GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES
(ACN 163 013 947)

ANNUAL REPORT 2020

CONTENTS

GPS ALLIANCE HOLDINGS LIMITED
ACN 163 013 947

CORPORATE GOVERNANCE STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2020

The board ('Board') is committed to maintaining the highest standards of Corporate Governance. Corporate Governance concerns having a set of core values and behaviours that underpin the Company's activities and ensure transparency, fair dealing and protection of the interests of stakeholders. The Company has reviewed its corporate governance practices against the *Corporate Governance Principles and Recommendations* (4th edition) published by the ASX Corporate Governance Council.

The Company's 2020 Corporate Governance statement is dated 30 March 2021 and reflects the corporate governance practices adopted throughout the 2020 financial year. The Board approved the 2020 corporate governance on 30 March 2021. A description of the Company's current corporate governance practices is set out in the Company's corporate governance statement, which can be viewed at http://www.gpsalliance.com.au/corporate profile/Corporate policies.

DIRECTORS' REPORT

This Directors' Report ('Report') by the Board of GPS Alliance Holdings Limited ('GPS' or 'the Company') is made pursuant to the provisions of the *Corporations Act 2001* (Cwlth) for the year ended 31 December 2020 and is accompanied by the audited financial statements of the Company and its subsidiaries ('the Group'), for the year ended 31 December 2020.

INFORMATION ABOUT DIRECTORS & SENIOR MANAGEMENT

The name and particulars of each person who has been a Director of the Company at any time during or since the end of the financial year are:

Name	Particulars
Lim Pang Hern (Jeffrey)	Group Executive Chairman, Founder of BD CraneTech, joined the Board on 1 July 2014 as Executive Director. On 1 June 2016 he was appointed as Group Executive Chairman. He has diverse experience in industries associated with cranes, commercial property construction, marine construction, precast concrete applications, metals galvanizing.
David R. Laxton	Chartered Mechanical Engineer, joined the Board on 8 Aug 2014 in a non-executive, non-independent capacity, and subsequently re-designated as Executive Director on 4 Jan 2016. He resigned as Executive Director and became Non-Executive Director on 14 June 2018. David Laxton passed away on 20 July 2020 after a sudden illness.
Andrew Skinner	Certified Practicing Accountant (CPA) joined the Board as Non-Executive Director on 20 May 2016. He has been in public practice as a Chartered Accountant and CPA for over 40 years and is currently principal of Andrew Skinner & Associates Pty Ltd a CPA Public Practice in Sydney, NSW.
Marcelo Mora	Graduated with a Bachelor of Business degree and Graduate Diploma of Applied Corporate Governance, and is a Chartered Secretary. He has been an accountant for more than 30 years both in Australia and internationally and he is also the Group Company Secretary and joined the Board as Non-Executive Director on 20 May 2016.

DIRECTORSHIPS OF OTHER LISTED COMPANIES

Directorships of other listed companies held by directors in the 3 years immediately before the end of the financial year are as follows:

Name	Company	Period of directorship
Lim Pang Hern (Jeffrey)	Lorenzo International Limited	Since - 2015
Andrew Skinner		
	Zamia Gold Mines Limited	Since - 2006
Marcelo Mora	Lorenzo International Limited	Since - 2017
	China Magnesium Corporation Limited	26 February 2019 to 29 November 2019

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE BENEFITS BY MEANS OF THE ACQUISITION OF SHARES

Neither at the end of the financial year nor at any time during the financial year did there exist any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares or debentures in any entity in the Group.

DIRECTORS' INTERESTS IN SHARES

The directors' beneficial shareholdings at the date of this report are as follows:

Shareholdings registered in name of director

Name of director	At beginning of year	Issued or purchased during the year	Sold or disposed during the year	At end of year
Andrew Skinner	742,271			742,271
Marcelo Mora	632,563		-	632,563
Lim Pang Hern (Jeffrey)	9,782,409		-	9,782,409

DIRECTORS' RECEIPT AND ENTITLEMENT TO CONTRACTUAL BENEFITS

During the year ended 31 December 2020, Lim Pang Hern had an equity interest in BD Cranetech Pte Ltd, BD Krane Engrg Pte Ltd and BD Crane & Engrg Pte Ltd which provided administration services, including rental accommodation, administrative staff and services to Global Property Strategic Alliance Pte Ltd, a subsidiary of GPS Alliance Holdings Limited. Fees paid and payable to BD Cranetech Pte Ltd, BD Krane Engrg Pte Ltd and BD Crane & Engrg Pte Ltd during the year amounted to S$37,696. At the end of the year the total amount outstanding was S$157,234. The balances are unsecured, interest free, repayable on demand and expected to be settled in cash unless stated otherwise.

The Group did not provide real estate services to BD Cranetech Pte Ltd during the financial year. Fees paid and payable from BD Cranetech Pte Ltd during the year amounted to S$Nil. At the end of the year the total outstanding amount owing from BD Cranetech Pte Ltd and BD Krane Engrg Ptd was S$11,791. The balances are unsecured, interest free, repayable on demand and expected to be settled in cash unless stated otherwise.

SHARE OPTIONS

(a) *Option to take up unissued shares*
During the financial year, no option to take up unissued shares of the Company was granted.

(b) *Option exercised*
During the financial year, there were no shares of the Company issued by virtue of the exercise of an option to take up unissued shares.

(c) *Unissued shares under option*
At the end of the financial year, there were no unissued shares of the Company under option.

COMPANY SECRETARY

Marcelo Mora, whose brief biography is stated above, was appointed to the position of Company Secretary on 31 May 2014. He is also a Non-Executive Director of the Company.

PRINCIPAL ACTIVITIES

The Group's principal activities in the course of the financial year were the provision of services as real estate agency, provision of real estate and other activities in the property services sector.

REVIEW OF OPERATIONS

Revenue for year ended 31 December 2020 (FY2020) was S$37 thousand as compared with the previous year FY2019 S$1,067 thousand.

Other income increased by S$105 thousand to S$108 thousand when compared to FY2019 mainly due to higher miscellaneous income and grant income.

Administrative expenses decreased to S$1.44 million from S$1.54 million in FY2019. During the year ended 31 December 2020 the Group recognised an account receivable impairment of S$0.139 million and the Group continued rationalising expenditure reflecting the current activities of the Group.

There was no finance cost incurred by the Group for the year ended 31 December 2020.

During October 2019 the Group acquired 35% equity interest in BMG Hotel 1887 Private Ltd, a boutique hotel in Singapore. A loss of S$63 thousand was recognised by the Group for the financial year ended 31 December 2020. The loss is primarily attributable to the hotel been closed for most of 2020 year due to Covid-19 government restrictions.

The Group reported a loss of S$1.38 million in FY2020, compared with a loss of S$1.52 million in FY2019, mainly due to the impairment of investment in associate in FY2019.

Review of the Financial Position of the Group

As at 31 December 2020, the Group's current assets decreased by S$0.34 million from S$1.16 million to S$0.82 million when compared to the beginning of the year mainly due to a decrease in cash held arising from payment to suppliers.

Non-current assets decreased to S$0.93 million from S$1.89 million when compared to FY2019. This was mainly attributable to the compensation for factory space against other receivables and the Group's share of loss of associate in FY2020.

Current liabilities increased to S$1.42 million from S$1.33 million mainly due to the increased of payable for the cost to erect an industrial building offset by payment to suppliers.

Review of the Group Cash Flow

The cash and cash equivalents of the Group decreased to S$13 thousand from S$0.47 million mainly due to the payment to suppliers and the increase in trade receivables heavily affected by Covid-19 restrictions in Singapore.

CHANGES IN STATE OF AFFAIRS

There has been no change in the state of affairs. The Group continues the lease of factory space and during the year the Group, on expiry of the non-compete clause, re-commenced real estate agency activities (the Real Estate Division). The Group is actively seeking opportunities for suitable mergers and acquisitions to strengthen and diversify the existing Group's businesses in Singapore and in Australia. In the event that the Group is presented with a suitable business opportunity that requires shareholder approval, the Group will call a shareholder general meeting to seek shareholder approval.

SUBSEQUENT EVENTS

No other matters or circumstances have arisen in the interval between the end of the financial year and the date of this Report of any item, transaction or event of a material or unusual nature, that in the opinion of the Directors of the Company, is likely to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group, in future financial years. However, the Company recognised that Covid-19 will continue to affect the operations of the Company during 2021.

INDEMNIFICATION OF OFFICERS AND AUDITORS

During or since the end of the financial year, the Company has not indemnified or made a relevant agreement to indemnify an officer or auditor of the Company against a liability incurred as such by an officer or auditor. The Group has not paid or agreed to pay, a premium in respect of a contract insuring against a liability incurred by an officer or auditor.

ROUNDING OFF

The Company is of a kind referred to in ASIC class Order 98/100, dated 10 July 1998, and in accordance with that Class Order, amounts in the Directors' Report and the financial statements have been rounded off to the nearest thousand dollars, unless otherwise stated.

NON-AUDIT SERVICES

There were no amounts paid or payable to the auditor for non-audit services provided during the year by the auditor.

DIRECTORS' MEETING

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, 2 board meetings, and no audit and risk management committee meetings held. The Board, considering the current size of the Company, resolved to suspend indefinitely the nomination and remuneration committee with no meeting held since 2016. The functions and responsibilities of the nomination and remuneration committee will be carried out by the entire Board.

	Directors Meetings	
Director	**Held**	**Attended**
Lim Pang Hern (Jeffrey)	2	2
David R. Laxton	-	-
Andrew Skinner	2	2
Marcelo Mora	2	2

AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee of the Company is chaired by Andrew Skinner, an independent director, and includes Marcelo Mora, an independent director. No meetings during the financial year were held by the Audit and Risk Management Committee, instead all the responsibilities and functions of the Committee were the responsibility of the entire Board including but limited to review of the following, where relevant, with the executive directors and external auditor of the Company:

(a) the audit plans of the external auditors;

(b) the Group's financial and operating results and accounting policies;

(c) the statement of financial position and statement of changes in equity of the Company and the consolidated financial statements of the Group before their submission to the directors of the Company and the external auditors' report on those financial statements;

(d) the half-yearly and annual announcements as well as the related press release on the results and financial position of the Company and the Group; and

(e) the co-operation and assistance given by management to the Group's external auditors.

The Audit and Risk Management Committee has full access to and has the co-operation of the management and has been given the resources required for it to complete its functions properly. It also has full discretion to invite any director and executive officer to attend its meetings. The external auditors have unrestricted access to the Audit and Risk Management Committee.

REMUNERATION REPORT (AUDITED)

INTRODUCTION

The Board presents the Remuneration Report for the Group for the year ended 31 December 2020, which forms part of the Directors' Report and has been prepared in accordance with section 300A and was audited as required under section 308(3C) of the *Corporations Act 2001*.

REMUNERATION GOVERNANCE

Nomination and Remuneration Committee

Having regard to the current size of the Group and the nature of its activities, and the composition and structure of the Board, the Nomination and Remuneration Committee remained suspended indefinitely. Those functions usually reserved to Nomination and Remuneration Committee are the responsibility of the full Board.

The full Board is now directly responsible for reviewing the remuneration arrangements for directors, the Group Chief Executive Officer (CEO), if one is appointed, and senior executives who directly report to the Board.

The Board is ultimately responsible for decisions made on recommendations from the Committee when the Committee was operating.

DETAILS OF KEY MANAGEMENT PERSONNEL (KMP)

KMP for the year ended 31 December 2020 are those persons who are identified as having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any executive or Non-Executive Directors (NED) of the Group.

The KMP of the Group for the year ended 31 December 2020 are:

	Position
Non-Executive directors	
Marcelo Mora	Non-Executive Director
Andrew Skinner	Non-Executive Director
David Richard Laxton	Non-Executive Director (ceased on July 2020)
Executive director	
Lim Pang Hern (Jeffrey)	Executive Chairman

REMUNERATION OF KMP (EXCLUDING NON-EXECUTIVE DIRECTORS)

(a) Remuneration policy

The Group's remuneration policy is to ensure that remuneration packages properly reflect the person's duties and responsibilities and that the remuneration is competitive in attracting, retaining and motivating people of suitable quality.

REMUNERATION OF KMP (EXCLUDING NON-EXECUTIVE DIRECTORS) (CONT'D)

(a) Remuneration policy (cont'd)

The structure of remuneration, as explained below, is designed to attract suitably qualified candidates, reward the achievement of strategic objectives, and achieve the broader outcome of long-term value creation for shareholders. The remuneration structures take into account a range of factors, including the following:

- capability, skills and experience;
- ability to impact achievement of the strategic objectives of the Group;
- performance of the KMP in their roles;
- the Group's overall performance;
- remuneration levels being paid by competitors for similar positions; and
- the need to ensure continuity of executive talent.

Refer below for detail around the mechanisms in place, which link the remuneration outcomes to Individual and Group performance.

(b) Link between remuneration and Group's performance

The Board understands the importance of the relationship between the Group's remuneration policy for KMP and the Group's performance. The remuneration packages for KMP are aimed at achieving this balance and aligning KMP remuneration with the interests of shareholders.

Remuneration component

Fixed Remuneration is not linked to Group performance. It is set with reference to the individual's role, responsibilities and performance and remuneration levels for similar positions in the market.

The table below sets out summary information about the Group's earnings and movement in shareholder wealth for 31 December 2020 and 31 December 2019:

	31 December 2020	31 December 2019
Revenue (S$'000)	37	1,067
Loss for the year (S$'000)	(1,393)	(1,454)
EPS (Singapore cents)	(1.18)	(1.23)
NAV per share (Singapore cents)	0.28	1.45
Share price at 31 December 2020 (Australian cents)	4.1	5.5

TOTAL FIXED REMUNERATION

Total Fixed Remuneration (TFR) is a guaranteed annual salary, which is calculated on a total cost basis, which may include salary-packaged benefits grossed up for Fringe Benefit Tax (FBT) payable, as well as employer contributions to Central Provident Fund and other non-cash benefits that may be agreed to from time to time.

TOTAL FIXED REMUNERATION (CONT'D)

The table below details the TFR for each of the executives for the year ended **31 December 2020**:

Executive	**Position**	**Total fixed remuneration (p.a.)**
Lim Pang Hern (Jeffrey)	Executive Director	S$38,331

SHORT-TERM INCENTIVE SCHEME

The Short-term Incentive (STI) scheme aims to reward eligible employees whose achievements, behaviour and focus meets the Group's business plan and key result expectations during one or more specified measurement periods.

Initial participation in the scheme is completely at the discretion of the Board.

The Board has structured the KPIs around both financial metrics, such as Operating Income, Earnings per Share and Operating Cash flows, and non-financial metrics around strategy development and execution, business performance, people and stakeholder relationships.

For the year ended 31 December 2020, the Board assessed the performance of the Group and resolved not to provide increases in directors or executives fees. The Board further resolved not to award any short term incentives ('STI') to any Directors or executives.

LONG-TERM INCENTIVE SCHEME

No employees or Executive Directors are currently participating in an Employee Share Plan (ESP). The Company currently does not have in place a share option plan.

GPS EMPLOYEE CONTRACTS

Executive Director - Lim Pang Hern (Jeffrey)

Contract duration	Commenced 1 July 2014
Fixed remuneration	Total remuneration package includes fixed remuneration and CPF.
Variable remuneration eligibility	Eligible for STI
Non-compete period	12 months.
Non-solicitation period	12 months.
Notice by GPS	4 weeks.
Notice by Executive	4 weeks.
Treatment on termination	Payment in lieu of notice: Employment is terminated by either party giving to the other not less than four weeks' prior written notice.

REMUNERATION TABLES

The following tables outline the remuneration provided to KMP excluding NEDs for the years ended 31 December 2020 and 31 December 2019.

No KMP appointed during the period received a payment as part of their consideration for agreeing to hold the position.

Key Management Personnel – Executive Remuneration

	Salary	Non-Monetary payment	Other Payments*	Central Provident Fund	STI	Total
	S$	S$	S$	S$	S$	S$
2020						
Executive Director						
Lim Pang Hern (Jeffrey)	12,615	-	24,000	1,716	-	38,331
Total Executive Director	**12,615**	**-**	**24,000**	**1,716**	**-**	**38,331**
2019						
Executive Director						
Lim Pang Hern (Jeffrey)	13,200	-	24,000	1,716	-	38,916
Total Executive Director	**13,200**	**-**	**24,000**	**1,716**	**-**	**38,916**

* Other payment comprises of accrued director's fee for the year 2020.

NON-EXECUTIVE DIRECTORS' REMUNERATION

1. Directors' fees

The maximum aggregate fee pool available to NEDs is S$300,000 as stipulated in the Constitution that was adopted by pre-internalisation.

2. Performance-based remuneration

NEDs are remunerated by way of cash benefits. They are not permitted to participate in performance based remuneration practices unless approved by shareholders. The Group currently has no intention to remunerate NEDs by any way other than cash benefits.

3. Equity-based remuneration

There is currently no equity-based remuneration plan in place for NEDs.

NON-EXECUTIVE DIRECTORS' REMUNERATION (CONT'D)

4. NED remuneration table

The following table outlines the remuneration accrued or provided to NEDs for the year ended 31 December 2020 and 31 December 2019.

Non-executive directors		Directors' fees S$	Salary S$	CPF S$	Corporate secretary S$	Total S$
Andrew Skinner	**2020**	**44,215**	**-**	**-**	**-**	**44,215**
	2019	40,192	-	-	-	40,192
Marcelo Mora	**2020**	**24,000**	**-**	**-**	**18,000**	**42,000**
	2019	22,948	-	-	17,066	40,014
David Richard Laxton	**2020**	**13,130**	**6,151**	**-**	**-**	**19,281**
	2019	24,000	13,200	1,188	-	38,388
Total non-executive directors	**2020**	**81,345**	**6,151**	**-**	**18,000**	**105,496**
	2019	87,140	13,200	1,188	17,066	118,594

In addition to the above fees, all NEDs receive reimbursement for reasonable travel, accommodation and other expenses incurred for conduct of business relating to the Group. NEDs do not receive additional remuneration for chairing or being a member of Board committees.

DIRECTORS' REPORT (CONT'D)

SUBSEQUENT EVENTS

There were no transactions with key management personnel with regards to the Remuneration Report from 31 December 2020 to the date of this Report.

1. Target mix of remuneration components

The Board has set the target remuneration mix for executives for 2019-2020, expressed as a percentage of total remuneration, as detailed in the table below.

Target mix	**TFR**	**STI**	**LTD**	**Total remuneration**
Executive Directors	100%	-	-	100%

2. Total fixed remuneration 2020

In accordance with the Directors service agreements, the Board has set TFR for each of the executives for 2020 as detailed in the table below.

Executive	**Position**	**TFR (p.a.)**
Lim Pang Hern (Jeffrey)	Executive Director	S$38,916

On behalf of the Directors

Lim Pang Hern (Jeffrey)
Chairman Director

Andrew Skinner
Non-Executive Director

Dated in Singapore this
30th March 2021

DIRECTORS' DECLARATION

GPS ALLIANCE HOLDINGS LIMITED
ACN 163 013 947

DIRECTORS' DECLARATION

The directors declare that:

(a) *In the directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.*

(b) *The attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 4 to the financial statements.*

(c) *In the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the consolidated entity; and*

(d) *the directors have given the declarations required by s.295A of the Corporations Act 2001.*

Signed in accordance with a resolution of the directors made pursuant to s.295(5) of the Corporation Act 2001.

On behalf of the Directors

LIM PANG HERN (JEFFREY)
Executive Chairman

ANDREW SKINNER
Non-Executive Director

Dated this 30th day of March 2021

Auditor's Independence Declaration

Cabel Partners (NSW) Pty Ltd

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Lead Auditors' Independence Declaration under Section 307C of the Corporations Act 2001

To the Members of GPS Alliance Holdings Limited

I declare that, to the best of my knowledge and belief, during the year ended 31 December 2020 there has been:

i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

ii. no contraventions of any applicable code of professional conduct in relation to the audit.

The entities are in respect of GPS Alliance Holdings Limited and the entities it controlled during the period.

Cabel Partners (NSW) Pty Limited
Chartered Accountants

S Benni

Scott Bennison
Partner

Dated in Sydney on this 30th day of March 2021

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INDEPENDENT AUDITOR'S REPORT

To the Members of GPS Alliance Holdings Limited

Opinion

We have audited the financial report of GPS Alliance Holdings Limited (the company and its subsidiaries (the Group)), which comprises the consolidated statement of financial position as at 31 December 2020, the consolidated statement of profit and loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the Corporations Act 2001, including:

i) giving a true and fair view of the Group's financial position as at 31 December 2020 and of its financial performance for the year then ended; and
ii) complying with Australian Accounting Standards and *the Corporations Regulations 2001.*

Basis of opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial report' section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board APES 110 *Code of Ethics for Professional Accountants* (the code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terns if given to the directors as at the time of this auditor's report.

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

Material uncertainty related to going concern.

We draw your attention to Note 3 'Going Concern' of the financial report, which indicates the Group has prepared the financial statements on a going concern basis and believe that the Group is able to discharge liabilities in the normal course of business.

However, management has also indicated that to the extent that the Group is unable to raise additional funding, significant uncertainty would exist as the ability of the Group to continue as a going concern and discharge liabilities in the normal course of business.

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COVID-19 impacted the Group's gross revenue, reducing it from $1,067k in 2019 to $37k for year ended 31 December 2020.

Net trade receivables have increased by $86K. Net cash used in operating activities was a deficiency of $460k. This impacted available cash resulting in the cash balance at year end being $13k.

Included in trade receivables is a related party receivable amount of $397k. We have been provided with management representations regarding the collectibility of the related party debt. However, to the extent that this related party debt becomes non collectible, this would impact the Group's ability to pay its debts as and when they fall due.

Due to the above, a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

Key audit matters

In addition to the matter described in the Material Uncertainty Related to Going Concern section above, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters are those matters that, in our professional judgement, were of most significant in our audit of the financial report of the current period. These matters were addressed in the context of our audit of financial report 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
Investment in associate Refer to note 12, Investment in Associate. During the 2019 financial year, the Group purchased a 35% interest in BMG Hotel 1887 Private Limited for $900,000AUD, made up of $750,000AUD issued capital and $150,000AUD cash. Dur to the associate's operating losses, the investment in BMG Hotel 1887 Private Hotel Limited has been 100% impaired. This was a key audit matter because the Group in part relied upon the investment income to support its's day-to-day operations.	Our procedures included, amongst others: • We obtained contract documentation in relation to the acquisition of the Group's 35% investment in BMG Hotel 1887 Private Limited. • We reviewed the unaudited financial statements of BMG Hotel 1887 Private Limited confirming its financial position and financial performance.

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Key audit matter	How our audit addressed the key audit matter
Trade receivables Refer to note 9, Trade receivables. The Group has $412K (2019: $42K) of trade receivables as at 31 December 2020. A significant portion, $397k, of the trade receivables are due from a related entity of the Group. This was a key audit matter because of the significant size of the related party debt and its impact on future cash flow and hence the Group's position as a going concern deriving from its collectibility.	Our procedures included, amongst others: • We have confirmed the existence of external trade receivables and the amounts due and payable to the Group. • We have reviewed the aging, collectibility and adequacy of doubtful debt provision determined by management. • We have examined supporting evidence for the related party receivable ensuring that it is stated at its recoverable amount. • We have tested management's representations related to the recoverable amount of receivables and the adequacy of doubtful debt provisions.

Key audit matter	How our audit addressed the key audit matter
Other receivables Refer to note 10, Other receivables. The Group has $1,314K (2019: $2,177K) of other receivables as at 31 December 2020. Included in other receivables are amounts of $1,185 (2019: $2,016) that relate to amortised rent from the sale of its subsidiary commencing 1 July 2018 for a period of 70 months. This was a key audit matter because it represents 68% of the Group's total assets and the recoverable amount is linked to the continuance of the tenancy.	Our procedures included, amongst others: • We have sighted documentation and confirm the Group's right to occupy the premises over the amortisation period. • We have compared the current market value of rent for equivalent premises and determined the amortisation charge and recoverable amounts disclosed in the financial statements have been accurately calculated. • We have tested management representations with respect to right of occupancy, current market rents, calculations and the recoverable amount of the receivable disclosed in the financial statements.

Other Matters

The Covid-19 Pandemic announced by the World Health Organisation is having a negative impact on world stock markets, currencies and business activities. The Group has initiated strict policies and procedures to address the health and well being of employees, consultants and contractors. The timing and extent of the impact and recovery from COVID-19 is not yet known.

However, these events may have a post balance date impact.

Our opinion is not modified in respect of this matter.

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Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 31 December 2020, but does not include the financial report and the auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the other information we are required to report that fact. We have nothing to report in this regard.

Directors' responsibility for the financial report

The directors are responsible for the preparation of he financial report the gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal controls as the directors determine are necessary to enable the presentation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are 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 the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibility for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is 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 the Australian Auditing Standards will always detect a material misstatement individually or in the aggregate that could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our representation of our responsibilities for the audit of the financial report is located at The Australian Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/Home.aspx. This description forms part of our auditor's report.

Independent Auditor's Report

Cabel Partners (NSW) Pty Ltd

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Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report include in pages 7 to 11 of the directors' report for the year ended 31 December 2020.

In our opinion, the Remuneration Report for the year ended 31 December 2020 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Cabel Partners (NSW) Pty Limited
Chartered Accountants

Scott Bennison
Director
Dated: 30/3/2021
Sydney

Consolidated Statement of Profit or Loss and Other Comprehensive Income For the year ended 31 December 2020

	Notes	2020 S$'000	2019 S$'000
Continuing operations			
Revenue	20	37	1,067
Cost of sales		(34)	(1,001)
Gross profit / (loss)		3	66
Other income	21	108	3
Administrative expenses		(1,441)	(1,539)
Finance costs	23	-	-
Share of results of an associate		(63)	16
(Loss) / Profit before income tax		(1,393)	(1,454)
Income tax	24	-	-
(Loss) / Profit from continuing operations		(1,393)	(1,454)
Other comprehensive income			
Exchange difference on translation of foreign operations, net of tax		9	(68)
Other comprehensive income for the year, net of tax		9	(68)
Total comprehensive income for the year		(1,384)	(1,522)
(Loss)/Profit for the year attributable to:			
Owners of the Company		(1,393)	(1,522)
Non-controlling interests		-	-
		(1,393)	(1,522)
Total comprehensive income attributable to:			
Owners of the Company		(1,384)	(1,522)
Non-controlling interests		-	-
		(1,384)	(1,522)
Losses per share (Singapore cents)			
Basic and diluted loss per share attributable to ordinary equity holders	26	(1.18)	(1.23)
Losses per share - continuing operations (Singapore cents)			
Basic and diluted loss per share		(1.18)	(1.23)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position
As at 31 December 2020

	Notes	2020 S$'000	2019 S$'000
ASSETS			
Current assets			
Cash and cash equivalents	8	13	473
Trade receivables	9	412	326
Other receivables	10	394	356
Total current assets		819	1,155
Non-current assets			
Intangible assets		3	3
Plant and equipment	11	-	-
Investment in associate	12	-	63
Other receivables	10	920	1,821
Total non-current assets		923	1,887
LIABILITIES			
Current liabilities			
Trade payables	13	5	352
Other payables and accruals	14	1,410	979
Total current liabilities		1,415	1,331
NET ASSETS		327	1,711
EQUITY			
Issued capital	15	11,901	11,901
Capital reserve	16	2,000	2,000
Translation reserve	17	(515)	(524)
Accumulated losses	18	(13,059)	(11,666)
Parent equity interest		327	1,711
Non-controlling interest	19	-	-
Total Equity		327	1,711

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity
For the year ended 31 December 2020

	Issued capital S$'000	Reserves S$'000	Translation reserve S$'000	Accumulated losses S$'000	Total equity S$'000
Balance at 1 January 2019	10,354	2,000	(456)	(10,212)	1,686
Loss for the year	-	-	-	(1,454)	(1,454)
Other comprehensive income for the year	-	-	(68)	-	(68)
Total comprehensive income for the year	-	-	(68)	(1,454)	(1,522)
Issued of shares	1,547	-	-	-	1,547
Transactions with owners recorded directly on equity	1,547	-	-	-	1,547
Balance at 31 December 2019	11,901	2,000	(524)	(11,666)	1,711
Balance at 1 January 2020	11,901	2,000	(524)	(11,666)	1,711
Loss for the year	-	-	-	(1,393)	(1,393)
Other comprehensive income for the year	-	-	9	-	9
Total comprehensive income for the year	-	-	9	(1,393)	(1,384)
Issued of shares	-	-	-	-	-
Transactions with owners recorded directly on equity	-	-	-	-	-
Balance at 31 December 2020	11,901	2,000	(515)	(13,059)	327

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows
31 December 2020

	2020 S$'000	2019 S$'000
Operating activities		
(Loss) / Profit for the year	(1,393)	(1,454)
Adjustments for:		
Allowance for impairment of investment in associate	-	853
Allowance for impairment of doubtful debts	139	
Share of results of an associate	63	(16)
Unrealised exchange (gain) / loss	9	(68)
Operating cash outflows before movements in working capital	(1,182)	(685)
Trade and other receivables	638	(41)
Trade and other payables	84	578
Cash used in operations	(460)	(148)
Interest paid	-	-
Net cash used in operating activities	(460)	(148)
Investing activities		
Disposal of subsidiary, net of cash disposed of	-	-
Dividend income from associate	-	-
Net cash provided by investing activities	-	-
Financing activities		
Proceeds from issuance of shares	-	600
Net cash provided by / (used in) financing activities	-	600
Net (decrease)/increase in cash and cash equivalents	(460)	452
Cash and cash equivalents at January 1	473	21
Cash and cash equivalents at 31 December	13	473

	2020 S$'000	2019 S$'000
Notes to the statement of cash flows		
Continuing operations:		
Cash and bank balances	13	473
Cash and cash equivalents	13	473

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

1 GENERAL

The Company (Registration No. ACN 163013947) was incorporated in Australia on 25 March 2014 with its registered office at Suite 904, 275 Alfred Street, North Sydney, NSW 2060, Australia. The Company is listed on the Australian Securities Exchange ('ASX'). The financial information is expressed in Singapore dollars.

The details of the subsidiaries are as follows:

Name of subsidiaries	Principal activity Country of incorporation/operation	Effective equity interest held	
		2020	2019
		%	%
GPS Alliance Holdings Pte Ltd	Investment holding (Singapore)	100	100
Global Property Strategic Alliance Pte Ltd	Provision of services as real estate agency (Singapore)	100	100
GPS Developments and Investments Pty Ltd	Dormant (Australia)	100	100

On 14 May 2019, the Company had incorporated a new subsidiary GPS Developments and Investments Pty Ltd, the issued capital of the Company is A$100 comprising 100 ordinary shares.

2 APPLICATION OF NEW ACCOUNTING STANDARDS AND REVISED ACCOUNTING STANDARD

No new and revised Standards and Interpretation are applicable for the year ended 31 December 2020. At the date of authorisation of the financial statements, no Standards and Interpretations on issue but not yet adopted have any material effect.

3 GOING CONCERN

This Financial Report has been prepared on a going concern basis, which assumes continuity of normal business activities and the realisation of assets and the settlement of liabilities in the ordinary course of business.

As at and for the year ended 31 December 2020, the consolidated entity had accumulated losses of S$13.1 million (2019: S$11.7 million), net cash outflow from operating activities of S$460,000 (2019: S$148,000) and a working capital deficiency of S$0.63 million (2019: S$0.18 million).

The ability of the Group to continue as a going concern is dependent upon the successful timely completion of the following events / plans that have been put in place by the Board:

- Is working to improve the profitability and cash flows of the business;

3 GOING CONCERN (CONT'D)

- Continues to seek suitable merger and acquisition opportunities and/or strategic alliances to strengthen its existing businesses and to develop other cash flow opportunities from the delivery of services or products; and

- Has been successful in making share placements and/or capital raisings to improve the Group's cash position when required.

At the date of this Report and having considered the above factors, the Board is confident that the Group will be able to continue as a going concern.

However, if the Group does not obtain additional funding, reduced expenditure in line with available funding, continuing financial support of their financier and successfully complete the plans referred to above, significant uncertainty would exist as to the ability of the Group to continue as a going concern and, therefore, whether each entity in the Group would be able to realise assets and discharge liabilities in the normal course of business.

The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amount and classification of liabilities that might be necessary should the consolidated entity not continue as a going concern.

4 SIGNIFICANT ACCOUNTING POLICIES

(a) STATEMENT OF COMPLIANCE – These financial statements are general purpose financial statements which have been prepared in accordance with the *Corporations Act 2001*, Accounting Standards and Interpretations, and comply with other requirements of the law.

The financial statements comprise the consolidated financial statements of the Group.

Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Company and the Group comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the directors on 30 March 2020.

(b) BASIS OF PREPARATION – The consolidated financial statements have been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets.

The Company is of a kind referred to in ASIC class Order 98/100, dated 10 July 1998, and in accordance with that Class Order, amounts in the Directors' Report and the financial statements have been rounded off to the nearest thousand dollars, unless otherwise stated.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(c) BASIS OF CONSOLIDATION - The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved where the company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its control to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company consider all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balances. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group. All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between:

(i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests.

(ii) Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained earnings) in the same manner as would be required if the relevant assets or liabilities were disposed of.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 139 *Financial Instruments: Recognition and Measurement* or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

(d) BUSINESS COMBINATIONS - The acquisition of subsidiaries is accounted for using the acquisition method. The consideration for each acquisition is measured at the aggregate of the acquisition date fair values of assets given, liabilities incurred by the Group to the former owners of the acquiree, and equity interest issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

Where applicable, the consideration for the acquisition includes any asset or liability resulting from a contingent consideration arrangement, measured at its acquisition-date fair value. Subsequent changes in such fair values are adjusted against the cost of acquisition where they qualify as measurement year adjustments (see below).

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement year adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at subsequent reporting dates in accordance with AASB 139 *Financial Instruments: Recognition and Measurement*, or AASB 137 *Provisions, Contingent Liabilities and Contingent Assets*, as appropriate, with the corresponding gain or loss being recognised in profit or loss.

Where a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to fair value at the acquisition date (i.e. the date the Group obtains control) and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest was disposed of. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under the Australian Accounting Standards are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with AASB 112 *Income Taxes* and AASB 119 *Employee Benefits* respectively;

- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquire are measured in accordance with AASB 2 'Share-based Payment' at the acquisition date; and

- assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that Standard. If the initial accounting for a business combination is incomplete by the end of the reporting year in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Those provisional amounts are adjusted during the measurement year (see below), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date. The measurement year is the year from the date of acquisition to the date the Group obtains complete information about facts and circumstances that existed as of the acquisition date – and is subject to a maximum of one year from acquisition date.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis.

Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Standard.

(e) FINANCIAL INSTRUMENTS - Financial assets and financial liabilities are recognised on the company's statement of financial position when the company becomes a party to the contractual provisions of the instrument.

<u>Effective interest method</u>
The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter year. Interest income and expense is recognised on an effective interest basis for debt instruments.

Financial assets

Investments are recognised and de-recognised on a trade date where the purchase or sale of an investment is under a contract whose terms require delivery of the investment within the time-frame established by the market concerned, and are initially measured at fair value, net of transaction costs except for those financial assets classified as at fair value through profit or loss which are initially measured at fair value.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Available-for-sale financial assets

Gains and losses arising from changes in fair value are recognised in other comprehensive income with the exception of impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets which are recognised directly in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognised in the other comprehensive income and accumulated in revaluation reserve is reclassified to profit or loss. Dividends on available-for-sale equity instruments are recognised in profit or loss when the Group's right to receive payments is established.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and at bank and are subject to an insignificant risk of change in value.

Loans and receivables

Trade and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as "loans and receivables". Loans and receivables are initially measured at fair value and subsequently measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest method, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at the end of each reporting year. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

In a subsequent year, if the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the financial asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Derecognition of financial assets

The company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the company retains substantially all the risks and rewards of ownership of a transferred financial asset, the company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

On derecognition of a financial asset other than in its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss.

A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Financial liabilities and equity instruments

Classification as debt or equity
Financial liabilities and equity instruments issued by the company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments
An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities
Trade and other payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest method, with interest expense recognised on an effective yield basis.

Derecognition of financial liabilities
The company derecognises financial liabilities when, and only when, the company's obligations are discharged, cancelled or they expire.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(f) LEASES - Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. Contingent rentals arising under operating leases are recognised as an expense in the year in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

(g) INVENTORIES - Inventories are stated at the lower of cost and net realisable value, on the first-in first-out basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Provision is made where necessary for obsolete, slow-moving and defective stocks.

(h) PLANT AND EQUIPMENT - Plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is charged so as to write off the cost of assets over their estimated useful lives, using the straight-line method, on the following bases:

Furniture and fittings	-	25% to 33.3%
Office equipment	-	25% to 33.3%
Computer software	-	33.3%
Enterprise Resource Planning Equipment	-	14.3%

The estimated useful lives, residual values, and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Fully depreciated assets still in use are retained in the financial statements. The gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amounts of the asset and is recognised in profit or loss.

(i) IMPAIRMENT OF NON-FINANCIAL ASSETS - At the end of each reporting year, the company reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, an impairment loss is suffered and the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(j) PROVISIONS - Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that the company will be required to settle that obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of reporting year, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of these cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(k) ASSETS HELD FOR SALE - Non-current assets are classified as assets held for sale and measured at the lower of carrying amount and fair value less costs to sell if they are expected to be recovered principally through a sale transaction rather than through continuing use.

Any impairment losses on initial classification and subsequent gains or losses on remeasurement are recognised in profit or loss. Subsequent increases in fair value less costs to sell are recognised in profit or loss (not exceeding the accumulated impairment loss that has been previously recognised).

(l) SHARE-BASED PAYMENTS - Equity-settled share-based payments are measured at the fair value of the equity instruments at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of the number of equity instruments that will eventually vest. At the end of each reporting year, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(m) REVENUE RECOGNITION - Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances. The company assesses its revenue arrangements to determine if it is acting as principal or agent. The company has concluded that it is acting as a principal in all of its revenue arrangements.

Rendering of services
Revenue from a contract to provide services of short duration is recognised when services are rendered.

Rental income
Rental income from operating leases is recognised on a straight-line basis over the lease term. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

Interest income
Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Sale of goods

Revenue from the sale of goods is recognised when all the following conditions are satisfied:

- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the entity; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

When contract costs incurred to date plus recognised profits less recognised losses exceed progress billings, the surplus is shown as amounts due from customers for contract work. For contracts where progress billings exceed contract costs incurred to date plus recognised profits less recognised losses, the surplus is shown as the amounts due to customers for contract work.

Amounts received before the related work is performed are included in the consolidated statement of financial position, as a liability, as advances received. Amounts billed for work performed but not yet paid by the customer are included in the consolidated statement of financial position under trade and other receivables.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(n) DEFINED CONTRIBUTION COSTS - Payments to defined contribution benefit plans are charged as an expense as the employee renders the service. Payment made to state-managed benefit schemes, such as the Singapore Central Provident Fund, are dealt with as payments to defined contribution plans where the company's obligations under the plans are equivalent to those arising in a defined contribution benefit plan.

(o) EMPLOYEE LEAVE ENTITLEMENT - Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting year.

(p) INCOME TAX - Income tax expense represents the sum of the tax currently payable and deferred tax.

The change for current income tax expense is based on the profit for the year adjusted for non-assessable or disallowed items. It is calculated using tax rates that have been enacted or are substantively enacted by the reporting date.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxation profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the statement of profit or loss and other comprehensive income except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.
The amount of benefits bought to account or which may be realised in the future is based on the assumption that no advance change will occur in income taxation legislation and the anticipation that the Company will derive sufficient future assessable income to enable the benefit to be realised and comply within the conditions of deductibility imposed by the law.

(q) FOREIGN CURRENCY TRANSACTIONS - The financial statements of the company are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The financial statements of the company are presented in Singapore dollars, whereas the functional currency of the parent company is Australian dollar.

In preparing the financial statements of the Company, transactions in currencies other than the company's functional currency are recorded at the rate of exchange prevailing on the date of the transaction. At each reporting year, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the end of the reporting year. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the year. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the year except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised in other comprehensive income.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Singapore dollars using exchange rates prevailing at the end of the reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity (attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, loss of joint control over a jointly controlled entity that includes a foreign operation, or loss of significant influence over an associate that includes a foreign operation), all of the accumulated exchange differences in respect of that operation attributable to the Group are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are reattributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates or jointly controlled entities that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

Goodwill and fair value adjustments on identifiable assets and liabilities acquired arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income and accumulated in equity.

(r) CONSTRUCTION CONTRACTS - Where the outcome of a construction contract can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the end of the reporting year, as measured by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs, except where this would not be representative of the stage of completion. Variations in contract work, claims and incentive payments are included to the extent that they have been agreed with the customer.

Where the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the year in which they are incurred.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Long-term construction contracts

Revenue and profits from long-term construction contracts are recognised based on the percentage of completion as at the end of the reporting year by reference to the proportion of cost incurred to date in relation to the estimated total costs for the respective contracts, provided that the outcome can be reliably estimated.

Provision is made in full for estimated losses on uncompleted contracts and liquidated damages in the year in which such losses are anticipated, regardless of the stage of completion of the contracts.

(s) BORROWING COSTS - Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(t) EMPLOYEE BENEFITS - A liability is recognised for benefits accruing to employees in respect of wages and salaries and annual leave when it is probable that settlement will be required and they are capable of being measured reliably.

Liabilities recognised in respect of short-term employee benefits, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

Liabilities recognised in respect of long term employee benefits are measured as the present value of the estimated future cash outflows to be made by the Group in respect of services provided by employees up to reporting date.

Payments to defined contribution benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

(u) GOODS AND SERVICES TAX - Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

i. where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or

ii. for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

4 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Cash flows are included in the statement of cash flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified within operating cash flows.

(v) INVESTMENT IN ASSOCIATE - An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with AASB 5 'Non-current Assets Held for Sale and Discontinued Operations'. Under the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Company's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Company's share of losses of an associate or a joint venture exceeds the Company's interest in that associate or joint venture, (which includes any long-term interests that, in substance, form part of the Company's net investment in the associate or joint venture), the Company discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or joint venture, any excess of the cost of the investment over the Company's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Company's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The requirements of AASB 128 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Company's investment in an associate or a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with AASB 136 'Impairment of Assets' as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with AASB 136 to the extent that the recoverable amount of the investment subsequently increases.

When the Company transacts with an associate or joint venture, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Company's consolidated financial statements only to the extent of interests in the associate or joint venture that are not related to the Company.

5 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies which are described in Note 4 above, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

i) *Critical judgements in applying the Group's accounting policies*

In the process of applying the Group's accounting policies, which are described in Note 4, management has not made any judgements other than those involving estimations as discussed below.

ii) *Key sources of estimation uncertainty*

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting year, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

(a) Revenue from contract work-in-progress

Revenue and costs associated with a project are recognised as revenue and expenses respectively by reference to the proportion of cost incurred to date in relation to the estimated total costs for the respective contracts, provided that the outcome can be reliably estimated. When it is probable that the total project costs will exceed the total project revenue, the expected loss is recognised as an expense immediately. These computations are based on the presumption that the outcome of a project can be estimated reliably.

Management has performed cost studies, taking into account the costs to date and costs to complete each project, foreseeable losses and applicable liquidated damages, if any. Management has also reviewed the status of such projects and is satisfied that the estimates to complete are realistic, and the estimates of total project costs and sales proceeds indicate full project recovery.

(b) Allowance for doubtful debts

The Group makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. Allowances are applied to trade and other receivables where events or changes in circumstances indicate that the balances may not be collectible. The identification of doubtful debts requires the use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of trade and other receivables and doubtful debts expenses in the year in which such estimate has been changed. Allowance for doubtful debts and bad debts written off at the end of the reporting year is set out in Note 9 and 10.

5 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONT'D)

ii) Key sources of estimation uncertainty (cont'd)

(c) <u>Useful lives and residual value of plant and equipment</u>

The Group reassesses the estimated useful lives and residual value of plant and equipment at the end of each reporting year. Management is satisfied that there is no change in the useful lives and residual value of the plant and equipment from prior year.

The Group's activities expose it to a variety of financial risks, including the effects of: changes in debt and equity market prices, foreign currency exchange rates and interest rates. The Group does not use derivative financial instruments such as foreign exchange forward contracts to hedge certain exposures. The Group does not hold or issue derivative financial instruments for speculative purposes.

6 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT

(a) Categories of financial instruments

The following table sets out the financial instruments as at the end of the reporting period.

	2020 S$'000	2019 S$'000
Financial assets		
Loans and receivables (including cash and cash equivalents)	1,738	2,976
Investment in associate	-	63
	1,738	3,039
Financial liabilities		
Payables at amortised cost	1,415	1,331

(b) Financial risk management policies and objectives

The Group has documented financial risk management policies. These policies set out the Group's overall business strategies and its risk management philosophy. The Group's overall financial risk management programme seeks to minimise potential adverse effects of financial performance of the Group. The Board of Directors provide written principles for overall financial risk management and written policies covering specific areas, such as market risk (including foreign exchange risk, interest rate risk, equity price risk), credit risk, liquidity risk, cash flow interest rate risk, use of derivative financial instruments and investing excess cash.

Such written policies are reviewed annually by the Board of Directors and periodic reviews are undertaken to ensure that the Group's policy guidelines are complied with. Risk management is carried out by the management under the policies approved by the Board of Directors.

6 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (CONT'D)

(b) Financial risk management policies and objectives (cont'd)

There has been no change to the Group's exposure to these financial risks or the manner in which it manages and measures the risk. Market risk exposures are measured using sensitivity analysis indicated below.

(i) Foreign exchange risk management

The Group's and Company's activities are mainly conducted in the functional currencies of the respective entities. Hence, the Group's exposure to foreign exchange risk is minimal.

(ii) Interest rate risk management

Interest-bearing financial assets are mainly bank balances and fixed deposit. Any variation in the short-term interest rates will not have a material impact on the results of the Group.

The Group is exposed to the interest rate risk on certain bank loans, which varies accordingly to prime lending rate. Management is of the view that any variation of the prime lending rate is not likely to have a material impact on the results of the Group. Accordingly, the Group does not hedge against interest rate risk relating to its bank loans.

(iii) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by the counterparty limits that are reviewed and approved by management annually.

The Group's bank balances are placed with credit-worthy financial institutions.

Concentration of credit risk exists when economic, industry or geographical factors similarly affect Group counter parties whose aggregate credit exposure is significant in relation to the Group's total credit exposure.

The Group's customers are located in Singapore.

(iii) Credit risk management (cont'd)

The carrying amount of financial assets recorded in the financial statements, grossed up for any allowances for losses, represents the Group's maximum exposure to credit risk without taking account of the value of any collateral obtained.

Further details of credit risks on trade and other receivables are disclosed in Notes 9 and 10 to the financial statements respectively.

6 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (CONT'D)

(b) Financial risk management policies and objectives (cont'd)

(iv) Liquidity risk management

The Group maintains sufficient cash and cash equivalents, and internally generated cash flows to finance their activities. Management finances the Group's liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Liquidity and interest risk analyses

Non-derivative financial liabilities

The following tables detail the remaining contractual maturity for non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and Company can be required to pay. The table includes both interest and principal cash flows. The adjustment column represents the possible future cash flows attributable to the instrument included in the maturity analysis which is not included in the carrying amount of the financial liability on the statements of financial position.

	Carrying amount S$'000	On demand or within 1 year S$'000	1 to 5 years S$'000	After 5 years S$'000	Expected interest S$'000
Non-interest bearing					
31 December 2020	1,415	1,415	-	-	-
31 December 2019	1,331	1,331	-	-	-

Non-derivative financial assets

The following table details the expected maturity for non-derivative financial assets, other than available-for-sale financial assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Group's liquidity risk management as the Group's liquidity risk is managed on a net asset and liability basis. The tables below have been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets except where the Group and the Company anticipates that the cash flow will occur in a different period. The adjustment column represents the possible future cash flows attributable to the instrument included in the maturity analysis which are not included in the carrying amount of the financial asset on the statements of financial position.

6 FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL RISKS MANAGEMENT (CONT'D)

(b) Financial risk management policies and objectives (cont'd)

	Carrying amount S$'000	On demand or within 1 year S$'000	1 to 5 years S$'000	After 5 years S$'000	Expected interest S$'000
Non-interest bearing					
31 December 2020	1,739	1,739	-	-	-
31 December 2019	2,976	2,976	-	-	-

(v) Fair value of financial assets and financial liabilities

Management considers that the carrying amounts of non-derivative financial assets and financial liabilities recorded at amortised cost in the financial statements approximate their fair values.

The fair values of financial assets and financial liabilities are determined as follows:

- the fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices; and
- the fair value of other financial assets and financial liabilities (excluding derivative instruments) are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

The Group classifies fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

(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).

(c) Capital risk management policies and objectives

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Group consists of equity attributable to owners of the Company, comprising share capital and reserves and accumulated profits. The Group's overall strategy remains unchanged from 2018.

7 RELATED PARTY TRANSACTIONS

Key management personnel and Directors' transactions

During the year ended 31 December 2020, Lim Pang Hern had an equity interest in BD Cranetech Pte Ltd, BD Krane Engrg Pte Ltd and BD Crane & Engrg Pte Ltd which provided administration services, including rental accommodation, administrative staff and services to Global Property Strategic Alliance Pte Ltd, a subsidiary of GPS Alliance Holdings Limited. Fees paid and payable to BD Cranetech Pte Ltd, BD Krane Engrg Pte Ltd and BD Crane & Engrg Pte Ltd during the year amounted to S$37,696 (2019: S$80,480). At the end of the year the total amount outstanding was S$157,234 (2019: S$141,473). The balances are unsecured, interest free, repayable on demand and expected to be settled in cash unless stated otherwise.

The Group did not provide real estate services to BD Cranetech Pte Ltd during the financial year. Fees paid and payable from BD Cranetech Pte Ltd during the year amounted to S$Nil (2019: S$6,375). At the end of the year the total outstanding amount owing from BD Cranetech Pte Ltd and BD Krane Engrg Ptd was S$11,791(2019: S$30,795). The balances are unsecured, interest free, repayable on demand and expected to be settled in cash unless stated otherwise.

Compensation of directors and key management personnel

The remuneration of directors and other members of key management during the year were as follows:

	2020 S$	2019 S$
Short-term benefits	125,827	157,510
Post-employment benefits	-	-
Total	125,827	157,510

The remuneration of directors and key management is determined by the Board of Directors in the absence of a nomination and remuneration committee having regard to the performance of individuals and market trends, in accordance with disclosures made in our replacement prospectus dated 24 May 2014.

The following table outlines the remuneration provided to NEDs for the year ended 31 December 2020 and 31 December 2019.

Non-executive directors		**Directors' fees S$**	**Salary S$**	**CPF S$**	**Corporate secretary S$**	**Total S$**
Andrew Skinner	**2020**	**44,215**	**-**	**-**	**-**	**44,215**
	2019	40,192	-	-	-	40,192
Marcelo Mora	**2020**	**24,000**	**-**	**-**	**18,000**	**42,000**
	2019	22,948	-	-	17,066	40,014
David Richard Laxton	**2020**	**13,130**	**6,151**	**-**	**-**	**19,281**
	2019	24,000	13,200	1,188	-	38,388
Total non-executive directors	**2020**	**81,345**	**6,151**	**-**	**18,000**	**105,496**
	2019	87,140	13,200	1,188	17,066	118,594

7 RELATED PARTY TRANSACTIONS (CONT'D)

The following tables outline the remuneration provided to KMP excluding NEDs for the years ended 31 December 2020 and 31 December 2019.

No executive GPS appointed during the period received a payment as part of their consideration for agreeing to hold the position

	Salary	Non-Monetary payment	Other Payments *	Central Provident Fund	STI	Total
	S$	S$	S$	S$	S$	S$
2020						
Executive Director						
Lim Pang Hern (Jeffrey)	12,615	-	24,000	1,716	-	38,331
Total Executive Director	**12,615**	**-**	**24,000**	**1,716**	**-**	**38,331**
2019						
Executive Director						
Lim Pang Hern (Jeffrey)	13,200	-	24,000	1,716	-	38,916
Total Executive Director	**13,200**	**-**	**24,000**	**1,716**	**-**	**38,916**

* Other payment comprises of accrued director's fee for year 2020.

8 CASH AND CASH EQUIVALENTS

	2020 S$'000	2019 S$'000
Cash at bank	13	473

The Group's total cash and cash equivalents are denominated in the functional currencies of the respective entities.

9 TRADE RECEIVABLES

	2020 S$'000	2019 S$'000
Outside parties	180	321
Related parties	397	31
Less : Allowable for doubtful debts	(165)	(26)
	412	326

No interest is charged on trade receivables.

Included in the Group's trade receivable balance are debtors with a carrying amount of S$550,685 (2019: S$42,428) which are past due at the reporting date for which the Group has not provided for any impairment allowance.

9 TRADE RECEIVABLES (CONT'D)

The table below is an analysis of age of debts which are past due but not impaired:

	2020 S$'000	2019 S$'000
1 month to 3 months	385	17
3 months to 6 months	-	-
12 months to 24 months	27	25
	412	42

In determining the recoverability of a trade receivable, the Group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date. Accordingly, management believes that there is no further credit provision required in excess of the allowance for the doubtful debts.

The trade receivables that are past due nor impaired related to customers that the Group has assessed to be creditworthy, based on the credit evaluation process performed by management.

The Group's and Company's total receivables are denominated in the functional currencies of the respective entities and translated to SGD for reporting purpose.

<u>Movement in the allowance for doubtful debts</u>

	2020 S$'000	2019 S$'000
Balance at beginning of the year	26	-
Provision for impairment losses recognised on receivables	139	26
Disposal and discontinued operation of subsidiaries	-	-
Balance at end of the year	165	26

The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

Included in the allowance for doubtful debts are individually impaired trade receivables amounting to S$26,293 (2019: S$26,293l) which have been placed under liquidation. The impairment recognised represents the difference between the carrying amount of these trade receivables and the present value of the expected liquidation proceeds.

<u>Age of impaired trade receivables</u>

	2020 S$'000	2019 S$'000
3 months to 6 months	-	3
12 months to 24 months	165	23
	165	26

10 OTHER RECEIVABLES

	2020 S$'000	2019 S$'000
Other receivables		
Current	394	356
Non-current	920	1,821
	1,314	2,177

The Group's other receivables are denominated in the functional currencies of the respective entities and translated to SGD for reporting purpose.

Included in other receivables was an amount owing from former subsidiary amounted to S$2.013 million (2019: S$2.013 million) which became other receivables after disposal of subsidiary on 30 June 2018.

Amount owing from former subsidiary will be repaid in term of granting the Group a lease of the property for a period of 70 months commencing from 1 July 2018.

<u>Movement in the allowance for doubtful debts</u>

	2020 S$'000	2019 S$'000
Balance at beginning of the year	94	-
Provision for impairment losses recognised on receivables	-	94
Balance at end of the year	94	94

11 PLANT AND EQUIPMENT

	Computer & software S$'000	Furniture & fittings S$'000	Office equipment S$'000	ERP equipment S$'000	Total S$'000
Cost:					
1 January 2019	48	7	77	32	164
Additions	-	-	-	-	-
Disposal	-	-	-	-	-
Impairment	-	-	-	(10)	(10)
31 December 2019	48	7	77	22	154
1 January 2020	48	7	77	22	154
Additions	-	-	-	-	-
Disposal	-	-	-	-	-
31 December 2020	48	7	77	22	154
Accumulated depreciation:					
1 January 2019	48	7	77	22	154
Depreciation	-	-	-	-	-
31 December 2019	48	7	77	22	154
1 January 2020	48	7	77	22	154
Depreciation	-	-	-	-	-
31 December 2020	48	7	77	22	154
Carrying amount					
31 December 2019	-	-	-	-	-
31 December 2020	-	-	-	-	-

12 INVESTMENT IN ASSOCIATE

The summarised financial information below represents amounts shown in the associate's financial statements prepared in accordance with IFRSs (adjusted by the group for equity accounting purposes).

	2020 S$'000	2019 S$'000
Balance at beginning of the year	63	-
Addition	-	900
Share of post-acquisition results of associate	(63)	16
Disposals	-	-
Allowance for impairment of investment in associate	-	(853)
Unquoted equity shares	-	63

On 18 Oct 2019, the Group had acquired 35% equity interest in BMG Hotel 1887 Private Ltd, a company incorporated in Singapore for the purchase price of S$900,000.00. The purchase price of S$900,000.00 was funded by issuing the GPS shares at A$0.05 per share to the value of S$750,000.00 and a cash component of S$150,000.00.

The investment in associate instrument represents an investment in a company that is engaged in the operation of hotel.

	2020 S$'000	2019 S$'000
BMG Hotel 1887 Private Ltd		
Current assets	1,644	649
Non-current assets	280	317
Current liabilities	2,097	786
Non-current liabilities	-	-
Revenue	1,277	3,093
Profit or (loss) from continuing operations	(353)	127
Profit/(loss) for the year	(353)	127
Other comprehensive income for the year	-	-
Total comprehensive income for the year	(353)	127

Reconciliation of the above summarised financial information to the carrying amount of the interest in BMG Hotel 1887 Private Ltd recognised in these consolidated financial statements:

	2020 S$'000	2019 S$'000
Net assets of the associate	(173)	180
Proportion of the group's ownership interest in BMG Hotel 1887 Private Ltd	35%	35%
Carrying amount of the Group's interest in BMG Hotel 1887 Private Ltd	-	63

BMG Hotel 1887 Private Ltd is a Singapore incorporated company with its operation in Singapore. Its principal activity is in the operation of hotel.

12 INVESTMENT IN ASSOCIATE (CONT'D)

Movement in the allowance for impairment of investment in associate

	2020 S$'000	2019 S$'000
Balance at beginning of the year	853	-
Provision for impairment losses recognised on investment	-	853
Balance at end of the year	853	853

13 TRADE PAYABLES

	2020 S$'000	2019 S$'000
Outside parties	5	352

No interest is payable on overdue balances.

The Group's trade payables are denominated in the functional currencies of the respective entities and translated to SGD for reporting purpose.

14 OTHER PAYABLES AND ACCRUALS

	2020 S$'000	2019 S$'000
Accrued expenses	735	200
Related parties	673	141
Others	2	638
	1,410	979

The Group's other payables are denominated in the functional currency of the respective entities and translated to SGD for reporting purpose.

15 ISSUED CAPITAL

	2020		2019	
	Nº	S$'000	Nº	S$'000
Ordinary shares				
Balance at beginning of the year	117,959	11,901	85,963	10,354
Issue ordinary shares	-	-	31,996	1,547
Balance at end of the year	117,959	11,901	117,959	11,901

On 4 Apr 2019, the Company issued 5,208,333 new fully paid ordinary shares under a placement at an issue price of $0.048 per share for a total consideration of $250,000 to a professional and sophisticated investor.

On 23 Apr 2019, the Company issued 7,686,042 new fully paid ordinary shares under a placement at an issue price of $0.048 per share for a total consideration of $368,930 to a professional and sophisticated investor.

On 28 Jun 2019, the Company issued 4,101,814 new fully paid ordinary shares to related parties of the Company in full and final satisfaction of the amounts owing by the Group as at 31 December 2018 to the related parties on account of management fees, rent and unpaid directors fees and company secretary's fees in the amount of $196,887.

On 25 Oct 2019, the Company issued 15,000,000 new fully paid ordinary shares at A$0.05 per share to Mr Bryan Ong Tze Yaw (vendor) in consideration for 35% equity interest in BMG Hotel 1887 Private Ltd.

16 CAPITAL RESERVE

	2020	2019
	S$'000	S$'000
Capital reserve arising from capital restructuring	2,000	2,000
Disposal of subsidiary	-	-
Net	2,000	2,000

17 TRANSLATION RESERVE

	2019	2019
	S$'000	S$'000
Balance at beginning of the year	(524)	(456)
Exchange differences arising on translating to presentation currency	9	(68)
Disposal and discontinued operation of subsidiaries	-	-
Balance at end of the year	(515)	(524)

Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Singapore dollars) are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve.

18 ACCUMULATED LOSSES

	2019 S$'000	2019 S$'000
Balance at beginning of the year	(11,666)	(10,212)
Loss attributable to owners of the Company	(1,393)	(1,454)
Balance at end of the year	(13,059)	(11,666)

19 NON-CONTROLLING INTEREST

	2020 S$'000	2019 S$'000
Balance at beginning of the year	-	-
Share of profit for the year	-	-
Disposal of subsidiary	-	-
Balance at end of the year	-	-

20 REVENUE

The following is an analysis of the Group's revenue for the year from continuing operations.

	2020 S$'000	2019 S$'000
Consultancy income	37	123
Construction income	-	944
	37	1,067

21 OTHER INCOME

	2020 S$'000	2019 S$'000
Dividend income from associate	-	-
Gain on discontinued operation of subsidiaries	-	-
Gain on disposal of subsidiaries	-	-
Government grant income	22	3
Other	86	-
	108	3

22 EMPLOYEE BENEFIT EXPENSE

	2020 S$'000	2019 S$'000
Includes staff salaries, bonus, leave entitlement and compulsory funds contribution	120	71

23 FINANCE COSTS

	2020 S$'000	2019 S$'000
Interest expense on finance leases	-	-
Loan interest expense	-	-
Total finance costs	-	-

There were no finance costs incurred for the financial year 2020 and 2019 after the Group was released from all indebtedness owed to bank in 2018.

24 INCOME TAX

	2020 S$'000	2019 S$'000
Overprovision of deferred tax assets in prior years	-	-
Deferred tax (assets) / liabilities	-	-
Income tax (benefit) / expense	-	-

The income tax expense for the year can be reconciled to the accounting profit as follows:

	2020 S$'000	2019 S$'000
(Loss) / Profit before tax from continuing operations	(1,393)	(1,454)
Income tax expense / benefit calculated at 17%	(237)	(247)
Effect of expenses that are not deductible in determining taxable profit	178	145
Effect of income not subject to tax in determining taxable profit	-	-
Effect of unused tax losses and tax offsets not recognised as deferred tax assets	59	102
Income tax benefit recognised in profit or loss	-	-

At the reporting date the Group had unabsorbed tax losses of approximately S$5.40 million (2019: S$5.40 million) attributable to certain subsidiaries. These unabsorbed tax losses of the Group are available for offsetting against future taxable income.

No deferred tax asset has been recognised in respect of the above tax loss carried forwards due to the unpredictability of future profit streams.

The realisation of the future income tax benefits from tax loss carried forwards is available for an unlimited future period subject to the conditions imposed by the relevant tax authorities.

25 (LOSS) / PROFIT FOR THE YEAR

	2020 S$'000	2019 S$'000
Owner of the Company	(1,393)	(1,454)
Non-controlling interests	-	-
	(1,393)	(1,454)

(Loss) / Profit for the year has been arrived at after charging (crediting):

	2020 S$'000	2019 S$'000
Depreciation of property, plant and equipment and amortisation	-	-
Allowance for doubtful debts	138	120
Allowance for impairment of investment in associate	-	853
Bad debts written off	-	-
Property, plant and equipment written off	-	-
Gain on discontinued operation of subsidiaries	-	-
Gain on disposal of subsidiaries	-	-
Reversal of provision for warranty	-	-

26 EARNINGS PER SHARE

Basic and diluted loss per share has been calculated using		
Loss for the year attributable to equity holders of the parent (S$'000)	(1,393)	(1,454)
Weighted average number of ordinary shares (basic)		
Issued ordinary shares at the end of the year (basic) ('000)	117,959	117,959
Weighted average number of ordinary shares at the end of the year ('000)	117,959	117,959
Weighted average number of ordinary shares (diluted)		
Weighted average number of ordinary shares at the end of the year ('000)	117,959	117,959
Weighted average number of ordinary shares (diluted) at the end of the year ('000)	117,959	117,959
Earnings per share (Singapore cents):		
- Basic	(1.18)	(1.23)
- Diluted	(1.18)	(1.23)

27 OPERATING SEGMENT INFORMATION

The Group has identified its operating segments based on the internal reports that are reviewed and used by the board of directors (the chief operating decision makers) in assessing performance and determining the allocation of resources. The Group is managed primarily on a geographical basis. Operating segments are determined on the basis of financial information reported to the board which is at the consolidated entity level.

Accordingly, management currently identifies the Group as having only one reportable segment, being real estate agency. The financial results from this segment are equivalent to the financial statements of the consolidated Group as a whole.

28 OPERATING LEASE ARRANGEMENTS

	2020 S$'000	2019 S$'000
Minimum lease payments under operating leases recognised as an expense in the year	-	-

At the end of the reporting year, the Group has no outstanding commitments under non-cancellable operating leases.

29 REMUNERATION OF AUDITORS

	2020 S$'000	2019 S$'000
Audit or review of the financial statements	33	47

The auditor of GPS Alliance Holdings Limited changed name from Lo Surdo Braithwaite Audit and Assurance Pty Ltd to Cabel Partners (NSW) Pty Ltd in 2019.

30 PARENT ENTITY INFORMATION

	2020 S$'000	2019 S$'000
Financial position		
Assets		
Current assets	1,139	1,114
Non-current assets	3,796	3,796
Total assets	4,935	4,910
Liabilities		
Current liabilities	410	289
Non-current liabilities	-	-
Total liabilities	410	289
Net Assets	4,525	4,621
Equity		
Issued capital	14,679	14,679
Accumulated losses	(10,196)	(10,045)
Foreign currency translation reserve	42	(13)
Total equity	4,525	4,621
Financial performance		
Loss	(150)	(197)
Other comprehensive income	-	-
Total comprehensive income	(150)	(197)

31 EVENTS AFTER THE REPORTING YEAR

When the Company entered into the transaction to purchase part of the management of the Hotel in Singapore the country was operating under normal business conditions. Subsequently, during January 2020 the Covid-19 virus caused a countrywide shut down in China, the virus subsequently spread around the world causing the closing of borders, mass public lockdowns, the decline in tourist and air-travel. All of these factors have impacted the occupancy rate of the Hotel and valuations of such assets. Thus the Directors believe it prudent to impair the carrying value of the investment to recognise the change in business conditions. It would appear that the impact on businesses of all kinds will last many months until such time as the virus impact is reduced.

There has not been any other matter or circumstance occurring subsequent to the end of the year that has significantly affected, or may significantly affect, the consolidated entity.

ADDITIONAL STOCK EXCHANGE INFORMATION

Additional information as at 28 February 2021 required by the Australian Stock Exchange Listing Rules and not disclosed elsewhere in this report.

Home Exchange

The Company is listed on the Australian Securities Exchange. The Home Exchange is Sydney.

Audit Committee

As at the date of the Directors' Report, an audit committee of the Board of Directors is not considered warranted due to the composition of the Board and the size, organisational complexity and scope of operations of the Group.

Class of Shares and Voting Rights

The voting rights attached to ordinary shares, as set out in the Company's Constitution, are that every member in person or by proxy, attorney or representative, shall have one vote on a show of hands and one vote for each share held on a poll.

A member holding partly paid shares is entitled to a fraction of a vote equivalent to the proportion which the amount paid up bears to the issue price for the share.

Distribution of Shareholders

As at 28 February 2021, the total distribution of fully paid shareholders, being the only class of equity, was as follows:

Range	Number of holders	Number of shares	%
1 - 1,000	218	114,401	0.10
1,001 - 5,000	333	728,113	0.62
5,001 - 10,000	58	428,915	0.36
10,001 - 100,000	74	2,155,474	1.83
100,001 and over	42	114,531,786	97.09
Total	725	117,958,689	100.00

Less than marketable Parcels

As at 28 February 2021, 84 shareholders held less than marketable parcels of 21,516 shares.

On Market Buy Back

There is no on market buy-back.

ADDITIONAL STOCK EXCHANGE INFORMATION

Substantial Holders

Holdings of substantial shareholders are set out below.

Ordinary Shares	Quantity
Bryan Ong Tze Yaw	15,000,000
Yong Dennis	13,842,597
Hong Eng Leong	13,842,597
Lim Pang Hern (Jeffrey)	8,575,325
Ang Ah Nui	7,967,115

Twenty Largest quoted Shareholders

As at 28 February 2021 the twenty largest quoted shareholders held 91.38% of the fully paid ordinary shares as follows:

	Name	Quantity	%
1	Citicorp Nominees Pty Limited	26,051,002	22.08
2	Bryan Ong Tze Yaw	15,000,000	12.72
3	Yong Dennis	13,842,597	11.74
4	Hong Eng Leong	13,842,597	11.74
5	Lim Pang Hern (Jeffrey)	8,575,325	7.27
6	Ang Ah Nui	7,967,115	6.75
7	BNP Paribas Noms Pty Ltd <DRP>	6,288,757	5.33
8	Tan Kok Pin	3,486,042	2.96
9	Peter Tan	2,191,260	1.86
10	Anthony Chow Kee Yap	1,536,606	1.30
11	Whitney Tan Ann Nee	1,300,000	1.10
12	Yu Weng Lok	1,145,773	0.97
13	BNP Paribas Noms Pty Ltd <Uob Kay Hian Priv Ltd DRP>	1,045,720	0.89
14	BD Cranetech Pte Ltd	850,417	0.72
15	Tan Thiam Hee	811,815	0.69
16	Wee Tat Teo	800,000	0.68
17	Kimio Saito	751,670	0.64
18	Wei Chan	750,000	0.64
19	Oh Keng Lim	660,335	0.56
20	Eng Huat Hong	650,000	0.55

The number of holders in each class of securities

As at 28 February 2021, the numbers of holders in each class of securities on issue were as follows:

Type of security	Number of holders	Number of securities
Ordinary shares	725	117,958,689

Substantial Option holders in the Company
As at 28 February 2021, there were no option holders.

Escrow securities
As at 28 February 2021, there were no escrow securities.

BOARD OF DIRECTORS

Lim Pang Hern (Jeffrey)
Executive Chairman

Andrew Bryden Skinner
Non-Executive Director

Marcelo Mora
Non-Executive Director
Company Secretary

AUSTRALIAN REGISTERED OFFICE
Suite 203, 490 Pacific Highway,
St Leonards, NSW 2065, Australia
Phone: (02) 8197 1188
Facsimile: (02) 8456 5708

AUSTRALIAN SHARE REGISTRAR AND SHARE TRANSFER OFFICE
Boardroom Pty Limited
Level 7, 207 Kent Street,
Sydney, NSW 2000, Australia
(02) 9290 9600

AUDITORS

Cabel Partners (NSW) Pty Ltd
Level 3, 1 James Place, North, Sydney NSW 2000, Australia

PRINCIPAL BANKERS
Oversea-Chinese Banking Corporation Limited
65 Chulia Street, OCBC Centre, Singapore 049513

DBS Bank Limited
12 Marina Boulevard, Marina Bay Financial Centre
Tower 3, Singapore 018982

OUR PRINCIPAL PLACE OF BUSINESS IS AT
106 International Road Singapore 629175
Our Telephone number is (65) 6253 1110
Our Facsimile number is (65) 6256 1110
Our website address is www.gpsalliance.com.au

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that GPS Alliance Holdings Limited Annual General Meeting of members is to be convened at 106 International Road, Singapore 629175 on Thursday, 27 May 2021 at 2:00pm (Singapore time) /4:00pm (AEST).

AGENDA

ORDINARY BUSINESS
Financial Statements

To receive and consider the Company's Annual Financial Report, the Directors' Report and the Auditor's Report for the year ended 31 December 2020.

To consider and, if thought fit, pass the following resolutions, with or without amendment:

NON-BINDING RESOLUTION:

Resolution 1 Adoption of the Remuneration Report

'That the Remuneration Report for the year ended 31 December 2020 be and is hereby adopted.'

ORDINARY RESOLUTION:

Resolution 2 Re-election of Mr Lim Pang Hern as a Director

'That Lim Pang Hern having retired in accordance with the Company's Constitution and the Listing Rules, and being eligible, offers himself for re-election, be re-elected as a Director of the Company with immediate effect.'

SPECIAL RESOLUTION:

Resolution 3 Additional capacity to issue securities

"That pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of issue) on the terms and conditions set out in the Explanatory Memorandum."

To transact any other business that may be brought forward in accordance with the Company's Constitution.

By order of the Board
Marcelo Mora
Company Secretary
26 April 2021

Explanatory Memorandum
to the Notice of Annual General Meeting

This Explanatory Memorandum has been prepared to assist members to understand the business to be put to members at the Annual General Meeting to be held 106 International Road, Singapore 629175 on Thursday, 27 May 2021 at 2:00pm (Singapore time) / 4:00pm (AEST).

Financial Report

The Financial Report, Directors' Report and Auditor's Report for the Company for the year ended 31 December 2020 will be laid before the meeting. There is no requirement for shareholders to approve these reports, however, the Chair of the meeting will allow a reasonable opportunity to ask the auditor questions about the conduct of the audit and the content of the Auditor's Report.

Resolution 1 Adoption of the Remuneration Report

The Remuneration Report, which can be found on the Directors' Report of the Company's 2020 Annual Report, contains certain prescribed details, sets out the policy adopted by the Board of Directors and discloses the payments to Directors.

In accordance with section 250R of the Corporations Act, a resolution that the Remuneration Report be adopted must be put to the vote. The resolution is advisory only and does not bind the Directors or the Company.

Shareholders will be given a reasonable opportunity at the meeting to comment on and ask questions about the Company's Remuneration Report.

The Chair intends to exercise all undirected proxies in favour of Resolution 1. If the Chair of the Meeting is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 1, by signing and returning the Proxy Form, you are considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention.

Voting Exclusion Statement

The company will disregard any votes cast on Resolution 1 (in any capacity, whether as proxy or as shareholder) by any of the following persons:

Key Management Personnel and Closely Related Parties of Key Management Personnel.

However, the Company need not disregard a vote if it is:

- Cast by a person as a proxy or attorney for a person who is entitled to vote on the resolution, in accordance with the directions of the proxy form that specifies how the proxy is to vote on Resolution 1; or
- Cast by the chair of the Meeting as proxy or attorney appointed in accordance with the directions of the proxy form for a person who is entitled to vote, and such appointment on the proxy form expressly authorises the chair to exercise the proxy even if the resolution is connected directly with the remuneration report; or
- Cast by a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting on the resolution; and
  - The holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

The Directors recommend that you vote IN FAVOUR of this advisory Resolution 1.
The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 1.

Resolution 2 Re-election of Mr Lim Pang Hern

In accordance with Article 3.6 of the Company's Constitution and the Corporations Act, Lim Pang Hern retires by rotation and, being eligible, offers himself for re-election.

Lim Pang Hern started as an apprentice in the Material Handling Department with a German Company. In 1987, he was promoted to Senior Service Executive heading Material Handling and Engineering Departments.

He founded BD CraneTech Pte Ltd, a company specialist in Hoist and Crane in 1991. Under his leadership, the company proudly received the SME 500 Award in 2009 and 2013 as well as the 2012 Enterprise 50 Award.

With his vast knowledge and experiences, he now has a group of companies with diverse business in cranes, properties, marine, precast, galvanizing and construction.

Jeffrey attained his City & Guild Diploma in Electrical Engineering in 1988 and received his Master in Technological Entrepreneurship from SIM University of Singapore in 2011.

The Directors recommend that you vote IN FAVOUR of Resolution 2.
The Chair of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 2.

Resolution 3 Approval of additional capacity to issue securities

ASX Listing Rule 7.1A enables the Company to issue equity securities up to 10% of its issued share capital through placements over a 12 month period after the AGM ('10% Placement Facility'). The 10% Placement Facility is in addition to the Company's 15% placement capacity under ASX Listing Rule 7.1. Listed entities with a market cap of $300 million or less are eligible to seek shareholder approval under Listing Rule 7.1A and the Company's approximate market cap at the time of this Notice of Meeting is $4.72 million.

Resolution 3, which is a Special Resolution requiring 75% of votes cast to be in favour of the resolution, seeks shareholder approval for the Company to have the ability to issue equity securities under the 10% Placement Facility on the following terms:

(a) Placement Period

Shareholder approval of the 10% Placement Facility is valid from the date of the AGM and expires on the earlier of:

(i) the date that is 12 months after the date of the AGM; or

(ii) the date of the approval by shareholders of a transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking).

(b) Equity Securities

Any equity securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of equity securities of the Company which, in the Company's case, are fully paid ordinary shares.

(c) The formula for calculating 10% Placement Facility.

The maximum number of shares that can be issued under the 10% Placement Facility is calculated as follows:

(A x D) – E

Where: *A* is the number of fully paid ordinary shares on issue 12 months before the date of issue or agreement:

(i) plus the number of fully paid ordinary shares issued in the 12 months under an exception in ASX Listing Rule 7.2;
(ii) plus the number of partly paid ordinary shares that became fully paid in the 12 months;
(iii) plus the number of fully paid shares issued in the 12 months with the approval of holders of shares under Listing Rule 7.1 and 7.4;
(iii) less the number of fully paid shares cancelled in the 12 months.

D is 10%.

E is the number of fully paid ordinary shares issued or agreed to be issued under ASX Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with the approval of shareholders under ASX Listing Rules 7.1 or 7.4.

The current maximum number of shares, as at the date of this notice of meeting, that can be issued under the 10% Placement Facility is 11,795,869. The Company's current capacity to issue securities as at the date of this notice of meeting pursuant to listing rule 7.1 is 17,693,803.

(d) Minimum Issue Price

The minimum issue price of equity securities issued for the purpose of Listing Rule 7.1.A.3 must be not less than 75% of the volume weighted average price of equity securities in the same class calculated over the 15 trading days on which trades were recorded immediately before:

(i) the date on which the price at which the equity securities are to be issued is agreed; or

(ii) if the equity securities are not issued within 5 trading days of the date in paragraph (i) above, the date on which the equity securities are issued.

(e) Risk of Economic and Voting Dilution

If Resolution 3 is approved by shareholders and the Company issues equity securities under the 10% Placement Facility, the existing shareholders' voting power in the Company will be diluted as shown in the table below. Further, there is a risk that:

(i) the market price for the Company's equity securities may be significantly lower on the date of the issue of the equity securities than on the date of the AGM; and

(ii) the equity securities may be issued at a price that is at a discount to the market price for the Company's equity securities on the issue date.

Because variable A in the formula for calculating 10% Placement Facility, and consequently the number of shares that can be issued under the 10% Placement Facility, can change during the Placement Period, the table below shows a matrix of scenarios of the potential dilution of existing shareholders as at the date of the AGM on the basis of:

(i) the issue price of equity securities being the current approximate market price of fully paid ordinary shares, plus 50% and minus 50%; and

(ii) the maximum number of shares that can be issued under the 10% Placement Facility in accordance with the definition of Variable A in the formula for calculating 10% Placement Facility increasing by 50% and 100%.

Variable A in 10% Placement Facility under ASX Listing Rule 7.1A.2	Voting Dilution and Placement Facility Capacity	Issue Price and Funds Raised		
		50% Decrease in Current Approximate Market Price $0.02	**Current Approximate Market Price** $0.04*	**50% Increase in Current Approximate Market Price** $0.06
Current Variable A 117,958,689 shares	9.09% 11,795,869 Shares	$235,917	$471,835	$707,752
50% increase in current Variable A 176,938,034 shares	13.04% 17,693,803 Shares	$353,876	$707,752	$1,061,628
100% increase in current Variable A 235,917,378 shares	16.67% 23,591,738 shares	$471,835	$943,670	$1,415,504

*The current approximate market price of $0.04 was the closing price as at 12 April 2021.

As an example, if variable A is increased to 235,917,378 shares, the 10% Placement Facility capacity is 23,591,738 shares and therefore the dilution of existing shares as at the date of the AGM, being 117,958,689 shares, is calculated as:

23,591,738 ÷ (117,958,689 + 23,591,738) = 16.67%

(f) Other Matters

The approval under Listing Rule 7.1A ceases to be valid the date that is 12 months after the date of the AGM or in the event that shareholders approve a transaction under Listing Rule 11.1.2 or 11.2.

The Company may issue equity securities under the 10% Placement Facility for cash consideration to support the Company's business development, ongoing activities and working capital or non-cash consideration for the acquisition of compatible business opportunities which may arise. In such circumstances, the Company will provide a valuation of the non-cash consideration as required by ASX Listing Rule 7.1A.

The Company’s allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. As there is no issue currently proposed, the identity of the allottees is not currently known and will be determined on a case-by-case basis at the time of allotment, having regard to factors including, but not limited to, the following:

(i) the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing security holders can participate;

(ii) the effect of the issue of the equity securities on the control of the Company;

(iii) the financial situation and solvency of the Company; and

(iv) advice from corporate, financial and broking advisers (if applicable).

The allottees under the 10% Placement Facility have not currently been determined but may include existing substantial shareholders and/or new shareholders who are not related parties or associates of a related party of the Company.

The Company obtained Shareholder approval under Listing Rule 7.1A at its 2020 Annual General Meeting, The Company has not issued equity securities in the 12 months preceding the date of this Annual General Meeting.

Voting Exclusion:

The Company will disregard any votes cast on Resolution 3 by any person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the entity).

However, this does not apply to a vote cast in favour of the resolution by:

- a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
  - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

The Directors recommend that you vote IN FAVOUR of Resolution 3.
The Chairman of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 3.

GPS alliance™

All Correspondence to:

By Mail: Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

By Fax: +61 2 9290 9655

Online: www.boardroomlimited.com.au

By Phone: (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 2:00pm (Singapore Time) / 4:00pm (AEST) on Tuesday 25 May 2021.**

TO VOTE ONLINE

STEP 1: VISIT https://www.votingonline.com.au/gpsallianceagm2021

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):

BY SMARTPHONE

Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

(a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.

(b) return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **2:00pm (Singapore Time) / 4:00pm (AEST) on Tuesday 25 May 2021.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

Online	https://www.votingonline.com.au/gpsallianceagm2021
By Fax	+61 2 9290 9655
By Mail	Boardroom Pty Limited GPO Box 3993, Sydney NSW 2001 Australia
In Person	Boardroom Pty Limited Level 12, 225 George Street, Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

GPS Alliance Holdings Limited

ACN 163 013 947

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **GPS Alliance Holdings Limited (Company)** and entitled to attend and vote hereby appoint:

☐ the **Chair of the Meeting (mark box)**

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at **106 International Road, Singapore 629175 on Thursday 27 May 2021 at 2:00pm (Singapore Time) / 4:00pm (AEST**) and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 1, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of Resolution 1 even though Resolution 1 is connected with the remuneration of a member of the key management personnel for GPS Alliance Holdings Limited.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolution 1). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.
to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Adoption of the Remuneration Report	☐	☐	☐
Resolution 2	Re-election of Lim Pang Hern	☐	☐	☐
Resolution 3	Additional capacity to issue securities	☐	☐	☐

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name…………………………………………….... Contact Daytime Telephone……………………….............................. Date / /2021