



JLOGO HOLDINGS LIMITED

聚利寶控股有限公司

(incorporated in the Cayman Islands with limited liability)

Stock Code : 8527

2024

INTERIM REPORT



CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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

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

Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this report, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.

*This report, for which the directors (the “**Directors**”) of JLogo Holdings Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading, and all opinions expressed in this report have been arrived at after due and careful consideration and are founded on basis and assumptions that are fair and reasonable.*

CONTENTS

3	Corporate Information
5	Interim Results
5	Unaudited Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income
6	Unaudited Condensed Consolidated Statements of Financial Position
7	Unaudited Condensed Consolidated Statements of Changes in Equity
8	Unaudited Condensed Consolidated Statements of Cash Flows
9	Notes to the Unaudited Condensed Consolidated Financial Statements
18	Management Discussion and Analysis
23	Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company and its Associated Corporations
23	Directors' Rights to Acquire Shares or Debentures
24	Substantial Shareholders' and Other Persons' Interests and Short Positions in the Shares and Underlying Shares of the Company
24	Related Party Transactions
24	Purchase, Sales or Redemption of the Company's Listed Securities
25	Share Option Scheme
25	Directors' Securities Transactions
25	Compliance with Corporate Governance Code
26	Directors' and Controlling Shareholders' Interests in Competing Businesses
27	Change in the Director's Information pursuant to Rule 17.50(A)(1) of the GEM Listing Rules
27	Audit Committee
28	Dividends
28	Significant Investments, Material Acquisition and Disposal
28	Plans For Material Investments Or Capital Assets
28	Appreciation

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Ms. LOW Yeun Ching @Kelly Tan
(Chairlady and Chief Executive Officer)
Mr. Sean LOW Yew Hong (Sean Liu Yaoxiang)
Mr. CHIU Ka Wai
Mr. WU Guangliang

Independent Non-executive Directors

Mr. John Chi Chung MAN
Mr. KHOR Khie Liem Alex (appointed on 22 April 2024)
Mr. LEYNG Thai Weng (appointed on 2 August 2024)
Mr. CHAN Chun Kit (appointed on 21 March 2024 and resigned on 3 May 2024)
Mr. CHAN Pak Hung (resigned on 14 March 2024)
Mr. LU King Seng (resigned on 1 February 2024)

AUDIT COMMITTEE

Mr. KHOR Khie Liem Alex (Chairman)
(appointed on 22 April 2024)
Mr. John Chi Chung MAN
Mr. LEYNG Thai Weng (appointed on 2 August 2024)
Mr. CHAN Chun Kit (Chairman) (appointed on 21 March 2024 and resigned on 3 May 2024)
Mr. CHAN Pak Hung (resigned on 14 March 2024)
Mr. LU King Seng (Chairman) (resigned on 1 February 2024)

REMUNERATION COMMITTEE

Mr. John Chi Chung MAN (Chairman)
Ms. LOW Yuen Ching @ Kelly Tan
Mr. KHOR Khie Liem Alex (appointed on 3 May 2024)
Mr. CHAN Chun Kit (appointed on 21 March 2024 and resigned on 3 May 2024)
Mr. CHAN Pak Hung (Chairman) (resigned on 14 March 2024)

NOMINATION COMMITTEE

Ms. LOW Yeun Ching @Kelly Tan (Chairlady)
Mr. John Chi Chung MAN
Mr. KHOR Khie Liem Alex (appointed on 3 May 2024)
Mr. CHAN Chun Kit (appointed on 21 March 2024 and resigned on 3 May 2024)
Mr. CHAN Pak Hung (resigned on 14 March 2024)

COMPLIANCE OFFICER

Ms. LOW Yeun Ching @Kelly Tan

COMPANY SECRETARY

Ms. LI Yuen Shan (appointed on 13 May 2024)
Mr. CHAN Tai Wah Calvin (resigned on 13 May 2024)

AUTHORISED REPRESENTATIVES

Ms. LOW Yeun Ching @Kelly Tan (Chairlady)
Ms. LI Yuen Shan (appointed on 13 May 2024)
Mr. CHAN Tai Wah Calvin (resigned on 13 May 2024)

AUDITOR

Mazars CPA Limited
Certified Public Accountants,
42/F. Central Plaza
18 Harbour Road, Wanchai
Hong Kong

PRINCIPAL BANKS

United Overseas Bank Limited
80 Raffles Place
UOB Plaza
Singapore 048624

Malayan Banking Berhad
Level 14, Menara Maybank
100 Jalan Tun Perak
50050 Kuala Lumpur
Malaysia

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
17/F, Far East Finance Centre 16
Harcourt Road
Hong Kong

PRINCIPAL PLACE OF BUSINESS AND HEADQUARTERS IN SINGAPORE

124 Lorong 23 Geylang
#10-01 and #10-02 Arcsphere
Singapore 388405

REGISTERED OFFICE IN THE CAYMAN ISLANDS

PO Box 1350
Windward 3
Regatta Office Park
Grand Cayman KY1-1108
Cayman Islands

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Suites 2601-2603, 26/F,
Shui On Centre,
6-8 Harbour Road,
Wanchai, Hong Kong

STOCK CODE

8527

COMPANY'S WEBSITE ADDRESS

www.jlogoholdings.com

INTERIM RESULTS

The board (the “Board”) of Directors of the Company is pleased to report the unaudited condensed consolidated financial results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2024 with comparative unaudited figures for the corresponding period in 2023 as follows.

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

For the six months ended 30 June 2024

		For the six months ended 30 June	
		2024	2023
		S\$'000	S\$'000
	Notes	(Unaudited)	(Unaudited)
Revenue	3	7,392	8,774
Cost of inventories sold and consumed		(2,146)	(2,704)
Gross profit		5,246	6,070
Other income and gains, net	3	61	166
Employee benefits expense		(3,008)	(3,139)
Depreciation of property, plant and equipment		(258)	(437)
Depreciation of right-of-use assets		(1,205)	(1,531)
Utility expenses		(428)	(467)
Marketing and advertising expenses		(18)	(21)
Other expenses		(966)	(1,483)
Finance costs		(220)	(303)
LOSS BEFORE TAX	5	(796)	(1,145)
Income tax expense	6	(8)	(11)
LOSS FOR THE PERIOD (Attributable to owners of the Company)		(804)	(1,156)
OTHER COMPREHENSIVE LOSS			
Other comprehensive profit/(loss) that may reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		(21)	(10)
OTHER COMPREHENSIVE PROFIT/(LOSS) FOR THE PERIOD, NET OF TAX		(21)	(10)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD (Attributable to owners of the Company)		(825)	(1,166)
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	8		
– Basic (S\$ cents)		(0.16)	(0.23)
– Diluted (S\$ cents)		N/A	N/A

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at 30 June 2024

		30 June 2024 S\$'000 (Unaudited)	31 December 2023 S\$'000 (Audited)
	Notes		
NON-CURRENT ASSETS			
Property, plant and equipment	9	2,230	2,449
Right-of-use assets		2,828	4,003
Other receivables	10	297	362
Total non-current assets		5,355	6,814
CURRENT ASSETS			
Inventories		223	252
Trade and other receivables	10	1,265	1,807
Prepayments		277	47
Pledged deposits		200	216
Cash and cash equivalents		358	411
Total current assets		2,323	2,013
CURRENT LIABILITIES			
Trade and other payables	11	4,049	4,017
Amount due to a director		2,213	293
Interest-bearing bank and other borrowings	12	724	714
Lease liabilities		2,288	3,058
Tax payable		9	7
Total current liabilities		9,283	8,089
NET CURRENT LIABILITIES		(6,960)	(6,076)
TOTAL ASSETS LESS CURRENT LIABILITIES		(1,605)	738
NON-CURRENT LIABILITIES			
Other payables	11	294	250
Interest-bearing bank and other borrowings	12	1,454	1,832
Lease liabilities		947	2,131
Total non-current liabilities		2,695	4,213
Net liabilities		(4,300)	(3,475)
EQUITY			
Share capital	13	869	869
Share Premium		13,311	13,311
Reserves		(18,480)	(17,655)
Total deficits		(4,300)	(3,475)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the six months ended 30 June 2024

	Share capital S\$'000	Share premium S\$'000	Merger reserve S\$'000	Exchange fluctuation reserve S\$'000	Accumulated losses S\$'000	Total S\$'000
At 1 January 2024 (audited)	869	13,311	1,735	(109)	(19,281)	(3,475)
Loss for the period	-	-	-	-	(804)	(804)
Other comprehensive loss for the period:						
Exchange differences on translation of foreign operations	-	-	-	(21)	-	(21)
Total comprehensive loss for the period	-	-	-	(21)	-	(21)
At 30 June 2024 (unaudited)	869	13,311	1,735	(130)	(20,085)	(4,300)
At 1 January 2023 (audited)	869	13,311	1,735	(76)	(14,358)	1,481
Loss for the year	-	-	-	-	(4,923)	(4,923)
Other comprehensive loss for the year:						
Exchange difference on translation of the Company's financial statements to presentation currency	-	-	-	76	-	76
Exchange differences on translation of foreign operations	-	-	-	(109)	-	(109)
Total comprehensive loss for the year	-	-	-	(33)	(4,293)	(4,956)
At 31 December 2023 (audited)	869	13,311	1,735	(109)	(19,281)	(3,475)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

For the six months ended 30 June 2024

	For the six months ended 30 June	
	2024 S\$'000 (Unaudited)	2023 S\$'000 (Unaudited)
Net cash flows generated from operating activities	2,508	765
Net cash flows used in investing activities	(11)	(154)
Net cash flows used in financing activities	(2,550)	(2,217)
Net decrease in cash and cash equivalents	(53)	(1,606)
Cash and cash equivalents at beginning of the period	411	2,236
Cash and cash equivalents at end of the period	358	630

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2024

1. GENERAL INFORMATION

The Company is an exempted company with limited liability incorporated in the Cayman Islands on 22 May 2017. The registered office of the Company is situated at PO Box 1350, Windward 3, Regatta Office Park, Grand Cayman KY1-1108, Cayman Islands. The principal place of business of the Company is located at 124, Lorong 23 Geylang, #10-01 and #10-02 Arcsphere, Singapore 388405.

The Company's shares were listed on GEM of the Stock Exchange on 9 May 2018.

The Company is an investment holding company. The Company's subsidiaries are principally engaged in the business of:

- (1) Asian full services restaurant operations in Singapore; and
- (2) artisanal bakery chain in Malaysia.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRSs"), which include all International Financial Reporting Standards, International Accounting Standards ("IASs") and interpretations issued by the International Accounting Standards Board (the "IASB"), and the disclosure requirements of accounting principles generally accepted in Hong Kong and the Hong Kong Companies Ordinance.

The unaudited condensed consolidated financial statements have been prepared under the historical cost convention. The unaudited condensed consolidated financial statements are presented in Singapore dollar ("SGD" or "\$") and all values in the tables are rounded to the nearest thousand ("S\$'000"), except when otherwise indicated.

The basis of preparation and accounting policies adopted in the preparation of the unaudited condensed consolidated financial statements for the six months ended 30 June 2024 are consistent with those adopted in the preparation of the of the Group's consolidated financial statements for the year ended 31 December 2023 included in the 2023 Annual Report.

The Group has not adopted the new and revised IFRSs, which have been issued but are not yet effective.

Basis of consolidation

The unaudited condensed consolidated financial statements include the financial statements of the Company and its subsidiaries (collectively referred to as the "Group") for the six months ended 30 June 2024. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group. All intra-group income and expenses relating to transactions between members of the Group are eliminated in full on consolidation.

The Group 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 described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, or the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

3. REVENUE, AND OTHER INCOME AND GAINS

Revenue represents the amounts received and receivable from the Group's operation and management of restaurants and bakery retail outlets, net of discounts. An analysis of the Group's revenue, other income and gains is as follows:

	Six months ended 30 June	
	2024	2023
	S\$'000	S\$'000
	(Unaudited)	(Unaudited)
Revenue		
Dining operations	5,141	6,520
Artisanal bakery:		
– sale of bread and flour confectionery products	2,247	2,250
– franchise and royalty fee income	4	4
	7,392	8,774
Other income and gains		
Government grants*	56	162
Interest income	1	1
Others	4	3
	61	166

* The amount mainly represents rewards or subsidies under the Wage Credit Scheme, Senior Employment Credit and other business grants which were received from the Singapore government.

4. SEGMENT REVENUE AND RESULTS

Our management monitors the operating results of the Group's business units separately for the purpose of making decisions about resource allocation and performance assessment.

For management purposes, the Group is organised into business units based on their products and services, and has two reportable segments as follows:

- i. The dining operations segment relates to the operations and management of restaurants; and
- ii. The artisanal bakery segment relates to the retail outlets specialising in the sale of bread and flour confectionery products.

For the six months ended 30 June 2024

	Dining operations S\$'000	Artisanal Bakery S\$'000	Eliminated S\$'000	Total S\$'000 (Unaudited)
Segment revenue				
Revenue from external customers	5,141	2,251	-	7,392
Inter-segment sales	-	-	-	-
Total	5,141	2,251	-	7,392
Segment results	(766)	80	-	(686)
Unallocated employee benefits expense				(110)
Unallocated finance costs				-
Loss before taxation				(796)

For the six months ended 30 June 2023

	Dining operations S\$'000	Artisanal Bakery S\$'000	Eliminated S\$'000	Total S\$'000 (Unaudited)
Segment revenue				
Revenue from external customers	6,520	2,254	-	8,774
Inter-segment sales	56	-	(56)	-
Total	6,576	2,254	(56)	8,774
Segment results	(385)	(74)	-	(459)
Unallocated employee benefits expense				(383)
Unallocated finance costs				(303)
Loss before taxation				(1,145)

5. LOSS BEFORE TAX

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

	For the six months ended 30 June	
	2024	2023
	S\$'000	S\$'000
	(Unaudited)	(Unaudited)
Depreciation of property, plant and equipment	258	437
Depreciation of right-of-use assets	1,025	1,531
Rentals and related expenses	259	243
Fixed assets written off	-	19
Staff costs	3,008	3,139

6. INCOME TAX EXPENSE

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

Pursuant to the rules and regulations of the Cayman Islands, the Company is not subject to any income tax in the Cayman Islands.

Subsidiaries in Singapore and Malaysia are subject to taxation at rates of 17% and 24% on the estimated profits arising in Singapore and Malaysia, respectively for the six months ended 30 June 2024 and 2023.

	Six months ended 30 June	
	2024	2023
	S\$'000	S\$'000
	(Unaudited)	(Unaudited)
Current income tax	8	11
Tax expense for the period	8	11

7. DIVIDENDS

The Board did not recommend the payment of any interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

8. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of basic loss per share is based on the following data:

	Six months ended 30 June	
	2024	2023
	S\$'000	S\$'000
	(Unaudited)	(Unaudited)
Loss for the period	(804)	(1,156)
Weighted average number of ordinary Shares ('000)	500,000	500,000

Basic loss per share for the six months ended 30 June 2024 is S\$(0.16) cents (six months ended 30 June 2023: S\$(0.23)).

The Group had no potentially dilutive ordinary share in issue for the six months ended 30 June 2024 and 2023.

9. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2024, the Group acquired S\$0.01 million plant and equipment (six months ended 30 June 2023: S\$0.34 million).

10. TRADE AND OTHER RECEIVABLES

	As at	As at
	30 June	31 December
	2024	2023
	S\$'000	S\$'000
	(Unaudited)	(Audited)
Trade receivables, net	123	155
Refundable deposits, net	1,246	821
Other receivables	193	473
	1,562	1,449
Less: Refundable deposits classified as non-current assets	(297)	(362)
Trade and other receivables – current portion	1,265	1,087

10. TRADE AND OTHER RECEIVABLES (CONTINUED)

The Group's trading terms with its customers are mainly on cash and credit card settlement. The credit term to franchisees is generally on 14 to 30 days. In view of the fact that the Group's trade receivables relate to credit card receivables from banks and franchisees, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest bearing.

An ageing analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	As at 30 June 2024 S\$'000 (Unaudited)	As at 31 December 2023 S\$'000 (Audited)
Less than 30 days	123	155
	123	155

An impairment analysis is performed at each reporting date using the general approach to measure expected credit losses. The Group assesses whether credit risk on the trade receivable has increased significantly since initial recognition. The Group considers trade receivables in default when contractual payments are 90 days past due.

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

	As at 30 June 2024 S\$'000 (Unaudited)	As at 31 December 2023 S\$'000 (Audited)
Gross carrying amount	123	155
Expected credit losses	-	-
	123	155

Refundable deposits mainly represent rental deposits and deposits with suppliers. As at 30 June 2024 and 31 December 2023, the loss allowance is assessed as follows:

	As at 30 June 2024 S\$'000 (Unaudited)	As at 31 December 2023 S\$'000 (Audited)
Refundable deposits	1,259	834
Impairment	(13)	(13)
Refundable deposits, net	1,246	821

11. TRADE AND OTHER PAYABLES

	As at 30 June 2024 S\$'000 (Unaudited)	As at 31 December 2023 S\$'000 (Audited)
Trade payables	790	1,097
Salaries payables*	795	1,062
Other payables	1,927	1,168
Accrued expenses	300	336
Provision for unutilised leave	103	103
Provision for reinstatement costs	400	440
Goods and service tax ("GST") payables	28	61
	4,343	4,267
Less: Other payables classified as non-current liabilities	(294)	(250)
	4,049	4,017

* Salaries payables including an amount due to a senior management amounted to approximately S\$0.27 million at 30 June 2024 (2023: approximately US\$ 0.21 million).

Trade and other payables are normally settled on 60 days' terms. These amounts are non-interest bearing.

An aged analysis of the trade payables as at the end of the reporting period based on the invoice date, is as follows:

	As at 30 June 2024 S\$'000 (Unaudited)	As at 31 December 2023 S\$'000 (Audited)
Less than 30 days	323	567
30–60 days	355	425
61–90 days	85	41
More than 90 days	27	64
	790	1,097

12. INTEREST BEARING BANK AND OTHER BORROWINGS

	30 June 2024		31 December 2023	
	Effective interest rate	S\$'000 (Unaudited)	Effective interest rate	S\$'000 (Audited)
Current				
Bank loan I	5.14%	33	5.14%	23
Bank loan II	3.00%	128	3.00%	128
Bank loan III	3.00%	190	3.00%	190
Bank loan IV	3.00%	126	3.00%	126
Bank loan V	4.00%	194	4.00%	194
Bank loan VI	2% over 3-month compounded SORA	53	2% over 3-month compounded SORA	53
Bank borrowings		724		714
Non-current				
Bank loan I	5.14%	20	5.14%	29
Bank loan II	3.00%	22	3.00%	88
Bank loan III	3.00%	99	3.00%	196
Bank loan IV	3.00%	66	3.00%	131
Bank loan V	4.00%	474	4.00%	591
Bank loan VI	2% over 3-month compounded SORA	773	2% over 3-month compounded SORA	797
Bank borrowings		1,454		1,832

	30 June	31 December
	2024	2023
	S\$'000	S\$'000
	(Unaudited)	(Audited)
Analysed into:		
Within one year	724	714
In the second year	670	692
In the third to fifth year	179	556
Over five years	605	584
	2,178	2,546

12. INTEREST BEARING BANK AND OTHER BORROWINGS (CONTINUED)

Notes:

(a) Bank loan I

This bank loan is secured by a charge over a motor vehicle with aggregate net carrying amount of approximately S\$108,000 (31 December 2023: approximately S\$120,000). The discount rate implicit in the loan is 5.14% for the period ended 30 June 2024 (31 December 2023: 5.14%).

(b) Bank loan II

The loan is secured by way of corporate guarantee by the Group and a fixed deposit of approximately S\$200,000 (31 December 2023: S\$200,000). The discount rate implicit in the loan is 3% for the period ended 30 June 2024 (31 December 2023: 3%).

(c) Bank loan III & IV

The loan is secured by way of corporate guarantee by the Group and a personal guarantee by a director of the Company. The discount rate implicit in the loan is 3% for the period ended 30 June 2024 (31 December 2023: 3%).

(d) Bank loan V

The loan is secured by way of corporate guarantee by the Group and a personal guarantee by a director of the Company. The discount rate implicit in the loan is 4% for the period ended 30 June 2024 (31 December 2023: 4%).

(e) Bank loan VI

The loan is secured by way of (i) corporate guarantee by the Group; (ii) a personal guarantee by a director of the Company and (iii) mortgage over the property with aggregate net carrying amount of approximately S\$1,510,000 (31 December 2023: S\$1,537,000).

13. SHARE CAPITAL

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 22 May 2017 with an authorised share capital of HK\$100,000,000 shares of HK\$0.01 each. On the date of incorporation, 1 share of nominal value of HK\$0.01 was allotted and issued to Ms. Low. Upon completion of the Reorganisation on 11 August 2017, the Company became the holding company of the Group. As at 30 June 2024, there were 500,000,000 ordinary shares in issue. During the reporting period, there was no new shares issued by the Company.

	As at 30 June 2024 S\$'000 (Unaudited)	As at 31 December 2023 S\$'000 (Audited)
Issued and fully paid: 500,000,000 ordinary shares	869	869

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

We are a food and beverage (“F&B”) group which owns and operates award-winning restaurants in Singapore under different brands and owns one of the largest artisanal bakery chains in Malaysia in terms of revenue and the number of bakery retail outlets in Malaysia. We operate our dining operations in Singapore under two self-owned brands and one franchised brand. Our “Central Hong Kong Café” brand is primarily focused on offering a casual and authentic Cha Chaan Teng experience in a full service environment while our “Black Society” brand offers Chinese cuisines with a contemporary twist in a full service environment. Our self-owned “Crazy Rich Thai” brand offers a unique selection of specialised Thai dishes with innovative and creative twists. Our artisanal bakery chain in Malaysia offers a wide selection of artisan breads, pastries and cakes under our “Bread Story” brand.

We believe that our Group is competitively positioned based on our operating history of more than ten years, our strong brand recognition and reputation, diversified customer base, innovative product offerings, unique dining experience and experienced management. In addition, the locations of our restaurants in Singapore and our bakery retail outlets in Malaysia are vital to our Group’s strategy of targeting areas which are high in customer traffic and easily accessible by our target customers that will help in promoting our brands image and awareness.

OUTLOOK

In the post Covid-19 era, Malaysia has proven that it will continue to experience growth across the services sector especially in F&B which contributes significantly to the Malaysia economy.

Despite the inflation rate in both Singapore and Malaysia remains stable at around 3% in 2024, the food costs in Singapore and Malaysia have already risen to a higher level. F&B businesses have to deal with higher costs of across almost every expense component from raw materials to running expenses like electricity and labour costs. Exacerbated by the prolonged war between Russia and Ukraine which has disrupted supply chains around the world with an increase in the prices of commodities including fertilisers, food products, and oil & gas. This has led to food inflation rising to 6.8% year-on-year based on our government released statistics.

Despite the higher operating costs, we have been extremely cautious in adjusting our selling price while we may assume a price increase is justified. Unfortunately, in our highly competitive F&B sector, it may not be straightforward. We have to weigh for fear that any price increase may alienate customers or push consumers to competitors.

The manpower crunch was further exacerbated by the lowering of the foreign worker quota to 35% or less for the services sector in 2021. Furthermore, a minimum wage was also set for local employees under the progressive wage model (PVM) in May 2024, adding to the cost pressures faced by all food service businesses. As all companies begin paying at least the minimum wage, those with urgent manpower needs would need to pay higher to attract and retain local workers amid the tight labour market. This puts further cost pressure on operators like us. We have seen at least a 10% increase in labour costs during the past one year.

While it is interesting to observe that since the start of the year to June 2024, there has been a net increase of 500 new F&B businesses, with the highest number of new businesses formed in June at 370 and 222 businesses ceasing operations. While it remains encouraging to note that more F&B businesses spring up to take the spot of those that leave, we should not discount or ignore the challenges faced by the industry and its high failure rate.

Despite the encouraging turnover numbers and signs of recovery, many global and local issues continue to plague our F&B sector, affecting some more than others. Challenging manpower issues and cost inflation remains the biggest ever challenges and this structural problem has no easy fixes.

We are not looking to expand any further this year and will adopt cost cutting measures to ease and better manage our cash flow.

FINANCIAL REVIEW

Revenue

Our revenue decreased by approximately S\$1.4 million or 15.8% from approximately S\$8.8 million for the six months ended 30 June 2023 to S\$7.4 million for the six months ended 30 June 2024. The decrease in our revenue was largely due to the drop in our Singapore operations' revenue as a result of lackluster consumer spending atmosphere.

Cost of inventories sold and consumed

Our cost of inventories sold and consumed had decreased by approximately S\$0.6 million or 20.6% from approximately S\$2.7 million for the six months ended 30 June 2023 to approximately S\$2.1 million for the six months ended 30 June 2024, the decrease was mainly due to the drop in revenue.

Other income

Our other income decreased by approximately S\$0.1 million or 63.3% from approximately S\$0.2 million for the six months ended 30 June 2023 to approximately S\$0.1 million for the six months ended 30 June 2024. The decrease was due to the drop in the claim of Wage Credit Scheme from the Singapore government.

Depreciation of property, plant and equipment

Depreciation of property, plant and equipment decreased by approximately S\$0.2 million or 41.0% from approximately S\$0.4 million for the six months ended 30 June 2023 to S\$0.3 million for the six months ended 30 June 2024. The drop was mainly due to impairment losses made on our 3 Singapore F&B outlets for the financial year ended 31 December 2023, resulting in lesser depreciable amount for the six months ended 30 June 2024.

Depreciation of right-of-use assets

Depreciation of right-of-use assets decreased by approximately S\$0.3 million or 21.3% from approximately S\$1.5 million for six months ended 30 June 2023 to S\$1.2 million for the six months ended 30 June 2024. The drop was mainly due to impairment losses made on our 3 Singapore F&B outlets for the financial year ended 31 December 2023, resulting in lesser depreciable amount for the six months ended 30 June 2024.

Other expenses

Other expenses primarily consist of legal and professional fee, rental and related expenses, cleaning fee, repair and maintenance expenses, kitchen and bar utensils expenses, bank charges relating to credit card settlement, unrealised foreign currency exchange losses and other miscellaneous expenses. Other expenses decreased by approximately S\$0.5 million or 34.9% from approximately S\$1.5 million for six months ended 30 June 2023 to S\$0.97 million for the six months ended 30 June 2024. The drop was mainly due to a reversal of impairment loss of approximately S\$0.3 million for the six months ended 30 June 2024 as a result of early termination of lease for 1 of our Singapore F&B outlets.

Loss for the period

Our Group recorded a loss of approximately S\$0.8 million and S\$1.2 million for the six months ended 30 June 2024 and 2023, respectively. The decrease in losses for the six months ended 30 June 2024 was mainly attributable to reversal of impairment loss of approximately S\$0.3 million, lesser depreciable amount for property, plant and equipment and right-of-use assets for the six months ended 30 June 2024.

Liquidity, financial resources and capital structure

Cash position

Our cash and bank balances amounted to approximately S\$0.4 million and S\$0.4 million as at 30 June 2024 and 31 December 2023, respectively. These balances were denominated in the respective functional currencies of the Group entities. As at 30 June 2024, 0.9% (31 December 2023: 52.3%) of our Group's cash and bank balances was denominated in Singapore dollar, 84.6% (31 December 2023: 37.1%) in Malaysia ringgit, 14.5% (31 December 2023: 10.5%) in Hong Kong dollar.

Our Group had net cash flow generated from operating activities of approximately S\$2.5 million for the six months ended 30 June 2024.

Net cash flow used in investing activities of approximately S\$0.01 million due to purchase of property, plant and equipment of S\$0.01 million during the six months ended 30 June 2024.

Net cash flow used in financing activities was S\$2.6 million for the six months ended 30 June 2024. Net cash flow was used in the repayment of bank borrowing of S\$0.4 million, and repayment of lease obligations and finance lease of S\$2.2 million.

Our restricted cash represents fixed deposit pledged to the bank. The Group is restricted to use the cash of approximately S\$0.2 million as at 30 June 2024.

The Group has adopted a prudent financial management approach towards its financial and treasury policies and thus maintained a healthy liquidity position since the Listing. The Management closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time. The Group will utilise the balance of cash for appropriate investment in accordance with the Group's strategic direction and development.

Borrowings

Particulars of the Group's interest-bearing bank and other borrowings as at 30 June 2024 and 31 December 2023 (including their nature, currency involved, maturity profile and interest rate structure) are set out in note 12 to the consolidated financial statements.

Gearing ratio

Gearing ratio is measured by interest-bearing bank and other borrowings divided by the total equity. The Group has been in total deficits position. Total interest-bearing and other borrowing is S\$2.2 as at 30 June 2024 (31 December 2023: S\$2.5 million). Total deficits is S\$4.3 million as at 30 June 2024 (31 December 2023: S\$3.5 million).

Capital expenditure and commitment

During the six months ended 30 June 2024, the Group has capital expenditures of S\$0.01 million which consisted primarily kitchen and bar equipment. These capital expenditures were mainly funded by our internal resources. The Group has no capital commitment during the period ended 30 June 2024 (31 December 2023: nil).

Risk of exchange rate fluctuation

The Group has currency exposures arising from sales and purchases that are denominated in a currency other than the functional currency of the Group. Although the Group does not have a foreign exchange hedging policy and does not use any financial instruments, currency borrowings or other hedging instruments to mitigate such exposure, the Directors monitor the Group's foreign exchange exposure closely and may, depending on the circumstances and trend of foreign currency, consider adopting significant foreign currency hedging policy and measures in the future.

Contingent liabilities

As at 30 June 2024, the Group had no contingent liabilities (31 December 2023: nil).

Charge on assets

The Group's hire purchase loan is secured by a charge over the asset which had a carrying amount of approximately S\$108,000 as at 30 June 2024 (31 December 2023: \$120,000).

On 27 July 2022, the Group entered into a bank term loan to finance our existing property loan. The bank term loan is secured by way of corporate guarantee by the Group, personal guarantee by a director and mortgage over the property with a net carrying amount of approximately S\$1.51 million as at 30 June 2024 (31 December 2023: S\$1.54 million).

There was no further charge on assets of the Group created for the period ended 30 June 2024.

Employees and remuneration policy

As at 30 June 2024, the Group had a total number 259 full-time employees (31 December 2023: 239) in Singapore and Malaysia.

The remuneration packages of all employees are determined based on factors such as the employees' individual qualifications, contribution to the Group, performance and years of work experience.

The Group provides ongoing training to our staff covering different aspects based on their operational responsibilities, including food ingredients preparation and preservation, customer service, hygiene requirements of the kitchen and dining areas, and quality control.

Events after the reporting period

There were no significant events after the reporting period up to the date of this report.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2024, the interests and short positions of the Directors and chief executive of the Company or any of their respective associates in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong) (the "SFO")) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

Long position in the Shares as at 30 June 2024:

Name of Director/Chief Executive	Capacity/ Nature of Interest	Number of Underlying Shares	Approximate Percentage
Ms. Low Yeun Ching @Kelly Tan ⁽¹⁾	Beneficial interest	19,500,000 ordinary Shares ⁽²⁾	43.9%

Notes:

(1) Ms. Low is an executive Director, the chairlady of the Board and the chief executive officer of the Company.

(2) These Shares are held in long position.

Save as disclosed above, as at 30 June 2024, none of the Directors, chief executive of the Company or their respective associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise, notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the section headed "Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures of its Company and its Associated Corporations" above, at no time during the six months ended 30 June 2024 was the Company or any of its subsidiaries a party to any arrangement to enable the Directors or chief executive of the Company or their respective spouse or children under 18 years of age to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

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

As at 30 June 2024, the interests and short positions of substantial shareholders and other persons (other than a Director or chief executive of the Company) in the Shares and underlying Shares which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO or required to be entered in the register maintained by the Company pursuant to Section 336 of the SFO were as follows:

Long Positions in the Shares as at 30 June 2024:

Name	Capacity/ Nature of Interest	Aggregate number of Shares or underlying Shares	Approximate Percentage of Interest in the Company
JingXin Healthcare International Limited 淨心療養院（國際）有限公司 ("JingXin Healthcare") ⁽¹⁾	Beneficial interest	90,500,000 ordinary Shares ⁽²⁾	18.1%

Notes:

(1) JingXin Healthcare (formerly known as as Bright Honor Investment International Limited) is held as to 100% by Peaceful and Land International Limited 祥和國際有限公司, which in turn is held as to 100% by Mr. Tobias Li Xi BERNOTH and therefore Mr. Tobias LiXi BERNOTH is deemed to be interested in the 90,500,000 Shares held by JingXin Healthcare, pursuant to the SFO.

(2) These Shares are held in long position.

Save as disclosed above, as at 30 June 2024, according to the register of interests required to be kept by the Company under Section 336 of the SFO, there was no other person or corporation (other than the Directors and chief executive of the Company) who had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 or Part XV of the SFO.

RELATED PARTY TRANSACTIONS

For the six months ended 30 June 2024, the Group has not entered into any related party transactions.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2024.

SHARE OPTION SCHEME

The Company conditionally adopted a share option scheme on 4 April 2018 (the “Scheme”). The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules. No share option has been granted since the adoption of the Scheme up to 30 June 2024.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted a code of conduct for securities transactions by Directors on terms equivalent to the required standard of dealings set out in Rule 5.48 to 5.67 of the GEM Listing Rules (the “Model Code”). The Company had made specific enquiries with written guidelines in relation to the Model Code to all Directors, and all Directors have confirmed that they complied with the required standards and code of conduct for Directors’ securities transactions as set out in the Model Code throughout the six months ended 30 June 2024.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company is committed to achieving high standards of corporate governance. The Directors believe that sound and reasonable corporate governance practices are essential for the continuing growth of the Group and for safeguarding and maximising shareholders’ interests.

Pursuant to code provision C.2.1 of the Corporate Governance Code contained in Appendix C1 to the GEM Listing Rules (the “CG Code”), the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. However, we do not have a separate chairlady and chief executive officer and Ms. LOW currently performs these two roles. Our Board believes that vesting the roles of both chairlady and chief executive officer in the same person has the benefit of ensuring consistent leadership within our Group and enables more effective and efficient overall strategic planning of our Group. Our Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable our Company to make and implement decisions promptly and effectively. Our Board will continue to review and consider splitting the roles of chairlady of our Board and chief executive officer of our Company at a time when it is appropriate and suitable by taking into account the circumstances of our Group as a whole.

Following the resignation of Mr. Lu King Seng (“Mr. Lu”) as an independent non-executive Director and the chairman of audit committee (the “Audit Committee”) of the Company on 1 February 2024, the Board comprised only two independent non-executive Directors, namely Mr. John Chi Chung MAN (“Mr. Man”) and Mr. CHAN Pak Hung (“Mr. Chan PH”), which failed to meet the requirements of having (a) at least three independent non-executive directors on the Board under Rule 5.05(1) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”); and (b) the audit committee must comprise a minimum of three members under Rule 5.28 of the GEM Listing Rules.

Following the resignation of Mr. Chan PH as an independent non-executive Director, the chairman of remuneration committee (the “Remuneration Committee”), a member of each of the Audit Committee and nomination committee (the “Nomination Committee”) of the Company on 14 March 2024, the Board comprised only one member, each of the Audit Committee and Nomination Committee comprised only one member and the Remuneration Committee comprised two members, which further failed to meet the requirements that: (a) at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise under Rule 5.05(2) of the GEM Listing Rules; (b) independent non-executive directors who represent at least one-third of the Board under Rule 5.05A of the GEM Listing Rules; and (c) remuneration committee and nomination committee must comprise a majority of independent non-executive director under the Rules 5.34 and 5.36A of the GEM Listing Rules.

Upon the appointment of Mr. CHAN Chun Kit (“Mr. Chan CK”) as an independent non-executive Director, the Chairman of the Audit Committee, and a member of each of the Remuneration Committee and Nomination Committee, and the appointment of Mr. John Chi Chung Man (“Mr. Man”) as the chairman of the Remuneration Committee on 21 March 2024, and the appointment of Mr. Khor Khie Liem Alex (“Mr. Khor”) as independent non-executive Director and a member of the Audit Committee on 22 April 2024, the Company has complied with the Rules 5.05(1), 5.28, 5.05(2), 5.05A, 5.28, 5.34 and 5.36A.

On 3 May 2024, upon the resignation of Mr. Chan CK as an independent non-executive Director, the Chairman of the Audit Committee, each of the member of the Remuneration Committee and the Nomination Committee, and the appointment of Mr. Khor as chairman of the Audit Committee, member of the Remuneration Committee and the Nomination Committee, the Board comprised only two independent non-executive Directors and the Audit Committee comprised only two members which failed to meet the requirements under Rules 5.05(1) and 5.28 of the GEM Listing Rules.

Upon the appointment of Mr. Leyng Thai Weng (“Mr. Leyng”) as an independent non-executive Director and a member of the Audit Committee on 2 August 2024, the Company complied with Rules 5.05(1) and 5.28 of the GEM Listing Rules.

Save as the deviation disclosed above, the Directors consider that during the six months ended 30 June 2024 and up to the date of this report, the Company has applied the principles and complied with all the applicable code provisions set out in the CG Code.

DIRECTORS’ AND CONTROLLING SHAREHOLDERS’ INTERESTS IN COMPETING BUSINESSES

Save as disclosed in the Prospectus, as at 30 June 2024, each of the Directors, the controlling shareholders and their respective close associates (as defined in the GEM Listing Rules) has confirmed that none of them had an interest in a business (other than those businesses where the Director were appointed as directors to represent the interests of the Company and/or any member of the Group) which are considered to compete or are likely to compete, either directly or indirectly, with the business of the Group.

CHANGE IN THE DIRECTOR'S INFORMATION PURSUANT TO RULE 17.50(A)(1) OF THE GEM LISTING RULES

The change in the Director's information as required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules are set out below:

On 1 February 2024, Mr. Lu resigned as an independent non-executive Director and the chairman of the Audit Committee in order to dedicate more time to his other professional commitments. Further details were disclosed in the Company's announcement dated 1 February 2024.

On 14 March 2024, Mr. Chan PH resigned as an independent non-executive director, the Chairman of the Remuneration Committee, and the member of each of the Audit Committee and the Nomination Committee in order to devote more time to his other work commitments. Further details were disclosed in the Company's announcement dated 14 March 2024.

On 21 March 2024, Mr. Chan CK has been appointed as an independent non-executive Director, the chairman of the Audit Committee, and a member of each of the Remuneration Committee and the Nomination Committee. Further details were disclosed in the Company's announcement dated 21 March 2024. Following the appointment of Mr. Chan CK, Mr. MAN has been appointed as chairman of the Remuneration Committee with effect from 21 March 2024. Further details were disclosed in the Company's announcement dated 21 March 2024 and 22 March 2024.

On 22 April 2024, Mr. Khor has been appointed as an independent non-executive Director and a member of the Audit Committee with effect from 22 April 2024. Further details were disclosed in the Company's announcement dated 22 April 2024.

On 3 May 2024, Mr. Chan CK resigned as the independent non-executive Director, the chairman of the Audit Committee, and the member of each of the Remuneration Committee and Nomination Committee in order to devote more time to his other work commitments. Following the resignation of Mr. Chan, Mr. Khor has been appointed as chairman of the Audit Committee, a member of each the Remuneration Committee and the Nomination Committee with effect from 3 May 2024. Further details were disclosed in the Company's announcement dated 3 May 2024.

On 2 August 2024, Mr. Leyng has been appointed as an independent non-executive Director and a member of the Audit Committee. Further details were disclosed in the Company's announcement dated 3 May 2024.

AUDIT COMMITTEE

Pursuant to Rule 5.28 of the GEM Listing Rules, the Company established an audit committee (the "**Audit Committee**") with written terms of reference aligned with the provision of the code provisions set out in the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control procedures of the Group. As at 30 June 2024, the Audit Committee comprises Mr. KHOR Khie Liem Alex (chairman of the Audit Committee), Mr. John Chi Chung Man, Mr. LEYNG Thai Weng, all of whom are independent non-executive Directors. The Audit Committee has reviewed the unaudited interim results of the Group for the six months ended 30 June 2024. A meeting of the Audit Committee was held with the management of the Company for, amongst other things, reviewing the unaudited interim results of the Group for the six months ended 30 June 2024.

DIVIDENDS

The Board did not recommend the payment of any interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITION AND DISPOSAL

The Group did not have any significant investments, material acquisition or disposal of subsidiaries or associates during the six months ended 30 June 2024.

PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save as disclosed in this report, the Group did not have any concrete plans for material investments or acquisition of capital assets as at the date of this report. The Company will make further announcement in accordance with the GEM Listing Rules, where applicable, if any material investments and acquisition opportunities materialise.

APPRECIATION

On behalf of the Board, I would like to extend our sincere thanks to our shareholders, business partners and customers for their continuous support to the Group. I would also extend my gratitude and appreciation to all the Directors, management and staff for their hard work and dedication throughout the period.

By Order of the Board
JLogo Holdings Limited
LOW Yeun Ching @Kelly Tan
Chairlady and Chief Executive Officer

30 August 2024, Hong Kong