



Yoma Strategic Holdings Ltd
(Incorporated in the Republic of Singapore)
(Company Registration No.: 196200185E)
(The "Company")

**UNAUDITED FINANCIAL STATEMENTS FOR SIX MONTHS ENDED 31
MARCH 2021("6M-Mar2021")**

1(a)(i) An income statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	The Group		
	US\$'000		%
	6-month period ended		Increase/ (Decrease)
	31.03.2021	31.03.2020	
Revenue	43,949	52,178	(15.8)
Cost of sales	(29,535)	(35,674)	(17.2)
Gross profit	14,414	16,504	(12.7)
<i>Gross profit margin</i>	32.8%	31.6%	
Other gains	2,840	4,844	(41.4)
Expenses			
- Administrative	(24,719)	(30,703)	(19.5)
- Finance	(14,867)	(8,671)	71.5
Share of losses of joint ventures	(757)	(567)	33.5
Share of profits of associated companies	1,970	1,229	60.3
Loss before income tax	(21,119)	(17,364)	21.6
Income tax expense	(518)	(421)	23.0
Net loss	(21,637)	(17,785)	21.7
Other comprehensive income/(loss):			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
- Currency translation (losses)/gains arising from consolidation	(13,218)	25,762	NM
- Share of other comprehensive income of joint ventures	583	380	53.4
- Share of other comprehensive (loss)/income of associated companies	(1,151)	573	NM
Other comprehensive (loss)/income, net of tax	(13,786)	26,715	NM
<i>Items that will not be reclassified subsequently to profit or loss:</i>			
- Currency translation (losses)/gains arising from consolidation	(4,915)	6,978	NM
Total comprehensive (loss)/income for the financial period	(40,338)	15,908	NM
Net loss attributable to:			
Equity holders of the Company	(19,920)	(15,942)	25.0
Non-controlling interests	(1,717)	(1,843)	(6.8)
	(21,637)	(17,785)	21.7
Total comprehensive (loss)/income attributable to:			
Equity holders of the Company	(33,706)	10,773	NM
Non-controlling interests	(6,632)	5,135	NM
	(40,338)	15,908	NM

NM – Not meaningful

1(a)(ii) The following items (with appropriate breakdowns and explanations), if significant, must either be included in the income statement or in the notes to the income statement for the current financial period reported on and the corresponding period of the immediately preceding financial year:

Expenses/(Income)

Amortisation of intangible assets	507	498	1.8
Depreciation of property, plant and equipment	8,804	8,635	2.0
Write-off of property, plant and equipment	185	547	(66.2)
Employee share option expenses	-	60	NM
Employee share award expenses	60	429	(86.0)
Fair value gain on financial assets at fair value through profit or loss	(4)	(548)	(99.3)
Gain on disposal of property, plant and equipment	(44)	(86)	(48.8)
Gain on disposal of financial asset at fair value through profit or loss	-	(3,638)	NM
Gain from modification of lease contract	(78)	-	NM
Gain on divestment of investment of associate company	-	(53)	NM
Interest expense on borrowings	9,693	11,254	(13.9)
Interest expense on leases liabilities and deferred trade payables	2,041	2,222	(8.1)
Interest income	(1,936)	(218)	NM
Currency translation losses/(gains), net	(381)	(108)	NM
Currency translation losses/(gains) on borrowings, net	2,079	(6,139)	NM

The Group			
US\$'000		%	
6-month period ended		Increase/ (Decrease)	
31.03.2021	31.03.2020		
507	498	1.8	
8,804	8,635	2.0	
185	547	(66.2)	
-	60	NM	
60	429	(86.0)	
(4)	(548)	(99.3)	
(44)	(86)	(48.8)	
-	(3,638)	NM	
(78)	-	NM	
-	(53)	NM	
9,693	11,254	(13.9)	
2,041	2,222	(8.1)	
(1,936)	(218)	NM	
(381)	(108)	NM	
2,079	(6,139)	NM	

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year .

	The Group (US\$'000)		The Company (US\$'000)	
	31.03.2021	30.09.2020	31.03.2021	30.09.2020
ASSETS				
Current assets				
Cash and bank balances	49,123	46,418	9,672	11,788
Trade and other receivables	114,895	114,474	14,574	10,827
Inventories	19,638	19,298	-	-
Development properties	338,074	304,761	-	-
Other assets	55,758	65,376	2,199	1,621
Land development rights	1,080	1,161	-	-
	578,568	551,488	26,445	24,236
Assets of disposal group classified as held-for-sale	35,512	32,665	-	-
	614,080	584,153	26,445	24,236
Non-current assets				
Trade and other receivables	17,911	16,546	-	-
Other assets	3,721	3,838	-	-
Financial assets at fair value through profit or loss	12,663	12,231	-	-
Investments in joint ventures	10,452	10,600	-	-
Investments in associated companies	97,033	82,954	-	-
Investments in subsidiary corporations	-	-	746,576	720,014
Investment properties	255,544	273,379	-	-
Property, plant and equipment	183,400	182,434	2,223	3,773
Intangible assets	25,722	25,985	-	-
Land development rights	145,512	149,789	-	-
Deferred income tax asset	208	208	-	-
	752,166	757,964	748,799	723,787
Total assets	1,366,246	1,342,117	775,244	748,023
LIABILITIES				
Current liabilities				
Trade and other payables	102,854	85,004	6,198	4,595
Current income tax liabilities	6,302	6,493	107	288
Lease liabilities	3,088	3,534	353	525
Borrowings	100,138	77,201	47,476	44,668
	212,382	172,232	54,134	50,076
Liabilities directly associated with disposal group classified as held-for-sale	480	442	-	-
	212,862	172,674	54,134	50,076

	The Group (US\$'000)		The Company (US\$'000)	
	31.03.2021	30.09.2020	31.03.2021	30.09.2020
Non-current liabilities				
Trade and other payables	1,901	1,884	-	-
Borrowings	284,898	274,612	164,528	130,568
Put options to non-controlling interests	34,050	33,026	34,050	33,026
Financial liabilities at fair value through profit or loss	1,510	1,510	1,510	1,510
Shareholders' loans from non-controlling interests	13,476	14,303	-	-
Lease liabilities	47,297	48,710	1,709	3,083
Deferred income tax liabilities	1,408	1,464	-	-
	384,540	375,509	201,797	168,187
Total liabilities	597,402	548,183	255,931	218,263
NET ASSETS	768,844	793,934	519,313	529,760
EQUITY				
Capital and reserves attributable to equity holders of the Company				
Share capital	624,890	624,890	624,890	624,890
Perpetual securities	30,000	30,000	30,000	30,000
Share option reserve	3,480	3,480	3,480	3,480
Share award reserve	80	20	80	20
Currency translation reserve	(29,922)	(16,136)	-	-
Put options reserve	(34,050)	(33,026)	(34,050)	(33,026)
Accumulated losses	(30,139)	(9,919)	(105,087)	(95,604)
	564,339	599,309	519,313	529,760
Non-controlling interests	204,505	194,625	-	-
Total equity	768,844	793,934	519,313	529,760

1(b)(ii) Aggregate amount of group's borrowings and debt securities

Amount repayable in one year or less, or on demand

As at 31.03.2021		As at 30.09.2020	
Secured	Unsecured	Secured	Unsecured
US\$'000	US\$'000	US\$'000	US\$'000
62,580	37,558	41,523	35,678

Amount repayable after one year

As at 31.03.2021		As at 30.09.2020	
Secured	Unsecured	Secured	Unsecured
US\$'000	US\$'000	US\$'000	US\$'000
225,742	59,156	253,930	20,682

Total borrowings as at 31 March 2021 of US\$385.04 million were mainly made up of the limited recourse loan facility to the Yoma Central project, a Thai Baht Bond issued by the Company which is fully guaranteed by Credit Guarantee and Investment Facility, loans from development financial institutions, including Nederlandse Financieringsmaatschappij Voor Ontwikkelingslanden N.V., the Asian Development Bank and the International Finance Corporation, and loans from Myanmar and other international banks. The collateral provided for secured borrowings included the following:

- Certain investment properties, property, plant and equipment, land development rights and leasehold interests of the Group;
- The Group's interests and rights in certain subsidiary corporations, investments in associated companies and investments in joint ventures; and
- Certain current assets and bank deposits which were restricted for use in debt service reserve accounts.

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	The Group (US\$'000)	
	6-month period ended	
	31.03.2021	31.03.2020
Cash flows from operating activities:		
Net loss	(21,637)	(17,785)
Adjustments for:		
Income tax expense	518	421
Depreciation of property, plant and equipment	8,804	8,635
Amortisation of intangible assets	507	498
Write-off of property, plant and equipment	185	547
Gain on disposal of property, plant and equipment	(44)	(86)
Gain on divestment of associated companies	-	(53)
Gain from modification of lease contract	(78)	-
Interest income	(1,936)	(218)
Interest expenses on borrowings	9,693	11,254
Interest expenses on lease liabilities and deferred trade payables	2,041	2,222
Employee share option expenses	-	60
Employee share award expenses	60	429
Share of losses of joint ventures	757	567
Share of profit of associated companies	(1,970)	(1,229)
Unrealised currency translation losses	3,850	(3,321)
Operating cash flows before changes in working capital	750	1,941
Changes in working capital, net of effects from acquisition of subsidiary corporations:		
Trade and other receivables	(8,828)	(18,730)
Inventories and development properties	(2,775)	(6,585)
Land development rights	(2,951)	2,042
Trade and other payables	15,551	(9,889)
Financial assets at fair value through profit or loss	(431)	52,541
Cash generated from operations	1,316	21,320
Interest received	62	219
Income tax paid	(505)	(554)
Net cash generated from operating activities	873	20,985
Cash flows from investing activities:		
Additions to investment properties	(1,207)	(1,419)
Additions to property, plant and equipment	(17,641)	(11,679)
Additions to development properties intended for investing activities	(20,783)	(26,669)
Prepayment for operating rights	-	(359)
Investments in joint ventures	-	(9,905)
Investments in associated companies	-	(17,000)
Proceeds from disposal of property, plant and equipment	1,225	3,608
Net cash used in investing activities	(38,406)	(63,423)

Cash flows from financing activities:

Interest paid	(7,639)	(11,743)
Interest expense on lease liabilities paid	(2,041)	(1,101)
Repayment of lease liabilities	(1,229)	(2,325)
Proceeds from issuance of ordinary shares under placement	-	108,573
Proceeds from borrowings	49,397	63,142
Repayment of borrowings	(13,387)	(99,086)
Equity loan from non-controlling interests	16,516	6,098
Increase in share capital of subsidiary corporations with non-controlling interests	-	(400)
(Decrease)/increase in bank deposits restricted for use	(1,399)	3,446
Net cash provided by financing activities	40,218	66,604

Net increase in cash and cash equivalents

Cash and cash equivalents

Beginning of financial period	34,712	15,835
Effect of currency translation on cash and cash equivalents	(943)	638
End of financial period	36,454	40,639

The Group (US\$'000)	
6-month period ended	
31.03.2021	31.03.2020
(7,639)	(11,743)
(2,041)	(1,101)
(1,229)	(2,325)
-	108,573
49,397	63,142
(13,387)	(99,086)
16,516	6,098
-	(400)
(1,399)	3,446
40,218	66,604
2,685	24,166
34,712	15,835
(943)	638
36,454	40,639

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

Cash and bank balances per statements of financial position	49,123	51,351
Add: Cash and bank balances included in assets of disposal group classified as held-for-sale	377	232
Less: Bank deposits restricted for use	(13,046)	(10,944)
Cash and cash equivalents per consolidated statement of cash flows	36,454	40,639

The Group (US\$'000)	
6-month period ended	
31.03.2021	31.03.2020
49,123	51,351
377	232
(13,046)	(10,944)
36,454	40,639

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

US\$'000										
The Group	Attributable to equity holders of the Company									Total Equity
	Share Capital	Perpetual Securities	Share Option Reserve	Share Award Reserve	Currency Translation Reserve	Put Options Reserve	Retained Profits	Total	Non-controlling Interests	
At 1 October 2020	624,890	30,000	3,480	20	(16,136)	(33,026)	(9,919)	599,309	194,625	793,934
Accretion of imputed interest – put options to non-controlling interests	-	-	-	-	-	(1,024)	-	(1,024)	-	(1,024)
Employee share awards scheme – value of employee services	-	-	-	60	-	-	-	60	-	60
Equity loan from non-controlling interests	-	-	-	-	-	-	-	-	16,516	16,516
Dividends declared to non-controlling interests	-	-	-	-	-	-	-	-	(4)	(4)
Perpetual securities distribution payable	-	-	-	-	-	-	(300)	(300)	-	(300)
Total comprehensive loss	-	-	-	-	(13,786)	-	(19,920)	(33,706)	(6,632)	(40,338)
At 31 March 2021	624,890	30,000	3,480	80	(29,922)	(34,050)	(30,139)	564,339	204,505	768,844

US\$'000										
The Group	Attributable to equity holders of the Company									Total Equity
	Share Capital	Perpetual Securities	Share Option Reserve	Share Award Reserve	Currency Translation Reserve	Put Options Reserve	Retained Profits	Total	Non-controlling Interests	
At 31 March 2019	513,716	30,000	3,299	2,398	(55,089)	(30,134)	90,726	554,916	147,490	702,406
Change in accounting policy – SFRS(I) 1-23	-	-	-	-	4	-	(413)	(409)	(408)	(817)
At 31 March 2019 and 1 April 2019, as restated	513,716	30,000	3,299	2,398	(55,085)	(30,134)	90,313	554,507	147,082	701,589
Issuance of share under placement	108,573	-	-	-	-	-	-	108,573	-	108,573
Issuance of shares pursuant to exercise of share awards	1,020	-	-	(1,020)	-	-	-	-	-	-
Accretion of imputed interest – put options to non-controlling interests	-	-	-	-	-	(1,898)	-	(1,898)	-	(1,898)
Employee share options scheme – value of employee services	-	-	134	-	-	-	-	134	-	134
Employee share awards scheme – value of employee services	-	-	-	847	-	-	-	847	-	847
Forfeiture of share awards	-	-	-	(277)	-	-	277	-	-	-
Acquisition of subsidiary corporations	-	-	-	-	-	-	-	-	3,988	3,988
Increase in share capital of subsidiary corporations without loss of control	-	-	-	-	-	-	18,248	18,248	10,256	28,504
Equity loan from non-controlling interests	-	-	-	-	-	-	-	-	28,590	28,590
Dividends declared to non-controlling interests	-	-	-	-	-	-	-	-	(108)	(108)
Perpetual securities distribution paid	-	-	-	-	-	-	(600)	(600)	-	(600)
Total comprehensive loss	-	-	-	-	17,707	-	(73,423)	(55,716)	4,185	(51,531)
At 31 March 2020	623,309	30,000	3,433	1,948	(37,378)	(32,032)	34,815	624,095	193,993	818,088

US\$'000								
The Company	Share Capital	Perpetual Securities	Share Option Reserve	Share Award Reserve	Put options Reserve	Foreign Currency Translation Reserve	Accumulated Losses	Total Equity
At 1 October 2020	624,890	30,000	3,480	20	(33,026)	-	(95,604)	529,760
Accretion of imputed interest – put options to non-controlling interests	-	-	-	-	(1,024)	-	-	(1,024)
Employee share awards scheme – value of employee services	-	-	-	60	-	-	-	60
Perpetual securities distribution payable	-	-	-	-	-	-	(300)	(300)
Total comprehensive loss	-	-	-	-	-	-	(9,183)	(9,183)
At 31 March 2021	624,890	30,000	3,480	80	(34,050)	-	(105,087)	519,313
At 1 April 2019	513,716	30,000	3,299	2,398	(30,134)	-	(61,033)	458,246
Issuance of shares pursuant to exercise of share awards	1,020	-	-	(1,020)	-	-	-	-
Issuance of shares under placement	108,573	-	-	-	-	-	-	108,573
Accretion of imputed interest – put options to non-controlling interests	-	-	-	-	(1,898)	-	-	(1,898)
Employee share options scheme – value of employee services	-	-	134	-	-	-	-	134
Employee share awards scheme – value of employee services	-	-	-	847	-	-	-	847
Forfeiture of share options and awards	-	-	-	(277)	-	-	277	-
Perpetual securities distribution paid	-	-	-	-	-	-	(600)	(600)
Total comprehensive loss	-	-	-	-	-	-	(23,309)	(23,309)
At 31 March 2020	623,309	30,000	3,433	1,948	(32,032)	-	(84,665)	541,993

1(d) (ii) Details of any changes in the company’s share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

Employee Shares Option Scheme

The Company did not allot and issue any new ordinary shares pursuant to the Employees Shares Option Scheme (“YSH ESOS 2012”) during the six-month period ended 31 March 2021. As at 31 March 2021, the outstanding share options granted under the YSH ESOS 2012 were for a total of 14.49 million (30 September 2020: 14.49 million) ordinary shares.

Performance Share Plan

The Company did not allot and issue any new ordinary shares pursuant to the Yoma Performance Share Plan (“Yoma PSP”) during the six-month period ended 31 March 2021. As at 31 March 2021, the total number of ordinary shares awarded under the Yoma PSP was 9.63 million (30 September 2020: 9.63 million).

Total number of issued shares

The total number of issued shares of the Company remained at 2,237,469,260 as at 31 March 2021.

1(d) (iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

Total number of issued shares as at 31 March 2021 – 2,237,469,260

Total number of issued shares as at 30 September 2020 – 2,237,469,260

The Company had no treasury shares as at 31 March 2021 and 30 September 2020.

1(d) (iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

NA

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

The figures have not been audited nor reviewed by the Company’s independent auditor.

3. Where the figures have been audited or reviewed, the auditor’s report (including any qualifications or emphasis of a matter).

NA.

4. Whether the same accounting policies and methods of computation as in the issuer’s most recently audited annual financial statements have been applied.

The Group had adopted the same accounting policies and methods of computation in the financial statements for the current reporting year as those of the audited financial statements for the period ended 30 September 2020.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

The Group had adopted all new and revised Singapore Financial Standards (International) (“SFRS(I)”) issued by the Accounting Standards Council that were relevant to the Group and effective for financial period beginning on 1 October 2020.

The adoption of the new SFRS(I)s, amendments and interpretations of SFRS(I)s did not result in any substantial change to the Group’s accounting policies and had no material impact on the financial results of the Group for the current reporting period.

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

(a) Basic earnings per ordinary share

Net loss attributable to equity holders of the Company (US\$’000)

Weighted average number of ordinary shares outstanding (’000)

Basic loss per ordinary share (US\$ cents)

The Group	
6-month period ended 31.03.2021	6-month period ended 31.03.2020 (Restated)
(20,220)**	(16,542)**
2,237,469	2,175,804
(0.90)	(0.76)

(b) Diluted earnings per ordinary share

Net loss attributable to equity holders of the Company (US\$’000)

Weighted average number of ordinary shares outstanding (’000)

Diluted loss per ordinary share (US\$ cents)

The Group	
6-month period ended 31.03.2021	6-month period ended 31.03.2020 (Restated)
(20,220)**	(16,542)**
2,247,094	2,184,433
(0.90)*	(0.76)*

As at 31 March 2021, there were share options for a total of 14.49 million (30 March 2020: 14.49 million) ordinary shares under the YSH ESOS 2012 and performance share awards of 9.63 million (31 March 2020: 7.96 million) under the Yoma PSP that were outstanding. The weighted average number of shares in issue for the purpose of calculating diluted earnings per share had been adjusted as if all dilutive share options were exercised and all performance share awards were issued as at 31 March 2020 and 31 March 2020 respectively.

*As a loss was incurred, the dilutive potential shares under the YSH ESOS 2012 and Yoma PSP were anti-dilutive and no change has been made to the diluted loss per share.

**Net (loss)/profit attributable to equity holders of the Company used for the computation of basic EPS has been adjusted for the distribution to the holders of perpetual securities, if any.

7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued share excluding treasury shares of the issuer at the end of the:

- (a) current financial period reported on; and
(b) immediately preceding financial year.

	The Group		The Company	
	31.03.2021	30.09.2020	31.03.2021	30.09.2020
Net asset value per share (cents)	25.22	26.79	23.21	23.68

The net asset value per share attributable to equity holders of the Company was calculated based on the number of ordinary shares in issue being 2,237,469,260 as at 31 March 2021 and 2,237,469,260 as at 30 September 2020.

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:

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

INCOME STATEMENT

During the six-month period ended 31 March 2021 ("6M-Mar2021"), the Group's businesses were impacted by the continuing effects of COVID-19 and the uncertain operating environment in Myanmar that started in February 2021. The Group's total revenue in 6M-Mar 2021 decreased by 15.8% to US\$43.95 million as compared to US\$52.18 million in the six-month period ended 31 March 2020 ("6M-Mar2020"). The decrease in the Group's total revenue was mainly due to the decrease in revenue generated by the consumer and automotive and heavy equipment segments that was offset partially by the increase in revenue generated by the real estate development segment. Set out below is the breakdown of revenue by business segment:

	6M-Mar2021		6M-Mar2020	
	US\$'million	As a percentage of total revenue	US\$'million	As a percentage of total revenue
Real estate development	16.90	38.5%	13.16	25.2%
Real estate services	4.04	9.2%	4.55	8.7%
Automotive & heavy equipment	8.40	19.1%	11.53	22.1%
Financial services	3.45	7.8%	3.51	6.7%
Consumer	10.56	24.0%	19.01	36.4%
Investments	0.60	1.4%	0.42	0.9%
Total	43.95	100.0%	52.18	100.0%

Revenue generated from the real estate development segment increased to US\$16.90 million in 6M-Mar2021 as compared to US\$13.16 million in 6M-Mar2020. The increase in revenue was due to the sales of (i) a penthouse unit at The Peninsula Residences, (ii) Star Villas units which is a new project in StarCity and (iii) additional units at both existing and new projects at Pun Hlaing Estate ("PHE") during 6M-Mar2021. With the slowdown in construction progress following the completion of 3 out of 6 buildings in September 2020, revenue from City Loft at StarCity was lower in 6M-Mar2021 as compared to 6M-Mar2020. Revenue from the real estate development segment is recognised over time based on a percentage of completion basis. As at 31 March 2021, the unrecognised revenue for units sold

in StarCity, including both City Loft and Star Villas, amounted to approximately US\$17.46 million. For reference, 756 City Loft units have been sold or booked out of 931 units launched and 29 Star Villas units have been sold or booked out of 32 units launched as of 31 March 2021.

Real estate services revenue comprised mainly leasing revenue from the Group's investment properties in Myanmar, estate management fee income generated from StarCity and PHE and fee income as the operator of Pun Hlaing Golf and Country Club. The decrease in revenue was mainly due to the reclassification of leasing revenue in relation to office space at The Campus to the investments segment.

Revenue from the Group's automotive & heavy equipment segment decreased by 27.1% to US\$8.40 million in 6M-Mar2021 as compared to US\$11.53 million in 6M-Mar2020. Revenue from New Holland tractors and JCB construction equipment was lower by 20.0% in 6M-Mar2021 as compared to 6M-Mar2020 and was mainly due to fewer number of units sold as a result of disruptions to local banks for hire purchase financing for tractors and delays in port clearance for pre-ordered JCB inventories. Revenue from Volkswagen vehicles and Ducati motorbikes also decreased by 40.7% in 6M-Mar2021 as compared to 6M-Mar2020 mainly due to the closures of vehicles registration offices and dealer showrooms.

Financial services revenue was generated by Yoma Fleet, which is in the vehicle leasing and rental business. Revenue in 6M-Mar2021 stood fairly constant at US\$3.45 million as compared to US\$3.51 million in 6M-Mar2020.

The Group recorded significantly lower revenue of US\$10.56 million in its consumer segment in 6M-Mar2021 as compared to US\$19.01 million in 6M-Mar2020. The decrease mainly relates to the KFC and YKKO restaurants business which was impacted by fewer number of operating stores, shorter operating hours, disrupted trade zones and precautionary safety measures adopted by the Group during the 6M-Mar2021 period.

Gross profit margin of 32.8% in 6M-Mar2021 was slightly higher than the 31.6% recorded in 6M-Mar2020. The increase was mainly due to higher gross profit margins recorded by the real estate development segment due to the sales of higher margin products at PHE and StarCity, which was partially offset by the decrease in consumer gross profit margins where higher costs, such as delivery commissions and packaging costs, were recorded in 6M-Mar2021.

In 6M-Mar2021, the Group recorded other gains of US\$2.84 million as compared to US\$4.84 million in 6M-Mar2020. The decrease in 6M-Mar 2021 was mainly due to the absence of the gain on disposal of the Group's investment in the telecommunication towers business which occurred in November 2019.

Included in finance expenses, net were the following items:-

The Group		
US\$'million		
6-month period ended		
	31.03.2021	31.03.2020
Interest expenses on borrowings	9.69	11.25
Interest expenses on lease liabilities and deferred trade payables	2.04	2.22
Finance fee	1.06	1.33
Currency translation losses on borrowings, net	2.08	(6.13)
	14.87	8.67

Interest expenses on borrowings decreased in 6M-Mar2021 as compared to 6M-Mar2020 mainly due to a lower interest rate environment as a result of falling USD LIBOR and MMK borrowing rates. Currency translation losses on borrowings was recorded in 6M-Mar2021 mainly due to the weakening of USD against Thai Bhat in this period as

compared to currency translation gains in 6M-Mar2020 due to the strengthening of USD against Thai Bhat in that period.

Administrative expenses stood at US\$24.72 million in 6M-Mar2021 which was 19.5% lower as compared to US\$30.70 million in 6M-Mar2020. Administrative expenses were mainly made up of staff costs, short-term leases of premises and the depreciation of property, plant and equipment. The decrease in administrative expenses was a result of continued cost control measures imposed during 6M-Mar2021, including staff salary reductions, lower overheads and fewer professional fees incurred and rental and utilities rebates.

The Group recorded a share of losses of joint ventures of US\$0.76 million in 6M-Mar2021 as compared to share of losses of US\$0.57 million in 6M-Mar2020. This share of losses was mainly due to higher losses in Yoma Micropower where borrowing costs were higher due to additional funding secured for the ongoing rollout of new sites. However, this increase in losses was mitigated by an improvement in the Mitsubishi Motors joint venture where 517 vehicles were sold in 6M-Mar2021 as compared to 310 vehicles in 6M-Mar2020.

In 6M-Mar2021, the Group recognised a higher share of profits of associated companies of US\$1.97 million as compared to US\$1.23 million in 6M-Mar2020. This improvement was mainly due to the lower share of losses recorded by Memories Group and Seagram Myanmar. The Group's share of profits from Wave Money in 6M-Mar2021 was slightly lower as compared to 6M-Mar2020 as Wave Money's business has been affected by the current situation in Myanmar, in particular the disruption of mobile services.

As a result of the above, the Group recorded a net loss attributable to equity holders of the Company of US\$19.92 million in 6M-Mar2021 as compared to US\$15.94 million in 6M-Mar2020.

STATEMENT OF FINANCIAL POSITION

Net assets attributable to equity holders stood at US\$564.34 million as at 31 March 2021 as compared to US\$599.31 million as at 30 September 2020 mainly due to the net loss of US\$19.92 million recorded in 6M-Mar2021.

Assets of disposal group classified as held-for sale and liabilities directly associated with disposal group held-for-sale relate to the Group's investment in the retail mall in Dalian which are held through the Group's subsidiaries, Wayville Investments Limited and Xun Xiang (Dalian) Enterprise Co., Ltd.

Current assets increased from US\$551.49 million as at 30 September 2020 to US\$578.57 million as at 31 March 2021, which was mainly due to the increase in development properties from US\$304.76 million to US\$338.07 million for additional construction costs incurred. The majority of development properties relates to the Yoma Central project, which totaled US\$274.14 million as at 31 March 2021. The increase in development properties was partially offset by the recognition of costs relating to sold residential units, primarily at City Loft and Star Villas at StarCity and The Peninsula Residences at Yoma Central, in profit or loss.

Non-current assets decreased slightly from US\$757.96 million as at 30 September 2020 to US\$752.17 million as at 31 March 2021. The major movements in non-current assets came from (i) a 6.5% decrease in value in investment properties due to the consolidation of Myanmar Kyats subsidiaries arising from the weakening of MMK against USD; and (ii) a 14.9% increase in value in investments in associated companies and joint ventures due to the net share of profits during 6M-Mar2021 and additional investments into Wave Money and a new joint venture for the City Loft West project.

Current liabilities as at 31 March 2021 was US\$212.38 million as compared to US\$172.23 million as at 30 September 2020. The increase was mainly due to advance receipts received for a new leasing project and the reclassification of borrowings due within the next 12 months from non-current to current liabilities.

Non-current liabilities increased from US\$375.51 million as at 30 September 2020 to US\$384.54 million as at 31 March 2021, which was mainly due to additional non-current borrowings of US\$46.43 million from Ayala Corporation and that was partially offset by certain debt repayments as well as the reclassification of borrowings due within the next 12 months to current liabilities.

CASHFLOW STATEMENT

Cash and bank balances stood at US\$49.12 million as at 31 March 2021 as compared to US\$51.35 million as at 31 March 2020. Included in the cash and bank balances as at 31 March 2021 were bank balances amounting to US\$13.05 million (31 March 2020: US\$10.94 million) which were restricted for use in debt service reserve accounts in relation to certain loans. In 6M-Mar2021, the Group's cash generated from operating activities was lower than that of 6M-Mar2020 mainly due to the absence of the sales proceeds from the disposal of the Group's investment in the telecommunication towers business. Net cashflow used in investing activities decreased from US\$63.42 million in 6M-Mar2020 to US\$38.41 million in 6M-Mar2021 and were mostly related to the Yoma Central project. This is in line with the Group's direction to focus on its business operations and reduce its capital expenditures.

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

The current announced results are in line with the general prospect commentary as disclosed to shareholders in the previous results announcements.

10. 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.

Since 01 February 2021, domestic activities and trade have been severely impacted by reduced mobility, protests, worker strikes and the ongoing disruption to essential services, including banking, logistics and internet services. The recent uncertainty compounded an already challenging environment brought on by the second wave of COVID-19. On 26 March 2021, the World Bank revised its forecast for Myanmar's economy to contract 10 per cent this year¹, a sharp reversal from the World Bank's previous economic update in October 2020 when it predicted Myanmar's economy would grow by 5.9 per cent.

Essential services in Myanmar have been significantly impacted in the following ways:

- **Intermittent Banking Services:** The staff of many banks have been on strike between February 2021 and April 2021, causing essential banking services, such as lending, money transfer and inter-bank settlement, to be severely curtailed. Whilst some banking services have resumed since the end of April, the availability of credit continues to be limited which has impacted customers of the Group's real estate and automotive businesses who rely on bank financing.
- **Acute Physical Cash Shortage:** The availability of physical cash has been significantly reduced in Myanmar with regulations imposed to limit weekly cash withdrawals for individuals and corporates to MMK 2 million (USD 1,400) and MMK 20 million (USD 14,000), respectively. As cash withdrawals from banks became unreliable, the economy rapidly reverted back to a cash economy which further exacerbated the physical cash shortage issue. This impacts the ability of the Group's Heavy Equipment and Yoma Fleet customers to make payments in a timely manner.
- **Limited Internet:** Internet over mobile 4G has been suspended since April 2021. Wave Money's operations has been severely impacted as customers and agents were not able to connect to the network. Since 3rd May

¹ <https://pubdocs.worldbank.org/en/537621563917606875/mpo-mmr.pdf>

2021, the Wave Money app has been restored on mobile 4G networks, and the Group anticipates Wave Money's services to recover in the future. The Group's F&B businesses have been similarly impacted by the suspension of food delivery apps which also relied on mobile 4G for their operations.

- **Disruption of Essential Services:** Medical professionals, bank staff and government employees, amongst others, had their services disrupted. As a result, many government approvals (such as for car permits and customs operations) and other essential services are slower or have been halted altogether.

The Group expects its businesses to be impacted in varying degrees for the foreseeable future:

- **Real Estate Development (StarCity and Pun Hlaing Estate):** Construction works for sold units are expected to continue at StarCity for City Loft and Star Villas and at Pun Hlaing Estate, albeit at a slower overall construction pace. The aggregate of US\$19 million of unrecognised revenue for the sold units is expected to be realised in the Group's financial results as construction progresses.
- **Real Estate Services:** Residential leasing is expected to remain active and will be augmented by an increase in commercial leasing activities after October 2021. The Group is converting the Dulwich College campus at StarCity into an office building and the anchor tenant which had been secured for the Star Hub development² has agreed to take up the lease in this office building instead. The development plan for StarCity into a commercial and activity hub would be deferred and the suspension of the Dulwich School in Yangon in the near-term is not expected to have a material impact on the Group's financial results.
- **Real Estate - Yoma Central:** Given the uncertainty in the economic environment, the Yoma Central project is to be suspended temporarily in the near- to medium-term, alongside other large-scale construction projects in the country. Negotiations with the main works contractor are being concluded to secure the construction site and to suspend activities. The shareholders and lenders are in discussions to restructure the project loans (which are limited recourse with respect to Yoma Strategic) while reserving their respective rights. All stakeholders are in a constructive dialogue to observe the market conditions and explore a revised construction and financing plan when the environment is more favorable.
- **Wave Money:** While slower economic activities will still impact Wave Money's business, the resumption of the Wave Money app on mobile 4G networks is expected to help meaningfully in the recovery of transaction volumes and monthly active users. The Company had informed shareholders on 03 May 2021 that the long stop date of 30 April 2021 in relation to the proposed strategic partnership in Wave Money with Ant Group and the Group's proposed acquisition of controlling interest of Wave Money from Telenor Group had not been extended by the parties. Following this, the Company will likely explore other available opportunities as the parties acknowledged that they have no obligations to complete either or both transactions. Further announcements would be made as and when appropriate.
- **Yoma Fleet:** While the majority of its leases are long-term, Yoma Fleet is closely monitoring the credit condition of its customers and focusing on the collection of lease payments. The Group expects collections to remain challenging with increased risk of delinquencies. Furthermore, Yoma Fleet does not expect AUM growth in the near- to medium- term until the financing markets recover.
- **F&B:** The Group's restaurants businesses will be affected by consumer spending disruptions throughout the country. The Group will look to permanently or temporarily close up to a third of its restaurants if they can no longer be operated profitably.
- **Automotive and Heavy Equipment:** Sales of motor vehicles and heavy equipment are expected to remain slow due to weakened sentiment, supply chain disruptions and reduced availability of hire-purchase financing from local banks.

² Please refer to the Company's press release dated 30 November 2020 for information on the Star Hub development.

Maintaining balance sheet stability and financial liquidity is currently the main priority for the Group. Above and beyond the cost control measures taken as a result of COVID-19, the Group has implemented stringent financial management measures which include:

- (i) Reduction in non-staff operating costs;
- (ii) Cessation or suspension of most capital expenditures;
- (iii) Reduction of inventory and monetisation of existing PPE stocks
- (iv) Discussions with lenders on revising principal and interest payment schedules, and
- (v) Reduction in staff costs by more than 60% through a cut to its workforce, unpaid leave and additional pay reductions for other employees and a rationalisation of its corporate functions. For the foreseeable future, the Group's Executive Chairman, CEO and CFO have voluntarily taken a 100% reduction in their salary, while the Directors will receive a 50% reduction in their fees.

Cost efficiency gains from the above initiatives will be realised in the coming financial periods, and the Group will stay disciplined in continuing to reduce operating costs and defer most capital expenditure to conserve cash and maintain liquidity.

The Group has remained in close dialogue with its international partners and lenders who remain supportive of the Group. The Group will continue to closely monitor the developments in Myanmar and expects to dynamically adjust its approach as the situation unfolds. The Company will provide updates on any changes that will materially impact its businesses.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

In light of the uncertain operating environment in Myanmar and the continuing impact of COVID-19 and the Group's results for 6M-Mar2021, the Board has reviewed and recommended no dividend for 6M-Mar2021.

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?

No.

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommended, a statement to that effect.

No dividend has been declared/recommended by the Board of Directors.

- 13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.**

Not applicable.

- 14. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.**

Please refer to paragraph 8.

- 15. A breakdown of sales**

Not applicable.

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

Not applicable.

- 17. Disclosure on Incorporation, Acquisition and Realisation of Shares pursuant to Rule 706A of the SGX-ST Listing Manual**

Date	Name of Company	Relationship	Description (Incorporation /Disposal)	Paid-Up Share Capital	Principal Activities	Place of incorporation (if applicable)
5 October 2020	Imbergold Pte. Ltd.	Associated company	Struck off	S\$1	Automotive	Singapore
15 December 2020	CLW Development Limited	Associated company	Incorporation	US\$100,000	Real Estate	Myanmar
7 April 2021	Access Myanmar Holding Company Pte. Ltd.	Subsidiary corporation	In the process of striking off	US\$50,000	Consumer	Singapore

18. Interested Person Transactions

The details of interested person transactions for the six-month period ended 31 March 2021 ("6M-Mar2021") are set out below.

Name of Interested Person	Nature of relationship	Aggregate value of all interested person transactions during 6M-Mar2021 (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) US\$'000	Aggregate value of all interested person transactions during 6M-Mar2021 which are conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000) US\$'000
General Transactions			
(a) First Myanmar Investment Public Company Limited	Associates of Mr. Serge Pun, Executive Chairman Associates of Mr. Serge Pun, Executive Chairman	-	69
(b) FMI Industrial Investment Co Ltd		-	141
(c) Hlaing River Golf & Country Club Co., Ltd		-	561
(d) JJ-Pun Trading Company Limited		-	67
(e) Myanmar Agri-Tech Ltd		-	156
(f) Pun Hlaing International Hospital Limited		-	90
(g) Serge Pun & Associates (Myanmar) Ltd		-	268
(h) Yoma Bank Limited		-	2,497
(i) Memories Group Limited		-	32
(j) SPA Assets Management Limited		-	26
(k) Serge Pun		5,351	-

Name of Interested Person	Nature of relationship	Aggregate value of all interested person transactions during 6M-Mar2021 (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) US\$'000	Aggregate value of all interested person transactions during 6M-Mar2021 which are conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000) US\$'000
<u>Treasury Transactions</u>			
(a) Yoma Bank Limited (excluding Meeyahta International Hotel Limited)	Associate of Mr. Serge Pun, Executive Chairman	-	13,521
(b) Yoma Bank Limited (comprising only Meeyahta International Hotel Limited)		-	2,929
<u>Loan Interest Expenses Transaction</u>			
(a) Ayala Corporation	Associate of Mr Fernando Miranda Zobel de Ayala (Non-Executive Director)	-	12,205 ⁽¹⁾

(1) This is an estimated total amount of interest payable to Ayala Corporation for a 5-year loan assuming full repayment of principal at maturity.

19. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1) of the SGX-ST Listing Manual

The Company confirms that it has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1) of the SGX-ST Listing Manual.

20. Disclosure on Incorporation, Acquisition and Realisation of Shares pursuant to Rule 706A of the SGX-ST Listing Manual

There were no acquisitions or realization of shares in any of the Group's subsidiary or associated company nor incorporation of any new subsidiary or associated company by the Company or any of the Group's entities during 6-month period ended 31 March 2021.

BY ORDER OF THE BOARD

Serge Pun
Executive Chairman

Melvyn Pun
Chief Executive Officer

14 May 2021