



BOUSTEAD[®]

Projects

Boustead Projects Limited

**SGX Announcement
Unaudited Results for 1H FY2023
Ended 30 September 2022**

bousteadprojects.com



Corporate Profile

Established in 1996 and listed on the SGX Mainboard, Boustead Projects Limited (SGX:AVM) is a leading provider of innovative eco-sustainable real estate solutions with a regional presence across Singapore, China, Malaysia and Vietnam. Our core businesses are uniquely integrated to support the ecosystem of diversified classes of real estate, comprising:

- Turnkey engineering, full-fledged integrated digital delivery ("IDD"), and project and construction management encompassing design-and-build;
- Real estate development, asset and leasing management; and
- Real estate fund management including being the sponsor and manager of Boustead Industrial Fund, a scalable private real estate trust platform for business park, logistics and industrial properties, and joint owner of Echo Base-BP Capital Pte Ltd, an Asia-centric fund management and services platform focused on smart buildings and integrated developments.

To date, we have constructed and/or developed more than 3,000,000 square metres of real estate for clients including Fortune 500, S&P 500 and Euronext 100 corporations, across diverse sectors like aerospace, business park, food, healthcare and pharmaceutical, high-tech manufacturing, logistics, research & development, technology and waste management, among others. Under the Boustead Development Partnership with a reputable Middle East sovereign wealth fund, we have developed or redeveloped more than half a million square metres of real estate in Singapore including landmark developments like ALICE@Mediapolis and GSK Asia House.

Our in-house capabilities are backed by core engineering expertise, the progressive adoption of transformative methodologies including full-fledged IDD and Industry 4.0 technologies and augmented by strategic partnerships which enable the co-creation of smart, eco-sustainable and future-ready developments. Our wholly-owned Engineering & Construction subsidiary in Singapore, Boustead Projects E&C Pte Ltd ("BP E&C") is the eco-sustainability leader in pioneering Green Mark Platinum-rated new private sector industrial developments under the Building & Construction Authority ("BCA") Green Mark Certification Scheme and a national champion of best practices for transformation, quality, environmental, and workplace safety and health ("WSH") management. BP E&C's related achievements include being the first SkillsFuture Queen Bee for the built environment sector, quality leader on the BCA CONQUAS all-time top 100 industrial projects list and one of only eight bizSAFE Mentors, receiving numerous awards for exemplary WSH performance.

We were awarded the Corporate Excellence & Resilience Award at the Singapore Corporate Awards 2021 Special Edition, a recognition of our best practices in corporate governance and leadership, innovation and resilience during the COVID-19 pandemic. We were also awarded the Singapore Corporate Governance Award in the Newly Listed Category at the Securities Investors Association (Singapore) Investors' Choice Awards 2017 and are one of only 92 SGX-listed corporations on the SGX Fast Track Programme.

Boustead Projects is a 54%-owned subsidiary of Boustead Singapore Limited (SGX:F9D), a progressive global infrastructure-related engineering and technology group which is separately listed on the SGX Mainboard.

Visit us at www.bousteadprojects.com.

BOUSTEAD PROJECTS LIMITED
(Incorporated in Singapore)
AND ITS SUBSIDIARIES

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the six months financial period ended 30 September 2022

Contents

	Page
A Condensed Interim Consolidated Income Statement	3
B Condensed Interim Consolidated Statement of Comprehensive Income	4
C Condensed Interim Statements of Financial Position – Group and Company	5
D Condensed Interim Statements of Changes in Equity – Group and Company	6
E Condensed Interim Consolidated Statement of Cash Flows	10
F Notes to the Condensed Interim Financial Statements	12
G Other Information Required by Listing Rule Appendix 7.2	23

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES

A) CONDENSED INTERIM CONSOLIDATED INCOME STATEMENT

For the six months financial period ended 30 September 2022

	Note	6 months ended		Inc/(Dcr)
		30 Sep 2022	30 Sep 2021	%
		\$'000	\$'000	
Revenue	4.1	117,729	179,126	(34%)
Cost of sales		<u>(106,532)</u>	<u>(167,586)</u>	(36%)
Gross profit		11,197	11,540	(3%)
Interest income	5	4,341	3,659	19%
Other gains – net	6	1,408	2,485	(43%)
Expenses				
- Selling and distribution		(1,267)	(1,748)	(28%)
- Administrative		(5,862)	(8,053)	(27%)
- Finance	8	(942)	(626)	50%
Share of profit of associates and joint ventures		<u>1,720</u>	<u>1,096</u>	57%
Profit before income tax	7	10,595	8,353	27%
Income tax expense	9	<u>(2,931)</u>	<u>(2,453)</u>	19%
Total profit		<u>7,664</u>	<u>5,900</u>	30%
Profit attributable to:				
Equity holders of the Company		7,666	5,902	30%
Non-controlling interests		<u>(2)</u>	<u>(2)</u>	0%
		<u>7,664</u>	<u>5,900</u>	30%
Earnings per share for profit attributable to equity holders of the Company (cents per share)				
- Basic and diluted		2.4	1.9	26%

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES**B) CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME***For the six months financial period ended 30 September 2022*

	6 months ended		Inc/(Dcr) %
	30 Sep 2022 \$'000	30 Sep 2021 \$'000	
Total profit	7,664	5,900	30%
Other comprehensive (loss)/income:			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Share of other comprehensive income of an associate	405	(12)	NM
Currency translation differences arising from consolidation	(1,240)	431	NM
Other comprehensive (loss)/income net of tax	(835)	419	NM
Total comprehensive income	6,829	6,319	8%
Total comprehensive income attributable to:			
Equity holders of the Company	6,831	6,321	8%
Non-controlling interests	(2)	(2)	0%
	6,829	6,319	8%

NM – not meaningful

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES
C) CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
As at 30 September 2022

		GROUP		COMPANY	
	Note	30 Sep 2022 \$'000	31 Mar 2022 \$'000	30 Sep 2022 \$'000	31 Mar 2022 \$'000
ASSETS					
Current assets					
Cash and cash equivalents		165,410	213,866	79,858	119,082
Trade receivables		78,724	45,924	-	3
Other receivables and prepayments		31,459	41,699	283,134	251,083
Investment securities	11	-	62,277	-	-
Finance lease receivables		433	522	-	-
Contract assets		8,353	10,656	-	-
		284,379	374,944	362,992	370,168
Non-current assets					
Trade receivables		12,755	12,320	-	-
Other receivables and prepayments		73,325	73,544	-	-
Investment securities	11	31,661	31,661	31,661	31,661
Property, plant and equipment		1,119	2,211	-	-
Rights-of-use assets		2,091	203	-	16
Finance lease receivables		20,136	20,362	-	-
Investment properties	10	86,924	87,172	-	-
Intangible assets		101	104	-	-
Investments in associates		6,039	5,659	4,376	4,376
Investments in joint ventures		186,845	54,866	71,300	71,334
Investments in subsidiaries		-	-	32,123	32,123
Deferred income tax assets		9,409	9,618	-	-
		430,405	297,720	139,460	139,510
Total assets		714,784	672,664	502,452	509,678
LIABILITIES					
Current liabilities					
Trade and other payables		116,793	120,963	97,294	104,114
Lease liabilities		1,248	871	-	16
Income tax payable		17,623	16,442	1,479	1,142
Contract liabilities		69,292	36,022	-	-
Borrowings	12	617	610	-	-
		205,573	174,908	98,773	105,272
Non-current liabilities					
Trade and other payables		56,100	51,348	-	-
Lease liabilities		45,352	42,761	-	-
Borrowings	12	10,161	9,956	-	-
Deferred income tax liabilities		1,530	1,319	826	703
		113,143	105,384	826	703
Total liabilities		318,716	280,292	99,599	105,975
NET ASSETS		396,068	392,372	402,853	403,703
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	13	15,000	15,000	15,000	15,000
Treasury shares	13	(5,495)	(5,495)	(5,495)	(5,495)
Retained profits		376,778	372,245	381,005	381,855
Other reserves		9,925	10,760	12,343	12,343
		396,208	392,510	402,853	403,703
Non-controlling interests		(140)	(138)	-	-
Total equity		396,068	392,372	402,853	403,703

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES

D) CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY

For the six months financial period ended 30 September 2022

	Other reserves										Subtotal	Equity attributable to equity holders of the Company	Non-controlling interests	Total
	Share capital	Treasury shares	Retained profits	Merger reserve	Capital reserve	Share-based compensation reserve	Foreign currency translation reserve	Fair value reserve	Hedging reserve					
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
GROUP														
1H FY2023														
Balance at 1 April 2022	15,000	(5,495)	372,245	(2,854)	1,201	-	918	11,142	353	10,760		392,510	(138)	392,372
Profit for the period	-	-	7,666	-	-	-	-	-	-	-		7,666	(2)	7,664
Other comprehensive income/(loss) for the period	-	-	-	-	-	-	(1,240)	-	405	(835)		(835)	-	(835)
Total comprehensive income for the period	-	-	7,666	-	-	-	(1,240)	-	405	(835)		6,831	(2)	6,829
Dividends	-	-	(3,133)	-	-	-	-	-	-	-		(3,133)	-	(3,133)
Total transactions with owners, recognised directly in equity	-	-	(3,133)	-	-	-	-	-	-	-		(3,133)	-	(3,133)
Balance at 30 September 2022	15,000	(5,495)	376,778	(2,854)	1,201	-	(322)	11,142	758	9,925		396,208	(140)	396,068

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES
D) CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (cont'd)
For the six months financial period ended 30 September 2022

	(-----Other reserves----- -----)												Total \$'000
	Share capital \$'000	Treasury shares \$'000	Retained profits \$'000	Merger reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Foreign currency translation reserve \$'000	Fair value reserve \$'000	Hedge reserve \$'000	Subtotal \$'000	Equity attributable to of the Company \$'000	Non- controlling interests \$'000	
GROUP													
1H FY2022													
Balance at 1 April 2021	15,000	(7,236)	409,200	(2,854)	64	124	656	10,902	-	8,892	425,856	(133)	425,723
Profit for the period	-	-	5,902	-	-	-	-	-	-	-	5,902	(2)	5,900
Other comprehensive income for the period	-	-	-	-	-	-	431	-	(12)	419	419	-	419
Total comprehensive income for the period	-	-	5,902	-	-	-	431	-	(12)	419	6,321	(2)	6,319
Employee (including directors) share-based compensation													
- Value of employee services	-	-	-	-	-	1,137	-	-	-	1,137	1,137	-	1,137
- Treasury shares re-issued	-	2,057	-	-	1,137	(1,261)	-	-	-	(124)	1,933	-	1,933
Dividends	-	-	(48,291)	-	-	-	-	-	-	-	(48,291)	-	(48,291)
Purchase of treasury shares	-	(316)	-	-	-	-	-	-	-	-	(316)	-	(316)
Total transactions with owners, recognised directly in equity	-	1,741	(48,291)	-	1,137	(124)	-	-	-	1,013	(45,537)	-	(45,537)
Balance at 30 September 2021	15,000	(5,495)	366,811	(2,854)	1,201	-	1,087	10,902	(12)	10,324	386,640	(135)	386,505

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES

D) CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (cont'd)

For the six months financial period ended 30 September 2022

	(-----Other reserves-----)						Subtotal \$'000	Retained profits \$'000	Total \$'000
	Share capital \$'000	Treasury shares \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Fair value reserve \$'000				
COMPANY									
1H FY2023									
Balance at 1 April 2022	15,000	(5,495)	1,201	-	11,142	12,343	381,855	403,703	
Profit for the period representing total comprehensive income for the period	-	-	-	-	-	-	2,283	2,283	
Dividends	-	-	-	-	-	-	(3,133)	(3,133)	
Total transactions with owners, recognised directly in equity	-	-	-	-	-	-	(3,133)	(3,133)	
Balance at 30 September 2022	15,000	(5,495)	1,201	-	11,142	12,343	381,005	402,853	

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES
D) CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (cont'd)
For the six months financial period ended 30 September 2022

	(-----Other reserves-----)						Subtotal \$'000	Retained profits \$'000	Total \$'000
	Share capital \$'000	Treasury shares \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Fair value reserve \$'000				
COMPANY									
1H FY2022									
Balance at 1 April 2021	15,000	(7,236)	64	124	10,902	11,090	247,805	266,659	
Profit for the period, representing total comprehensive income for the period	-	-	-	-	-	-	1,459	1,459	
Employee (including directors) share-based compensation									
- Value of employee services	-	-	-	1,137	-	1,137	-	1,137	
- Treasury shares re-issued	-	2,057	1,137	(1,261)	-	(124)	-	1,933	
Dividends	-	-	-	-	-	-	(48,291)	(48,291)	
Purchase of treasury shares	-	(316)	-	-	-	-	-	(316)	
Total transactions with owners, recognised directly in equity	-	1,741	1,137	(124)	-	1,013	(48,291)	(45,537)	
Balance at 30 September 2021	15,000	(5,495)	1,201	-	10,902	12,103	200,973	222,581	

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES
E) CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS
For the six months financial period ended 30 September 2022

	Group	
	30 Sep 2022 \$'000	30 Sep 2021 \$'000
Cash flows from operating activities		
Profit before income tax	10,595	8,353
Adjustments for:		
- Amortisation of intangible asset	3	3
- Depreciation of right-of-use assets	669	876
- Depreciation expense	1,263	1,353
- Loss on disposal of property, plant and equipment	-	45
- Reversal of impairment loss on property, plant and equipment	(25)	-
- Loss on disposal of right-of-use assets	-	105
- Share of profit of associates and joint ventures	(1,720)	(1,096)
- Elimination of share of unrealised construction, project management and acquisition fee margins	200	218
- Employee (including directors) share-based compensation expense	-	1,137
- Fair value gain on financial assets, at FVPL	(1,549)	(1,588)
- Interest income	(4,341)	(3,659)
- Loss on winding up of a joint venture	21	-
- Finance expenses	942	626
- Currency exchange losses / (gains) – net	141	(897)
	6,199	5,476
Change in working capital:		
- Trade and other receivables	(30,064)	9,751
- Contract assets and liabilities – net	35,948	(7,768)
- Inventories	-	2,157
- Trade and other payables	(25,410)	(16,450)
Cash provided by operations	(13,327)	(6,834)
Interest received	1,149	1,115
Interest paid	(175)	(25)
Income tax paid	(1,306)	(2,380)
Net cash used in operating activities	(13,659)	(8,124)

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES
E) CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (cont'd)
For the six months financial period ended 30 September 2022

	Group	
	30 Sep 2022 \$'000	30 Sep 2021 \$'000
Cash flows from investing activities		
Purchase of property, plant and equipment	(39)	(5)
Government grant received	-	24
Proceeds from disposal of property, plant and equipment	900	14
Proceeds from winding up of a joint venture	15	-
Additions to investment property	(433)	(4,740)
Loan to a non-related party	(1,970)	-
Loan to a related party	(4,155)	-
Dividends received from associates and joint ventures	9,016	3,644
Deposits paid for an investment	-	(6,475)
Investments in associates	-	(576)
Investments in a joint venture	(34,374)	-
Interest received on loan to non-related party	31	42
Interest received on loan to related party	-	84
Interest received on notes issued by an associate	2,553	1,358
Purchase of investment securities, at FVPL	-	(58,500)
Net cash used in investing activities	(28,456)	(65,130)
Cash flows from financing activities		
Repayment of borrowings	(304)	-
Principal payment of lease liabilities	(421)	(722)
Interest payment of lease liabilities	(963)	(970)
Purchase of treasury shares	-	(316)
Proceeds from treasury shares re-issued	-	1,934
Dividends paid to equity holders of the Company	(3,133)	(48,291)
Net cash used in financing activities	(4,821)	(48,365)
Net decrease in cash and cash equivalents	(46,936)	(121,619)
Cash and cash equivalents		
Beginning of financial period	213,866	297,987
Effect of currency translation on cash and cash equivalents	(1,520)	248
End of financial period	165,410	176,616

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES

F) NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the six months financial period ended 30 September 2022

1) Corporate information

Boustead Projects Limited (the “Company”) is listed on the Singapore Exchange and incorporated and domiciled in Singapore. The address of its registered office and principal place of business is 82 Ubi Avenue 4, #07-01 Edward Boustead Centre, Singapore 408832. These condensed interim financial statements as at and for the six months ended 30 September 2022 are related to the Company and its subsidiaries (collectively, the “Group”), along with the Group’s investments in associates and joint ventures.

The principal activity of the Company is investment holding, while the principal activities of the Group are to provide turnkey Engineering & Construction (“E&C”) services, including design-and-build services, as well as development management, asset and leasing management, and fund management services for diversified classes of real estate.

The principal activities of the significant subsidiaries, associates and joint ventures are:

- a) Providing turnkey engineering, full-fledged integrated digital delivery (“IDD”), project management and construction management, including design-and-build and property-related services;
- b) Real estate development management, asset management and leasing management, including the holding of property for rental income; and
- c) Real estate fund management.

2) Basis of preparation

The condensed interim financial statements for the six months ended 30 September 2022 have been prepared in accordance with the Singapore Financial Reporting Standards (International) (“SFRS(I)s”) 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 for an understanding of the changes in the Group’s financial position and the Group’s performance since the last audited annual financial statements for the financial year ended 31 March 2022.

The condensed interim financial statements are presented in Singapore Dollars, which is the Group’s functional currency. All financial information presented in Singapore Dollars have been rounded to the nearest thousand, unless otherwise stated.

The accounting policies and method of computations used in the condensed interim consolidated financial statements 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 as set out in Note 2.1 below.

2.1) New and amended SFRS(I)s adopted by the Group

The Group has adopted the new and revised SFRS(I)s and SFRS(I) Interpretations and amendments to SFRS(I)s that are mandatory for application from 1 April 2022:

- Amendments to SFRS(I) 1-16: Property, plant and equipment – proceeds before intended use
- Amendments to SFRS(I) 1-37: Provisions, Contingent Liabilities and Contingent Assets: Onerous Contracts – Cost of Fulfilling a Contract

The adoption of the above amendments to SFRS(I)s did not result in material changes to the Group’s accounting policies and have no material effect on the amounts reported for the current financial year.

2.2) Use of judgements and estimates

In preparing the condensed interim financial statements, management has applied judgements, and made certain assumptions and estimations. Estimates, assumptions and judgements are based on historical experience and other factors and are continually evaluated, including expectations of future events that are believed to be reasonable under the circumstances.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 March 2022:

- a) Impact of Coronavirus Disease 2019 ("COVID-19") pandemic and volatility of the geoeconomics and geopolitical climate
- b) Revenue recognition of Engineering & Construction Contracts
- c) Estimation of subcontractors' claim on variation orders
- d) Valuation of investment securities

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

3) Seasonal operations

The Group's businesses are not affected significantly by seasonal or cyclical factors, notwithstanding pandemic-related impacts.

4) Revenue and segment information

Segment information is presented in respect of the Group's reportable segment provided to the senior management which comprises the Executive Deputy Chairman, Managing Director and Chief Financial Officer for the purpose of resource allocation and assessment of segment performance.

The senior management considers the business from both a business and geographical segment perspective.

The Group's businesses comprise the following:

- a) E&C : Provision of turnkey E&C services.
- b) Real Estate : Developing, owning, managing, leasing and sale of properties, and real estate fund management.
- c) HQ Activities : Management of financial assets and other investments.

4.1) Segment information

a) Segment revenue and results

	E&C		Real Estate		HQ Activities		GROUP	
	30 Sep 2022	30 Sep 2021						
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
6 months ended								
Revenue								
External sales	109,102	172,760	8,627	6,366	-	-	117,729	179,126
Total revenue	109,102	172,760	8,627	6,366	-	-	117,729	179,126
Results								
Segment results	2,238	2,803	4,169	2,292	789	225	7,196	5,320
Includes:								
Depreciation expense	(591)	(476)	(658)	(860)	(14)	(17)	(1,263)	(1,353)
Depreciation of right-of-use assets	(197)	(396)	(452)	(455)	(20)	(25)	(669)	(876)
Amortisation of intangible assets	(3)	(3)	-	-	-	-	(3)	(3)
Subcontractor fees and other construction costs	(97,762)	(159,569)	-	-	-	-	(97,762)	(159,569)
Other (losses) / gains– net	(35)	52	(106)	845	1,549	1,588	1,408	2,485
Employee compensation	(8,079)	(8,607)	(2,255)	(2,140)	(418)	(435)	(10,752)	(11,182)
Employee (including directors) share-based compensation expense	-	(350)	-	(241)	-	(546)	-	(1,137)
Share of profit of associates and joint ventures	327	349	1,393	747	-	-	1,720	1,096
Marketing expenses	(2)	(32)	(115)	(451)	-	(2)	(117)	(485)
Legal and professional fees	(117)	(166)	(97)	(282)	(4)	(31)	(218)	(479)
Property related expenses	(56)	(26)	(1,158)	(761)	(3)	(1)	(1,217)	(788)
Interest income	238	28	3,405	2,874	698	757	4,341	3,659
Finance expenses	(36)	(42)	(906)	(584)	-	-	(942)	(626)
Profit before income tax	2,440	2,789	6,668	4,582	1,487	982	10,595	8,353
Income tax expense	-	-	-	-	-	-	(2,931)	(2,453)
Total profit							7,664	5,900
Attributable to:								
Equity holders of the Company							7,666	5,902
Non-controlling interests							(2)	(2)
							7,664	5,900

b) Segment assets and liabilities

	E&C		Real Estate		HQ Activities		GROUP	
	30 Sep 2022	30 Sep 2021						
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Segment assets								
Segment assets	155,654	123,671	164,809	156,759	80,431	125,983	400,894	406,413
Investment securities	-	-	-	-	31,661	91,509	31,661	91,509
Investments in associates	5,672	5,346	367	-	-	-	6,039	5,346
Investments in joint ventures	-	-	186,845	67,651	-	-	186,845	67,651
Loan to an associate	-	-	7,186	17,632	-	-	7,186	17,632
Notes issued by an associate	-	-	72,750	59,000	-	-	72,750	59,000
Deferred income tax assets	-	-	-	-	-	-	9,409	10,968
Consolidated total assets							714,784	658,519
Additions to:								
- Property, plant and equipment	39	5	-	-	-	-	39	5
- Investment properties	-	-	629	5,050	-	-	629	5,050
- Investment associates	-	576	-	-	-	-	-	576
- Investment securities	-	-	-	-	-	58,500	-	58,500
- Investments in joint ventures	-	-	135,909	-	-	-	135,909	-
Segment liabilities								
Segment liabilities	167,102	151,295	91,313	58,964	782	3,839	259,197	214,098
Unrealised gain on disposal due to retained interests	-	-	40,366	36,469	-	-	40,366	36,469
Share of accumulated loss	-	-	-	601	-	-	-	601
Income tax payable	-	-	-	-	-	-	17,623	19,975
Deferred income tax liabilities	-	-	-	-	-	-	1,530	871
Consolidated total liabilities							318,716	272,014

Cash from business segments are managed under HQ activities segment as per the Group's cash management policy.

4.1) Segment information (cont'd)

c) Geographical information

	Revenue from external customers	
	6 months ended	
	30 Sep 2022	30 Sep 2021
	\$'000	\$'000
Singapore	99,381	143,239
Malaysia	12,888	30,115
Socialist Republic of Vietnam	3,747	1,709
Other countries	1,713	4,063
	<u>117,729</u>	<u>179,126</u>
	Non-current assets (excluding financial assets and deferred income tax assets)	
	30 Sep 2022	31 Mar 2022
	\$'000	\$'000
Singapore	196,174	105,300
Malaysia	432	64
Socialist Republic of Vietnam	84,360	42,491
Other countries	2,534	2,744
	<u>283,500</u>	<u>150,599</u>

The Group operates primarily in Singapore and has operations in Malaysia and the Socialist Republic of Vietnam. Other than Singapore and Malaysia, no single country accounted for 10% or more of the Group's revenue for six months ended 30 September 2022.

4.2) Disaggregation of revenue

	Over time	Total
	\$'000	\$'000
GROUP		
6 months ended 30 Sep 2022		
Revenue from E&C contracts	109,102	109,102
Management fee income	3,162	3,162
	<u>112,264</u>	<u>112,264</u>
Property rental income		<u>5,465</u>
		<u>117,729</u>
	Over time	Total
	\$'000	\$'000
GROUP		
6 months ended 30 Sep 2021		
Revenue from E&C contracts	172,760	172,760
Management fee income	2,932	2,932
	<u>175,692</u>	<u>175,692</u>
Property rental income		3,558
Less: Government grant expense – rent concession		<u>(124)</u>
		<u>179,126</u>

5) **Interest income**

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
	\$'000	\$'000
Interest income on financial assets measured at amortised cost	4,001	3,312
Finance income on sublease	340	347
	<u>4,341</u>	<u>3,659</u>

6) **Other gains – net**

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
	\$'000	\$'000
Currency exchange (losses)/gains – net	(141)	897
Fair value gain on financial assets, at FVPL	1,549	1,588
	<u>1,408</u>	<u>2,485</u>

7) **Expenses by nature**

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
	\$'000	\$'000
<u>Profit before income tax is arrived at after charging the following:</u>		
Depreciation expense	1,263	1,353
Depreciation of right-of-use assets	669	876
Amortisation of intangible assets	3	3
Subcontractor fees and other construction costs	97,762	159,569
Employee compensation	10,752	11,182
Employee (including directors) share-based compensation expense	-	1,137
Marketing expenses	117	485
Legal and professional fees	218	479
Property related expenses	1,217	788
	<u>1,217</u>	<u>788</u>

8) **Finance expenses**

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
	\$'000	\$'000
Interest expense on borrowings	175	25
Interest expense on lease liabilities	767	601
	<u>942</u>	<u>626</u>

9) Income tax expense

The Group calculates the period income tax expense based on the statutory tax rates of the respective countries that the Group operates in. The major components of income tax expense in the condensed interim consolidated statement of profit or loss are:

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
	\$'000	\$'000
Current income tax expense	2,147	1,914
Deferred income tax expense	451	466
	2,598	2,380
Under/(Over) provision in prior financial years		
Current income tax expense	345	108
Deferred income tax expense	(12)	(35)
	2,931	2,453

10) Investment properties

	<u>Building and other costs</u>	<u>Right-of-use assets</u>	<u>Total</u>
	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>
GROUP			
30 Sep 2022			
<i>Cost</i>			
Beginning of financial period	78,305	28,396	106,701
Additions	629	-	629
Currency translation differences	287	295	582
End of financial period	79,221	28,691	107,912
<i>Accumulated depreciation</i>			
Beginning of financial period	15,187	4,342	19,529
Depreciation charge	1,009	418	1,427
Currency translation differences	9	23	32
End of financial period	16,205	4,783	20,988
Net book value			
End of financial period	63,016	23,908	86,924
30 Sep 2021			
<i>Cost</i>			
Beginning of financial period	71,494	28,070	99,564
Additions	5,050	-	5,050
Currency translation differences	510	519	1,029
End of financial period	77,054	28,589	105,643
<i>Accumulated depreciation</i>			
Beginning of financial period	13,426	3,550	16,976
Depreciation charge	837	332	1,169
Currency translation differences	10	29	39
End of financial period	14,273	3,911	18,184
Net book value			
End of financial period	62,781	24,678	87,459

The Group's investment properties are carried at cost less accumulated depreciation and impairment losses. The Group has considered that there are no impairment indicators on these investment properties as at 30 September 2022.

11) Investment securities

	GROUP		COMPANY	
	30 Sep 2022 \$'000	31 Mar 2022 \$'000	30 Sep 2022 \$'000	31 Mar 2022 \$'000
Financial assets, at FVPL	-	62,277	-	-
Financial assets, at FVOCI	31,661	31,661	31,661	31,661
Total	31,661	93,938	31,661	31,661
Less: Current portion	-	(62,277)	-	-
Non-current portion	31,661	31,661	31,661	31,661

In August 2021, the Group purchased \$58.5 million non-listed mezzanine debt issued by SC Aetas (Cayman) Ltd, in which the fair value increased to \$62.3 million as at 31 March 2022. During 1H FY2023, the Group recognised fair value gains amounting to \$1,549,000 (1H FY2022: \$1,588,000). The fair value of this investment is determined using the discounted cash flow model considering the present value of the expected future payments, discounted using a credit-adjusted discount rate.

On 24 June 2022, the Group's newly incorporated 50%-owned joint venture, Bideford House Pte Ltd, entered into an agreement to purchase the mixed development property at 28 & 30 Bideford Road from SC Aetas Holdings Pte Ltd ("Vendor"), at a consideration of \$515,000,100. The consideration was funded by Bideford House Pte Ltd via external bank financing as well as shareholders' loan. As agreed with the Vendor, \$60 million of the investment in mezzanine debt was set-off against the Group's share of the consideration, with the remaining \$3,826,000 receivable from the Vendor.

The fair value of the financial assets, at FVOCI is determined using an asset-based valuation model taking into consideration the fair value of the underlying properties being developed. The fair value of the underlying property as at 31 March 2022 is based on a valuation performed by an independent professional property valuer. The Group has assessed that the valuation methods and assumptions used as at 30 September 2022 are reflective of current market situations and there is no significant change to the fair value of the financial assets, at FVOCI.

Details of the significant valuation techniques and key inputs used in the determination of fair value categorised under Level 3 of the fair value hierarchy are as follows:

Description	Valuation technique	Unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Financial assets, at FVPL	Discounted cash flow approach and market approach	Credit-adjusted discount rate	10% (2022: 10%)	The higher the credit-adjusted discount rate, the lower the fair value.
		Sale price of property	\$515,000,100	The higher the sale price, the higher the fair value.
Financial assets, at FVOCI	Income capitalisation approach and asset-based valuation	Capitalisation rate	4% - 5% (2022: 4% - 5%)	The higher the capitalisation rate, the lower the fair value.
		Discount for lack of control	20% (2022: 20%)	The higher the discount for lack of control, the lower the fair value.

12) Borrowings

	GROUP	
	30 Sep 2022 \$'000	31 Mar 2022 \$'000
<u>Amount repayable within one year or less, or on demand</u>		
Unsecured	617	610
<u>Amount repayable after one year</u>		
Unsecured	1,379	1,689
Secured	8,782	8,267
	<u>10,161</u>	<u>9,956</u>

As at 30 September 2022, total borrowings of \$8,782,000 (31 March 2022: \$8,267,000) are secured by investment properties of the Group.

13) Share capital and treasury shares

	No. of ordinary shares		Amount	
	Issued share capital '000	Treasury shares '000	Share capital \$'000	Treasury shares \$'000
GROUP and COMPANY				
30 Sep 2022				
Beginning and end of financial year	<u>320,000</u>	<u>(6,739)</u>	<u>15,000</u>	<u>(5,495)</u>
31 Mar 2022				
Beginning of financial year	320,000	(8,973)	15,000	(7,236)
Purchase of treasury shares	-	(317)	-	(316)
Treasury shares re-issued	-	2,551	-	2,057
End of financial year	<u>320,000</u>	<u>(6,739)</u>	<u>15,000</u>	<u>(5,495)</u>

All issued ordinary shares are fully paid-up. There is no par value for these ordinary shares. Fully paid-up ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

During the period, there was no change to the issued and paid-up capital of the Company (excluding treasury shares) of 313,260,631 (30.09.21: 313,260,631) ordinary shares. As at 30 September 2022, there were a total of 6,739,369 (30.09.21: 6,739,369) treasury shares.

14) Dividends

	GROUP	
	30 Sep 2022 \$'000	30 Sep 2021 \$'000
Ordinary dividends paid		
Dividends paid in respect of the previous financial year of 0.2 cents (2022: 0.9 cents) per share	627	2,822
Special dividends paid		
Dividends paid in respect of the previous financial year of 0.8 cents (2022: 14.5 cents) per share	2,506	45,469
	<u>3,133</u>	<u>48,291</u>

15) **Earnings per share**

a) **Basic earnings per share**

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
Profit attributable to equity holders of the Company (\$'000)	7,666	5,902
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	313,261	311,797
Basic earnings per share (cents per share)	2.4	1.9

b) **Diluted earnings per share**

For the purpose of calculating the diluted earnings per share, profit attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding are adjusted for the effects of all potential dilutive ordinary shares.

Potential dilutive ordinary shares arise from share awards. The weighted average number of shares on issue has been adjusted as if all dilutive share awards were vested. The number of shares that could have been issued upon the vesting of all dilutive share awards is added to the denominator as the number of shares issued for no consideration. No adjustment is made to the net profit.

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
Profit attributable to equity holders of the Company (\$'000)	7,666	5,902
Weighted average number of ordinary shares outstanding for diluted earnings per share ('000)	313,261	311,797
Basic earnings per share (cents per share)	2.4	1.9

16) **Net Asset Value**

	GROUP		COMPANY	
	30 Sep 2022	31 Mar 2022	30 Sep 2022	31 Mar 2022
Net asset value per ordinary share based on issued shares (excluding treasury shares) as at the end of the period reported on (\$)	1.265	1.253	1.286	1.289
Number of issued shares (excluding treasury shares) as at the end of the period reported on	313,260,631	313,260,631	313,260,631	313,260,631

17) **Financial risk management**

a) **Fair value measurements**

The table below presents the assets and liabilities recognised and measured at fair value and classified by level of the following fair value measurement hierarchy:

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

	<u>Level 1</u> \$'000	<u>Level 2</u> \$'000	<u>Level 3</u> \$'000	<u>Total</u> \$'000
GROUP				
30 Sep 2022				
<i>Assets</i>				
Investment securities	-	-	31,661	31,661
31 Mar 2022				
<i>Assets</i>				
Investment securities	-	-	93,938	93,938
	<u>Level 1</u> \$'000	<u>Level 2</u> \$'000	<u>Level 3</u> \$'000	<u>Total</u> \$'000
COMPANY				
30 Sep 2022				
<i>Assets</i>				
Investment securities	-	-	31,661	31,661
31 Mar 2022				
<i>Assets</i>				
Investment securities	-	-	31,661	31,661

Valuation techniques and inputs disclosed in Note 11.

The following table presents the changes in Level 3 instruments:

	<u>Financial assets, at FVPL</u>	<u>Financial assets, at FVOCI</u>
	\$'000	\$'000
Balance at 1 April 2022	62,277	31,661
Fair value gain recognised in profit or loss within "other gains-nets"	1,549	-
Reclassification to investments in joint ventures	(60,000)	-
Reclassification to other receivables	(3,826)	-
Balance at 30 September 2022	-	31,661
Balance at 1 April 2021	-	31,421
Addition	58,500	-
Fair value gain recognised in profit or loss within "other gains-nets"	1,588	-
Balance at 30 September 2021	60,088	31,421

18) Related party transactions

In addition to the information disclosed elsewhere in the interim condensed financial statements, the following transactions took place between the Group and related parties at terms agreed between the parties:

a) Sales and purchases of goods and services

	GROUP	
	6 months ended	
	30 Sep 2022	30 Sep 2021
Office expense to a fellow subsidiary (includes shared expenses such as IT, utilities and common area usage)	(23)	(26)
Office expense to an associate	(20)	(20)
Lease payment to a joint venture	(2)	-
Lease payment to an associate	(254)	(341)
Project and development management fees from joint ventures*	-	9
Construction contract revenue from joint ventures*	81	5,140
Assets, property, lease management and performance fees from joint ventures	1,203	1,508
Assets, property management and acquisition fees from an associate	1,615	1,306
Interest income from:		
- Associates	2,575	2,264
- Related party (a subsidiary of an associate)	-	135

* Transaction values disclosed are after elimination of the Group's shares in the transaction.

19) Subsequent events

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

BOUSTEAD PROJECTS LIMITED AND ITS SUBSIDIARIES

G) OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7.2

For the six months financial period ended 30 September 2022

1) Review

The condensed statement of financial position of Boustead Projects Limited and its subsidiaries as at 30 September 2022 and the related condensed consolidated profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year ended 30 September 2022 and certain explanatory notes have not been audited or reviewed.

2) 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.

Overview

The Boustead Projects Group ("BP Group")'s revenue is largely derived from project-oriented business and as such, half-year results may not accurately reflect the full-year performance. Full-year to full-year comparisons are more appropriate for analytical purposes.

For the first half ended 30 September 2022 ("1H FY2023"), overall revenue was 34% lower year-on-year at \$117.7 million, mainly attributable to lower revenue contributions from the Engineering & Construction ("E&C") Business, in line with a leaner order backlog of E&C projects carried forward at the end of FY2022. However, this was partially offset by higher revenue contributions from the Real Estate Business, arising from higher rental income from growing real estate activities in Vietnam. Total profit for 1H FY2023 was 30% higher year-on-year at \$7.7 million, mainly attributable to interest income, share of profit of associates and joint ventures, and lower overhead expenses.

Segment Revenue (Section A; Section F, Note 4.1a)

Segment	Revenue		Favourable/ (Unfavourable)
	6 months ended		Change %
	1H FY2023	1H FY2022	
	\$'m	\$'m	
E&C	109.1	172.8	-37
Real Estate	8.6	6.4	+36
BP Group Total	117.7	179.1	-34

Note: Any differences in summation are due to rounding differences.

E&C revenue for 1H FY2023 was 37% lower year-on-year at \$109.1 million, mainly due to reduced revenue recognition from the leaner order backlog of E&C projects, as mentioned earlier.

Real Estate revenue for 1H FY2023 was 36% higher year-on-year at \$8.6 million, mainly due to higher rental income from growing real estate activities in Vietnam, as mentioned earlier.

Group Profitability (Section A; Section F, Note 4.1a)

A breakdown of profit before income tax ("PBT") by business segment is provided as follows.

Segment	PBT		Favourable/ (Unfavourable)
	6 months ended		Change %
	1H FY2023	1H FY2022	
	\$'m	\$'m	
E&C	2.4	2.8	-13
Real Estate	6.7	4.6	+46
Investment	1.5	1.0	+51
BP Group Total	10.6	8.4	+27

Note: Any differences in summation are due to rounding differences.

The BP Group's overall gross profit for 1H FY2023 was 3% lower year-on-year at \$11.2 million, mainly due to the significantly lower revenue from the E&C Business as mentioned earlier.

Interest income for 1H FY2023 (Section F, Note 5) was 19% higher year-on-year at \$4.3 million, mainly due to the greater interest income derived from holdings of notes issued by Boustead Industrial Fund ("BIF").

Other gains for 1H FY2023 (Section F, Note 6) were 43% lower year-on-year at \$1.4 million, mainly due to marginal foreign exchange losses registered in 1H FY2023 as compared to significant gains in 1H FY2022.

Total overhead expenses for 1H FY2023 (Section A) were 27% lower year-on-year at \$7.1 million (selling and distribution expenses of \$1.3 million and administrative expenses of \$5.9 million), mainly due to the absence of share-based compensation expense for directors and lower employee compensation.

Finance expenses for 1H FY2023 (Section F, Note 8) were 50% higher year-on-year at \$0.9 million, due to an increase in bank loans and lease liabilities, following the completion of Boustead Industrial Park Phase 2A in Vietnam.

Share of profit of associates and joint ventures for 1H FY2023 (Section A) was 57% higher year-on-year at \$1.7 million, mainly due to improvements in ongoing asset stabilisations under joint ventures, partially offset by higher share of losses under associates and for the newly acquired 28 & 30 Bideford Road.

PBT for 1H FY2023 (Section F, Note 7) was 27% higher year-on-year at \$10.6 million, mainly due to improvements in interest income, share of profit of associates and joint ventures, and lower overhead expenses, as explained earlier.

Income tax expense for 1H FY2023 (Section F, Note 9) was 19% higher year-on-year at \$2.9 million, in line with the increase in PBT.

Both total profit and profit attributable to equity holders of the Company ("net profit") for 1H FY2023 were 30% higher year-on-year at \$7.7 million, for reasons explained earlier.

Statement of Cash Flows (Section E)

During 1H FY2023, cash and cash equivalents (after taking into account the effects of currency translation) decreased by \$48.5 million to \$165.4 million, due to net cash used in operating, investing and financing activities.

Net cash used in operating activities for 1H FY2023 amounted to \$13.7 million, mainly due to operating cash flow before changes in working capital of \$6.2 million being offset by a negative change in working capital of \$19.9 million.

Net cash used in investing activities for 1H FY2023 amounted to \$28.5 million, mainly due to the acquisition of 28 & 30 Bideford Road, loan extended to related and non-related parties, partially offset by dividends and interest received from BIF, and other associates and joint ventures.

Net cash used in financing activities for 1H FY2023 amounted to \$4.8 million, mainly due to dividends paid to equity holders of the Company, and principal and interest payments of lease liabilities.

Balance Sheets (Section C)

At the end of 1H FY2023, the BP Group's financial position remained healthy, with cash and cash equivalents of \$165.4 million and total equity of \$396.1 million.

Under assets, cash and cash equivalents decreased to \$165.4 million as explained earlier under the commentary for Statement of Cash Flows. Total trade receivables (both current and non-current) increased to \$91.5 million, mainly due to increased progress billings made to clients. Other receivables and prepayments (both current and non-current) decreased to \$104.8 million, mainly due to reclassification of deposits paid for an investment to investment in joint venture. Current investment securities (Section F, Note 11) as at 31 March 2022 comprise the mezzanine debt issued by SC Aetas (Cayman) Ltd, and this was transferred to the cost of investment in joint venture in 1H FY2023 as partial settlement of consideration for the acquisition of 28 & 30 Bideford Road.

Under non-current assets, property, plant and equipment decreased to \$1.1 million due to disposal and depreciation expenses. Investments in joint ventures increased to \$186.8 million, mainly due to the investments in Bideford House Pte Ltd and KTG & Boustead Joint Stock Company, the holding company for KTG & Boustead Industrial Logistics Fund.

Net contract liabilities increased to \$60.9 million, mainly due to significant increased billing to clients in line with payment milestones.

The BP Group's net asset value per share (Section F, Note 16) climbed to \$1.265. The BP Group's net cash position (cash and cash equivalents less total borrowings) decreased to \$154.6 million.

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

None.

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 BP Group's current order backlog (unrecognised project revenue remaining at the end of 1H FY2023 plus the total value of new orders secured since then) stands at a healthier level of \$452 million, having secured \$320 million in new contracts since the start of FY2023, including a previously announced record contract from a Fortune 500 corporation valued at approximately \$300 million.

During 1H FY2023, the BP Group achieved meaningful progression with its two largest projects secured pre-pandemic – JTC Kranji Green and Surbana Jurong Campus – and is expecting to complete these projects in FY2023. As the pre-pandemic projects move toward completion, the BP Group expects to free up more resources that would enable it to secure new projects such as the record contract mentioned earlier, in line with its plans to selectively rebuild its order backlog in high value-added sectors where it maintains a competitive advantage, expertise and familiarity that would mitigate longer term challenges. Notwithstanding that, there could still be margin risks associated with the complex geoeconomic and geopolitical landscape, and tighter local conditions for manpower, materials and supply chain.

Under the Real Estate Business, the BP Group continues to boost recurring income through asset stabilisations and higher occupancies, with active management and leasing efforts. During May 2022, the BP Group announced the proposed acquisition of a 60% shareholding in KTG & Boustead Joint Stock Company ("KBJSC"), the holding company for KTG & Boustead Industrial Logistics Fund, a move which will strengthen the BP Group's strategic presence in Vietnam, once the transaction is completed. Outside of industrial real estate activities, the BP Group also announced that its 50%-owned joint venture had acquired 28 & 30 Bideford Road, a brand new Grade-A 18-floor mixed development comprising hospitality, healthcare and commercial components in Singapore's prime Orchard Precinct for \$515 million. The BP Group is currently working on bringing the development into full operations.

In view of the progress made by the E&C Business, Real Estate Business and growing fund management activities, the BP Group expects improved profitability in FY2023 in comparison to FY2022, barring any unforeseen circumstances and disruptions. With a healthier order backlog and stable financial position, the BP Group remains well-positioned to pursue value-creation opportunities across the region.

5) Dividend

a) Current financial period reported on

Any dividend declared for the current financial period reported on?

No.

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) Record and payment date

Not applicable.

6) If no dividend has been declared/(recommended), a statement to that effect.

No dividend has been declared/recommendeded for this period, as it is not a practice for the Company to declare interim dividends.

- 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 has not obtained a general mandate from shareholders for interested person transactions.

8) **Disclosures on acquisition and realisation of shares pursuant to Rule 706A**

Acquisition of 60% interest in KTG & Boustead Joint Stock Company in Vietnam

On 5 May 2022, BP-Vietnam Development Pte. Ltd. (“BP-VD”), a wholly-owned subsidiary of the Company had acquired 60% of the issued and paid-up share capital in KTG & Boustead Joint Stock Company (“KBJSC”) (“Acquisition”). With the Acquisition, BP-VD and Khai Toan Joint Stock Company (“KTG”) each owns 60% and 40% of the issued and paid-up share capital of KBJSC.

For further details on the Acquisition, please refer to announcement made by the Company on 5 May 2022.

Incorporation of joint venture company

The Company’s wholly-owned subsidiary, BP-Real Estate Investment Pte. Ltd. (“BPRE”) had incorporated the entity below during 1H FY2023:

Name	: Bideford House Pte. Ltd. (“Bideford House”)
Country of incorporation	: Singapore
Date of incorporation	: 13 May 2022
Issued and paid-up share capital	: \$100-00 divided into 100 ordinary shares
Effective percentage interest held by the Company	: 50%
Principal activity	: Real Estate Developers

The incorporation of Bideford House is not expected to have any material impact on the Group’s earnings per share or net tangible asset value per share for the financial year ending 31 March 2023.

Incorporation of overseas entity

The Company’s associate company, DSCO Group Holdings Pte. Ltd. (“DSCO”) had incorporated the entity below during 1H FY2023:

Name	: DSCO Taiwan Company Limited. (“DSCO Taiwan”)
Country of incorporation	: Taiwan
Date of incorporation	: 1 Jun 2022
Issued and paid-up share capital	: NT500,000 divided into 50,000 ordinary shares
Effective percentage interest held by the Company	: 25%
Principal activity	: Management consultancy; Other consultancy; and Business which is not restricted or prohibited by law.

The incorporation of DSCO Taiwan is not expected to have any material impact on the Group’s earnings per share or net tangible asset value per share for the financial year ending 31 March 2023.

Dissolution of joint venture company in Vietnam

The Company’s joint venture company in Vietnam, EFactory Vietnam Company Limited (“EFV”), has been dissolved with effect from 4 April 2022. The dissolution of EFV is not expected to have any material impact on the Company’s earnings per share or net tangible assets per share for the financial year ending 31 March 2023.

9) Confirmation of undertakings from Directors and Executive Officers

The Company has procured undertakings from all its directors and executive officers under Rule 720(1) of the Listing Manual.

10) Confirmation by the Board

We, John Lim Kok Min and Wong Yu Wei, being two of the directors of Boustead Projects Limited (the “Company”), do hereby confirm on behalf of the directors of the Company that, to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the 1H FY2023 financial results to be false or misleading in any material aspect.

On behalf of the Board of Directors

John Lim Kok Min
Chairman

Wong Yu Wei
Executive Deputy Chairman

By Order of the Board

Tay Chee Wah
Company Secretary
10 November 2022