UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

PART 1 - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY RESULTS (Q1,Q2,Q3), HALF-YEAR AND FULL YEAR RESULTS

1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

The Group				
Increase/				
(Decrease) %				
022 -32%				
48 -52%				
491) -47%				
(36) -69%				
929) -14%				
(7) -71% 217) 6%				
(1) 100%				
266) 26%				
(2) N.M.				
180) 19%				
(4) N.M.				
133) -13%				
063) 6%				
(4) 75%				
067) 7%				
064)				
(3)				
067)				
),),				

A statement of comprehensive income (for the group), together with a comprehensive statement for the corresponding period of the immediate preceding financial year.

Year ended 3	1 July
2017	
S\$'000	2016 S\$'000
(1,137)	(1,067)
(17)	4
(1,154)	(1,063)
(1,150)	(1,060)
	(1,063)
	(1,137) (17) (1,154)

i) The Group's loss before tax is arrived at after charging / (crediting):-

	The Group		
	Year ended 31 July		
	2017	2016	
Continuing operations	S\$'000	S\$'000	
a) Depreciation on property, plant and equipment	2	7	
b) Foreign exchange (gain)/loss - net	(22)	10	
c) Other income	(1)	(48)	

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

Statements of Financial Position

Statements of Financial Position	The Gro	oup	The Co	mpany
ASSETS	31/07/2017 S\$'000	31/07/2016 S\$'000	31/07/2017 S\$'000	31/07/2016 S\$'000
Current Assets				
Cash and cash equivalents	2,213	93	2,098	77
Trade and other receivables	64	84	154	534
Other current assets	143	143	24	32
Inventories at cost	12	9		
	2,432	329	2,276	643
Non-Current Assets				
Property, plant and equipment	7	6	4	2
Investments in subsidiaries			100	321
	7	6	104	323
Total Assets	2,439	335	2,380	966
LIABILITIES				
Current Liabilities				
Trade and other payables	337	315	250	198_
	337	315	250	198
Non-current Liabilities				
Other payable		178_		178
	<u> </u>	178		178
Total Liabilities	337	493	250	376
SHAREHOLDERS' EQUITY				
Share capital	58,500	55,086	58,500	55,086
Foreign currency translation	(42)	(25)	-	-
Accumulated losses	(56,356)	(55,223)	(56,370)	(54,496)
	2,102	(162)	2,130	590
Non controlling interest	-	4	-	-
Total Equity	2,102	(158)	2,130	590
Total Liabilities & Equity	2,439	335	2,380	966

	The Group			
	As at 3	As at 31/07/2017		31/07/2016
	Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
Amount repayable in one year or less or on demand	-	-	-	-
Amount repayable after one year	-	-	-	-

1 (c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	The Gro	oup
	Year ended	31 July
	2017	2016
Cash flows from operating activities	S\$'000	S\$'000
Loss before tax	(1,130)	(1,063)
Ecos polore tax	(1,100)	(1,000)
Adjustments for:		
Depreciation of property, plant and equipment	2	7
Operating loss before changes in working capital	(1,128)	(1,056)
Changes in working capital		
Decrease in trade and other receivables	20	44
Decrease in other current assets	-	19
(Increase)/decrease in inventories	(3)	4
(Decrease)/increase in trade and other payables	(156)	2
Cash used in operations	(1,267)	(987)
Income taxes paid	(7)	(4)
Net cash used in operating activities	(1,274)	(991)
Cash flows from investing activities		
Purchase of property, plant and equipment	(3)	(4)
Exchange realignment	(17)	4
Net cash used in investing activities	(20)	
Cash flows from financing activities		
Proceeds from rights issue of shares	3,060	-
Proceeds from placement of shares	500	-
Share issuance expenses	(146)	
Net cash generated from financing activities	3,414	
Net change in cash and cash equivalents	2,120	(991)
Cash and cash equivalents at the beginning of the financial year	93	1,084
Cash and cash equivalents at end of the financial year	<u> 2,213</u> =	93
Analysis of the balances of cash and cash equivalents		
Cash and bank balances	2,213	93
·	2,213	9:

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

(i) Consolidated statement of changes in equity for the year ended 31 July 2017 - Group

1(c)(i)

	Share	Foreign Currency	Accumulated	Non Controlling	
	Capital	Translation	Losses	Interest	Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Balance at 1 August 2016	55,086	(25)	(55,223)	4	(158)
Issuance of shares - Rights Issue	3,060	-	-	-	3,060
Issuance of shares - Placement	500	-	-	-	500
Share issuance expenses	(146)	-	-	-	(146)
Loss for the year	=	-	(1,133)	(4)	(1,137)
Other comprehensive income for the year		(17)	-	-	(17)
Balance at 31 July 2017	58,500	(42)	(56,356)	-	2,102
Pelance at 1 August 2015	55,086	(20)	(54.150)	7	905
Balance at 1 August 2015		(29)	(54,159)	•	
Loss for the year	-	-	(1,064)	(3)	(1,067)
Other comprehensive income for the year		4	-	-	4
Balance at 31 July 2016	55,086	(25)	(55,223)	4	(158)

(ii) Consolidated statement of changes in equity for the year ended 31 July 2017 - Company

	Share Capital S\$'000	Accumulated Losses S\$'000	Total S\$'000
Balance at 1 August 2016	55,086	(54,496)	590
Issuance of shares - Rights Issue	3,060	-	3,060
Issuance of shares - Placement	500	-	500
Share issuance expenses	(146)	-	(146)
Loss for the year		(1,874)	(1,874)
Balance at 31 July 2017	58,500	(56,370)	2,130
Balance at 1 August 2015 Loss for the year	55,086	(54,456) (40)	630 (40)
Balance at 31 July 2016	55,086	(54,496)	590

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

State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

As at 31 July 2017, the Company's issued share capital was 194,019,988 shares.

The Company carried out a Share Consolidation of every fifty (50) existing ordinary shares in the capital of the Company into one (1) ordinary share and this was approved by shareholders at the Extraordinary General Meeting on 13 April 2017. The Share Consolidation was completed on 25 April 2017 when 3,060,000,000 existing ordinary shares were consolidated into 61,199,996 consolidated shares, disregarding any fractions of ordinary shares arising from the Share Consolidation.

There was a renounceable non-underwritten rights cum warrants issue of 122,400,000 Rights Share at an issue price of \$\$0.025 for each rights share, with up to 122,400,000 free detachable warrants, each warrant carrying the right to subscribe for one (1) new share ("Warrant Share") at an exercise price of \$\$0.05 for each warrant share, on the basis of two (2) rights share with two (2) warrants for every one (1) existing share and was approved by shareholders at the Extraordinary General Meeting on 13 April 2017. On 5 June 2017, the Board of Directors announced that 122,399,992 Rights Share and 122,399,992 Warrants were allotted and issued.

On 22 June 2017, the Board entered into subscription agreements with two subscribers, pursuant to which the Subscribers will subscribe for, and the Company will allot and issue to the subscribers, an aggregate of 10,420,000 new ordinary shares. The placement was completed on 14 July 2017 and the number of shares in the capital of the Company has increased to 194,019,988.

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

Gro	up
31/07/2017	31/07/2016
194,019,988	3,060,000,000

Total number of issued shares excluding treasury shares

1(d)(iv) A statement showing all sales, transfers, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

There were no sales, transfer, disposal, cancellation and/or use of treasury shares as at the end of the current financial year reported on.

1(d)(v) A statement showing all sales, transfers, disposal, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

There were no sales, transfer, disposal, cancellation and/or use of subsidiary holdings as at the end of the current financial year reported on.

2 Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.

The figures have not been audited nor reviewed.

3 Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

Not Applicable.

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

The same accounting policies and methods of computation have been adopted for the current reporting year as compared with the most recently audited financial statements of LifeBrandz Ltd for the year ended 31 July 2016.

If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

The Group has applied the same accounting policies and methods of computation in the preparation of the financial statements for the current reporting period compared with the audited financial statements as at 31 July 2016, except for the adoption of new or revised FRS that are mandatory for financial years on or after 1 August 2016. The adoption of these FRS has no significant impact to the Group.

6 Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

	The Group		
	Year ended 31 July		
	2017	2016 (Restated)	
Loss per share ("EPS") for the period attributable to the equity holders of the Company :		, ,	
Weighted average number of ordinary shares	95,326,898	61,199,996	
Based on the weighted average number of ordinary shares - from continuing operations - Basic & Diluted (cents)	(1.19)	(1.49)	
	(1.19)	(1.49)	

^{*} Earning per share value for the financial year ended 31 July 2016 are restated for the effect of the Share Consolidation.

Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current financial period reported on and (b) immediately preceding financial year.

]	The Group		The Cor	npany
	Year ended 31 July		Year ende	d 31 July
	2017	2016 (Restated)	2017	2016 (Restated)
Net assets / (liabilities) backing per ordinary share based on existing issued share capital as at the end of the period reported on (cents)	1.08	(0.26)	1.10	0.96

^{*} Net assets / (liabilities) value for the financial year ended 31 July 2016 are restated for the effect of the Share Consolidation.

- 8 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must be a discussion of the following: -
 - (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Income Statement

Revenue

The Group achieved a revenue of S\$0.7 million for the financial year 2017 ("FY2017"), which saw a decrease of about 32% comparing the corresponding last financial year. The drop in sales was mainly derived from the slower F&B sales activities for Mulligan's. The outlet saw a decline on the tourist arrival and patronage in the reported year possibly affected by the economical, weather climate and the death of King Bhumibol Adulyadej. The F&B industry is facing slow business trends due to mourning of the late Monarch during the year. Clubs and pubs operations in all venues particularly the tourist sites were demanded to mute on music and songs by the authorities. This has negatively affected sales activity to the outlet's operation. With such regular authority control, operations are indirectly facing difficulty in rolling out marketing and promotion activities. F&B activities are anticipated to improve moderately for the coming months. Trading activities for the year has also contributed to the drop in sales due to the economic slowdown. The club operations continuously work to maintain the Mulligan's brand and concept to sustain sales activities. The management will work strategically with operations to manage the business performance for the Mulligans' outlet.

Miscellaneous income consisting of interest income and other related miscellaneous income dropped by 52% to \$\$0.02 million in FY2017 mainly due to reversal of related expenses that occurred in FY2016.

Cost & Expenses

Inventories and consumables usage saw a decrease of 47% to \$\$0.26 million in FY2017. The decrease was mainly due to the lower sales activity for the group in FY2017. Advertising, media and entertainment expenses dropped by 69% to \$\$0.01 million in FY2017 mainly due to lesser advertising and marketing activities and cost control effort by the operations on such related expenses. Employee benefits saw a decrease of 14% to \$\$0.8 million in FY2017 mainly due to related cost structure deployment and provisions in the reported year. Amortisation and depreciation decreased by 71% to less than \$\$0.01 million in FY2017 due to lesser depreciation charges incurred for the year.

The Group saw rental on operating lease increased by 6% to S\$0.23 million in FY2017 mainly incurred for rental expenses of head office premises and operations facilities for the year. Legal and professional fees increased by 26% to S\$0.33 million in FY2017 as there were more related payout for business consulting and advisory services in the reported year. The Group has taken consistent and effective measures in reducing related cost and expenditures to the business and operations in the reported year. Other operating expenses in FY2017 saw an increase of 19% to S\$0.22 million mainly due to the processing and lodgment fee of the right issues exercise incurred in the reported year.

Total expenses in FY2017 dropped by 13% to S\$1.85 million mainly due to an effective operations structure and collective effort in reducing and controlling all related expenses. With the drop in sales activities and contained cost structure for the year, the Group registered a loss of S\$1.14 million in FY2017 which saw an increase of 7% as compared to the last financial year.

Statement of Financial Position and Statement of Cash Flows

The group's current assets as at 31 July 2017 was S\$2.43 million. Non-current assets was stated at approximately S\$0.01 million as at 31 July 2017 comprising property, plant and equipment maintained after taking into account of amortisation and depreciation in FY2017.

Cash and cash equivalents increased to \$\$2.21 as at 31 July 2017 million mainly due to the cash proceeds from the right issues and placement of new shares.

Trade and other receivables decreased to \$\$0.06 million as at 31 July 2017 due to decrease in other receivables. Other current assets which include security deposit and prepayment remained the same as prior year. Inventory amount increased to \$\$0.01 million as at 31 July 2017 due to lower sale activities in the reported financial year.

Trade and other payables increased to \$\$0.34 million as at 31 July 2017. Trade and other payables include trade suppliers' payables, payables to contractors and services, and provisions and accrual in the reported year. The Group has cleared and settled all outstanding loans and has no outstanding loan and non-current liabilities as at 31 July 2017.

The Group generated negative net cash in operating activities of \$\$1.27 million for FY2017 mainly due to lower sales activities and payment from the outlet operations. Cash flows from investing activities amounting to \$\$0.02 million for FY2017 was mainly for operations equipment incurred for the outlet concept and the exchange translation of the related entity. Cash flows from financing activities amounted to \$\$3.41 million for FY2017 due to receive of proceeds from rights issue and placement of shares. Cash and cash equivalents stood at \$\$2.21 million as at 31 July 2017.

The Group maintained in a positive equity position of S\$2.1 million as at 31 July 2017, as compared to a negative equity of S\$0.16 million as at 31 July 2016, mainly due to the completion of rights issue and placement of new shares in FY2017.

The Company had on 25 April 2017 announced the completion of the share consolidation of every fifty (50) existing ordinary shares in the capital of the Company into one (1) ordinary share. The Company had on 24 January 2017 announced the proposed the proposed renounceable non-underwritten rights cum warrants issue. The Company updated and announced on 5 June 2017 that 122,399,992 Right Shares and 122,399,992 Warrants were allotted and issued respectively. As per announcement dated 14 July 2017, the Company further completed the placement of 10,420,000 new ordinary shares in the capital of the Company at \$\$0.048 for each subscription Share. The directors will continue to explore on various fund raising activities and transactions with interested parties to better position the assets and structure of the Group.

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

Not applicable

10 A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

The Group continues to remain cautious about the outlook and condition of the overall business environment. The Board is mindful of the intense competition of the industry and will continue to explore business opportunities including fund raising exercise to position and transform its business profile and strategic direction.

The Company announced on 30 August 2017 that the Shareholders through an Extraordinary General Meeting had approved all resolutions on matters related to (1) the proposed acquisition of 100% of the entire issued and paid up share capital of E-Holidays Co.,Ltd.; (2) the proposed diversification of the business of the Group to include the Travel Businesses; (3) the proposed diversification of the business of the Group to include the Fintech Businesses; (4) the proposed diversification of the business of the Group to include the Fintech Businesses; (4) the proposed diversification of the business of the Group to include the Fund Management Businesses. The Company has further announced on 11 September 2017 the completion on the acquisition of the entire issued and paid up share capital of E-Holidays Co., Ltd..

The Group will update on any further developments on the matter accordingly.

- 11 Dividend
 - (a) Current Financial Period Reported On

None

(b) Corresponding Period of the Immediately Preceding Financial Year

None

(c) Date payable

Not applicable

(d) Books Closure date

Not applicable

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

No dividend has been declared/recommended for the year under review.

13 If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Group did not have a general mandate for interested person transactions. There were no interested person transactions which amount to more than \$\\$100,000 during FY2017.

14 Utilisation of proceeds from the rights issue and placement of new shares

The net proceeds from the right issues of 122,399,992 new ordinary shares at the issue price of S\$0.025 per rights issue in the share capital of the company was \$2,930,000, with the amount utilised as set out below:

Intended use of net proceeds	Net proceeds from rights issue	Amount utilised	Balance
	S\$'000	S\$'000	S\$'000
Business Acquisition Working Capital	1,172 1,758	(924) *	1,172 834
Total	2,930	(924)	2,006

Note:

* The breakdown of the working capital utilised was as follows :-

	S\$'000
Salaries & related expenses	489
Director fees	120
Professional fees	217
Operating Expenses	98
Total	924

The use of proceed from the rights issue as at the date of this report, is in accordance with the intended use.

The net proceeds from the placement of 10,420,000 new ordinary shares at the issue price of S\$0.048 per placement share in the share capital of the company was \$483,660, with the amount utilised as set out below:

Intended use of net proceeds	Net proceeds from placement shares	Amount utilised	Balance
	S\$'000	S\$'000	S\$'000
Working Capital	484	(407) *	77
Total	484	(407)	77
ing capital utilised was as follows :-			

Note:

* The breakdown of the working capital utilised was as follows :-

	S\$'000
Salaries & related expenses	192
Operating Expenses	145
Professional fees	70
Total	407

The use of proceed from the placement as at the date of this report, is in accordance with the intended use.

PART II ADDITIONAL INFORMATION REQUIRE FOR FULL YEAR ANNOUNCEMENT

Segmented revenue and results for the business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

	The Group		
	Sales Revenue		
	Year ended 31 July		
	2017 S\$'000	2016 S\$'000	
Continuing operations Singapore - Trading of component parts		193	
Thailand	•	193	
 Food and beverages 	696	829	
	696	1,022	

		The Group			
	Carrying Amou	Carrying Amount of Assets		Property, Plant & Equipment and Intangible Asset	
	31/07/2017 S\$'000	31/07/2016 S\$'000	31/07/2017 S\$'000	31/07/2016 S\$'000	
Continuing operations					
Singapore	2,260	170	4	2	
Thailand	179_	165	3	4	
	2,439_	335	7	6	

16 In the review of performance, the factors leading to any changes in contribution to turnover and earnings by the business or geographical segments.

For discussion on material changes, please refer to paragraph 8.

17 A breakdown of sales

		The Group	
Continuing Operations	31/07/2017 S\$'000	31/07/2016 S\$'000	% Increase/ (Decrease)
Revenue reported for the first half year	382	558	-32%
Operating loss after tax reported for the first half year	(578)	(592)	-2%
Revenue reported for the second half year	314	464	-32%
Operating loss after tax reported for the second half year	(559)	(475)	18%

18 A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year as follows:-

No dividend has been declared for FY2017 and FY2016.

Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704 (13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

Name	Age	Family relationship with	Current position and duties,	Details of changes in
		any director and/or	and the year the position was	duties and position held,
		substantial shareholder	held	if any, during the year

There are no persons occupying managerial positions in the Company or any of its principal subsidiaries who are relatives of a director or chief executive officer or substantial shareholder of the Company.

20 Confirmation that the issuer has procured undertakings from all its directors and executive officers pursuant to Rule 720(1) of the Listing Manual.

The Company confirms that it has procured undertakings from all its Directors and Executive Officers, in the format as set out in Appendix 7H pursuant to Rule 720(1).

ON BEHALF OF THE BOARD OF DIRECTORS

Saito Hiroyuki Executive Chairman / CEO

28 September 2017

This announcement has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Sponsor has not independently verified the contents of this announcement.

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

The details of the contact person for the Sponsor is: -

Name: Mr. Nathaniel C.V. (Registered Professional, RHT Capital Pte. Ltd.)

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