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**ZACD GROUP LTD.**

**杰地集團有限公司\***

*(a company incorporated in the Republic of Singapore with limited liability)*

**(Stock Code: 8313)**

## **PROFIT WARNING**

This announcement is made by ZACD Group Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the preliminary assessment of the unaudited consolidated management accounts of the Group for the six months ended 30 June 2024 (the “**Reporting Period**”) and other currently available information, the Group expects to record a decline in its financial performance and anticipates reporting a net loss of approximately S\$1.42 million, as compared to a net profit of approximately S\$1.44 million for the corresponding period in last year (“**Previous Period**”).

The shift from net profit to net loss was primarily attributable to the decrease in the Group’s revenue by S\$3.55 million or 66.9%, due to absence of project management fee of S\$2.98 million earned from a developer SPV upon the substantial completion of a development project and lower performance fees of S\$0.68 million received as part of the carried interest fee from a couple of real estate funds managed by the Group in the Reporting Period. Additionally, the net loss was also partially contributed by the fair value loss of S\$0.29 million in the financial derivative.

The decline in revenue and the change from a fair value gain to a fair value loss on financial derivative were partially offset by the decrease in staff costs by S\$0.85 million, professional fees by S\$0.10 million, and income tax expense by S\$0.17 million.

The Company is in the process of finalising the Group's unaudited consolidated financial results for the Reporting Period. The information contained in this announcement is only based on a preliminary assessment by the management of the Company with reference to the latest information available and the unaudited consolidated management accounts of the Group, which have not been reviewed by the auditors and audit committee of the Company. Actual financial results may be different from what is disclosed in this announcement. Shareholders and potential investors are advised to refer to the results of the Group for the Reporting Period which is expected to be published in August 2024.

**Shareholders and potential investors should exercise caution when dealing in the shares of the Company.**

By Order of the Board  
**ZACD Group Ltd.**  
**Sim Kain Kain**  
*Chairman and Executive Director*

Singapore, 1 August 2024

*As at the date of this announcement, the Board of the Company comprises six (6) executive Directors, namely, Mr. Yeo Choon Guan (Yao Junyuan), Ms. Sim Kain Kain, Mr. Mark Oh Keng Kwan, Mr. Patrick Chin Meng Liong, Mr. Tan Puay Khiang, Francis and Mr. Han Xiangfeng; three (3) independent non-executive Directors, namely, Mr. Lau Kin Chung Alex, Mr. Ma Yue Leong, Benjamin and Mr. Eugene Lim Chin Hon.*

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

*This announcement will be published on the GEM website at [www.hkgem.com](http://www.hkgem.com) and remain on the "Latest Company Announcements" page for at least seven days from the date of its posting. This announcement will also be published on the Company's website at [www.zacdgroup.com](http://www.zacdgroup.com).*

*In the event of any inconsistency between the Chinese version and the English version of this announcement, the latter shall prevail.*

*\* for identification purposes only*