

# **DLF HOLDINGS LIMITED**

Company Registration No. 201726076W

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## **Unaudited Financial Statement Announcement For the First Six-Months Period Ended 30 June 2018**

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### **Background**

DLF Holdings Limited (the “**Company**”) was incorporated in Singapore on 13 September 2017 under the Companies Act (Chapter 50) of Singapore as a company limited by shares under the name of “DLF Holdings Pte Ltd”. The Company was converted into a public company and changed its name to “DLF Holdings Limited.” on 19 June 2018. The Company, its subsidiaries (the “**Group**”) were formed pursuant to a restructuring exercise (the “**Restructuring Exercise**”) implemented in October 2017 which was prior to the Initial Public Offering and listing on the Catalist of the SGX-ST on 25 July 2018. The Restructuring Exercise was completed on 20 October 2017. Please refer to the Company’s Offer Document dated 17 July 2018 for further details on the Restructuring Exercise.

For the purpose of this announcement, the comparative financial results of the Group for the financial period for the six-months from 01 January 2017 to 30 June 2017, have been prepared on the assumption that the Group’s structure following the completion of the Restructuring Exercise had in place since 1 January 2017 .

**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**

	<b>Group</b>		<b>Change</b>
	<b>For the Six Months Ended</b>		
	<b>30 June 2018</b> <b>(Unaudited)</b>	<b>30 June 2017</b> <b>(Unaudited)</b>	
	<b>S\$</b>	<b>S\$</b>	<b>%</b>
<b>Revenue</b>	9,537,394	10,239,185	(6.8)
<b>Cost of sales</b>	(5,576,115)	(7,651,114)	(27.1)
<b>Gross profit</b>	3,961,279	2,588,071	53.1
Other operating of Income	9,747	164,477	(94.1)
Selling and distribution expenses	(79,260)	(18,287)	333.6
Administrative expenses	(1,618,935)	(1,693,049)	(4.4)
Other operating expenses	(202,859)	(181,483)	11.8
<b>Result from operation</b>	2,069,972	859,738	140.7
Finance cost	(14,883)	(18,632)	(20.1)
<b>Profit before income tax</b>	2,055,089	841,106	144.3
Income tax (expense)/credit	(233,972)	-	NM
<b>Profit for the financial period</b>	1,821,117	841,106	117.0
Foreign currency translation differences	(55,128)	(6,012)	817.0
<b>Total comprehensive income for the period</b>	<b>1,765,989</b>	<b>835,094</b>	211.0
<b>Attributable to:</b>			
Owners of the Company	1,765,989	488,229	261.7
Non-Controlling interests ("NCI")	-	346,865	NM
<b>Profit for the period</b>	<b>1,765,989</b>	<b>835,094</b>	<b>93.1</b>

Notes:

NM denotes not meaningful

**1(a)(ii) Notes to Consolidated Statement of Comprehensive Income**

Profit for the financial period is stated after charging/(crediting) the following: -

	<b>Group</b>		
	<b>For the Six Months Ended</b>		
	<b>30 June 2018</b>	<b>30 June 2017</b>	
	<b>(Unaudited)</b>	<b>(Unaudited)</b>	<b>Change</b>
	<b>S\$</b>	<b>S\$</b>	<b>%</b>
Depreciation on property, plant and equipment	83,361	67,416	23.6
Interest expenses on bank borrowing	14,883	18,632	(20.1)
Interest income	(68)	(586)	(88.4)

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

	<u>Group</u>		<u>Company</u>	
	<u>30 June 2018</u> (Unaudited) S\$	<u>31 December 2017</u> (Audited) S\$	<u>30 June 2018</u> (Unaudited) S\$	<u>31 December 2017</u> (Unaudited) S\$
<b>ASSETS</b>				
<b>Non-current assets</b>				
Investment in subsidiaries	-	-	4,913,204	4,913,204
Property, plant and equipment	1,944,862	1,948,508	-	-
<b>Total non-current asset</b>	<b>1,944,862</b>	<b>1,948,508</b>	<b>4,913,204</b>	<b>4,913,204</b>
<b>Current assets</b>				
Amount owing by contract customer	1,438,516	291,578	-	-
Trade and other receivables	7,118,198	5,743,043	311,652	-
Cash and bank balances	672,517	903,578	465,624	100
<b>Total current assets</b>	<b>9,229,231</b>	<b>6,938,199</b>	<b>777,276</b>	<b>100</b>
<b>Total assets</b>	<b>11,174,093</b>	<b>8,886,707</b>	<b>5,690,480</b>	<b>4,913,304</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Capital and Reserves</b>				
Share capital	4,913,304	4,913,304	4,913,304	4,913,304
Other reserves	(2,687,491)	(2,632,363)	-	-
Retained earnings	2,393,062	571,945	(325,935)	-
<b>Total equity</b>	<b>4,618,875</b>	<b>2,852,886</b>	<b>4,587,369</b>	<b>4,913,304</b>
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
Borrowings	496,461	609,094	-	-
Finance lease liabilities	103,528	103,528	-	-
<b>Total non-current liabilities</b>	<b>599,989</b>	<b>712,622</b>	<b>-</b>	<b>-</b>
<b>Current liabilities</b>				
Trade and other payables	3,906,518	3,557,308	-	-
Amount due to subsidiaries	-	-	1,103,111	-
Amount owing to contract customer	354,849	78,370	-	-
Borrowings	804,506	893,232	-	-
Finance lease liabilities	111,581	75,953	-	-
Income tax payable	777,775	716,327	-	-
<b>Total current liabilities</b>	<b>5,955,229</b>	<b>5,321,190</b>	<b>1,103,111</b>	<b>-</b>
<b>Total liabilities</b>	<b>6,555,218</b>	<b>6,033,812</b>	<b>1,103,111</b>	<b>-</b>
<b>Total Equity &amp; liabilities</b>	<b>11,174,093</b>	<b>8,886,689</b>	<b>5,690,480</b>	<b>4,913,304</b>

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

**Amount repayable in one year or less, or on demand**

<b>As at 30 June 2018 S\$(Unaudited)</b>		<b>As at 31 December 2017 S\$(Unaudited)</b>	
Secured	Unsecured	Secured	Unsecured
804,506	-	893,232	-

**Amount repayable after one year**

<b>As at 30 June 2018 S\$(Unaudited)</b>		<b>As at 31 December 2017 S\$(Unaudited)</b>	
Secured	Unsecured	Secured	Unsecured
496,461	-	609,095	-

The Group borrowings are secured by the Group's property and personal guarantees from the Executive Chairman of the Company.

- 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.

**Consolidated Statement of Cash Flows**

	<b>Group</b>	
	<b>Six Months Ended</b>	
	<b>30 June 2018</b>	<b>30 June 2017</b>
	<b>S\$ (Unaudited)</b>	<b>S\$ (Unaudited)</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before income tax	2,055,089	841,106
Adjustment for:		
Depreciation of property, plant and equipment	83,361	67,416
Interest expense	14,883	18,632
Interest income	(68)	(586)
<b>Operating profit before working capital changes</b>	<b>2,153,265</b>	<b>926,568</b>
Change in contract work-in-progress	(870,459)	(657,224)
Change in trade and other receivables	(1,153,876)	3,619,375
Change in trade and other payable	349,210	(2,271,331)
Cash generated from operations	478,140	1,617,388
Income tax paid	(448,940)	(164,000)
<b>Net cash generated from operating activities</b>	<b>29,200</b>	<b>1,453,388</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest received	68	586
Purchase of property, plant and equipment	-	(76,343)
<b>Net cash generated from/(used in) investing activities</b>	<b>68</b>	<b>(75,757)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Interest paid	(14,883)	(18,632)
Proceed from bank loan	-	200,000
Repayment of bill payables	(145,085)	(29,935)
Repayment of bank borrowings	(112,633)	(77,067)
Repayment of finance leases	(44,087)	(17,333)
<b>Net cash generated from/(used in) financing activities</b>	<b>(316,688)</b>	<b>57,033</b>
Net (decrease)/increase in cash and cash equivalents	(287,520)	1,434,664
Cash and cash equivalents at beginning of financial period	355,177	412,352
<b>Cash and cash equivalents at end of the financial period</b>	<b>67,757</b>	<b>1,847,016</b>

For the purpose of Consolidated Statement of Cash flows, for reconciliation, cash and cash equivalents comprising the following:-

Cash and bank balances	672,517
Less : Bank overdrafts	(604,760)
	<u>67,757</u>

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

**Statement of Changes in Equity  
Group (Unaudited) (\$)**

	Share Capital	Other reserve	Currency translation reserve	Retained earnings	Equity attributable to owners of the parent	Non-controlling interests	Total equity
Balance as at 1 January 2018	4,913,304	(2,888,997)	256,634	571,945	2,852,886	-	2,852,886
Profit for the period	-	-	-	1,821,117	1,821,117	-	1,821,117
Foreign currency translation differences	-	-	(55,128)	-	(55,128)	-	(55,128)
Total comprehensive income for the period	-	-	(55,128)	1,821,117	1,765,989	-	1,765,989
Balance as at 30 June 2018	<b>4,913,304</b>	<b>(2,888,997)</b>	<b>201,506</b>	<b>2,393,062</b>	<b>4,618,875</b>	-	<b>4,618,875</b>

Balance as at 1 January 2017	<b>4,913,304</b>	<b>(2,888,997)</b>	<b>270,259</b>	<b>(393,891)</b>	<b>1,900,675</b>	-	<b>1,900,675</b>
Profit for the period	-	-	-	841,106	841,106	(346,865)	494,241
Foreign currency translation differences	-	-	(6,012)	-	(6,012)	-	(6,012)
Total comprehensive income for the period	-	-	(6,012)	841,106	835,094	(346,865)	488,229
Balance as at 30 June 2017	<b>4,913,304</b>	<b>(2,888,997)</b>	<b>264,247</b>	<b>447,215</b>	<b>2,735,769</b>	<b>(346,865)</b>	<b>2,388,904</b>

**Company (Unaudited)(\$)**

	Share Capital	Retained earnings	Total Equity
Balance as at 1 January 2018	4,913,304	-	4,913,304
Loss for the period	-	(325,935)	(325,935)
Balance as at 30 June 2018	<b>4,913,304</b>	<b>(325,935)</b>	<b>4,587,369</b>

\*The Company was incorporated on 13 September 2017

**1(d) (ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State 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.**

**Share Capital – Ordinary Shares**

	Number of shares	Paid-up Share Capital (S\$)
<b>Balance at 1 January 2018</b>	1,000,000	4,913,304
<b>Balance at 30 June 2018</b>	1,000,000	4,913,304

The Company did not have any outstanding convertibles, subsidiary holdings or treasury shares as at 30 June 2018. The Company was incorporated on 13 September 2017.

Subsequent to 30 June 2018, the Company had 121,108,700 shares in issue post IPO.

**(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**

	As at 30 June 2018	As at 31 December 2017
<b>Total number of issued shares</b>	1,000,000	1,000,000

The Company did not have any treasury shares as at 30 June 2018 and 31 December 2017.

**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. The Company did not have any treasury shares during and as at the end of the current 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. The Company did not have any subsidiary holdings 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 qualifications or emphasis of a matter)**

Not applicable.

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

Except as disclosed in paragraph 5 below, the accounting policies and methods of computation adopted in the financial statements for the current reporting period are consistent with those disclosed in the audited combined financial statements for the financial year ended 31 December 2017 as set out in the Company's offer document dated 17 July 2018

**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 Accounting Standards Council (ASC) announced on 29 May 2014 that Singapore incorporated companies that have issued or are on the process of issuing equity or debt instruments for trading on the Singapore Exchange, will apply a new financial reporting framework identical to the International Financial Reporting Standard (IFRS) as issued by the International Accounting Standard Board (IASB). These identical standards issued by the ASC in December 2017 are the Singapore Financial Reporting Standards (International) ("SFRS(I)s")

The Group's financial statements for the financial year ending 31 December 2018 will be prepared in accordance with SFRS(I). The adoption of SFRS(I) did not result in any substantial impact on the Group's and the Company's financial statement for the current financial reporting period.

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

Earnings per share (EPS)	Group For the Six Months Ended	
	Profit attributable to the owners of the Company	S\$1,765,989
Pre-IPO number of ordinary shares	102,608,700	102,608,700
Basic and fully diluted EPS (cents)	1.72	0.48
Post-IPO number of ordinary shares	121,108,700	121,108,700
Basic and fully diluted EPS (cents)	1.46	0.40

**Note:**

- As the Company was incorporated on 13 September 2017 and only had 1,000,000 shares as at 30 June 2018, for comparison and illustration purposes, the basic and diluted EPS for both financial periods are presented based on pre-IPO share capital of 102,608,700 shares and post-IPO share capital of 121,108,700 shares.
- The basic and diluted EPS were the same as the Company did not have any potentially diluted instruments for both financial periods.

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 period reported on; and  
(b) Immediately preceding financial year.

	Group		Company	
	30 June 2018	31 December 2017	30 June 2018	31 December 2017
Net asset value (S\$)	4,618,875	2,852,886	4,587,369	4,913,304
Number of ordinary shares in issue				
Pre-IPO number of ordinary shares	102,608,700	102,608,700	102,608,700	102,608,700
Post-IPO number of ordinary shares	121,108,700	121,108,700	121,108,700	121,108,700
Net asset value per ordinary share (cents) based on pre-IPO share	4.50	2.78	4.47	4.79

<b>capital</b>				
<b>Net asset value per ordinary share (cents) based on post-IPO share capital</b>	3.81	2.35	3.79	4.06

**Note:**

As the Company only had 1,000,000 shares as at 30 June 2018 and 31 December 2017, for comparison and illustration purposes, the net asset value per share are presented based on pre-IPO share capital of 102,608,700 shares and post-IPO share capital of 121,108,700 shares.

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**

**Review for the performance of the Group for the 6 months ended 30 June 2018 (1H2018) vs 30 June 2017 (1H2017).**

**Revenue**

<b>S\$</b>	<b>1H 2018</b>	<b>1H 2017</b>	<b>Change %</b>
Mechanical and electrical services	3,390,126	7,457,766	(54.5)
Turnkey contracting services	6,147,268	2,781,419	221
<b>Total</b>	<b>9,537,394</b>	<b>10,239,185</b>	<b>(6.8)</b>

**Revenue**

**Project Management Services & Turnkey Contracting Services**

Revenue for both mechanical and electrical services and turnkey contracting services for 1H 2018 were S\$3.4 million and S\$6.1 million respectively, representing 35.8% and 64.2% of total revenue in 1H2018 and 1H2017 respectively.

Decrease in mechanical and electrical services was due mainly to completion of Sengkang Hospital at the end of December 2017 and increase in turnkey contracting services was mainly due to higher revenue recognition as a result from progressive completion of the projects.

No initial credit loss is expected in respect of revenue recognised based on management's assessment.

**Cost of sales**

Group's cost of sales mainly comprised material costs, sub-contractor costs, labour

costs, rental of equipment. Cost of sales was S\$5.6 million, approximately 58.5% of our total revenue in 1H 2018. Cost of sales decreased by 27.1% compared to 1H2017, due to better cost control and the completion of Sengkang Hospital in December 2017.

#### **Gross profit and gross profit margin**

Group's gross profit was S\$4.0 million in 1H2018, compared with S\$2.6 million in 1H2017. The gross profit margin increased from 25.3% in 1H2017 to 41.5% in 1H2018. The increase in gross profit and gross profit margin was mainly attributable to the Group undertook projects with higher profit margin.

#### **Other operating income**

Other income for 1H2018 comprised sundry income. The decrease was due to no significant movements in foreign exchange gain in 1H2018 as compared to 1H2017, and the absence of government grants in 1H2018.

#### **Selling and distribution expenses**

Selling and distribution expenses arise from advertising, marketing and entertainment activities. The increase was attributable to the increased marketing expenses for trade promotion activities in 1H2018.

#### **Administrative expenses**

Administrative expenses comprise staff salaries, directors' remuneration, rental expenses, insurance premium, depreciation expenses and professional fees. Administrative expenses for 1H2018 were S\$1.6 million which is relatively consistent as compared to 1H2017's expenses of S\$1.7 million.

#### **Other operating expenses**

Other operating expenses comprised travel and transport expenses including insurance. Other operating expenses for 1H2018 were S\$0.2 million which is relatively consistent as compared to 1H2017's expenses.

#### **Finance costs**

Finance costs comprised mainly interest expenses for bank loans, bank overdrafts, bills payable and finance lease. The decrease in finance costs was mainly due to the reduction of interest-bearing borrowings through repayment of principal.

#### **Taxation**

Our overall effective tax rate was 11.39% and 0% for 1H2018 and 1H2017 respectively. The Singapore's statutory corporate tax rate for FY2015, FY2016 and FY2017 were 17.0%.

### **Consolidated Statement of Financial Position**

#### **Non-current assets**

Non-current assets comprised solely of property, plant and equipment. No significant change for property, plant and equipment balance as at 30 June 2018 as compared to 31 December 2017.

#### **Current assets**

As at 30 June 2018, Amount owing by contract customers stands at S\$1.4 million, compared to S\$0.3 million as at 31 December 2017. The increase was primarily due to additional contract assets earned by operating activities during the six-month period, but not yet billed to customers.

As at 30 June 2018, trade and other receivables stood at S\$7.1 million as compared to S\$5.7 million as at 31 December 2017. The increase of approximately S\$1.4

million is mainly due to increased billings for more ongoing projects. Trade and other receivables balance as at 30 June 2018 mainly comprised (i) trade receivables of approximately S\$5.3 million due from customers and main contractors; (ii) other receivables of S\$0.9 million; and (iii) recoverable amounts from customers of S\$0.9 million.

As at 30 June 2018, the recoverable amounts from customers of S\$0.9 million was based on time payment credit term, which tenor ranged from six to nine months with interest to be charged at or not more than 5.33% per annum depending on the contract customers' credit-worthiness and/or at the discretion of management with effect from 1 July 2018.

#### **Non-current liabilities**

As at 30 June 2018, the balance of non-current liabilities was S\$0.6 million, compared with S\$0.7 million as at 31 December 2017. Non-current liabilities decreased by S\$0.1 million primarily due to repayment on bank borrowings payable after one year.

#### **Current liabilities**

As at 30 June 2018, trade and other payables increased by S\$0.3 million, which is 9.8% higher as compared to 31 December 2017. This was due mainly to higher amount owing to suppliers for variation orders. Trade and other payables comprised mainly of: (i) trade payables to third parties of approximately S\$2.9 million; and (ii) accrued operating expenses of approximately S\$1.0 million that mainly relates to certain sub-contractor costs.

As at 30 June 2018, amount owing to contract customers increased by S\$0.3 million, which is 352.8% increase as compared to 31 December 2017, mainly due to increase in operations. Amount owing to contract customers relates to gross amount due to customers for contract work-in-progress.

As at 30 June 2018, bank borrowings of approximately S\$0.8 million reduced by S\$0.09 million as compared to 31 December 2017 due to repayments. Bank borrowings consist of: (i) secured bank loans of approximately S\$0.2 million; and (ii) bank overdraft of approximately S\$0.6 million.

As at 30 June 2018, finance lease liabilities of approximately S\$0.1 million increased by S\$0.04 million from 31 December 2017 due to purchase of motor vehicle on a finance lease.

#### **Net cash flow from operating activities**

During 1H2018, the Group recorded a net cash inflow from operating activities of S\$0.03 million, which was an operating profit before working capital changes of S\$2.1 million adjusted for changes in working capital outflow of S\$1.7 million.

The net working capital outflow was mainly due to increase in trade and other receivable of S\$1.2 million and increase in work-in-progress of S\$0.9 million,.

#### **Net cash flow from investing activities**

There was no investing activities within the Group from 1 January 2018 to 30 June 2018 except receiving an interest payment of S\$68.

#### **Net cash flow from financing activities**

During 1H2018, the Group recorded cash outflow of S\$0.3 million comprising bill repayment of S\$0.1 million, repayment of bank borrowings of S\$0.1 million and

repayment of finance lease of S\$44,087.

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

Not applicable. No forecast or prospect statement has been previously disclosed to shareholders.

**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.**

Upon successful listing of the Company on Catalist of SGX-ST on 25 July 2018, it marked a major milestone in the Group's business. Apart from enhancing corporate image locally and regionally, the Group is able to leverage on its networking in identifying new business opportunities.

In line with the Group's strategies and future plan as disclosed in Offer Document, we will continue our effort to look for suitable opportunities through acquisition, joint venture and strategic alliance in expanding the Group's businesses locally and regionally.

**11. Dividend**

**(a) If a decision regarding dividend has been made :**  
*Whether an interim (final) dividend has been declared (recommended)*

None.

**(b) (i) Amount per share (cents)**

Not applicable.

**(i) Previous corresponding period (cents)**

*None.*

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

Not applicable.

**(d) Date the dividend is payable**

Not applicable.

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

Not applicable

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

No dividend has been declared for 1H 2018

**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.**

The Group does not have a general mandate for interested person transactions.

**14 Use of IPO proceeds**

The Company refers to the net proceeds amounting to S\$2.854 million (excluding listing expenses of approximately S\$1.401 million) raised from the IPO on the Catalist Board of the SGX-ST on 25 July 2018.

As at the date of this announcement, the status on the use of the IPO net proceeds is as follows:

<b><u>Use of IPO Net Proceeds</u></b>	<b><u>Amount allocated</u></b> S\$	<b><u>Amount utilised</u></b> S\$	<b><u>Balance</u></b> S\$
To explore opportunities in mergers and acquisitions, joint venture and strategic alliance	1,000	-	1,000
General working capital purposes	1,854	-	1,854
<b>Total</b>	<b>2,854</b>	<b>-</b>	<b>2,854</b>

**15. Negative Confirmation by the Board Pursuant to Rule 705(5)**

To the best of the Board of Directors' knowledge, nothing has come to their attention which may render the unaudited financial results of the Group for the 6 months financial period ended 30 June 2018 to be false or misleading in any material aspect.

**16. Confirmation that the issue has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Listing Manual**

The Company confirms that it has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Listing Manual.

**BY ORDER OF THE BOARD**

Wong Ming Kwong  
Group CEO

13 September 2018

DLF Holdings Limited (the “**Company**”) was listed on Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 25 July 2018. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”).

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor, for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Ms Tan Pei Woon, Senior Manager, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, and E-mail: [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg)).