SINGASIA Holdings Limited

星亞控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8293

2019 First Quarterly Report

* For identification purpose only.

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

This report, for which the directors (the "Directors") of SingAsia Holdings Limited (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "GEM Listing Rules") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this report misleading.

The original report is prepared in the English language. This report is translated into Chinese. In the event of any inconsistencies between the Chinese and the English version, the latter shall prevail.

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HIGHLIGHTS

- The unaudited revenue of the Group amounted to approximately S$5,595,000 for the three months ended 31 October 2018, representing an increase of approximately S$850,000 or 17.91% as compared with the three months ended 31 October 2017.

- The unaudited administrative expenses of the Group was approximately S$2,376,000 for the three months ended 31 October 2018, representing an increase of approximately S$378,000 or 18.92% as compared with the three months ended 31 October 2017. The substantial increase was mainly attributable to higher staff costs, motor vehicle expenses, depreciation expenses, professional fees and office rental fee for the Hong Kong office.

- The unaudited loss of the Group was approximately S$982,000 for the three months ended 31 October 2018, compared with the unaudited loss of the Group of approximately S$606,000 for the three months ended 31 October 2017.

- Basic and diluted loss per share was S$0.00079 for the three months ended 31 October 2018 compared with basic and diluted loss per share of S$0.00048 (restated) for the three months ended 31 October 2017.

- The Board does not recommend the payment of interim dividend for the three months ended 31 October 2018.

FIRST QUARTERLY RESULTS

The board of Directors (the "Board") of the Company hereby announces the unaudited condensed consolidated results of the Company and its subsidiaries (the "Group") for the three months ended 31 October 2018, together with the unaudited comparative figures for the corresponding period in 2017, as follows:

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months ended 31 October 2018

	Notes	Three months ended 31 October 2018 S$ (Unaudited)	2017 S$ (Unaudited)
REVENUE	4	**5,594,930**	4,745,318
Cost of services		**(4,051,409)**	(3,264,279)
Gross profit		**1,543,521**	1,481,039
Other income	4	**35,028**	47,495
Administrative expenses		**(2,375,752)**	(1,998,133)
Other operating expenses		**(171,249)**	(139,624)
Finance costs		**(1,496)**	—
LOSS BEFORE TAX	5	**(969,948)**	(609,223)
Income tax (expense)/credit	6	**(11,785)**	3,450
LOSS FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE COMPANY		**(981,733)**	(605,773)
OTHER COMPREHENSIVE (LOSS)/ INCOME			
Exchange differences on translation of foreign operations		**(715)**	157
OTHER COMPREHENSIVE (LOSS)/ INCOME FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE COMPANY		**(715)**	157

	Notes	Three months ended 31 October 2018 S$ (Unaudited)	2017 S$ (Unaudited)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE COMPANY		**(982,448)**	(605,616)
LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY			(Restated)
Basic and diluted	7	**(0.00079)**	(0.00048)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 October 2018

	Attributable to owners of the Company						
	Share capital S$	Share premium S$	Merger reserve S$	Other reserve S$	Exchange fluctuation reserve S$	(Accumulated losses)/ profits S$	Total equity S$
2018 (Unaudited)							
At 1 August 2018	**433,000**	**12,079,017**	**(2,379,552)**	**(4,958)**	**1,096**	**(2,967,520)**	**7,161,083**
Loss for the period	**–**	**–**	**–**	**–**	**–**	**(981,733)**	**(981,733)**
Other comprehensive loss for the period: Exchange differences on translation of foreign operations	**–**	**–**	**–**	**–**	**(715)**	**–**	**(715)**
Total comprehensive loss for the period	**–**	**–**	**–**	**–**	**(715)**	**(981,733)**	**(982,448)**
At 31 October 2018	**433,000**	**12,079,017**	**(2,379,552)**	**(4,958)**	**381**	**(3,949,253)**	**6,178,635**
2017 (Unaudited)							
At 1 August 2017	433,000	12,079,017	(2,379,552)	(4,958)	(376)	116,526	10,243,657
Loss for the period	–	–	–	–	–	(605,773)	(605,773)
Other comprehensive income for the period: Exchange differences on translation of foreign operations	–	–	–	–	157	–	157
Total comprehensive loss for the period	–	–	–	–	157	(605,773)	(605,616)
At 31 October 2017	433,000	12,079,017	(2,379,552)	(4,958)	(219)	(489,247)	9,638,041

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Three months ended 31 October 2018

1. CORPORATE INFORMATION

The Company is an exempted company with limited liability incorporated in the Cayman Islands and its shares are listed on GEM of the Stock Exchange on 15 July 2016. The Company's registered office address is Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The Company was registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the "Companies Ordinance") on 22 December 2015 and the principal place of business registered in Hong Kong is 19th Floor, Prosperity Tower, 39 Queen's Road Central, Central, Hong Kong. The head office address and principal place of business of the Group is 27 New Bridge Road, Singapore 059391.

The Company is an investment holding company. The Group was involved in the following principal activities:

- manpower outsourcing
- manpower recruitment
- manpower training

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements for the year ended 31 July 2018, which have been prepared in accordance with International Financial Reporting Standards ("IFRSs") which include International Accounting Standards ("IASs") and Interpretations promulgated by the International Accounting Standards Board and the disclosure requirements of the Companies Ordinance. The unaudited condensed consolidated financial statements also comply with the applicable disclosure requirements under the GEM Listing Rules.

The unaudited condensed consolidated financial statements have been prepared under the historical cost convention. The unaudited condensed consolidated financial statements are presented in Singapore dollars ("S$") except when otherwise indicated.

The accounting policies and methods of computation used in the preparation of these unaudited condensed consolidated financial statements are consistent with those used in the consolidated financial statements for the year ended 31 July 2018, except for the adoption of the new/revised IFRSs that are relevant to the Group and effective from the current accounting period.

Annual Improvements to IFRSs	2014–2016 Cycle: IFRS 1 and IAS 28
Amendments to IFRS 2	Classification and Measurement of Share-based Payment Transactions
IFRS 9	Financial Instruments
IFRS 15	Revenue from Contracts with Customers
IFRIC-Int 22	Foreign Currency Transactions and Advance Consideration

The adoption of these amendments did not result in substantial changes to the Group's accounting policies and amounts reported for the current and prior periods except for IFRS 9 and IFRS 15.

IFRS 9 Financial Instruments

IFRS 9 replaces the provisions of IAS 39 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial statements, impairment of financial assets and hedge accounting.

(a) Classification

IFRS 9 categories financial assets into three principal classification categories: measured at amortised cost, at fair value through other comprehensive income ("FVOCI") and at fair value through profit or loss ("FVPL"). These supersede IAS 39's categories of held-to maturity investments, loans and receivables, available-for-sale financial assets and financial assets measured at FVPL. The classification of financial assets under IFRS 9 is based on the business model under which the financial asset is managed and the contractual cash flow characteristics of the financial assets.

Trade and other receivables that were accounted for at amortised cost under IAS 39 are continue to be accounted for using amortised cost model under IFRS 9.

There was no material effect on the amounts reported set out in these unaudited condensed consolidated financial statements under the new classification of financial assets under IFRS 9.

(b) Impairment of financial assets

IFRS 9 replaces the "incurred loss" model of IAS 39 with a forward-looking expected credit losses ("ECL") model. The ECL model requires entity to consider historic, current and forward-looking information (including macro-economic data). This will result in the earlier recognition of credit losses as it will no longer be appropriate for entities to wait for an incurred loss event to have occurred before credit losses are recognised.

Measurement of ECLs

Under this new model, expected credit losses are accounted for from the date when financial instruments are first recognised. Entities are required to recognise 12-month expected credit losses, or, where credit risk has increased significantly since initial recognition, lifetime expected credit losses.

Followed by the adoption of IFRS 9, there was no material impact of the change in impairment methodology on the Group's impairment allowance. Overall, the application of IFRS 9 in the current period has had no material effect on the amounts reported and/or disclosures set out in these unaudited condensed consolidated financial statements.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 establishes a comprehensive framework that an entity shall apply to report useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer.

(a) The five-step model framework

The core principle of IFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the Standard introduces a 5-step approach to revenue recognition:

Step 1: Identify the contracts with a customer.

Step 2: Identify the performance obligations in the contract.

Step 3: Determine the transaction price.

Step 4: Allocate the transaction price to the performance obligations in the contract.

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.

(b) Timing of revenue recognition

Under IFRS 15, an entity recognises revenue when a performance obligation is satisfied, i.e when "control" of goods and services underlying the particular performance obligation is transferred to the customer. This may be single point in time or over time. IFRS 15 identifies the following three situations in which control of the promised good or service is regarded as being transferred over time:

(i) Customer simultaneously receives and consumes the benefits provided by entity's performance;

(ii) Entity's performance creates or enhances an asset that the customer controls as the asset is created or enhanced;

(iii) Entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment (for performance completed to date).

Previously, revenue arising from provision of services was recognised over the terms of the service contracts as the work is performed.

The adoption of IFRS 15 did not have material impact on the Group's financial performance.

3. SEGMENT INFORMATION

The Group is principally engaged in the provision of manpower services. Information reported to the Group's management for the purpose of resources allocation and performance assessment presents the operating results of the Group as a whole since the Group's resources are integrated and no discrete operating segment is available. Accordingly, no operating segment information is presented.

During the three months ended 31 October 2018, revenue is principally derived from the Group's operations in Singapore.

4. REVENUE AND OTHER INCOME

	Three months ended 31 October	
	2018	2017
	S$	S$
	(Unaudited)	(Unaudited)
Revenue		
Manpower outsourcing	**5,368,049**	4,318,498
Manpower recruitment	**117,475**	119,535
Manpower training	**109,406**	307,285
	5,594,930	4,745,318
Other income and gains		
Government grants	**–**	4,920
Sundry income	**13,407**	6,445
Foreign exchange gain, net	**–**	9,536
Forfeiture income	**13,325**	15,825
Sale of merchandise	**8,294**	10,686
Interest income	**2**	83
	35,028	47,495

5. LOSS BEFORE TAX

The Group's loss before tax is arrived at after charging:

	Three months ended 31 October	
	2018	2017
	S$	S$
	(Unaudited)	(Unaudited)
Cost of services	**4,051,409**	3,264,279
Depreciation	**154,835**	122,816
Employee benefits expenses (excluding directors' remuneration):		
— Salaries and bonuses	**4,454,213**	3,644,885
— Contributions to defined contribution plans	**437,012**	371,974
— Foreign Worker Levy	**298,555**	273,848
— Other short-term benefits	**31,770**	14,615

For the three months ended 31 October 2018, cost of services includes S$3,413,737 (2017: S$2,674,596) related to salaries and bonuses, S$345,310 (2017: S$276,232) related to contributions to defined contribution plans and S$258,702 (2017: S$231,537) related to foreign worker levy, which amounts are also included in the respective total amounts disclosed separately above.

6. INCOME TAX EXPENSE/(CREDIT)

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which entities of the Group are domiciled and operated.

No Hong Kong Profits Tax has been provided since no assessable profit arose in Hong Kong. Hong Kong Profits Tax is calculated in accordance with the two-tiered profits tax rates regime. Under the two-tiered profits tax rates regime, the profits tax rate for the first HK$2 million of estimated assessable profits is lowered to 8.25% while the estimated assessable profits above HK$2 million is continue to be subject to the rate of 16.5% for corporations.

Singapore Corporate Income Tax has been provided at the rate of 17% (2017: 17%) on the chargeable income arising in Singapore during the period after offsetting any tax losses brought forward.

Major components of income tax expense/(credit)

The major components of income tax expense/(credit) for the three months ended 31 October 2018 and 2017 are:

	Three months ended 31 October	
	2018	2017
	S$	S$
	(Unaudited)	(Unaudited)
Current income tax:		
Charge for the period	**24,882**	16,295
Deferred income tax:		
Credit for the period	**(13,097)**	(19,745)
Total tax expense/(credit) for the period	**11,785**	(3,450)

7. LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

	Three months ended 31 October	
	2018	2017
	S$	S$
	(Unaudited)	(Unaudited)
Loss attributable to owners of the Company (S$)	**(981,733)**	(605,773)
		(restated)
Weighted average number of shares in issue	**1,250,000,000**	1,250,000,000
		(restated)
Basic and diluted loss per share	**(0.00079)**	(0.00048)

The calculation of the basic loss per share is based on the loss for the period attributable to owners of the Company and the weighted average number of shares in issue which have been adjusted/restated to reflect the effect of share subdivision on 8 March 2018 that each of the existing issued and unissued shares of the Company is subdivided into 5 shares.

The diluted loss per share is the same as the basic loss per share as the Group had no potentially dilutive ordinary shares in issue during the three months ended 31 October 2018 and 2017.

8. DIVIDENDS

The Board does not recommend the payment of an interim dividend for the three months ended 31 October 2018 (2017: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

Revenue

The Group's revenue was mainly derived from manpower outsourcing, manpower recruitment and manpower training services. Our revenue increased by approximately S$850,000 or 17.91% from approximately S$4,745,000 for the three months ended 31 October 2017 to approximately S$5,595,000 for the three months ended 31 October 2018. The increase was mainly due to increase in revenue from manpower outsourcing services and partially offset by decrease in revenue from manpower training and manpower recruitment services.

The growth in the manpower outsourcing services was mainly attributable to higher demand for our services from our existing customers in hotel and resort, food and beverage ("F&B") and retail sectors.

Gross profit

The overall gross profit increased by approximately S$63,000 or 4.25% from approximately S$1,481,000 for the three months ended 31 October 2017 to approximately S$1,544,000 for the three months ended 31 October 2018.

The overall gross profit margin decreased slightly from 31.21% for the three months ended 31 October 2017 to 27.60% for the three months ended 31 October 2018. The gross profit margin for manpower outsourcing services was lower for the three months ended 31 October 2018 as we had to charge more competitive prices to keep ahead of the competition.

Other income and gains

Other income and gains decreased by approximately S$12,000 from approximately S$47,000 for the three months ended 31 October 2017 to approximately S$35,000 for the three months ended 31 October 2018. The decrease was principally due to absence of unrealised foreign exchange gain and government grant recorded for the three months ended 31 October 2018 as compared to the three months ended 31 October 2017.

Administrative expenses

The administrative expenses increased by approximately S$378,000, or 18.92%, from approximately S$1,998,000 for the three months ended 31 October 2017 to approximately S$2,376,000 for the three months ended 31 October 2018. The increase was mainly attributable to (i) increase in professional fees of approximately S$113,000 due to increase in legal and professional fees for the proposed acquisition of equity interests in Mobile Medical International Holdings Limited; (ii) increase in office rental fee due to new tenancy agreement for office premise for the Hong Kong office of approximately S$173,000 offset by decrease in management fees by approximately S$65,000 for the rental payments for the Hong Kong office before the relocation; (iii) increase in staff costs by approximately S$85,000; and (iv) motor vehicle expenses and depreciation expenses collectively increased by approximately S$75,000.

Other operating expenses

Other operating expenses increased by approximately S$31,000 from approximately S$140,000 for the three months ended 31 October 2017 to approximately S$171,000 for the three months ended 31 October 2018. The increase was mainly due to higher business development expenses.

Finance costs

The Group recorded finance costs of approximately S$1,500 for the three months ended 31 October 2018. It was primarily attributable to the incurred of interest expenses on the loan from a substantial shareholder.

Income tax (expense)/credit

The Group recorded a tax expense of approximately S$12,000 for the three months ended 31 October 2018. The increase was mainly due to (i) provision of Singapore Corporate Income Tax for profit-making subsidiaries in Singapore; and (ii) lower recognition of deferred tax assets which arose from excess of tax values over net book values of property, plant and equipment.

Loss for the period

Due to the combined effect of the aforesaid factors, the Group recorded unaudited loss of the Group was approximately S$982,000 for the three months ended 31 October 2018, compared to the unaudited loss of the Group of approximately S$606,000 for the three months ended 31 October 2017.

Employee information

As at 31 October 2018, the Group had an aggregate of 277 employees (2017: 267), comprising of 4 executive Directors (2017: 4), 107 support staff (2017: 103), and 166 full-time deployment staff (2017: 160).

The Group's remuneration policies are in line with the prevailing market practices and formulated on the basis of job scope and responsibilities. Our employees are also entitled to discretionary bonus which is rewarded on a performance related basis. Our foreign workers are employed on contractual basis and are remunerated according to their work skills.

BUSINESS REVIEW AND OUTLOOK

The Group is the provider of specialized workforce solutions by providing manpower outsourcing services, manpower recruitment services and manpower training services to our customers from the hotel and resort, retail and F&B sectors.

The Group's revenue increased by approximately S$850,000 from approximately S$4,745,000 for the three months ended 31 October 2017 to approximately S$5,595,000 for the three months ended 31 October 2018. The increase was mainly attributable to the increase in revenue from hotel and resort and retail sectors.

The Group recorded net loss of approximately S$982,000 for the three months ended 31 October 2018 which was mainly due to higher administrative expenses as compared to the three months ended 31 October 2017. The increase of administrative expenses was mainly due to higher professional fees, office rental fees, staff costs, motor vehicle expenses and depreciation expenses.

With the good reputation in the market and experienced management team, the Group is ideally positioned to compete against its competitors and expects to retain substantial amount of market share.

CORPORATE GOVERNANCE AND OTHER INFORMATION

Directors' and Chief Executive's Interests and Short Positions in Shares and Underlying Shares and Debentures of the Company or its Associated Corporations

As at 31 October 2018, the interests and short positions of each Director and chief executive in the shares and underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, were as follows:

Long Positions in Ordinary Shares of the Company

	Number of shares held, capacity and nature of interest			
Name of Director	**Directly beneficially owned**	**Through controlled corporation**	**Total**	**Percentage of the issued share capital**
Mr. Sim Hak Chor (Note)	—	400,000,000	400,000,000	32%

Note: Centrex Treasure Holdings Limited is beneficially owned as to approximately 94.89% by Mr. Sim Hak Chor. Under the SFO, Mr. Sim Hak Chor is deemed to be interested in all the shares held by Centrex Treasure Holdings Limited. Details of the interest in the Company held by Centrex Treasure Holdings Limited are set out in the section headed "Substantial Shareholders' and Other Persons' Interests and Short Positions in Shares and Underlying Shares of the Company" below.

Long Position in the Shares of Associated Corporation

Name of associated corporation	Name	Capacity/ Nature of interest	Number of shares of the Company held	Approximate percentage of issued share capital
Centrex Treasure Holdings Limited (Note)	Mr. Sim Hak Chor	Beneficial owner	4,826	94.89%
Centrex Treasure Holdings Limited (Note)	Ms. Serene Tan	Beneficial owner	109	2.14%

Note: Centrex Treasure Holdings Limited is beneficially owned as to approximately 94.89% and 2.14% by Mr. Sim Hak Chor and Ms. Serene Tan respectively.

Save as disclosed above, as at 31 October 2018, none of the Directors and chief executive had registered an interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to Rule 5.46 of the GEM Listing Rules.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 October 2018, the following interests and short positions of 5% or more of the issued share capital and share options of the Company were recorded in the register of interests required to be kept by the Company pursuant to section 336 of the SFO:

	Number of shares held, capacity and nature of interest				
Name	Directly beneficially owned	Interest of spouse	Through controlled corporation	Total	Percentage of the issued share capital
Centrex Treasure Holdings Limited	400,000,000	—	—	400,000,000	32.00%
Mr. Yeung Chun Wai, Anthony	36,295,000 (Note 1)	22,080,000	142,275,000	200,650,000	16.05%
Ms. Lui Lai Yan	22,080,000 (Note 1)	178,570,000	—	200,650,000	16.05%
Rising Elite Global Limited	142,275,000 (Note 2)	—	—	142,275,000	11.38%
Mr. Li Haifeng	176,790,000	—	—	176,790,000	14.14%

Notes:

1 Ms. Lui Lai Yan is the spouse of Mr. Yeung Chun Wai, Anthony. Ms. Lui Lai Yan is deemed to be interested in all the shares of the Company in which Mr. Yeung Chun Wai, Anthony is interested under Part XV of the SFO.

2 Rising Elite Global Limited is beneficially wholly-owned by Mr. Yeung Chun Wai, Anthony. Under the SFO, Mr. Yeung Chun Wai, Anthony is deemed to be interested in all the shares of the Company held by Rising Elite Global Limited.

Save as disclosed above, as at 31 October 2018, no person, other than the Directors and chief executive of the Company, whose interests are set out in the section "Directors' and chief executive's interests and short positions in shares and underlying shares and debentures of the Company or its associated corporations" above, had registered an interest or short position in the shares or underlying shares of the Company that was required to be recorded pursuant to section 336 of the SFO.

DIRECTORS' AND CONTROLLING SHAREHOLDERS' INTEREST IN COMPETING BUSINESS

During the period under review, none of the Directors or the controlling shareholders or their respective associates (as defined in the GEM Listing Rules) of the Company had any interests in any businesses which competed with or might compete with the business of the Group.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the period under review.

DIVIDENDS

The Board does not recommend the payment of interim dividend for the three months ended 31 October 2018.

AUDIT COMMITTEE

The Group established an audit committee (the "Audit Committee") on 20 June 2016 with written terms of reference in compliance with Rule 5.28 of the GEM Listing Rules and paragraph C.3 of the Corporate Governance Code. The Audit Committee consists of three independent non-executive Directors namely Mr. Lim Cheng Hock, Lawrence, Mr. Jong Voon Hoo and Mr. Chan Fong Kong Francis. Mr. Chan Fong Kong Francis, the Director with the appropriate professional qualifications, serves as the chairman of the Audit Committee.

The primary duties of the Audit Committee are to assist the Board in providing an independent view of the effectiveness of the Group's financial reporting process, internal control and risk management systems, to oversee the audit proves and to perform other duties and responsibilities as assigned by the Board.

The Audit Committee has reviewed the unaudited results for the three months ended 31 October 2018 and has provided advice and comments thereon.

By order of the Board
SingAsia Holdings Limited
Sim Hak Chor
Chairman

Hong Kong, 13 December 2018

As at the date of this report, the executive Directors are Mr. Sim Hak Chor, Ms. Serene Tan, Mr. Yeung Chun Sing Standly and Ms. Wang Chunyang; and the independent non-executive Directors are Mr. Lim Cheng Hock, Lawrence, Mr. Jong Voon Hoo and Mr. Chan Fong Kong Francis.

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