



Company No. 199306761C

# **Dragon International Limited and its Subsidiaries**

**Condensed Interim Financial Statements  
For the Fourth Quarter and Full Year Ended 31 December 2021**

# CONDENSED BALANCE SHEETS

AS AT 31 DECEMBER 2021

	Note	Group		Company	
		31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
		US\$'000	US\$'000	US\$'000	US\$'000
<b>ASSETS</b>					
<b>Non-current assets</b>					
Intangible assets		-	34	-	34
Property, plant and equipment		1	3	-	-
Investments in subsidiaries	4	-	-	-	22
Investment in associate	5	3,697	15,491	3,697	16,320
		<b>3,698</b>	<b>15,528</b>	<b>3,697</b>	<b>16,376</b>
<b>Current assets</b>					
Prepayments		8	8	5	4
Amounts due from subsidiaries		-	-	18	133
Amounts due from associate		1,796	2,258	1,796	2,258
Inventories		261	85	-	-
Trade receivables		525	656	-	-
Other receivables		66	125	30	15
Cash and bank balances		1,199	1,204	277	98
		<b>3,855</b>	<b>4,336</b>	<b>2,126</b>	<b>2,508</b>
<b>TOTAL ASSETS</b>		<b>7,553</b>	<b>19,864</b>	<b>5,823</b>	<b>18,884</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Current liabilities</b>					
Trade payables and accruals		2,514	2,834	469	703
Other payables	6	2,220	2,226	112	141
Amount due to holding company	7	11,131	9,822	11,131	9,822
Amounts due to subsidiaries		-	-	197	103
Restructuring provision		85	76	-	-
Provision for taxation		49	46	35	27
		<b>15,999</b>	<b>15,004</b>	<b>11,944</b>	<b>10,796</b>
<b>NET CURRENT LIABILITIES</b>		<b>(12,144)</b>	<b>(10,668)</b>	<b>(9,818)</b>	<b>(8,288)</b>
<b>TOTAL LIABILITIES</b>		<b>15,999</b>	<b>15,004</b>	<b>11,944</b>	<b>10,796</b>
<b>NET (LIABILITIES)/ASSETS</b>		<b>(8,446)</b>	<b>4,860</b>	<b>(6,121)</b>	<b>8,088</b>
<b>Equity attributable to owners of the Company</b>					
Share capital	13	59,970	59,970	59,970	59,970
Capital reserve		2,525	2,525	-	-
Other reserve		18	18	-	-
Foreign currency translation reserve		(523)	(324)	-	-
Accumulated losses		(68,125)	(55,056)	(66,091)	(51,882)
		<b>(6,135)</b>	<b>7,133</b>	<b>(6,121)</b>	<b>8,088</b>
Non-controlling interests		(2,311)	(2,273)	-	-
<b>TOTAL (DEFICIT)/EQUITY</b>		<b>(8,446)</b>	<b>4,860</b>	<b>(6,121)</b>	<b>8,088</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>7,553</b>	<b>19,864</b>	<b>5,823</b>	<b>18,884</b>

# CONDENSED CONSOLIDATED INCOME STATEMENT

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

	Note	Group			Group		
		Fourth Quarter Ended			Full Year Ended		
		31-Dec-21 US\$'000	31-Dec-20 US\$'000	Change %	31-Dec-21 US\$'000	31-Dec-20 US\$'000	Change %
Revenue	9	587	525	12%	2,247	2,061	9%
Cost of sales		(480)	(419)	15%	(1,787)	(1,680)	6%
<b>Gross profit</b>		<b>107</b>	<b>106</b>	<b>1%</b>	<b>460</b>	<b>381</b>	<b>21%</b>
<b>Other operating income</b>		<b>41</b>	19	116%	<b>88</b>	84	5%
Selling and marketing costs		(16)	(13)	23%	(57)	(38)	50%
General and administrative costs		(465)	(649)	-28%	(1,584)	(1,911)	-17%
Foreign currency exchange gain		111	187	-41%	322	406	-21%
Other losses		(9,982)	(115)	nm	(9,982)	(115)	nm
Finance income/(costs), net		2	(43)	nm	13	(221)	nm
Share of result of associate		(615)	(2,532)	-76%	(2,274)	(3,733)	-39%
<b>Loss before taxation</b>	10	<b>(10,817)</b>	<b>(3,040)</b>	<b>256%</b>	<b>(13,014)</b>	<b>(5,147)</b>	<b>153%</b>
Income tax expense	8	(10)	(38)	-74%	(37)	(57)	-35%
<b>Loss for the year</b>		<b>(10,827)</b>	<b>(3,078)</b>	<b>252%</b>	<b>(13,051)</b>	<b>(5,204)</b>	<b>151%</b>
<b>Attributable to:</b>							
Owners of the Company		(10,826)	(3,062)	254%	(13,069)	(5,195)	152%
Non-controlling interests		(1)	(16)	-94%	18	(9)	nm
		<b>(10,827)</b>	<b>(3,078)</b>	<b>252%</b>	<b>(13,051)</b>	<b>(5,204)</b>	<b>151%</b>
<u>Loss per share attributable to owners of the Company</u>							
Basic/diluted (cents)					(3.76)	(1.49)	

nm : Not meaningful

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

	Group			Group		
	Fourth Quarter Ended			Full Year Ended		
	31-Dec-21	31-Dec-20	Change	31-Dec-21	31-Dec-20	Change
US\$'000	US\$'000	%	US\$'000	US\$'000	%	
<b>Loss for the year</b>	<b>(10,827)</b>	(3,078)	252%	<b>(13,051)</b>	(5,204)	151%
<b>Other comprehensive income:</b>						
<u>Items that may be reclassified subsequently to profit or loss</u>						
Foreign currency translation	<b>(153)</b>	(383)	-60%	<b>(255)</b>	(590)	-57%
<b>Total comprehensive income for the year</b>	<b>(10,980)</b>	(3,461)	217%	<b>(13,306)</b>	(5,794)	130%
<b>Total comprehensive income attributable to:</b>						
Owners of the Company	<b>(10,948)</b>	(3,377)	224%	<b>(13,268)</b>	(5,680)	134%
Non-controlling interests	<b>(32)</b>	(84)	-62%	<b>(38)</b>	(114)	-67%
	<b>(10,980)</b>	(3,461)	217%	<b>(13,306)</b>	(5,794)	130%

nm - Not meaningful

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2021

	Attributable to owners of the Company							Non-controlling Interests US\$'000	Equity Total US\$'000
	Share Capital US\$'000	Capital Reserve US\$'000	Other Reserve US\$'000	Foreign Currency Translation Reserve US\$'000	Accumulated Losses US\$'000	Equity attributable to owners of parent, Total US\$'000			
<b>2021</b>									
<b><u>Group</u></b>									
<b>At 1 January 2021</b>	<b>59,970</b>	<b>2,525</b>	<b>18</b>	<b>(324)</b>	<b>(55,056)</b>	<b>7,133</b>	<b>(2,273)</b>	<b>4,860</b>	
Loss for the year	-	-	-	-	(13,069)	(13,069)	18	(13,051)	
<u>Other comprehensive income</u>									
Foreign currency translation	-	-	-	(199)	-	(199)	(56)	(255)	
Other comprehensive income for the year, net of tax	-	-	-	(199)	-	(199)	(56)	(255)	
Total comprehensive income for the year	-	-	-	(199)	(13,069)	(13,268)	(38)	(13,306)	
<b>At 31 December 2021</b>	<b>59,970</b>	<b>2,525</b>	<b>18</b>	<b>(523)</b>	<b>(68,125)</b>	<b>(6,135)</b>	<b>(2,311)</b>	<b>(8,446)</b>	
<b>2020</b>									
<b>At 1 January 2020</b>	<b>59,970</b>	<b>2,525</b>	<b>18</b>	<b>161</b>	<b>(49,861)</b>	<b>12,813</b>	<b>(2,159)</b>	<b>10,654</b>	
Loss for the year	-	-	-	-	(5,195)	(5,195)	(9)	(5,204)	
<u>Other comprehensive income</u>									
Foreign currency translation	-	-	-	(485)	-	(485)	(105)	(590)	
Other comprehensive income for the year, net of tax	-	-	-	(485)	-	(485)	(105)	(590)	
Total comprehensive income for the year	-	-	-	(485)	(5,195)	(5,680)	(114)	(5,794)	
<b>At 31 December 2020</b>	<b>59,970</b>	<b>2,525</b>	<b>18</b>	<b>(324)</b>	<b>(55,056)</b>	<b>7,133</b>	<b>(2,273)</b>	<b>4,860</b>	

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

FOR THE YEAR ENDED 31 DECEMBER 2021

	Share Capital US\$'000	Accumulated Losses US\$'000	Equity Total US\$'000
<b>2021</b>			
<b><u>Company</u></b>			
<b>At 1 January 2021</b>	59,970	(51,882)	8,088
Loss for the year	-	(14,209)	(14,209)
<b>At 31 December 2021</b>	<b>59,970</b>	<b>(66,091)</b>	<b>(6,121)</b>
<b>2020</b>			
<b><u>Company</u></b>			
<b>At 1 January 2020</b>	59,970	(46,235)	13,735
Loss for the year	-	(5,647)	(5,647)
<b>At 31 December 2020</b>	<b>59,970</b>	<b>(51,882)</b>	<b>8,088</b>

**CONDENSED CONSOLIDATED CASH FLOW STATEMENT**

FOR THE YEAR ENDED 31 DECEMBER 2021

	<b>Group</b>	
	<b>31-Dec-21</b>	<b>31-Dec-20</b>
	<b>US\$'000</b>	<b>US\$'000</b>
<b>Cashflow from operating activities</b>		
Loss before taxation	(13,014)	(5,147)
Adjustment for:-		
Impairment loss on other receivables	86	20
Impairment loss on trade receivables	2	1
Impairment loss on intangible assets	34	-
Impairment loss on amount due from associate	462	115
Impairment loss on investment in associate	9,520	-
Depreciation of property, plant and equipment	1	1
Property, plant and equipment written off	1	-
Write-back of stock obsolescence	(3)	(2)
Interest (income)/cost, net	(18)	217
Share of results of associate	2,274	3,733
Effects of exchange rate changes	(426)	(445)
<b>Operating cash flow before changes in working capital</b>	<b>(1,081)</b>	<b>(1,507)</b>
<u>Changes in working capital</u>		
(Increase)/decrease in:		
Stocks	(173)	35
Prepayments	-	26
Debtors	322	(121)
Amount due from associate	-	(50)
Increase/(decrease) in:		
Creditors	(354)	254
Provisions	7	11
Amount due to holding company	(167)	132
<b>Cash used in operations</b>	<b>(1,446)</b>	<b>(1,220)</b>
Interest received	-	1
Tax paid	(42)	(21)
Tax refunded	7	-
<b>Net cash used in operating activities</b>	<b>(1,481)</b>	<b>(1,240)</b>
<b>Cashflow from investing activities</b>		
Purchase of property, plant and equipment	-	(1)
<b>Net cash used in investing activities</b>	<b>-</b>	<b>(1)</b>
<b>Cashflow from financing activities</b>		
Loan from holding company	1,476	1,252
<b>Net cash generated from financing activities</b>	<b>1,476</b>	<b>1,252</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(5)</b>	<b>11</b>
Cash and cash equivalents at beginning of year	1,204	1,193
<b>Cash and cash equivalents at 31 December</b>	<b>1,199</b>	<b>1,204</b>

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 1. CORPORATION INFORMATION

Dragon Group International Limited (the “Company”) is a limited liability company which is domiciled and incorporated in Singapore and listed on the Singapore Exchange Securities Trading Limited (“SGX-ST”). The immediate and ultimate holding company is ASTI Holdings Limited (“ASTI”), also incorporated in Singapore.

The Company was placed on the watch-list under financial entry criteria pursuant to Rule 1311(1) of the Listing Manual of the SGX-ST on 4 March 2015, and under minimum trading price criteria pursuant to Rule 1311(2) of the Listing Manual of SGX-ST on 3 March 2016. The deadline for the Company to meet the financial exit criteria set out in Rule 1314(1) of the Listing Manual (the “Financial Exit Criteria”) was 3rd March 2017 pursuant to Rule 1315 of the Listing Manual. On 14 August 2017, the Company announced that SGX-ST had granted the Company an extension of time until 3rd March 2018 to meet the Financial Exit Criteria (the “Extended Deadline”). As the Company was unable to satisfy the Financial Exit Criteria on or before the expiry of the Extended Deadline, a Delisting Notification was issued by SGX-ST to the Company on 11 April 2018. Trading in the Company’s securities was ceased on 5pm, 10 May 2018 and trading will remain suspended until the completion of the exit offer. Pursuant to Listing Rule 1306, the Company or its controlling shareholder(s) must comply with Listing Rule 1309 which requires the Company or its controlling shareholder(s) to provide a reasonable exit offer to shareholders. Work on the exit proposal is on-going.

The registered office of the Company is located at 1 Robinson Road, #18-00 AIA Tower, Singapore 048542.

The principal place of business is located at Block 33, Ubi Ave 3 #08-69 Vertex, Singapore 408868.

The principal activities of the Company are those of investment holding and acting as corporate manager and advisor in relation to the administration and organisation of the businesses of its subsidiary companies.

Details of the significant subsidiary companies and their principal activities are included in Note 4.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 2.1 *Basis of preparation*

The condensed interim financial statements for the nine months ended 31 December 2021 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2020.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.2.

The condensed interim financial statements are presented in United States Dollars (“USD” or “US\$”), which is the functional currency of the Company. All values in the tables are rounded to the nearest thousand (“US\$’000”) except when otherwise indicated.

#### Going concern uncertainty

The Group recorded net loss of US\$13,051,000 (2020: net loss US\$5,204,000) and an operating cash outflow of US\$1,481,000 (2020: US\$1,240,000) for the financial year ended 31 December 2021 and as at that date, the Group’s and the Company’s current liabilities exceeded its current assets by US\$12,144,000 (2020: US\$10,668,000) and US\$9,818,000 (2020: US\$8,288,000) respectively. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the Group’s ability to continue as a going concern.



# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.1 *Basis of preparation (cont'd)*

#### Going concern uncertainty (cont'd)

The ability of the Company to continue as a going concern is dependent on:

- (i) The Holding Company not to recall the amount due from the Company; and
- (ii) The going concern of the Group

As at the date of the issuance of these financial statements, there is no indication that the amount due to Holding Company will be recalled.

In the assessment of going concern, the Board has considered the following factors:

- (1) The negative implications and sentiments driven by the current COVID-19 pandemic;
- (2) The proceeds from the auction of land in Thailand by the Official Receiver for Touchwood Forestry Company Limited ("TWF"), a debtor of Asia Phoenix. Asia Phoenix, a wholly owned subsidiary of the Company had extended loan to TWF based in Thailand with collateral placed on seven deeds of land. TWF is presently under the process of liquidation and the collateral has been put under auction;
- (3) The repayment of amount due from EoCell. The amount is repayable upon shareholders' approval when EoCell generates any revenue or enters into another round of fund raising, whichever comes earlier; and
- (4) The Group's cash flow projection for the next 18 months.

The Board considered the above and concluded:

- (1) Currently, there is no clear indication as to when the public auction of land will take place as all public auctions in Thailand had been cancelled due to COVID-19 pandemic; and
- (2) EoCell is in the midst of talking to various parties on the fund raising but have yet to conclude.

Based on current circumstances, there is uncertainty as to whether the Group and the Company are able to meet their contractual obligation in the next 12 months as and when they fall due, and consequently, there is uncertainty as to their respective abilities to continue as a going concern for the next 12 months. Notwithstanding the above, the Board has assessed and is of the view that it is appropriate that the financial statements of the group and Company are to be prepared on a going concern basis.

If the Group is unable to continue in operational existence for the foreseeable future, the Group may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the balance sheet. In addition, the Group and the Company may have to reclassify non-current assets and liabilities as current assets and liabilities. No such adjustments have been made to these financial statements.

### 2.2 *Adoption of new and amended standards and interpretations*

The accounting policies adopted are consistent with those of the previous financial year except in the current financial period, the Group has adopted all the new and revised standards which are effective for annual financial periods beginning on or after 1 January 2021. The adoption of these standards did not have any material effect on the financial performance or position of the Group.

- Amendments to SFRS(I)16 COVID-19 Related Rent Concessions
- Amendments to SFRS(I) 9, SFRS(I) 1-39, SFRS(I) 7, SFRS(I) 4 and SFRS(I) 16 Interest Rate Benchmark Reform – Phase 2

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS

In preparing the condensed interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 December 2021.

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

### **Impairment of investment in associate**

During last financial year, the Group assessed for impairment in investment in associate, EoCell Ltd at by comparing the recoverable value against its carrying amount. Recoverable amount is the higher of the associate's fair value less costs of disposal and its value-in-use. When the fair value of such investment cannot be determined from active markets, valuation techniques including price of recent investment are used. The inputs to the valuation model are derived from market observable data where possible, but where this is not feasible, a degree of judgement is required to establish fair value. As at 31 December 2021, the Group and the Company performed an impairment assessment based on latest information and recognised an impairment loss of US\$12,623,000 (2020: US\$ 3,680,000) on the Company's investment in associate.

As at 31 December 2021, the Group's and the Company's carrying value of the investment in EoCell Ltd was US\$3,697,000,000 (2020: US\$15,491,000) and US\$3,697,000 (2020: US\$16,320,000) respectively.

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 4. SUBSIDIARIES

Company	31-Dec-21 US\$'000	31-Dec-20 US\$'000
Unquoted shares, at cost	2,282	2,282
Allowance for impairment	(2,282)	(2,260)
Carrying amount of investments	-	22
Movement in allowance account:		
At 1 January	2,260	2,256
Impairment for the year	22	4
Balance at end of the year	2,282	2,260

(b) The Group has the following significant investments in subsidiaries:

Name of company (Country of incorporation)	Principal activities (Place of business)	Proportion of ownership interest	
		31-Dec-21 %	31-Dec-20 %
<b><i>Held by the Company</i></b>			
** DTB Limited (Hong Kong)	Investment holding (Hong Kong)	100	100
** Dragon Equipment & Materials Technology Ltd (Hong Kong)	Sale, distribution and acting as commission agent in equipment, materials and electronic components (Hong Kong)	100	100
<b><i>Held by subsidiary companies:</i></b>			
<b><i>Held by DTB Limited</i></b>			
** Nanjing DTB Development Co., Ltd (People's Republic of China)	Construction of antique wooden sea boat, communication of culture, exhibition and conference, etc. (People's Republic of China)	60	60
** Dragon Ventures Limited (Hong Kong)	Investment holding (Hong Kong)	100	100
<b><i>Held by Dragon Ventures Limited</i></b>			
# Dragon Tourism Management Company Limited (People's Republic of China)	Develop and manage a mixed-used property (People's Republic of China)	100	100

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 4. SUBSIDIARIES (CONT'D)

(a) The Group has the following significant investments in subsidiaries (Cont'd):

Name of company (Country of incorporation)	Principal activities (Place of business)	Proportion of ownership interest	
		31-Dec-21 %	31-Dec-20 %
<b><i>Held by Dragon Equipment &amp; Materials Technology Ltd (Hong Kong)</i></b>			
* Spire Technologies Pte Ltd (Singapore)	Importing, exporting, retailing and trading in electronic components and test consumables (Singapore)	100	100
** FE Global Shanghai Ltd	Registered company in Shanghai free-trade-zone handling manpower services (People's Republic of China)	100	100
<b><i>Held by Spire Technologies Pte Ltd</i></b>			
** Spire Technologies (Taiwan) Ltd (Taiwan)	Importing, exporting, retailing and trading in electronic components and test consumables (Taiwan)	60	60

\* Audited by Ernst & Young LLP, Singapore

# Not required to be audited in country of incorporation

\*\* Audited by the following Certified Public Accounting firms:

Company

Spire Technologies (Taiwan) Ltd  
 Dragon Equipment & Materials Technology Ltd  
 DTB Limited  
 Dragon Ventures Limited  
 Nanjing DTB Development Co., Ltd  
 FE Global Shanghai Ltd

Certified Public Accounting firm

YuanTeng CPAs & Consulting Inc  
 Y.K Leung & Co., Hong Kong  
 Y.K Leung & Co., Hong Kong  
 Y.K Leung & Co., Hong Kong  
 Jiangsu LiAnDaXingYe Certified Public Accountants Co., Ltd  
 Shanghai Gaoren Certified Public Accountants Partnership

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 5. ASSOCIATES

The Group's material investment in associate is summarised below:

	Group		Company	
	31-Dec-21 US\$'000	31-Dec-20 US\$'000	31-Dec-21 US\$'000	31-Dec-20 US\$'000
EoCell Limited				
Beginning balance	15,491	19,223	16,320	20,000
Share of results of associate	(2,274)	(3,733)	-	-
Impairment loss	(9,520)	-	(12,623)	(3,680)
Others	-	1	-	-
Carrying amount at end of the year	3,697	15,491	3,697	16,320

Name of company (Country of incorporation)	Principal activities (Place of business)	Proportion of ownership interest	
		31-Dec-21 %	31-Dec-20 %

### *Held by the Company*

** EoCell Limited (Hong Kong)	Development of battery and storage solutions (Hong Kong)	40	40
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### *Held by the EoCell Limited*

** EoCell Inc (United States of America)	Development of battery and storage solutions (United States of America)	100	100
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\*\* Audited by the following Certified Public Accounting firms:

<u>Company</u>	<u>Certified Public Accounting firm</u>
EoCell Limited	Y.K Leung & Co., Hong Kong
EoCell Inc	Armanino LLP

## 6. OTHER PAYABLES

	Group		Company	
	31-Dec-21 US\$'000	31-Dec-20 US\$'000	31-Dec-21 US\$'000	31-Dec-20 US\$'000
Proposed Directors' fees	90	112	90	112
Sundry creditors	142	175	22	29
Advances for capital injection from non-controlling Interest	1,988	1,939	-	-
	2,220	2,226	112	141

Other payables are unsecured, interest free and repayable on demand in cash.

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 7. AMOUNT DUE TO HOLDING COMPANY

	Group		Company	
	31-Dec-21 US\$'000	31-Dec-20 US\$'000	31-Dec-21 US\$'000	31-Dec-20 US\$'000
Loan (unsecured)	10,171	8,695	10,171	8,695
Interest payable	425	425	425	425
Others - payments made on behalf	535	702	535	702
<b>Total</b>	<b>11,131</b>	<b>9,822</b>	<b>11,131</b>	<b>9,822</b>

The loan from holding company is non-trade in nature and bears interest at Nil (2020: 2.3% to 3.7%) per annum. The amount is repayable on demand in cash.

The others balance is non-trade in nature, interest-free and repayable on demand in cash.

A reconciliation of liabilities arising from financing activities is as follows:

	31-Dec-20		31-Dec-21	
	Cash flows	Accretion of interest	Cash flows	Accretion of interest
Loan and interest payable	9,120	1,476	-	10,596
<b>Total</b>	<b>9,120</b>	<b>1,476</b>	<b>-</b>	<b>10,596</b>

  

	2019		2020	
	Cash flows	Accretion of interest	Cash flows	Accretion of interest
Loan and interest payable	7,626	1,252	242	9,120
<b>Total</b>	<b>7,626</b>	<b>1,252</b>	<b>242</b>	<b>9,120</b>

## 8. INCOME TAX EXPENSE

Group	Fourth Quarter Ended		Full Year Ended	
	31-Dec-21 US\$'000	31-Dec-20 US\$'000	31-Dec-21 US\$'000	31-Dec-20 US\$'000
Income tax payable in respect of results for the years:				
Current income tax				
(i) Singapore	(6)	(9)	(10)	(10)
(ii) Other countries	(4)	(14)	(27)	(32)
	<b>(10)</b>	<b>(23)</b>	<b>(37)</b>	<b>(42)</b>
Under provision in respect of prior years:				
Current income tax	-	(15)	-	(15)
	-	(15)	-	(15)
<b>Income tax expense recognised in profit or loss</b>	<b>(10)</b>	<b>(38)</b>	<b>(37)</b>	<b>(57)</b>

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 9. REVENUE

Revenue is analysed as follows:

Group	Fourth Quarter Ended		Full Year Ended	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	US\$'000	US\$'000	US\$'000	US\$'000
<b>Primary geographical markets</b>				
Singapore	64	5	181	86
Greater China	490	501	1,873	1,841
Others	33	19	193	134
Sale of goods	<b>587</b>	525	<b>2,247</b>	2,061
<b>Timing of transfer of goods or services</b>				
At a point in time	<b>587</b>	525	<b>2,247</b>	2,061

## 10. LOSS BEFORE TAX

The following significant items have been included in arriving at loss before tax.

Group	Fourth Quarter Ended		Full Year Ended	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	US\$'000	US\$'000	US\$'000	US\$'000
Interest income	5	6	20	21
Interest expense	(2)	(49)	(2)	(238)
Depreciation of property, plant and equipment	-	-	(1)	(1)
Property, plant and equipment written off	(1)	-	(1)	-
Write-back of stock obsolescence	4	(1)	3	2
Impairment loss on trade receivables	(3)	(1)	(2)	(1)
Impairment loss on other receivables	(71)	(5)	(86)	(20)
Impairment loss on intangible assets	(34)	-	(34)	-
Impairment loss on amount due from associate	(462)	(115)	(462)	(115)
Impairment loss on investment in associate	(9,520)	-	(9,520)	-
Restructuring expenses	(7)	(7)	(7)	(7)

## 11. NET ASSETS VALUE

	Group		Company	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	US\$	US\$	US\$	US\$
Net assets value per share (cents)	<b>(1.76)</b>	2.05	<b>(1.76)</b>	2.32
Based on number of shares	<b>347,944,511</b>	347,944,511	<b>347,944,511</b>	347,944,511

Net assets value per share is calculated based on the equity attributable to the owners of the Company divided by the number of issued shares (excluding treasury shares).

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 12. LOSS PER SHARE

Basic loss per share amounts are calculated by dividing the net loss for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year..

Diluted loss per share amounts are calculated by dividing the net loss for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

The following reflects the net loss and share data used in the computation of basic and diluted loss per share for the end of the year:

Group	31-Dec-21 S\$'000	31-Dec-20 S\$'000
Net loss attributable to owners of the Company used in the computation of basic and diluted earnings per ordinary share	<u>(13,069)</u>	<u>(5,195)</u>
Weighted average number of ordinary shares in issue applicable to basic and diluted loss per share computation (no. of shares, in '000s)	<u>347,945</u>	<u>347,945</u>

## 13. SHARE CAPITAL

Group and Company	31-Dec-21 No. of shares '000	31-Dec-20	31-Dec-21 US\$'000	31-Dec-20 US\$'000
Issued and fully paid ordinary shares				
Balance at beginning and at end	<u>347,945</u>	<u>347,945</u>	<u>59,970</u>	<u>59,970</u>

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions. The ordinary shares have no par value.

## 14. SEGMENT INFORMATION

The Group has two (2020: two) main business segments that are organised and managed separately according to their respective business activities. The business segments are Electronics Distribution and Technology Investments and Others. The activities of these business segments are described as follows:

- (i) The Electronics Distribution segment is a distributor of electronic components and test consumables.
- (ii) The Technology Investments and Others segment acts as the investment arm of the Group and is involved in various investment projects such as the development of batteries solutions.



# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 14. SEGMENT INFORMATION (CONT'D)

Inter-segment sales and transfers are carried out on an arm's length basis. Segment assets consist primarily of property, plant and equipment, current assets, investments and intangible assets.

Group	Full Year Ended							
	Electronics Distribution		Technology Investments and Others		Adjustments and Elimination		Consolidated Total	
	31-Dec-21 US\$'000	31-Dec-20 US\$'000	31-Dec-21 US\$'000	31-Dec-20 US\$'000	31-Dec-21 US\$'000	31-Dec-20 US\$'000	31-Dec-21 US\$'000	31-Dec-20 US\$'000
<b>Revenue</b>								
Sales to external customers	2,247	2,061	-	-	-	-	2,247	2,061
<b>Segment results</b>	<b>(129)</b>	138	<b>(526)</b>	(1,200)	-	-	<b>(655)</b>	(1,062)
Depreciation of property, plant and equipment	(1)	-	-	(1)	-	-	(1)	(1)
Property, plant and equipment written off	(1)	-	-	-	-	-	(1)	-
Impairment loss on trade receivables	(2)	(1)	-	-	-	-	(2)	(1)
Impairment loss on other receivables	-	-	(86)	(20)	-	-	(86)	(20)
Impairment loss on amounts due from associate	-	-	(462)	(115)	-	-	(462)	(115)
Impairment loss on investment in associate	-	-	(9,520)	-	-	-	(9,520)	-
Impairment loss on intangible assets	-	-	(34)	-	-	-	(34)	-
Interest expense	-	-	(2)	(238)	-	-	(2)	(238)
Interest income	-	-	20	21	-	-	20	21
Share of results of associate	-	-	(2,274)	(3,733)	-	-	(2,274)	(3,733)
Write-back of stock obsolescence	3	2	-	-	-	-	3	2
(Loss)/profit before tax	<b>(130)</b>	139	<b>(12,884)</b>	(5,286)	-	-	<b>(13,014)</b>	(5,147)
Taxation							<b>(37)</b>	(57)
Loss after tax							<b>(13,051)</b>	(5,204)

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 14. SEGMENT INFORMATION (CONT'D)

Group	Fourth Quarter Ended							
	Electronics Distribution		Technology Investments and Others		Adjustments and Elimination		Consolidated Total	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
<b>Revenue</b>								
Sales to external customers	<b>587</b>	525	-	-	-	-	<b>587</b>	525
<b>Segment results</b>	<b>(88)</b>	90	<b>(30)</b>	(433)	-	-	<b>(118)</b>	(343)
Property, plant and equipment written off	<b>(1)</b>	-	-	-	-	-	<b>(1)</b>	-
Impairment loss on trade receivables	<b>(3)</b>	(1)	-	-	-	-	<b>(3)</b>	(1)
Impairment loss on other receivables	-	-	<b>(71)</b>	(5)	-	-	<b>(71)</b>	(5)
Impairment loss on amounts due from associate	-	-	<b>(462)</b>	(115)	-	-	<b>(462)</b>	(115)
Impairment loss on investment in associate	-	-	<b>(9,520)</b>	-	-	-	<b>(9,520)</b>	-
Impairment loss on intangible assets	-	-	<b>(34)</b>	-	-	-	<b>(34)</b>	-
Interest expense	-	-	<b>(2)</b>	(49)	-	-	<b>(2)</b>	(49)
Interest income	-	1	<b>5</b>	5	-	-	<b>5</b>	6
Share of results of associate	-	-	<b>(615)</b>	(2,532)	-	-	<b>(615)</b>	(2,532)
Write-back of/(allowance for) stock obsolescence	<b>4</b>	(1)	-	-	-	-	<b>4</b>	(1)
(Loss)/profit before tax	<b>(88)</b>	89	<b>(10,729)</b>	(3,129)	-	-	<b>(10,817)</b>	(3,040)
Taxation							<b>(10)</b>	(38)
Loss after tax							<b>(10,827)</b>	(3,078)

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

## 15. SIGNIFICANT RELATED PARTY TRANSACTIONS

Significant transactions are entered with related parties and the effects of these transactions on the basis determined between the parties are reflected in these financial statements.

Group	Fourth Quarter Ended		Full Year Ended	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	US\$'000	US\$'000	US\$'000	US\$'000
<u>Holding company</u>				
Management fee expense	(28)	(28)	(112)	(109)
Interest expense	-	(49)	-	(238)
Cost recovery	35	-	35	-

## 16. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

	Group		Company	
	31-Dec-21	31-Dec-20	31-Dec-21	31-Dec-20
	US\$'000	US\$'000	US\$'000	US\$'000
<b>Financial assets:</b>				
Amounts due from subsidiaries	-	-	18	133
Amounts due from associate	1,796	2,258	1,796	2,258
Trade receivables	525	656	-	-
Other receivables	66	125	30	15
Cash and bank balances	1,199	1,204	277	98
	<b>3,586</b>	<b>4,243</b>	<b>2,121</b>	<b>2,504</b>
<b>Financial liabilities:</b>				
Trade payables and accruals	2,514	2,834	469	703
Other payables *	230	287	112	141
Amount due to holding company	11,131	9,822	11,131	9,822
Amounts due to subsidiaries	-	-	197	103
	<b>13,875</b>	<b>12,943</b>	<b>11,909</b>	<b>10,769</b>

\* excludes advances from capital injection from non-controlling interest

## 17. EVENTS OCCURRING AFTER THE REPORTING PERIOD

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

## OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7C

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

### OTHER INFORMATION

#### 1. REVIEW

The condensed consolidated balance sheet of Dragon Group International Limited and its subsidiaries as at 31 December 2021 and the related condensed consolidated income statement and statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the year ended and certain explanatory notes have not been audited or reviewed.

#### 2. WHERE THE FIGURES HAVE BEEN AUDITED OR REVIEWED, THE AUDITORS' REPORT (INCLUDING ANY MODIFICATIONS OR EMPHASIS OF MATTER)

Not applicable.

#### 2A. WHERE THE LATEST FINANCIAL STATEMENTS ARE SUBJECT TO AN ADVERSE OPINION, QUALIFIED OPINION OR DISCLAIMER OR OPINION: -

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

(b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

Not applicable. The Group's latest audited financial statements for the financial year ended 31 December 2020 were not subject to an adverse opinion, qualified opinion or disclaimer of opinion.

#### 3. CHANGES IN TREASURY SHARES

Not applicable.

#### 4. CHANGES IN SUBSIDIARY HOLDINGS

Not applicable.

#### 5. REVIEW OF PERFORMANCE OF THE GROUP

##### Consolidated Income Statement – full year ended 31 December 2021 (“FY2021”) performance

##### 4Q2021

Q4 2021 revenue was higher compared with Q4 2020, mainly due to higher demand in the quarter. The gross profit margin decreased from 20.2% to 18.2% due to changes in sales mix.

Other operating income increased for the quarter due to the recovery of cost charged to holding company.

Selling & marketing ("S&M") costs increased marginally for the quarter.

General and administrative ("G&A") costs decreased mainly due to reversal of accrued professional fees that no longer required.

Finance costs decreased for the quarter due to the waiver of loan interest by the holding company.

Other losses increased as a result of impairment on the investment in and amount due from associate.

##### FY2021

Revenue of US\$2.2 million in FY 2021 was higher than last year, mainly due to higher demands. The gross profit margin increased from 18.5% to 20.5% due to changes in the sales mix.

Other operating income rose marginally for the year due to costs recovered.

## OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7C

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

### 5. REVIEW OF PERFORMANCE OF THE GROUP (CONT'D)

#### FY2021 (Cont'd)

Selling & marketing ("S&M") costs increased by US\$19,000 or 50% from US\$38,000 in FY2020 to US\$57,000 in FY2021 mainly due to additional headcount and activities.

General and administrative ("G&A") costs decreased by US\$327,000 or 23% from US\$1,911,000 in FY2020 to US\$1,584,000 in FY2021 mainly due to lower professional fees and staff cost incurred.

Finance costs decreased for the year due to the waiver of loan interest by the holding company.

Other losses increased as a result of impairment on the investment in and amount due from associate.

#### Consolidation Statement of Financial Position as at 31 December 2021

##### Assets

The decrease in investment in associate were due to impairment loss and share of losses of associate.

Inventories balance was higher in expectation of higher demand.

Trade receivables balance was lower due to improved receivables turnover.

##### Liabilities

Trade creditors and accruals were lower mainly due settlement of trade creditors and reduction of accrued operating expenses.

The increase in amounts due to holding company was in relation to the additional borrowings and proration of expenses during the year.

#### Consolidated Statement of Cash Flows Position as at 31 December 2021

The Group utilised US\$1.5 million for its operating activities and generated US\$1.5 million from financing activities.

As at 31 December 2021, cash and cash equivalents amounted to US\$1.2 million.

### 6. WHERE A FORECAST, OR PROSPECT STATEMENT, HAS BEEN PREVIOUSLY DISCLOSED TO SHAREHOLDERS, ANY VARIANCE BETWEEN IT AND THE ACTUAL RESULTS.

Not applicable.

### 7. A COMMENTARY AT THE DATE OF THE ANNOUNCEMENT OF THE SIGNIFICANT TRENDS AND COMPETITIVE CONDITIONS OF THE INDUSTRY IN WHICH THE GROUP OPERATES AND ANY KNOWN FACTORS OR EVENTS THAT MAY AFFECT THE GROUP IN THE NEXT REPORTING PERIOD AND THE NEXT 12 MONTHS.

Work on the exit proposal is on-going and we will keep our shareholders updated at the appropriate time.

**OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7C**

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

**8. DIVIDEND****(a) Current Financial Period Reported On**

Any dividend declared for the current financial period reported on?

None

**(b) Corresponding Period of the immediately preceding financial year**

Any dividend declared for the corresponding period of the immediately preceding financial year?

None

**(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived**

Not applicable

**(d) The date the dividend is payable**

Not applicable.

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

Not applicable.

**(f) If no dividend has been declared/recommended, a statement to that effect and the reason(s) for the decision**

No dividend has been declared or recommended for FY2021 as the Group is in a loss-making position in this year.

**9. IF THE GROUP HAS OBTAINED A GENERAL MANDATE FROM SHAREHOLDERS FOR IPTS, THE AGGREGATE VALUE OF SUCH TRANSACTIONS AS REQUIRED UNDER RULE 920(1)(A)(II). IF NO IPT MANDATE HAS BEEN OBTAINED, A STATEMENT TO THAT EFFECT.**

No general mandate for IPTs has been obtained from shareholders.

Name of Interested Person	Aggregate value of interested person transactions entered into during the financial year under review (excluding transactions below S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920(1)(a))	Aggregate value of interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (1)(a) (excluding transactions below S\$100,000)
ASTI Holdings Limited	Management fees amounting to US\$112,000	-

**OTHER INFORMATION REQUIRED BY LISTING RULE APPENDIX 7C**

FOR THE FORTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2021

**10. CONFIRMATION OF UNDERTAKINGS FROM DIRECTORS AND EXECUTIVE OFFICERS PURSUANT TO RULE 720(1) OF THE LISTING MANUAL.**

The Company hereby confirms that it has procured undertaking from all directors and executive officers under Rule 720(1).

**11. NEGATIVE CONFIRMATION BY THE BOARD PURSUANT TO RULE 705(5).**

Not applicable for full year announcement.

**12. DISCLOSURES ON ACQUISITION AND REALISATION OF SHARES PURSUANT TO RULE 706A.**

There were no acquisitions or realisations of shares in neither any of the Group's subsidiary associated company nor incorporation of any new subsidiary or associated company by the Company or any of the Group's entities during the FY2021.

**13. IN THE REVIEW OF PERFORMANCE, THE FACTORS LEADING TO ANY MATERIAL CHANGES IN CONTRIBUTIONS TO TURNOVER AND EARNINGS BY THE BUSINESS OR GEOGRAPHICAL SEGMENTS.**

Please refer to the notes to the condensed interim financial statements of the Group for the full year ended 31 December 2021 as set out in Note 14.

**14. A BREAKDOWN OF SALES.**

Group	Full Year Ended		Change %
	31-Dec-21 US\$'000	31-Dec-20 US\$'000	
Sales reported for first half year	1,178	978	20%
Loss after tax before deducting minority interests reported for first half year	(1,584)	(1,550)	2%
Sales reported for second half year	1,069	1,083	(1%)
Loss after tax before deducting minority interests reported for second half year	(11,467)	(3,654)	214%

**15. DISCLOSURE OF PERSON OCCUPYING A MANAGERIAL POSITION IN THE ISSUER OR ANY OF ITS PRINCIPAL SUBSIDIARIES WHO IS A RELATIVE OF A DIRECTOR OR CHIEF EXECUTIVE OFFICER OR SUBSTANTIAL SHAREHOLDER OF THE ISSUER PURSUANT TO RULE 704(10) IN THE FORMAT BELOW. IF THERE ARE NO SUCH PERSONS, THE ISSUER MUST MAKE AN APPROPRIATE NEGATIVE STATEMENT.**

Pursuant to Rule 704(10), the Company confirms that there is no person occupying a managerial position in the Company or in any of its principal subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company.

**By Order of the Board**

Chong Man Sui  
Acting Chairman  
1 March 2022