	12,546	5,074	17,620
Profit for the period, representing total comprehensive income for the period	–	240	240
At 30 June 2023	12,546	5,314	17,860

The accompanying notes form an integral part of the condensed interim financial statements.

TSH Corporation Limited

**Condensed interim consolidated statement of cash flows
For the six months ended 30 June 2024**

	Note	6 months ended 30 June	
		2024 \$'000 (Unaudited)	2023 \$'000 (Unaudited)
Operating activities			
Profit before tax		273	275
Adjustments for:			
Amortisation of intangible assets	5	—*	1
Gain on termination of lease	5	—	(91)
Depreciation of plant and equipment	5	55	23
Depreciation of right-of-use assets	5	644	488
Finance costs		107	101
Gain on disposal of plant and equipment		—	(6)
Interest income		(2)	(3)
Inventories written off	5	—	78
Plant and equipment written off		1	—*
Operating cash flows before changes in working capital		1,078	866
<u>Changes in working capital</u>			
Increase in inventories		(412)	(1,289)
Decrease/(Increase) in trade and other receivables		86	(75)
Increase/(Decrease) in trade and other payables and contract liabilities		158	(375)
Cash flows from operations		910	(873)
Interest income received		2	3
Net cash flows generated from/ (used in) operating activities		912	(870)
Investing activities			
Purchase of plant and equipment		(44)	(95)
Proceeds from disposal of plant and equipment		—	6
Net cash flows used in investing activities		(44)	(89)
Financing activities			
Payment of interest on bank borrowing		(13)	(20)
Payment of interest on lease liabilities		(94)	(81)
Payment of principal portion of lease liabilities		(690)	(454)
Repayment of bank borrowing		(314)	(307)
Net cash flow used in financing activities		(1,111)	(862)
Net decrease in cash and cash equivalents		(243)	(1,821)
Cash and cash equivalents at beginning of the period		1,922	3,668
Cash and cash equivalents at end of the period		1,679	1,847

*: Amount less than \$500.

The accompanying notes form an integral part of the condensed interim financial statements.

1. Corporate information

The Company

TSH Corporation Limited is a limited liability company incorporated and domiciled in Singapore, and is listed on the Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST").

These condensed interim financial statements for the six months ended 30 June 2024 comprise the Company and its subsidiaries (collectively, the "Group").

The principal activities of the Company are that of investment holding and provision of management services. The principal activities of the Group are that of operation of food and beverage outlets and import and distribution of beverages.

2. Basis of preparation

The condensed interim financial statements for the six months ended 30 June 2024 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance of the Group since the last annual financial statements for the financial year ended 31 December 2023.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1.

The condensed interim financial statements are presented in Singapore dollar (SGD or \$) which is the Company's functional currency.

2.1 New and amended standards adopted by the Group

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

2.2 Significant accounting judgements and estimates

The preparation of the condensed interim financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimations could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

2.2(a) Judgement made in applying accounting policies

Management is of the opinion that there is no significant judgement made in applying accounting policies that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period.

2.2(b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period are discussed below. The Group based its assumptions and estimates on parameters available when the condensed interim financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur. The key sources of estimation uncertainty were the same as those that applied to the financial statements for the financial year ended 31 December 2023.

Impairment of non-financial assets

The Group assesses whether there are indicators of impairment for plant and equipment and right-of-use assets at each reporting date. The Company also assesses whether there are indicators of impairment for investment in subsidiaries at each reporting date. These assets are tested for impairment where there are indications that the carrying amounts may not be recoverable. This requires an estimation of the recoverable amount of the cash generating units to which the assets belong which is determined based on the higher of fair value less cost to sell and value-in-use methods. In determining the recoverable amounts of the cash generating units, the Group evaluates, amongst other factors, the market and economic environment in which the cash generating units operate and the economic performance of these assets.

Management has determined that there is no further impairment on the Group's carrying amounts of the plant and equipment, right-of-use assets and the Company's investment in subsidiaries since the end of last financial year.

The carrying amounts of the Group's plant and equipment, right-of-use assets and the Company's investment in subsidiaries at the end of each reporting period are disclosed in the condensed interim financial statements.

TSH Corporation Limited

Notes to the condensed interim financial statements For the six months ended 30 June 2024

3. Seasonal operations

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

4. Segment and revenue information

Information reported for the purposes of resource allocation and assessment of segment performance is specifically focused on the wholesale and retail sale of food and beverages businesses which form the basis of identifying the operating segments of the Group under SFRS(I) 1-8 *Operating Segments*. Management considers the aggregated wholesale and retail sale of food and beverages businesses as a single operating segment.

The Group operates in Singapore with revenue generated in Singapore. Accordingly, analysis of revenues and assets of the Group by geographical distribution has not been presented.

4.1 Disaggregation of revenue

	Group 6 months ended 30 June	
	2024 \$'000 (Unaudited)	2023 \$'000 (Unaudited)
Sale of goods	5,064	5,012
Rendering of services	31	7
	<hr/> 5,095	<hr/> 5,019
	<hr/> <hr/>	<hr/> <hr/>
At a point in time	5,064	5,012
Over time	31	7
	<hr/> 5,095	<hr/> 5,019
	<hr/> <hr/>	<hr/> <hr/>

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**Notes to the condensed interim financial statements
For the six months ended 30 June 2024**

5. Profit before tax

Group 6 months ended 30 June	
2024	2023
\$'000	\$'000
(Unaudited)	(Unaudited)

The following items have been included in arriving of profit before tax:

Income:

Government grants	189	128
Gain on termination of lease	–	91

Expenses:

Amortisation of intangible assets	–*	1
Depreciation of plant and equipment	55	23
Depreciation of right-of-use assets	644	488
Interest expense on bank borrowing	13	20
Interest expense on lease liabilities	94	81
Inventories written off	–	78
Net foreign exchange loss	11	24

*: Amount less than \$500.

6. Taxation

The Group calculates the income tax expense using the applicable corporate tax rate to the profit before tax for the period. The major components of income tax expense for the periods are:

Group 6 months ended 30 June	
2024	2023
\$'000	\$'000
(Unaudited)	(Unaudited)

<i>Current tax</i> - Current income tax expense	–	–
<i>Deferred tax</i> – Origination and reversal of temporary differences	–	–

Income tax expense recognised in condensed interim consolidated statement of comprehensive income	–	–
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TSH Corporation Limited

Notes to the condensed interim financial statements For the six months ended 30 June 2024

7. Earnings per share

Basic earnings per share is calculated by dividing the profit for the period by the weighted average number of ordinary shares outstanding during the period. Diluted earnings per share is the same as basic earnings per share as there are no dilutive potential ordinary shares.

The following reflects the profit and share data used in the basic and diluted earnings per share computations for the periods:

	Group 6 months ended 30 June	
	2024	2023
	\$'000	\$'000
	(Unaudited)	(Unaudited)
Profit for the period attributable to owners of the Company	273	275
	<hr/>	<hr/>
	Number of shares	Number of shares
Weighted average number of ordinary shares outstanding for basic and diluted earnings per share computation	44,355,491	44,355,491
	<hr/>	<hr/>

8. Plant and equipment

During the six months ended 30 June 2024, the Group acquired assets amounting to approximately \$44,000 (30 June 2023: \$50,000), and wrote off assets with net book value of \$647 (30 June 2023: \$360).

TSH Corporation Limited

**Notes to the condensed interim financial statements
For the six months ended 30 June 2024**

9. Intangible assets

	Group Software \$'000
Group At 31 December 2023 (Audited)	
Cost	31
Accumulated amortisation	(29)
Net book amount	<u>2</u>
6 months ended 30 June 2024 (Unaudited)	
Opening net book amount	2
Amortisation	-*
Closing net book amount	<u>1</u>
At 30 June 2024 (Unaudited)	
Cost	31
Accumulated amortisation	(30)
Net book amount	<u>1</u>

*: Amount is less than \$500 due to rounding.

10. Bank borrowing

	Group and Company	
	30 June 2024 \$'000 (Unaudited)	31 December 2023 \$'000 (Audited)
<u>Amount repayable within one year or on demand</u>		
Unsecured	638	631
<u>Amount repayable after one year</u>		
Unsecured	379	699
	<u>1,017</u>	<u>1,330</u>

Certain subsidiaries have provided corporate guarantees for the bank borrowing.

TSH Corporation Limited

**Notes to the condensed interim financial statements
For the six months ended 30 June 2024**

11. Share capital

	Group (Unaudited)		Company (Unaudited)	
	No. of ordinary shares	\$'000	No. of ordinary shares	\$'000
<i>Issued and fully paid ordinary shares:</i>				
Beginning and end of period	44,355,491	4,569	44,355,491	12,546

There were no changes to the Company's share capital as at 30 June 2024 and 31 December 2023.

The Company did not hold any outstanding convertibles, treasury shares or subsidiary holdings as at 30 June 2024, 31 December 2023, and 30 June 2023.

12. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group:

	Group		Company	
	30 June 2024 \$'000 (Unaudited)	31 December 2023 \$'000 (Audited)	30 June 2024 \$'000 (Unaudited)	31 December 2023 \$'000 (Audited)
Financial Assets				
Total trade and other receivables	584	759	7,424	7,141
Cash and cash equivalents	1,679	1,922	677	894
Total financial assets carried at amortised cost	2,263	2,681	8,101	8,035
Financial Liabilities				
Total trade and other payables	2,151	2,052	1,137	1,442
Bank borrowing	1,017	1,330	1,017	1,330
Total financial liabilities carried at amortised cost	3,168	3,382	2,154	2,772

TSH Corporation Limited

**Notes to the condensed interim financial statements
For the six months ended 30 June 2024**

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

	Group		Company	
	30 June 2024	31 December 2023	30 June 2024	31 December 2023
	Cents (Unaudited)	Cents (Audited)	Cents (Unaudited)	Cents (Audited)
Net asset value per ordinary share	18.06	17.44	41.06	39.54

The net asset value per ordinary share for the Group and the Company were calculated based on the net assets divided by 44,355,491 shares (31 December 2023: 44,355,491 shares).

14. Subsequent events

The are no known subsequent events which have led to adjustments to this set of condensed interim financial statements.

TSH Corporation Limited

Other information required by Listing Rule Appendix 7C

**Other Information Required by
Catalist Rule Appendix 7C**

1. Review

The condensed interim statements of financial position of TSH Corporation Limited and its subsidiaries as at 30 June 2024 and the related condensed interim consolidated statement of comprehensive income, condensed interim statements of changes in equity and condensed interim consolidated statement of cash flows for the six months then ended and the accompanying notes have not been audited or reviewed.

2. A review of the performance of the Group

Statement of comprehensive income

The revenue of the Group increased by \$0.08 million or 1.5% to \$5.10 million in first half of 2024 (“**1H2024**”) from \$5.02 million in first half of 2023 (“**1H2023**”) due mainly to higher outlet sales but moderated by lower pre-order sales to customers.

The gross profit of the Group increased by \$0.20 million or 5.6% to \$3.84 million in 1H2024 from \$3.64 million in 1H2023 in line with the increase in revenue and gross margin. The gross margin increased by 2.9 percentage point to 75.4% in 1H2024 from 72.5% in 1H2023, attributed mainly to higher outlet sales.

The profit before tax of the Group remained fairly similar at \$0.27 million in 1H2024 as compared to \$0.28 million in 1H2023 despite the increase in gross profit, due mainly to the increase in other operating expenses and general and administrative expenses, and the decrease in other income.

The other operating expenses increased by \$0.10 million or 15.8% to \$0.71 million in 1H2024 from \$0.61 million in 1H2023 due mainly to the increase in depreciation of right-of-use assets (“**ROUA**”) by \$0.16 million, attributed mainly to a long-term lease entered in second half of 2023 (“**2H2023**”), but moderated by the absence of the inventories written off of \$0.08 million in 1H2023.

The general and administrative expenses increased by \$0.05 million or 1.7% to \$2.88 million in 1H2024 from \$2.83 million in 1H2023 in line with the increase in revenue and the increase in manpower costs. This was however, moderated by the decrease in rental expenses mainly as a result of the cessation of a short-term lease in 2H2023.

The other income decreased by \$0.05 million or 15.4% to \$0.26 million in 1H2024 from \$0.31 million in 1H2023, attributed mainly to the absence of the gain on termination of lease of an outlet of \$0.09 million in 1H2023, but moderated by the increase in government grants received by \$0.06 million in 1H2024.

As a result, the Group reported a flat net profit of \$0.27 million in 1H2024 as compared with \$0.28 million in 1H2023.

Statements of financial position

The non-current assets of the Group decreased by \$0.65 million or 18.9% to \$2.79 million as at 30 June 2024 from \$3.44 million as at 31 December 2023 due mainly to depreciation of ROUA and plant and equipment (“P&E”) of \$0.64 million and \$0.06 million respectively, but moderated by the purchase of P&E of \$0.04 million attributed mainly to the refurbishment of an outlet in 1H2024.

The current assets of the Group increased by \$0.08 million to \$11.76 million as at 30 June 2024 from \$11.68 million as at 31 December 2023 due to the increase in inventories by \$0.41 million, but moderated by \$0.24 million decrease in cash and cash equivalents and \$0.09 million decrease in trade and other receivables. The trade and other receivables decreased to \$0.65 million as at 30 June 2024 from \$0.74 million as at 31 December 2023 due mainly to collections received in 1H2024 from the increased trade debtors as at 31 December 2023, resulting from year-end sales in December 2023. The was however, moderated by higher prepayments made in the first half of the financial year, and higher advance payment to suppliers for purchases of whisky.

The current liabilities of the Group increased by \$0.20 million or 4.5% to \$4.64 million as at 30 June 2024 from \$4.44 million as at 31 December 2023, attributed mainly to an increase in trade and other payables by \$0.11 million and increase in contract liabilities by \$0.05 million. The trade and other payables increased to \$2.27 million as at 30 June 2024 from \$2.16 million as at 31 December 2023 in line with the increase in activities. The contract liabilities increased to \$0.29 million as at 30 June 2024 from \$0.24 million as at 31 December 2023 attributed mainly to the increase in customer loyalty points earned by the customers and deposits received from customers to secure certain whisky to be delivered by the Group later.

The non-current liabilities of the Group decreased by \$1.04 million or 35.4% to \$1.90 million as at 30 June 2024 from \$2.95 million as at 31 December 2023 due mainly to the repayment of bank borrowing and payment of lease liabilities in 1H2024.

Statement of cash flows

The net cash flows generated from operating activities of \$0.91 million was attributed mainly to the operating cash flows before changes in working capital of \$1.08 million, the increase in trade and other payables and contract liabilities of \$0.16 million and decrease in trade and other receivables of \$0.09 million but moderated by the increase in inventories of \$0.41 million.

The net cash flows used in investing activities of \$0.04 million was attributed to the purchase of P&E mainly for the refurbishment of an outlet in 1H2024.

The net cash used in financing activities of \$1.11 million was attributed mainly to the payment of the principal portion of lease liabilities of \$0.69 million, repayment of bank borrowing of \$0.31 million, and the payment of interest on lease liabilities of \$0.09 million.

These have resulted in a decrease in cash and cash equivalents of \$0.24 million in 1H2024.

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

The Group's financial results for financial period ended 30 June 2024 are in line with the commentary previously disclosed in the Company's announcement dated 29 February 2024 in relation to its results for full year ended 31 December 2023.

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

The Group is in the premium lifestyle business, focusing on providing unique experience in relation to alcohol beverages to the customers, and it correlates with the general economic outlook of Singapore.

At present, the Group continues to face the headwinds from rising operating costs and manpower constraints, and they will have an impact on the Group's earnings per share and net asset value per share for the financial year ending 31 December 2024.

In mitigating these challenges, the Group will continue to step up its sales and marketing efforts, and is also constantly exploring opportunities to expand its sales channels and foothold in the market organically or via joint ventures or strategic alliances with parties that can complement and grow the Group's business.

5. If a decision regarding dividend has been made:-

(a) Whether an interim (final) ordinary dividend has been declared (recommended);

No.

(b)(i) Amount per share:

Not applicable.

(b)(ii) Previous corresponding period:

Not applicable.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated):

Not applicable.

(d) The date the dividend is payable:

Not applicable.

(e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined:

Not applicable.

Other information required by Listing Rule Appendix 7C

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

No dividend has been declared or recommended for 1H2024 after taking into consideration the Group's working capital requirements.

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

The Company does not have a general mandate from shareholders for IPTs pursuant to Rule 920. The total IPTs amounted to less than \$100,000 in 1H2024.

- 8. Negative confirmation pursuant to Rule 705(5).**

The Board of Directors do hereby confirm that, to the best of their knowledge, nothing has come to their attention which may render the 1H2024 financial results to be false or misleading in any material aspect.

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

The Company hereby confirms that it has procured undertakings from all its Directors and executive directors in the format set out in Appendix 7H.

- 10. Disclosure on Acquisitions and Realisation of Shares pursuant to Catalist Rule 706(A)**

There was no acquisition or sale of shares during the period, hence no announcement is required under Catalist Rule 706(A).

BY ORDER OF THE BOARD

Dr Yu Lai Boon
Director

Chua Khoon Hui
Director

Singapore
14 August 2024