



TLV HOLDINGS LIMITED
Company Registration No. 201526542C

**Unaudited Financial Statement and Dividend Announcement
For the Financial Period Ended 30 June 2020**

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CHANGE OF FINANCIAL YEAR END

On 13 February 2020, TLV Holdings Limited (the "Company") announced a change of financial year end from 31 March to 30 June. The financial statements prepared for the unaudited results announcement will cover a 15 month financial period from 1 April 2019 to 30 June 2020 ("**FP2020**") versus a 12 month financial year from 1 April 2018 to 31 March 2019 ("**FY2019**").



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PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

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

	Group		Increase/ (Decrease) %
	FP2020 (Unaudited) S\$'000	FY2019 (Audited) S\$'000	
Revenue	114,121	119,036	(4)
Cost of sales	(84,286)	(89,479)	(6)
Gross profit	29,835	29,557	1
Other operating income	2,215	225	884
Distribution costs	(20,918)	(18,717)	12
Administrative expenses	(6,411)	(5,395)	19
Other operating expenses	(3,556)	(1,484)	140
Share of profit of associated companies	134	231	(42)
Finance costs	(1,885)	(584)	223
(Loss)/ Profit before tax	(586)	3,833	(115)
Income tax credit /(expense)	193	(367)	(153)
(Loss)/ Profit after tax	(393)	3,466	(111)
Other comprehensive income <i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation	35	9	Nm
Share of foreign currency translation of associates	282	107	164
Total comprehensive income	(76)	3,582	(102)
Attributable to :			
Owners of the Company	(476)	3,503	(114)
Non-controlling interests	83	(37)	Nm
	(393)	3,466	(111)
Total comprehensive income attributable to :			
Owners of the Company	(159)	3,619	(104)
Non-controlling interests	83	(37)	Nm
	(76)	3,582	(102)

Nm – not meaningful



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1(a)(ii) Notes to Consolidated Statement of profit or loss and other comprehensive Income

(Loss)/ Profit before income tax is arrived after (charging)/crediting the following:

	Group		Increase/ (Decrease) %
	FP2020 (Unaudited) S\$'000	FY2019 (Audited) S\$'000	
Interest income from financial services	3,099	1,801	72
Net allowances for impairment of trade receivables	(2,860)	(1,247)	129
Net fair value loss on bullion loans designated as financial liabilities at fair value through profit or loss	(2,961)	(58)	NM
Net foreign currency (loss)/gain	525	(6)	NM
Loss on disposal of property, plant and equipment	–	(23)	(100)
Interest expense on bank borrowings	(1,498)	(584)	157
Depreciation of right - of -use assets	(4,919)	–	NM
Depreciation of property, plant and equipment	(1,209)	(897)	35
Amortisation of trademark	(176)	(141)	25



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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

	Group		Company	
	30.06.2020	31.03.2019	30.06.2020	31.03.2019
	Unaudited	Audited	Unaudited	Audited
	S\$'000	S\$'000	S\$'000	S\$'000
<u>ASSETS</u>				
Non-current assets				
Investment in subsidiaries	–	–	82,076	82,076
Investment in associates	6,537	6,407	–	–
Right of use assets	8,620	–	–	–
Property, plant and equipment	10,324	10,967	–	–
Trademarks	528	704	–	–
Other receivables	912	719	–	–
Deferred tax assets	841	459	–	–
	27,762	19,256	82,076	82,076
Current assets				
Inventories	91,053	86,637	–	–
Trade and other receivables	53,148	55,999	13,052	14,500
Prepayments	132	145	3	17
Cash and bank balances	13,681	11,529	1,428	2,419
	158,014	154,310	14,483	16,936
Total assets	185,776	173,566	96,559	99,012
<u>LIABILITIES</u>				
Current liabilities				
Bank borrowings	27,053	17,382	–	–
Bullion loans	3,055	6,836	–	–
Trade and other payables	30,420	34,754	11	995
Lease liabilities	4,375	–	–	–
Income tax payable	274	661	–	–
	65,177	59,633	11	995
NET CURRENT ASSETS	92,837	94,677	14,472	15,941
Non-current liabilities				
Bank borrowings	14,230	10,196	–	–
Lease liabilities	3,849	–	–	–
Deferred tax liabilities	2	–	–	–
Provision	257	175	–	–
	18,338	10,371	–	–
Total Liabilities	83,515	70,004	11	995
NET ASSETS	102,261	103,562	96,548	98,017



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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 (cont'd)

	Group		Company	
	30.06.2020 Unaudited S\$'000	31.03.2019 Audited S\$'000	30.06.2020 Unaudited S\$'000	31.03.2019 Audited S\$'000
Equity attributable to owners of the Company				
Share capital	96,719	96,719	96,719	96,719
Merger reserve	(64,502)	(64,502)	-	-
Treasury shares	(698)	(698)	(698)	(698)
Translation reserve	738	421	-	-
Retained earnings	69,958	71,659	527	1,996
Equity attributable to equity holders	102,215	103,599	96,548	98,017
Non-controlling interest	46	(37)	-	-
Total Equity	102,261	103,562	96,548	98,017

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

Amount repayable in one year or less, or on demand

	30.06.2020 (Unaudited)		31.03.2019 (Audited)	
	Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
Amount repayable in one year or less, or on demand	17,273	12,835	13,401	10,817
Amount repayable after one year	8,441	5,789	10,196	-
	25,714	18,624	23,597	10,817

Details of any collateral:

1. Bank borrowings of \$4.60 million (31 March 2019: \$4.77 million) are secured by first mortgage over leasehold property owned by a subsidiary of the Group.
2. Term loans of \$7.2 million (31 March 2019: \$8.5 million) are secured by a subsidiary's pledge of fixed deposits amounting to about \$2.1 million (31 March 2019: \$1.5 million).
3. Short term bank loans of \$14.0 million (31 March 2019: \$10.0 million) is secured by a subsidiary's cash account and a fixed and floating charge on all present and future assets of the subsidiary.



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

	Group FP2020 Unaudited S\$'000	Group FY2019 Audited S\$'000
Operating activities		
(Loss)/ Profit before tax	(586)	3,833
Adjustments for:		
Depreciation of property, plant & equipment	1,209	897
Depreciation of right-of-use assets	4,919	—
Amortisation of trademark	176	141
Finance costs	1,885	584
Share of profit of associated companies	(134)	(231)
Loss on disposal of associate	174	—
Allowance for impairment of trade receivables	2,860	1,247
Fair value change of bullion loans	2,961	58
Reversal of provision for reinstatement	127	—
Unrealised exchange (gain)/ loss	165	(136)
Loss/ (gain) on disposal of fixed assets	—	23
Operating cash flows before movements in working capital	13,755	6,416
Increase in trade and other receivables and prepayments	(1,303)	(9,112)
(Increase)/decrease in inventories	(4,312)	(8,014)
Decrease in trade and other payables	(3,222)	(1,716)
Increase/(decrease) in bills payable	671	(921)
Cash (used in)/generated from operations	5,589	(13,347)
Interest paid	(1,885)	(584)
Income tax (paid)/ refund, net	(575)	(430)
Net cash generated from /(used in) operating activities	3,129	(14,361)
Investing activities		
Proceeds from disposal of property, plant and equipment	—	38
Investment in an associated company	—	(648)
Payment of reinstatement costs	(61)	(20)
Purchase of property, plant & equipment	(1,545)	(6,712)
Net cash used in investing activities	(1,606)	(7,342)
Financing activities		
Proceeds from bank borrowings	27,000	22,800
Repayment of bank borrowings	(13,655)	(6,072)
New bullion loans	26,697	6,778
Repayment of bullion loans	(33,421)	—
Payment of lease liabilities	(4,678)	—
Repayment of finance lease obligations	—	(139)
New pledged fixed deposits with banks	(600)	(1,500)
Dividends paid	(1,225)	(1,225)
Net cash generated from/ (used in) financing activities	118	20,642



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	Group FP2020 Unaudited S\$'000	Group FY2019 Audited S\$'000
Net increase/(decrease) in cash and cash equivalents	1,641	(1,061)
Net effect of exchange rates changes on the cash balance held in foreign currencies	(89)	54
Cash and cash equivalents at beginning of the financial year	10,029	11,036
Cash and cash equivalents at end of the financial year	11,581	10,029

Note to statement of cash flows:

Cash and cash equivalents included in the consolidated statement of Cash Flow comprise of the following amounts:

	Group FP2020 Unaudited S\$'000	Group FY2019 Audited S\$'000
Cash and bank balances	13,681	11,529
Fixed deposits pledged with banks	(2,100)	(1,500)
Cash and cash equivalents	11,581	10,029



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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 capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

	Share Capital	Merger reserve	Treasury shares	Foreign currency translation reserve	Retained earnings	Non controlling interest	Total Equity
Group (Unaudited)	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
As at 1 April 2019	96,719	(64,502)	(698)	421	71,659	(37)	103,562
Loss for the financial period	–	–	–	–	(476)	83	(393)
Other comprehensive loss							
Foreign currency translation	–	–	–	35	–	–	35
Share of other comprehensive loss of associated company	–	–	–	282	–	–	282
	–	–	–	317	(476)	83	(76)
Contributions by owners and/or distributions by owners							
Dividends Paid	–	–	–	–	(1,225)	–	(1,225)
As at 30 June 2020	96,719	(64,502)	(698)	738	69,958	46	102,261



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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 capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year (cont'd)

	Share Capital	Merger reserve	Treasury shares	Foreign currency translation reserve	Retained earnings	Non controlling interest	Total Equity
Group (Unaudited)	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
As at 1 April 2018	96,719	(64,502)	(698)	305	71,998	–	103,822
<i>Cumulative effects of adopting SFRS(I)</i>	<i>–</i>	<i>–</i>	<i>–</i>	<i>–</i>	<i>(2,617)</i>	<i>–</i>	<i>(2,617)</i>
As restated	96,719	(64,502)	(698)	305	69,381	–	101,205
Profit for the financial year	–	–	–	–	3,503	(37)	3,466
Other comprehensive income							
Foreign currency translation	–	–	–	9	–	–	9
Share of other comprehensive income of associated company	–	–	–	107	–	–	107
	–	–	–	116	3,503	(37)	3,582
Contributions by owners and/or distributions by owners							
Dividends Paid	–	–	–	–	(1,225)	–	(1,225)
As at 31 March 2019	96,719	(64,502)	(698)	421	71,659	(37)	103,562



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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 capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year (cont'd)

Company (Unaudited)	Share Capital S\$'000	Treasury shares S\$'000	Retained earnings S\$'000	Total Equity S\$'000
Balance as at 1 April 2019	96,719	(698)	1,996	98,017
Loss for the financial period	–	–	(244)	(244)
Total comprehensive income	–	–	1,752	97,773
Contributions by owners and/or distributions by owners				
Dividends paid	–	–	(1,225)	(1,225)
Balance as at 30 June 2020	96,719	(698)	527	96,548

Company (Audited)	Share Capital S\$'000	Treasury shares S\$'000	Retained earnings S\$'000	Total Equity S\$'000
Balance as at 1 April 2018	96,719	(698)	2,677	98,698
Profit for the year	–	–	544	544
Total comprehensive income	–	–	544	544
Contributions by owners and/or distributions by owners				
Dividends paid	–	–	(1,225)	(1,225)
Balance as at 31 March 2019	96,719	(698)	1,996	98,017



1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, 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 the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings 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. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed 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.

	Number of Shares	Share capital (S\$'000)
As at 30 June 2020	559,406,000	96,021
As at 31 March 2019	559,406,000	96,021

The Company did not have any outstanding options or convertibles as at 30 June 2020 and 31 March 2019.

	30.06.2020	31.03.2019
Number of issued shares held as treasury shares	6,100,000	6,100,000
Number of issued shares held as subsidiary holdings	–	–
Total number of issued shares excluding treasury shares and subsidiary holdings	559,406,000	559,406,000

Accordingly, the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed is 1.1% as at 30 June 2020 and 31 March 2019 respectively.

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

	30.06.2020	31.03.2019
Total number of issued shares excluding treasury shares	559,406,000	559,406,000



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

Not applicable. There were no sales, transfers, cancellations and/or use of treasury shares during the financial period reported on.

1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

Not applicable. There were no sales, transfers, cancellations and/or use of subsidiary holdings during and as at the end of the current financial period reported on.

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

The figures have not been audited or reviewed by the Company's auditors.

3. Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter)

Not applicable.

3A. Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:

(a) Updates on the efforts taken to resolve each outstanding audit issue.

(b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed. This is not required for any audit issue that is a material uncertainty relating to going concern.

Not applicable. The Group's latest financial statements are not subject to an adverse opinion, qualified opinion or disclaimer of opinion.

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 has consistently applied the same accounting policies and methods of computation in the Group's financial statements for the current reporting period and year compared with the audited financial statements for the year ended 31 March 2019, except that the Group has adopted all applicable new and revised Singapore Financial Reporting Standards (International) ("SFRS(I)") and Interpretations to SFRS(I) that are effective for its financial period beginning 1 April 2019.

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 has adopted SFRS(I) 16 Leases with effect from 1 April 2019. The Group has applied the simplified transition approach and will not restate comparative amounts for the year prior to first adoption and has not restated comparatives for the FY2019 reporting period as permitted under the specific transition provisions in the standard. The Group has also chosen the early adoption of COVID-19 related rent concessions amendments under SFRS(I) 16 practical expedient for lessees with an exemption from assessing whether a COVID-19-related rent concession is a lease modification.



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

	Group	
	FY2020 (Unaudited)	FY2019 (Audited)
(Loss)/ Profit attributable to owners of the Company (S\$'000)	(476)	3,503
Number of ordinary shares for the purposes of basic earnings per share and diluted earnings per share ('000)	559,406	559,406
Basic and diluted (loss)/ earnings per share (Singapore cents) ¹	(0.07)	0.63

Note:

¹ The basic and diluted earnings per share are the same as there were no potential dilutive ordinary shares existing during the financial year.

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

	GROUP		COMPANY	
	30.06.2020 Unaudited	31.03.2019 Audited	30.06.2020 Unaudited	31.03.2019 Audited
Net asset value per ordinary share (Singapore cents)	18.28	18.51	17.26	17.52
Number of issued shares (excluding treasury shares) ('000)	559,406	559,406	559,406	559,406



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8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss:-
- (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

Due to the change in the Company's financial year end, the changes in income and expenses between the 15 months financial period FP2020 are compared against the 12 month financial year FY2019.

Review of the Income Statement of the Group

Revenue

	GROUP		
	FP2020	FY2019	Change
	15 months	12 months	
	(Unaudited)	(Audited)	
	\$'000	\$'000	%
Retail business	61,982	59,550	4
Financial Services	3,099	1,801	72
Wholesale and exhibition business	49,040	57,685	(15)
Total	114,121	119,036	(4)

	GROUP		
	FP2020	FY2019	Change
	12 months	12 months	
	(Unaudited)	(Audited)	
	\$'000	\$'000	%
Retail business	58,530	59,550	(2)
Financial Services	2,619	1,801	45
Wholesale and exhibition business	48,350	57,685	(16)
Total	109,499	119,036	(8)

The Group recorded a decrease in revenue mainly due to lower revenue from the retail, wholesale and exhibition business segments.

Revenue for the wholesale and exhibition business was down 15% from \$57.7 million in FY2019 to \$49.0 million in FP2020 which is attributable to lower level of sales recorded from reduced participation and attendance in international exhibitions.

Revenue for retail business increased by 4% from \$59.6 million in FY2019 to \$62.0 million in FP2020 due to an additional 3 months in the 15 month period being compared. Year on year comparison, retail sales have declined by 2% as the retail environment in Singapore has been challenging due to the lower footfall in retail outlets as a result of Singapore's circuit breaker measures. Revenue for the financial services business increased by 72% from \$1.8 million to \$3.1 million due to higher interest income earned from the pawn broking and money lending business segment.

Business organic growth was positive during the first 9 months. However business was adversely affected since March 2020 due to the impact of the COVID-19 pandemic.



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Review of the Income Statement of the Group (cont'd)

The suspension of on-site operations of retail outlets in Singapore during the circuit breaker period and production facilities in China for certain months, along with the halt in international travel, resulted in the reduction in revenue and, consequently, the deterioration in profitability

Gross profit and gross profit margin

Gross profit increased by approximately \$0.2 million or 1% to \$29.8 million in FP2020. Gross margin increased from 24.8% in FY2019 to 26.1% in FP2020 due to the different product sales mix.

Other operating income

Other operating income was \$2.2 million in FP2020 as compared to \$0.2 million in FY2019, an increase of \$2.0 million. The increase was attributable mainly to government grants of \$1.9 million, which includes the property tax and rental rebates and the Jobs Support Scheme in Singapore, as part of the COVID-19 support measures.

Distribution costs

Distribution costs increased by approximately \$2.2 million, or 12% to \$20.9 million in FY2020 largely due to higher staff costs and rental expenses incurred in a longer period of 15 months.

Administrative expenses

Administrative expenses increased to \$6.4 million in FP2020 mainly due to the higher staff costs incurred in a longer period of 15 months

Other operating expenses

Other operating expenses increased by \$2.1 million in FP2020 mainly due to the higher level of allowance for impairment of trade receivables recorded and exchange losses incurred during the period. Net allowance for impairment of trade receivables more than doubled to \$2.9 million, with the increase due to the Group taking a cautious approach in assessing the credit risks and providing for the necessary impairments as part of the COVID-19 assessment of significant exposures.

Share of profit of associated companies

The Group's share of results of associates decreased from \$0.23 million in FY2019 to \$ 0.14 million due to decreased net contribution from the associated companies.

Finance costs

Finance costs increased by approximately \$1.30 million or 223% to \$1.88 million in FP2020. This was mainly due to longer 15 months period for FP2020 compared to 12 months for FY2019 and increased utilisation of bank credit facilities incurring interest costs of \$1.0 million for the expanded level of business activities.

Finance costs also increased by \$0.4 million due to the accretion of interest on lease liabilities recognised under the new SFRS(I) 16 Leases and higher interest expenses incurred from drawn down of certain loan facilities.

Depreciation expenses

Total depreciation expense increased due to the additional depreciation of right-of-use assets with the adoption of the new SFRS(I)16 Leases. Operating rental expenses previously recognised in Statement of comprehensive income will be replaced with depreciation expense for right of use asset and finance costs for lease liabilities. Depreciation of property, plant and equipment increased due to the longer 15 month period.

(Loss)/ Profit before tax

The Group registered a net loss after tax of \$0.4 million for FP2020 which represents a 111% decrease from \$3.5 million profit in FY2019.



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Review of the Financial Position of the Group

Non-current assets

Non-current assets increased by approximately \$8.5 million or 44% from \$19.3 million as at 31 March 2019 to \$27.8 million as at 30 June 2020. This was mainly due to the recognition of right-of-use assets of approximately \$8.6 million following the adoption of SFRS(I)16 Leases. Outlets leases represented the majority of right-of-use assets.

Current assets

Current assets increased by approximately \$3.7 million or 2% from \$154.3 million as at 31 March 2019 to \$158.0 million as at 30 June 2020, this was attributable to an increase of inventories of \$4.4 million which was due to a higher level of stock holdings prior to the outbreak of the COVID-19 pandemic. The increase in cash and bank balances of \$2.2 million was due to higher amounts of fixed deposits pledged with the banks for its loan facilities and the additional amount kept as reserves for working capital purposes. Offset by the reduction in trade and other receivables of \$2.9 million.

Current liabilities

Current liabilities increased by approximately \$5.6 million or 9% from \$59.6 million as at 31 March 2019 to \$65.2 million as at 30 June 2020 due to the net increase in short term bank borrowings and bullion loans of \$6.0 million arising from the higher business activities in financial services segment and expansion of retail business in terms of the number of new retail outlets in FP2020. In addition, the increase was also due to the recognition of lease liabilities of \$4.4 million arising from the adoption of SFRS(I)16 Leases. Offset mainly by the reduction in trade and other payables of \$4.3 million corresponding to the decrease in purchases in FP2020,

Non-current liabilities

Non-current liabilities increased by approximately \$7.9 million or 77% from \$10.4 million as at 31 March 2019 to \$18.3 million as at 30 June 2020 due to the recognition of lease liabilities of \$3.8 million arising from the adoption of SFRS(I)16 Leases. The increase in bank borrowings was mainly attributable to the \$5.0 million loan drawn down from the Temporary Bridging Loan Programme (announced by the government in response to the Covid 19 outbreak at the Solidarity Budget 2020) for working capital purposes.

Working capital

The Group had a positive working capital of approximately \$92.8 million as at 30 June 2020 as compared to approximately \$94.7 million as at 31 March 2019.

Review of the Cash Flow Statement of the Group

The Group's cash and cash equivalents position increased by approximately \$1.5 million in FP 2020 as compared to FY2019.

Net cash used generated from operating activities

In FP2020, we recorded a net cash generated from operating activities of \$3.1 million which was a net result of operating cash flow before working capital changes of \$13.8 million, adjusted for working capital outflow of \$8.2 million, interest paid of \$1.9 million and net income tax paid of \$0.6 million.

The net working capital outflow of \$8.2 million was mainly due to the following:

- (a) Decrease in trade and other payables of \$3.2 million;
- (b) Increase in trade and other receivables and prepayment of \$1.3 million;
- (c) Increase in inventories of \$4.3 million; and
- (d) Increase in bills payable of \$0.7 million



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Net cash used in investing activities

Net cash used in investing activities amounted to \$1.6 million, which was mainly attributable to mainly due to capital expenditure for expansion of new retail outlets.

Net cash from financing activities

Net cash from financing activities amounted to \$0.1 million mainly attributable to the utilisation of bank credit facilities, offset by repayment of bank borrowings and bullion loans of \$6.6 million in FP2020 and the payment of lease liabilities of \$4.7 million and \$1.2 million of dividends paid for FY2019.

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

The Group refers to its profit guidance announcement released on 12 August 2020. The FP2020 financial results are in line with the announcement.

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.

The current COVID-19 situation, volatile macro economy and geographical political environment would lead to weaker financial performance anticipated for FY2021 and disruptions to the Group's sales and distributions channels. Outlook for the rest of the year remains uncertain amidst resurgence in infections in many other countries, prompting re-imposition of some lockdown measures.

The recovery of the Group's business performance to pre COVID-19 level will be largely determined by the external macroeconomic factors. The pace of global recovery depends on the easing of lockdowns and resumption of international travelling. On the demand side, the contribution from exhibition and retail sales for FY2021 would be expected to be reduced.

As the ongoing COVID-19 pandemic remains unpredictable in Singapore and overseas, the Group will focus on building resilient relations with our local and overseas customers across our key markets to sustain our core jewellery business. The Group will also work closely with our business partners and landlords to tide through this difficult period. It will remain vigilant and develops its marketing propositions and establish its digital presence to meet and manage the ever-changing market trends and consumer demands.

On the supply side, the Group has thus far, not witnessed any major disruptions to the global diamond and gold supply chain. The Group continues to plan and replenish wisely its raw material inventory from suppliers in Singapore, China and Hong Kong according to its operating needs. Production and supply levels will remain strictly aligned with market demand and sales forecast. However keen market competition, fluctuations in currencies and raw material prices are expected to continue and will affect the Group's results

Amidst the volatile global economic environment, consumer spending is expected to be conservative prolonged pandemic period. The Group is adopting a cautious view of the prospects for the current financial year ending 30 June 2021. It strives to focus its efforts on its core businesses and remain resilient in these uncertain times. Operational initiatives were rolled out to ensure business recovery and sustainability during this period. These include the Group's efforts to tap on its social media platform as jewellery brands have the opportunities to broaden their marketing reach and sell directly to new demographic. Steps such as human resource planning, deferral of all discretionary expenses and non-critical capital expenditures have been undertaken to conserve cash flows.

11. Dividend

(a) Any dividend declared for the current financial year reported on?

Name of Dividend:	Proposed cash dividend
Dividend type:	None
Dividend amount per share:	Not applicable



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Tax rate: Not applicable

(b) Any dividend declared for the corresponding year of the immediately preceding financial year?

Name of Dividend: Cash dividend
Dividend type: Final
Dividend amount per share: 0.219 cents
Tax rate: One-tier tax exempt

(c) Date payable

None

(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommendeded, a statement to that effect and the reason(s) for the decision.

No final dividend has been declared/recommendeded for the financial period ended 30 June 2020 as the Company strives to conserve cash for working capital purposes.

13. If the group has obtained a general mandate from shareholders for interested person transactions ("IPT"), 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.

There were no other IPT of \$100,000 and above for the current financial year reported on. The Group does not have a general mandate from shareholders for IPTs.



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PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

14. Segmented revenue and results for operating 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.

For the 15-months financial period ended 30 June 2020

(Unaudited)	As at 30 June 2020					
S\$'000	Exhibition	Retail	Financial services	Unallocated	Elimination	Total
Segment revenue :						
External Sales	49,040	61,982	2,165	–	–	114,121
Intersegment sales	–	668	934	–	(1,602)	–
Total Revenue	49,040	62,650	3,099	–	(1,602)	114,121
Results :						
Segment results	4,528	1,830	1,062	–		7,420
Unallocated expenses (net)	–	–	–	(6,255)		(6,255)
Finance costs	–	(342)	(442)	(1,101)		(1,885)
Share of profit from associates	–	134	–	–		134
Loss before tax	4,528	1,622	620	(7,356)		(586)
Tax credit	–	–	–	193		193
Profit after tax	4,528	1,622	620	(7,163)		(393)
Segment assets & liabilities						
Segment assets	79,765	84,875	31,301	1,433		197,375
Segment liabilities	34,577	46,823	14,948	223		96,571
Other segmental information:						
Depreciation of PPE	258	832	119	–		1,209
Capital expenditure	148	1,122	253	–		1,523
Investment in associates	–	6,537	–	–		6,537
Non-current assets	7,828	19,167	767	1		27,762

The customer profile of the Company is geographically diverse. Accordingly, further segmentation by geographical market is not meaningful.



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14. Segmented revenue and results for operating 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. (cont'd)

For the 12-months financial year ended 31 March 2019

(Audited)	As at 31 Mar 2019					
S\$'000	Exhibition	Retail	Financial services	Unallocated	Elimination	Total
Segment revenue :						
External Sales	57,685	59,550	1,801	–	–	119,036
Intersegment sales	–	–	902	–	(902)	–
Total Revenue	57,685	59,550	2,703	–	(902)	119,036
Results :						
Segment results	8,539	1,800	737	–		11,076
Unallocated expenses (net)	–	–	–	(6,890)		(6,890)
Finance costs	–	–	–	(584)		(584)
Share of profit from associates	–	231	–	–		231
Profit before tax	8,539	2,031	737	(7,474)		3,833
Tax expense	–	–	–	(367)		(367)
(Loss)/ Profit after tax	8,539	2,031	737	(7,841)		3,466
Segment assets & liabilities						
Segment assets	81,439	66,150	23,190	2,887		173,666
Segment liabilities	27,334	30,970	10,154	1,646		70,104
Other segmental information:						
Depreciation	11	830	56	–		897
Capital expenditure	42	6,681	29	–		6,752
Investment in associates	–	6,407	–	–		6,407
Non-current assets	5,114	13,483	200	459		19,256



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15. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the operating segments.

Please refer to paragraph 8.

16. Breakdown of Group's revenue and profit/(loss) after tax for first half year and second half year

	FP2020 S\$'000	FY2019 S\$'000	Increase/ (Decrease) %
Sales reported from 1 April 2019 to 30 September 2019 (six months)	53,180	58,708	(9)
Operating profit after tax reported from 1 April 2019 to 30 September 2019 (six months)	970	1,101	(7)
Sales reported from 1 October 2019 to 31 March 2020 (six months)	56,319	60,328	(12)
Operating profit after tax reported 1 October 2019 to 31 March 2020 (six months)	1,007	2,365	(57)
Sales reported from 1 April 2020 to 30 June 2020 (three months)	4,622	Not applicable	-
Operating loss after tax 1 April 2020 to 30 June 2020 (three months)	(2,370)	Not applicable	-

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

	FY2020 S\$'000	FY2019 S\$'000
Interim	-	-
Final	-	1,225 ¹
Total	-	1,225

¹ The final one-tier tax exempt dividend of S\$0.00219 per ordinary share of the Company which was approved by the Company's shareholders at the annual general meeting held on 26 July 2019.



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18. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704 (10)

Name	Age	Family relationship with any director, CEO and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Macvis Teo	35	Daughter of Michael Teo Boon Leng, Managing Director of the Company	Business Manager since 2011. Her major duties include the procurement of raw materials, overseeing the operations, sales and administrative functions of pawnbroking subsidiaries.	No change during the year

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

The Company confirms that it has procured undertakings from all its directors and executive officers in the required format.

20. Disclosures on Acquisition and Realisation of Shares pursuant to Catalyst Rule 706A

On 24 February 2020, the Board of Directors (the "Board" or "Directors") of TLV Holdings Limited (the "Company", together with its subsidiaries, the "Group"), announced that Taka Hong Kong Venture Limited ("Taka HK Venture"), a 70% owned subsidiary of the Company, entered into a Sale and Purchase Agreement ("SPA") with Maoming Liutao Zhubao Chuangyi Chanye Co. Ltd 茂名六韬珠宝创意产业有限公司 ("MMLT" or the "Purchaser") for the disposal of its 49% equity interest in 茂名市世茂珠宝有限公司 ("Shimao Jewellery") (the "Disposal"). Taka HK Venture agreed to dispose its 49% in the existing paid-up capital ("Sale Shares") of Shimao Jewellery for a payment in kind amounting to RMB594,341 (approximately S\$115,599) (the "Consideration"). The net asset value represented by such shares was S\$127,999 as at 30 June 2019. Both parties agreed that the Consideration be satisfied by way of in-specie distribution of Shimao Jewellery's existing stock, at cost, from MMLT upon settlement of the assets and liabilities in Shimao Jewellery to existing shareholders based on the Shimao Jewellery's audited financial statement ended 30 June 2019. Upon completion of the Disposal on 12 March 2020, Shimao Jewellery ceased to be an associated company of Taka HK Venture and the Group.

BY ORDER OF THE BOARD
TLV Holdings Limited

Teo Boon Leng
Managing Director

28 August 2020