



偉合控股有限公司
WEE HUR HOLDINGS LTD

STAYING FOCUSED, EMERGING STRONGER

ANNUAL REPORT 2021

Y Suites on A'Beckett,
Melbourne

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Our Mission

"Prudence in our ways; Excellence is our aim."

Our Vision

To enlarge our presence in the real estate and built environment in Singapore and beyond.

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Chairman's Message



Dear Shareholders

The Group finally see some light at the end of the tunnel after two challenging years. The opening of borders to international students as announced by the Australian Government on 22 November 2021 was a boost to the Group's PBSA business. This optimism has prompted us to decisively operationalise two new PBSAs and we are now pleased to receive a significant surge in enquiries and bookings for the Group's four operational PBSAs. Similarly for the local businesses, we are on the road of recovery. We received encouraging sales for the Group's development project, **Bartley Vue** which was launched in September 2021. Most of the current construction projects secured pre-COVID 2021 will be progressively completed by the first half of 2022. The occupancy rates for our worker dormitory, **Tuas View Dormitory** have also shown a sign of recovery.

Nevertheless, 2021 remained challenging as COVID-19, particularly the Delta and Omicron variants continued to dominate most parts of the world. Many countries had closed their borders and spent enormous resources to battle the virus and resulting in adverse effect on the economies. On the other hand, with the development of more vaccines and its deployment, more countries including Singapore and Australia have since adopted the "Living with COVID" approach and gradually opened their borders towards the second half of 2021 to boost economy growth.

Local Businesses Updates

Construction

Though our site activities have resumed almost fully, the progress of works has been seriously affected by the shortage of workers, delay in supply of materials and components from overseas due to lockdown, delay in shipments and lockdown of the site activities due to COVID-19 cases reported on sites.

The Group has suffered substantial financial losses resulting from the prolongation of construction period, increased in labour and material costs and compliance with Safe Management Measures at the work place.

During the year, we have added a BTO project to our **order book of \$210 million** as of 31 December 2021. Most of our current projects which were secured pre-COVID-19 will be progressively completed by the first half of 2022.

BCA has projected the total value of construction contracts awarded in 2022 to be between \$27 billion to \$32 billion which is at pre-COVID level. On 16 December 2021, HDB has also announced to ramp up the supply of BTO flats over the next two years due to higher demands. The Group shall actively procure new projects to replenish the order book and improve the financial performance for this business.

Property Development

TOP has been partially obtained in March 2022 for the Group's fully sold co-development project, **Parc Botannia** and we expect to obtain TOP for the remaining residential units by April 2022. Preparation works for handing over of units are being carried out as of 31 March 2022.

Under the low interest environment and liquidity, the local residential market enjoyed a bumper year with price increased by 10.6% based on the statistics released by URA. Developers sold 13,027 units in 2021, a 30% increase from 2020. Riding on the good sentiment in the residential market, the Group launched **Bartley Vue**, a 115-unit condominium in September 2021 and so far, 28% of the units have been sold. The Group is optimistic on the sales of **Bartley Vue** due to its location and the limited supply within the vicinity.

Despite the cooling measures rolled out by the Government on 16 December 2021 and increase in property tax as announced during the Budget 2022, developers are unfazed by such events as evident in recent GLS tenders. The Group is of the view that the local residential market is becoming challenging and will act prudently when acquiring land for residential development.

The industrial property market stayed stable amid COVID-19. The Group has sold 84% of the units at **Mega@Woodlands** as of 31 March 2022. The aggregate take-up rate is at 94% should the potential purchasers under the RTO (Rent-To-Own) scheme been included. The Group is confident that this development will be substantially sold over the next two years.

Workers' Dormitory

During the financial year, the Group completed the addition and alteration works at **Tuas View Dormitory** to meet the new requirements for workers' dormitories as part of the conditions for lease extension. The number of beds has been reduced by approximately 30% to 11,808 beds. The occupancy rate was below the desired level due mainly to a reduced foreign work force resulting from COVID-19 and an increase in the number of temporary workers' dormitories built in 2020. The Group expects the occupancy rate to improve in 2022 as more workers are allowed to come in Singapore to meet the demand in construction, marine and process sectors.

Construction works for **Pioneer Lodge**, a 10,500-bed dormitory has been suspended since 7 April 2020 due to Circuit Breaker and subsequent change of requirements for worker dormitories. The new requirements for worker dormitories have been released by the authorities on 17 September 2021 and the Group has submitted to BCA the design proposals based on the new requirements as well as proposed revised terms and conditions of the sub-tenancy agreement. Hopefully, a mutually agreed terms and conditions of the sub-tenancy agreement can be reached as soon as possible.

Other Businesses

There was no new fund set up in 2021, and the current two funds under our management are **Wee Hur PBSA Master Trust** and **Wee Hur PBSA Fund II**.

The Group continues its growth platform by setting up **KK39 Ventures Pte Ltd** in 2021 to invest in venture capitals. As a new entrant, the Group deploys a small sum of capital to participate in the world of venture capital by investing into venture capital funds as well as directly into startup companies. To date, out of more than ten fund managers and thirty startups that have been studied, the Group has invested various amounts into five venture capital funds as well as five startup companies which are in various growth stages. The Group will continue to be on the lookout for attractive startups with strong growth metrics and investment thesis. The Group believes this new business will bring good value to the Group in years ahead.

Overseas Businesses Updates

PBSA

Operational properties

Due to borders closure in force for the whole of 2021, the occupancy rates of the Group's two operational PBSA properties, **UniLodge Park Central** and **UniLodge City Gardens** were reduced further to around 35%. The other operationally ready property, **Y Suites on Waymouth**, was closed to minimise operating costs.

On 22 November 2021, the Australian Government announced that borders closure will be lifted for international students and skilled workers on 15 December 2021. With this good news, the Group operationalise **Y Suites on Waymouth** and **Y Suites on A'Beckett** which was completed in January 2022 for semester one of 2022 and to receive bookings with immediate effect. Since then, the Group has seen strong enquiries and bookings for all our four operational PBSAs. It was reported that more than 75,000 international students have arrived in Australia since 15 December 2021. While this is promising, the numbers are still lower than pre-COVID level, due to some parents and students are still anxious about the pandemic situations in Australia and have chosen to defer their entry to a later date. Other reasons such as expensive air fares and plane capacities and availabilities also deter the return of international students to Australia. Therefore, the Group expects international students to continue to find opportunities throughout the year to enter Australia, which will help sustain and improve Group's PBSA occupancies.

Properties under development

Despite several lockdowns in Melbourne, the construction works for **Y Suites on A'Beckett** have been completed on schedule and ready for operation in semester one of 2022.

The Group has sealed the construction contracts for three PBSA properties in 2021. The construction for **Y Suites on Gibbons** and **Y Sites on Moore** is expected to complete by the first half of 2023, whereas **Y Suites on Regent** is expected to complete by the second half of 2023.

Development Approval from the relevant authority is expected to obtain by the first half of 2022 for **Y Suites on Margaret** which is under Wee Hur PBSA Fund II. Construction work is expected to commence in the second half of 2022.

Property Development

The Development Application has been lodged for **Park Central**, Buranda Plot 2, Brisbane. **Park Central** is a mixed development comprising mainly residential, retail, and commercial space. We expect to obtain the approval from the relevant authorities by the second half of 2022. Brisbane is the host city for the 2032 Olympics, and it is expected that the 2032 Olympics will fuel Brisbane's housing boom in the coming years. This is due to projected spending of approximately A\$5.1 billion by the City State and Federal Government to make the city "Olympics Ready".

PBSA Operation

In 2021, the **Y Suites** team focused on setting up the right team, digitalisation of booking and property management as well as to strengthen the sales and marketing capabilities to get well prepared for the operation of PBSA once borders closure is lifted.

The debut to operate two PBSA properties under Y Suites Brand will provide the Group an opportunity to solidify the operational capabilities of **Y Suites** and deliver its mission of providing an exceptional student accommodation experience. The Group plans to take over the other two operational properties, **UniLodge Park Central** and **UniLodge City Gardens** and operate them under the **Y Suites** brand in 2024 and 2025, respectively. The Group will have eight properties comprising 6,073 beds under the **Y Suites** brand by 2025.

Financial Performance and Dividend

In FY2021, the Group changed its accounting policy with respect to the subsequent measurement of investment properties from cost to fair value model. This change aligns the Group's accounting policy with industry practice and provides the users of the financial statements with more relevant financial information. Following the change from cost to fair value model, the Group has elected to not capitalise the related borrowing costs as well. The change in accounting policies were applied retrospectively and accordingly, the comparative financial statements were restated.

The Group registered revenue of \$200.4 million for FY2021, 5% higher than that in the corresponding year. The increase was largely attributable to higher revenue generated from our construction business as compared to FY2020.

For FY2021, profit attributable to shareholders registered at \$0.66 million as compared to \$21.85 million registered in FY2020. The lower profit was due mainly to operational losses, foreign currency exchange losses, and higher income tax expense. However, the losses were offset by fair value gains on investment properties.

The Group is in a stable financial position with total asset of \$1.37 billion and with cash and cash equivalents of \$53.4 million. Net asset value per share increased from \$0.45 to \$0.49 as of 31 December 2021 resulted from fair value gains on investment properties.

Despite much lower profit recognised in FY2021, the Group is proposing a final cash dividend of \$0.003 per share based on the overall financial performance especially the increase in net asset value. Including the interim dividend of \$0.002 per share, total dividend for FY2021 is \$0.005 per share. The total dividend payment for FY2021 will be approximately \$4.6 million, representing a payout ratio of 694.3%.

Corporate Social Responsibility

Wee Hur continues to affirm its commitment to give back to society through partnership and collaboration with institutions, charitable organisations and social enterprises by providing monetary donations to support their initiatives and events.

To support Singapore Built Environment industry to attract talents, Wee Hur participated in BCA-Industry I BuildSG Undergraduate Scholarship/Sponsorship programmes which provide financial incentives to students who pursue full time Built Environment courses in local universities.

Challenges Ahead

With more countries working towards "Living with COVID-19" and opening their borders, the economy is expected to recover gradually. However, COVID-19 remains a threat to the world economy as global cases continue to rise and some countries experience a resurgence of infections after a general resumption of activities. In addition, the Ukraine war, rise of inflation, interest rates hike and tension between the superpowers create uncertainties and impacts to the world economy. These challenges may affect the performance of the Group's businesses. The Group will adopt a prudent approach in carrying out our businesses amid challenges ahead.

Appreciation

On behalf of the Board, I am thankful to our shareholders, banks, consultants, sub-contractors, suppliers, business associates, investors of our PBSA funds and other stakeholders that have supported us for the past year. I am also grateful to my fellow directors for their guidance and support, and our management team and staff for their commitment and hard work.

Goh Yeow Lian
Executive Chairman and Managing Director

主席致辞



尊敬的股东们：

在经历了充满挑战的两年后，集团终于看到了一些曙光。澳大利亚政府于2021年11月22日宣布向国际学生开放边境，这对集团的学生公寓业务来说，可谓是一剂强心针。这好消息促使我们果断地运营两个新的学生公寓，我们现在很高兴看到集团的四个运营学生公寓收到很多的查询和预订。同样的，本地业务也在复苏的道路上。集团于2021年9月推出的开发项目 **Bartley Vue** 获得了令人鼓舞的销售。大部分在新型冠状病毒肺炎(“COVID-19”)之前获得的建筑项目将在2022年上半年完工。集团的工人宿舍 **Tuas View Dormitory** 的入住率也有复苏的迹象。

尽管如此2021年还是充满挑战。COVID-19,尤其是Delta和Omicron变体继续横行于世界大部分地区。越来越多国家封锁边境以及花费了巨大的资源来对抗病毒，导致它们的经济受到严重的打击。另一方面，由于更多的疫苗获准使用，许多国家包括新加坡和澳大利亚采取了“与COVID共存”的策略，在2021年下半年逐步开放边境以刺激经济。

本地业务汇报

建筑业务

尽管工地已几乎全面复工，但由于工人短缺、海外建筑材料和部件供应及运输的延误以及工地因COVID-19确诊病例而停工，工程进度受到严重影响。

由于工期延长、人工和材料成本增加以及遵守安全管理措施，集团的建筑业务遭受了重大财务损失。

在2021年，集团也增添了一个BTO项目，使集团截至2021年12月31日的订单达到2.1亿新元。大部分在COVID-19之前所标到的项目将于2022年上半年逐步完工。

建设局预计2022年的建筑合同总值将在270亿至320亿新元之间，处于新冠疫情之前的水平。由于需求增加，建屋发展局也于2021年12月16日宣布在未来两年内增加BTO组屋的供应。集团将积极争取新项目以填补订单并改善该业务的财务表现。

房地产开发

集团的合资开发项目 **Parc Botannia** 一部分的单位已在2022年3月份获得入伙证，预计其余的单位将在2022年4月获得入伙证。集团正在准备房屋移交手续。

在低利息和流动资金充裕的环境下，本地住宅市场迎来了丰收的一年，根据市建局公布的统计数据，价格上涨了10.6%。开发商在2021年售出13,027套公寓，比2020年增长30%。集团在住宅市场的良好情绪下，于2021年9月推出了 **Bartley Vue**，一个拥有115套的共管公寓，到目前为止，已售出28%的单位。由于 **Bartley Vue** 的良好地理位置和该地区供应量有限，集团对 **Bartley Vue** 的销售有信心。

尽管政府于2021年12月16日推出了降温措施，并在2022年预算案中宣布提高房产税，但从在最近政府售地中可以看出开发商对本地住宅市场保持乐观。集团认为，本地住宅市场充满挑战，在收购住宅地段时会审慎行事。

工业房地产市场保持稳定 COVID-19 的影响不大。截至2022年3月31日，集团已售出 **Mega@Woodlands** 84% 的单位。包括先租后买(“RTO”)计划下的潜在购买者在内，总销售率为94%。集团有信心在未来的两年内售出大部份单位。

客工宿舍

集团在2021年完成了客工宿舍 **Tuas View Dormitory** 的改建工程以符合客工宿舍的新规范，这个改建是延长租约的条件之一。改建后床位数量减少约30%，至11,808个床位。入住率低于预期水平，主要是由于COVID-19导致客工人数大幅减少以及在2020年所建造的临时客工宿舍数量增加。随着更多客工允许进入新加坡来应付建筑业、海事和加工行业的需求，集团预计入住率将在2022年提高。

集团的另一个拥有10,500个床位的客工宿舍 **Pioneer Lodge**，由于阻断措施以及随后客工宿舍规范的更改，建设工程从2020年4月7号已暂停。有关当局于2021年9月17日宣布了客工宿舍的新规范。集团已根据新规范向建设局提交了新的设计与及修订协议的方案。希望双方能尽快的对修订协议的方案达成共识。

其他业务

2021年没有新的基金成立，目前管理的两个基金是 **Wee Hur PBSA Master Trust** 和 **Wee Hur PBSA Fund II**。

作为增长平台的延续，集团于2021年成立 **KK39 Ventures Pte Ltd** 以做创业投资。由于是这项业务的新手，集团将通过创业投资基金以及直接投资初创公司，部署少量资金参与创业投资领域。迄今为止，从10多个基金和30家初创公司中，集团已经投资了5家创业投资基金和5家初创公司。集团将继续寻找具有强劲增长指标和投资理念的初创公司。集团相信这项新业务将在未来数年会为集团带来良好回报。

海外业务汇报

学生公寓

运营学生公寓

由于边境在2021年几乎全年关闭，集团两个运营的学生公寓 **UniLodge Park Central** 和 **UniLodge City Gardens** 的入住率进一步降低至35%左右。另一个运营就绪的学生公寓 **Y Suites on Waymouth**，也暂时关闭以降低运营成本。

澳大利亚政府在2021年11月22日宣布将于2021年12月15日取消对国际学生和技术工人的边境关闭。有了这个好消息，集团决定 **Y Suites on Waymouth** 和 **Y Suites on A'Beckett** 在2022年第一学期开始运营。从那时起，集团的四个运营学生公寓收到很多询问和预订。自2021年12月15日以来，约有超过75,000名国际学生抵达澳大利亚，尽管这是令人鼓舞，但这一数字仍低于新冠疫情之前的水平。这是因为一些家长和学生仍然对澳大利亚的疫情形势感到焦虑，选择推迟入境，其他原因包括机票价格偏高和航班短缺也促使学生推迟入境澳大利亚。因此，我们预计国际学生会继续入境澳大利亚，这将有助于提高集团学生公寓的入住率。

开发中的学生公寓

尽管墨尔本多次封锁，**Y Suites on A'Beckett** 的建设工程还能如期完成，并可在2022年第一学期投入使用。

集团在2021年签订了三个学生公寓的建筑合同。**Y Suites on Gibbons** 和 **Y Suites on Moore** 预计将于2023年上半年完成，**Y suites on Regent** 预计于2023年下半年完成。

集团预计将在2022年上半年获得 **Wee Hur PBSA Fund II** 旗下的学生公寓 **Y Suites on Margaret** 的开发批准。建筑工程预计将于2022年下半年展开。

房地产开发

布里斯班布兰德地块2的 **Park Central** 的开发申请已提交。**Park Central** 是一个综合型发展项目，主要包括住宅、零售和商业空间。我们预计将在2022年下半年获得有关部门的批准。布里斯班是2032年奥运会的主办城市，市和联邦政府预计将花费约51亿澳元为2032年奥运会做好准备。预计这将会推动布里斯班未来几年的房地产市场。

学生公寓运营

2021年，**Y Suites** 团队专注于建立一个完整的团队，运营流程数据化以及加强销售和营销能力，为国际学生回返澳洲做好准备。

两个新的学生公寓以 **Y Suites** 品牌投入运营将为集团提供一个机会来巩固 **Y Suites** 的运营能力，并履行我们提供卓越学生住宿体验的使命。集团计划于2024年和2025年接管另外两个运营学生公寓 **UniLodge Park Central** 和 **UniLodge City Gardens**，并以 **Y Suites** 品牌运营。到2025年，集团将有八个学生公寓共6,073张床位运营在 **Y Suites** 的品牌下。

财务业绩和股息

2021财年，集团将投资性房地产的会计政策由成本模式改为公允价值模式。这一改变使集团的会计政策与行业惯例保持一致，并为财务报表的使用者提供了更多相关的财务信息。随着这个会计政策的改变，本集团也选择不对相关借款成本进行资本化。2019年和2020年的财务报表会随着会计政策的改变而重述。

集团在2021财年的营业额为2.004亿新元，比去年同期增长5%。这一增长主要是由于集团的建筑业务收入增加。

在2021财年，归于股东的净利润为66万新元，而2020财政年为2,185万新元，这偏低的利润是由于运营亏损、外汇损失和所得税费用增加。然而，这些亏损被投资性房地产的公允价值的增加所抵消。

集团财务状况稳定，总资产为13.7亿新元，现金及现金等价物为5,340万新元。由于投资性房地产的公允价值的提高，截至2021年12月31日，每股净资产值也从0.45新元增加到0.49新元。

尽管2021财年的净利润偏低，但综合集团的整年的财业表现尤其净资产值的增加，集团提议派发每股0.003新元的末期现金股息。包括每股0.002新元的中期股息，2021财年的总股息为每股0.005新元。2021财年的总股息支付为460万新元，派息率为694.3%。

企业社会责任

集团继续与机构、慈善组织和社会企业建立伙伴关系并通过提供现金捐款来支持他们的活动，回馈社会。集团也还参予了BCA-Industry I BuildSG本科奖学金与赞助计划，赞助那些在本地大学就读建筑环境课程的学生。

未来的挑战

随着越来越多的国家采取“与COVID-19共存”的策略并开放边界，预计经济将逐渐复苏。然而，全球病例持续上升，以及一些国家在放宽防疫措施而再次重现病例高峰，COVID-19仍然对世界经济构成威胁。此外，乌克兰战争、通胀率上升、加息以及超级大国之间的紧张关系也给世界经济带来不确定性和影响。集团将采取审慎的态度，步步为营来经营我们的业务。

感谢

我谨代表董事会向我们的股东们、银行、咨询顾问、分包商、供应商、商业伙伴、学生公寓基金投资者以及其他利益相关人员表示衷心的感谢，感谢大家在过去一年里对我们的支持。同时，我也感谢董事们的指导和支持，以及我们的管理层和员工们的辛苦付出。

吴友仁
执行主席兼董事经理

Board of Directors



Goh Yeow Lian
Executive Chairman and Managing Director

Goh Yeow Lian was appointed as our Executive Chairman and Managing Director on 3 September 2007 and he is one of the founders of our Group. He has played a pivotal role in the growth and development of our Group and is responsible in the formulation of our Group's strategic directions and expansion plans and managing our Group's overall business development. He graduated with a Diploma in Building from Singapore Polytechnic.



Teo Choon Kow @ William Teo
Lead Independent Director

William Teo was appointed as our Lead Independent Director on 14 December 2007. He is currently a consultant providing corporate advisory work and independent director of Datapulse Technology Limited, Kitchen Culture Holdings Ltd and Axington Inc. From 1997 to 2004, he was the vice-president of Walden International Investment Group where he was responsible for its investment function. From 1989 to 1997, he was a senior manager with Coopers & Lybrand Management Consultants Pte Ltd, involved in corporate finance work. He is a fellow of the Association of Chartered Certified Accountants and a member of the Institute of Singapore Chartered Accountants. He holds a Master in Management from Asian Institute of Management, Philippines.



Goh Yew Tee
Executive Director and Deputy Managing Director

Goh Yew Tee was appointed as our Executive Director and Deputy Managing Director on 24 September 2007. In January 2009, he was appointed Managing Director of our wholly-owned subsidiary, Wee Hur Construction Pte Ltd. He is responsible for the overall operation of the construction and dormitory business. He graduated with a Diploma in Building from Singapore Polytechnic.



Wong Kwan Seng Robert
Independent Director

Robert Wong was appointed as our Independent Director on 14 December 2007. He is a lawyer by profession and practises mainly corporate law with emphasis on corporate finance. He had acted as solicitor in initial public offers, rights issues, issue of debentures, takeovers, mergers and acquisition and joint ventures.



Goh Yeo Hwa
Executive Director

Goh Yeo Hwa was appointed as our Executive Director on 24 September 2007 and he is one of the co-founders of our Group. He has more than 30 years of experience in the construction industry. He is involved in the site management and procurement of construction machinery, equipment and materials.



Goh Yew Gee
Non-Executive Director

Goh Yew Gee was appointed as our Non-Executive Director on 24 September 2007. He is currently the managing director of Multi-Zones Marketing Pte Ltd, a Singapore company engaged in chemical trading. He is also a director of Hexachem (M) Sdn Bhd and Hexachem (Vietnam) Ltd.

Senior Management

Lim Poh Choo, Janet
Chief Financial Officer
Wee Hur Holdings Ltd

Janet Lim is responsible for all financial matters of the Group which includes financial reporting, corporate finance, treasury, tax, corporate secretarial and risk management. She has been with the Group since 2016.

She has more than 20 years of accounting, finance and management experience. She holds a Master of Professional Accounting from the University of Southern Queensland. She is a member of the Institute of Singapore Chartered Accountants and CPA Australia. She is also an Accredited Tax Advisor of the Singapore Institute of Accredited Tax Professionals.

Gaw Chu Lan
Director, Administration and Finance
Wee Hur Holdings Ltd

Gaw Chu Lan is responsible for all administrative and finance functions of the Group which includes corporate finance, administrative and human resources matter. She has been with the Group since 1985.

Koh Chong Kwang
Director, Project
Wee Hur Construction Pte Ltd

Koh Chong Kwang is responsible for the project management functions which includes overseeing the execution of projects from commencement till completion including maintenance period. He has been with the Group since 1995.

He holds a Bachelor of Engineering (Civil Engineering) degree from the National University of Singapore.

Lu Tze Chern, Andy
Director, Project
Wee Hur Construction Pte Ltd

Andy Lu is responsible for the project management functions which includes overseeing the execution of projects from commencement till completion including maintenance period. He has been with the Group since 2006.

He holds a Bachelor of Science (Civil Engineering) degree from Purdue University, USA.

Sua Chen Shiua
Director, Tender and Contract
Wee Hur Construction Pte Ltd

Sua Chen Shiua is responsible for the overall tender and contract functions which includes identifying and securing new projects and overseeing the execution of contract administration for secured projects. He has been with the Group since 2000.

He holds a Bachelor of Science (Building) degree from National University of Singapore.

Chua Cheng Hoon
Business and Technical Director
Wee Hur Construction Pte Ltd

Chua Cheng Hoon is responsible for business procurement for the construction arm which includes formulating cost-effective technical proposals and solutions during the tendering stage. He joined the Group in August 2018.

He holds a Bachelor of Engineering (Civil Engineering) degree from National University of Singapore.

Goh Chengyu
Assistant Director
Wee Hur Development Pte Ltd

Goh Chengyu is responsible for land acquisition, design development and project management of the Group's local property development business. He has been with the Group since 2008.

He has accumulated more than 12 years of experience in the construction and property development industries. He holds a Bachelor of Engineering (Mechanical Engineering) from the Nanyang Technology University, Singapore.

Goh Wee Ping
Chief Executive Officer
Wee Hur Capital Pte Ltd

Goh Wee Ping is responsible for managing and integrating all functions of fund management which includes but not limited to fund-raising, acquisition and divestment, development, operations, asset management, business development and investor relations. He is currently managing Wee Hur PBSA Master Trust, an Australia focused Purpose-Built Student Accommodation ("PBSA") private trust, as well as Wee Hur PBSA Fund II, a private trust developing a single PBSA facility in Sydney.

He has close to 10 years of experience in the construction and property development industry. He was instrumental in the Group's entry into Australia and has accumulated broad experience and acute knowledge of PBSA, touted as an up-and-coming institutional grade asset class in Australia. He holds a Bachelor of Engineering (Civil Engineering) from the National University of Singapore.

Goh Cheng Huah
Director
Wee Hur Capital Pte Ltd

Goh Cheng Huah is responsible for land acquisition, design development, project management as well as operation management of the Group's PBSA portfolio. He is also involved in local and overseas property development business of the Group. He has been with the Group since 1987.

He has accumulated more than 30 years of experience in the construction and property development industries. He holds a Bachelor of Engineering (Civil Engineering) from the National University of Singapore.

Goh Wee Shian
General Manager
Wee Hur Hospitality Pte Ltd

Wee Shian spearheads Y Suites, the premier student accommodation brand for Wee Hur's 6000-beds portfolio in Australia. He oversees the brand's marketing, sales, reservations, property management, digital products and technology infrastructure. Previously the asset manager at Wee Hur Capital, Wee Shian is excited about leveraging technology and human capital to unleash business and operational capabilities. He believes that technology can help property staff to focus on what they do best – providing exceptional customer service to students.

Wee Shian graduated with a Bachelor of Arts (Honours) from the National University of Singapore and a MA from Yale University, Connecticut, USA. He is also certified in leadership and transformation, digital marketing, Scrum Methodology, and Product Management.

Properties Portfolio

SINGAPORE	Location	Type	Tenure	Approximate Gross Floor Area (Sq. Metres)	Effective Group Interest (%)
Development Properties					
Bartley Vue	Jalan Bunga Rampai	Residential	99-year Leasehold	9,800	75
Parc Botannia	10 Fernvale Street	Residential	99-year Leasehold	51,588	30
Mega@Woodlands	39 Woodlands Close	Industrial	30-year Leasehold	98,072	60
Investment Properties					
Pioneer Lodge	Soon Lee Road	Dormitory	9-year lease wef 1 October 2019	84,675	75
Tuas View Dormitory	70 Tuas South Avenue1	Dormitory	10-year lease wef 1 November 2013	118,065	60

AUSTRALIA	Location	Type	Tenure	Approximate Gross Floor Area (Sq. Metres)	Effective Group Interest (%)
Development Property					
Park Central	Logan Road, O'Keefe, Gillingham Street, Woolloongabba, Brisbane	Mixed-use	Freehold	94,311	100
Investment Properties					
UniLodge Park Central	8 Gillingham Street, Woolloongabba, Brisbane	PBSA	Freehold	41,805	60
UniLodge City Gardens	105 Gray Street, Adelaide	PBSA	Freehold	19,926	60
Y Suites on Waymouth	128 Waymouth Street, Adelaide	PBSA	Freehold	20,465	60
Y Suites on A'Beckett	183-189 A'Beckett Street, Melbourne	PBSA	Freehold	25,215	60
Y Suites on Gibbons	13-23 Gibbons Street, Redfern, Sydney	PBSA	Freehold	10,513	60
Y Suites on Moore	7-9 Moore Street, Canberra	PBSA	99-year Leasehold	18,823	60
Y Suites on Regent	90-102 Regent Street, Redfern, Sydney	PBSA	Freehold	9,015	60
Y Suites on Margaret	104-116 Regent Street, Redfern, Sydney	PBSA	Freehold	9,562	30*

* Resultant interest

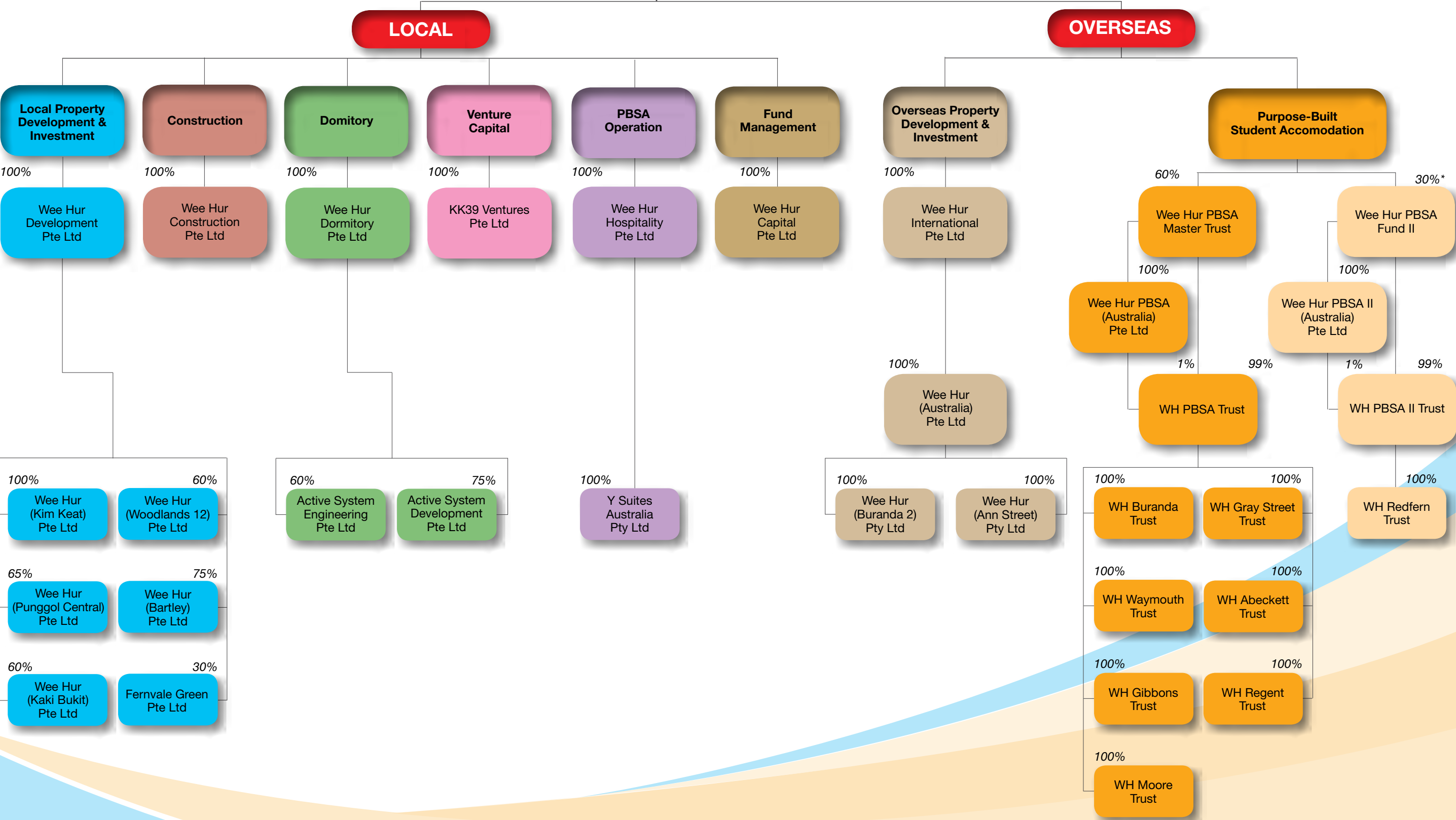
As at 31 March 2022

Group Structure

AS AT 31 MARCH 2022

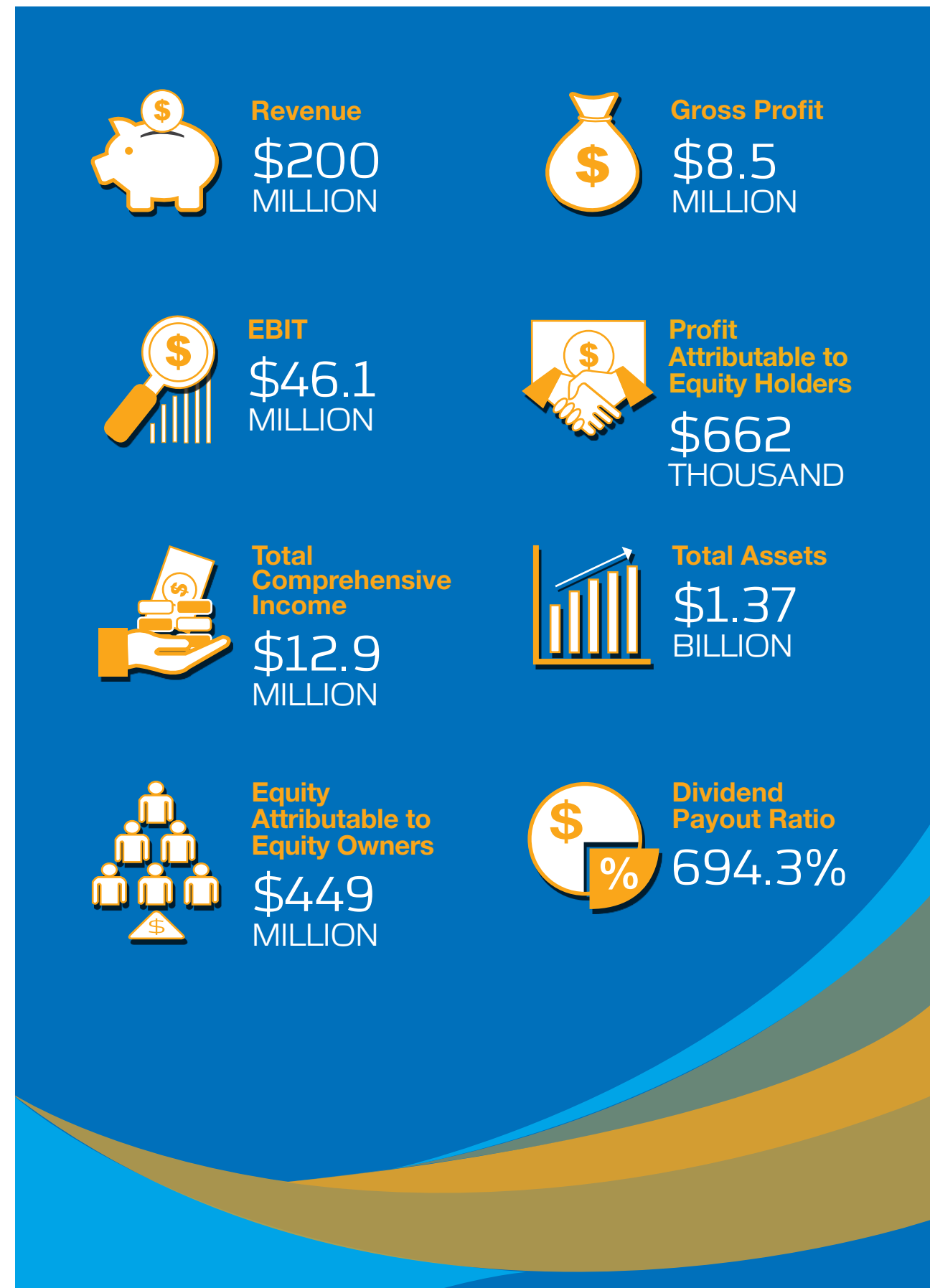


偉合控股有限公司
WEE HUR HOLDINGS LTD



* Resultant interest

Financial Highlights



Financial Summary

GROUP FINANCIAL HIGHLIGHTS						
For the Financial Year Ended 31 December	2021	Restated 2020	Restated 2019	2018	2017	2016
Consolidated Statement of Comprehensive Income (\$'000)						
Revenue	200,375	189,945	191,792	293,694	160,352	164,251
Earnings before interest and tax (EBIT)	46,133	28,811	96,557	55,918	27,015	25,124
Profit attributable to equity holders of the Company	662	24,731	58,402	25,012	18,671	17,267
Balance Sheet - Group (\$'000)						
Investment properties	877,446	746,508	578,536	316,766	198,759	164,918
Property, plant and equipment	32,541	33,227	33,317	24,401	21,697	8,370
Development properties	196,297	210,909	114,869	131,263	261,147	217,345
Cash and cash equivalents	53,430	105,096	108,619	162,356	151,015	150,874
Other assets	208,697	188,110	176,863	132,850	220,501	163,601
Total assets	1,368,411	1,283,850	1,012,204	767,636	853,119	705,108
Equity attributable to equity holders of the Company	449,091	454,480	433,353	365,699	352,907	340,583
Financial liabilities	605,532	549,759	278,699	182,734	216,680	135,511
Non-controlling interests and other liabilities	313,788	279,611	300,152	219,203	283,532	229,014
Total equity and liabilities	1,368,411	1,283,850	1,012,204	767,636	853,119	705,108
Financial Ratios						
Earnings per share (cent)	0.07	2.69	6.35	2.72	2.03	1.88
Net asset value per share (\$)	0.49	0.49	0.47	0.40	0.38	0.37
Return on equity (%)	0.15	5.44	13.48	6.84	5.29	5.07
Dividend paid (\$'000)	4,596	4,596	7,354	7,354	5,515	5,516
Dividend per share (cent)	0.50	0.50	0.80	0.80	0.60	0.60
Dividend payout ratio (%)	694.3	18.6	12.6	29.4	29.5	31.9

Corporate Social Responsibility

At Wee Hur, we take heart in giving back to our society and continue to understand community needs and seek to create lasting impact wherever we can.

Scholarship and Sponsorship

We have established **Wee Hur Scholarship** at National University of Singapore in 2017. Since its inception we have awarded the scholarship to three students pursuing studies in BSc (Project and Facilities Management) programme.

The **BCA-Industry iBuildSG Undergraduate Scholarship/Sponsorship** programmes provide financial incentives to students of high calibre to pursue full time Built Environment courses in local universities. In Collaboration with Building Construction Authority, we have awarded one scholarship and one sponsorship to two students, respectively.

2021 Donations

The various restrictions due to COVID-19 imposed challenges for us to carry out our usual community engagements, thus we focused on donations to various charitable, social organisations and institutions to support the needy and the vulnerable communities.

Some of our monetary donations are as follows:

- UOB Chinese New Year Charity Drive 2021 to raise fund for The Business Budding Artists Fund and The Strait Times School Pocket Money
- UOB Global Heartbeat Virtual Run/Walk
- Singapore Children's Society – 1000 Enterprises for Children-In-Need-Programme
- Tian Yun Beijing Opera School
- PCS Lifeblood Centre – Donation to Aid Children suffering from Thalassaemia and Cancer
- POSB Passion Virtual Run for Kids
- The New Charis Mission 15th Anniversary cum Fund Raising Event
- Care Community Annual – Donation of 3 wheelchairs

Award & Accolades

Over the years, our Group has garnered several prestigious awards and accolades:



- **Forbes Asia's 200 Best under a Billion** for 2013 and 2015.
- **Brand Finance** listed among Top 100 Singapore Brands.
- **Singapore 1000, Singapore SME 1000 & Singapore International 100 Rankings** achieved for our Group and its subsidiaries.



- **BCA Construction Excellence Awards**
 - Mapletree Pioneer Logistics Hub – Excellence
 - United World College of South East Asia – Excellence
 - The Capricorn at Singapore Science Park II – Excellence
 - Institute of Molecular & Cell Biology (Annexe) – Excellence
 - Institute of Molecular Agrobiobiology – Excellence
 - Punggol West C40 (Matilda Court) – Merit
 - Parc Centros – Merit
 - Nexus@One North – Merit
 - Institute of Microelectronics & Information Technology Institute – Merit



- **BCA Quality Mark Award for Good Workmanship**
 - Parc Centros – Excellent
 - Urban Residences – Star



- **BCA Green Mark for Buildings Award**
 - Mega@Woodlands – Gold
 - Parc Centros – Goldplus



- **BCA Green and Gracious Builder Award**
 - Star

- **Enterprise 50 Award**

Sustainability Summary

Sustainability Reporting

Wee Hur upholds high standards of responsible, sustainable and socially aware business practices. We are committed to incorporating sustainability in our corporate culture and improving the economic, environmental and social wellbeing of our stakeholders. We prudently balance economic viability with sustainability and social progress for future generations. During the unsettling times of the COVID-19 outbreak, the Group stays committed to prioritising the safety of our employees and workers.

Below is a summary table of the material topics in line with the Global Reporting Initiative standards that are relevant to the Group and our stakeholders.

Economic	Environmental	Social
Indirect Economic Impacts	Materials	Employment
Anti-Corruption	Energy	Occupational Health and Safety
	Water	Training and Education
	Emissions	Diversity and Equal Opportunity
	Effluents and Waste	Local Community
	Environmental Compliance	Supplier Social Assessment
	Supplier Environmental Assessment	Customer Health and Safety
		Customer Privacy
		Socioeconomic Compliance

More information on the Group's efforts on sustainability management in FY2021 can be found in our 2021 Sustainability Report which will be published by May 2022.

Our Business

LOCAL PROPERTY DEVELOPMENT & INVESTMENT

The local property development and investment business is undertaken by Wee Hur Development Pte Ltd (WHD), a wholly-owned subsidiary of Wee Hur Holdings Ltd.

WHD acquires vacant plots of land or existing properties which have re-development potentials and develop these land parcels into either residential, industrial, commercial or mixed development in accordance to the approved use of these land parcels by the relevant authorities. The developments may comprise strata titled units which can be sold individually or be held as investment properties for recurring income.

Each development project may be undertaken by a separate entity which can be wholly-owned by WHD or co-owned with Joint Venture partners.



Bartley Vue is a residential development which comprises 115 units with unit types ranging from 2 to 4 bedrooms. The development consists of 2 towers of 16-storey buildings with amenities such as 30 meters lap pool, pavilions, fitness corner and 2 basement carparks.

Sales launched in September 2021 with 28% sold as at 31 March 2022. TOP is scheduled to be obtained by 2026.



MEGA @WOODLANDS

8-Storey strata titled catering to clean, light and general industries. It comprises of 512 factory units, with 2 canteens, 1 mini-mart and other ancillary facilities located along Woodlands Ave 12.

Sales Status as at 31 March 2022: 84% sold and 13% tenanted. Including the innovative Rent-To-Own scheme, the aggregate take-up rate at about 94%.



PARC BOTANNIA

A HOME WITH NATURE

4 blocks of 22-storey (735 units) condominium with carparks at basement level and 1st storey, one childcare centre, swimming pool and communal facilities at Fernvale Street/Fernvale Road.

Status: Sales launched in November 2017 with 100% sold as at 31 March 2022. Partial TOP has been obtained on 22 March 2022 and full TOP is expected to obtain by April 2022.



Parc Centros - TOP: 2016



Premier@Kaki Bukit - TOP: 2014



Urban Residences - TOP: 2014



Harvest@Woodlands - TOP: 2012



Villas@Gilstead - TOP: 2011

OVERSEAS PROPERTY DEVELOPMENT & INVESTMENT

Our overseas property development and investment business is undertaken by Wee Hur International Pte Ltd (WHI), a wholly-owned subsidiary of Wee Hur Holdings Ltd. We will set up a holding company for each country we are investing in. Currently, we have overseas property development projects in Australia, which is undertaken by Wee Hur Australia Pte Ltd, a wholly-owned subsidiary of WHI.



The development of Buranda Plot 2, Park Central is a mixed development comprising mainly residential, retail and commercial space.

We lodged our development approval in late 2021, with a view to secure relevant approvals by the second half of 2022.

PURPOSE-BUILT STUDENT ACCOMMODATION (PBSA)

The PBSA business is being undertaken via Wee Hur PBSA Master Trust (Fund 1) and Wee Hur PBSA Fund II (Fund 2). These funds are managed by our wholly owned subsidiary Wee Hur Capital Pte Ltd.

Our PBSA business provides quality accommodation to tertiary students. These facilities are strategically located in the major capital cities of Australia and within close proximity to universities, public transportation nodes and amenities. We grow our PBSA portfolio through a greenfield strategy with the objectives to generate stable recurring income. Our PBSAs are developed with the end occupiers in mind and therefore boast huge communal spaces for students to interact and supporting amenities to create a conducive living environment. We work closely with our appointed operators (Y Suites and UniLodge) to ensure that all students who come through our PBSAs have a memorable experience.

In 2015, we made our first foray in the PBSA business by developing a 1,578-bed PBSA at Buranda in Brisbane Australia, this is the largest single-phase PBSA facility in Australia. In 2017, the asset was seeded to Fund 1 and a further 6 land parcels in Australia's eastern states were acquired. These 7 land parcels will yield a total of 5,662 beds. As of Q1 2022, 4 assets (4,049 beds) are operational. The remaining are at various stages of development to be completed between Q1 to Q3 of 2023.

In 2021, Fund 2 was established to undertake a single asset development of a land parcel in Sydney. The asset is adjacent to 2 of our Fund 1 sites and is expected to yield approximately 411 beds. As of Q1 2022, the asset is in development application phase. The asset is targeted to complete by end of 2023.



UniLodge Park Central



Location

UniLodge Park Central is located at 8 Gillingham Street, in the Brisbane suburb of Woolloongabba. The facility is 3 km south of the Central Business District, situated above the Buranda busway and railway stations. The University of Queensland St Lucia campus, Queensland University of Technology Gardens Point campus and both Mt Gravatt and Nathan campuses of Griffith University are all conveniently located by bus or train. A bikeway provides another quick and sustainable way to get around. Buranda Village, Stones Corner Village and Westfield Carindale are all located nearby that caters for retail and lifestyle amenities, and with the completion of the Park Central masterplan, amenities provided to students will be greatly enhanced.

Facility

Housing 1,578 beds across two buildings, the 25-storey Sky Tower and 14-storey Metro Tower are connected by a link bridge. A total of 687 studios and 891 shared apartment rooms make up the complex. The facility has

a bicycle storage and a shared basement carpark for 398 cars. 10 retail stores are situated on the ground floor, catering to residential needs. Communal facilities include a gym, theatre, BBQ pits, study rooms, game area, music room, common laundry room and shared kitchen.

Status

Commenced full operation in 2019 where we achieved an annualised occupancy rate of 80%. Australia closed its international borders fully in March 2020 which negatively impacted our occupancies. Annualised occupancy for 2020 was 57% and 2021 at 35%. The Federal Government announced that it will allow international students to enter into the country once again from 15 December 2021, subject to being double vaccinated. There has been a positive response from international students, which has led a surge in enquiries and bookings at all our operational PBSAs. The peak occupancy rate as at 31 March 2022 is at 77%.



UniLodge City Gardens



Location

UniLodge City Gardens is located at 105 Gray Street. The facility is in the North-West of Adelaide's city centre, a short walk from University of South Australia (UniSA) City West campus and TAFE South Australia. It is also a short bus ride to the University of Adelaide and UniSA City East campus. Adelaide Metro's free trams also enhance connectivity to major retail/lifestyle hubs including Adelaide Central Market (Adelaide's Chinatown) and Rundle Mall. The site is poised to reap the benefits of major infrastructure growth and the gentrification of the north-west part of the city, including the new Royal Adelaide Hospital. This complex anticipates the needs that South Australia's projected increase in student population will have on the city, as well as its economic and commercial potential. The transformation will provide an environment for company incubation and commercialisation which will attract more students studying in South Australia therefore driving up demand for student accommodation.

Facility

The facility comprises 772 beds in a 17-storey building with a total of 548 studios, 32 twin apartment rooms and 192 shared apartment rooms. A large internal-facing courtyard is situated on the ground floor, offering residents ample outdoor space within the complex. 2 retail stores are situated on the ground floor, catering to residential needs. Communal facilities include a gym, theatre, BBQ pits, study rooms, game area, basketball court, common laundry room and shared kitchen.

Status

Commenced operations in July 2019. Similarly, our plans were dampened with the effects of the global pandemic and the closure of Australia's international borders in March 2020. We achieved an annualised occupancy of 52% for 2020 and 36% for 2021. The Federal Government announced that it will allow international students to enter into the country once again from 15 December 2021, subject to being double vaccinated. There has been a positive response from international students, which has led a surge in enquiries and bookings at all our operational PBSAs. The peak occupancy rate as at 31 March 2022 is at 89%.



Y Suites on Waymouth



Location

The facility is located at 128 Waymouth Street, Adelaide SA 5000, it is situated in the North-West of Adelaide's city centre beside Light Square. It is a short walk from University of South Australia (UniSA) City West campus and TAFE South Australia. It is also a short bus ride to University of Adelaide and UniSA City East campus. With close proximities to nearby amenities such as Rundle mall and Adelaide Central Market, residents in Y Suites on Waymouth can get their favourite food, entertainment, and groceries in just within 12 minutes' walk. Shopping for Asian products is equally easy as Chinatown is located just two streets away, and there are at least three Asian marts around the vicinity. The site is poised to reap the benefits of major infrastructure growth and the gentrification of the north-west part of the city, including the new Royal Adelaide Hospital. This complex anticipates the needs that South Australia's projected increase in student population will have on the city, as well as its economic and commercial potential. This transformation will provide an environment for company incubation and commercialisation which will attract more students studying in South Australia therefore driving up demand for student accommodation.

Facility

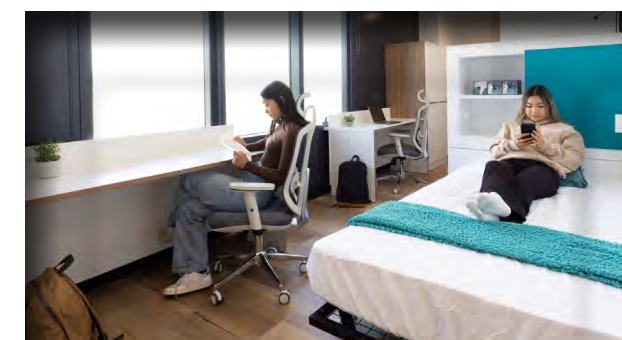
The facility contains 811 beds in a 16-storey building with a total of 475 studios, 128 ensuite rooms, 26 twin apartment room, 56 twin share beds and 126 shared

apartment rooms. A double volume penthouse viewing gallery and herb garden on the top floor will provide residents with sweeping views over the city in both indoor and outdoor settings. Communal facilities include a gym, theatre, BBQ pits, study rooms, game area common laundry room and shared kitchen. Equipped with billiard, ping pong, and a foosball table, the games area is a popular hangout place for residents. Residents who like to do online shopping no longer have to find time out of their hectic schedules so that they can go to Reception during office hours to retrieve their parcels. With the smart parcel lockers, parcels can be collected 24/7 at the designated secure locker. The Sky Garden on the rooftop offers several planter boxes alongside the captivating view of Adelaide city's landscape for residents who prefers spending their time nurturing plants or vegetables.

Status

The asset achieved practical completion in October 2020. With the borders shut, the facility was closed for 2021 to minimise operational losses. Operations began in February 2022, coinciding with the return of international travellers. There has been a positive response from international students, which has led a surge in enquiries and bookings at all our operational PBSAs. The peak occupancy rate as of 31 March 2022 is at 40%.

Y Suites on A'Beckett



Location

The facility is located at 183 – 189 A'Beckett Street. It is situated in Melbourne's North-Central city area, beside Flagstaff Gardens and Queen Victoria Market, the largest fresh food market in the Southern Hemisphere. It is conveniently located within walking distance or a short tram ride from top Universities including Royal Melbourne Institute of Technology (RMIT), University of Melbourne, Victoria University and Australian Catholic University. Residents of Y Suites on A'Beckett will enjoy seamless connection to nearby amenities with both Melbourne Central railway station and Flagstaff Gardens railway station within 5 minutes' walk away, while Melbourne's free tram service within the city makes the rest of Melbourne's centre easily accessible. The property is also within proximity to restaurants, supermarket, and shopping malls such as Melbourne Central, QV Melbourne and Emporium Mall. A plethora of restaurants serving different kinds of cuisine ranging from Asian, to western, and even fast food can be found on Elizabeth Street and Swanston Street, both of which are just around the corner. Residents can simply cross a street and they will find themselves at Woolworths Metro supermarket, or they can choose to walk over to Melbourne Central, Chinatown, or QV Mall for grocery shopping.

Facility

The facility houses 888 beds in a 47-storey building with a total of 571 studios, 259 ensuite rooms, 8 twin apartment rooms and 50 twin share beds. Designed with students'

utmost needs in mind, communal spaces have been incorporated within this prime real estate, including co-working spaces, function rooms, common laundry room, shared kitchen, shared dining area, BBQ pits and a double volume penthouse viewing gallery overseeing Melbourne's skyline from the 47th floor. One retail store is situated on the ground floor, catering to residential needs. Residents have a lot of studying spaces such as the study area and meeting rooms on the 2nd storey. Boredom is never an option for residents – there are plenty of common areas where they can interact with their friends and other residents. Fitness enthusiast can visit the gym or dance studio to work on their exercise regime; moviegoers would love that the property has two theatres with the options of either watching on pre-set streaming services such as Netflix or casting movies from their own laptop. Featuring two electronic darts machines, ping pong, billiard, air hockey and foosball tables, the games area is the perfect place for residents to form deeper relationships with other residents.

Status

The asset achieved practical completion in January 2022. Operations began in February 2022, coinciding with the return of international travellers. There has been a positive response from international students, which has led a surge in enquiries and bookings at all our operational PBSAs. The peak occupancy rate as of 31 March 2022 is at 28%.

Y Suites on Gibbons

Location

The facility is located at 13-23 Gibbons Street. It is situated in the inner-city Sydney suburb of Redfern. An easy walking distance to Redfern train station, the city is a quick train, walk or cycle away, while the rest of Sydney is conveniently accessible by Sydney's extensive railway network. The University of Sydney, University of Technology Sydney, TAFE NSW-Ultimo and TAFE NSW-Eora are all within a 20 minutes' walking distance. Central Park Mall, Haymarket and Chinatown provide convenient retail and lifestyle options. Poised to take advantage of Sydney's Metro Rail expansion including the proposed Waterloo train station which is to be operational by 2024, the asset is ideally located to offer convenient living and quality of life for students in Australia's most iconic city. Major changes to the Redfern precinct include the on-going development of the Australian Technology Park, which will furthermore contribute to the population density.

Facility

The facility houses 472 beds in an 18-storey building with a total of 337 studios, 15 ensuite rooms, 4 twin apartment rooms and 116 twin share beds. 1 retail store is situated on the ground floor, catering to residential needs. Communal facilities include a gym, theatre, BBQ pits, study rooms, game area, common laundry room and shared kitchen.

Status

The project obtained development approval in October 2020, a modification to the development application has led to an increase of bed count from 419 to 472 beds. Construction works began in March 2021. The project is slated to complete in January 2023, for operations in first semester 2023.

Y Suites on Moore

Location

The facility is located at 7-9 Moore Street. It is situated in the North-West of Canberra's CBD, the site is a short walk to Alinga Street Light Rail Station and Canberra Centre, the largest shopping centre in the Australian Capital Territory. Australia National University (ANU), ANU College and Canberra Institute of Technology are conveniently accessible by a short bus ride or a 20 minutes' walk. The innovative cultural precinct of NewActon is also close by. The site is poised to reap the benefits of a new campus by UNSW, planned to serve 6,000 students. This will further drive up the demand for student accommodation in Canberra.

Facility

The facility houses 733 beds in a 16-storey building with a total of 455 studios, 160 ensuite rooms and 118 twin share beds. 1 retail store is situated on the ground floor, catering to residential needs. Communal facilities include a gym, theatre, BBQ pits, study rooms, game area, common laundry room and shared kitchen.

Status

The project obtained development approval in September 2020. Construction works began in April 2021. The project is slated to complete in March 2023, for operations in second semester 2023.

Y Suites on Regent

Location

The facility is located at 90-102 Regent Street. An easy walking distance to Redfern train station, the city is a quick train, walk or cycle away, while the rest of Sydney is conveniently accessible by Sydney's extensive railway network. The University of Sydney, University of Technology Sydney, TAFE NSW-Ultimo and TAFE NSW-Eora are all within a 20 minutes' walking distance. Next to the Gibbons Street and second Regent Street PBSA facilities, they share a perfect mix of inner-city lifestyle and retail options.

Facility

The facility houses 408 beds in an 18-storey building with a total of 338 studios, 16 ensuite rooms and 54 twin share beds. 1 retail store is situated on the ground floor, catering to residential needs. Communal facilities include a gym, theatre, BBQ pits, study rooms, game area, common laundry room and shared kitchen.

Status

The project obtained development approval in June 2021. Construction works began in January 2022. The project is slated to complete in August 2023, for operations in late second semester 2023.



Y Suites on Margaret

Location

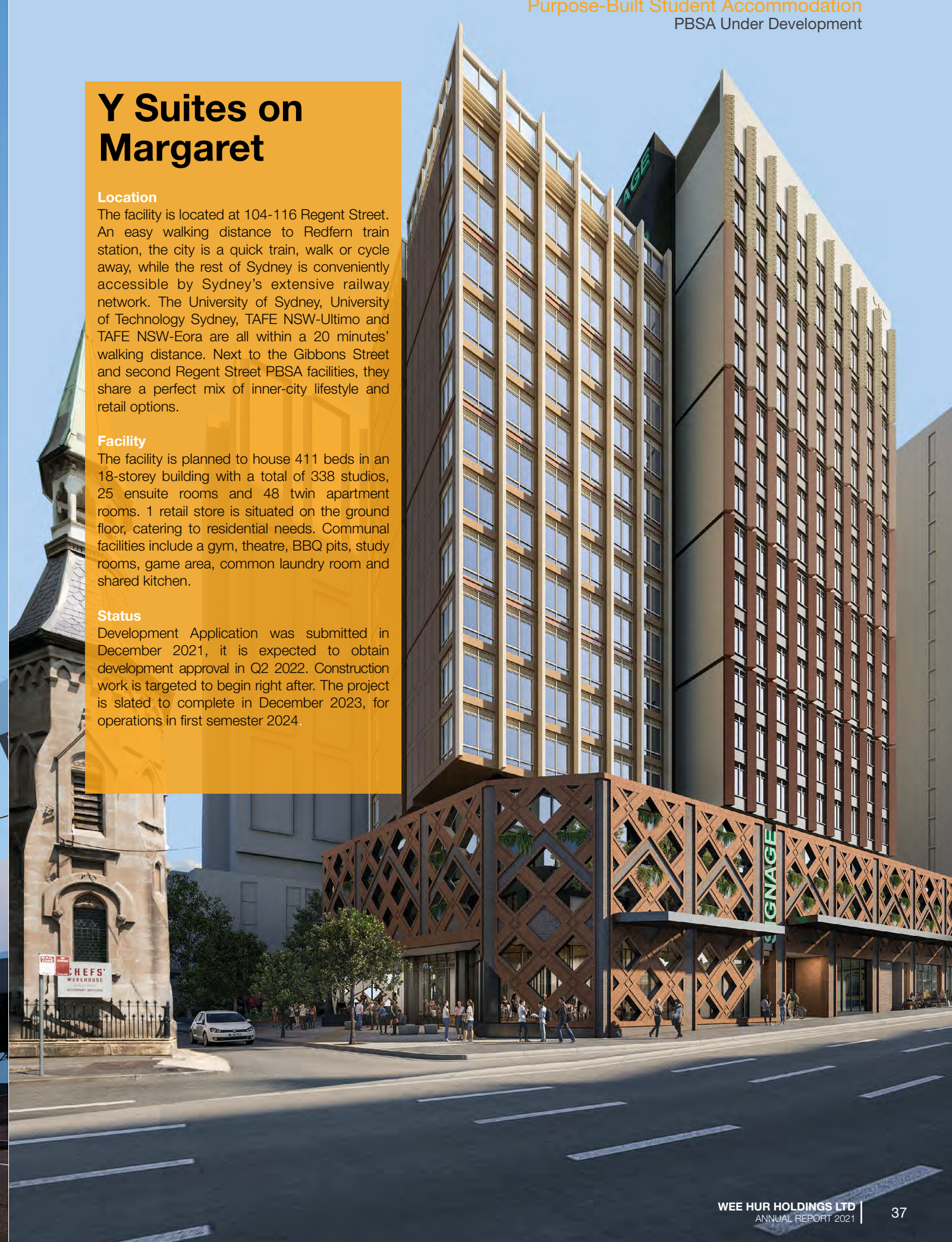
The facility is located at 104-116 Regent Street. An easy walking distance to Redfern train station, the city is a quick train, walk or cycle away, while the rest of Sydney is conveniently accessible by Sydney's extensive railway network. The University of Sydney, University of Technology Sydney, TAFE NSW-Ultimo and TAFE NSW-Eora are all within a 20 minutes' walking distance. Next to the Gibbons Street and second Regent Street PBSA facilities, they share a perfect mix of inner-city lifestyle and retail options.

Facility

The facility is planned to house 411 beds in an 18-storey building with a total of 338 studios, 25 ensuite rooms and 48 twin apartment rooms. 1 retail store is situated on the ground floor, catering to residential needs. Communal facilities include a gym, theatre, BBQ pits, study rooms, game area, common laundry room and shared kitchen.

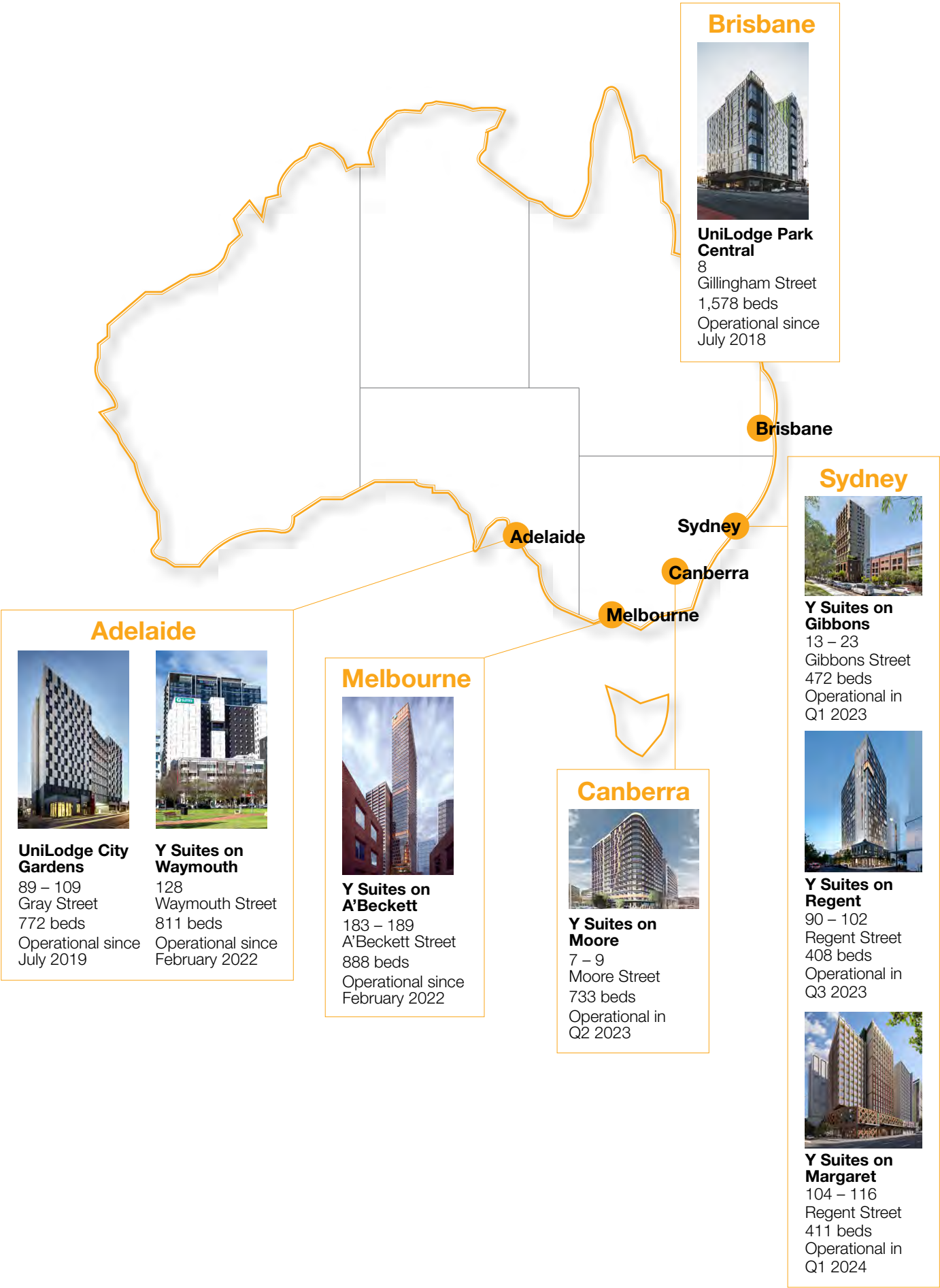
Status

Development Application was submitted in December 2021, it is expected to obtain development approval in Q2 2022. Construction work is targeted to begin right after. The project is slated to complete in December 2023, for operations in first semester 2024.



Locations

Purpose-Built Student Accommodation



Our Business

PBSA OPERATION

The PBSA operation under Y Suites Brand is undertaken by Wee Hur Hospitality Pte Ltd, a wholly-owned subsidiary of Wee Hur Holdings Ltd.

Y Suites Brand was launched in 2020 with the mission to delivering an exceptional experience for students residing in our accommodations.

The first two properties under Y Suites brand, Y Suites on Waymouth and Y Suites on A'Beckett commenced operation in January 2022. All the Group's PBSA properties including the two operational properties, UniLodge Park Central and UniLodge City Gardens currently being managed by UniLodge will be operated under Y Suites by 2025.



Y Suites on Waymouth

In 2021, Y Suites focused on delivering our seamless online booking experience for both direct customers and our agent partners around the world. As a core value proposition, we wanted to deliver an exceptional customer experience by developing a one-stop solution for payments, bookings, onboarding, and reporting. From an operational perspective, we sought to be “battle-ready” by equipping the team with the tools and know-hows required to successfully execute campaigns and manage booking enquiries during the peak season starting from October 2021. We are pleased to share that the preparation work for reservations has been consolidated with the expansion of the sales and reservations team, deepening of capabilities through training, and the full onboarding of our online booking funnel and leads management capabilities.

Aside from digital automation in the bookings and reservations flow, Y Suites also embarked strategically on developing its marketing capabilities in China. It has set up official accounts in all major social media channels and transitioned from external vendors to in-house management. Developing in-house capabilities will allow us to gain deeper insights, control the brand and quality of content, and be more agile, responsive, and aligned with changing market sentiments and trends. Through our continuous branding work in various social media space, the booking season starting from October 2021 has yielded promising early-stage results, channelling direct bookings from Chinese social media to our two properties. We plan to double down our efforts in 2022 with the expansion of our in-house social media and marketing team in China, and investing in more brand efforts including content creation, live streaming, and partnering Key Opinion Leaders and Influencers. We are confident that the share of direct bookings from Chinese social media will increase as a proportion of overall bookings in 2022 as Chinese students continue to source for information on their study destination through social media. Y Suites has also prepared for its inaugural opening and commencement of two properties – Y Suites on Waymouth and Y Suites on A’Beckett – through the set up of operational framework and workflows for customer service, onboarding, arrivals, and residential



Y Suites on A’Beckett

stay. In line with our ethos of providing a home away from home, we have combined the use of SOPs, digital tools and ground execution to deliver a resounding welcome experience to students returning to Australia after 2 years of borders closure. We have also kicked off our signature Y Suites Community Engagement Program (Y-CEP), where we will curate and deliver a diverse array of fun, exciting and meaningful activities to our student community.

Last but not least, we have successfully executed our inaugural marketing campaign starting from October. The campaigns have not only achieved our expectations for marketing leads and conversions, but also provided an excellent opportunity for us to gain a deeper insight into the various onshore and offshore markets, and the psychology and behaviours of consumers in these places. Such insights will allow us to refine and optimise our messaging to cater to the right target audience. In 2022, we will further enhance our marketing analytics capabilities by automating data collection and reporting, gathering insights that can yield us stronger returns. We will also deepen our campaign management flow and expand our marketing efforts into more offshore markets, including Indonesia, Vietnam and several key SEA markets. Finally, we will continue to deepen our brand engagement in the key cities in Australia.

2021 was indeed a year of guarded optimism as policies and attitude towards travel and borders gradually relaxed with the advent of the milder Omicron Variant and amidst greater vaccination rates. We are confident that this recovery momentum will continue throughout the year in 2022 and continue to see a strong interest from overseas students in wanting to return to Australia for in-person learning as opposed to e-learning. Interestingly, the COVID-zero strategy and lockdowns in China have not significantly dented student’s ability or interest to return to Australia as we continue to see encouraging numbers going into semester one, 2022. We will continue to capitalise on this growing momentum and build on the foundations that we have established in 2021 and scale up our capabilities in order to make Y Suites one of the leading provider in the Australian PBSA sector.

FUND MANAGEMENT

The fund management business is undertaken by Wee Hur Capital Pte Ltd (WHCP). WHCP, a wholly-owned subsidiary of Wee Hur Holdings Ltd, originates and manages private equity real estate funds.

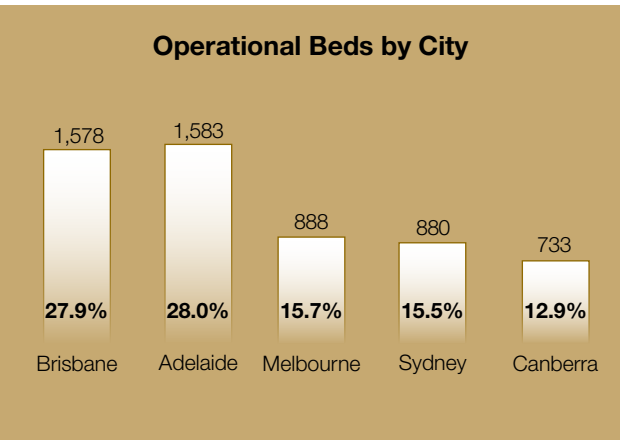
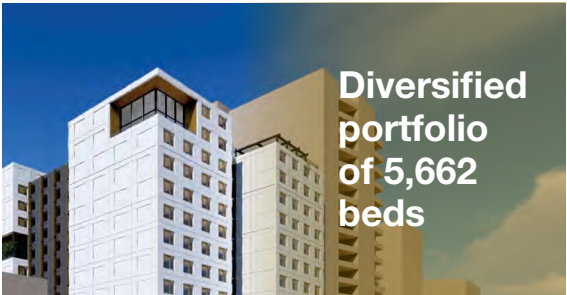
WHCP proactively manages each stage of the fund’s real estate life cycle through expertise in acquisition, development and asset management. Our mission is to match investors’ capital with suitable real estate strategies to provide attractive risk-adjusted returns. We constantly strive to develop meaningful real estate solutions for the community, with specific attention to detail to create gem real estate assets.

Our current focus is in the alternative real estate asset class of PBSA where we own and manage the fourth largest PBSA portfolio in Australia.

Fund Currently Managing: Wee Hur PBSA Master Trust (Fund 1)

The Fund	<ul style="list-style-type: none">A unit trust constituted in Singapore to develop a portfolio of Purpose-built Student Accommodation (“PBSA”) assets across Australia.
Investment Objective	<ul style="list-style-type: none">The Fund’s principal investment objective is to generate stable returns for its investors by acquiring strategically located land with good connectivity to relevant tertiary and educational institutes in several cities within Australia which are well served by public transport infrastructure and amenities. To develop quality PBSAs thereon, and subsequently leasing accommodation to students studying at nearby educational institutions.The Fund intends to develop a portfolio of up to 5,000 beds in major cities such as Brisbane, Melbourne, Sydney, Adelaide and Canberra which provides for income diversification from a geographical perspective.
Fund Size	<ul style="list-style-type: none">A\$350 million in equity.
Status	<ul style="list-style-type: none">To-date, the Fund has successfully acquired 7 land parcels.The portfolio of 7 assets will yield approximately 5,662 PBSA beds.4 assets are currently operational and the 3 are in various stages of development to be operational in 2023.
Fund Term	<ul style="list-style-type: none">5+1+1 years, from 30 June 2017.

Our PBSA Portfolio



Fund Currently Managing: Wee Hur PBSA Fund II (Fund 2)

The Fund	<ul style="list-style-type: none">A unit trust constituted in Singapore to develop a single Purpose-built Student Accommodation (“PBSA”) asset at 104-116 Regent Street, Sydney.
Investment Objective	<ul style="list-style-type: none">The Fund’s principal investment objective is to generate stable returns for its investors by acquiring the strategically located land next to our existing 2 PBSA facilities with good connectivity to relevant tertiary and educational institutes. To develop a quality PBSA thereon, and subsequently leasing the accommodation to students studying at nearby educational institutions.The Fund intends to develop 411 beds within the single asset.
Fund Size	<ul style="list-style-type: none">A\$51 million in equity.
Status	<ul style="list-style-type: none">The Fund has successfully acquired the asset in February 2021.Remediation works for the land concluded in Q2 2021.Development Application submitted in December 2021. The asset is currently in the development planning phase.
Fund Term	<ul style="list-style-type: none">5+1+1 years, 15 January 2021.

Sydney is the most attractive Australian market for investment into the student accommodation sector, driven by both demand and supply factors. Although certainly not immune to economic downturn, it is viewed as a resilient asset class and has demonstrated counter-cyclical characteristics in comparison to wider property market movements.



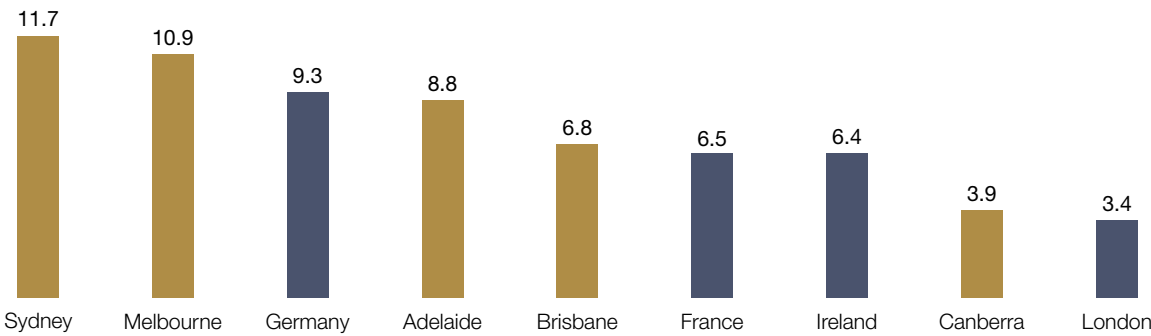
Increasing Student Population

Student numbers have continued to grow at around 3 - 5%, with particularly strong (double digit) international student population growth.



Attractive Yields

Higher PBSA yields comparative to other asset classes and more student accommodation markets such as the USA and the UK.

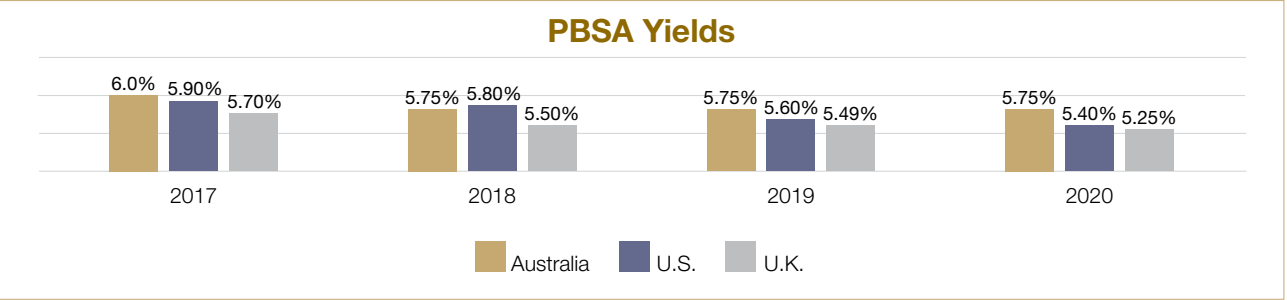


Supply-Demand Gap
Highest full-time student-to-bed ratio, signaling a structural undersupply in the market.

About Australian PBSA Sector

PBSA as an asset class has been well established in the developed markets of the United States (U.S.) and United Kingdom (U.K.). As a relatively new alternative asset class, catering to the real estate needs of both international and local students, PBSAs are strategically located within proximity to universities, public transportation nodes and amenities.

Endeavoured primarily by Institutional investors and Sovereign Wealth funds, yields have begun to show compression in both the U.S. and U.K. where inflow of investments occurred a decade ago, unlike Australia which has in recent years just started to see an inflow of foreign investors. Wee Hur is one of the first few entrants into the Australian PBSA sector.



PBSA yields across the major counties have compressed as more capital peruses this alternative sector. Australia’s PBSA sector has a greater runway for further compression, resulting in significant capital gains in the future.

Top Owners of Student Accomodation by Existing and Development Pipeline

Owned	Operational Properties	Operational Beds	Properties in Development Pipeline	Beds in Development Pipeline	Total Properties (Operational and in Development Pipeline)	Total Beds (Operational and in Development Pipeline)
Scape	33	16,300	12	6,000	45	22,300
Iglu	11	4,260	7	2,138	18	6,398
AMP Capital	15	6,315	0	0	15	6,315
Cedar Pacific	6	3,714	4	2,586	10	6,300
Wee Hur	4	4,049	4	2,024	8	6,073
CLV*	10	4,700	0	0	10	4,700
Valpariso Capital	3	2,396	0	0	3	2,396
DIF	11	2,238	0	0	11	2,238
GSA	3	1,253	2	923	5	2,176
Live-in Learning	6	2,078	0	0	6	2,078
Nuveen	0	0	4	1,728	4	1,728
Allianz	2	1,391	0	0	2	1,391
Centurion	2	896	0	0	2	896





* Estimated
Source: Savills – Australian Student Accommodation 2021

VENTURE CAPITAL




Venture capital investment is a new business set up by the Group in FY2021 that seeks to deploy a small amount of the Group’s capital into venture capital, and is being undertaken by the Group’s wholly-owned subsidiary, KK39 Ventures Pte Ltd (KK39).

KK39’s main objective is to participate in the world of venture capital by actively investing into venture capital funds as well as direct investments into startup companies. To date, we have invested various amounts into five VC Funds as well as five startup companies (in various growth stages). We continue to be on the lookout for attractive startups with strong growth metrics and investment thesis.

VC Funds

	500 Global is a venture capital firm with more than \$2.3 billion in assets under management that invests early in founders building fast-growing technology companies with an emphasis on markets where technology, innovation, and capital can unlock long-term value and drive economic growth.
	Monk's Hill Ventures (MHV) is a venture capital firm investing in early-stage tech companies, primarily Series A, in Southeast Asia. Backed by institutional investors and family offices worldwide, MHV works with great entrepreneurs to use technology to improve the lives of millions of people in the region.
	Altara Ventures is a venture capital firm that invests in early-stage businesses, with the focus on leading the investment rounds and backing the companies with follow on capital as they grow. They are the largest and most proven Singapore-based, Southeast Asian VC partnership with extensive global investment experience and are business builders at their core. Each General Partner was once a founder or an early executive in a company that has generated over USD 1Bn in IPO proceeds in Asia or the United States
	Openspace Ventures is a venture capital firm investing in tech companies at different stages and within different sectors, with an emphasis on consumer, healthcare, finance, enterprise, and frontier technologies.
	TNB Aura is a venture capital firm that invest and helps build the future of Southeast Asia. TNB Aura is a thesis-led, high conviction venture capital firm that uses data driven methodologies to identify and invest in company that are primed for the future and ready to change the very face of their categories.

Direct Investments into Startups

	<p>Zookal was born in 2011 from the creative minds of a small group of Sydney students. After personally experiencing the stress of buying expensive course materials, the founders decided to come up with a better option to make education more affordable and accessible around the world.</p> <p>Today, Zookal is one of the fastest growing Ed-Tech start-ups in Asia Pacific. Zookal is on a mission to improve the student's journey from high school and all the way through university. Zookal does this by offering innovative and accessible digital solutions through their proprietary technology platform. Since inception Zookal has saved students \$35M+ on course materials and served over 1 million students.</p> <p>Over the years, Zookal has launched a slew of new products and services to make student life easier: cheap textbooks, affordable e-Textbooks and digital services including online Flashcards, Digital Video Learning, and Zookal Study.</p>
	<p>WaveScan is an A*STAR spin-off company specialising in the R&D of disruptive beamforming electromagnetics based smart sensor systems and advanced AI algorithms. Their proprietary technology builds upon nearly a decade-long R&D on microwave & millimeter-wave wireless sensors and is capable of high-resolution 4D sensing for non-destructive testing (NDT) applications. They provide an end-to-end AI-enabled asset inspection solution, addressing the specific needs of the built environment sector.</p> <p>Smart sensor systems, integrable with autonomous vehicles, along with a centralised AI-enabled analytics solution, are the future of active inspection systems for sustaining resilient infrastructure. Wavescan envisions safer, productive & livable cities by creating a predictive maintenance ecosystem through data-driven standardisation of inspection processes.</p>
	<p>Launched in January 2021, Kinobi helps college students enter the professional world. Students can use the platform to create a resume, practice for interviews, and increase their knowledge about the career that they want to pursue.</p> <p>In addition, Kinobi offers its platform through a software-as-a-service model for universities, equipping and enabling them to host virtual career fairs and improving students' employability. It currently has over 50 university partners across Indonesia, Singapore, and the Philippines.</p>
	Founded in 2015, Igloohome was a smart access company that makes smart locks and lock boxes. Since then, the company has grown to include an enterprise-focused vertical, iglooworks, which focuses on large-scale access management. Currently headquartered in Singapore, it has over 100 employees with 13 regional offices worldwide.
	<p>OpusXenta is a global technology company serving the death care profession and its suppliers, with offices in Australia, New Zealand, Europe, and North America. Their cloud-based solutions enable companies in the death care profession to manage their operations better, adapt to a changing market environment and to build out their digital presence.</p> <p>Their product enables funeral homes, cemeteries, crematoria and their suppliers to to expand their markets, find new customers and promote their products and services. Furthermore, they also provide cloud based operational software solution for cemeteries, funeral homes, and crematoria that want to manage their business more efficiently, cater to the modern customer's experience and leverage incremental revenue opportunities. It is an end-to-end solution that provides a comprehensive range of features and functions that span across the whole business or organisation.</p>

CONSTRUCTION

The construction business is being undertaken by the Group's wholly-owned subsidiary, Wee Hur Construction Pte Ltd (WHC) which was established since 1980.

WHC is a BCA registered contractor with financial grade A1 which allows it to tender for all public projects with unlimited contract value.

We undertake various types of construction projects from both private and public sectors. Construction projects include residential, commercial, industrial, institutional, religious, restoration and conservation projects.

Besides new constructions, we also undertake projects involving additions and alterations or refurbishment and upgrading to existing buildings and restoration and conservation of heritage and conservation buildings.



Parc Botannia

Construction of 4 blocks of 22-storey (735 units) condominium with carparks at basement level and 1st storey, 1 childcare centre, swimming pool and communal facilities at Fernvale Street/Fernvale Road.

Client: Fernvale Green Pte Ltd
Expected Completion: Second quarter of 2022



Workshop, Car Showroom and Ancillary Office

Erection of 8-storey single user factory with 3 levels of basement carparks comprising work shop and car showroom and ancillary office at Kung Chong Road/ Chang Charn Road.

Client: Stuttgart Auto Pte Ltd
Expected Completion: Second quarter of 2022



Bidadari

Building works at Bidadari contract 14A & 14B and contingency works.

Client: Housing and Development Board
Expected Completion: First quarter of 2025

Macpherson Blossom

Construction of 3 blocks of 17-storey and 19-storey residential flats with a multi-storey carpark, eating houses, shops, supermarket, senior activity centre and roof garden, community facilities and precinct pavilion at Circuit Road (Geylang).

Client: Housing and Development Board
Expected Completion: Fourth quarter of 2023



Bartley Vue

Construction of a 115 units condominium comprises two blocks of 16-storey apartment buildings with basement carparks. Communal facilities include swimming pools, gym, multi-purpose function room, BBQ pits, etc.

Client: Wee Hur (Bartley) Pte Ltd
Expected Completion: First quarter of 2025



Tanglin Trust School

Additions and alterations to existing Tanglin Trust School involving new erection of 11-storey educational institution block with carpark and sports and recreational facilities at Portsdown Road.

Client: Tanglin Trust School
Expected Completion: Third quarter of 2022

Poultry Farm

Design and built contract for proposed erection of a poultry farm with ancillary facilities and ancillary staff quarters at Neo Tiew Road (Lim Chu Kang).

Client: Chew's Agriculture Pte Ltd
Expected Completion: Third quarter of 2022





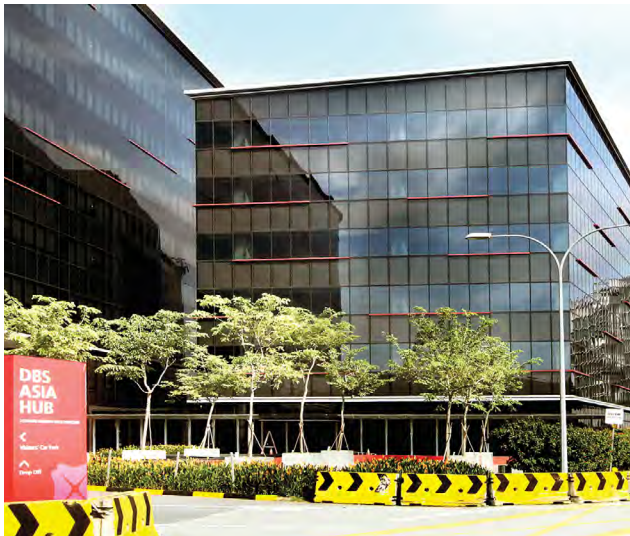
Church of Our Saviour



Nursing Home at Potong Pasir Avenue 1



MEGA@Woodlands



DBS Asia Hub



PUB Waterhub



St. John's - St. Margaret's Nursing Home



Matilda Court

Our Business

Construction
Selected Completed Projects



Parc Centros



Trilight



Parkview Elcat



Jcube

Our Business

WORKERS' DORMITORY

Wee Hur Dormitory Pte Ltd (WHDY), the Group's wholly-owned subsidiary, undertakes our workers' dormitory business.

Our workers' dormitory business provides conducive living environment for foreign workers from construction, marine, process and manufacturing industries. We may acquire/lease land which have been approved for workers' dormitory from Government or private sector and develop the land parcel into a workers' dormitory complex which may include commercial and non-commercial amenities such as indoor recreational/multi-purpose room, indoor gymnasiums, TV rooms, reading rooms, canteens, minimarts, retail shops, outdoor game courts and etc.

WHDY has a 60% stake in Active System Engineering Pte Ltd which owns Tuas View Dormitory, and a 75% stake in Active System Development Pte Ltd which owns Pioneer Lodge.



Tuas View Dormitory, located at Tuas South Avenue 1 is a self-contained living quarters equipped with common toilets, designated cooking and food preparation area, laundry area and common dining cum interacting area. Catering to the need for rest and recreation, there is an indoor recreational/multi-purpose room, reading rooms and TV rooms as well as two indoor gymnasiums and at least two outdoor game courts. Besides, there are also commercial amenities such as minimarts, a canteen and other retail shops to provide greater convenience to the occupants.

Status: Lease had extended for another 3 years from 1 November 2020. To comply with the new requirements for workers' dormitory, number of beds had been reduced from 16,800 to 11,808. Based on the new number of beds, occupancy rate is about 73% as at 31 March 2022.

Pioneer Lodge



Pioneer Lodge, strategically located at Soon Lee Road is beside a recreation club for migrant workers. It is a self-contained living quarters equipped with common toilets, designated cooking and food preparation area couple with common dining area. It is also sufficiently equipped with amenities to cater for occupants' recreation purposes, with TV rooms, reading rooms, recreation rooms, 4 basketball courts, street soccer court, outdoor fitness areas, open field and multiple hard courts for various recreation purposes. Occupants will enjoy greater convenience with the provision of a minimart, canteen, and retail shops within the facility.

Status: Construction works have been suspended since the beginning of circuit breaker on 7 April 2020. We have submitted our design proposals based on the new requirements as well as our proposed revised term and conditions of the sub-tenancy agreement to BCA. Our submission is being evaluated by BCA and hopefully we can reach a mutually agreed terms and conditions soonest possible.

Board of Directors

Goh Yeow Lian
Executive Chairman and
Managing Director

Goh Yew Tee
Executive Director and
Deputy Managing Director

Goh Yeo Hwa
Executive Director

Goh Yew Gee
Non-Executive Director

Teo Choon Kow @ William Teo
Lead Independent Director

Wong Kwan Seng Robert
Independent Director

Audit Committee

Teo Choon Kow @ William Teo
Chairman

Wong Kwan Seng Robert

Goh Yew Gee

Nominating Committee

Wong Kwan Seng Robert
Chairman

Teo Choon Kow @ William Teo

Goh Yew Gee

Remuneration Committee

Teo Choon Kow @ William Teo
Chairman

Wong Kwan Seng Robert

Goh Yew Gee

Company Secretaries

Tan Ching Chek, LLB, ACIS and Teo Ah Hiong, ACIS
c/o BSL Corporate Services Pte Ltd
220 Orchard Road
#05-01 Midpoint Orchard
Singapore 238852

Registered Office

39 Kim Keat Road
Wee Hur Building
Singapore 328814

Share Registrar and
Share Transfer Office

Boardroom Corporate & Advisory Services Pte Ltd
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632

Auditor

PricewaterhouseCoopers LLP
7 Straits View
Marina One, East Tower
Singapore 018936
Partner in charge: Tan Boon Chok
(Effective from financial year ended 31 December 2017 to
financial year ended 31 December 2021)

Principal Bankers
(in alphabetical order)

Australia and New Zealand Banking Group Limited
DBS Bank Ltd
National Australia Bank Limited
Oversea-Chinese Banking Corporation Limited
Standard Chartered Bank (Singapore) Limited
United Overseas Bank Limited

Corporate Governance Report

For the Financial Year Ended 31 December 2021 ("FY2021")

Wee Hur Holdings Ltd. (the "Company") together with its subsidiaries (the "Group") is committed to a high standard of corporate governance to ensure effective self-regulation practices are in place to enhance corporate performance and accountability.

This report outlines the Company's main corporate governance practices with specific reference made to the principles and provisions of the Code of Corporate Governance 2018 (the "2018 Code").

Pursuant to Rule 710 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the "SGX-ST"), the Board of Directors of the Company (the "Board") confirms that the Company and the Group, have for FY2021 complied with the Principles as set out in the 2018 Code. The Board also confirms that where there are deviations from the Provisions of the 2018 Code, explanations for the deviation and how the Group's practices are consistent with the intent of the relevant principle are provided in the sections below:

I. BOARD MATTERS

THE BOARD'S CONDUCT OF AFFAIRS

Principle 1: The company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the company.

The Board has six members comprising three Executive Directors, one Non-Executive Director and two Independent Directors. The Board comprises the following members:

Name of Directors	Position in Board	Appointment
Goh Yeow Lian	Executive Chairman and Managing Director	Executive Director
Goh Yew Tee	Executive Director and Deputy Managing Director	Executive Director
Goh Yeo Hwa	Member	Executive Director
Goh Yew Gee	Member	Non-Executive Director
Teo Choon Kow @ William Teo	Member	Lead Independent Director
Wong Kwan Seng Robert	Member	Independent Director

All Directors are aware that they have to discharge their duties and responsibilities at all times as fiduciaries and in the best interests of the Company and hold Management accountable for performance. *Provision 1.1*

The Company has established a Code of Business Ethics and Conduct that sets the principles of the code of business ethics and conduct which applies to all employees of the Group. This code covers areas such as conduct in workplace, business conduct, protection of the Company's assets, confidentiality of information and conflict of interest, etc. Directors, key management personnel and employees are expected to observe and uphold high standards of integrity which are in compliance with the Company's policies and the laws and regulations of the countries in which it operates.

The Company's Constitution requires a Director and, Chief Executive Officer or Managing Director (or person(s) holding an equivalent position), who is in any way whether directly or indirectly interested in a contract or proposed contract with the Company shall declare the nature of his interest at a meeting of the Directors in accordance with Section 156 of the Companies Act 1967 (the "Act"). A Director and, Chief Executive Officer or Managing Director (or person(s) holding an equivalent position), shall not vote in respect of any contract or proposed contract or arrangement with the Company in which he has directly or indirectly a personal material interest and nor shall he be counted in the quorum present at the meeting.

The Board oversees the business affairs of the Group, approves the financial objectives and the strategies to be implemented by management and monitors standards of performance and issues of policy directly. In addition to its statutory duties, the Board's principal functions are to: *Provision 1.2*

- (i) supervise the overall management of the business and affairs of the Group, approving the Group's corporate and strategic policies and direction and ensuring that the necessary financial and human resources are in place for the Group to meet its objectives;
- (ii) formulate and approving financial objectives of the Group and monitoring its performances such as reviewing and approving of results announcements and approving of annual financial statements;

Corporate Governance Report

- (iii) establish a framework of prudent and effective controls which enables risks to be assessed and managed, including safeguarding of shareholders' interests and the Group's assets;
- (iv) oversee the processes for evaluating the adequacy of internal controls and risk management including the review and approval of interested person transactions;
- (v) assume responsibility for corporate governance and compliances with the Companies Act and the rules and regulations of the relevant regulatory bodies;
- (vi) evaluate performance of management;
- (vii) approve the recommended framework of remuneration for the Board and key executives;
- (viii) identify the key stakeholders groups and recognise that their perceptions affect the Group's reputation;
- (ix) set the Group's values and standards (including ethical standards), and ensure that obligations to shareholders and other stakeholders are understood and met; and
- (x) consider sustainability issues, e.g. environmental and social factors, as part of its strategic formulation.

Newly appointed directors will be given induction and orientation by way of briefings by the Executive Chairman on the business activities of the Group and its strategic directions as well as their duties and responsibilities as directors.

The Company will provide training for first-time director in areas such as accounting, legal and industry-specific knowledge as appropriate. If a newly-appointed Director has no prior experience as a director of the SGX-ST listed company, he is required to attend courses and training organised by institutions such as Singapore Institute of Directors, the Accounting and Corporate Regulatory Authority and the SGX at the Company's expense.

To keep abreast with developments in corporate, financial, legal and other compliance requirements, Directors are encouraged to attend relevant courses, conferences and seminars funded by the Company.

Matters that are specifically reserved for the approval of the Board include, among others, any material acquisitions and disposals of assets, corporate or financial restructuring, share issuance and the proposing of dividends. *Provision 1.3*

The Board has adopted a set of internal guidelines on the matters requiring Board's approval. Certain functions have also been delegated to various Board committees, namely, the Audit Committee (the "AC"), the Remuneration Committee (the "RC") and the Nominating Committee (the "NC") [the "Board Committees"]. The Board Committees function within clearly defined written terms of reference and operation procedures, which are reviewed on a regular basis. The terms of reference of each Board Committee was revised in FY2019 for alignment with the 2018 Code. The effectiveness of each Board Committee is also constantly monitored. *Provision 1.4*

Please refer to the various Principles in this report for more information on the activities of the respective Board Committees.

The number of the Board and Board Committees meetings and each director's attendance at such meetings held during FY2021 are as follows: *Provision 1.5*

	Board Committees			
	Board	Audit	Remuneration	Nominating
Number of meetings held	4	2	3	1
Attendance				
Goh Yeow Lian	4	2*	3*	1*
Goh Yew Tee	4	2*	3*	1*
Goh Yeo Hwa	4	2*	3*	1*
Goh Yew Gee	2	2	1	1
Teo Choon Kow @ William Teo	4	2	3	1
Wong Kwan Seng Robert	4	2	3	1

* Attendance by invitation

Corporate Governance Report

The Company's Constitution permit the Directors of the Company to attend meetings through the use of audio-visual communication equipment.

In between Board meetings, important matters concerning the Company are also put to the Board for its decision by way of circulating the resolutions for the Directors' approval together with supporting memoranda enabling the Directors to make informed decisions.

The NC noted that both Independent Directors have multiple board representations and other principal commitments.

Nevertheless, the NC is of the view that whilst it is important for Directors to devote sufficient time and attention to the affairs of the Group, the issue relating to multiple board representations should be left to the judgement and discretion of each Director.

The NC believes that contributions from each Director can be reflected in other ways other than the reporting of attendances of each Director at the Board and Board Committees meetings as well as the frequency of such meetings. A director would have been appointed on the strength of his experience and his potential to contribute to the proper guidance of the Group and its business. To focus on a director's attendance at formal meetings alone may lead to a narrow view of a director's contribution. It may also not do justice to his contributions, which can be in many forms, including management's access to him for guidance or exchange of views outside the formal environment of the Board.

In order to ensure that the Board is able to make informed decisions and discharge their duties and responsibilities, prior to the Board meetings, Management provides the members of the Board with the financial statements of the Group, as well as relevant background information and documents relating to items of business to be reviewed and discussed at a Board meeting before the scheduled meeting. *Provision 1.6*

All Directors receive a set of Board papers that include explanatory information relating to matters to be brought before the Board, copies of disclosure notes, budgets, forecasts, material variances and internal Group's financial statements prior to Board meetings. This is generally issued to them at least three days prior to Board meetings. This is to allow sufficient time for the Board members to obtain further explanations, where necessary, to be properly briefed and adequately prepared for Board meetings.

The Directors are also regularly updated by Management as and when there are any significant developments or events relating to the Group's business operations.

Changes to regulations and accounting standards are monitored closely by Management. To keep pace with regulatory changes, where these changes have an important bearing on the Company's or Director's disclosure obligations, Directors are briefed either during Board meetings or at specially-convened sessions conducted by professionals.

News releases issued by the SGX-ST and the Accounting and Corporate Regulatory Authority which are relevant to the Directors are circulated to the Board by the Company Secretaries so that the Board as a whole is kept up-to-date on pertinent matters relating to the relevant regulatory requirements and their key changes such as listing rules, corporate governance, risk management, financial reporting standards and the Act.

In addition, Directors receive the management financial statements of the Company and have unrestricted access to the records and information of the Group. The Non-Executive and Independent Directors have access to senior executives in the Company and other employees to seek additional information, if required. To facilitate such access, the contact particulars of the senior management and the Company Secretaries have been provided to the Directors. *Provision 1.7*

The Directors have separate and independent access to Management and the Company Secretaries at all times. The Company Secretaries have the responsibility to ensure that Board procedures are followed and that all applicable rules and regulations are complied with. One or both of the Company Secretaries are in attendance at meetings of the Board and Board Committees. The appointment and removal of the Company Secretaries should be a matter for the Board as a whole.

The Board also has access to the advice of external advisers, where necessary, at the Company's expense.

The Board has no dissenting view on the Chairman's message to the shareholders for the financial year under review as set out on pages 2 to 4 of this annual report. *Rule 708 of the Listing Manual of SGX-ST*

Corporate Governance Report

BOARD COMPOSITION AND GUIDANCE

Principle 2: The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the company.

The Board comprises six members of whom three are Executive Directors, one is Non-Executive Director and two are Independent Directors. Independent Directors comprise one third of the Board members.

The NC determines the independence of each Director annually. An independent director is one who is independent in conduct, character and judgment and has no relationship with the Company, its related corporations, its substantial shareholders or its officers that can interfere, or be reasonably perceived to interfere with the exercise of the directors' independence business judgment to the best interests of the Company. *Provision 2.1*

The NC conducted its annual review of the directors' independence and was satisfied that the Company had complied with Rule 210(5)(c) of the Listing Manual of SGX-ST (which took effect from 1 January 2022) which requires independent directors to consist of at least one-third of the Board.

Although the Independent Directors do not make up a majority of the Board and the Chairman is not independent, being a variation from Provision 2.2 of the 2018 Code, the NC and the Board are of the opinion that there is a strong independence in the Board and the Board is able to exercise objective judgment independently from Management as all key issues and strategies are thoroughly reviewed and discussed by all Board members and constructively challenged by the Independent Directors, and no individual or small group of individuals dominate the decisions of the Board. The NC and the Board felt that the independence of independent directors must be based on the substance of their professionalism, integrity and objectivity and not merely based on form such as the number of independent directors must make up a majority of the Board or the number of years which they have served on the Board. As such, the NC and the Board are of the view that there is no requirement currently that Independent Directors should make up a majority of the Board. *Provision 2.2*

In view of Provision 2.3 of the 2018 Code which requires that non-executive directors make up a majority of the Board, the NC and the Board reviews the size of the Board from time to time. The NC and the Board are of the view that the current Board size of six directors is appropriate taking into account the nature, scope and size of the Group's operations. The Board and the Board Committees have an appropriate balance and diversity of expertise and business experience and collectively possess the necessary core competence to lead and govern the Group effectively. Each director has been appointed on the strength of his calibre, experience and stature and not based on gender or age or ethnicity. Each director is expected to bring valuable range of experience and expertise to contribute to the development of the Group strategy and the performance of its business. Details of the directors' qualifications, background and working experience are set out under the "Board of Directors" section of this annual report. *Provision 2.3 and Provision 2.4*

The Company recognises and embraces the benefits of diversity of experience, age, skill sets, gender and ethnics on the Board ("**Board Diversity**") and views Board Diversity as an essential element to support the attainment of its strategic objectives and sustainable development.

Although the Company does not have a written policy on Board Diversity, it has maintained a culture of diversity to benefit from a wide talent pool. The current Board composition provides diversity in terms of skills, experience and knowledge. In identifying suitable candidates for new appointment to the Board, the NC will ensure that female candidates are included for consideration. Nevertheless, gender is but one aspect of diversity and new directors will continue to be selected based on their merits and the potential contributions which they can bring to the Board.

The Independent Directors and Non-Executive Director, led by the Lead Independent Director, meet on a need-be basis without the Management's presence to discuss matters such as the Group's financial performance, corporate governance initiatives, board processes, succession planning and the remuneration of the Executive Directors. *Provision 2.5*

Corporate Governance Report

EXECUTIVE CHAIRMAN AND MANAGING DIRECTOR

Principle 3: There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.

Mr Goh Yeow Lian ("**Mr Goh**") is currently the Executive Chairman and Managing Director of the Company. Mr Goh is one of the founders of the Group. He plays an instrumental role in development of the Group's business and is personally involved in the day-to-day operations of the Group. Mr Goh not only has extensive and in-depth knowledge of the construction industry but also provides the Group with strong leadership and vision. As such, the Board is of the view that it is in the best interest of the Group to adopt a single leadership structure as the current scale of the Group's business and operations does not warrant a division of duties. *Provision 3.1 and Provision 3.2*

As the Executive Chairman and Managing Director, Mr Goh is responsible for the day-to-day operations of the Group and has the full executive responsibilities over the business directions and operational decisions of the Group. Mr Goh also exercises control over quality, quantity and timeliness of the flow of information between the Management and the Board and assisting in ensuring compliance with the Company's guidelines on corporate governance. He also schedules meetings with the Board and prepares meeting agenda with the assistance of the Company Secretaries.

In view of Mr Goh's concurrent appointment as the Executive Chairman and Managing Director, the Board has appointed Mr Teo Choon Kow @ William Teo ("**Mr Teo**") as the Lead Independent Director to ensure an appropriate balance of power, increased accountability and greater capacity of the Board for independent decision making. The Lead Independent Director is available to shareholders where they have concerns and for which contact through the normal channels of communication with the Executive Chairman and Managing Director are inappropriate or inadequate. There were no query or request on any matters which requires the Lead Independent Director's attention received in FY2021. *Provision 3.3*

BOARD MEMBERSHIP

Principle 4: The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.

The NC comprises three Directors, the majority of whom, including the NC Chairman, are independent as follows: *Provision 4.1 and Provision 4.2*

1. Wong Kwan Seng Robert - Chairman
2. Teo Choon Kow @ William Teo - Member
3. Goh Yew Gee - Member

Mr Wong Kwan Seng Robert ("**Mr Wong**") is the Independent Director and Mr Teo is the Lead Independent Director. Mr Goh Yew Gee is the Non-Executive Director.

The NC's written terms of reference describes its responsibilities, including, among others:

- (i) identifying candidates and making recommendations on all Board appointments and re-nomination or continuation in office of any director;
- (ii) review the composition of the Board annually and making recommendations to the Board with regard to any adjustments that are deemed necessary;
- (iii) review and determine annually if a director is independent;
- (iv) decide whether a director is able to and has been adequately carrying out his/her duties as a director of the Company, particularly when he/she has multiple board representations, and proposing internal guidelines in relation to multiple board representations;
- (v) decide how the performance of the Board may be evaluated and propose objective performance criteria for approval by the Board;
- (vi) recommend procedures for assessing the effectiveness of the Board as a whole and for assessing the contributions by each individual director to the effectiveness of the Board; and
- (vii) give full consideration to succession planning for Directors and other senior executives in the course of its work.

Corporate Governance Report

The NC recommends all appointments and re-nominations of directors to the Board. New directors are appointed after the NC has reviewed and nominated them for appointment. The Company's Constitution provides for one-third of the directors to retire by rotation and be subject to re-election at every Annual General Meeting ("AGM"). A newly appointed director must also subject himself for retirement and re-election at the AGM immediately following his appointment. The NC, in considering the nominating of any director for re-election, will evaluate the performance of the director involved. ^{Provision 4.3}

All Directors, including the Executive Chairman and Managing Director submit themselves for re-nomination and re-election at regular intervals of at least once every three years. Pursuant to the Company's Constitution, one third of the Directors are to retire from office by rotation and be subject to re-election at the AGM of the Company.

The NC, taking into consideration the director's contribution and performance (such as attendance and participation at the Board and Board Committees' meetings) has recommended Mr Goh Yeow Lian and Mr Goh Yew Tee, who are retiring at the forthcoming AGM, to be re-elected. The two Directors are retiring under Regulation 109 of the Company's Constitution. The retiring Directors have offered themselves for re-election. The Board has accepted the recommendations of the NC. The requisite information required under Appendix 7.4.1 of the SGX-ST Listing Manual pertaining to Mr Goh Yeow Lian and Mr Goh Yew Tee are set out on pages 165 to 169 of this annual report.

The dates of initial appointment and last re-election of each Director are set out below:

Name of Directors	Appointment	Date of Initial Appointment	Date of Last Re-election
Goh Yeow Lian	Executive Chairman and Managing Director	3 September 2007	26 April 2019
Goh Yew Tee	Executive Director and Deputy Managing Director	24 September 2007	26 April 2019
Goh Yeo Hwa	Member	24 September 2007	28 April 2021
Goh Yew Gee	Member	24 September 2007	28 April 2021
Teo Choon Kow @ William Teo	Member	14 December 2007	29 April 2020
Wong Kwan Seng Robert	Member	14 December 2007	29 April 2020

The search and nomination process for new directors, if any, will be through search companies, contacts and recommendations that go through the normal selection process, to cast its net as wide as possible for the right candidates.

The selection criterion includes integrity, diversity of competencies, expertise, industry experience and financial literacy.

The NC determines the independence of each director annually based on the definition of independence as set out in the 2018 Code. The NC requires all the Independent Directors to confirm their independence and their relationships with the Company, its related corporations, its Directors, Management and the substantial shareholders of the Company by a declaration in writing annually. ^{Provision 4.4}

The two Independent Directors, Mr Teo and Mr Wong have served on the Board for more than nine years from the date of their first appointment.

In compliance with the Rule 210(5)(d)(iii) of the Listing Manual of SGX-ST which took effect on 1 January 2022, requisite approvals had been obtained from the shareholders through a two-tier voting process at the AGM held on 28 April 2021 for the continuation of office of Mr Teo and Mr Wong, who have each served as Independent Directors of the Company for an aggregate term of more than nine years. The continued appointment of Mr Teo and Mr Wong as Independent Directors of the Company remain in force until the earlier of the following: (i) the retirement or resignation of the relevant Director; or (ii) the conclusion of the third AGM of the Company following the passing of the relevant ordinary resolutions at the AGM held on 28 April 2021.

Corporate Governance Report

The NC and the Board have determined that both Mr Teo and Mr Wong continue to remain objective and independent-minded in Board deliberations. Their respective vast experience enable them to provide the Board and the various Board Committees on which they have been serving, with pertinent experience and competence to facilitate sound decision-making. The NC and the Board noted that Mr Teo and Mr Wong have not hesitated to express their own viewpoints as well as seeking clarifications from Management on issues they deem necessary and Mr Teo and Mr Wong are able to exercise objective judgment on corporate matters independently, in particular from Management.

Mr Teo and Mr Wong's length of service do not in any way interfere with their exercise of independent judgment nor hinder their ability to act in the best interest of the Company. After due consideration and careful assessment, the NC and the Board are of the view that each of Mr Teo and Mr Wong is able to continue to discharge his duties independently with integrity and competence. Mr Teo and Mr Wong has each abstained himself from all NC and Board deliberations and decisions relating to his continued independence.

Therefore, the NC and the Board are of the view that Mr Teo and Mr Wong remain independent and that, no individual or small group of individual dominates the Board's decision making process.

The NC ensures that new directors are aware of their duties and obligations by giving them induction and orientation upon appointment as directors of the Company. ^{Provision 4.5}

The NC is of the view that whilst it is important for Directors to devote sufficient time and attention to the affairs of the Group, the issue relating to multiple board representations should be left to the judgment and discretion of each Director.

The NC believes that contributions from each Director can be reflected in other ways other than the reporting of attendances of each Director at Board and Board Committees' meetings as well as the frequency of such meetings. A director would have been appointed on the strength of his experience and his potential to contribute to the proper guidance of the Group and its business. To focus on a director's attendance at formal meetings alone may lead to a narrow view of a director's contribution. It may also not do justice to his contributions, which can be in many forms, including management's access to him for guidance or exchange of views outside the formal environment of the Board.

BOARD PERFORMANCE

Principle 5: The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.

The NC evaluates and assesses the effectiveness of the Board taking into consideration appropriate performance criteria.

The Company has implemented formal process to evaluate the performance and effectiveness of the Board as a whole and of each of its Board Committees as well as each individual director annually. The evaluation of each individual director is done through self-evaluation. ^{Provision 5.1}

The performance criteria for the Board evaluation were recommended by the NC and approved by the Board.

All Directors are given a board evaluation questionnaire and self-evaluation questionnaire to express their view of various aspects of the performance of the Board, the Board Committees and their individual performance so as to assess the overall effectiveness of the Board. The completed questionnaires were submitted to the Company Secretaries for collation. The findings of such evaluations were presented to the NC for review before submitting to the Board for discussion and identifying areas for improvement and implementing certain recommendations to further enhance the effectiveness of the Board. ^{Provision 5.2}

The evaluation of the Board and the Board Committees focus on a set of performance criteria approved by the Board which includes the size and composition of the Board, Board independence, the Board's access to information and Board's accountability, Board Committee performance in relation to discharging their responsibilities as set out in their respective terms of reference.

Corporate Governance Report

The Board, through the delegation of its authority to the NC had made its best efforts to ensure each Director possesses the experience, knowledge and skills critical to the Group's business. This is necessary to enable the Board to make sound and well-considered decisions. The NC, in considering the nominating of any Director for re-election, will evaluate the performance of the Director involved.

II. REMUNERATION MATTERS

PROCEDURES FOR DEVELOPING REMUNERATION POLICIES, LEVEL AND MIX OF REMUNERATION AND DISCLOSURE OF REMUNERATION

Principle 6: The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.

Principle 7: The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the company.

Principle 8: The company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation.

The RC comprises three Directors. All members of the RC are non-executive directors, the majority of whom, including the RC Chairman, are independent as follows:

1. Teo Choon Kow @ William Teo - Chairman
2. Wong Kwan Seng Robert – Member
3. Goh Yew Gee - Member

Mr Teo and Mr Wong are the Independent Directors. Mr Goh Yew Gee is the Non-Executive Director.

The RC's terms of reference describes its responsibilities, including, among others:

- (i) review and recommend a framework of remuneration policy and guidelines for remuneration for the Directors and key management personnel; review and recommend the specific remuneration packages for each of the Executive Director, including the Executive Chairman and Managing Director, and the implementation of any appropriate performance-related elements to be incorporated in the remuneration framework;
- (ii) review and recommend the remuneration packages of all managerial staff in the Company or any of its principal subsidiaries, including managerial staff who are related to any of the Directors or any substantial shareholders of the Company; and
- (iii) administer the Share Options Schemes of the Company, if any.

Although the recommendations are made in consultation with the Executive Chairman and Managing Director of the Company, the remuneration packages are ultimately approved by the entire Board. No Director is involved in deciding his own remuneration.

The Company adopted a remuneration policy for employees comprising a fixed component and a variable component. The fixed component is in the form of a base salary. The variable component is in the form of a variable bonus that is linked to the performance of the Group as a whole and the individual employees' performance. This is to align remuneration with the interests of shareholders and link rewards to corporate and individual performance so as to promote the long-term sustainability of the Group.

Corporate Governance Report

The remuneration packages of the Executive Chairman and Managing Director and the Executive Directors include a variable performance bonus. Each of them has a separate service agreement with the Company and is for a fixed term.

The RC reviews the service contracts of the Executive Chairman and Managing Director and the Executive Directors, and the Company's obligations arising in the event of termination of the service contracts of Executive Chairman and Managing Director, the Executive Directors and key management personnel to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous.

In addition, the RC reviews the compensation and performance of the Executive Chairman and Managing Director, Executive Directors, Group's key management personnel and staff who are related to the Executive Chairman and Managing Director and the Executive Directors annually to ensure that their remuneration commensurate with their performance and that of the Group as well as they are fairly rewarded.

Currently, the Company does not use any contractual provisions to reclaim incentive components of remuneration from the Executive Chairman and Managing Director, Executive Directors and key management personnel in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Company. The RC will consider, if required, whether there is a requirement to institute such contractual provisions to allow the Company to reclaim the incentive components of the remuneration of the Executive Chairman and Managing Director, Executive Directors and key management personnel paid in prior years in such exceptional circumstances.

Directors' fees for the Independent Directors and Non-Executive Director are set in accordance with the remuneration framework comprising basic fees and chairman fee of the Board Committees. Upon concurrent with the RC, the Board recommends the directors' fees for approval by the shareholders at the AGM of the Company, upon approval, be paid quarterly in arrears. Executive Directors including the Executive Chairman and Managing Director do not receive directors' fees as they are remunerated as members of Management. The Board concurred with the RC that the proposed directors' fees for FY2021 are appropriate and not excessive, taking into consideration the level of contributions by the directors and factors such as effort and time spent for serving on the Board and Board Committees, as well as the responsibilities and obligations of the directors.

The RC has explicit authority to seek appropriate expert advice in the field of executive compensation outside the Company on remuneration matters when necessary. During FY2021, the RC did not engage the service of an external remuneration consultant.

The Board supports and is aware of the need for transparency. However, after deliberation and debate, the Board is of the view that full disclosure of the specific remuneration of each individual Director and the Group's key management personnel (who are not directors) is not in the best interests of the Group. Inter alia, the Board has taken into account the very sensitive nature of the matter, the relative size of the Group, the highly competitive business environment the Group operates in and the irrevocable negative impact such disclosure may have on the Group.

Corporate Governance Report

Details of remuneration and benefits of Directors and key management personnel for FY2021 which will provide sufficient overview of the remuneration of Directors and key management personnel are set out below:

Remuneration Bands and Name	Fees (%)	Salary (%)	Bonus (%)	Others (%)	Total (%)	Total (\$'000)
Directors						
Above \$1,000,000						
Goh Yeow Lian*	–	25	73	2	100	2,873
Goh Yew Tee*	–	33	64	3	100	1,422
\$500,001 to \$1,000,000						
Goh Yeo Hwa*	–	31	64	5	100	847
Below \$250,000						
Teo Choon Kow @ William Teo	100	–	–	–	100	65
Wong Kwan Seng Robert	100	–	–	–	100	60
Goh Yew Gee*	100	–	–	–	100	55

Remuneration Bands and Name	Fees (%)	Salary (%)	Bonus (%)	Others (%)	Total (%)
Key Executives					
\$250,001 to \$500,000					
Goh Cheng Huah	–	58	35	7	100
Koh Chong Kwang	–	62	29	9	100
Sua Chen Shiua*	–	62	31	7	100
Lu Tze Chern	–	63	29	8	100
Goh Wee Ping*	–	57	37	6	100
Chua Cheng Hoon	–	76	17	7	100
Below \$250,000					
Gaw Chu Lan [#]	–	74	25	1	100
Lim Poh Choo Janet	–	78	21	1	100
Goh Chengyu [†]	–	73	23	4	100
Goh Yeu Toh [#]	–	61	19	20	100
Cheng Kiang Huat [#]	–	61	19	20	100

[#] Goh Yeu Toh and Cheng Kiang Huat are Executive Directors of Wee Hur Construction Pte Ltd, a wholly-owned subsidiary of the Company.

^{*} Goh Yeow Lian, Goh Yew Tee, Goh Yeo Hwa, Goh Yew Gee and Goh Yeu Toh (“**Messrs Goh**”) are brothers. Cheng Kiang Huat is the brother-in-law of Messrs Goh. Gaw Chu Lan is the sister of Messrs Goh. Goh Wee Ping is the son of Goh Yeow Lian and is the nephew of Goh Yew Tee, Goh Yeo Hwa, Goh Yew Gee and Goh Yeu Toh. Goh Chengyu is the son of Goh Yeo Hwa and is the nephew of Goh Yeow Lian, Goh Yew Tee, Goh Yew Gee and Goh Yeu Toh. Sua Chen Shiua is the son of Sua Nam Heng, the brother-in-law of Messrs Goh, and is the nephew of Messrs Goh.

Given the highly competitive industry conditions and in the interest of maintaining good morale and a strong spirit of teamwork within the Group, the Company discloses the remuneration of the top ten key management personnel (who are not directors of the Company) of the Group in bands of \$250,000 as set out above. For the same reason, the Company does not disclose the aggregate remuneration paid to the top ten key management personnel (who are not directors of the Company) of the Group.

Corporate Governance Report

Other than those disclosed above, remuneration of employees who are substantial shareholders of the Group, or are immediate family members of Chairman/Directors who received remuneration which exceeded \$100,000 for FY2021 are as follows:

Remuneration Bands and Name

\$100,001 to \$150,000

Goh Chey Teck
Goh Wee Shian
Sua Teng Jah
Cheng Song Seng

Goh Chey Teck is the brother of Messrs Goh. Goh Wee Shian is the son of Goh Yeow Lian, Sua Teng Jah is the daughter of Sua Nam Heng, Cheng Song Seng is the son of Cheng Kiang Huat and they are all nephews and niece of Messrs Goh.

The Wee Hur Employee Share Option Scheme (“**ESOS**”) and Wee Hur Performance Share Plan (“**PSP**”) which were approved by the shareholders at the Extraordinary General Meeting held on 19 May 2009 had lapsed. No share options or performance shares were issued since the inception of the ESOS and PSP.

III. ACCOUNTABILITY AND AUDIT

RISK MANAGEMENT AND INTERNAL CONTROLS AND AUDIT COMMITTEE

Principle 9: The Board is responsible for governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the company and its shareholders.

Principle 10: The Board has an Audit Committee which discharges its duties objectively.

The Board assisted by the AC has oversight of the risk management system in the Group. The practice of risk management is undertaken by the Executive Directors and key management personnel under the purview of the AC and the Board. Management regularly reviews the Group’s business and operational activities to identify areas of significant business risks as well as appropriate measures to control and mitigate these risks within the Group’s risk policies and strategies. Management reviews all significant control policies and procedures and highlights all significant matters to the Board and the AC.

With the assistance of the external consultant, the Group has established a Risk Governance and Internal Control Framework to monitor, manage and build awareness within the Group of the various risks to which the Group is exposed.

Under the Risk Governance and Internal Control Framework, Management of all levels are expected to constantly review the business operations and the environment that the Group operates in to identify risk areas and ensure mitigating measures are promptly developed to address these risks. The Risk Governance and Internal Control Framework outlines the Group’s approach to managing enterprise-wide risks and sets out a systematic process for identifying, evaluating, managing and monitoring risks faced by the Group.

The system of internal controls and risk management established by the Company provides reasonable, but not absolute, assurance that the Group will not be adversely affected by any event that can be reasonably foreseen as it strives to achieve its business objectives. However, the Board also notes that no system of internal controls and risk management can provide absolute assurance in this regard, or absolute assurance against the occurrence of material errors, poor judgment in decision-making, human errors, losses, frauds or other irregularities.

The Executive Chairman and Managing Director and the Chief Financial Officer at the financial year end have provided a letter of assurance (a) that the financial records have been properly maintained and the financial statements give a true and fair view of the Company’s operations and finances and (b) regarding the effectiveness of the Company’s risk management and internal control systems.

Corporate Governance Report

The AC comprises three Directors, all of whom are non-executive and the majority of whom, including the AC Chairman, are independent as follows: *Provision 10.2*

- 1. Teo Choon Kow @ William Teo – Chairman
- 2. Wong Kwan Seng Robert – Member
- 3. Goh Yew Gee – Member

Mr Teo and Mr Wong are the Independent Directors. Mr Goh Yew Gee is the Non-Executive Director. No former partner or director of the Company's existing auditing firm or auditing corporation is a member of the AC. *Provision 10.3*

The Board considers Mr Teo who is a fellow of the Association of Chartered Certified Accountants and a member of the Institute of Singapore Chartered Accountants, has extensive and practical accounting and related financial management expertise and experience, is well qualified to chair the AC.

The Board satisfies that the AC members, collectively, have relevant accounting and related financial management expertise and experience to discharge their duties and responsibilities.

The role of the AC is to assist the Board in overseeing the adequacy of the overall internal control functions, the internal audit functions within the Group, the relationship of those functions to external audit, the scope of audit by the external auditor as well as their independence. The functions of the AC include the following: *Provision 10.1*

- (i) review with external auditor the scope and results of the audit, system of internal controls, their management letter and management's response;
- (ii) review the financial statements including annual budget and any forecast, before submission to the Board for approval;
- (iii) review the scope and results of the internal audit proceedings of the internal auditors to ensure all possible precautions are taken to ensure no irregularities;
- (iv) review the interested person transactions in accordance with the Listing Rules of the SGX-ST;
- (v) review whistle-blowing investigations within the Group and ensuring appropriate follow-up action, if required;
- (vi) review all non-audit services provided by external auditor so as to ensure that any provision of such services would not affect the independence and objectivity of external auditor; and
- (vii) consider and recommend the appointment or re-appointment of the external auditor.

The Company has outsourced its internal audit function and appointed Nexia TS Risk Advisory Pte Ltd as its Internal Auditors for FY2021. The Internal Auditors plan its internal audit schedules in consultation with Management and its plans are submitted to the AC for approval. The AC reviews and approves the internal audit plans and resources and also ensures that Nexia TS Risk Advisory Pte Ltd has the necessary resources to adequately perform its functions and is adequately staffed with persons with the relevant qualifications and experience. *Provision 10.4*

The AC has also reviewed and believed that the Internal Auditors are independent and have the appropriate standing and adequately resourced to perform its functions effectively. The Internal Auditors have unfettered access to all the Company's documents, records, properties and personnel including the AC. *Rule 1207 (10C) of the Listing Manual of SGX-ST*

The AC assesses the adequacy and effectiveness of the internal audit function annually. The function of internal audit is guided by the Standards for the Professional Practice of Internal Auditing.

The system of internal controls provides reasonable, but not absolute, assurance that the Company will not be adversely affected by any event that could be reasonably foreseen as it strives to achieve its business objectives. However, the Board also notes that no system of internal controls can provide absolute assurance in this regard, or absolute assurance against the occurrence of material errors, poor judgement in decision-making, human errors, losses, frauds or other irregularities.

Based on the aforesaid and the statutory audit conducted by the External Auditor and the internal audit conducted by the Internal Auditors and reviews performed by Management, written representation by Managing Director, Executive Directors, the Group CFO and the various heads of department, the Board, with the concurrence of the AC, is satisfied that the system of internal controls, including financial, operational, compliance and information *Rule 1207 (10) of the Listing Manual of SGX-ST*

Corporate Governance Report

technology controls and risk management system, are adequate and effective to meet the needs of the Group's existing business objectives, having addressed the critical risk areas for FY2021. While acknowledging their responsibility for the system of internal controls, the Directors are aware that such a system is designed to manage, rather than eliminate risks, and therefore cannot provide absolute assurance in this regard, or absolute assurance against the occurrence of material errors or misstatements, poor judgement in decision-making, human errors, losses, frauds or other irregularities.

In the review of the financial statements of the Group for FY2021, the AC has discussed with Management the accounting principles that were applied and their judgement of items that might affect the integrity of the financial statements. The AC reviewed, among other matters, the following significant matters identified by PricewaterhouseCoopers Singapore LLP ("**PWC**" or the "**External Auditor**") for FY2021:

Matters Considered	Action
Accounting for construction contracts	The AC accepts PWC's audit approach to revenue recognition which derived the percentage of completion based on the total construction contracts. The AC also viewed the External Auditor work on the related construction costs which requires significant judgment to measure the total project costs (vs the total budgeted contract costs) including claims from contractors.
Valuation of investment properties	<p>The AC reviewed the outcomes of the valuation process with Management, focusing on the methodologies and key underlying assumptions applied to the valuation models in assessing the fair value of the investment properties of the Group, particularly in view of the estimation uncertainty amidst the COVID-19 pandemic.</p> <p>The AC also considered the work performed by the External Auditor on their assessment of the appropriateness of the valuation techniques, the reasonableness of the critical assumptions made for the key inputs used in the valuation techniques and how the impact of the COVID-19 pandemic and market uncertainty has been considered by the independent property valuers in determining the valuation of investment properties.</p>

The AC has been given full access and obtained the co-operation from the Management of the Company. The AC has the explicit authority to investigate any matter within its terms of reference. It also has full access to and co-operation by Management and full discretion to invite any Director or executive officer to attend its meetings, and reasonable resources to enable it to discharge its functions properly.

The aggregate amount of fees paid to the External Auditor of the Group for FY2021 were:

	\$'000
Audit fees	383
Non-audit fees	497
Total fees	880

The AC has reviewed the nature and extent of non-audit services provided by PWC and the fees paid for its audit services, non-audit services and the aggregate amount of fees paid in respect of FY2021. The AC is of the view that the independence of the External Auditor has not been compromised.

PWC has been engaged to audit the financial statements of the Company and its Singapore incorporated subsidiaries. The Group has also engaged PricewaterhouseCoopers Australia LLP as the auditor to audit the financial statements of the Company's foreign-incorporated subsidiaries for FY2021.

The Group does not have any foreign-incorporated associated companies. Accordingly, the Group has complied with the Rules 715 and 717 of the Listing Manual of SGX-ST in relation to its auditing firm. All the Singapore-incorporated subsidiaries of the Group are audited by PWC.

The Group has one Singapore-incorporated associated company which is significant to the Group for FY2021 and is audited by Ernst & Young LLP. The Group therefore complied with Rule 716 of the Listing Manual of SGX-ST.

The AC has met with PWC, the External Auditor of the Company without the presence of Management at least once a year to discuss the results of their examinations and their evaluation of the systems of internal accounting controls. In addition, updates on changes in accounting standards and treatment are prepared by the External Auditor and circulated to members of the AC periodically for information. The AC has also met with the Internal Auditors without the presence of Management at least once a year. *Provision 10.5*

Corporate Governance Report

The Company has put in place a whistle-blowing policy since 2008 which provides an avenue for employees of the Group and third parties to raise concerns about wrongdoing, malpractice or improper accounting activity within the Company and the Group. The whistle-blowing complaints are made directly to the AC. Details of the whistle-blowing policy, together with the contact numbers and email addresses of the AC have been made available to all employees of the Group. It has a well-defined process which ensures independent investigations are carried out in an appropriate and timely manner and appropriate action is taken and provides assurance that complainants will be protected from reprisals or victimisation for whistle-blowing in good faith and without malice. The AC reviews all whistle-blowing complaints, if any, at its half-yearly meetings. The AC reports to the Board on such complaints, if any, at the Board meetings.

Rules
1207 (18A)
and 1207
(18B) of
the Listing
Manual of
SGX-ST

There was no reported incident under the whistle-blowing policy during FY2021.

IV. SHAREHOLDER RIGHTS AND ENGAGEMENT

SHAREHOLDERS RIGHTS AND CONDUCT OF GENERAL MEETINGS AND ENGAGEMENT WITH SHAREHOLDERS

Principle 11: The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects.

Principle 12: The company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the company.

The Company does not practice selective disclosure. Price sensitive information is announced to the SGX-ST through SGXNet after trading hours. Financial results and annual reports of the Company are announced or issued to the SGX-ST within the mandatory periods.

Provision
12.1

Shareholders are encouraged to attend the general meetings to ensure a greater level of shareholders' participation and for them to be kept up to date as to the strategies and goals of the Group. All shareholders of the Company are informed of general meetings through notices contained in annual report or circulars sent to all shareholders. To facilitate participation by the shareholders, the Constitution of the Company allows the shareholders to attend and vote at general meetings of the Company by proxies. A shareholder who is not a relevant intermediary may appoint up to two proxies to attend and vote on his/her behalf at the general meetings while a member who is a relevant intermediary is entitled to appoint more than two proxies to attend and vote at the general meetings through proxy form deposited 72 hours before the meeting. Notices of general meetings are also published in the newspapers and on the SGXNet.

Provision
11.1 and
Provision
12.1

Every matter requiring shareholders' approval is proposed as a separate resolution. Each item of special business included in the notice of meeting is accompanied, where appropriate, by an explanation for the proposed resolution. As authentication of shareholder identity information and other related security issues still remain a concern, the Company has decided, for the time being, not to implement voting in absentia by mail, facsimile or email. Participation of shareholders is encouraged at the general meetings through the open question and answer session. The Directors, Management and the External Auditor present at the general meeting to address any queries or concerns on matters relating to the Group and its operations. Pursuant to Rule 730A(2) of the Listing Manual of the SGX-ST, and to promote greater transparency and effective participation, the Company conducts the voting of all its resolutions by poll at all general meetings. An external firm is appointed as scrutineer for the general meetings voting process, which is independent of the firm undertaking the polling process. Upon the conclusion of the general meetings, the detailed voting results, including the total number of votes cast for or against each resolution tabled, are announced at the general meetings and via SGXNet after the general meetings.

Provision
11.2,
Provision
11.3 and
Provision
11.4

In view of the COVID-19 situation, the AGM of the Company in respect of FY2020 was convened and held on 28 April 2021 (the "2021 AGM") by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "Meeting Order"). The notice of the 2021 AGM together with the proxy form as well as the Annual Report 2020 were sent to members by electronic means via publication on the SGXNet and the Company's website. Alternative arrangements relating to attendance at the 2021 AGM held via electronic means (including arrangements by which the meeting was electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the 2021 AGM in advance of the 2021 AGM, addressing of substantial and relevant questions prior to the 2021 AGM and voting by appointing the Chairman of the 2021 AGM as proxy at the 2021 AGM, were put in place for the 2021 AGM.

Corporate Governance Report

The Company had published its responses to the questions submitted by the shareholders, via SGXNet and the Company's website prior to the commencement of the 2021 AGM.

The entire Board was present at the 2021 AGM. Some of the Board members were present in person and some of the Directors attended the 2021 AGM remotely. All key executives (or executives of equivalent rank) and the External Auditor attended the AGM remotely as well.

The Company does not publish minutes of general meetings or shareholders on its corporate website. There are potential adverse implications for the Company if the minutes of general meetings are published to the public at large (outside the confines of a shareholders' meeting) including disclosure of sensitive information to the Group's competitors. Further, shareholders, including those who did not attend the relevant general meeting, have a right to be furnished copies of minutes of general meeting pursuant to Section 189 of the Companies Act 1967. Accordingly, the Company is of the view that its position is consistent with the intent of Principle 11 of the 2018 Code as shareholders are treated fairly and equitably by the Company.

Provision
11.5

However, in line with the Meeting Order, the minutes of the 2021 AGM were announced via SGXNet and posted on the Company's website within the prescribed time frame, i.e. within one month from the date of AGM.

While the Company has not formally instituted a dividend policy, it has a good track record of paying annual dividends to shareholders since its listing in 2008. In proposing any dividend payout and/or determining the form, frequency and/or the amount of such dividend payout, the Board will take into account, *inter alia*, the Group's financial position, retained earnings, results of operations and cash flows, the Group's expected working capital requirements, the Group's expected capital expenditure and future expansion and investment plans and other funding requirements, general economic conditions and other internal or external factors that may have an impact on the business or financial performance and position of the Group.

Provision
11.6

Although the Company does not have an investor relations policy, shareholders may at any time send their enquiries and/or feedback about the Company to the Board in writing via email, details of which are as follows:

Provision
12.2 and
Provision
12.3

Tel: (65) 6258 1002
Email: general@weehur.com.sg

The Company values dialogue with its shareholders and believes in regular, effective and fair communication with its shareholders and is committed to hearing shareholders' views and addressing their concerns where possible.

V. MANAGING STAKEHOLDERS RELATIONSHIPS

ENGAGEMENT WITH STAKEHOLDERS

Principle 13: The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served.

The Company values input from all of its stakeholder groups and uses a variety of channels and platforms to engage with them as well as receive their feedback. The Company identifies stakeholders as groups that have an impact or have the potential to be impacted by its business, as well as those external organisations that have expertise in aspects that the Company consider material.

Provision
13.1

More details on the Company's strategy and key areas of focus in relation to the management of stakeholders' relationships will be disclosed in the standalone Sustainability Report for FY2021 which will be issued not later than 5 months after the end of the financial year.

Provision
13.2

The Company does not practice selective disclosure. Price sensitive information is announced to the SGX-ST through SGXNet after trading hours and in a timely manner. Financial results and annual reports are announced or issued to the SGX-ST within the mandatory periods and are also made available on the Company's website at the URL <https://www.weehur.com.sg/investor-relations/>. The Company's website is updated from time to time with the latest announcements made to the SGX-ST, financial results, annual report and related information which serves as an important resource for investors and all stakeholders.

Provision
13.3

Corporate Governance Report

VI. OTHER CORPORATE GOVERNANCE MATTERS

DEALINGS IN SECURITIES

In compliance with Rule 1207(19) of the Listing Manual of the SGX-ST, the Company has adopted an internal code which prohibits dealings in the securities of the Company by the Company and its officers i.e. directors and employees of the Group while in possession of price-sensitive information. Under this code, the Company, directors and employees (including their immediate family) of the Group are not permitted to deal with the securities of the Company during the period beginning one month before the announcement of the Company's half year and full year financial statements respectively and ending on the date of the announcement, or if they are in possession of unpublished price-sensitive information of the Group.

In addition, Directors and officers are expected to observe insider trading laws at all times even when dealing in securities within the permitted trading period.

Directors and employees are also discouraged from dealing in the Company's securities on short-term consideration.

DISCLOSURE OF MATERIAL CONTRACTS

Except as disclosed under Interested Person Transactions, there is no material contract entered into by the Company or any of its subsidiaries involving the interests of any Directors or the controlling shareholder during FY2021.

INTERESTED PERSON TRANSACTIONS

The Company has set out procedures governing all interested person transactions to ensure that they are carried out on an arm's length basis, on normal commercial terms and will not be prejudicial to the interests of the Company and shareholders.

Disclosure according to the Rule 907 of the Listing Manual of the SGX-ST in respect of interested person transactions for FY2021 is stated in the following table:

	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than \$100,000)
Name of interested person	\$'000	\$'000
Wee Hur (Bartley) Pte. Ltd. ⁽¹⁾	550,000 ⁽⁶⁾⁽ⁱ⁾ 1,350,000 ⁽¹⁰⁾ 117,801 ⁽¹¹⁾⁽ⁱ⁾	NIL
Active System Engineering Pte. Ltd. ⁽²⁾	6,000,000 ⁽⁶⁾⁽ⁱⁱ⁾ 143,324 ⁽¹¹⁾⁽ⁱⁱ⁾	NIL
Wee Hur (Woodlands 12) Pte. Ltd. ⁽³⁾	104,057 ⁽¹¹⁾⁽ⁱⁱⁱ⁾	NIL
Wee Hur PBSA Master Trust ⁽⁴⁾	5,847,059 ⁽¹²⁾ 2,548,500 ⁽⁹⁾ 41,139,159 ⁽¹³⁾ 40,197,032 ⁽¹⁴⁾	NIL
Wee Hur PBSA Fund II ⁽⁵⁾	15,535,620 ⁽⁹⁾ 2,543,500 ⁽⁷⁾	NIL

Notes:

- (1) Wee Hur Development Pte. Ltd. ("**WH Development**"), a wholly owned subsidiary of the Company, holds 75% of the equity interest in Wee Hur (Bartley) Pte. Ltd. ("**WH Bartley**"), and the balance of 25% held by WM (Bartley) Pte. Ltd., an entity wholly owned by Goh Yeow Lian, Goh Yew Tee, Goh Yeo Hwa and Goh Yew Gee, the directors of the Company (the "**Goh Directors**") and their Associates. Please refer to the announcement made by the Company on 5 February 2020 for more information.
- (2) Wee Hur Dormitory Pte. Ltd. ("**WH Dormitory**"), a wholly owned subsidiary of the Company, holds 60% of the equity interest in Active System Engineering Pte. Ltd. ("**ASE**"), with the balance held by WM Dormitory Pte. Ltd. (10%), an entity wholly owned by the Goh Directors and their Associates, Lucrum Dormitory Pte. Ltd. (10%), and TS Management Services Pte. Ltd. (20%), both being the unrelated third parties. Please refer to the announcement made by the Company on 23 October 2013 for more information.

Corporate Governance Report

- (3) WH Development holds 60% of the equity interest in Wee Hur (Woodlands 12) Pte. Ltd. ("**WH Woodlands 12**"), with the balance held by WM (Kaki Bukit) Pte. Ltd. (15%), an entity wholly owned by the Goh Directors and their Associates, and by ZACD (Woodlands12) Pte. Ltd. (25%), an unrelated third party. Please refer to the announcement made by the Company on 23 July 2014 for more information.
- (4) Wee Hur PBSA Master Trust ("**WH PBSA Trust**") is a collective investment scheme, constituted as a unit trust in Singapore. The Company holds 60% unitholding interest, with the balance held by, the Goh Directors and their Associates, through their respective Trust Special Purpose Vehicles (12.40%), and by third parties (27.60%) as passive investors. Please refer to the Circular to Shareholders dated 6 November 2017 issued by the Company for more information.
- (5) Wee Hur PBSA Fund II ("**WH PBSA F2**") is a collective investment scheme, constituted as a unit trust in Singapore. The Company holds 28.56% unitholding interests, with the balance held by the Goh Directors and their Associates, through their respective Trust Special Purpose Vehicles (16.82%), and by third parties as passive investors (54.62%). Please refer to the announcement made by the Company on 3 February 2021 for more information.
- (6) Pursuant to Rule 916(3) of the Listing Manual, shareholders' approval is not required for the provision of a loan to a joint venture with an interested person if the loan is extended by all joint venture partners in proportion to their equity and on the same terms. This amount comprises the following:
- (i) A loan in the sum of \$550,000 was granted by WH Development to WH (Bartley). The said loan was granted by WH Development, as a joint venture partner, in proportion of its shareholding in WH (Bartley) and on the same terms applicable to all joint venture partners.
- (ii) A proportionate corporate guarantee in the sum of \$6,000,000 provided by the Company, in respect of the aggregate principal amount of the facilities of \$10,000,000 granted by Maybank Singapore to ASE. Please refer to the announcement made by the Company on 27 April 2021 for more information.
- (7) Provision of loan of A\$2,500,000 (equivalent to approximately \$2,543,500) by the Company to WH PBSA F2. Please refer to the announcement made by the Company on 4 June 2021 for more information.
- (8) Provision of loan of A\$2,500,000 (equivalent to approximately \$2,548,500) by the Company to WH Gibbons Trust, a sub-trust of WH PBSA Trust. Please refer to the announcement made by the Company on 4 June 2021 for more information.
- (9) Subscription of units by the Company in WH PBSA F2 with an Initial Committed Capital of A\$15,300,000 (equivalent to approximately \$15,535,620). The Goh Directors and their associates through their respective special purpose vehicles, have subscribed, or committed to subscribe for units in WHF2, for the Initial Committed Capital of A\$8,160,000. Please refer to the announcement made by the Company on 3 February 2021 for more information.
- (10) Provision of Construction Services by Wee Hur Construction Pte. Ltd. to WH (Bartley) of \$1,350,000 to construct the show flat.
- (11) Provision of Corporate Support Services by the Company and WH Dormitory. This amount comprises the following:
- (i) \$117,801 by the Company to WH (Bartley).
- (ii) \$143,324 by WH Dormitory and the Company to ASE.
- (iii) \$104,057 by the Company to WH (Woodlands 12).
- (12) Provision of Investment Management Fee of \$5,847,059 charged to the sub-trusts of WH PBSA Trust by Wee Hur Capital Pte. Ltd., a wholly owned subsidiary of the Company.
- (13) A corporate guarantee in the sum of A\$40,265,400 (equivalent to \$41,139,159) provided by the Company, in respect of the aggregate principal amount of the facilities granted by United Overseas Bank Singapore to WH Gibbons Trust, a sub-trust of Wee Hur PBSA Master Trust. This amount represents 60% of the banking facility of A\$67,109,000. Please refer to Circulars dated 6 June 2018 and 18 August 2020 for more information.
- (14) A corporate guarantee in the sum of A\$39,618,600 (equivalent to \$40,197,032) provided by the Company, in respect of the aggregate principal amount of the facilities granted by United Overseas Bank Singapore to WH Moore Trust, a sub-trust of Wee Hur PBSA Master Trust. This amount represents 60% of the banking facility of A\$66,031,000. Please refer to Circulars dated 6 June 2018 and 18 August 2020 for more information.

The Company has not obtained a general mandate from shareholders for any interested person transactions during FY2021 pursuant to Rule 920 of the Listing Manual of the SGX-ST.

USE OF PROCEEDS

For FY2021, there has been no fund-raising exercises by way of additional issues of securities of the Company. The use of proceeds raised from the initial public offer and all previous additional listing of shares of the Company is in accordance with the stated use of proceeds and the percentage allocated as previously announced by the Company.

Directors' Statement

The directors present their statement to the members together with the audited financial statements of the Group for the financial year ended 31 December 2021 and the balance sheet of the Company as at 31 December 2021.

In the opinion of the directors,

- (a) the balance sheet of the Company and the consolidated financial statements of the Group as set out on pages 84 to 157 are drawn up so as to give a true and fair view of the financial position of the Company and of the Group as at 31 December 2021 and the financial performance, changes in equity and cash flows of the Group for the financial year covered by the consolidated financial statements; and
- (b) at the date of the statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

Directors

The directors of the Company in office at the date of this statement are as follows:

Executive Chairman and Managing Director
Goh Yeow Lian

Executive Directors
Goh Yew Tee
Goh Yeo Hwa

Non-Executive Director
Goh Yew Gee

Independent Directors
Teo Choon Kow @ William Teo
Wong Kwan Seng Robert

Arrangements to enable directors to acquire shares and debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, other than as disclosed under “**Share options**” in this statement.

Financials

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Directors’ Statement

Directors’ interests in shares and debentures

The directors of the Company holding office at the end of the financial year were not interested in shares or debentures of the Company or other related body corporate as recorded in the Register of Directors’ Shareholdings kept by the Company under section 164 of the Companies Act 1967 (the “**Act**”), except as follows:

	Holdings registered in name of director or nominee		Holdings in which director is deemed to have an interest	
	At 31.12.2021	At 1.1.2021 or date of appointment, if later	At 31.12.2021	At 1.1.2021 or date of appointment, if later
Wee Hur Holdings Ltd. (the “Company”) (No. of ordinary shares)				
Goh Yeow Lian	6,063,000	6,063,000	402,194,872	402,194,872
Goh Yew Tee	2,159,416	2,159,416	15,550,000	15,550,000
Goh Yeo Hwa	8,725,100	8,725,100	36,799,257	36,799,257
Goh Yew Gee	16,490,120	16,490,120	–	–
Wong Kwan Seng Robert	225,000	225,000	–	–

Goh Yeow Lian is deemed to have an interest in all the related corporations of the Company.

The directors’ interests as at 21 January 2022 were the same as those at the end of the financial year.

Share options

No options were granted during the financial year to subscribe for unissued shares of the Company.

No shares were issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

Directors’ Statement

Audit committee

The members of the Audit Committee at the end of the financial year were as follows:

Teo Choon Kow @ William Teo (Chairman of audit committee)
Wong Kwan Seng Robert (Independent Director)
Goh Yew Gee (Non-Executive Director)

The Audit Committee carried out its functions in accordance with Section 201B(5) of the Singapore Companies Act. In performing those functions, the Committee reviewed:

- the scope and the results of internal audit procedures with the internal auditor;
- the audit plan of the Company’s independent auditor and any recommendations on internal accounting controls arising from the statutory audit;
- the assistance given by the Company’s management to the independent auditor; and
- the balance sheet of the Company and the consolidated financial statements of the Group for the financial year ended 31 December 2021 before their submission to the Board of Directors.

The Audit Committee has recommended to the Board that the independent auditor, PricewaterhouseCoopers LLP, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

Independent Auditor

The independent auditor, PricewaterhouseCoopers LLP, has expressed its willingness to accept re-appointment.

On behalf of the Board of Directors

Goh Yeow Lian
Director

6 April 2022

Goh Yew Tee
Director

Independent Auditor’s Report

to the Members of WEE HUR HOLDINGS LTD.

Report on the Audit of the Financial Statements

Our Opinion

In our opinion, the accompanying consolidated financial statements of Wee Hur Holdings Ltd. (“**the Company**”) and its subsidiaries (“**the Group**”) and the balance sheet of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (“**the Act**”) and Singapore Financial Reporting Standards (International) (“**SFRS(I)s**”) so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2021 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date.

What we have audited

The financial statements of the Company and the Group comprise:

- the consolidated statement of comprehensive income of the Group for the financial year ended 31 December 2021;
- the balance sheet of the Group as at 31 December 2021;
- the balance sheet of the Company as at 31 December 2021;
- the consolidated statement of changes in equity of the Group for the financial year then ended;
- the consolidated statement of cash flows of the Group for the financial year then ended; and
- the notes to the financial statements, including a summary of significant accounting policies.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing (“**SSAs**”). Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (“**ACRA Code**”) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

Our Audit Approach

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the accompanying financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Independent Auditor’s Report

to the Members of WEE HUR HOLDINGS LTD.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements for the financial year ended 31 December 2021. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our audit addressed the Key Audit Matter
Accounting for construction contracts	
Refer to Note 3(a) (Critical accounting estimates, assumptions and judgements), Note 4 (Revenue) and Note 23 (Trade and other payables) to the financial statements.	We have performed the following audit procedures on a sample of significant projects to address the key audit matter:
Revenue from construction contracts amounted to \$135.5 million, representing 68% of the Group’s total revenue for the financial year ended 31 December 2021.	We obtained an understanding over the estimates used in project budgeting and impact of the COVID-19 pandemic on the Group’s contract revenues and contract costs through discussions with senior management and examination of project documentation (including contracts and correspondences with customers).
Construction revenue is recognised over time by reference to the Group’s progress toward completing the contracts. The measure of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs for the construction contracts.	In relation to total contract revenue for each project, our audit procedures include the following: a) Traced total contract sums to contract and variation orders entered into by the Group and its customers; b) Recomputed the measure of progress of the construction contracts which is determined based on the proportion of contract costs incurred to date to the estimated total contract costs; c) Assessed the adequacy of provision for liquidated damages to be net off against contract revenue recognised (where applicable); and d) Assessed the reasonableness of the revenue recognised via discussion with the project teams and obtaining corroborating evidence such as correspondences with the customers.
The Coronavirus Disease 2019 (“ COVID-19 ”) pandemic has significantly slowed down the progress of the Group’s construction projects due to ongoing measures being adopted to address the outbreak during the financial year. The delay may lead to potential liquidated damage claims by customers and cost overruns, resulting in loss making contracts.	In relation to contract costs for each project, our audit procedures include the following: a) Reviewed the actual costs incurred by tracing to supplier invoices or sub-contractors progress billings; and b) Reviewed management’s estimates of total construction costs and costs to complete via the following: i. Substantiated to contracts entered for sub-contracting costs; ii. Reviewed the estimation of materials, labour and other construction costs with reference to the progress of the project; and iii. Reviewed the estimation of prolongation costs arising from COVID-19 to be included in the total contract costs.
Significant judgement is required to estimate the total construction costs that will affect the measure of progress and consequently, revenue and profit margins recognised from construction contracts, including variations or claims recognised as contract revenue, and provision for liquidated damages.	Based on the audit procedures performed, we have assessed management’s estimates to be reasonable.
Accordingly, we have assessed the accounting for construction contracts as a key audit matter.	We have also recomputed the cumulative contract revenue and the contract revenue for the current financial year for these projects and traced to the accounting records with no exception noted.
	We have also assessed the disclosures in the financial statements in relation to the sensitivity of contract revenue and contract costs of uncompleted contracts to the construction contract estimates to be appropriate.

Independent Auditor's Report

to the Members of WEE HUR HOLDINGS LTD.

Key audit matters (continued)

Key Audit Matter	How our audit addressed the Key Audit Matter
Valuation of investment properties	
<p>As at 31 December 2021, the carrying value of the Group's investment properties of \$877.4 million accounted for 64% of the Group's total assets. The Group recognised fair value gains on investment properties of \$59.7 million for the financial year ended 31 December 2021. The disclosures relating to these investment properties are included in Note 17 to the financial statements.</p> <p>In addition, the investment properties held by the Group's associated company, Wee Hur PBSA Fund II affects the carrying value of the Group's investments in associated company. The disclosures relating to the investment in associated company are in Note 21 to the financial statements.</p> <p>Valuation by independent property valuers is used to support the determination of the fair value of the investment properties.</p> <p>The valuation of investment properties is a key audit matter due to the significant judgement in determining the key inputs used in the valuation. The key inputs include discount rate, capitalisation rate, terminal yield and adjusted price per square metre.</p> <p>Furthermore, the valuation reports obtained from independent property valuers for certain investment properties have included a material valuation uncertainty clause. This clause highlights that less certainty, and consequently a higher degree of caution, should be attached to the valuation as a result of COVID-19 pandemic. This represents a significant estimation uncertainty in relation to the valuation of these investment properties.</p>	<p>Our procedures included the following:</p> <ul style="list-style-type: none">a) assessed the competence, capabilities and objectivity of the external valuers engaged by the Group;b) obtained an understanding of the valuation techniques used by the external valuers in determining the valuation of individual investment property;c) discussed the key inputs used by the external valuers in the valuation;d) tested the reliability of information, including underlying lease and financial information provided to the external valuers; ande) assessed the reasonableness of the discount rate, capitalisation rate, terminal yield and adjusted price per square metre by benchmarking these against prior year inputs and those of comparable properties based on information available as at 31 December 2021. <p>We found the external valuers to be members of recognised bodies for professional valuers. We also found that the valuation techniques used were appropriate in the context of the Group's investment properties and the key inputs used were within the range of market data.</p> <p>We have also assessed the adequacy of the disclosures relating to the key inputs and the impact of COVID-19 on the valuation of investment properties, as we consider them as likely to be significant to users of the financial statements given the estimation uncertainty and sensitivity of the valuations.</p>

Independent Auditor's Report

to the Members of WEE HUR HOLDINGS LTD.

Other Information

Management is responsible for the other information. The other information comprises Directors' Statement (but does not include the financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the other sections of the annual report ("**the Other Sections**"), which are expected to be made available to us after that date.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Other Sections, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and take appropriate actions in accordance with SSAs.

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I)s, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Independent Auditor's Report

to the Members of WEE HUR HOLDINGS LTD.

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Independent Auditor's Report

to the Members of WEE HUR HOLDINGS LTD.

Report on other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Tan Boon Chok.

PricewaterhouseCoopers LLP

Public Accountants and Chartered Accountants
Singapore, 6 April 2022

Consolidated Statement of Comprehensive Income

For the Financial Year Ended 31 December 2021

	Note	2021 \$'000	2020 \$'000 (Restated)
Revenue	4	200,375	189,945
Cost of sales	5	(191,913)	(144,547)
Gross profit		8,462	45,398
Other income			
– Interest		5,522	1,887
– Others	6	6,985	15,178
Other gains and losses			
– Impairment loss on financial assets	30(b)	(20)	(6)
– Others	7	(9,024)	21,283
Net gains/(losses) from fair value adjustment on investment properties	17	59,660	(42,685)
Expenses			
– Administrative	5	(24,875)	(22,604)
– Distribution and marketing	5	(3,123)	(773)
– Finance	9	(16,176)	(14,050)
Share of profit of associate	21	2,546	11,133
Profit before income tax		29,957	14,761
Income tax expense	10	(15,500)	(2,577)
Total profit		14,457	12,184
Other comprehensive (loss)/income:			
Items that may be reclassified subsequently to profit or loss			
Currency translation differences arising from consolidation – (losses)/gains		(1,455)	2,831
Items that will not be reclassified subsequently to profit or loss			
Currency translation differences arising from consolidation – (losses)/gains	28	(151)	170
Other comprehensive (loss)/income, net of tax		(1,606)	3,001
Total comprehensive income		12,851	15,185
Profit/(loss) attributable to:			
Equity holders of the Company		662	24,731
Non-controlling interests		13,795	(12,547)
		14,457	12,184
Total comprehensive income/(loss) attributable to:			
Equity holders of the Company		(793)	27,562
Non-controlling interests		13,644	(12,377)
		12,851	15,185
Earnings per share (“EPS”) for profit attributable to equity holders of the Company (cent per share)			
Basic and diluted EPS	11	0.07	2.69

The accompanying notes form an integral part of these financial statements.

Balance Sheet – Group

For the Financial Year Ended 31 December 2021

	Note	31 December 2021 \$'000	2020 \$'000 (Restated)	1 January 2020 \$'000 (Restated)
ASSETS				
Current assets				
Development properties	12	196,297	210,909	114,869
Trade and other receivables	13	142,141	124,891	94,026
Financial assets, at FVPL	14	1,761	3,056	4,571
Cash and cash equivalents	15	53,430	105,096	108,619
		393,629	443,952	322,085
Non-current assets				
Property, plant and equipment	16	32,541	33,227	33,317
Investment properties	17	877,446	746,508	578,536
Investment in associates	21	51,579	39,361	27,882
Financial assets, at FVPL	14	10,160	5,520	3,480
Deferred income tax assets	22	1,568	4,556	4,102
Trade and other receivables	13	1,488	10,726	42,802
		974,782	839,898	690,119
Total assets		1,368,411	1,283,850	1,012,204
LIABILITIES				
Current liabilities				
Current income tax liabilities	10	2,261	7,888	7,346
Trade and other payables	23	115,099	100,430	124,569
Derivative financial instruments	24	981	2,906	–
Borrowings	25	429,608	165,245	103,653
		547,949	276,469	235,568
Non-current liabilities				
Borrowings	25	174,943	381,608	175,046
Deferred income tax liabilities	22	13,548	3,711	4,986
Other payables	23	21,600	156,180	140,295
		210,091	541,499	320,327
Total liabilities		758,040	817,968	555,895
NET ASSETS		610,371	465,882	456,309
EQUITY				
Capital and reserves attributable to equity holders of the Company				
Share capital	26	125,733	125,733	125,733
Currency translation reserve	28	(2,260)	(805)	(3,636)
Retained profits		325,618	329,552	311,256
		449,091	454,480	433,353
Non-controlling interests	20	161,280	11,402	22,956
Total equity		610,371	465,882	456,309

The accompanying notes form an integral part of these financial statements.

Balance Sheet – Company

For the Financial Year Ended 31 December 2021

		31 December	
	Note	2021 \$'000	2020 \$'000
ASSETS			
<u>Current assets</u>			
Trade and other receivables	13	42,464	55,482
Financial assets, at FVPL	14	1,761	3,056
Cash and cash equivalents	15	10,439	50,377
		54,664	108,915
<u>Non-current assets</u>			
Property, plant and equipment	16	647	810
Investment in an associate	21	9,340	—
Investment in subsidiaries	20	269,423	58,150
Financial assets, at FVPL	14	5,520	5,520
Deferred income tax assets	22	392	250
Other receivables	13	63,247	258,529
		348,569	323,259
Total assets		403,233	432,174
LIABILITIES			
<u>Current liabilities</u>			
Trade and other payables	23	28,586	21,832
Borrowings	25	161	41,730
		28,747	63,562
<u>Non-current liabilities</u>			
Borrowings	25	487	648
Other payables	23	46,895	9,771
		47,382	10,419
Total liabilities		76,129	73,981
NET ASSETS		327,104	358,193
<u>EQUITY</u>			
Capital and reserves attributable to equity holders of the Company			
Share capital	26	125,733	125,733
Retained profits		201,371	232,460
Total equity		327,104	358,193

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Changes In Equity

For the Financial Year Ended 31 December 2021

			Currency	Retained		Non-	Total
	Note	Share Capital \$'000	Translation Reserve \$'000	Profits \$'000	Total \$'000	Controlling Interests \$'000	Equity \$'000
Group							
2021							
Balance as at 1 January 2021 (as previously stated)		125,733	(699)	292,875	417,909	1,983	419,892
Effect of the change in accounting policies	33	–	(106)	36,677	36,571	9,419	45,990
Balance as at 1 January 2021 (as restated)		125,733	(805)	329,552	454,480	11,402	465,882
Profit for the year		–	–	662	662	13,795	14,457
Other comprehensive loss for the year		–	(1,455)	–	(1,455)	(151)	(1,606)
Total comprehensive (loss)/income for the year		–	(1,455)	662	(793)	13,644	12,851
Dividend paid	27	–	–	(4,596)	(4,596)	(280)	(4,876)
Conversion of interest free loan into capital from non-controlling interests	23	–	–	–	–	136,514	136,514
Balance as at 31 December 2021		125,733	(2,260)	325,618	449,091	161,280	610,371
Group							
2020							
Balance as at 1 January 2020 (as previously stated)		125,733	(3,636)	270,850	392,947	5,198	398,145
Effect of the change in accounting policies	33	–	–	40,406	40,406	17,758	58,164
Balance as at 1 January 2020 (as restated)		125,733	(3,636)	311,256	433,353	22,956	456,309
Profit/(loss) for the year (as previously stated)		–	–	28,460	28,460	(4,276)	24,184
Effect of the change in accounting policies	33	–	–	(3,729)	(3,729)	(8,271)	(12,000)
Profit/(loss) for the year (as restated)		–	–	24,731	24,731	(12,547)	12,184
Other comprehensive income for the year (as previously stated)		–	2,937	–	2,937	238	3,175
Effect of the change in accounting policies	33	–	(106)	–	(106)	(68)	(174)
Other comprehensive income for the year (as restated)		–	2,831	–	2,831	170	3,001
Total comprehensive income/(loss) for the year (as restated)		–	2,831	24,731	27,562	(12,377)	15,185
Dividend paid	27	–	–	(6,435)	(6,435)	–	(6,435)
Fair value adjustment on interest free loans from non-controlling interests		–	–	–	–	312	312
Capital contribution from non-controlling interests		–	–	–	–	511	511
Balance as at 31 December 2020 (as restated)		125,733	(805)	329,552	454,480	11,402	465,882

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Cash Flows

For the Financial Year Ended 31 December 2021

	Note	2021 \$'000	2020 \$'000 (Restated)
Cash flows from operating activities			
Total profit		14,457	12,184
<i>Adjustments for:</i>			
– Income tax expense		15,500	2,577
– Interest income		(5,522)	(1,887)
– Finance expenses		16,176	14,050
– Depreciation		1,843	2,034
– Impairment losses on financial assets		20	6
– Fair value (gains)/losses on derivative financial instruments		(1,873)	2,716
– Fair value (gains)/losses on investment properties		(59,660)	42,685
– Fair value losses/(gains) on financial assets, at FVPL		21	(45)
– (Reversal of)/impairment losses on property, plant and equipment		(453)	453
– Losses on disposal of financial assets, at FVPL		24	60
– Gain on disposal of property, plant and equipment		(4)	–
– Unrealised currency translation losses/(gains)		13,583	(21,913)
– Rent concession		–	(4,498)
– Share of profit of associates		(2,546)	(11,133)
		(8,434)	37,289
Change in working capital:			
– Trade and other receivables		(2,897)	7,817
– Development properties		14,522	(89,439)
– Trade and other payables		15,889	(22,157)
Cash generated from/(used in) operations		19,080	(66,490)
Income tax paid		(7,845)	(3,397)
Withholding tax paid		(491)	(543)
Net cash provided by/(used in) operating activities		10,744	(70,430)
Cash flows from investing activities			
Additions to property, plant and equipment		(690)	(3,257)
Additions to investment properties		(100,870)	(133,899)
Purchase of financial assets, at FVPL		(4,608)	(2,040)
Disposal of plant and equipment		4	–
Disposal of financial assets, at FVPL		1,250	1,500
Investment in an associate		(9,340)	–
Loans to an associate		(2,585)	(2,127)
Loans to a non-related party		(169)	(271)
Interest received		466	981
Net cash used in investing activities		(116,542)	(139,113)

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Cash Flows

For the Financial Year Ended 31 December 2021

	Note	2021 \$'000	2020 \$'000 (Restated)
Cash flows from financing activities			
Proceeds from capital contribution from non-controlling interests		–	511
Dividends paid to equity holders of the Company		(4,596)	(6,435)
Dividends paid to non-controlling interests		(280)	(12,000)
Interest paid		(11,390)	(12,415)
Bank deposit withdrawn/(pledged)		46,694	(161)
Proceeds from borrowings		155,911	273,203
Proceeds from related parties' loan		875	14,400
Repayment of borrowings		(76,370)	(33,443)
Repayment of related parties' loan		–	(12,305)
Principal payment of lease liabilities		(7,925)	(6,325)
Net cash provided by financing activities		102,919	205,030
Net decrease in cash and cash equivalents		(2,879)	(4,513)
Cash and cash equivalents			
Beginning of financial year		58,402	62,086
Effects of currency translation on cash and cash equivalents		(2,093)	829
End of financial year	15	53,430	58,402
Cash and bank balances		53,430	105,096
Less: cash restricted in use		–	(46,694)
Cash and cash equivalents	15	53,430	58,402

Reconciliation of liabilities arising from financing activities

	1 January 2021 \$'000	Proceeds from borrowings \$'000	Principal and interest payments \$'000	Non-cash changes					31 December 2021 \$'000
				Addition of lease \$'000	Conversion of units \$'000	Interest expense \$'000	Foreign exchange movement \$'000	Fair value adjustment \$'000	
Borrowings	471,026	155,911	(87,603)	–	–	11,233	(13,919)	–	536,648
Related parties' loan	154,180	875	–	–	(136,514)	6,580	(5,521)	–	19,600
Lease liabilities	75,828	–	(8,358)	–	–	433	–	–	67,903

	1 January 2020 \$'000	Proceeds from borrowings \$'000	Principal and interest payments \$'000	Non-cash changes					31 December 2020 \$'000
				Addition of lease \$'000	Rent concession \$'000	Interest expense \$'000	Foreign exchange movement \$'000	Fair value adjustment \$'000	
Borrowings	210,588	273,203	(42,595)	–	–	9,152	20,678	–	471,026
Related parties' loan	138,295	14,400	(12,305)	–	–	4,283	9,819	(312)	154,180
Lease liabilities	68,111	–	(9,013)	18,540	(4,498)	2,688	–	–	75,828

The accompanying notes form an integral part of these financial statements.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

These notes from an integral part of and should be read in conjunction with the accompanying financial statements.

1. General Information

Wee Hur Holdings Ltd. (the “**Company**”) is listed on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and incorporated and domiciled in Singapore. The registered office is 39 Kim Keat Road, Wee Hur Building, Singapore 328814.

The principal activity of the Company is an investment holding company. The principal activities of its subsidiaries are building construction, workers’ dormitory, property development, Purpose-built Student Accommodation (“**PBSA**”), fund management services, leasing of non-financial intangible assets (e.g. patents, trademarks, brand names etc) and venture capital activities.

2. Significant accounting policies

2.1 Basis of preparation

These financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) (“**SFRS(I)s**”) under the historical cost convention, except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with SFRS(I)s requires management to exercise its judgement in the process of applying the Group’s accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

Going concern assumption

As at 31 December 2021, the Group is in a net current liabilities position of \$154,320,000 (2020: net current assets position of \$167,483,000). Included in this is external borrowings of \$334,426,000 which fall due within one year and external borrowings of \$21,429,000 (2020: \$21,233,000) that are currently in breach of its financial covenants as disclosed in Note 25.

The external borrowings of \$334,426,000 are secured over certain PBSA properties and are due for re-financing, based on their original facility agreements. The Group is in advanced discussions with the bank to extend the maturity date of these borrowings to July 2024.

The Group is confident that these loans will be refinanced successfully. Accordingly, these financial statements are prepared on a going concern basis.

Interpretations and amendments to published standards effective in 2021

On 1 January 2021, the Group has adopted the new or amended SFRS(I)s and Interpretations of SFRS(I)s (“**INT SFRS(I)s**”) that are mandatory for application for the financial year. Changes to the Group’s accounting policies have been made as required, in accordance with the transitional provisions in the respective SFRS(I)s and INT SFRS(I)s.

The adoption of these new or amended SFRS(I)s and INT SFRS(I)s did not result in substantial changes to the Group’s accounting policies and had no material effect on the amounts reported for the current or prior financial years, except as follows.

Interest Rate Benchmark Reform

The Group has adopted the amendments to SFRS(I) 9, SFRS(I) 7 and SFRS(I) 16 *Interest Rate Benchmark Reform – Phase 2* effective 1 January 2021. In accordance with the transition provisions, the amendments shall be applied retrospectively to financial instruments. Comparative amounts have not been restated, and there was no impact on the current period opening reserves amounts on adoption.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.1 Basis of preparation (continued)

Interpretations and amendments to published standards effective in 2021 (continued)

Change in accounting policies for investment properties and capitalisation of borrowing costs

With effect from 31 December 2021, the Group changed its accounting policy with respect to the subsequent measurement of investment properties from cost to fair value model. In addition, the Group has elected to not capitalise the related borrowing costs on investment properties. Further details of these changes are disclosed in Note 33.

Financial instruments measured at amortised cost and lease liabilities

Phase 2 of the amendments requires that, for financial instruments measured using amortised cost measurement, changes to the basis for determining the contractual cash flows required by inter-bank offered rates (“**IBOR**”) reform are reflected by adjusting their effective interest rate. No immediate gain or loss is recognised. A similar practical expedient exists for lease liabilities (see below).

These expedients are only applicable to changes that are required by IBOR reform, which is the case if, and only if, the change is necessary as a direct consequence of IBOR reform and the new basis for determining the contractual cash flows is economically equivalent to the previous basis immediately preceding the change.

For lease liabilities where there is a change to the basis for determining the contractual cash flows, as a practical expedient the lease liability is remeasured by discounting the revised lease payments using a discount rate that reflects the change in the interest rate where the change is required by IBOR reform. If lease modifications are made in addition to those required by IBOR reform, the Group applies the relevant SFRS(I) 16 requirements to account for the entire lease modification, including those changes required by IBOR reform.

Effect of IBOR reform

Following the global financial crisis, the reform and replacement of benchmark interest rate such as Swap Offer Rate (“**SOR**”) and other IBOR has become a priority for global regulators. There is currently uncertainty around the timing and precise nature of these changes.

SOR will cease publication after 30 June 2023, and it is expected to be replaced by the Singapore Overnight Rate Average (“**SORA**”). The Group has a variable-rate SGD borrowing which references to SOR and matures after 30 June 2023. The Group hedges the variability in cash flows using SOR-linked interest rate swaps. The Group’s communication with its swap and debt counterparties is ongoing, but specific changes required by IBOR reform have not yet been agreed. The expected transition from SOR to SORA had no effect on the amounts reported for the current and prior financial years.

The following table contains details of all the financial instruments that the Group holds at 31 December 2021 which are referenced to SOR and have not yet transitioned to new benchmark rates:

	SOR	
	Carrying amount \$’000	Of which: Not yet transitioned to an alternative benchmark rate \$’000
Group:		
31 December 2021		
Liabilities		
- Borrowings	536,648	99,594

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.1 Basis of preparation (continued)

Interpretations and amendments to published standards effective in 2021 (continued)

Effect of IBOR reform (continued)

Included in the variable rate borrowings are:

- i) a 4-year floating-rate debt of \$74,191,000 (2020: \$74,191,000) and a fixed advance facility of \$3,974,000 (2020: \$31,180,000) whose interest rate is based on either 1, 3 or 6-month SOR; and
- ii) a 10-year floating-rate debt of \$11,144,000 (2020: \$9,971,000) and a 15-year floating-rate debt of \$10,285,000 (2020: \$11,262,000) whose interest rate is based on 1-month SOR.

The Company has not entered into any interest rate swap with key terms (principal amount, payment dates, repricing dates, currency) that match those of the debt on which it pays a fixed rate and receives a variable rate.

Impact of COVID-19

The COVID-19 pandemic has affected almost all countries of the world, and resulted in border closures, production stoppages, workplace closures, movement controls and other measures imposed by the various governments. The Group's significant operations are in Singapore and Australia, all of which have been affected by the spread of COVID-19 since 2020.

Set out below is the impact of COVID-19 on the Group's financial performance reflected in this set of financial statements for the year ended 31 December 2021:

- i. The Group has assessed that the going concern basis of preparation for this set of financial statements remains appropriate.
- ii. In 2021, border closures, construction stoppages and workplace closures have resulted in periods where the Group's operations were temporarily suspended to adhere to the respective governments' movement control measures. These have negatively impacted business activities on most operating segments in 2021, resulting in a negative impact on the Group's financial performance for 2021.
- iii. For building construction segment, the Group has incurred higher labour costs in order to complete the ongoing projects. The higher labour costs are due to a reduced supply of workers and an increase in overtime pay for more scheduled shift work in order to comply with safe distancing requirements. These additional costs have negatively impacted on the Group's performance in the construction segment (Note 32).
- iv. For PBSA segment, gradual opening of international borders in Australia had positively impacted the Group's performance, particularly in the valuations of its completed investment properties (see Note 32).
- v. The Group has considered the market conditions (including the impact of COVID-19) as at the balance sheet date, in making estimates and judgements on the recoverability of assets and provision for onerous contracts as at 31 December 2021. The significant estimates and judgement applied are disclosed in Notes 3(a) and 3(b).

As the COVID-19 pandemic continues to evolve, the Group continues to be impacted by the measures taken by Governments to combat the spread of the pandemic. If the situation persists beyond management's current expectations, the Group's assets may be subjected to write-downs in the subsequent periods.

2.2 Revenue

(a) Revenue from contracts with customers

(i) Construction contracts

The Group performs construction works for customers through fixed-price contracts. Contract revenue is recognised when the Group's performance creates or enhance an asset that the customer controls as the asset is created or enhanced.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.2 Revenue (continued)

(a) Revenue from contracts with customers (continued)

(i) Construction contracts (continued)

For these contracts, revenue is recognised over time by reference to the Group's progress towards completing the contract. The measure of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs for construction contract ("input method").

Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contract, there is no significant financing component present as the payment terms is an industry practice to protect the customers from the Group's failure to adequately complete some or all of its obligations under the contract. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

Estimates of revenue, costs or extent of progress towards completion are revised if circumstances change. Any resulting increases or decreases in estimated revenue or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known to management.

The customer is invoiced on a milestone payment schedule. If the value of the goods transferred by the Group exceed the payments, a contract asset is recognised. If the payments exceed the value of the goods transferred, a contract liability is recognised.

For costs incurred in fulfilling the contract which are within the scope of another SFRS(I) (e.g., Inventories), these have been accounted in accordance with those other SFRS(I). If these are not within the scope of another SFRS(I), the Group will capitalise these as contract costs assets only if (a) these costs relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue over time. An impairment loss is recognised in the profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

(ii) Revenue from sale of development properties

Revenue is recognised when the control over the property has been transferred to the customer. At contract inception, the Group assesses whether the Group transfers control of the property over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Group; and (b) the Group has an enforceable right to payment for performance completed to date.

Where the Group does not have enforceable right to payment, revenue is recognised only when the completed property is delivered to the customers and the customers have accepted it in accordance with the sales contract.

For development properties where the Group is restricted contractually from directing the properties for another use as they are being developed and has an enforceable right to payment for performance completed to date, revenue is recognised over time, based on the Group's efforts or inputs to the satisfaction of the performance obligation, by reference to the stage of completion of the properties.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.2 Revenue (continued)

(a) *Revenue from contracts with customers (continued)*

(ii) *Revenue from sale of development properties (continued)*

The stage of completion is measured by reference to the professional quantity surveyor's certification of value of work done-to-date. Management has determined that the input method provides a faithful depiction of the Group's performance in transferring control of the development properties to the customers.

Progress billings to the customers are based on a payment schedule in the contract and are typically triggered upon achievement of specified construction milestones. Payment is typically due within two weeks. A contract asset is recognised when the Group has performed under the contract but has not yet billed the customer. Conversely, a contract liability is recognised when the Group has not yet performed under the contract but has received advanced payments from the customer. Contract assets are transferred to receivables when the rights to consideration become unconditional. Contract liabilities are recognised as revenue as the Group performs under the contract.

For costs incurred in fulfilling the contract which are within the scope of another SFRS(I) (e.g. SFRS(I) 2 Inventories), these have been accounted for in accordance with those other SFRS(I). If these are not within the scope of another SFRS(I), the Group will capitalise these as contract costs assets only if the costs relate directly to the contract, generate or enhance resources used in satisfying the contract and are expected to be recovered. Other contract costs are expensed as incurred.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue. An impairment loss is recognised in profit or loss to the extent that the carrying amount of the capitalised contract costs exceeds the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the contract costs relates less the costs that relate directly to providing the goods and that have not been recognised as expenses.

The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contracts, the Group adjusts the promised amount of consideration for the effect of a financing component, if significant.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

(b) *Interest income*

Interest income, including income arising from other financial instruments, is recognised using the effective interest method.

(c) *Rental income*

Rental income from operating leases (net of any incentives given to the lessees) is recognised on a straight-line basis over the lease term.

(d) *Dividend income*

Dividend income is recognised when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be reliably measured.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.3 Government grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received, and the Group will comply with all the attached conditions.

Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately as other income.

Government grants relating to assets are deducted against the carrying amount of the assets.

2.4 Group accounting

(a) *Subsidiaries*

(i) *Consolidation*

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment indicator of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests comprise the portion of a subsidiary's net results of operations and its net assets, which is attributable to the interests that are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, statement of changes in equity and balance sheet. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

(ii) *Acquisitions*

The acquisition method of accounting is used to account for business combinations entered into by the Group.

The consideration transferred for the acquisition of a subsidiary or business comprises the fair value of the assets transferred, the liabilities incurred, and the equity interests issued by the Group. The consideration transferred also includes any contingent consideration arrangement and any pre-existing equity interest in the subsidiary measured at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.4 Group accounting (continued)

(a) *Subsidiaries (continued)*

(ii) *Acquisitions (continued)*

The excess of (a) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair value of the identifiable net assets acquired is recorded as goodwill.

(iii) *Disposals*

When a change in the Group's ownership interest in a subsidiary result in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained profits if required by a specific Standard.

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost, and its fair value is recognised in profit or loss.

Please refer to the paragraph "Investments in subsidiaries and associates" for the accounting policy on investments in subsidiaries in the separate financial statements of the Company.

(b) *Transactions with non-controlling interests*

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control over the subsidiary are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interest and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

(c) *Associates*

Associates are entities over which the Group has significant influence, but not control, generally accompanied by a shareholding giving rise to voting rights of 20% and above.

Investments in associates are accounted for in the consolidated financial statements using the equity method of accounting less impairment losses, if any.

(i) *Acquisitions*

Investments in associates are initially recognised at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued, or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Goodwill on associates represent the excess of the cost of acquisition of the associates over the Group's share of the fair value of the identifiable net assets of the associates are included in the carrying amount of the investments.

(ii) *Equity method of accounting*

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise Group's share of its associates' post-acquisition profits or losses of the investee in profit or loss and its share of movements in other comprehensive income of the investee's other comprehensive income. Dividends received or receivable from the associates are recognised as a reduction of the carrying amount of the investments. When the Group's share of losses in an associate equal to or exceeds its interest in the associates, the Group does not recognise further losses, unless it has legal or constructive obligations to make, or has made, payments on behalf of the associates.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.4 Group accounting (continued)

(c) *Associates (continued)*

(ii) *Equity method of accounting (continued)*

If the associates subsequently report profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised. Interest in an associate includes any long-term loans for which settlement is never planned nor likely to occur in the foreseeable future.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transactions provide evidence of impairment of the assets transferred. The accounting policies of associates are changed where necessary to ensure consistency with the accounting policies adopted by the Group.

(iii) *Disposals*

Investments in associates are derecognised when the Group loses significant influence. If the retained equity interest in the former associates is a financial asset, the retained equity interest is measured at fair value.

The difference between the carrying amount of the retained interest at the date when significant influence is lost, and its fair value and any proceeds on partial disposal, is recognised in profit or loss.

Please refer to the paragraph "Investments in subsidiaries and associates" for the accounting policy on investments in associates in the separate financial statements of the Company.

2.5 Property, plant and equipment

(a) *Measurement*

Freehold land and leasehold property are initially recognised at cost. Freehold land is subsequently carried at cost less accumulated impairment losses.

All other items of property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Cost also includes borrowing costs (refer to Note 2.6 on borrowing costs) and any fair value gains or losses on qualifying cash flow hedges of property, plant and equipment that are transferred from the hedging reserve.

(b) *Depreciation*

Freehold land and asset under construction are not depreciated. Depreciation on other items of property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	Useful lives
Leasehold property	Up to 13 years
Container office and furniture	5 years
Renovation and air-conditioners	5 years
Equipment and machinery	1 and 5 years
Motor vehicles	10 years
Computers	1 year

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.5 Property, plant and equipment (continued)

(b) *Depreciation (continued)*

The residual values estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at each balance sheet date. The effects of any revision are recognised in profit or loss when the changes arise.

An asset is depreciated when it is available for use until it is derecognised even if during that period the item is idle. Fully depreciated assets still in use are retained in the financial statements.

(c) *Subsequent expenditure*

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

(d) *Disposal*

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within “other gains and losses”.

2.6 Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method except for those costs that are directly attributable to the construction or development of property, plant and equipment or development properties. This includes those costs on borrowings acquired specifically for the construction or development of such properties, as well as those in relation to general borrowings used to finance the construction or development of such properties.

The actual borrowing costs incurred for construction or development of property, plant and equipment or development properties during the period up to the issuance of the temporary occupation permit less any investment income on temporary investment of these borrowings, are capitalised in the cost of the property under development. Borrowing costs on general borrowings are capitalised by applying a capitalisation rate to construction or development expenditures that are financed by general borrowings.

2.7 Investment properties

Investment properties include workers’ dormitory and PBSA that are held for long-term rental yields and/or for capital appreciation and right-of-use assets relating to leasehold land that is held for long-term capital appreciation or for a currently indeterminate use. Investment properties include properties that are being constructed or developed for future use as investment properties.

Investment properties are initially recognised at cost and subsequently carried at fair value, determined annually by independent professional valuers on the highest and best use basis. Changes in fair values are recognised in profit or loss.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is capitalised and the carrying amounts of the replaced components are recognised in profit or loss. The cost of maintenance, repairs and minor improvements is recognised in profit or loss when incurred.

On disposal of an investment property, the difference between the disposal proceeds and the carrying amount is recognised in profit or loss.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.8 Development properties

Development properties refer to properties developed for sale. Development properties that are unsold are carried at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less cost to complete the development and selling expenses.

2.9 Investments in subsidiaries and associates

Investments in subsidiaries and associates are carried at cost less accumulated impairment losses in the Company’s balance sheet. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2.10 Impairment of non-financial assets

Property, plant and equipment
Right-of-use assets
Investments in subsidiaries and associates

Property, plant and equipment, right-of-use assets and investments in subsidiaries and associates are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the cash generating unit (“CGU”) to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

For an asset, management assesses at the end of the reporting period whether there is any indication that an impairment recognised in prior periods may no longer exist or may have decreased. If any such indication exists, the recoverable amount of that asset is estimated and may result in a reversal of impairment loss. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss.

2.11 Financial assets

(a) *Classification and measurement*

The Group classifies its financial assets in the following measurement categories:

- Amortised cost; and
- Fair value through profit or loss (FVPL).

The classification depends on the Group’s business model for managing the financial assets as well as the contractual terms of the cash flows of the financial asset.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.11 Financial assets (continued)

(a) *Classification and measurement (continued)*

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

At initial recognition

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

At subsequent measurement

(i) *Debt instruments*

Debt instruments mainly comprise of cash and cash equivalents, trade and other receivables, listed and unlisted debt securities.

Subsequent measurement categories depend on the Group's business model for managing the asset and the cash flow characteristics of the asset:

- Amortised cost: Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.
- FVPL: Debt instruments that are held for trading as well as those that do not meet the criteria for classification as amortised cost or FVOCI are classified as FVPL. Movement in fair values and interest income is recognised in profit or loss in the period in which it arises and presented in "other gains and losses".

(ii) *Equity investments*

The Group subsequently measures all its equity investments at their fair values. Equity investments are classified as FVPL with movements in their fair values recognised in profit or loss in the period in which the changes arise and presented in "other gains and losses".

(b) *Impairment*

The Group assesses on a forward-looking basis the expected credit losses associated with its debt financial assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 30(b) details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables and contract assets, the Group applies the simplified approach permitted by the SFRS(I) 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(c) *Recognition and derecognition*

Regular way purchases and sales of financial assets are recognised on trade date - the date on which the Group commits to purchase or sell the asset.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.11 Financial assets (continued)

(c) *Recognition and derecognition (continued)*

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset is reclassified to profit or loss.

On disposal of an equity investment, the difference between the carrying amount and sales proceed is recognised in profit or loss if there was no election made to recognise fair value changes in other comprehensive income. If there was an election made, any difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income and transferred to retained profits along with the amount previously recognised in other comprehensive income relating to that asset.

2.12 Derivatives financial instruments and hedging activities

All derivatives are initially recognised and subsequently carried at fair value. Certain derivatives are entered into in order to hedge some transactions and all the strict hedging criteria prescribed by SFRS(I) 9 are not met. In those cases, even though the transaction has its economic and business rationale, hedge accounting cannot be applied. As a result, changes in the fair value of those derivatives are recognised directly in profit or loss and the hedged item follows normal accounting policies.

2.13 Financial guarantees

The Company has issued corporate guarantees to banks for bank borrowings of its subsidiaries. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiaries fail to make principal or interest payments when due in accordance with the terms of their borrowings. Intra-group transactions are eliminated on consolidation.

Financial guarantee contracts are initially measured at fair value plus transaction costs and subsequently measured at the higher of:

- (a) premium received on initial recognition less the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15; and
- (b) the amount of expected loss computed using the impairment methodology under SFRS(I) 9.

2.14 Borrowings

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the balance sheet date, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are derecognised when the obligation is discharged, cancelled or expired. The difference between the carrying amount and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.15 Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities.

Trade and other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2.16 Leases

(i) When the Group is the lessee

At the inception of the contract, the Group assesses if the contract contains a lease. A contract contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Reassessment is only required when the terms and conditions of the contract are changed.

- Right-of-use assets

The Group recognised a right-of-use asset and lease liability at the date which the underlying asset is available for use. Right-of-use assets are measured at cost which comprises the initial measurement of lease liabilities adjusted for any lease payments made at or before the commencement date and lease incentive received. Any initial direct costs that would not have been incurred if the lease had not been obtained are added to the carrying amount of the right-of-use assets.

This right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

Right-of-use assets (except for those which meets the definition of an investment property) are presented within "Property, plant and equipment".

Right-of-use assets which meets the definition of an investment property is presented within "Investment property" and accounted for in accordance with Note 2.7.

- Lease liabilities

The initial measurement of lease liability is measured at the present value of the lease payments discounted using the implicit rate in the lease, if the rate can be readily determined. If that rate cannot be readily determined, the Group shall use its incremental borrowing rate.

Lease payments include the following:

- Fixed payment (including in-substance fixed payments), less any lease incentives receivables;
- Variable lease payment that are based on an index or rate, initially measured using the index or rate as at the commencement date;
- Amount expected to be payable under residual value guarantees;
- The exercise price of a purchase option if is reasonably certain to exercise the option; and
- Payment of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

For a contract that contains both lease and non-lease components, the Group allocates the consideration to each lease component on the basis of the relative stand-alone prices of the lease and non-lease components. The Group has elected to not separate lease and non-lease components for property leases and account these as one single lease component.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.16 Leases (continued)

(i) When the Group is the lessee (continued)

- Lease liabilities (continued)

Lease liability is measured at amortised cost using the effective interest method. Lease liability shall be remeasured when:

- There is a change in future lease payments arising from changes in an index or rate;
- There is a change in the Group's assessment of whether it will exercise an extension option; or
- There is modification in the scope or the consideration of the lease that was not part of the original term.

Lease liability is remeasured with a corresponding adjustment to the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

- Short term and low value assets

The Group has elected to not recognised right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less and leases of low value leases, except for sublease arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

- Variable lease payments

Variable lease payments that are not based on an index or a rate are not included as part of the measurement and initial recognition of the lease liability. The Group shall recognise those lease payments in profit or loss in the periods that triggered those lease payments.

(ii) When the Group is the lessor

The Group leases investment properties under operating leases to non-related parties, where the Group retains substantially all risks and rewards incidental to ownership are classified as operating leases. Rental income from operating leases (net of any incentives given to the lessees) is recognised in profit or loss on a straight-line basis over the lease term.

Initial direct costs incurred by the Group in negotiating and arranging operating leases are added to the carrying amount of the leased assets and recognised as an expense in profit or loss over the lease term on the same basis as the lease income.

Contingent rents are recognised as income in profit or loss when earned.

For contract which contains lease and non-lease components, the Group allocates the consideration based on a relative stand-alone selling price basis.

2.17 Income taxes

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a tax authority will accept an uncertain tax treatment. The Group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.17 Income taxes (continued)

A deferred income tax liability is recognised on temporary differences arising on investments in subsidiaries and associates, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred income tax is measured:

- (i) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date; and
- (ii) based on the tax consequence that will follow from the manner in which the Group expects, at the balance sheet date, to recover or settle the assets and liabilities except for investment properties. Investment property measured at fair value is presumed to be recovered entirely through sale.

Current and deferred income taxes are recognised as income or expense in profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

2.18 Provisions

Provisions for reinstatement costs and legal claims are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

Other provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised in the statement of comprehensive income as finance expense.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise.

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

2.19 Employee compensation

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as the result of services rendered by employees up to the balance sheet date.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.20 Currency translation

(a) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollars, which is the functional currency of the Company.

(b) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in profit or loss. Monetary items include primary financial assets (other than equity investments), contract assets and financial liabilities.

When a foreign operation is disposed of or any loan forming part of the net investment of the foreign operation is repaid, a proportionate share of the accumulated currency translation differences is reclassified to profit or loss, as part of the gain or loss on disposal.

Foreign exchange gains and losses that relate to borrowings and all other foreign exchange gains and losses impacting profit or loss are presented in the income statement within "other gains and losses".

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

(c) Translation of Group entities' financial statements

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities are translated at the closing exchange rates at the reporting date;
- (ii) income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and
- (iii) all resulting currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal with loss of control of the foreign operation.

Fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and translated at the closing rates at the reporting date.

2.21 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the executive committee whose members are responsible for allocating resources and assessing performance of the operating segments.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

2. Significant accounting policies (continued)

2.22 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

2.23 Share capital and treasury shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

When any entity within the Group purchases the Company's ordinary shares ("treasury shares"), the carrying amount which includes the consideration paid and any directly attributable transaction cost is presented as a component within equity attributable to the Company's equity holders, until they are cancelled, sold or reissued.

When treasury shares are subsequently cancelled, the cost of treasury shares are deducted against the share capital account if the shares are purchased out of capital of the Company, or against the retained profits of the Company if the shares are purchased out of earnings of the Company.

When treasury shares are subsequently sold or reissued pursuant to an employee share option scheme, the cost of treasury shares is reversed from the treasury share account and the realised gain or loss on sale or reissue, net of any directly attributable incremental transaction costs and related income tax, is recognised in the capital reserve.

2.24 Dividends to Company's shareholders

Dividends to the Company's shareholders are recognised when the dividends are approved for payment.

3. Critical accounting estimates, assumptions and judgements

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Accounting for construction contracts

The Group has significant ongoing contracts to construct buildings. For these contracts, revenue is recognised over time by reference to the Group's progress towards completing the construction of the buildings. The measure of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs for the construction contract ("input method").

Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

Management has to estimate the total construction costs to complete to determine the Group's recognition of construction revenue. When it is probable that the total contract costs will exceed the total construction revenue, a provision for onerous contract is recognised immediately.

Significant judgement is required to estimate the total construction costs that will affect the measure of progress and consequently, revenue and profit margins recognised from construction contracts, including variations or claims recognised as contract revenue, and provision for liquidated damages. In making these estimates, management has relied on the expertise of the project teams to determine the progress of the construction and also on past experience of completed projects.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

3. Critical accounting estimates, assumptions and judgements (continued)

(a) Accounting for construction contracts (continued)

If the estimated total contract cost of on-going contracts to be incurred had been higher/lower by 5% from management's estimates, the Group's profit before tax would have been lower by \$3,518,000 (2020: \$8,289,000) and higher by \$3,671,000 (2020: \$6,357,000) respectively.

(b) Net realisable value of development properties

A review is made on development properties for decline in net realisable value below cost and an impairment is recorded against the development properties balance for any such decline. The review requires management to consider the future demand for the development properties. The determination of the estimated net realisable values of these development properties is critically dependent upon the Group's expectations of forecasted selling prices and estimated costs to develop these properties. The carrying amounts are disclosed in the note on development properties.

(c) Fair values of investment properties

The Group carries its investment properties at fair value with changes in fair value being recognised in the profit or loss. In determining fair values, the valuers have used valuation techniques which involve certain estimates. The key assumptions to determine the fair values of investment properties include discount rate, capitalisation rate, terminal yield and adjusted price per square metre.

Certain valuation reports as at 31 December 2021 contain a 'material valuation uncertainty' clause due to a reduction in comparable transactions and market evidence caused by the COVID-19 pandemic. This clause highlights that less certainty, and consequently a higher degree of caution, should be attached to the valuation as a result of COVID-19 pandemic. This represents a significant estimation uncertainty in relation to the valuation of these investment properties.

Management has assessed that the valuation methods and estimates are reflective of current market conditions. The carrying amount of investment properties and the key assumptions used to determine the fair values of the investment properties are disclosed in Note 17. If the fair values of investment properties decrease/increase by 1% from management's estimates, profit after tax and net assets of the Group will decrease/increase by \$8,774,000.

(d) Uncertain tax positions

The Group is subject to income taxes in numerous jurisdictions. In determining the income tax liabilities, management has estimated the amount of capital allowances and the deductibility of certain expenses ("uncertain tax positions") at each tax jurisdiction.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

4. Revenue

	Group	
	2021 \$'000	2020 \$'000
Rental income	36,620	55,515
Revenue from contracts with customers		
– Building construction	135,450	97,204
– Property development	26,594	37,226
– Fund management	1,711	–
	163,755	134,430
Total revenue	200,375	189,945

(a) Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of services at point in time and over time in Singapore.

	At a point in time \$'000	Over time \$'000	Total \$'000
2021			
Revenue from contracts with customers			
Building construction			
– Singapore	–	135,450	135,450
Property development			
– Singapore	26,594	–	26,594
Fund management			
– Singapore	898	–	898
– Australia	813	–	813
	28,305	135,450	163,755
2020			
Revenue from contracts with customers			
Building construction			
– Singapore	–	97,204	97,204
Property development			
– Singapore	26,133	–	26,133
– Australia	11,093	–	11,093
	37,226	97,204	134,430

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

4. Revenue (continued)

(b) Contract assets and liabilities

	Group		
	31 December 2021 \$'000	2020 \$'000	1 January 2020 \$'000
Contract assets			
– Construction of buildings	41,112	38,566	38,320
Total contract assets	41,112	38,566	38,320
Contract liabilities			
– Construction of buildings	(16,114)	(22,753)	(27,256)
– Sale of development properties	(7,028)	–	(1,796)
Total contract liabilities	(23,142)	(22,753)	(29,052)

Contract assets relate to construction of buildings contracts. The contract assets balance increased as the Group provided more services and transferred more goods ahead of the agreed payment schedules.

Contract liabilities for construction of buildings contracts and sales of development properties have increased due to more contracts in which the Group billed and received consideration ahead of the provision of services.

(i) Revenue recognised in relation to contract liabilities

	Group	
	2021 \$'000	2020 \$'000
Revenue recognised in current period that was included in the contract liability balance at the beginning of the period		
– Construction of buildings	22,753	27,256
– Sale of development properties	–	1,796

(ii) Unsatisfied performance obligations

	Group	
	2021 \$'000	2020 \$'000
Aggregate amount of the transaction price allocated to contracts that are partially or fully unsatisfied as at 31 December		
– Construction of buildings	138,400	251,819

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

4. Revenue (continued)

(b) Contract assets and liabilities (continued)

Management expects that transaction price allocated to the unsatisfied performance obligations as of 31 December 2021 and 2020 may be recognised as revenue in the next reporting period as follows:

	Group			
	2021 \$'000	2022 \$'000	2023 \$'000	Total \$'000
Partial and fully unsatisfied performance obligations as at:				
31 December 2021	–	127,615	10,785	138,400
31 December 2020	208,139	43,680	–	251,819

The amount disclosed above does not include variable consideration which is subject to significant risk of reversal.

As permitted under the SFRS(I) 15, the aggregated transaction price allocated to unsatisfied contracts of periods one year or less, or are billed based on time incurred, is not disclosed.

(c) Trade receivables from contracts with customers

	Group		
	31 December	2020	1 January
	2021 \$'000	2020 \$'000	2020 \$'000
<i>Current assets</i>			
Trade receivables from contracts with customers	18,086	9,855	20,260
Less: Loss allowance	(20)	(6)	(3)
	18,066	9,849	20,257

5. Expenses by nature

	Group	
	2021 \$'000	2020 \$'000
	(Restated)	
Purchase of inventories and construction materials	145,271	89,162
Cleaning, repair and maintenance	428	500
Cost of development properties sold (Note 12)	17,493	21,789
Depreciation of property, plant and equipment (Note 16)	1,843	2,034
Distribution and marketing expenses	3,123	772
Employee compensation (Note 8)	29,168	24,905
Lease expenses	2,165	762
Legal and professional fee	3,165	4,405
Office expenses	1,373	2,337
Property operating expense	14,910	20,503
Property and related tax	928	755
Other expenses	44	–
Total cost of sales, distribution and marketing and administrative expenses	219,911	167,924

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

6. Other income

	Group	
	2021 \$'000	2020 \$'000
	(Restated)	
Government grant income		
– Job Support Scheme	599	3,150
– Property tax rebate	–	386
– Foreign Worker Levy waivers and rebates	420	1,763
– Construction Restart Booster	–	1,478
– Rent concessions	–	4,570
– Extension of time and prolongation cost	776	–
– Others	134	213
	1,929	11,560
Less: Government grant expense	(185)	(1,118)
	1,744	10,442
Ancillary income	685	959
Rental income	3,301	3,468
Others	1,255	309
	6,985	15,178

The Jobs Support Scheme is a temporary scheme introduced in the Singapore Budget 2020 to help enterprises retain local employees. The scheme had been extended up to 2021 by the Government under the Jobs Support Scheme, employers will receive cash grants in relation to the gross monthly wages of eligible employees.

As part of the Solidarity Budget announced on 6 April 2020, the Singapore Government provided business employers who hire foreign workers on work permits and S-passes with Foreign Worker Levy (“FWL”) waivers and FWL rebates to ease the labour costs of such firms during the circuit breaker period. The FWL waiver and FWL rebate were extended and enhanced subsequently in the Fortitude Budget announced on 26 May 2020 and in the Ministry of Manpower (“MOM”) Press Releases announced on 23 April 2020, 27 June 2020 and 1 August 2020 respectively. For businesses that were not allowed to resume operations from June 2020, FWL waiver and FWL rebate will be provided up to July 2020. For businesses in the Construction, Marine Shipyard, and Process (“CMP”) sectors, FWL waiver will be provided for foreign worker levies that are due up to December 2020 and FWL rebate will be provided until December 2021.

The COVID-19 (Temporary Measures) (Amendment No. 3) Act 2020 provides more support and ensure that no single stakeholder bears an undue share of the burden imposed by the COVID-19 pandemic. As informed in BCA's circular on “Commencement of COVID-19 (Temporary Measures) Act [“COTMA”] 2020 – Part 8A and Part 8B” dated 30 November 2020, the Government will continue to co-share the depreciation of contractor-owned equipment on an ex-gratia basis as part of the prolongation costs notwithstanding that such costs incurred are not part of the qualifying costs under COTMA Part 8B.

The Government has announced that it will provide support under the Fortitude Budget to co-share additional costs incurred by contractors. As part of this support measure, government agencies shall co-share, on an ex-gratia basis, 50% of the prolongation costs for project delays due to the Circuit Breaker (“CB”), Extended CB and till approval to restart works is obtained, capped at 1.8% of the awarded contract sum.

Government grant expense relates to the property tax rebates received from the Singapore Government that were transferred to tenants in the form of rent rebates during the year and rental waivers provided to eligible tenants as part of the qualifying conditions of the cash grant.

Rental income relates to rental income on the Group's development properties under the Rent-To-Own (“RTO”) scheme.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

7. Other gains and losses

	Group	
	2021	2020
	\$'000	\$'000
	(Restated)	
Fair value (losses)/gains		
– Financial assets at FVPL	(21)	45
– Derivative financial instruments	1,873	(2,716)
Reversal of/(impairment losses) on property, plant and equipment	453	(453)
Currency exchange (losses)/gains	(11,309)	24,467
Losses on disposal of financial assets, at FVPL	(24)	(60)
Gain on disposal of property, plant and equipment	4	–
	(9,024)	21,283

Currency exchange (losses)/gains relate mainly to financial assets.

8. Employee compensation

	Group	
	2021	2020
	\$'000	\$'000
Short-term employee compensation	27,768	23,502
Employer's contributions to defined contribution plan	1,400	1,403
	29,168	24,905

Employee compensation includes Directors' remuneration, which is separately disclosed in Note 31(b).

9. Finance expenses

	Group	
	2021	2020
	\$'000	\$'000
	(Restated)	
Interest expense		
– Bank borrowings	11,223	9,152
– Related parties' loans	6,580	4,283
– Lease liabilities	433	2,688
– Others	–	733
Less: Amounts capitalised in		
– Development property	(2,060)	(2,535)
– Property, plant and equipment	–	(271)
Amount recognised in profit or loss	16,176	14,050

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

10. Income taxes

(a) Income tax expense

	Group	
	2021	2020
	\$'000	\$'000
	(Restated)	
Tax expense attributable to profit is made up of:		
– Profit for the financial year		
Current income tax		
– Singapore	2,808	5,177
Current withholding tax		
– Foreign	511	669
Deferred income tax (Note 22)	12,771	(2,031)
– Over provision in prior financial years		
Current income tax	(590)	(1,238)
Tax expense	15,500	2,577

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	Group	
	2021	2020
	\$'000	\$'000
	(Restated)	
Profit before tax	29,957	14,761
Less: Share of profit of associates (Note 21)	(2,546)	(11,133)
Profit before tax and share of profit of associates	27,411	3,628
Income tax expense at 17% (2020: 17%)	4,660	617
Different tax rates in other countries	(1,325)	1,084
Withholding tax	511	669
Income not subject to tax	(982)	(4,628)
Expenses not deductible for tax purposes	6,886	4,494
Tax incentives	(111)	(300)
Over provision in prior financial years	(590)	(1,238)
Deferred tax unrecognised	6,451	1,879
Tax charge	15,500	2,577

The Group had unrecognised tax losses of \$58,775,000 (2020: \$15,459,000) at the balance sheet date which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements by those companies with unrecognised tax losses in their respective countries of incorporation. The unrecognised tax losses have no expiry.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

10. Income taxes (continued)

(b) Movement in current income tax liabilities

	Group	
	2021 \$'000	2020 \$'000
	(Restated)	
Beginning of financial year	7,888	7,346
Income tax paid	(7,845)	(3,397)
Tax expense	2,808	5,177
Over under provision in prior financial years	(590)	(1,238)
End of financial year	2,261	7,888

11. Earnings per share

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

At the balance sheet date, the basic earnings per share and diluted earnings per share are the same as the Company has no dilutive potential ordinary shares.

	2021	2020
	(Restated)	
Net profit attributable to equity holders of the Company (\$'000)	662	24,731
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	919,245	919,245
Basic and diluted earnings per share (cent per share)	0.07	2.69

12. Development properties

	Group	
	2021 \$'000	2020 \$'000
Property held for sale	36,945	54,343
Properties held for sale in the process of development	159,352	156,566
	196,297	210,909

The cost of development property held for sale recognised as an expense and included in "Cost of sales" is \$17,493,000 (2020: \$21,789,000).

Development properties amounting to \$148,944,000 (2020: \$164,085,000) are mortgaged for credit facilities granted to the Group.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

13. Trade and other receivables

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
<i>Current</i>				
<i>Trade receivables:</i>				
– Non-related parties	17,196	13,223	15	3
– An associate	1,722	–	–	–
– Subsidiaries	–	–	6,497	5,962
Contract assets (Note 4(b))	41,112	38,566	–	–
Less: Loss allowance (Note 30(b))	(20)	(6)	–	–
	60,010	51,783	6,512	5,965
<i>Other receivables:</i>				
– Non-related parties	14,997	11,449	31	50
– Related parties	176	5	3	–
Deposits to secure services	4,844	6,253	–	–
Prepayments	2,916	2,708	46	26
	22,933	20,415	80	76
<i>Loan receivables:</i>				
– Associates	38,086	35,568	–	–
– Subsidiaries	–	–	16,991	34,458
– Non-related party	21,112	17,125	18,881	14,983
	59,198	52,693	35,872	49,441
	142,141	124,891	42,464	55,482
<i>Non-Current</i>				
<i>Trade receivable:</i>				
– Non-related parties	–	10,726	–	–
– Deposits	533	–	–	–
– Prepayments	955	–	955	–
<i>Loan receivables:</i>				
– Subsidiaries	–	–	63,492	258,529
Less: Loss allowance (Note 30(b))	–	–	(1,200)	–
	1,488	10,726	63,247	258,529
Total trade and other receivables	143,629	135,617	105,711	314,011

Current receivables from non-related parties, related parties and loan to subsidiaries are unsecured, interest free and repayable upon demand.

The current loan receivables from a non-related party is secured on land held by the borrower, includes interest receivable of \$4,435,000 and bears a fixed interest rate of 12% to 25% per annum.

The current loan receivables from associates are unsecured and interest free. The fair values of loan receivables from associates approximate its carrying values. Included in this is loan receivables from an associate of \$38,083,000 (2020: \$35,568,000), obtained mainly to finance a development project. Management expects it to be repaid in 2022. The fair values of loan receivables due from an associate was computed based on cash flow discounted at market borrowing rate of 3.56% per annum. The fair value was within level 2 of the fair value hierarchy.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

13. Trade and other receivables (continued)

The non-current trade receivables in the prior year are unsecured and interest free. The fair value of the non-current trade receivables in the prior year approximates its carrying value, and is computed based on cash flow discounted at market borrowing rate of 3.56% per annum. The fair value is within level 2 of the fair value hierarchy.

The non-current loan receivables from subsidiaries are unsecured, interest free and will not be repayable within the next 12 months. The fair value of the non-current loan receivables approximates its carrying value. The fair value is within level 2 of the fair value hierarchy.

In November 2021, the interest free loan receivables due from a subsidiary amounting to \$204,772,000 was converted into 6,888,157 units of the subsidiary at A\$30.40 per unit (Note 20).

14. Financial assets, at FVPL

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
<u>Current</u>				
Beginning of financial year	3,056	4,571	3,056	4,571
Fair value (losses)/gains (Note 7)	(21)	45	(21)	45
Disposals	(1,274)	(1,560)	(1,274)	(1,560)
	1,761	3,056	1,761	3,056
<u>Non-Current</u>				
Beginning of financial year	5,520	3,480	5,520	3,480
Additions	4,608	2,040	–	2,040
Currency translation differences	32	–	–	–
	10,160	5,520	5,520	5,520
End of financial year	11,921	8,576	7,281	8,576

The information below gives a summary of the significant geographical concentrations within the investment portfolio including Level 1 and Level 3 (Note 30(e)) securities:

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
A1. Quoted bonds in corporations with variable rates from 3.16% to 4.88% (2020: 3.15% to 4.88%) per annum				
<u>Based on Country</u>				
Germany	501	505	501	505
Hong Kong	–	255	–	255
Singapore	1,260	2,296	1,260	2,296
	1,761	3,056	1,761	3,056

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

14. Financial assets, at FVPL (continued)

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
A2. Unquoted equity and convertible note investment in corporations and fund of fund investments				
<u>Based on Country</u>				
Singapore	6,292	5,520	5,520	5,520
Australia	1,907	–	–	–
United States of America	406	–	–	–
Cayman Islands	1,555	–	–	–
	10,160	5,520	5,520	5,520
	11,921	8,576	7,281	8,576

15. Cash and cash equivalents

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Cash at bank and on hands	51,152	102,731	10,439	50,377
Short term bank deposits	2,278	2,365	–	–
	53,430	105,096	10,439	50,377

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

	Group	
	2021 \$'000	2020 \$'000
Cash and bank balances (as above)	53,430	105,096
Less: Bank deposit pledged	–	(46,694)
Cash and cash equivalents per consolidated statement of cashflows	53,430	58,402

Bank deposit was pledged as security granted for bank borrowings (Note 25).

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

16. Property, plant and equipment

	Leasehold property	Freehold land	Container office and furniture	Renovation and air-conditioners	Equipment and machinery	Motor vehicles	Computers	Asset under construction	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Group									
2021									
<i>Cost</i>									
Beginning of financial year	22,028	15,453	3,251	1,346	4,008	888	2,753	353	50,080
Additions	-	-	21	4	229	34	355	67	710
Disposal/Written off	-	-	-	-	(63)	-	-	-	(63)
Currency translation differences	-	-	-	(4)	(1)	-	(9)	(1)	(15)
End of financial year	22,028	15,453	3,272	1,346	4,173	922	3,099	419	50,712
<i>Accumulated depreciation and impairment losses</i>									
Beginning of financial year	4,913	453	3,207	1,214	3,770	585	2,711	-	16,853
Depreciation charge	1,397	-	20	34	137	63	192	-	1,843
Disposal/Written off	-	-	-	-	(63)	-	-	-	(63)
Reversal of impairment loss	-	(453)	-	-	-	-	-	-	(453)
Currency translation differences	-	-	-	(1)	-	-	(8)	-	(9)
End of financial year	6,310	-	3,227	1,247	3,844	648	2,895	-	18,171
Net book value									
End of financial year	15,718	15,453	45	99	329	274	204	419	32,541
2020									
<i>Cost</i>									
Beginning of financial year	7,124	15,453	3,236	1,249	3,872	888	2,507	13,342	47,671
Additions	1,974	-	13	93	117	-	180	11	2,388
Transfer	12,930	-	-	-	18	-	52	(13,000)	-
Currency translation differences	-	-	2	4	1	-	14	-	21
End of financial year	22,028	15,453	3,251	1,346	4,008	888	2,753	353	50,080
<i>Accumulated depreciation and impairment losses</i>									
Beginning of financial year	3,583	-	3,169	1,193	3,501	502	2,406	-	14,354
Depreciation charge	1,330	-	38	21	269	83	293	-	2,034
Impairment loss	-	453	-	-	-	-	-	-	453
Currency translation differences	-	-	-	-	-	-	12	-	12
End of financial year	4,913	453	3,207	1,214	3,770	585	2,711	-	16,853
Net book value									
End of financial year	17,115	15,000	44	132	238	303	42	353	33,227

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

16. Property, plant and equipment (continued)

Company	Leasehold property	Equipment	Furniture	Computers	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
2021					
<i>Cost</i>					
Beginning of financial year	968	3	5	5	981
Additions	-	-	-	2	2
End of financial year	968	3	5	7	983
<i>Accumulated depreciation</i>					
Beginning of financial year	161	2	3	5	171
Depreciation charge	161	1	1	2	165
End of financial year	322	3	4	7	336
Net book value					
End of financial year	646	-	1	-	647
2020					
<i>Cost</i>					
Beginning of financial year	-	-	5	5	10
Additions	968	3	-	-	971
End of financial year	968	3	5	5	981
<i>Accumulated depreciation</i>					
Beginning of financial year	-	-	2	5	7
Depreciation charge	161	2	1	-	164
End of financial year	161	2	3	5	171
Net book value					
End of financial year	807	1	2	-	810

- (a) Right-of-use of assets acquired under leasing arrangements are presented together with the owned assets of the same class. Details of such leased assets are disclosed in Note 18(a).
- (b) Bank borrowings are secured on property, plant and equipment of the Group with carrying amount of \$28,804,000 (2020: \$29,164,000) (Note 25).
- (c) At the balance sheet date, the details of the Group's freehold land are as follows:

Property name	Tenure	Location	Description/existing use
Wee Hur Building	Freehold	39 Kim Keat Road & 1/A/B Lorong Ampas Singapore 328814 & 328775	Office building

For the purpose of impairment assessment, the recoverable amount of freehold land is determined based on the fair value less cost to sale of the freehold land. The following table presents the valuation technique and key input that were used to determine the recoverable amount of freehold land categorised under Level 3 of the fair value hierarchy:

Property name	Fair value at 31 December 2021	Valuation technique	Unobservable input
Wee Hur Building	\$15,600,000 (2020: \$15,000,000)	Direct comparison	Market value per square meter

Arising from this assessment, a reversal of impairment loss of \$453,000 (2020: impairment loss of \$453,000) was recognised.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

17. Investment properties

	Group	
	2021 \$'000	2020 \$'000
	(Restated)	
Beginning of financial year	746,508	578,536
Additions	99,968	164,028
Currency translation differences	(28,690)	46,629
Net fair value gains/(losses) recognised in profit or loss	59,660	(42,685)
End of financial year	877,446	746,508

As at 31 December 2021, investment properties with carrying amount of \$731,314,000 (2020: \$525,330,000) related to PBSA in Australia are mortgaged to secure bank loans.

The following amounts are recognised in profit or loss in respect of the investment properties:

	Group	
	2021 \$'000	2020 \$'000
	(Restated)	
Rental income	36,595	55,492
Direct operating expenses arising from:		
- Investment properties that generate rental income	(13,857)	(20,482)
- Investment properties that do not generate rental income	(1,039)	(50)

Reconciliation of fair value measurement to valuation report

	Group	
	2021 \$'000	2020 \$'000
Fair value of investment properties based on valuation report	809,919	671,143
Add: Carrying amount of lease liabilities	67,527	75,365
Carrying amount of investment properties	877,446	746,508

At the balance sheet date, the details of the Group's investment properties are as follows:

Property name/description	Tenure	Location
<u>Workers' dormitories - Singapore</u>		
Tuas View Dormitory	Leasehold 10 years from 1 November 2013	70 Tuas South Ave 1, Singapore
Pioneer Lodge ^(a)	Leasehold 9 years from 1 October 2019	Soon Lee Road, Singapore

- (a) The construction of Pioneer Lodge was suspended since April 2020 due to local restrictions imposed and the change in design under the improved standards of new dormitories because of the COVID-19 pandemic. For the purpose of fair valuation, the Group has performed an internal valuation based on the discounted cash flow ("DCF") approach. The DCF approach is based on an analysis of the cash flows of rental revenue with provision for appropriate growth rates and inflation rates over the period of the remaining lease terms. Under this approach, uncertainties about future outcomes are reflected through probability-weighted cash flow scenarios and also considering different land lease periods and various land rental arrangements. The use of the DCF approach also aligns with the management's internal forecasts. The fair value is within level 3 of the fair value hierarchy. The key assumptions to which the recoverable amount is most sensitive to is the discount rate used of 7.50%.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

17. Investment properties (continued)

Property name/description	Tenure	Location
<u>PBSA - Australia</u>		
UniLodge Park Central ^(b)	Freehold	8 Gillingham Street, Woolloongabba, Brisbane, Australia
UniLodge City Gardens ^(b)	Freehold	105 Gray Street, Adelaide, Australia
Y Suites on Waymouth ^(b)	Freehold	128 Waymouth Street, Adelaide, Australia
Y Suites on A'Beckett ^(b)	Freehold	183 - 189 A'Beckett Street, Melbourne, Australia
Y Suites on Gibbons ^(b)	Freehold	13 - 23 Gibbons Street, Redfern, Sydney, Australia
Y Suites on Regent ^(b)	Freehold	90 - 102 Regent Street, Redfern, Sydney, Australia
Y Suites on Moore ^(b)	Leasehold 99-Years	7 - 9 Moore Street, Canberra, Australia

- (b) The valuation reports for these properties have included a material valuation uncertainty clause. This clause highlights that less certainty, and consequently a higher degree of caution, should be attached to the valuation as a result of COVID-19 pandemic. This represents a significant estimation uncertainty in relation to the valuation of these investment properties.

Fair value hierarchy – Recurring fair value measurements

Description	Fair value measurements using		
	Quoted prices in active markets for identical assets (Level 1) \$'000	Significant other observable inputs (Level 2) \$'000	Significant unobservable inputs (Level 3) \$'000
31 December 2021			
- Workers' dormitories - Singapore	–	–	95,451
- PBSA - Australia	–	–	781,995
31 December 2020			
- Workers' dormitories - Singapore	–	–	96,396
- PBSA - Australia	–	–	650,112

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

17. Investment properties (continued)

Valuation techniques and inputs used in Level 3 fair value measurements

The following table presents the valuation techniques and key inputs that were used to determine the fair value of investment properties categorised under Level 3 of the fair value hierarchy:

Description	Fair value at 31 December 2021	Valuation technique	Unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value	
Workers' dormitories - Singapore	\$27,924,000 (2020: \$21,031,000)	Discounted cash flow	Discount rate	7.50% – 11.00% (2020: 7.50% - 10.00%)	The higher the discount rate, the lower the fair value.	
PBSA - Australia	\$781,995,000 (2020: \$650,112,000)	Discounted cash flow	Discount rate	7.50% – 8.25% (2020: 8.86% - 10.44%)	The higher the discount rate, the lower the fair value.	
			Terminal yield	5.50% – 6.75% (2020: 6.25% – 7.75%)	The higher the terminal yield, the lower the fair value.	
			Direct comparison	Adjusted price per square metre	\$1,500 – \$4,800 psm (2020: Not applicable)	The higher the adjusted price per square metre, the higher the fair value.
			Income capitalisation	Capitalisation rate	5.25% – 6.25% (2020: Not applicable)	The higher the capitalisation rate, the lower the fair value.

There were no significant inter-relationships between unobservable inputs.

Valuation process of the Group

The Group engages external, independent and qualified valuers to determine the fair value of the Group's investment properties at the end of every financial year based on the properties' highest and best use. As at 31 December 2021, the fair values of the properties were determined by SRE Global Pte Ltd, CIVAS (NSW) Pty Ltd trading as Colliers International and CBRE Valuations Pty Limited.

As at 31 December 2020, the fair values of the properties were determined by SRE Global Pte Ltd, Savills Valuations Pty Ltd and CBRE Valuations Pty Limited.

Discounted cash flow approach involves the discounting of future net income flows at an appropriate required rate of return applicable to that class of property to obtain the net present value. The net income is derived by deducting from the gross income, outgoings such as operating expenses, lease payments and property tax, and after making allowances for vacancies.

Direct comparison approach involves using the values of sale prices of comparable properties and comparing it directly to the subject property. Adjustments are made for differences in the attributes of the properties including location, size, age, accessibility, zoning, development approval status, dates of transactions and prevailing market conditions. The most significant input into this valuation approach is the adjusted price per square metre.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

17. Investment properties (continued)

Valuation process of the Group (continued)

Income capitalisation approach involves capitalising the net income at an appropriate capitalisation rate to arrive at the fair value. The net income is derived by deducting outgoings such as operating expenses, lease payments and property tax, and after making allowances for vacancies from gross rentals and other income.

18. Leases – The Group as a lessee

Nature of the Group's leasing activities

Leasehold property

The Group leases land and building from a non-related party. The right-of-use of the land and building is classified as Property, plant and equipment (Note 16).

Leasehold land

The Group also makes annual lease payments for leasehold land. The right-of-use of the land is classified as investment properties (Note 17).

(a) Carrying amounts

ROU assets classified within Property, plant and equipment

	2021 \$'000	2020 \$'000
Leasehold property	366	457

ROU assets classified within Investment properties

The right-of-use assets of \$81,953,000 (2020: \$81,953,000) relating to the leasehold land presented under Investment properties are stated at fair value.

(b) Depreciation charge during the year

	2021 \$'000	2020 \$'000
		(Restated)
Property, plant and equipment	91	91

(c) Interest expense

	2021 \$'000	2020 \$'000
		(Restated)
Interest expense on lease liabilities	433	2,688

(d) Total cash outflow for all the leases in 2021 was \$8,358,000 (2020: \$13,511,000).

(e) No addition of ROU assets during the financial year 2021 (2020: \$18,540,000).

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

19. Leases – The Group as a lessor

Nature of the Group's leasing activities – Group as a lessor

The Group has leased out office space, commercial spaces, workers' dormitories and PBSA under operating leases to related and non-related parties for monthly lease payment. Where considered necessary to reduce credit risk, the Group may collect deposits or obtain bank guarantees for the term of the lease.

The Group is exposed to changes in the residual value of properties at the end of current lease agreements. The residual value risk born by the Group is mitigated by active management of its property portfolio with the objective of optimising tenant mix in order to:

- achieve the longest weighted average lease term possible;
- minimise vacancy rates across all properties; and
- minimise the turnover of tenants with high quality credit ratings.

The Group also grant lease incentives to encourage high quality tenants to remain in properties for longer lease terms. In the case of anchor tenants, this also attracts other tenants to the property thereby contributing to overall occupancy levels.

Lease agreements may include a clause requiring the tenant to reinstate the leased space to its original state when the lease expires, and the tenant decides not to renew the lease agreement. This contributes to the maintenance of the property and allows for the space to be re-let quickly once a tenant has departed. In addition, the Group has an annual capitalised expenditure plan reviewed at least semi-annually to keep properties in line with market standards.

These leases are classified as an operating lease because the risk and rewards incidental to ownership of the assets are not substantially transferred.

Rental income from operating lease is disclosed in Note 4.

Undiscounted lease payments from the operating leases to be received after the reporting date are as follows:

	2021 \$'000	2020 \$'000
Less than one year	29,689	27,460
One to two years	2,714	2,927
Two to three years	435	248
Three to four years	181	223
Four to five years	173	223
After five years	301	453
Total undiscounted lease payment	33,493	31,534

20. Investment in subsidiaries

	Company	
	2021 \$'000	2020 \$'000
Equity investments at cost		
Beginning of financial year	58,150	58,150
Additions	239,773	–
Impairment loss	(28,500)	–
End of financial year	269,423	58,150

Included in additions of \$239,773,000 is an interest free loan receivable due from a subsidiary amounting to \$204,772,000 (Note 13), that was stapled in proportion to the units subscribed to Wee Hur PBSA Master Trust. This interest free loan was converted into 6,888,157 units of the subsidiary at A\$30.40 per unit in November 2021.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

20. Investment in subsidiaries (continued)

Impairment testing of investment in subsidiaries

For the financial year ended 31 December 2021, an impairment assessment was carried out for investment in Wee Hur Construction Pte. Ltd. and Wee Hur Dormitory Pte. Ltd. as indicators of impairment for these investments were identified during the financial year. The recoverable amounts of the subsidiaries were primarily estimated based on the net asset value of the investee companies as the carrying values of financial assets and liabilities of the investee companies approximate their fair values. The higher the net asset value of the investee companies, the lower the impairment loss.

The Group has the following subsidiaries as at 31 December 2021 and 2020:

Name of subsidiaries	Principal activities	Country of business/ incorporation	Effective percentage of equity held by Group	
			2021 %	2020 %
<u>Held by the Company</u>				
Wee Hur Construction Pte. Ltd.	General building and civil engineering construction	Singapore	100	100
Wee Hur Development Pte. Ltd.	Investment holding	Singapore	100	100
Wee Hur Dormitory Pte. Ltd.	Investment holding	Singapore	100	100
Wee Hur International Pte. Ltd.	Investment holding	Singapore	100	100
Wee Hur Capital Pte. Ltd.	Fund management	Singapore	100	100
Wee Hur PBSA Master Trust	Investment holding	Singapore	60	60
Wee Hur Hospitality Pte. Ltd.	Leasing of non-financial intangible assets (e.g., patents, trademarks, brand names etc)	Singapore	100	100
KK39 Ventures Pte. Ltd. (Incorporated on 14 April 2021)	Venture capital	Singapore	100	–
<u>Held through Wee Hur Hospitality Pte. Ltd.</u>				
Y Suites Australia Pty Ltd ^{#a & #c} (Incorporated on 5 August 2021)	Non-residential property operator	Australia	100	–
Registered business names in Australia: Y Suites on A'Beckett Y Suites on Gibbons Y Suites on Gray Y Suites on Margaret Y Suites on Moore Y Suites on Regent Y Suites on Waymouth Y Suites Park Central	Property management for student accommodation and hospitality			

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

20. Investment in subsidiaries (continued)

The Group has the following subsidiaries as at 31 December 2021 and 2020 (continued):

Name of subsidiaries	Principal activities	Country of business/ incorporation	Effective percentage of equity held by Group	
			2021 %	2020 %
<u>Held through Wee Hur Development Pte. Ltd.</u>				
Wee Hur (Woodlands) Pte. Ltd. ^{#c} (Struck off on 6 September 2021)	Property development	Singapore	–	100
Wee Hur (Paya Lebar) Pte. Ltd. ^{#c} (Struck off on 6 September 2021)	Property development	Singapore	–	100
Wee Hur (Kim Keat) Pte. Ltd.	Property development	Singapore	100	100
Wee Hur (Kaki Bukit) Pte. Ltd.	Property development	Singapore	60	60
Wee Hur (Punggol Central) Pte. Ltd.	Property development	Singapore	65	65
Wee Hur (Woodlands 12) Pte. Ltd.	Property development	Singapore	60	60
Wee Hur (Bartley) Pte. Ltd.	Property development	Singapore	75	75
<u>Held through Wee Hur International Pte. Ltd.</u>				
Wee Hur Australia Pte. Ltd.	Investment holding	Singapore	100	100
<u>Held through Wee Hur (Australia) Pte. Ltd.</u>				
Wee Hur (Buranda 2) Pty Ltd ^{#a & #b}	Property development	Australia	100	100
Wee Hur (Buranda 3) Pty Ltd ^{#a & #c} (Deregistered on 10 February 2022)	Property development	Australia	100	100
Wee Hur (Ann Street) Pty Ltd ^{#a & #b}	Investment property	Australia	100	100
<u>Held through Wee Hur PBSA Master Trust</u>				
Wee Hur PBSA (Australia) Pte. Ltd.	Investment holding	Singapore	100	100
WH PBSA Trust ^{#a & #b}	Investment holding	Australia	100	100
<u>Held through WH PBSA Trust</u>				
WH Buranda Trust ^{#a & #b}	Build and operate student accommodation	Australia	100	100
WH Gray Street Trust ^{#a & #b}	Build and operate student accommodation	Australia	100	100
WH Abeckett Trust ^{#a & #b}	Build and operate student accommodation	Australia	100	100
WH Gibbons Trust ^{#a & #b}	Build and operate student accommodation	Australia	100	100

Notes to The Financial Statements

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20. Investment in subsidiaries (continued)

The Group has the following subsidiaries as at 31 December 2021 and 2020 (continued):

Name of subsidiaries	Principal activities	Country of business/ incorporation	Effective percentage of equity held by Group	
			2021 %	2020 %
<u>Held through WH PBSA Trust (continued)</u>				
WH Waymouth Trust ^{#a & #b}	Build and operate student accommodation	Australia	100	100
WH Regent Trust ^{#a & #b}	Build and operate student accommodation	Australia	100	100
WH Moore Trust ^{#a & #b}	Build and operate student accommodation	Australia	100	100
<u>Held through Wee Hur Dormitory Pte. Ltd.</u>				
Active System Engineering Pte. Ltd.	Build and operate workers' dormitories	Singapore	60	60
Active System Development Pte. Ltd.	Build and operate workers' dormitories	Singapore	75	75

All the subsidiaries are audited by Pricewaterhouse Coopers LLP, Singapore unless otherwise stated. All the subsidiaries are incorporated and operate in Singapore unless otherwise stated.

^{#a}: Incorporated in Australia.

^{#b}: Audited by PricewaterhouseCoopers, Australia.

^{#c}: These companies are not required to be audited by law in the country of incorporation.

Subsidiaries with non-controlling interests

Carrying value of non-controlling interests

	2021 \$'000	2020 \$'000
		(Restated)
Wee Hur (Punggol Central) Pte. Ltd.	361	668
Wee Hur (Kaki Bukit) Pte. Ltd.	449	460
Wee Hur (Woodlands 12) Pte. Ltd.	5,807	3,644
Wee Hur (Bartley) Pte. Ltd.	(296)	464
Active System Engineering Pte. Ltd.	4,272	8,302
Active System Development Pte. Ltd.	(2,057)	(1,800)
Wee Hur PBSA Master Trust	152,744	(336)
	161,280	11,402

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For the Financial Year Ended 31 December 2021

20. Investment in subsidiaries (continued)

Subsidiaries with non-controlling interests (continued)

Summarised financial information of subsidiaries with material non-controlling interests

Set out below are the summarised financial information for each subsidiary that has non-controlling interests that are material to the Group. These are presented before inter-company eliminations.

Summarised balance sheet

	Wee Hur (Punggol Central) Pte. Ltd.		Wee Hur (Kaki Bukit) Pte. Ltd.		Wee Hur (Woodlands 12) Pte. Ltd.		Wee Hur (Bartley) Pte. Ltd.		Active System Engineering Pte. Ltd.		Active System Development Pte. Ltd.		Wee Hur PBSA Master Trust	
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Current														(Restated)
Assets	1,507	2,818	1,239	1,270	45,142	67,706	118,048	111,168	5,800	22,038	953	1,266	20,324	17,727
Liabilities	(494)	(996)	(124)	(151)	(11,691)	(39,659)	(9,115)	(122)	(20,735)	(21,152)	(27,243)	(20,438)	(360,756)	(87,820)
Total current net assets/ (liabilities)	1,013	1,822	1,115	1,119	33,451	28,047	108,933	111,046	(14,935)	886	(26,290)	(19,172)	(340,432)	(70,093)
Non-current														
Assets	19	86	7	30	66	62	-	-	32,772	33,202	70,546	71,139	782,012	650,117
Liabilities	-	-	-	-	(19,000)	(19,000)	(110,116)	(109,192)	(7,156)	(13,333)	(52,483)	(59,168)	(59,381)	(580,524)
Total non-current net assets/ (liabilities)	19	86	7	30	(18,934)	(18,938)	(110,116)	(109,192)	25,616	19,869	18,063	11,971	722,631	69,593
Net assets/ (liabilities)	1,032	1,908	1,122	1,149	14,517	9,109	(1,183)	1,854	10,681	20,755	(8,227)	(7,201)	382,199	(500)

20. Investment in subsidiaries (continued)

Subsidiaries with non-controlling interests (continued)

Summarised income statement

	Wee Hur (Punggol Central) Pte. Ltd.		Wee Hur (Kaki Bukit) Pte. Ltd.		Wee Hur (Woodlands 12) Pte. Ltd.		Wee Hur (Bartley) Pte. Ltd.		Active System Engineering Pte. Ltd.		Active System Development Pte. Ltd.		Wee Hur PBSA Master Trust	
	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December	For year ended 31 December
	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020	2021	2020
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue	-	-	-	-	26,594	26,133	-	-	24,838	36,730	-	-	11,758	18,761
(Loss)/Profit before income tax	(9)	3	(5)	(1)	6,661	7,710	(3,038)	(146)	(8,778)	23,473	(1,027)	(7,051)	52,002	(54,382)
Income tax (expense)/credit	(67)	3	(22)	-	(1,253)	(1,845)	-	-	(1,296)	(2,110)	-	-	(10,212)	2,730
Post-tax (loss)/profit	(76)	6	(27)	(1)	5,408	5,865	(3,038)	(146)	(10,074)	21,363	(1,027)	(7,085)	41,790	(51,652)
Other comprehensive (loss)/income	-	-	-	-	-	-	-	-	-	-	-	-	(151)	170
Total comprehensive (loss)/income	(76)	6	(27)	(1)	5,408	5,865	(3,038)	(146)	(10,074)	21,363	(1,027)	(7,085)	41,639	(51,482)
Total comprehensive (loss)/income allocated to non-controlling interests	(27)	2	(11)	-	2,163	2,346	(760)	(36)	(4,030)	8,545	(257)	(1,771)	16,564	(20,055)
Dividends paid to non-controlling interests	(280)	-	-	-	-	-	-	-	-	-	-	-	-	-

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20. Investment in subsidiaries (continued)
Subsidiaries with non-controlling interests (continued)
Summarised cash flows

	Wee Hur (Punggol Central) Pte. Ltd.		Wee Hur (Kaki Bukit) Pte. Ltd.		Wee Hur (Woodlands 12) Pte. Ltd.		Wee Hur (Bartley) Pte. Ltd.		Active System Engineering Pte. Ltd.		Active System Development Pte. Ltd.		Wee Hur PBSA Master Trust	
	For year ended 31 December		For year ended 31 December		For year ended 31 December		For year ended 31 December		For year ended 31 December		For year ended 31 December		For year ended 31 December	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Net cash (used in)/ provided by operating activities	(401)	(11)	(13)	(247)	25,727	(10,806)	5,233	(108,987)	11,947	21,745	(30)	645	(5,443)	12,155
Net cash provided by/(used in) investing activities	-	-	-	-	-	6	-	2	(25,835)	(35)	-	(161)	(80,733)	(144,145)
Net cash provided by/(used in) financing activities	1,162	-	1,200	126	(27,455)	9,523	(49)	111,191	(887)	(12,164)	(283)	(562)	90,921	126,989

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21. Investment in associate

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Beginning of financial year	39,361	27,882	-	-
Additions	9,340	-	9,340	-
Share of profit	2,546	11,133	-	-
Fair value adjustment on interest free loans	332	346	-	-
End of financial year	51,579	39,361	9,340	-

Set out below are the associates of the Group as at 31 December 2021 and 2020, which are material to the Group.

Name of entity	Principal activity	Place of business/ Country of incorporation	Percentage of ownership interest	
			2021	2020
			%	%
Fernvale Green Pte. Ltd.	Property development	Singapore	30	30
Wee Hur PBSA Fund II	Investment holding	Singapore	29	-

Fernvale Green Pte. Ltd. is a property development company which launched Parc Botannia, a residential condominium of 735-unit on land plot at Fernvale Road/Fernvale Street in November 2017.

Wee Hur PBSA Fund II (“Fund II”) is a Singapore-domiciled trust constituted as a private trust pursuant to the trust deed dated 5 January 2021 made between Wee Hur Capital Pte. Ltd. as Manager and Perpetual (Asia) Limited as the Trustee of Fund II.

The principal investment activity of Fund II is to invest in investment properties with the primary objective of achieving an attractive level of return from rental income and for long-term capital growth.

On 12 February 2021, Fund II through its indirect sub-trust, WH Redfern Trust, had completed the acquisition of a freehold land at 104-116 Regent Street, Redfern, Sydney, Australia, for a cash consideration of AUD 50,710,000.

There are no contingent liabilities relating to the Group’s interest in the associates.

Summarised financial information for associates:

Summarised balance sheet

	Fernvale Green Pte. Ltd. 31 December		Wee Hur PBSA Fund II 31 December	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Current assets	321,581	320,127	6,552	-
Non-current assets - Investment property	-	-	44,113	-
Current liabilities	137,085	159,686	2,098	-
Non-current liabilities	33,623	29,237	26,926	-

If the actual fair value of the investment property held by the associate increases/decreases by 3% (2020: \$Nil), the share of profits and net assets attributable to the Group, taking into account tax impact, will increase/decrease by \$377,964 (2020: \$Nil).

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

21. Investment in associate (continued)

Summarised financial information for associate (continued):

Summarised statement of comprehensive income

	Fernvale Green Pte. Ltd. For the year ended 31 December		Wee Hur PBSA Fund II For the year ended 31 December	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Revenue	115,146	172,350	–	–
Gross profit	25,197	48,332	–	–
Other income	17	188	–	–
Other gains and losses - Others	–	–	1	–
Net loss from fair value adjustment on investment property	–	–	(7,259)	–
Expenses				
– Sales and marketing	(40)	(450)	–	–
– Finance	(2,091)	(2,841)	(1,852)	–
– Others	(160)	(79)	(1,255)	–
Profit/(loss)	22,923	45,150	(10,365)	–
Income tax expense	(4,352)	(8,040)	–	–
Post-tax profit/(loss)	18,571	37,110	(10,365)	–

Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented to the carrying amount of the Group's interest in associates, are as follows:

	Fernvale Green Pte. Ltd. 31 December		Wee Hur PBSA Fund II 31 December		Total 31 December	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Net Assets	150,873	131,204	21,641	–	172,514	131,204
Group's equity interest	30%	30%	29%	–	–	–
Group's share of net assets	45,262	39,361	6,317	–	51,579	39,361
Carrying value	45,262	39,361	6,317	–	51,579	39,361

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

22. Deferred income taxes

Deferred income tax assets and liabilities are offset when there is legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same taxation authority.

The amounts determined after appropriate offsetting, are shown on the balance sheet as follows:

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
	(Restated)			
Deferred tax assets	1,568	4,556	392	250
Deferred tax liabilities	(13,548)	(3,711)	–	–
Net deferred tax (liabilities)/assets	(11,980)	845	392	250

The movement in the net deferred income tax account is as follows:

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
	(Restated)			
Beginning of financial year	(845)	884	(250)	(173)
Other adjustment	333	408	–	–
Currency translation differences	(279)	(106)	–	–
Tax charged/(credited) to				
– Profit or loss (Note 10(a))	12,771	(2,031)	(142)	(77)
End of financial year	11,980	(845)	(392)	(250)

The movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows:

Deferred income tax assets

	Provisions \$'000	Tax losses carry forward \$'000	Lease liabilities \$'000	Others \$'000	Total \$'000
Group					
2021					
Beginning of financial year (Restated)	(6,611)	(1,961)	(2,135)	179	(10,528)
Charged/(credited) to:					
– Profit or loss	1,278	(1,910)	2,135	(287)	1,216
Other adjustment	244	–	–	(16)	228
Currency translation differences	–	36	–	–	36
End of financial year	(5,089)	(3,835)	–	(124)	(9,048)
2020					
Beginning of financial year (Restated)	(4,779)	(1,130)	698	213	(4,998)
Charged/(credited) to:					
– Profit or loss	(1,904)	(819)	(2,833)	(34)	(5,590)
Other adjustment	209	–	–	–	209
Currency translation differences	(137)	(12)	–	–	(149)
End of financial year (Restated)	(6,611)	(1,961)	(2,135)	179	(10,528)

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

22. Deferred income taxes (continued)

Deferred income tax liabilities

	Accelerated tax depreciation \$'000	Foreign income not remitted \$'000	Lease assets \$'000	Fair value gains \$'000	Others \$'000	Total \$'000
Group						
2021						
Beginning of financial year (Restated)	869	2,322	1,645	2,091	2,756	9,683
Charged/(credited) to:						
– Profit or loss	–	275	(1,645)	12,449	476	11,555
Other adjustment	–	–	–	–	105	105
Currency translation differences	–	–	–	(290)	(25)	(315)
End of financial year	869	2,597	–	14,250	3,312	21,028
2020						
Beginning of financial year (Restated)	878	1,925	(726)	2,881	924	5,882
(Credited)/charged to:						
– Profit or loss	(9)	397	2,371	(790)	1,590	3,559
Other adjustment	–	–	–	–	199	199
Currency translation differences	–	–	–	–	43	43
End of financial year (Restated)	869	2,322	1,645	2,091	2,756	9,683

Others comprises of deferred income and general borrowings capitalised.

Deferred income tax assets

	Provisions \$'000	Tax losses carry forward \$'000	Others \$'000	Total \$'000
Company				
2021				
Beginning of financial year	(8)	(336)	94	(250)
(Credited)/charged to:				
– Profit or loss	(3)	(375)	236	(142)
End of financial year	(11)	(711)	330	(392)
2020				
Beginning of financial year	(7)	(166)	–	(173)
(Credited)/charged to:				
– Profit or loss	(1)	(170)	94	(77)
End of financial year	(8)	(336)	94	(250)

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

23. Trade and other payables

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Current				
<u>Trade payables:</u>				
– Non-related parties	38,702	30,133	–	–
– Related parties	580	490	–	–
Accrued construction and property operating costs	22,301	24,247	–	–
Contract liabilities (Note 4(b))	23,142	22,753	–	–
Provision for onerous contracts	12,873	5,431	–	–
	97,598	83,054	–	–
<u>Other payables:</u>				
– Non-related parties	2,676	1,579	208	43
– Subsidiaries	–	–	23,588	17,476
– Related parties	1,530	2,124	–	–
Accrued operating expense	7,497	7,255	3,794	3,317
Advance payment and deposits	5,798	6,418	–	–
	17,501	17,376	27,590	20,836
<u>Loan payables:</u>				
– Subsidiary	–	–	996	996
	115,099	100,430	28,586	21,832
Non-Current				
<u>Loan payables:</u>				
– Related parties	19,600	154,180	–	–
– Subsidiary	–	–	46,895	9,771
Provision	2,000	2,000	–	–
	21,600	156,180	46,895	9,771
Total trade and other payables	136,699	256,610	75,481	31,603

The Group has ongoing construction contracts for building works. The provision for onerous contracts is recognised at the balance sheet date as it is probable that the total construction costs will exceed the total construction contract revenue for certain projects.

Movement in provision for onerous contracts is as follows:

	Group	
	2021 \$'000	2020 \$'000
Beginning of financial year	5,431	5,121
Provision made	13,066	1,250
Utilised	(5,624)	(940)
End of financial year	12,873	5,431

Other payables to non-related parties, subsidiaries and related parties are unsecured, interest free and repayable on demand.

Non-current provision relates to a provision made for the reinstatement of land for Tuas View Dormitory upon expiry of the lease contract.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

23. Trade and other payables (continued)

Loan payables to related parties of \$19,600,000 (2020: \$18,725,000) are unsecured, interest free and not expected to be repaid within the next 12 months from the balance sheet date. The fair value is not significantly different from their carrying value. The fair value is within level 2 of the fair value hierarchy.

The loan payable due to related parties in the prior year of \$135,455,000 comprise an interest free loan stapled in proportion to the units subscribed by the related parties in Wee Hur PBSA Master Trust. The loan was repayable in June 2022 and imputed interest was computed at 3.50% per annum repriced semi-annually for cash flow discounting purposes up to June 2022. In November 2021, this loan was fully repaid via conversion into 4,592,090 units of a subsidiary of the Group at A\$30.40 per unit.

Movement in interest free loans from related parties is as follows:

	Group	
	2021 \$'000	2020 \$'000
Beginning of financial year	135,455	126,782
Additions	–	4,441
Conversion into equity	(136,514)	–
Fair value adjustment	–	(349)
Imputed interest (Note 9)	6,580	4,283
Currency translation differences	(5,521)	298
End of financial year	–	135,455

Loan payable to a subsidiary bears interest at 1.25% (2020: 1.25%) per annum over 1-month SIBOR. The current portion of \$996,000 (2020: \$996,000) is repayable in full in the following year and the non-current portion of \$8,775,000 (2020: \$9,771,000) is repayable in full in 2031. The fair value of the loan payable to the subsidiary was \$9,624,000 (2020: \$10,496,000) which was determined from discounting cash flows at market borrowing rates of 1.50% (2020: 1.50%) at balance sheet date. The remaining non-current loan payable to a subsidiary of \$38,120,000 (2020: \$Nil) is unsecured, interest free and will not be repayable within the next 12 months.

24. Derivatives financial instruments

Interest rate swap contracts

These include the gross amount of all notional values for contracts that have not yet been settled or cancelled. The amount of notional value outstanding is not necessarily a measure or indication of market risk, as the exposure of certain contracts may be offset by that of other contracts.

	Group	
	Contract notional amount \$'000	Fair value liability \$'000
31 December 2021		
– Interest rate swaps	AUD181,500	(981)
31 December 2020		
– Interest rate swaps	AUD 181,500	(2,906)

The fair value is within level 2 of the fair value hierarchy where the interest rate swap contracts is based on valuation made by financial institutions.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

25. Borrowings

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Current				
Bank borrowings	409,619	150,789	–	41,570
Lease liabilities	19,989	14,456	161	160
	429,608	165,245	161	41,730
Non-Current				
Bank borrowings	127,029	320,237	–	–
Lease liabilities	47,914	61,371	487	648
	174,943	381,608	487	648
Total borrowings	604,551	546,853	648	42,378

The borrowings of the Group and the Company amounting to \$531,880,000 (2020: \$466,026,000) and \$Nil (2020: \$41,570,000) respectively bear interests at variable rates, based on interbank offered rates.

The exposure of the borrowings of the Group and of the Company to interest rate changes and the contractual repricing dates at the balance sheet date are follows:

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
6 months or less	190,351	119,271	–	41,570
6 – 12 months	218,019	31,362	–	–
1 – 5 years	123,510	315,393	–	–
Total borrowings	531,880	466,026	–	41,570

The fair values of the borrowings approximate their carrying values.

The range of floating interest rates paid were as follows:

	Group 31 December		Company 31 December	
	2021 Per annum	2020 Per annum	2021 Per annum	2020 Per annum
Bank borrowings	1.06% to 2.08%	0.60% to 3.63%	–	0.60% to 2.09%

Security granted

As at 31 December 2021, the Group's bank borrowings of \$536,648,000 (31 December 2020: \$471,026,000) are generally secured by corporate guarantee provided by the Company and the assignment of rights, titles and benefits with respect to property, plant and equipment (Note 16), investment properties (Note 17), bank deposits pledged to banks (Note 15) and development properties (Note 12).

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

25. Borrowings (continued)

Breach of loan covenants

Some of the Group's loan agreements are subjected to covenant clauses, whereby the Group is required to meet certain key financial ratios. As at 31 December 2021, the Group did not fulfil the loan financial covenants as required in the loan agreements in relation to loans amounting to \$199,844,000 (2020: \$21,233,000).

Due to these breaches of the covenant clauses, the banks are contractually entitled to request for immediate repayments of the outstanding loans amounting to \$199,844,000 (2020: \$21,233,000), of which \$178,415,000 (2020: \$Nil) fall due within one year. The remaining balance of \$21,429,000 (2020: \$21,233,000) were reclassified and presented as current liabilities as at 31 December 2021 due to the breach. Subsequent to the financial year, the Group has received formal waivers from the banks as follows:

- (i) Banking facilities totalling \$21,429,000 granted to the Group's wholly owned subsidiaries, Wee Hur Construction Pte. Ltd and Wee Hur Kim Keat Pte. Ltd. These subsidiaries received a letter of consent from DBS Bank on a temporary waiver of the breach of Debt Service Coverage Ratio covenant till 30 June 2022, effective from 24 February 2022.
- (ii) Banking facilities of \$127,439,000 granted to WH Buranda Trust ("WHBT") and \$50,976,000 to WH Gray Street Trust ("WHGST"), both are sub-trusts of Wee Hur PBSA Master Trust. WHBT received letter of amendment and waiver to the facility agreement from UOB on the waiver of Interest Cover Ratio ("ICR") and Loan to Value Ratio covenants and WHGST received letter of amendment and waiver to the facility agreement from UOB on the waiver of ICR covenant, both effective from 21 March 2022.

26. Share capital and treasury share

	No. of ordinary shares		Amount		
	Issued share capital	Treasury shares	Share capital \$'000	Treasury shares \$'000	Total \$'000
<hr/>					
<u>Group and Company</u>					
2021					
Beginning and end of financial year	919,245,086	16,671,000	130,307	(4,574)	125,733
<hr/>					
2020					
Beginning and end of financial year	919,245,086	16,671,000	130,307	(4,574)	125,733

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

27. Dividends

	Group	
	2021 \$'000	2020 \$'000
Ordinary dividends		
Final dividend paid in respect of the previous financial year of 0.30 cent (2020: 0.50 cent) per share	2,758	4,596
Interim dividend paid in respect of current financial year of 0.20 cent (2020: 0.20 cent) per share	1,838	1,839
Total dividends paid in the year	4,596	6,435

In respect of the current financial year, the directors propose that a final dividend of 0.30 cent per ordinary share to be paid to shareholders after the forthcoming Annual General Meeting. These dividends are subject to approval by shareholders at the next Annual General Meeting and has not been included as a liability in these financial statements. The proposed dividends for 2021 are payable in respect of all ordinary shares in issue up to the date the dividends become payable.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

28. Currency translation reserve

	Group	
	2021 \$'000	2020 \$'000 (Restated)
Beginning of financial year	(805)	(3,636)
Net currency translation differences of financial statements of foreign subsidiaries	(1,606)	3,001
Less: Non-controlling interests	151	(170)
End of financial year	(2,260)	(805)

29. Commitments

Capital commitments

Capital expenditures contracted for at the balance sheet date but not recognised in the financial statements are as follows:

	Group	
	2021 \$'000	2020 \$'000
Investment properties	132,397	43,642

The amount pertains to contracts for construction of investment properties.

30. Financial risk management

Financial risk factors

The Group's activities expose it to market risk (including currency risk, equity price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management strategy seeks to minimise any adverse effects from the unpredictability of financial markets on the Group's financial performance. The Group uses financial instruments such as interest rate swaps to hedge certain financial risk exposures.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group. Management then establishes the detailed policies such as authority levels, oversight responsibilities, risk identification and measurement, exposure limits and hedging strategies, in accordance with the objectives and underlying principles approved by the Board of Directors.

Financial risk management is carried out by management in accordance with the policies approved by the Board of Directors. Management identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The management measures actual exposures against the limits set and prepares monthly reports for review by the directors.

(a) Market risk

(i) Currency risk

The Group's operations are mainly in Singapore and Australia. Entities in the Group regularly transact in currencies other than their respective functional currencies ("foreign currencies").

Currency risk arises when transactions are denominated in foreign currencies other than functional currency such as the Australian Dollar ("AUD").

The risk is measured through a forecast of highly probable AUD expenditure and tracking of firm commitments in AUD. The Group may enter into currency forwards with the banks to minimise the volatility of the Group's currency cost of highly probable transactions and firm commitments.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(a) Market risk (continued)

(i) Currency risk (continued)

The Group's currency exposure based on the information provided to management is as follows:

	Group	
	2021 \$'000	2020 \$'000
AUD		
<i>Financial assets:</i>		
Cash and cash equivalents	14,491	28,391
Trade and other receivables	24,259	23,180
Intra-group receivables	41,191	254,473
	79,941	306,044
<i>Financial liabilities:</i>		
Intra-group payables	(791)	(10,431)
Net financial assets	79,150	295,613
	Company	
	2021 \$'000	2020 \$'000
AUD		
<i>Financial assets:</i>		
Cash and cash equivalents	9,351	17,981
Trade and other receivables	15,177	14,983
Intra-group receivables	4,450	213,416
	28,978	246,380
<i>Financial liabilities:</i>		
Intra-group payables	(20)	–
Net financial assets	28,958	246,380

If the AUD change against the SGD by 10% (2020: 10%) with all other variables including tax rate being held constant, the effects arising from the net financial liability/asset (excluding equity instruments) that are exposed to currency risk will be as follows:

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
AUD against SGD				
– Strengthened	4,599	24,536	1,682	20,450
– Weakened	(4,599)	(24,536)	(1,682)	(20,450)

The above table shows sensitivity to the hypothetical percentage variation in the functional currency against the relevant non-functional foreign currency. The sensitivity rate used is the reasonably possible change in foreign exchange rates. For similar rate weakening of the functional currency against the relevant foreign currencies above, there would be comparable impacts in the opposite direction.

The hypothetical changes in exchange rates are not based on observable market data (unobservable inputs). The sensitivity analysis is disclosed for each non-functional currency to which the entity has significant exposure at end of the financial year. The analysis above has been carried out on the basis that there are no hedged transactions.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(a) Market risk (continued)

(ii) Equity price risk

The Group is exposed to equity securities price risk arising from the unquoted equity investments held by the Group which are classified as financial assets, at FVPL. The fair values of these assets are disclosed in Note 14. To manage its price risk arising from the equity investments, the Group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Group.

If prices for equity securities had changed by 10% (2020: 10%) with all other variables including tax rate being held constant, the effects on profit after tax would have been:

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2020 \$'000
Unquoted equity investment				
– Increased by	1,016	552	552	552
– Decreased by	(1,016)	(552)	(552)	(552)

(iii) Cash flow and fair value interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates. The Group's exposure to fair value interest rate risk arises mainly from current quoted bonds in corporations with variable rates.

The Group's and the Company's quoted bonds are denominated mainly in SGD. If the SGD interest rates had been higher/lower by 1% (2020: 1%) with all other variables including tax rate being held constant, the profit after tax would have been higher/lower by \$14,000 (2020: \$25,000) as a result of higher/lower fair value gain on these quoted bonds.

The Group's exposure to cash flow interest rate risks arises mainly from borrowings at variable rates. The Group manages these cash flow interest rate risks using floating-to-fixed interest rate swaps.

The Group's and the Company's borrowings are denominated mainly in SGD and AUD. If the SGD and AUD interest rates had been higher/lower by 1% (2020: 1%) with all other variables including tax rate being held constant, the profit after tax would have been lower/higher by \$4,415,000 (2020: \$3,868,000) and \$Nil (2020: \$345,000) respectively as a result of higher/lower interest expense on these borrowings.

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group adopts the policy of dealing only with customers of appropriate credit standing and history and obtaining sufficient collateral where appropriate to mitigate credit risk.

Credit exposure to an individual counterparty is restricted by credit limits that are approved by the management based on ongoing credit evaluation. The counterparty's payment pattern and credit exposure are continuously monitored at the entity level by the respective management and at the Group level by the management.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(b) Credit risk (continued)

Concentration of contract assets and trade receivables' customers as at the end of financial year:

	Group	
	2021 \$'000	2020 \$'000
Top 1 customer	12,670	13,901
Top 2 customer	8,952	4,126
Top 3 customer	4,044	3,666

The Group's investments in debt instruments are considered to be low risk investments. The credit ratings of the investments are monitored for credit deterioration.

As the Group and the Company do not hold collateral, the maximum exposure to credit risk to each class of financial instruments is the carrying amount of that class of financial instruments presented on the balance sheet, except as follows:

	Company	
	2021 \$'000	2020 \$'000
Corporate guarantees provided to banks on:		
– Subsidiaries' loan	374,407	274,135
– Associate's loan	–	9,360
	374,407	283,495

The Company has assessed that its subsidiaries and an associate have strong financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect significant credit losses arising from these guarantees.

The movement in credit loss allowance are as follows:

	Trade receivables	
	Group \$'000	Company \$'000
Balance at 1 January 2021	6	–
Loss allowance recognised in profit or loss during the year on:		
– Changes in credit risk	20	1,200
Receivables written off as uncollectible	(6)	–
Balance at 31 December 2021	20	1,200
Balance at 1 January 2020	3	–
Loss allowance recognised in profit or loss during the year on:		
– Changes in credit risk	6	–
Receivables written off as uncollectible	(3)	–
Balance at 31 December 2020	6	–

Cash and cash equivalents and trade receivables relating to revenue generated from construction of buildings and sale of development properties, loan to non-related party and associates and other receivables are subject to immaterial credit loss.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(b) Credit risk (continued)

(i) Trade receivables and contract assets

The Group uses a provision matrix to measure the lifetime expected credit loss allowance for trade receivables and contract assets.

In measuring the expected credit losses, trade receivables and contract assets are grouped based on shared credit risk characteristics and days past due. The contract assets relate to unbilled work in progress, which have substantially the same risk characteristics as the trade receivables for the same type of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

In calculating the expected credit loss rates, the Group considers historical loss rates for each category of customers and adjusted for the latest developments and forward-looking macroeconomics factors relevant to the counterparty.

Trade receivables and contract assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group considers a financial asset as in default if the counterparty fails to make contractual payments within 90 days when they fall due and writes off the financial asset when it is deemed uncollectible. Where receivables are written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

The expected loss rate for the Group's and the Company's trade receivables and contract assets are immaterial as more than 82% (2020: 88%) and 42% (2020: 44%) respectively of the total trade receivables and contract assets are not past due.

(ii) Other financial assets at amortised cost

Category of internal credit rating	Performing	Under-performing	Non-performing	Write-off
Definition of category	Issuers have a low risk of default and a strong capacity to meet contractual cash flows.	Issuers for which there is a significant increase in credit risk; as significant in credit risk is presumed if interest and/or principal repayment are 30 days past due	Interest and/or principal payments are 90 days past due	Interest and/or principal repayments are 120 days past due and there is no reasonable expectation of recovery
Basis of recognition of expected credit losses	12-month expected credit losses	Lifetime expected credit losses	Lifetime expected credit losses	Asset is written off

The loan receivables from subsidiaries of \$57,393,000 (2020: \$258,529,000) (Note 13) are subject to immaterial credit loss as the Company had assessed that its subsidiaries have strong financial capacity to meet the contractual obligation and considered to have low credit risk.

The loan receivables from a non-related party of \$21,112,000 (2020: \$17,125,000) is subject to immaterial credit loss as the Group had assessed that the market value of the land secured to the loan is sufficient to cover the outstanding loan receivables.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and the ability to close out market positions at a short notice. At the balance sheet date, assets held by the Group and the Company for managing liquidity risk included cash and short-term deposits as disclosed in Note 15.

Management monitors rolling forecasts of the liquidity reserve of the Group and the Company on the basis of expected cash flows. This is generally carried out at local level in the operating companies of the Group in accordance with the practice and limits set by the Group. These limits vary by location to take into account the liquidity of the market in which the entity operates. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these obligations, monitoring liquidity ratios and maintaining debt financing plans.

The table below analyses non-derivative financial liabilities of the Group and the Company into relevant maturity groupings based on the remaining period from the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year \$'000	1 – 5 years \$'000	More than 5 years \$'000	Total \$'000
Group				
At 31 December 2021				
Trade and other payables	79,084	19,600	–	98,684
Lease liabilities	22,440	43,264	16,443	82,147
Bank borrowings	416,820	128,737	–	545,557
At 31 December 2020				
Trade and other payables	72,246	154,180	–	226,426
Lease liabilities	16,977	49,777	25,839	92,593
Bank borrowings	158,455	324,767	–	483,222
Company				
At 31 December 2021				
Trade and other payables	28,730	42,527	4,972	76,229
Lease liabilities	187	561	–	748
Financial guarantee contracts	270,625	103,783	–	374,408
At 31 December 2020				
Trade and other payables	21,986	4,453	6,043	32,482
Lease liabilities	187	748	–	935
Bank borrowings	42,040	–	–	42,040
Financial guarantee contracts	64,582	218,913	–	283,495

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(c) Liquidity risk (continued)

The table below analyses the derivative financial instruments of the Group and the Company for which contractual maturities are essential for an understanding of the timing of the cash flows into relevant maturity groupings based on the remaining period from the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year \$'000	Between 1 and 2 years \$'000	Total \$'000
Group			
At 31 December 2021			
Net-settled interest rate swaps			
- Net cash outflows	981	–	981
At 31 December 2020			
Net-settled interest rate swaps			
- Net cash inflows	1,338	1,568	2,906
Gross-settled currency forwards			
- Receipts	15,180	–	15,180
- Payments	(15,267)	–	(15,267)
Company			
At 31 December 2020			
Gross-settled currency forwards			
- Receipts	15,180	–	15,180
- Payments	(15,267)	–	(15,267)

The Company did not hold derivatives for hedging in 2021.

(d) Capital risk

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payments, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

Management monitors capital based on a gearing ratio. The Group and the Company are also required under their capital risk policies to maintain a gearing ratio of not exceeding 60% (2020: 70%).

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings plus trade and other payables (less contract liabilities, provision for onerous contracts and provision) less cash and cash equivalents. Total capital is calculated as total equity plus net debt.

	Group		Company	
	2021 \$'000	2020 \$'000	2021 \$'000	2019 \$'000
(Restated)				
Net debt	649,805	668,183	65,690	23,604
Total equity	610,371	465,882	327,104	358,193
Total capital	1,260,176	1,134,065	392,794	381,797
Gearing ratio	52%	59%	17%	6%

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(d) Capital risk (continued)

The Group and the Company are in compliance with all externally imposed capital requirements for the financial years ended 31 December 2020 and 2021, except as disclosed in Note 25.

(e) Fair value measurements

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

- (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- (b) 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
- (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

See Note 17 for disclosure of the investment properties that are measured at fair values.

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Group				
31 December 2021				
<i>Assets</i>				
Financial assets, at FVPL	1,761	–	10,160	11,921
<i>Liabilities</i>				
Derivative financial instruments	–	981	–	981
31 December 2020				
<i>Assets</i>				
Financial assets, at FVPL	3,056	–	5,520	8,576
<i>Liabilities</i>				
Derivative financial instruments	–	2,906	–	2,906
Company				
31 December 2021				
<i>Assets</i>				
Financial assets, at FVPL	1,761	–	5,520	7,281
31 December 2020				
<i>Assets</i>				
Financial assets, at FVPL	3,056	–	5,520	8,576

The Group's policy is to recognise transfers into and transfers out of fair value hierarchy level as at the end of the reporting period.

There were no transfers between Levels 1 and 2 during the year.

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1.

The fair value of derivative financial instruments, comprising mainly interest rate swaps, is calculated as the present value of the estimated future cash flows based on observable yield curves. These instruments are classified as Level 2.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(e) Fair value measurements (continued)

The following table presents the valuation techniques and key inputs that were used to determine the fair value of financial assets, at FVPL categorised under Level 3 of the fair value hierarchy:

Financial assets, at FVPL

Description	Fair value as at 31 December 2021	Valuation technique	Unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Unquoted equity investment in corporations	\$5,520,000 (2020: 5,520,000)	Discounted cashflows	Discount rate	15% – 20%	The higher the discount rate, the lower the fair value.
			Terminal growth rate	2.5%	The higher the terminal growth rate, the higher the fair value.
		(2020: Revenue multiples-based approach)	Enterprise value/revenue multiple	4 times – 6 times	The higher the enterprise value/revenue multiple, the higher the valuation.

As at balance sheet date, the fair values of the unquoted equity investment of \$600,000, unquoted convertible note investment in corporations and fund of fund investments are based on their recent purchase prices.

There were no transfers between Levels 2 and 3 during the year. The fair values of current financial assets and liabilities carried at amortised cost approximate their carrying amounts.

The following table presents the changes in Level 3 instruments:

	Unquoted equity investment \$'000	Unquoted convertible note \$'000	Fund of fund (Limited Partnership Interest) \$'000	Total \$'000
2021				
Group				
Beginning of financial year	3,480	2,040	–	5,520
Purchases	600	1,910	2,130	4,640
Conversion of convertible note to preference shares	2,040	(2,040)	–	–
End of financial year	6,120	1,910	2,130	10,160
Company				
Beginning of financial year	3,480	2,040	–	5,520
Conversion of convertible note to preference shares	2,040	(2,040)	–	–
End of financial year	5,520	–	–	5,520

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

30. Financial risk management (continued)

(f) Financial instruments by category

The carrying amount of the different categories of financial instruments is as disclosed on the face of the balance sheet and in Notes 13, 15, 23 and 25 to the financial statements, except for the following:

	Group \$'000	Company \$'000
31 December 2021		
Financial assets, at amortised cost	153,030	116,104
Financial liabilities, at amortised cost	703,235	76,129
31 December 2020		
Financial assets, at amortised cost	199,439	364,362
Financial liabilities, at amortised cost	773,279	73,981

31. Related party transactions

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

(a) Sales and purchases of services

	Group	
	2021 \$'000	2020 \$'000
Sales of services to		
– associates	32,106	24,560
– other related parties	34	29
Purchases of services from		
– other related parties	(6,767)	(12,738)

Other related parties comprise mainly companies which are controlled by the Group's key management personnel and their close family members.

Outstanding balances at 31 December 2021, arising from sale/purchase of goods and services, are unsecured and receivable/payable within 12 months from balance sheet date and are disclosed in Notes 13 and 23 respectively.

(b) Key management personnel compensation

Key management personnel include the directors and those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly and their remuneration are as follows:

	Group	
	2021 \$'000	2020 \$'000
Salaries and other short-term employee benefits	7,939	7,823
Employer's contributions to defined contribution plan	182	184
	8,121	8,007

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

31. Related party transactions

(b) Key management personnel compensation (continued)

The above amounts are included under employee benefits compensation (Note 8). Included in the above amounts are the following items:

	Company	
	2021 \$'000	2020 \$'000
Remuneration of directors of the Company	5,142	4,553
Fees to directors of the Company	180	180
	5,322	4,733

The remuneration of directors and key management personnel is determined by the Remuneration Committee having regard to the performance of individuals and market trends.

32. Segment information

For management purposes, the Group is organised into business units based on their products and services, and has eight reportable operating segments as follows:

- (a) The building construction segment is in the business of constructing residential and commercial properties.
- (b) The workers' dormitory segment is in the business of building and operating of foreign workers' dormitories and leasing of office and commercial properties.
- (c) The property development segment comprised the business of developing and sale of residential and industrial properties in Singapore and the business of developing and sale of mixed-use properties in Australia.
- (d) The corporate segment is involved in the Group's corporate services.
- (e) The PBSA segment is in the business of building and operating student accommodation for local and foreign students.
- (f) The fund management segment is in the business of fund management services.
- (g) The PBSA operation is in the business of managing student accommodation, which include reservation and sales, marketing, customer service, property management, and business development.
- (h) The venture capital segment is in the business of carrying out venture capital activities.

Sales between segments are carried out at market terms. The revenue from external parties reported to the management is measured in a manner consistent with that in the statement of comprehensive income. Interest income and finance expenses are not allocated to segments, as this type of activity is driven by the corporate segment, which manages the cash position of the Group.

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

32. Segment information (continued)

The following is an analysis of the Group's reportable segments for the financial year ended 31 December 2021:

Operating segments	Building construction	Workers' Dormitory	Property Development		Corporate	PBSA	Fund Management	PBSA Operation	Venture Capital	Consolidated
	\$'000	\$'000	Singapore	Australia						
			\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Profit or loss and reconciliation</u>										
Total segment sales	150,424	25,294	27,390	958	4,504	11,758	7,559	-	-	227,887
Inter-segment sales	(14,975)	(456)	(772)	(958)	(4,504)	-	(5,847)	-	-	(27,512)
Revenue to external parties	135,449	24,838	26,618	-	-	11,758	1,712	-	-	200,375
Segment result	(30,888)	(2,843)	7,852	(2,738)	(15,389)	83,273	(834)	(346)	(22)	38,065
Share of profit of associates	-	-	5,506	-	-	(2,960)	-	-	-	2,546
	(30,888)	(2,843)	13,358	(2,738)	(15,389)	80,313	(834)	(346)	(22)	40,611
Interest income										5,522
Finance expense										(16,176)
Profit before tax										29,957
Income tax expense										(15,500)
Profit after tax										14,457
Segment results includes:										
Depreciation expense	(1,706)	(69)	(8)	-	(4)	(17)	(32)	(7)	-	(1,843)

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

32. Segment information (continued)

The following is an analysis of the Group's reportable segments for the financial year ended 31 December 2021 (continued):

Operating segments	Building construction	Workers' Dormitory	Property Development		Corporate	PBSA	Fund Management	PBSA Operation	Venture Capital	Consolidated
	\$'000	\$'000	Singapore	Australia						
			\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Assets and reconciliation</u>										
Segment assets	80,625	110,030	260,749	61,642	44,275	802,336	3,714	144	4,896	1,368,411
<u>Segment assets includes:</u>										
Investment in associates	-	-	45,199	-	-	-	-	6,380	-	51,579
<u>Liabilities and reconciliation</u>										
Segment liabilities	96,456	86,134	160,332	2,690	4,002	407,669	662	86	9	758,040
<u>Other material items and reconciliation</u>										
<u>Additions to:</u>										
Property, plant and equipment	374	207	16	-	2	30	11	78	-	718
Investment properties	-	19,648	-	-	-	80,320	-	-	-	99,968

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

32. Segment information (continued)

The following is an analysis of the Group's reportable segments for the financial year ended 31 December 2020 (restated):

Operating segments	Building construction	Workers' Dormitory	Property Development		Corporate	PBSA	Fund Management	PBSA Operation	Consolidated
	\$'000	\$'000	Singapore	Australia					
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Profit or loss and reconciliation</u>									
Total segment sales	101,486	37,240	26,919	11,653	3,111	18,761	5,499	-	204,669
Inter-segment sales	(4,282)	(510)	(762)	(560)	(3,111)	-	(5,499)	-	(14,724)
Revenue to external parties	97,204	36,730	26,157	11,093	-	18,761	-	-	189,945
Segment result	(4,726)	21,160	11,336	5,458	14,848	(30,697)	(1,413)	(175)	15,791
Share of profit of an associate	-	-	11,133	-	-	-	-	-	11,133
	(4,726)	21,160	22,469	5,458	14,848	(30,697)	(1,413)	(175)	26,924
Interest income									1,887
Finance expense									(14,050)
Profit before tax									14,761
Income tax expense									(2,577)
Profit after tax									12,184
Segment results includes:									
Depreciation expense	(1,838)	(99)	(4)	-	(3)	(81)	(8)	(1)	(2,034)

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

32. Segment information (continued)

The following is an analysis of the Group's reportable segments for the financial year ended 31 December 2020 (restated) (continued):

Operating segments	Building construction	Workers' Dormitory	Property Development		Corporate	PBSA	Fund Management	PBSA Operation	Consolidated
	\$'000	\$'000	Singapore	Australia					
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<u>Assets and reconciliation</u>									
Segment assets	89,473	119,817	253,553	76,711	74,268	667,817	2,076	135	1,283,850
<u>Segment assets includes:</u>									
Investment in an associate	-	-	39,361	-	-	-	-	-	39,361
<u>Liabilities and reconciliation</u>									
Segment liabilities	88,777	92,494	139,084	3,052	44,930	449,106	509	16	817,968
<u>Other material items and reconciliation</u>									
<u>Additions to:</u>									
Property, plant and equipment	1,887	67	4	-	3	71	101	4	2,137
Investment properties	-	18,541	-	-	-	145,487	-	-	164,028

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

32. Segment information (continued)

(a) Revenue from major products and services

Revenue from external customers is derived mainly from the sale of commercial properties, construction of buildings and leasing of dormitories to foreign workers and PBSA to students. The breakdown of the Group's revenue by products and services is provided under Note 4(a).

Revenue of \$24,560,000 (2020: \$45,742,000) is derived from a single external customer. This revenue is attributable to the construction segment.

(b) Geographical information

The Group's eight (2020: seven) business segments operate in two main geographical areas:

- Singapore - the Company is headquartered and has operations in Singapore. The operations in this area are principally the construction of buildings, leasing of workers' dormitory, property developer, fund management and investment holding; and
- Australia – the operations in this area are principally property development and PBSA.

	Non-current assets 31 December	
	2021 \$'000	2020 \$'000
		(Restated)
Singapore	193,279	179,429
Australia	781,503	660,469
	974,782	839,898

The Group's revenue by geographical areas is disclosed under Note 4(a).

33. Restatement of comparative information

With effect from 31 December 2021, the Group changed its accounting policy with respect to the subsequent measurement of investment properties from cost to fair value model, with the changes in fair values recognised in the statement of comprehensive income. This change aligns the Group's accounting policy with industry practice and provides more relevant financial information to the users of the financial statement.

In addition, the Group has elected to not capitalise the related borrowing costs on investment properties.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

33. Restatement of comparative information (continued)

The change in accounting policies were applied retrospectively and accordingly, the comparative financial statements were restated. The effects of the change on the Group's financial statements are as follows:

Consolidated Statement of Comprehensive Income

	Previously Reported \$'000	Restatement \$'000	After Restatement \$'000
For the financial year ended 31 December 2020			
Cost of sales	(169,106)	24,559	(144,547)
Other income - others	14,816	362	15,178
Other gains and losses - others	11,263	10,020	21,283
Net losses from fair value adjustment on investment properties	–	(42,685)	(42,685)
Finance expenses	(7,168)	(6,882)	(14,050)
Income tax expenses	(5,203)	2,626	(2,577)
Other comprehensive income			
- Currency translation differences arising from consolidation – gains/(losses)	3,175	(174)	3,001

Balance Sheet - Group

	Previously Reported \$'000	Restatement \$'000	After Restatement \$'000
At 31 December 2020			
Investment properties	700,012	46,496	746,508
Deferred income tax assets	3,794	762	4,556
Current income tax liabilities	6,919	969	7,888
Deferred income tax liabilities	3,412	299	3,711
Other reserves	(699)	(106)	(805)
Retained profits	292,875	36,677	329,552
Non-controlling interests	1,983	9,419	11,402

At 1 January 2020

Investment properties	517,284	61,252	578,536
Deferred income tax assets	4,047	55	4,102
Current income tax liabilities	6,939	407	7,346
Deferred income tax liabilities	2,250	2,736	4,986
Retained profits	270,850	40,406	311,256
Non-controlling interests	5,198	17,758	22,956

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

33. Restatement of comparative information (continued)

Consolidated Statement of Cash Flows

	Previously Reported \$'000	Restatement \$'000	After Restatement \$'000
For the financial year ended 31 December 2020			
Cash flows from operating activities			
Adjustment for:			
- Income tax expense	5,203	(2,626)	2,577
- Finance expenses	7,168	6,882	14,050
- Depreciation	26,592	(24,558)	2,034
- Net losses from fair value adjustment on investment properties	–	42,685	42,685
- Impairment losses on investment properties	9,890	(9,890)	–
Change in working capital:			
- Trade and other payables	(21,794)	(363)	(22,157)

34. New or revised accounting standards and interpretations

Below are the mandatory standards, amendments and interpretations to existing standards that have been published and are relevant for the Group's accounting periods beginning on or after 1 January 2021 and which the Group has not early adopted.

Amendments to SFRS(I) 1-1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current (effective for annual periods beginning on or after 1 January 2023)

The narrow-scope amendments to SFRS(I) 1-1 Presentation of Financial Statements clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (e.g., the receipt of a waiver or a breach of covenant). The amendments also clarify what SFRS(I) 1-1 means when it refers to the 'settlement' of a liability.

The amendments could affect the classification of liabilities, particularly for entities that previously considered management's intentions to determine classification and for some liabilities that can be converted into equity.

The Group does not expect any significant impact arising from applying these amendments.

Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before Intended Use (effective for annual periods beginning on or after 1 January 2022)

The amendment to SFRS(I) 1-16 Property, Plant and Equipment (PP&E) prohibits an entity from deducting from the cost of an item of PP&E any proceeds received from selling items produced while the entity is preparing the asset for its intended use. It also clarifies that an entity is 'testing whether the asset is functioning properly' when it assesses the technical and physical performance of the asset. The financial performance of the asset is not relevant to this assessment.

Entities must disclose separately the amounts of proceeds and costs relating to items produced that are not an output of the entity's ordinary activities.

The Group does not expect any significant impact arising from applying these amendments.

Notes to The Financial Statements

For the Financial Year Ended 31 December 2021

34. New or revised accounting standards and interpretations (continued)

Amendments to SFRS(I) 1-37 Provisions, Contingent Liabilities and Contingent Assets:

Onerous Contracts - Cost of Fulfilling a Contract (effective for annual periods beginning on or after 1 January 2022)

An onerous contract is a contract in which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the costs of fulfilling it and any compensation or penalties arising from failure to fulfil it. The amendment to SFRS(I) 1-37 clarifies that the direct costs of fulfilling a contract include both the incremental costs of fulfilling the contract and an allocation of other costs directly related to fulfilling contracts.

The Group does not expect any significant impact arising from applying these amendments.

35. Authorisation of financial statements

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Wee Hur Holdings Ltd on 6 April 2022.

Statistics of Shareholdings

AS AT 18 MARCH 2022

Number of fully issued and paid up shares (excluding treasury shares and subsidiary holdings)	:	919,245,086
Class of shares	:	Ordinary shares
Voting rights	:	One vote per share
Treasury shares	:	16,671,000
Subsidiary holdings	:	Nil

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	Number of Shareholders	%	Number of Shares	%
1 - 99	289	11.66	4,812	0.00
100 - 1,000	93	3.75	49,450	0.01
1,001 - 10,000	563	22.71	3,817,594	0.41
10,001 - 1,000,000	1,477	59.58	127,515,637	13.87
1,000,001 and above	57	2.30	787,857,593	85.71
Total	2,479	100.00	919,245,086	100.00

TOP 20 SHAREHOLDERS

No.	Name of Shareholder	Number of Shares	%
1	GSC Holdings Pte. Ltd.	349,159,000	37.98
2	Citibank Nominees Singapore Pte Ltd	91,669,523	9.97
3	Goh Yeu Toh	38,745,957	4.21
4	Raffles Nominees (Pte.) Limited	36,414,657	3.96
5	Sua Nam Heng	30,417,257	3.31
6	DBS Nominees (Private) Limited	21,838,235	2.38
7	Goh Yew Gee	16,490,120	1.79
8	Phillip Securities Pte Ltd	12,741,054	1.39
9	Maybank Securities Pte. Ltd.	12,517,462	1.36
10	Hong Leong Finance Nominees Pte Ltd	11,723,200	1.28
11	United Overseas Bank Nominees (Private) Limited	9,822,006	1.07
12	CGS-CIMB Securities (Singapore) Pte. Ltd.	8,838,245	0.96
13	Goh Yeo Hwa	8,725,100	0.95
14	Low Woo Swee @ Loh Swee Teck	7,096,600	0.77
15	UOB Kay Hian Private Limited	6,681,303	0.73
16	OCBC Securities Private Limited	6,576,953	0.72
17	Goh Yeow Lian	6,063,000	0.66
18	Ong Gim Loo	6,000,000	0.65
19	BNP Paribas Nominees Singapore Pte. Ltd.	5,728,100	0.62
20	Tan Ah Hio	5,300,000	0.58
TOTAL		692,547,772	75.34

Statistics of Shareholdings

AS AT 18 MARCH 2022

SUBSTANTIAL SHAREHOLDERS AS AT 18 MARCH 2022

(As recorded in the Register of Substantial Shareholders as at 18 March 2022)

Substantial Shareholders Name	Direct Interest		Deemed Interest	
	Number of Shares	% ⁽¹⁾	Number of Shares	% ⁽¹⁾
Goh Yeow Lian ⁽²⁾	6,063,000	0.66	402,194,872	43.75
GSC Holdings Pte. Ltd.	349,159,000	37.98	–	–

Notes:

⁽¹⁾ Based on the total number of issued ordinary shares of 919,245,086 (excluding treasury shares and subsidiary holdings) as at 18 March 2022.

⁽²⁾ Mr Goh Yeow Lian is deemed to have an interest in the following shares:

(i) 349,159,000 shares held by GSC Holdings Pte. Ltd. through his interest in GSC Holdings Pte. Ltd.

(ii) 5,300,000 shares registered in the name of his spouse, Tan Ah Hio.

(iii) 8,216,000 shares held by his spouse, Tan Ah Hio (registered in the name of Citibank Nominees Singapore Pte Ltd).

(iv) 39,519,872 shares registered in the name of Citibank Nominees Singapore Pte Ltd.

PERCENTAGE OF SHAREHOLDINGS IN PUBLIC HANDS

To the best knowledge of the Company, the percentage of shareholding held in the hands of public as at 18 March 2022 is approximately 33.62% of the total issued shares, excluding treasury shares. Therefore, the Company complies with Rule 723 of the Listing Manual of the Singaoire Exchange Securities Trading Limited.

TREASURY SHARES AND SUBSIDIARY HOLDINGS

As at 18 March 2022, the number of treasury shares held is 16,671,000 representing 1.81% of the total number of issued shares excluding treasury shares. The Company does not have any subsidiary holdings.

WEE HUR HOLDINGS LTD.
(Company Registration Number 200619510K)
(Incorporated in the Republic of Singapore)
NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fifteenth Annual General Meeting (the “**AGM**”) of Wee Hur Holdings Ltd. (the “**Company**”) will be convened and held by electronic means on Friday, 29 April 2022 at 11.30 a.m. for the purpose of transacting the following business:

ORDINARY BUSINESS

- | | | |
|----|--|---------------------|
| 1. | To receive and adopt the Directors’ Statement, Auditor’s Report and Audited Financial Statements for the financial year ended 31 December 2021. | Resolution 1 |
| 2. | To declare the payment of a final tax exempt (one-tier) dividend of \$0.003 per ordinary share for the financial year ended 31 December 2021. | Resolution 2 |
| 3. | To approve the payment of Directors’ fees of \$180,000 for the financial year ending 31 December 2022, to be paid quarterly in arrears. (2021: \$180,000). | Resolution 3 |
| 4. | To re-elect Mr Goh Yeow Lian, a Director retiring pursuant to Regulation 109 of the Company’s Constitution. [See explanatory Note (a)] | Resolution 4 |
| 5. | To re-elect Mr Goh Yew Tee, a Director retiring pursuant to Regulation 109 of the Company’s Constitution. [See explanatory Note (a)] | Resolution 5 |
| 6. | To re-appoint PricewaterhouseCoopers LLP as Independent Auditor and to authorise the Directors to fix their remuneration. | Resolution 6 |

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions, with or without modifications, as Ordinary Resolutions:

- | | | |
|----|---|---------------------|
| 7. | Share Issue Mandate | Resolution 7 |
| | <p>“That pursuant to Section 161 of the Companies Act 1967 (the “Companies Act”) and the listing rules of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) authority be and is hereby given to the Directors of the Company to:</p> <p>(a) (i) issue shares in the capital of the Company (“Shares”) whether by way of rights, bonus or otherwise; and/or</p> <p>(ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,</p> <p>at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and</p> <p>(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,</p> <p>provided that:</p> <p>(1) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares (including Shares to be issued in pursuance</p> | |

of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro rata basis to existing shareholders of the Company shall not exceed twenty per cent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:
- (i)* new Shares arising from the conversion or exercise of any convertible securities;
- (ii)* new Shares arising from the exercise of share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST; and
- (iii) any subsequent bonus issue, consolidation or subdivision of Shares;
- *Adjustments in accordance with (i) or (ii) are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this resolution approving the mandate.*
- and, in sub-paragraph (1) above and this sub-paragraph (2), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST.
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in a general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.”
[See explanatory Note (b)]

- | | | |
|----|--|---------------------|
| 8. | The Proposed Renewal of the Mandate for Interested Person Transactions | Resolution 8 |
| | <p>“That:</p> <p>(a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of the SGX-ST, for the Company, its subsidiaries and associated companies that are considered to be “entities at risk” under Chapter 9 of the Listing Manual of the SGX-ST, or any or them, to enter into the Mandated Transactions with the Mandated Interested Person, provided that such transactions are (i) made on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders and (ii) in accordance with the review procedures for such Mandated Transactions (the “IPT Mandate”);</p> <p>(b) the IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next annual general meeting of the Company;</p> <p>(c) the Audit Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of the procedures and/or modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Listing Manual of the SGX-ST, which may be prescribed by the SGX-ST from time to time, and such other applicable laws and rules; and</p> | |

- (d) the Directors and any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, to negotiate, sign, execute and deliver all documents, approve any amendments, alteration or modification to any document and affix the Common Seal of the Company to any such documents if required) as they or he may consider expedient or necessary in the interests of the Company to give effect to the transactions contemplated and/or authorised by and/or in connection with the proposed renewal of the IPT Mandate and/or this Ordinary Resolution (including approving any amendments to the IPT Mandate or variation orders)." [See explanatory Note (c)]

NOTICE IS HEREBY GIVEN that, subject to the members' approval at the AGM of the Company, the Transfer Books and Register of Members of the Company will be closed at 5.00 p.m. on 6 May 2022 for the purpose of determining members' entitlement to the proposed final tax exempt (1-tier) dividend of \$0.003 per ordinary share for the financial year ended 31 December 2021 (the **"FY2021 Final Dividend"**).

Duly completed transfers received by the Company's Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. of 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632 up to the close of business at 5.00 p.m. on 6 May 2022 will be registered to determine the members' entitlement to the FY2021 Final Dividend.

In respect of shares in securities accounts with the Central Depository (Pte) Limited (**"CDP"**), the FY2021 Final Dividend will be paid by the Company to CDP which will in turn distribute the FY2021 Final Dividend entitlements to holders of shares in accordance with its practice.

The FY2021 Final Dividend, if approved, will be paid on 20 May 2022 to members registered in the books of the Company on 6 May 2022.

By Order of the Board
Tan Ching Chek and Teo Ah Hiong
Joint Company Secretaries

14 April 2022

Explanatory Notes:

- (a) Information pursuant to Rule 720(6) of the Listing Manual of the SGX-ST on Mr Goh Yeow Lian and Mr Goh Yew Tee is set out under the "Information on Directors Seeking for Re-election" on pages 165 to 169 of Annual Report 2021 of the Company.
- (b) The proposed Ordinary Resolution 7, if passed, will empower the Directors of the Company from the date of the AGM until the next annual general meeting to issue shares in the Company up to the limits as specified in the resolution for such purposes as they consider would be in the interests of the Company. This authority will continue in force until the next annual general meeting of the Company, unless previously revoked or varied at a general meeting.
- (c) The Interested Persons, namely Mr Goh Yeow Lian, Mr Goh Yew Tee, Mr Goh Yeo Hwa, Mr Goh Yew Gee, Mr Goh Yeu Toh and Mr Goh Yew Lay, will abstain and have undertaken to ensure that each of their Associates will abstain from voting on the proposed Ordinary Resolution 8 relating to the renewal of the general IPT Mandate. The proposed Ordinary Resolution 8, if passed, will empower the Directors of the Company from the date of the AGM until the next annual general meeting to do all acts and things as they or he may consider necessary or expedient in the interests of the Company to give effect to the transactions contemplated and/or authorised by and/or in connection with the proposed renewal of the IPT Mandate. This authority will continue in force until the next annual general meeting of the Company, unless previously revoked or varied at a general meeting. For more information relating to Ordinary Resolution 8, please refer to the Appendix in relation to the Proposed Renewal of the IPT Mandate dated 14 April 2022.

Notes:

1. The AGM of the Company will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Notice together with the proxy form will not be sent to members. Instead, these documents will be sent to members by electronic means via publication on the Company's website at the URL <https://www.weehur.com.sg/investor-relations/announcements-and-press-release/> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the chairman of the meeting of the Company (the **"Chairman of the Meeting"**) in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company's announcement dated 14 April 2022.
3. As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the AGM in person. Members may watch the AGM proceedings through a live webcast using their computers, tablets or mobile phones or listening to the proceedings through live audio-only stream via telephone.

To access the live webcast and the audio-only stream, members need to register by no later than 11.30 a.m. on 26 April 2022, being 72 hours before the time fixed for the AGM (**"Registration Deadline"**) to enable the Company to verify their status. Authenticated members will receive an email a day before the AGM, containing the link and the telephone number through which the live webcast and the live audio-only stream can be accessed, and the login details and credentials.

Members can register by clicking on the Wee Hur's Registration Portal URL <http://weehur.avaleasemgdwebinar.com> and we advise all members to register as early as possible. Members are advised to also check the Junk folder of their email in case the emails are directed there instead of Inbox. Members who registered by the Registration Deadline but do not receive an email response by 11.30 a.m. on 28 April 2022, may contact the Company at general@weehur.com.sg or Tel: (65) 6258 1002.

4. **A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.** Please note that a member may not vote at the AGM otherwise than by way of appointing the Chairman of the Meeting as the member's proxy. The accompanying proxy form for the AGM will be published on the Company's website at the URL <https://www.weehur.com.sg/investor-relations/announcements-and-press-release/> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
5. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

The proxy form is not valid for use by persons holding shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967) (including CPF/SRS investors) (**"Investors"**) and shall be ineffective for all intents and purposes if used or purported to be used by them. Investors who wish to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. 19 April 2022.

6. The Chairman of the Meeting, as proxy, need not be a member of the Company.
7. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner: (a) if submitted by post, be lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or (b) if submitted electronically, be submitted via email to the Company's Share Registrar at srs.teamd@boardroomlimited.com, in either case not less than 72 hours before the time appointed for the AGM, i.e. no later than 11.30 a.m. on 26 April 2022. A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

8. A member who pre-registers to watch the live webcast or listen to the audio-only stream may also submit questions relating to the business of this AGM in the following manner: (a) via the pre-registration website by clicking on the Wee Hur's Registration Portal URL <http://weehur.avaleasemgdwebinar.com>; (b) by email to the Company's Share Registrar at srs.teamd@boardroomlimited.com; or (c) by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, in either case no later than 5.00 p.m. on 22 April 2022.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit questions by post, members are strongly encouraged to submit their questions via the pre-registration website or email. The Company will endeavour to address all substantial and relevant questions prior to the AGM by publishing the responses to questions on the SGXNet and the Company's website.

9. The Annual Report 2021 and the Appendix in relation to the Proposed Renewal of the IPT Mandate dated 14 April 2022 may be accessed at the Company's website at the URL <https://www.weehur.com.sg/investor-relations/> as follows: (a) the Annual Report 2021 may be accessed by clicking on the hyperlink for "Annual Report 2021"; and (b) the Appendix in relation to the Proposed Renewal of the IPT Mandate dated 14 April 2022 may be accessed by clicking on the hyperlink for "Appendix in relation to the Proposed Renewal of the IPT Mandate". Printed copies will not be sent to members.
10. Minutes of the AGM will be published on the SGXNet and the Company's website. Members and Investors are advised to check the SGXNet and/or the Company's website regularly for updates.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Mr Goh Yeow Lian and Mr Goh Yew Tee are the Directors seeking for re-election at the Fifteenth Annual General Meeting of Wee Hur Holdings Ltd. (the "**Company**") to be held by electronic means on Friday, 29 April 2022 at 11.30 a.m.

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to Mr Goh Yeow Lian and Mr Goh Yew Tee as set out in Appendix 7.4.1 of the Listing Manual of the SGX-ST is as follows:

Name of Director	Goh Yeow Lian	Goh Yew Tee
Date of Appointment	3 September 2007	24 September 2007
Date of last re-appointment (if applicable)	26 April 2019	26 April 2019
Age	68	62
Country of Principal Residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	Mr Goh Yeow Lian will continue to contribute his valuable experience and knowledge to the Board of the Company.	Mr Goh Yew Tee will continue to contribute his valuable experience and knowledge to the Board of the Company.
Whether appointment is executive, and if so, the area of responsibility:	Executive Mr Goh Yeow Lian is one of the founders of the Group. He has played a pivotal role in the growth and development of the Group and is responsible in the formulation of our Group's strategic directions and expansion plans and managing the Group's overall business development.	Executive Mr Goh Yew Tee is responsible for the overall operation of the construction and dormitory business of the Group.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Chairman and Managing Director	Executive Director
Professional qualifications	Diploma in Building	Diploma in Building
Working experience and occupation(s) during the past 10 years	Executive Director of the Company (from 2007 to present)	Executive Director of the Company (from 2007 to present)
Shareholding interest in the listed issuer and its subsidiaries	(i) 6,063,000 shares registered in own name; and (ii) Goh Yeow Lian is deemed to have an interest in the following shares: (a) 349,159,000 Shares held by GSC Holdings Pte. Ltd. through his interest in GSC Holdings Pte. Ltd. by virtue of Section 4 of the Securities and Futures Act; (b) 5,300,000 Shares registered in the name of his spouse, Tan Ah Hio; (c) 8,216,000 Shares held by his spouse (registered in the name of Citibank Nominees Singapore Pte Ltd); and (d) 39,519,872 Shares registered in the name of Citibank Nominees Singapore Pte Ltd.	(i) 2,159,416 shares registered in own name (ii) 5,550,000 shares registered in the name of OCBC Securities Private Limited (iii) 10,000,000 shares registered in the name of Bank of Singapore

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Name of Director	Goh Yeow Lian	Goh Yew Tee
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/ or substantial shareholder of the listed issuer or of any of its principal subsidiaries	<ul style="list-style-type: none"> Brother of Goh Yew Tee, Goh Yeo Hwa and Goh Yew Gee, Directors of the Company and Goh Yeu Toh, a Director of Wee Hur Construction Pte Ltd ("WHC"), a principal subsidiary of the Company. Brother-in-law of Sua Nam Heng and Cheng Kiang Huat, Directors of WHC. Father of Goh Wee Ping, Chief Executive Officer of Wee Hur Capital Pte Ltd, a principal subsidiary of the Company. Director and shareholder of GSC Holdings Pte. Ltd., a substantial shareholder of the Company. 	<ul style="list-style-type: none"> Brother of Goh Yeow Lian, Goh Yeo Hwa, Goh Yew Gee, Directors of the Company and Goh Yeu Toh, a Director of Wee Hur Construction Pte Ltd ("WHC"), a principal subsidiary of the Company. Brother-in-law of Sua Nam Heng and Cheng Kiang Huat, Directors of WHC. Director and shareholder of GSC Holdings Pte. Ltd., a substantial shareholder of the Company.
Conflict of interests (including any competing business)	Nil	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other principal commitments including directorships:		
Past (for the last 5 years):	Director of: 1. Wee Hur (Woodlands) Pte. Ltd. 2. Wee Hur (Paya Lebar) Pte. Ltd. 3. Wee Hur (Buranda 3) Pty Ltd	Director of: 1. Wee Hur (Woodlands) Pte. Ltd. 2. Wee Hur (Paya Lebar) Pte. Ltd. 3. Wee Hur (Buranda 3) Pty Ltd
Present:	Director of: 1. Wee Hur Construction Pte Ltd 2. Wee Hur Development Pte Ltd 3. Wee Hur (Kaki Bukit) Pte Ltd 4. WM (Kaki Bukit) Pte Ltd 5. Wee Hur (Kim Keat) Pte Ltd 6. Wee Hur (Punggol Central) Pte Ltd 7. Wee Hur Dormitory Pte Ltd 8. WM (Dormitory) Pte Ltd 9. Active System Engineering Pte Ltd 10. Wee Hur (Australia) Pte Ltd 11. Wee Hur (Woodlands 12) Pte Ltd 12. Wee Hur International Pte Ltd 13. Wee Hur PBSA (Australia) Pte Ltd 14. Wee Hur Capital Pte Ltd 15. Active System Development Pte Ltd 16. Wee Hur Hospitality Pte Ltd 17. WM Development Pte Ltd 18. GSC Holdings Pte Ltd	Director of: 1. Wee Hur Construction Pte Ltd 2. Wee Hur Development Pte Ltd 3. Wee Hur (Kaki Bukit) Pte. Ltd. 4. WM (Kaki Bukit) Pte. Ltd. 5. Wee Hur (Kim Keat) Pte. Ltd. 6. Wee Hur (Punggol Central) Pte. Ltd. 7. WM (Punggol Central) Pte. Ltd. 8. Wee Hur Dormitory Pte. Ltd. 9. WM (Dormitory) Pte. Ltd. 10. Active System Engineering Pte. Ltd. 11. Wee Hur (Australia) Pte. Ltd. 12. Wee Hur (Woodlands 12) Pte. Ltd. 13. Wee Hur International Pte. Ltd. 14. Wee Hur PBSA (Australia) Pte. Ltd. 15. Wee Hur Capital Pte. Ltd. 16. Active System Development Pte Ltd 17. Wee Hur Hospitality Pte Ltd 18. Multi-zones Marketing Pte. Ltd.

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Name of Director	Goh Yeow Lian	Goh Yew Tee
Present:	Director of: 19. Multi-zones Marketing Pte. Ltd. 20. Upside Investment Pte Ltd 21. PSH Ventures Pte Ltd 22. Fernvale Green Pte Ltd 23. Hexachem (M) Sdn Bhd 24. Mimosa Realty (M) Sdn Bhd 25. Wee Hur (Buranda 2) Pty Ltd 26. Wee Hur (Ann Street) Pty Ltd 27. Wee Hur (Bartley) Pte Ltd 28. WM (Bartley) Pte Ltd 29. Wee Hur PBSA II (Australia) Pte Ltd 30. KK39 Ventures Pte Ltd 31. Y Suites Australia Pty Ltd	Director of: 19. GSC Holdings Pte Ltd 20. Wealth Investment Pte Ltd 21. Fernvale Green Pte Ltd 22. Wee Hur (Buranda 2) Pty Ltd 23. Wee Hur (Ann Street) Pty Ltd 24. Wee Hur (Bartley) Pte Ltd 25. WM (Bartley) Pte Ltd 26. Wee Hur PBSA II (Australia) Pte Ltd 27. KK39 Ventures Pte Ltd
Information required under items (a) to (k) of Appendix 7.4.1 of the Listing Manual of the SGX-ST		
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Name of Director	Goh Yeow Lian	Goh Yew Tee
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:- (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Name of Director	Goh Yeow Lian	Goh Yew Tee
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or (iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or (iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?		
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or have been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No

Proxy Form

WEE HUR HOLDINGS LTD.

Company Reg. No.: 200619510K
(Incorporated in the Republic of Singapore)

ANNUAL GENERAL MEETING

IMPORTANT

1.

The Annual General Meeting (“**AGM**”) will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of AGM and this proxy form will not be sent to members. Instead, the Notice of AGM and this proxy form will be sent to members by electronic means via publication on the Company’s website at the URL <https://www.weehur.com.sg/investor-relations/announcements-and-press-release/> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

2.

Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company’s announcement dated 14 April 2022.

3.

As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.

4.

This proxy form is not valid for use by persons holding shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967) (including CPF/SRS investors) (“**Investors**”) and shall be ineffective for all intents and purposes if used or purported to be used by them. Investors who wish to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 19 April 2022.

5.

Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the Meeting as a member’s proxy to attend, speak and vote on his/her/its behalf at the AGM.

PERSONAL DATA PRIVACY

By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 14 April 2022.

I/We _____ (Name), _____ (NRIC/Passport Number / Company Registration Number) of _____ (Address) being a member/members of **Wee Hur Holdings Ltd.** (the “**Company**”) hereby appoint the chairman of the AGM of the Company (the “**Chairman of the Meeting**”), as my/our proxy/proxies to attend, speak and to vote for me/us on my/our behalf at the AGM of the Company to be convened and held by way of electronic means on Friday, 29 April 2022 at 11.30 a.m. and at any adjournment thereof.

I/We have indicated with a “√” in the appropriate box against each item below how I/We wish the Chairman of the Meeting as my/our proxy to vote, or to abstain from voting.

No.	Ordinary Resolutions	For	Against	Abstain
ORDINARY BUSINESS				
1.	To adopt the Directors’ Statement, Auditor’s Report and Audited Financial Statements			
2.	To declare a Final Dividend			
3.	To approve the Directors’ Fees for the financial year ending 31 December 2022			
4.	To re-elect Mr Goh Yeow Lian, a Director retiring under Regulation 109 of the Company’s Constitution			
5.	To re-elect Mr Goh Yew Tee, a Director retiring under Regulation 109 of the Company’s Constitution			
6.	To re-appoint PricewaterhouseCoopers LLP as Independent Auditor and to authorise the Directors to fix their remuneration.			
SPECIAL BUSINESS				
7.	To approve the Share Issue Mandate			
8.	To approve the renewal of Mandate for Interested Person Transactions			

Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes For or Against a resolution, please tick with “√” in the For or Against box. Alternatively, please indicate the number of votes For or Against each resolution. If you wish the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please tick with “√” in the Abstain box. Alternatively, please indicate the number of shares that the Chairman of the Meeting as your proxy is directed to abstain from voting. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.

Dated this _____ day of _____ 2022

Total Number of Shares Held	
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Signature(s) of Member(s) / Common Seal
IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES:

1. A member should insert the total number of shares held. If the member has shares entered against his name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act (Chapter 289) of Singapore), he should insert that number of shares. If the member has shares registered in his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of shares. If the member has shares entered against his name in the Depository Register and registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.

2. As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. This proxy form may be accessed at the Company's website at the URL <https://www.weehur.com.sg/investor-relations/announcements-and-press-release/> and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

This proxy form is not valid for use by Investors and shall be ineffective for all intents and purposes if used or purported to be used by them. Investors who wish to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 19 April 2022.

3. The Chairman of the Meeting, as proxy, need not be a member of the Company.

4. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner: (a) if submitted by post, be lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or (b) if submitted electronically, be submitted via email to the Company's Share Registrar at srs.teamd@boardroomlimited.com, in either case not less than 72 hours before the time appointed for the AGM, i.e. no later than 11.30 a.m. on 26 April 2022. A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

5. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointer or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.

6. Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

7. The Company shall be entitled to reject an instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument of proxy appointing the Chairman of the Meeting as proxy (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.



偉合控股有限公司
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