GPS ALLIANCE HOLDINGS LIMITED

Appendix 4D, Half-Year Financial Statements
Half-Year financial statements on consolidated results for the period ended 30 June 2015
(These figures have not been audited)

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

Name of entity

GPS ALLIANCE HOLDINGS LIMITED

ABN or equivalent company reference

ACN 163 013 947

Half year ('current period')

30 June 2015

RESULTS FOR ANNOUNCEMENT TO THE MARKET
Extracts from this report for announcement to the market

APPENDIX 4D

	Group		
	S$'000	Up/Down	Movement %
Revenue from ordinary activities	2,285	Down	(13.2)
Profit from ordinary activities after tax attributable to members	7,258	Up	N.M.
Net Profit for the period attributable to members	7,258	Up	N.M.

	Amount per share Singapore cents	**Franked amount per share Singapore cents**
Interim dividend	**Nil**	**NA**
Previous corresponding period Interim dividend	**Nil**	**NA**
Date the dividend (distribution) is payable	**Not Applicable**	
Record date to determine entitlements to the dividend (distribution)	**Not Applicable**	

Any other disclosures in relation to dividends

Nil

NM: Not Meaningful

	Group	
	30/06/2015	31/12/2014
Net tangible assets per ordinary share (Singapore cents)	10.05 cents	-0.71 cents

Additional Appendix 4D disclosure requirements can be found in the notes to the half-year financial statements attached thereto.

This report is based on the consolidated half-year financial statements which have been subjected to a review by Deloitte Touche Tohmatsu.

*On 7 May 2015, GPS Alliance Holdings Limited issued a total of 11,212,500 ordinary shares. Hence, the number of shares used for the period ended 30 June 2015 is 85,962,500 (31/12/2014 : 74,750,000) ordinary shares.

GPS ALLIANCE HOLDINGS LIMITED

Appendix 4D, Half-Year Financial Statements
Half-Year financial statements on consolidated results for the period ended 30 June 2015
(These figures have not been audited)

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

1(a) Consolidated Statement of Comprehensive Income for the period ended 30 June 2015

	Note	Group		
		Half-Year ended 30 June		%
		2015	2014	Increase/
		S$'000	S$'000	(Decrease)
Continuing operations				
Revenue		2,285	2,632	(13.2)
Cost of sales		(2,179)	(2,583)	(15.6)
Gross profit		106	49	116.3
Other income		144	144	-
Administrative expenses		(1,241)	(2,008)	(38.2)
Finance cost		(193)	(175)	10.3
Acquisition expenses		-	(489)	(100.0)
Share of profit of associates		9,055	-	NM
Profit / (Loss) before income tax		7,871	(2,479)	NM
Income tax		-	(32)	(100.0)
Profit / (loss) from continuing operations		7,871	(2,511)	NM
Discontinued operations				
Loss from discontinued operations		(613)	(614)	(0.2)
Profit / (loss) for the period		7,258	(3,125)	NM
Profit / (Loss) for the period		7,258	(3,125)	NM
Other comprehensive income :				
Items that may be reclassified subsequently to profit or loss:				
Exchange difference on translation of foreign operations		(214)	113	NM
Other comprehensive income for the period, net of tax		(214)	113	NM
Total comprehensive income for the period		7,044	(3,012)	NM
Profit / (Loss) for the period attributable to :				
Owners of the Company		7,529	(2,767)	NM
Non-controlling interests		(271)	(358)	(24.3)
		7,258	(3,125)	NM
Total comprehensive income attributable to :				
Owners of the Company		7,315	(2,654)	NM
Non-controlling interests		(271)	(358)	(24.3)
		7,044	(3,012)	NM
Earnings / (Losses) per share for the period (Singapore cents)				
Basic		9.29	(4.81)	
Diluted		9.29	(4.81)	

NM: Not Meaningful

Discontinued Operations / Held for sale

On 20 July 2015, one of the Company's subsidiaries, Global Property Strategic Alliance Pte Ltd ('GPSA') together with MORE Property Pte Ltd ('MORE'), a company incorporated in Singapore, together as vendors, entered into a conditional sale and purchase agreement ('SPA') with Asia-Pacific Strategic Investments Limited ('APSI'), a company incorporated in Singapore and listed on the Singapore Exchange Securities Trading Limited for the sale of the entire issued capital of Global Alliance Property Pte Ltd ('GA'), a newly incorporated company by GPSA and MORE.

The total consideration payable by APSI on completion is S$2,750,000 made up of S$1,250,000 in cash and S$1,500,000 in ordinary shares in the capital of APSI. GPSA's proportion of the consideration is S$910,000 in cash and the allotment of ordinary shares in the issued capital of APSI to the value of S$1,040,000 (the issue price per consideration share shall be 90% of the volume weighted average price of the shares for the five-day period preceding the date on which the conditions precedent are met). The shares received by GPSA as consideration will remain on escrow for a period of 12 months from completion of the SPA.

In compliance with the provision of *AASB5 Non-Current Assets Held for Sale and Discontinued Operations*, the selected assets and liabilities of GPSA that will be transferred to GA have been classified as "held for sale" on the consolidated balance sheet, and the entire results of GPSA have been presented separately in the statement of comprehensive income as "Discontinued Operations" for the half year ended 30 June 2015.

The discussion that follows compares the income statement for 6 months ended 30 June 2015 (1H2015) with previous corresponding period (1H2014)

Income Statement

	Revenue		Earnings	
	Half-Year ended 30 June		Half-Year ended 30 June	
	2015	2014	2015	2014
	S$'000	S$'000	S$'000	S$'000
Property Development	125	240	8,860	(149)
ID & fit-out work	2,670	2,392	(679)	(894)
	2,795	2,632	8,181	(1,043)
Elimination	(510)	-	312	291
Total	2,285	2,632	8,493	(752)
Unallocated corporate income			12	11
Administrative expenses			(634)	(1,249)
Acquisition-related expenses			-	(489)
Profit/(loss) before income tax			7,871	(2,479)
Income tax			-	(32)
Profit/(loss) for the period			7,871	(2,511)
Consolidated revenue and profit/(loss) for the period	2,285	2,632	7,871	(2,511)

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

Revenue
Revenue for first half year ended 30 June 2015 (1H2015) decreased by 13.2% to S$2.3 million as compared to the previous period (1H2014).

The decrease in revenue was largely due to lower contribution from ID & fit-out work (S$0.3 million) and Property Development (S$0.1 million).

Gross (Loss) / Profit
The Group reported a gross profit of S$106,000 in 1H2015, S$57,000 higher as compared to S$49,000 for the corresponding period last year. This is mainly due to lower costs from ID & fit-out work.

Other Income
Other income remained unchanged in 1H2015.

Administrative Expenses
There was a decrease in administrative expenses from S$2.0 million in 1H2014 to S$1.2 million in 1H2015 mainly due to lower remuneration costs and professional fees, impairment of plant and equipment, and the absence of debt waiver costs and exchange movements.

Finance Costs
Finance costs increased marginally by S$18,000 to S$193,000 in 1H2015 mainly due to additional S$1 million loan secured in 2H2014.

Acquisition Expenses
Acquisition expenses were incurred in relation to the proposed acquisitions of Manufacture Element Prefabricate Pte Ltd and Forte Development Pte Ltd in 2014. The acquisition did not proceed.

Share of Profit of Associates
The Group recognised a share of profit of S$9.1 million from Watercolours Executive Condominium project upon receiving Notice of Vacant Possession (NVP) in 1H2015.

Discontinued operations
Loss from the discontinued operations in 1H2015 were S$0.6 million, similar to corresponding period last year. The movement was due to lower other income and higher distribution costs offset by lower administration costs.

Profit /(Loss) for the period
The Group reported a profit of S$7.3 million in 1H2015, instead of losses of S$3.1million in 1H2014, mainly due to the share of profit from Watercolours Executive Condominium project, lower administrative expenses and the absence of acquisition expenses.

GPS ALLIANCE HOLDINGS LIMITED

Appendix 4D, Half-Year Financial Statements
Half-Year financial statements on consolidated results for the period ended 30 June 2015
(These figures have not been audited)

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

1(b) Statement of Financial Position

	Group	
	As at 30/06/2015 S$'000	As at 31/12/2014 S$'000
ASSETS		
Current assets		
Cash and cash equivalents	2,683	2,856
Trade receivables	6,247	7,708
Other receivables	732	3,068
Inventories	256	261
Contract work-in-progress	1,842	1,812
	11,760	15,705
Assets classified as held for sale	612	-
Total current assets	12,372	15,705
Non-current assets		
Intangible assets	8	7
Property, plant and equipment	3,638	4,341
Investment in associate	9,205	150
Deferred income tax	174	174
Total non-current assets	13,025	4,672
Total assets	**25,397**	**20,377**
LIABILITIES AND EQUITY		
Current liabilities		
Bank loan and bills payable	7,967	10,046
Trade payables	6,145	7,368
Other payables and accruals	2,214	2,983
Current portion of finance leases	27	48
	16,353	20,445
Liabilities directly associated with assets classified as held for sale	86	-
Total current liabilities	16,439	20,445
Non-current liabilities		
Borrowings	72	142
Finance leases	240	306
Provisions	6	13
Total non-current liabilities	318	461
Total liabilities	**16,757**	**20,906**
Capital and Reserves		
Share capital	10,354	8,229
Capital reserve	1,943	1,943
Accumulated losses	(2,771)	(10,300)
Translation reserve	(394)	(180)
Equity attributable to owners of the Company	9,132	(308)
Non-controlling interests	(492)	(221)
Total equity / (deficiency)	**8,640**	**(529)**
Total liabilities and equity	**25,397**	**20,377**

The discussion that follows compares the Finance Position as at 30 June 2015 with that of 31 December 2014

Current assets

Current assets decreased by S$3.3 million from S$15.7 million to S$12.4 million when compared to the beginning of the year.

This was mainly due to lower commission receivable in line with the reduction in business activities in Real Estate Agency segment, collections from other receivables and lower cash and cash equivalent partially offset by higher contract work in progress from the Fit-Out Solutions segment and reclassification of assets held for sale from non-current assets.

Non-current assets

Non-current assets increased by S$8.3 million from S$4.7 million to S$13.0 million when compared to the beginning of the year.

This was mainly due to the recognition of share of profit from investment in associate partially offset by reclassification of assets held for sale to current assets and depreciation for the year.

Current liabilities

Current liabilities decreased by S$4.0 million from S$20.4 million to S$16.4 million mainly due to repayment of bank loans and lower commission payable in line with the reduction in business activities in the Real Estate Agency segment.

Non-current liabilities

Non-current liabilities decreased by S$0.1 million mainly due to lower borrowings and finance lease liabilities.

1(b) (i) Going Concern

The financial report has been prepared on the 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 period ended 30 June 2015, the consolidated entity had accumulated losses of S$2.8 million (1H2014: S$8.7 million), net cash used in operating activities of S$0.04 million (1H2014: S$1.8 million) and a working capital deficiency of S$4.0 million (1H2014: S$5.5 million).

The first bank loan of S$6.95 million with a maturity date of 30 September 2015 is secured against the Investment in Watercolours Executive Condominium project. During June 2015, the consolidated entity made partial repayment of S$1.67 million of this loan and is currently negotiating with the bank to extend the maturity date to match the expected dividend income from the project.

The second bank loan of S$2.6 million was taken up to finance the acquisition of a JTC leasehold property with a purchase price of S$3.3 million and had been paid down to S$2.0 million as at reporting date.

On 7 May 2015, the consolidated entity secured a placement issue of 11,212,500 new ordinary shares for AUD2,018,250 (S$2,125,217). This is reflected in the financing cash flows within this financial report.

The working capital deficiency arises primarily due to the ability of the banks to recall the loans at their absolute discretion.

The ability of the consolidated entity to continue as a going concern is dependent upon the continued support of the current bankers and the successful timely completion of the following events / plans that have been put in place by Management:

- The Watercolours Executive Condominium project had achieved NVP status in May 2015, and is currently pending approval for Certificate of Statutory Completion (CSC) in second half of 2015 and the expected expiry of the defect liability period in the first half of 2016. The consolidated entity's investment in the joint venture is valued at S$9.2 million at 30 June 2015. This value includes the share of the equity accounted profit from the associate for the period of S$9.1 million. The consolidated entity expects to receive future cash payments from the venture of S$7.5 million by way of dividends. The dividends are expected to be received progressively between the second half of 2015 and the second half of 2016. The receipt of the dividends will provide an injection of funds to cover operations and for the repayment of bank loans;

- The consolidated entity is in discussions with existing bankers to extend repayment terms for the first bank loan and to secure additional facilities;

- The consolidated entity is working to improve the profitability and cash flows of the business;

- The completion of Shareholders Agreement to acquire 51% of a mixed development in Kempas, Johor Bahru, Malaysia (by the consolidated entity's property development division) as announced on 12 June 2015;

- The completion of Sale and Purchase Agreement (SPA) to spin off part of its real estate agency business in Singapore, by the consolidated entity's real estate agency division as announced on 21 July 2015;

- The order book for the consolidated entity's interior design and fit-out work division was S$1.2 million as at 30 June 2015; and

- The consolidated entity will continue to seek suitable merger and acquisition opportunities and/or strategic alliances to strengthen existing business as well as share placements to improve its cash position.

At the date of this report and having considered the above factors, the directors are confident that the consolidated entity will be able to continue as a going concern.

However, if the consolidated entity is unable to obtain the additional and continuing financial support of its financier and successfully complete the plans referred to above, significant uncertainty would exist as to the ability of the consolidated entity to continue as a going concern and, therefore, whether it will be able to realise its assets and discharge its liabilities in its 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.

Appendix 4D, Half-Year Financial Statements
Half-Year financial statements on consolidated results for the period ended 30 June 2015
(These figures have not been audited)

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

1(c) Consolidated statement of cash flows for the period ended 30 June 2015

	Group	
	Half-Year ended 30 Jun	
	2015	2014
	S$'000	S$'000
Operating activities		
Profit/(loss) before income tax	7,258	(2,916)
Adjustments for:		
Depreciation expense	323	309
Fixed assets written off	-	113
Interest expense	201	154
Interest Income	(45)	(57)
(Write back) / Allowance for Impairment of Plant and Equipment	(37)	81
Unrealised exchange gain	(170)	-
Share of profit of associate	(9,055)	-
Operating cash flows before movements in working capital	(1,525)	(2,316)
Contract work-in-progress	(30)	(227)
Trade receivables	1,461	1,391
Other receivables	2,187	342
Inventories	5	(47)
Trade payables	(1,224)	(860)
Other payables	(749)	31
Cash generated from / (used in) operations	125	(1,686)
Interest received	36	7
Interest paid	(203)	(154)
Income tax received	-	15
Net cash used in operating activities	**(42)**	**(1,818)**
Investing activities		
Purchase of property, plant and equipment	(74)	(3,577)
Proceeds from disposals of property, plant and equipment	22	-
Net cash used in investing activities	**(52)**	**(3,577)**
Financing activities		
Proceeds from issuance of shares	2,125	-
Proceeds from bills payable	-	619
Repayment of bills payable	-	(694)
Proceeds from borrowings	-	2,640
Repayment of borrowings	(1,948)	(194)
Proceeds from finance lease liabilities	-	438
Repayment of finance lease liabilities	(28)	(72)
Net cash generated from financing activities	**149**	**2,737**
Net increase / (decrease) in cash and cash equivalents	**55**	**(2,658)**
Net effect of exchange rate changes in consolidating subsidiaries	**(29)**	**23**
Cash and cash equivalents at January 1	**2,158**	**3,083**
Cash and cash equivalents at June 30	**2,184**	**448**
NOTE		
Cash and cash equivalents	2,683	1,244
Bank overdraft	(499)	(796)
	2,184	**448**

The discussion that follows compares the consolidated statement of cash flows for the 6 months to 30 June 2015 with that of 31 December 2014

The cash and cash equivalents of the Group stood at S$2.2 million. The movements were mainly due to proceeds from issuance of 11.2 million ordinary shares in GPS Alliance Holdings Limited of S$2.1 million partially offset by repayment of bank loans and finance leases of S$2.0 million, cash used in operating activities and purchase of office equipment (S$0.1 million).

1(d)(i) Statements of changes in equity for the period ended 30 June 2015

	Share Capital S$'000	Capital Reserve S$'000	Translation Reserve S$'000	Accumulated profits/ (losses) S$'000	Attributable to owners of the Company S$'000	Non-Controlling Interests S$'000	Total S$'000
Group							
Balance at 1 Jan 2014	6,353	1,943	(109)	(5,892)	2,295	(43)	2,252
Total comprehensive income for the period from 1 Jan 2014 to 30 Jun 2014	-	-	113	(2,767)	(2,654)	(358)	(3,012)
Balance at 30 Jun 2014	6,353	1,943	4	(8,659)	(359)	(401)	(760)
Issue Share Cap	1,876	-	-	-	1,876	-	1,876
Acquisition of subsidiaries	-	-	-	-	-	-	-
Total comprehensive income for the period from 1 Jul 2014 to 31 Dec 2014	-	-	(184)	(1,641)	(1,825)	180	(1,645)
Balance at 31 Dec 2014	8,229	1,943	(180)	(10,300)	(308)	(221)	(529)
Issue Share Cap	2,125	-	-	-	2,125	-	2,125
Total comprehensive income for the period from 1 Jan 2015 to 30 Jun 2015	-	-	(214)	7,529	7,315	(271)	7,044
Balance 30 Jun 2015	10,354	1,943	(394)	(2,771)	9,132	(492)	8,640

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 also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury of the 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.**

During the year, the Company issued 11,212,500 ordinary shares at AUD0.18 each to raise S$2.1 million through a placement issue for cash.

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.**

As at 30 June 2015, the Company's issued and paid up capital comprises 85,962,500 ordinary shares (31 December 2014: 74,750,000).

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

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

There are no treasury shares.

2. **Whether the figures have been audited, or reviewed and in accordance with which standard (eg. The Singapore Standard of Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard).**

The figures have been reviewed by the auditor in accordance with Australian Standard on Review Engagements 2410 "Review of a Financial Report Performed by the Independent Auditor of the Entity".

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

The independent auditor's review report is included on pages 4-5, of the Interim Financial Information as attached to this announcement.

4(a). **Details of entities over which control has been granted or lost during the period.**

None.

4(b). **Details of any dividend or distribution reinvestment plains in operation and the last date for the receipt of an election notice for participation in any dividend or distribution reinvestment plan.**

None.

4(c) **Details of associates and joint venture entities including the name of the associate or joint venture entity and details of the reporting entity's percentage holding in each of these entities and – where material to an understanding of the report - aggregate share of profits (losses) of these entities, details of contributions to net profit for each of these entities, and with comparative figures for each of these of these disclosures for the previous corresponding period.**

		Share of profit (S$'000)	
Name of associates	*Shareholding (%)*	*1H2015*	*1H2014*
Huge Development Pte Ltd	15%	9,055	-

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

The report has been prepared in accordance with International Financial Reporting Standards.

Except as disclosed in paragraph 5, the Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting period compared with those of the audited financial statements for the year ended 31 December 2014.

5. **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 adopted all the new and revised Australian Accounting Standards and Interpretations applicable from 1 January 2015. These do not have a significant financial impact on the Group.

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

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.**

	Group	
	Half-Year ended 30 June	
	2015	2014
Earnings per share for the period (Singapore cents)		
Basic	9.29 cents	-4.81 cents
Diluted	9.29 cents	-4.81 cents

7. **Net tangible 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) the corresponding period of the immediately preceding financial year.**

	Group	
	30/06/2015	30/06/2014
Net tangible value per ordinary share based on issued share capital as at the end of the reporting period (Singapore cents)	10.05 cents	-1.18 cents

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

The Group did not previously disclose any forecast or prospect statement to shareholders.

9. **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.**

On 12 June 2015, the consolidated entity announced that it had entered into an agreement to acquire 51% of a mixed development in Kempas, Johor Bahru, Malaysia.

On 21 July 2015, the consolidated entity announced that it had entered into a Sale and Purchase Agreement (SPA) to sell part of its real estate agency business in Singapore.

The Watercolours Executive Condominium project achieved NVP status in May 2015, and is currently pending approval for Certificate of Statutory Completion (CSC) in 2H2015, and expecting expiry of the defect liability period in 1H2016. The consolidated entity expects cash payments to be received totalling approximately S$7.5 million (by way of dividend). This will provide an injection of funds to cover operations and the repayment of bank loans. The dividend is expected to be received progressively between 2H2015 to 2H2016.

The order book for the Group's interior design and fit-out work division as at 30 June 2015 stands at S$1.2 million.

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

The Group expects the business and operating environment to remain difficult in 2H2015. Given the challenging environment, Management will continue to seek new sources of funding, further streamline its operations and keep a tight control on operating costs.

BY ORDER OF THE BOARD

Marcelo Mora
Company Secretary
26 August 2015

INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

CONFIRMATION BY THE BOARD

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the half-year financial results for the period ended 30 June 2015 false or misleading in any material aspect.

On behalf of the board of directors,

Mr. Tan Thiam Hee
Chairman

Mr. Lim Pang Hern
Executive Director

Singapore
26 August 2015

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES
(Registration No. ACN 163 013 947)

INTERIM FINANCIAL INFORMATION

FOR THE SIX MONTHS ENDED
JUNE 30, 2015

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

INTERIM FINANCIAL INFORMATION

C O N T E N T S

GPS ALLIANCE HOLDINGS LIMITED
ACN 163 013 947

DIRECTORS' REPORT FOR THE HALF-YEAR ENDED 30 JUNE 2015

This Report by the Directors of GPS Alliance Holdings Limited (the Company) is made pursuant to the provisions of the Corporations Act 2001 for the half-year ended 30 June 2015 and is accompanied by the Condensed Interim Financial Report of the Company and its subsidiaries (the Group), for the half-year ended 30 June 2015, in the form of ASX Appendix 4D.

The information set out in this Report is to be read in conjunction with that appearing in the attached Half-Year Results Announcement and in the Notes to the Condensed Consolidated Interim Financial Report which accompanies this Report.

1. Directors

The name of each person who has been a Director of the Company at any time during or since the end of the half-year is:

Tan Thiam Hee	
Heather Jane Chong	Resigned on 28 April 2015
Glenda Mary Sorrell	
Lim Pang Hern	
See Mei Li	
David Richard Laxton	
Vi Chi Hong	Appointed on 29 April 2015
Wang Jinhui	Appointed on 29 April 2015

2. Review and Results of Operations

A review of the operations of the Group during the half-year ended 30 June 2015 and the results of those operations is contained in the attached Half-Year Results Announcement.

3. Auditor's Independence Declaration

A copy of the independence declaration received from the Company's auditor, Deloitte Touche Tohmatsu, in accordance with section 307C of the Corporations Act 2001, in respect of the review undertaken in relation to the Consolidated Interim Financial Report for the half year ended 30 June 2015 is included on page 3.

4. Rounding Off

The Company is of a kind referred to in ASIC class Order 98/100, issued by the Australian Securities and Investment Commission, and in accordance with that Class Order, amounts in the Consolidated Interim Financial Report have been rounded off to the nearest thousand dollars, unless otherwise stated.

This report is signed in accordance with a resolution of directors made pursuant to s.306(3) of the Corporations Act 2001.

On behalf of the Directors

TAN THIAM HEE
Director

LIM PANG HERN
Director

Deloitte.

Deloitte Touche Tohmatsu
ABN 74 490 121 060

Level 8
22 Elizabeth Street
Hobart TAS 7000
GPO Box 777
Hobart TAS 7001 Australia

Tel: +61 3 6237 7000
Fax: +61 3 6237 7001
www.deloitte.com.au

The Board of Directors
GPS Alliance Holdings Limited
Level 2, 174 Collins Street
Hobart Tasmania 7000 Australia

26 August 2015

Dear Board Members

GPS Alliance Holdings Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of GPS Alliance Holdings Limited.

As lead audit partner for the review of the financial statements of GPS Alliance Holdings Limited for the half- year ended 30 June 2015, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and

(ii) any applicable code of professional conduct in relation to the review.

Yours sincerely

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Carl Harris
Partner
Chartered Accountants

Deloitte.

Deloitte Touche Tohmatsu
ABN 74 490 121 060

Level 8
22 Elizabeth Street
Hobart TAS 7000
GPO Box 777
Hobart TAS 7001 Australia

Tel: +61 3 6237 7000
Fax: +61 3 6237 7001
www.deloitte.com.au

Independent Auditor's Review Report to the Members of GPS Alliance Holdings Limited

We have reviewed the accompanying half-year financial report of GPS Alliance Holdings Limited, which comprises the condensed consolidated statement of financial position as at 30 June 2015, and the condensed consolidated statement of comprehensive income, the condensed consolidated statement of cash flows and the condensed consolidated statement of changes in equity for the half-year ended on that date, selected explanatory notes and, the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the end of the half-year or from time to time during the half-year as set out on pages 6 to 27.

Directors' Responsibility for the Half-Year Financial Report

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of GPS Alliance Holdings Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Deloitte.

Auditor's Independence Declaration

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of GPS Alliance Holdings Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of GPS Alliance Holdings Limited is not in accordance with the *Corporations Act 2001*, including:

(a) giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Emphasis of matter

Without modifying our conclusion, we draw attention to Note 2 in the financial report, which indicates that the consolidated entity had net cash outflows from operations of S$0.042 million during the half-year ended 30 June 2015 and, as of that date the consolidated entity's current liabilities exceeded its current assets by S$4.0 million and there were accumulated losses of S$2.8 million. These conditions, along with other matters as set forth in Note 2, indicate the existence of a material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore, the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business.

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Carl Harris
Partner
Chartered Accountants
Hobart, 26 August 2015

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
June 30, 2015

	Note	June 30, 2015 S$'000	Dec 31, 2014 S$'000
ASSETS			
Current assets			
Cash & cash equivalents		2,683	2,856
Trade receivables		6,247	7,708
Other receivables		732	3,068
Inventories		256	261
Contract work-in-progress		1,842	1,812
		11,760	15,705
Assets classified as held for sale		612	-
Total current assets		12,372	15,705
Non-current assets			
Intangible assets		8	7
Property, plant and equipment		3,638	4,341
Investment in associate		9,205	150
Deferred tax assets		174	174
Total non-current assets		13,025	4,672
Total assets		25,397	20,377

See accompanying notes to the condensed consolidated financial statements.

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONT'D)
June 30, 2015

	Note	June 30, 2015 S$'000	Dec 31, 2014 S$'000
LIABILITIES AND EQUITY			
Current liabilities			
Bank loan and bills payable	6	7,967	10,046
Trade payables		6,145	7,368
Other payables and accruals		2,214	2,983
Current portion of finance leases		27	48
		16,353	20,445
Liabilities directly associated with assets classified as held for sale		86	-
Total current liabilities		16,439	20,445
Non-current liabilities			
Borrowings		72	142
Provisions for other liabilities and charges		240	306
Finance leases		6	13
Total non-current liabilities		318	461
Total liabilities		16,757	20,906
Equity			
Share capital	7	10,354	8,229
Capital reserve		1,943	1,943
Accumulated losses		(2,771)	(10,300)
Translation reserve		(394)	(180)
Equity attributable to owners of the Company		9,132	(308)
Non-controlling interests		(492)	(221)
Total equity / (deficiency)		8,640	(529)
Total liabilities and equity		25,397	20,377

See accompanying notes to the condensed consolidated financial statements.

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the six months ended June 30, 2015

	Note	June 30, 2015 S$'000	June 30, 2014 S$'000
Continuing operations			
Revenue		2,285	2,632
Cost of sales		(2,179)	(2,583)
Gross profit		106	49
Other income		144	144
Administrative expenses		(1,241)	(2,008)
Finance costs	8	(193)	(175)
Acquisition expenses		-	(489)
Share of profit from associate		9,055	-
Profit / (Loss) before income tax		7,871	(2,479)
Income tax expense	9	-	(32)
Profit/(loss) from continuing operations		7,871	(2,511)
Discontinued operations			
Loss from discontinued operations	12	(613)	(614)
Profit / (Loss) for the period		7,258	(3,125)
Profit / (Loss) for the period		7,258	(3,125)
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss:			
Exchange difference on translation of foreign operations, net of tax		(214)	113
Total comprehensive income / (loss) for the period		7,044	(3,012)

See accompanying notes to the condensed consolidated financial statements.

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (CONT'D)
For the six months ended June 30, 2015

	Note	June 30, 2015 S$'000	June 30, 2014 S$'000
Profit / (Loss) for the period attributable to:			
Owners of the Company		7,529	(2,767)
Non-controlling interests		(271)	(358)
		7,258	(3,125)
Total comprehensive loss for the period attributable to:			
Owners of the Company		7,315	(2,654)
Non-controlling interests		(271)	(358)
		7,044	(3,012)
Earnings / (Losses) per share (Singapore cents):	10		
- Basic		9.29	(4.81)
- Diluted		9.29	(4.81)

See accompanying notes to the condensed consolidated financial statements.

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the six months ended June 30, 2015

	Share capital S$'000	Capital reserve S$'000	Translation reserve S$'000	Accumulated losses S$'000	Attributable to owners of the Company S$'000	Non-controlling interests S$'000	Total S$'000
Balance at January, 1 2014	6,353	1,943	(109)	(5,892)	2,295	(43)	2,252
Total comprehensive income for the 1H2014	-	-	113	(2,767)	(2,654)	(358)	(3,012)
Balance at June 30, 2014	6,353	1,943	4	(8,659)	(359)	(401)	(760)
Issue of share capital	1,876	-	-	-	1,876	-	1,876
Total comprehensive income for the 2H2014	-	-	(184)	(1,641)	(1,825)	180	(1,645)
Balance at December 31, 2014	8,229	1,943	(180)	(10,300)	(308)	(221)	(529)
Issue of share capital	2,125	-	-	-	2,125	-	2,125
Total comprehensive income for the 1H2015	-	-	(214)	7,529	7,315	(271)	7,044
Balance at June 30, 2015	10,354	1,943	(394)	(2,771)	9,132	(492)	8,640

See accompanying notes to the condensed consolidated financial statements.

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
For the six months ended June 30, 2015

	June 30, 2015 S$'000	June 30, 2014 S$'000
Operating activities		
Profit / (Loss) after income tax	7,258	(2,916)
Adjustments for:		
Depreciation expense	323	309
Fixed assets written off	-	113
Interest expense	201	154
Interest income	(45)	(57)
Impairment loss of Plant & Equipment	(37)	81
Unrealised exchange gain	(170)	-
Share of profit of associate	(9,055)	-
Operating cash outflows before movements in working capital	(1,525)	(2,316)
Contract work-in-progress (net)	(30)	(227)
Trade receivables	1,461	1,391
Other receivables	2,187	342
Inventories	5	(47)
Trade payables	(1,224)	(860)
Other payables	(749)	31
Cash generated from / (used in) operations	125	(1,686)
Interest received	36	7
Interest paid	(203)	(154)
Income tax received	-	15
Net cash used in operating activities	(42)	(1,818)

See accompanying notes to the condensed consolidated financial statements.

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
For the six months ended June 30, 2015

	June 30, 2015 S$'000	June 30, 2014 S$'000
Investing activities		
Purchase of property, plant and equipment	(74)	(3,577)
Proceeds from disposals of property, plant and equipment	22	-
Net cash used in investing activities	(52)	(3,577)
Financing activities		
Proceeds from issuance of shares	2,125	-
Proceeds from bills payable	-	619
Repayment of bills payable	-	(694)
Proceeds from borrowings	-	2,640
Repayment of borrowings	(1,948)	(194)
Proceeds from finance lease liabilities	-	438
Repayment of finance lease liabilities	(28)	(72)
Net cash from financing activities	149	2,737
Net increase / (decrease) in cash and cash equivalents	55	(2,658)
Net effect of exchange rate changes in consolidating subsidiaries	(29)	23
Cash and cash equivalents at January 1	2,158	3,083
Cash and cash equivalents at June 30	2,184	448
Note:		
Cash and cash equivalents	2,683	1,244
Bank overdraft	(499)	(796)
	2,184	448

See accompanying notes to the condensed consolidated financial statements.

1 GENERAL

The Company (Registration No. ACN 163013947) was incorporated in Australia on 25 March 2013 with its registered office at Level 2, 174 Collins Street, Hobart Tasmania 7000 Australia. The Company is listed on the Australian Securities Exchange. 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 June 30, 2015	Effective equity interest held Dec 31, 2014
		%	%
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 Alliance Development & Investment Pte Ltd	Provision of real estate consultancy and investment (Singapore)	100	100
GPS Alliance (Shanghai) Co., Ltd.	Provision of real estate consultancy and management (China)	100	100
Global Alliance International Academy Pte Ltd (previously known as GPS Alliance International Pte Ltd)	Dormant (Singapore)	100	100
Urban Point Sdn Bhd	Dormant (Malaysia)	100	100
Myanmar GPS Alliance Co Ltd	Dormant (Myanmar)	100	100

1 GENERAL (CONT'D)

Name of subsidiaries	Principal activity (Country of incorporation/operation)	Effective equity interest held	
		June 30, 2015	Dec 31, 2014
		%	%
GPS Alliance Home Solutions Pte Ltd	Investment holding (Singapore)	60	60
Homz Lifestyle Pte Ltd (previously known as Muse Living Pte Ltd)	Wholesale of furniture, home furnishings and other household equipment (Singapore)	60	60
Probuild Pte Ltd	Trading of building materials, interior design and fit-out work (Singapore)	60	60
Ecobuild Products Pte Ltd	Trading of building materials, interior design and fit-out work (Singapore)	60	60
Novel Praxis Pte Ltd	Trading of building materials, interior design and fit-out work (Singapore)	60	60
Probuild Sdn Bhd	Trading of building materials, interior design and fit-out work (Malaysia)	60	60

2 GOING CONCERN

The financial report has been prepared on the 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 period ended 30 June 2015, the consolidated entity had accumulated losses of S$2.8 million (1H2014: S$8.7 million), net cash used in operating activities of S$0.04 million (1H2014: S$1.8 million) and a working capital deficiency of S$4.0 million (1H2014: S$5.5 million).

The first bank loan of S$6.95 million with a maturity date of 30 September 2015 is secured against the Investment in Watercolours Executive Condominium project. During June 2015, the consolidated entity made partial repayment of S$1.67 million of this loan and is currently negotiating with the bank to extend the maturity date to match the expected dividend income from the project.

The second bank loan of S$2.6 million was taken up to finance the acquisition of a JTC leasehold property with a purchase price of S$3.3 million and had been paid down to S$2.0 million as at reporting date.

On 7 May 2015, the consolidated entity secured a placement issue of 11,212,500 new ordinary shares for AUD2,018,250 (S$2,125,217). This is reflected in the financing cash flows within this financial report.

The working capital deficiency arises primarily due to the ability of the banks to recall the loans at their absolute discretion.

The ability of the consolidated entity to continue as a going concern is dependent upon the continued support of the current bankers and the successful timely completion of the following events / plans that have been put in place by Management:

- The Watercolours Executive Condominium project had achieved Notice of Vacant Possession (NVP) status in May 2015, and is currently pending approval for Certificate of Statutory Completion (CSC) in second half of 2015 and the expected expiry of the defect liability period in the first half of 2016. The consolidated entity's investment in the joint venture is valued at S$9.2 million at 30 June 2015. This value includes the share of the equity accounted profit from the associate for the period of S$9.1 million. The consolidated entity expects to receive future cash payments from the venture of S$7.5 million by way of dividends. The dividends are expected to be received progressively between the second half of 2015 and the second half of 2016. The receipt of the dividends will provide an injection of funds to cover operations and for the repayment of bank loans;

- The consolidated entity is in discussions with existing bankers to extend repayment terms for the first bank loan and to secure additional facilities;

- The consolidated entity is working to improve the profitability and cash flows of the business;

- The completion of Shareholders Agreement to acquire 51% of a mixed development in Kempas, Johor Bahru, Malaysia (by the consolidated entity's property development division) as announced on 12 June 2015;

2 GOING CONCERN (CONT'D)

- The completion of Sale and Purchase Agreement (SPA) to spin off part of its real estate agency business in Singapore, by the consolidated entity's real estate agency division as announced on 21 July 2015;

- The order book for the consolidated entity's interior design and fit-out work division was S$1.2 million as at 30 June 2015; and

- The consolidated entity will continue to seek suitable merger and acquisition opportunities and/or strategic alliances to strengthen existing business as well as share placements to improve its cash position.

At the date of this report and having considered the above factors, the directors are confident that the consolidated entity will be able to continue as a going concern.

However, if the consolidated entity is unable to obtain the additional and continuing financial support of its financier and successfully complete the plans referred to above, significant uncertainty would exist as to the ability of the consolidated entity to continue as a going concern and, therefore, whether it will be able to realise its assets and discharge its liabilities in its 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.

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 Statement of compliance

The half-year financial report is a general purpose financial report prepared in accordance with the *Corporations Act 2001* and AASB 134 'Interim Financial Reporting'. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'. The half-year report does not include notes of the type normally included in an annual financial report and shall be read in conjunction with the most recent annual financial report.

3.2 Basis of preparation

The condensed 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. All amounts are presented in Singapore dollars, unless otherwise noted.

The company is a company of the 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 half-year financial report are rounded off to the nearest thousand dollars, unless otherwise indicated.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

The accounting policies and methods of computation adopted in the preparation of the half-year financial report are consistent with those adopted and disclosed in the company's 2014 annual financial report for the financial year ended 31 December 2014.

4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, 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.

4.1 Critical judgements in applying the Group's accounting policies

Management is of the opinion that there are no instances of application of judgements expected to have a significant effect on the amounts recognised in the financial information.

4.2 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.

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

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. There is no allowance of doubtful debts recognised at the end of the reporting period (June 30, 2014: Nil).

c) Allowance for inventories

Inventory is valued at the lower of the actual cost or net realisable value. Net realisable value is generally the merchandise's selling price, less costs to sell. The Group reviews its inventory levels in order to identify slow-moving and obsolete items which have a market price that is lower than its carrying amount. Allowances for impairment of inventories are recognised in profit or loss. There is no allowance for impairment of inventories at the end of the reporting period (June 30, 2014: Nil).

d) Useful lives and residual value of plant and equipment

The Group reassesses the estimated useful lives and residual values 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.

5 RELATED PARTY TRANSACTIONS

Some of the Group's transactions and arrangements are with related parties and the effect of these on the basis determined between the parties is reflected in these financial statements. The balances are unsecured, interest free, repayable on demand and expected to be settled in cash unless stated otherwise.

During the period, the Group entered into the following transactions with related parties within the group:

	June 30, 2015	June 30, 2014
	S$'000	S$'000
Professional fee expenses	8	9
Entertainment expenses	-	1
Rental expenses (Global Property Strategic Alliance Pte Ltd)	329	395
Other income	(41)	(33)
Purchases	7	99
Property, plant & equipment (Probuild Pte Ltd)	-	3,393
Revenue (Probuild Pte Ltd)	(510)	(1,341)
	(207)	2,523

Compensation of directors and key management personnel

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

	June 30, 2015	June 30, 2014
	S$'000	S$'000
Short-term benefits	284	872
Post-employment benefits	17	26
Total	301	898

The remuneration of directors and key management is determined by the remuneration committee having regard to the performance of individuals and market trends, in accordance with disclosures made in our replacement prospectus dated 24 May 2013.

6 BANK LOANS AND BILLS PAYABLE

	Group	
	June 30, 2015	December 31, 2014
	S$'000	S$'000
Bank overdraft	499	698
Hitachi loan (current)	138	135
First bank loan	5,286	6,958
Second bank loan	2,044	2,255
	7,967	10,046

The first bank loan totalling S$6.95 million at 31 December 2014 had a maturity date of 31 August 2015. During the 1H2015 principal amounting to S$1.67 million was repaid. The balance of the loan of S$5.28 million bears interest at the Singapore Interbank Offered Rate (SIBOR) + 4% per annum. The loan is secured by way of a legal charge over a subsidiary's shares in an investee company with a carrying amount of S$9.2 million (2014: S$150,000) and a corporate guarantee from the Company. The loan maturity has now been extended to 30 September 2015. The bank is able to recall the funds at their absolute discretion.

The second bank loan is repayable over 72 monthly instalments from February 2014 to January 2020. During the 1H2015, principal amounting to S$209,000 (2014: S$242,000) was repaid. The loan bears interest at the 3-month SIBOR + 3% per annum. The loan is secured by way of legal charge over a subsidiary's leasehold property, corporate guarantee from the Company and one of its subsidiaries, and personal guarantees from certain directors of a subsidiary. During the period, the consolidated entity was in breach of its loan to value ratio covenant. This has been rectified as at 30 June 2015 however the loan is classified as current given the bank's ability to recall the funds at their absolute discretion.

The bank loans are denominated in the functional currencies of the respective entities and translated to SGD for reporting purpose.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
June 30, 2015

7 SHARE CAPITAL

	June 30, 2015		December 31, 2014	
	Number of Ordinary shares ‘000	S$’000	Number of Ordinary shares ‘000	S$’000
Issued and paid up:				
At beginning of period	74,750	8,229	65,000	6,353
Issued during the period:				
Share placement	11,213	2,125	9,750	1,876
Share issue expenses	-	-	-	-
At end of the period	85,963	10,354	74,750	8,229

On 7 May 2015, the Company issued 11,212,500 ordinary shares to raise S$2,125,217.

8 FINANCE COSTS

	June 30, 2015	June 30, 2014
	S$’000	S$’000
HP interest expense	1	2
Bank overdraft interest	10	10
Loan interest expenses	181	162
Bank charges	1	1
Total finance cost	193	175

9 INCOME TAX

	June 30, 2015 S$'000	June 30, 2014 S$'000
Current year tax provision	-	32
Overprovision of current tax in prior years	-	(1)
Overprovision of deferred tax in prior years	-	-
Reversal of tax deferred losses	-	174
Withholding tax	-	4
Income tax (benefit) / expense	-	209

10 EARNINGS PER SHARE

	June 30, 2015	June 30, 2014
Profit/(loss) for the period attributable to owners of the Company (in S$'000)	7,258	(3,125)
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share (in '000)	78,095	65,000
Earnings per share (Singapore cents):		
- Basic	9.29	(4.81)
- Diluted	9.29	(4.81)

11 OPERATING SEGMENT INFORMATION

Products and services from which reportable segments derive their revenues

Information reported to the Group's chief operating decision maker for the purposes of resource allocation and assessment of segment performance is more specifically focused on the functionality of services provided. The Group's reportable segments are as follows:

- Real Estate Agency
- Property Development
- Kitchen and wardrobe cabinet supply and interior design and fit-out work ("ID & fit-out work")

Information regarding the Group's reportable segments is presented below:

Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segment:

	Revenue		Results	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
	S$'000	S$'000	S$'000	S$'000
Property Development	125	240	8,860	(149)
ID & fit-out work	2,670	2,392	(679)	(894)
	2,795	2,632	8,181	(1,043)
Elimination	(510)	-	312	291
	2,285	2,632	8,493	(752)
Unallocated corporate income			12	11
Administrative expenses			(634)	(1,249)
Acquisition expenses			-	(489)
Profit / (Loss) before income tax			7,871	(2,479)
Income tax			-	(32)
Profit / (Loss) for the period			7,871	(2,511)

The accounting policies of the reportable segments are the same as the Group's accounting policies. Segment profit represents the profit earned by each segment without allocation of share of loss of associate, the gain on deemed disposal of previously held interest in associate, dividend income, interest income, finance costs and income tax. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

11 OPERATING SEGMENT INFORMATION (CONT'D)

Segment assets

	June 30, 2015 S$'000	December 31, 2014 S$'000
Real Estate Agency	7,304	10,251
Property Development	13,643	6,190
ID & fit-out work	16,888	16,234
	37,835	32,675
Elimination	(14,459)	(14,377)
Total segment assets	23,376	18,298
Unallocated corporate assets	1,409	2,079
	24,785	20,377
Assets classified as held for sale	612	-
Total assets	25,397	20,377

For the purposes of monitoring segment performance and allocating resources between segments, the chief operating decision maker monitors the tangible and financial assets attributable to each segment.

All assets are allocated to reportable segments other than deferred income tax asset and the assets of investment holding companies which are included under unallocated corporate assets representing cash and bank balances, deposits, prepayments and plant and equipment.

Other segment information

	Depreciation		Impairment		Addition to PPE		Disposal of PPE	
	June 30, 2015 S$'000	June 30, 2014 S$'000	June 30, 2015 S$'000	Dec 31, 2014 S$'000	June 30, 2015 S$'000	Dec 31, 2014 S$'000	June 30, 2015 S$'000	Dec 31, 2014 S$'000
Real Estate Agency	113	119	263	300	-	189	(28)	(1)
ID & fit-out work	206	184	-	-	2	3,811	(20)	(152)
Others	4	4	-	-	72	3	-	(4)
Total	323	308	263	300	74	4,003	(48)	(157)

Geographical information

The Group mainly operates in Singapore, its country of domicile and thus no breakdown is required.

12 DISCONTINUED OPERATIONS / HELD FOR SALE

On 20th July 2015, one of the Company's subsidiaries, Global Property Strategic Alliance Pte Ltd ('GPSA') together with MORE Property Pte Ltd ('MORE'), a company incorporated in Singapore, together as vendors, has entered into a conditional sale and purchase agreement ('SPA') with Asia-Pacific Strategic Investments Limited ('APSI'), a company incorporated in Singapore and listed on the Singapore Exchange Securities Trading Limited for the sale of the entire issued capital of Global Alliance Property Pte Ltd ('GA'), a newly incorporated company by GPSA and MORE.

The total consideration payable by APSI on completion is S$2,750,000 made up of S$1,250,000 in cash and S$1,500,000 in ordinary shares in the capital of APSI. GPSA's proportion of the consideration is S$910,000 in cash and the allotment of ordinary shares in the issued capital of APSI to the value of S$1,040,000 (the issue price per consideration share shall be 90% of the volume weighted average price of the shares for the five-day period preceding the date on which the conditions precedent are met). The consideration and shares received by GPSA would remain on escrow for a period of 12 months from completion of the SPA.

In compliance with the provision of *AASB5 Non-Current Assets Held for Sale and Discontinued Operations*, the selected assets and liabilities of GPSA that will be transferred to GA have been classified as "held for sale" on the consolidated balance sheet, and the entire results of GPSA have been presented separately in the statement of comprehensive income as "Discontinued Operations" for the half year ended 30 June 2015.

The combined results of the discontinued operations included in profit for the year are set out below. The comparative profit and cash flows from discontinued operations have been re-presented to include those operations classified as discontinued in the current year.

Profit/(loss) for the period from discontinued operations

	June 30, 2015	June 30, 2014
	S$'000	S$'000
Revenue	6,195	8,901
Cost of sales	(5,541)	(8,289)
Gross profit	654	612
Other income	294	571
Expenses	(1,561)	(1,620)
Profit before tax	(613)	(437)
Attributable income tax expense	-	(177)
Profit for the period from discontinued operations	(613)	(614)

12 DISCONTINUED OPERATIONS / HELD FOR SALE (CONT'D)

	June 30, 2015	June 30, 2014
	S$'000	S$'000
Cash flow from discontinued operations		
Net cash inflows/(outflows) from operating activities	776	(866)
Net cash outflows from investing activities	(28)	(342)
Net cash outflows from financing activities	(67)	-
Net cash inflows/(outflows)	681	(1,208)

Certain assets and liabilities of the real-estate agency division has been classified and accounted for at 30 June 2015 as held for sale.

Assets classified as held for sale

	June 30, 2015	June 30, 2014
	S$'000	S$'000
Property, plant & equipment held for sale	454	-
Sundry deposits	158	-
	612	-
Liabilities associated with assets held for sale	86	-
Amounts recognised directly in equity associated with assets held for sale	-	-

13 EVENTS AFTER THE REPORTING PERIOD

On 21 July 2015, the consolidated entity announced that it had entered into a Sale and Purchase Agreement (SPA) to sell part of its real estate agency business in Singapore, as disclosed in Note 12. On 20 August 2015, the consolidated entity entered into a Supplemental Deed amending the SPA to clarify the restrictive covenants.

Other than the above, there has not been any matter or circumstance occurring subsequent to the end of the half year that has significantly affected, or may significantly affect, the consolidated entity.

GPS ALLIANCE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

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; and

(b) 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.

Signed in accordance with a resolution of the directors made pursuant to s.303(5) of the *Corporations Act 2001*.

ON BEHALF OF THE DIRECTORS

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Tan Thiam Hee

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Lim Pang Hern

Singapore, 26 August 2015