

#### KINGSMEN CREATIVES LTD.

(Company Registration Number: 200210790Z)

## UNAUDITED FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

# PART 1 – INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

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

		Gro		
		Year E	nded	
	Note	31 Dec 18	31 Dec 17	Change
		S\$'000	S\$'000	%
Revenue		360,928	307,254	17.5%
Cost of sales		(278,891)	(230,056)	21.2%
Gross profit		82,037	77,198	6.3%
Other items of income		•	•	
Interest income		437	409	6.8%
Other income	(a)	3,873	3,989	-2.9%
Other items of expense	( )	2,010	2,222	
Depreciation of property, plant and equipment		(2,356)	(2,001)	17.7%
Employee benefits expense		(57,682)	(55,025)	4.8%
Other expenses		(14,418)	(14,218)	1.4%
Interest expense		(801)	(534)	50.0%
Share of result of joint venture		(16)	(00-1)	n/m
Share of results of associates		26	350	-92.6%
Profit before tax	(b)	11,100	10,168	9.2%
Income tax expense	(c)	(3,742)	(996)	275.7%
Profit net of tax	(0)	7,358	9,172	-19.8%
Other comprehensive income/(loss):		-		
Items that may be reclassified subsequently to profit or	loss:			
Change in fair value of other investment	1033.	_	9	n/m
Exchange differences on translating foreign operations,	net of tax	(1,326)	(1,197)	10.8%
Exchange unfortings on translating foreign operations,	not or tax	(1,326)	(1,188)	11.6%
Items that will not be reclassified to profit or loss:		(:,e=e)	(1,100)	
Change in fair value of other investment		(1,826)	-	n/m
Defined benefit plan actuarial gain/(loss), net of tax		34	(14)	n/m
		(1,792)	(14)	n/m
Other comprehensive loss for the year, net of tax		(3,118)	(1,202)	159.4%
Total comprehensive income		4,240	7,970	-46.8%
Profit/(loss) net of tax attributable to:				
Equity holders of the Company		8,154	9,741	-16.3%
Non-controlling interests		(796)	(569)	39.9%
Profit net of tax		7,358	9,172	-19.8%
			<u> </u>	
Total comprehensive income/(loss) attributable to:				
Equity holders of the Company		5,013	8,496	-41.0%
Non-controlling interests		(773)	(526)	47.0%
Total comprehensive income		4,240	7,970	-46.8%

Note:

n/m = not meaningful

1(a) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year. (Cont'd)

#### **Explanatory notes to consolidated income statement**

(a) Other income comprises :-

	Gro	up		
	Year Ended			
	31 Dec 18	31 Dec 17		
	S\$'000	S\$'000		
Corporate fee income	526	509		
Dividend income from other investment	47	80		
Net foreign exchange gain	1,037	-		
Net gain on disposal of property, plant and equipment	-	1		
Rental income	1,566	1,683		
Service income	190	1,224		
Write-back of impairment loss on doubtful trade receivables	230	43		
Miscellaneous income	277	449		
	3,873	3,989		

(b) The following items have been included in arriving at profit before tax:-

	Group			
	Year Ended			
	31 Dec 18	31 Dec 17		
	S\$'000	S\$'000		
Amortisation of intangible assets	195	91		
Amortisation of land use right	243	243		
Bad trade debts written off	769	437		
Impairment loss on doubtful trade receivables	740	21		
Impairment loss on other investment	-	14		
Net foreign exchange loss	-	1,641		
Net loss on disposal of property, plant and equipment	20	-		
Operating lease expenses	3,780	3,843		
Property, plant and equipment written off	38	1		

<sup>(</sup>c) Included in income tax expense for the current year ended 31 December 2018 is an under-provision of income tax of S\$71,000 (2017: over-provision of S\$1,191,000) relating to prior years.

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

		Group			Company		
	Note	As at 31 Dec 18 \$\$'000	As at 31 Dec 17 S\$'000 (Restated)	As at 1 Jan 17 * S\$'000 (Restated)	As at 31 Dec 18 S\$'000	As at 31 Dec 17 S\$'000	
ASSETS							
Non-current assets							
Land use right		6,495	6,738	6,981	6,495	6,738	
Property, plant and equipment		48,580	33,536	24,610	25,781	12,553	
Intangible assets		8,539	8,637	7,794	-	-	
Investments in subsidiaries		· -	-	· -	30,819	27,715	
Investment in joint venture		232	-	-	-	-	
Investments in associates		6,162	6,333	5,954	3,430	3,430	
Other investments		2,529	4,313	4,304	2,529	4,313	
Trade and other receivables		134	139	759	-	-	
Deferred tax assets		722	541	426		61	
		73,393	60,237	50,828	69,054	54,810	
Current assets							
Other investments		-	-	1,014	-	-	
Inventories		4,169	1,583	1,607	-	-	
Contract assets	(d)	25,924	15,454	23,595	-	-	
Trade and other receivables	(e)	108,748	94,407	104,730	6,302	5,841	
Other assets		1,962	1,075	1,102	102	94	
Cash and cash equivalents	(f)	79,757	73,609	76,155	10,563	3,373	
		220,560	186,128	208,203	16,967	9,308	
Total assets		293,953	246,365	259,031	86,021	64,118	
EQUITY AND LIABILITIES							
Equity attributable to equity holders							
of the Company							
Share capital		27,984	27,710	27,130	27,984	27,710	
Retained earnings		98,631	95,682	91,075	34,892	31,993	
Other reserves		(5,393)	(2,468)	(1,379)	(263)	1,563	
		121,222	120,924	116,826	62,613	61,266	
Non-controlling interests		177	1,126	1,844			
Total equity		121,399	122,050	118,670	62,613	61,266	
Non-current liabilities							
Trade and other payables		1,147	1,195	1,245	-	-	
Other financial liabilities		22,510	5,468	6,807	18,425	-	
Deferred tax liabilities		377	396	374	56	-	
		24,034	7,059	8,426	18,481	-	
Current liabilities							
Contract liabilities	(g)	10,305	7,330	10,521	-	-	
Trade and other payables	(h)	119,642	96,816	110,660	3,687	2,852	
Other financial liabilities		13,165	8,465	4,249	1,240	-	
Other liabilities		1,670	2,489	2,607	-	-	
Income tax payable		3,738	2,156	3,898	-	-	
		148,520	117,256	131,935	4,927	2,852	
Total liabilities		172,554	124,315	140,361	23,408	2,852	
Total equity and liabilities		293,953	246,365	259,031	86,021	64,118	

<sup>\*</sup> The Group has adopted a new financial reporting framework, Singapore Financial Reporting Standards (International) ("SFRS(I)") on 1 January 2018 and applied SFRS(I) 1 First-time Adoption of SFRS(I) with 1 January 2017 as the date of transition, which requires the first SFRS(I) financial statements to comprise of an opening SFRS(I) statement of financial position at the date of transition to SFRS(I).

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

### Explanatory notes to statements of financial position

#### (d) Contract assets

Contract assets comprise of the contract costs incurred and the profits/losses recognised less the progress billings on our interior fit-out projects and various thematic works across Asia Pacific and the Middle East.

#### (e) Trade and other receivables

		Group			pany	
Trade receivables	<b>As at 31 Dec 18</b> S\$'000	<b>As at 31 Dec 17</b> S\$'000	<b>As at 1 Jan 17</b> S\$'000	<b>As at 31 Dec 18</b> S\$'000	<b>As at 31 Dec 17</b> S\$'000	
Trade receivables	96,078	85,192	95,816	1,300	1,346	
Other receivables	12,670	9,215	8,914	5,002	4,495	
Total	108,748	94,407	104,730	6,302	5,841	

#### (f) Cash and cash equivalents

		Group			Company		
	As at 31 Dec 18 S\$'000	As at 31 Dec 17 S\$'000	<b>As at 1 Jan 17</b> S\$'000	As at 31 Dec 18 \$\(^1000\)	As at 31 Dec 17 S\$'000		
Cash at banks and in hand	59,170	60,048	60,027	2,973	2,288		
Short-term deposits	20,587	13,561	16,128	7,590	1,085		
Total	79,757	73,609	76,155	10,563	3,373		

#### (g) Contract liabilities

Contract liabilities comprise of the progress billings less the contract costs incurred and the profits/losses recognised on our interior fit-out projects and various thematic works across Asia Pacific and the Middle East.

#### (h) Trade and other payables

		Group			Company		
	As at 31 Dec 18 \$\$'000	<b>As at 31 Dec 17</b> S\$'000	<b>As at 1 Jan 17</b> S\$'000	As at 31 Dec 18 \$\$'000	As at 31 Dec 17 \$\$'000		
Trade payables	96,228	77,759	89,787	-	-		
Other payables	23,414	19,057	20,873	3,687	2,852		
Total	119,642	96,816	110,660	3,687	2,852		

1(b)(ii) In relation to the aggregate amount of the group's borrowings and debt securities, specify the following as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year.

	Gro	Group			
	As at 31 Dec 18 S\$'000	As at 31 Dec 17 S\$'000			
Secured					
- repayable within one year or on demand	13,165	8,465			
- repayable after one year	22,510	5,468			
	35,675	13,933			
Unsecured					
- repayable within one year or on demand	-	-			
- repayable after one year		-			
		-			

### **Details of any collaterals**

Bank loans and trust receipts are secured by way of legal charges on the Group's four properties in Singapore and Malaysia, corporate guarantees of the Company and a subsidiary in Malaysia, personal guarantees given by certain directors of the subsidiaries in Malaysia and short-term deposits pledged to the banks.

Finance lease obligation is secured by the right to the motor vehicle.

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

	Grou	ıp
	Year En	nded
Note	31 Dec 18	31 Dec 17
	S\$'000	S\$'000
Cash flows from operating activities		
Profit before tax	11,100	10,168
Adjustments for:	11,100	10,100
Amortisation of intangible assets	195	91
Amortisation of land use right	243	243
Bad trade debts written off	769	437
Depreciation of property, plant and equipment	3,233	3,135
Dividend income from other investment	(47)	(80)
Impairment loss on other investment	(47)	14
Net impairment loss/(write-back of impairment loss) on doubtful trade receivables	510	(22)
Net loss/(gain) on disposal of property, plant and equipment	20	(1)
Performance share scheme expense	348	120
Property, plant and equipment written off	38	120
Interest income	(437)	(409)
	801	, ,
Interest expense	16	534
Share of results of joint venture		(250)
Share of results of associates	(26)	(350)
Currency realignment	(680)	1,023
Operating cash flows before changes in working capital	16,083	14,904
(Increase)/decrease in:	(0.500)	2.4
Inventories	(2,586)	24
Contract assets	(10,470)	8,141
Trade and other receivables	(15,615)	10,528
Other assets	(886)	(16)
Increase/(decrease) in:		
Contract liabilities	2,975	(3,191)
Trade and other payables	22,824	(14,050)
Other liabilities	(893)	342
Net cash flows from operations	11,432	16,682
Interest received	437	409
Interest paid	(801)	(534)
Income tax paid	(2,194)	(2,791)
Net cash flows from operating activities	8,874	13,766
Cash flows from investing activities		
Purchase of property, plant and equipment	(18,459)	(12,077)
Proceeds from disposal of property, plant and equipment	81	138
Proceed from maturity of other investment	-	1,000
Acquisition of intangible asset	-	(1,337)
Investment in joint venture	(246)	-
Dividend income from other investment	5	80
Dividend income from an associate	60	150
Net cash flows used in investing activities	(18,559)	(12,046)
not such home used in investing usurning	(10,000)	(12,010)
Cash flows from financing activities	,,	,
Dividends paid on ordinary shares	(4,989)	(4,978)
Dividends paid to non-controlling interests of subsidiaries	(176)	(192)
Proceeds from draw down of loans and borrowings	31,301	8,899
Repayment of loans and borrowings	(9,616)	(6,209)
Repayment of finance lease obligation	(1)	(6)
Decrease/(increase) in deposits pledged for bank facilities	287	(932)
Net cash flows from/(used in) financing activities	16,806	(3,418)
Net increase/(decrease) in cash and cash equivalents	7,121	(1,698)
Effect of exchange rate changes on cash and cash equivalents	(686)	(1,780)
Cash and cash equivalents at beginning of year	71,073	74,551
Cash and cash equivalents at beginning or year  (i)	77,508	71,073
(I)	77,000	71,070

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

### **Explanatory note to consolidated cash flow statement**

(i) Cash and cash equivalents included in the consolidated cash flow statement comprise the following:-

	Gro	Group			
	As at 31 Dec 18 S\$'000	As at 31 Dec 17 S\$'000			
Cash at banks and in hand Short-term deposits	59,170 20,587 79,757	60,048 13,561 73,609			
Less: Deposits pledged for bank facilities	(2,249)	(2,536)			
Cash and cash equivalents	77,508	71,073			

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

	Attributable to equity holders of the Company					
Group	Share capital S\$'000	Retained earnings S\$'000	Other reserves S\$'000	Equity attributable to equity holders of the Company, total S\$'000	Non- controlling interests S\$'000	Equity, total S\$'000
Opening balance at 1 January 2018, as previously reported	27,710	97,507	(4,293)	120,924	1,126	122,050
Effect of adopting SFRS(I)		(1,825)	1,825			
Opening balance at 1 January 2018, as restated	27,710	95,682	(2,468)	120,924	1,126	122,050
Profit/(loss) for the year  Other comprehensive income/(loss)	-	8,154	-	8,154	(796)	7,358
Change in fair value of other investment	-	-	(1,826)	(1,826)	-	(1,826)
Foreign currency translation	-	-	(1,347)		21	(1,326)
Defined benefit plan actuarial gain	-	32	-	32	2	34
Other comprehensive income/(loss) for the year, net of tax	-	32	(3,173)	(3,141)	23	(3,118)
Total comprehensive income/(loss) for the year	-	8,186	(3,173)	5,013	(773)	4,240
Contributions by and distributions to equity holders						
Ordinary shares issued pursuant to performance share scheme	274	-	-	274	-	274
Dividends paid on ordinary shares	<u> </u>	(4,989)	-	(4,989)	-	(4,989)
Total contributions by and distributions to equity holders	274	(4,989)	-	(4,715)	-	(4,715)
Changes in ownership interests in subsidiaries						
Dividends paid to non-controlling interests of subsidiaries	-	_	-	_	(176)	(176)
Total changes in ownership interests in subsidiaries	-	-	-	-	(176)	(176)
Total transactions with equity holders in their capacity as equity holders	274	(4,989)	-	(4,715)	(176)	(4,891)
<u>Other</u>						
Appropriation to statutory reserve fund	-	(248)	248	-	-	-
Total Other	-	(248)	248	-	-	-
Closing balance at 31 December 2018	27,984	98,631	(5,393)	121,222	177	121,399

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

	Attributa	able to equity ho				
Group	Share capital S\$'000	Retained earnings S\$'000	Other reserves S\$'000	Equity attributable to equity holders of the Company, total S\$'000	Non- controlling interests S\$'000	Equity, total S\$'000
Opening balance at 1 January 2017, as previously reported	27,130	92,900	(3,204)	116,826	1,844	118,670
Effect of adopting SFRS(I)	-	(1,825)	1,825	-	-	
Opening balance at 1 January 2017, as restated	27,130	91,075	(1,379)	116,826	1,844	118,670
Profit/(loss) for the year <u>Other comprehensive income/(loss)</u>	-	9,741	-	9,741	(569)	9,172
Change in fair value of other investment	-	-	9	9	-	9
Foreign currency translation	-	-	(1,241)	(1,241)	44	(1,197)
Defined benefit plan actuarial loss	-	(13)	-	(13)	(1)	(14)
Other comprehensive (loss)/income for the year, net of tax	-	(13)	(1,232)	(1,245)	43	(1,202)
Total comprehensive income/(loss) for the year	-	9,728	(1,232)	8,496	(526)	7,970
Contributions by and distributions to equity holders						
Ordinary shares issued pursuant to performance share scheme	580	-	-	580	-	580
Dividends paid on ordinary shares	-	(4,978)		(4,978)	-	(4,978)
Total contributions by and distributions to equity holders	580	(4,978)	-	(4,398)	-	(4,398)
Changes in ownership interests in subsidiaries						
Dividends paid to non-controlling interests of subsidiaries	-	-	-	-	(192)	(192)
Total changes in ownership interests in subsidiaries	-	-	-	-	(192)	(192)
Total transactions with equity holders in their capacity as equity holders	580	(4,978)	-	(4,398)	(192)	(4,590)
Other						
Appropriation to statutory reserve fund	-	(143)	143	-	-	
Total other	-	(143)	143	-	-	
Closing balance at 31 December 2017	27,710	95,682	(2,468)	120,924	1,126	122,050

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

	Attributab	le to equity he	olders of the C	Company
Company	Share capital S\$'000	Retained earnings S\$'000	Other reserves S\$'000	Equity, total S\$'000
Opening balance at 1 January 2018	27,710	31,993	1,563	61,266
Profit for the year Other comprehensive loss	-	7,888	-	7,888
Change in fair value of other investment	-	-	(1,826)	(1,826)
Other comprehensive loss for the year, net of tax	-	-	(1,826)	(1,826)
Total comprehensive income/(loss) for the year	-	7,888	(1,826)	6,062
Contributions by and distributions to equity holders				
Ordinary shares issued pursuant to performance share scheme	274	-	-	274
Dividends paid on ordinary shares	<u> </u>	(4,989)	-	(4,989)
Total contributions by and distributions to equity holders	274	(4,989)	-	(4,715)
Total transactions with equity holders in their capacity as equity holders	274	(4,989)	-	(4,715)
Closing balance at 31 December 2018	27,984	34,892	(263)	62,613
Opening balance at 1 January 2017	27,130	27,812	1,554	56,496
Profit for the year Other comprehensive income	-	9,159	-	9,159
Change in fair value of other investment	_	_	9	9
Other comprehensive income for the year, net of tax	_		9	9
Total comprehensive income for the year	-	9,159	9	9,168
Contributions by and distributions to equity holders				
Ordinary shares issued pursuant to performance share scheme	580	-	-	580
Dividends paid on ordinary shares		(4,978)	-	(4,978)
Total contributions by and distributions to equity holders	580	(4,978)	-	(4,398)
Total transactions with equity holders in their capacity as equity holders	580	(4,978)	-	(4,398)
Closing balance at 31 December 2017	27,710	31,993	1,563	61,266

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares, excluding treasury shares and subsidiary holdings of 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. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

Ordinary shares issued and fully paid-up	Number of shares	Issued and paid-up share capital S\$'000
Balance as at 1 January 2018 Ordinary shares issued pursuant to performance share scheme	199,107,061 468,200	27,710 274
Balance as at 31 December 2018	199,575,261	27,984

There were no outstanding convertibles issued by the Company as at 31 December 2018 and 31 December 2017.

There were no treasury shares held by the Company as at 31 December 2018 and 31 December 2017. There were no subsidiary holdings as at 31 December 2018 and 31 December 2017. The percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of issued shares excluding treasury shares and subsidiary holdings of 199,575,261 and 199,107,061 as at 31 December 2018 and 31 December 2017 were Nil% and Nil% respectively.

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.

	Company		
	As at 31 Dec 18	As at 31 Dec 17	
Total number of issued shares excluding treasury shares	199,575,261	199,107,061	

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

Not applicable. The Company did not have any treasury shares during and as at the end of the current financial year ended 31 December 2018.

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

Not applicable. There were no subsidiary holdings during and as at the end of the current financial year ended 31 December 2018.

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

The figures have not been audited nor reviewed by the Company's auditors.

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

Not applicable.

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

Except as disclosed in paragraph 5 below, the accounting policies and methods of computation adopted in the financial statements for the current reporting year are consistent with those disclosed in the audited financial statements for the financial year ended 31 December 2017.

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 a new financial reporting framework, Singapore Financial Reporting Standards (International) ("SFRS(I)") as issued by the Singapore Accounting Standards Council, that is identical to the International Financial Reporting Standards on 1 January 2018. In adopting SFRS(I), the Group has elected for the optional exemption to reset its cumulative translation differences for foreign operations to zero at the date of transition at 1 January 2017. As a result, cumulative translation losses of \$1,825,000 were reclassified from foreign currency translation reserve to retained earnings as at 1 January 2017.

In addition, the Group has adopted all the applicable new and revised SFRS(I) and Interpretations to SFRS(I) ("SFRS(I) INT") that are mandatory for the accounting periods beginning on or after 1 January 2018. The adoption of these new and revised SFRS(I) and SFRS(I) INT has no significant impact on the financial statements.

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		
	Year Ended		
	31 Dec 18 31 Dec		
Net profit attributable to shareholders (S\$'000)	8,154	9,741	
Weighted average number of ordinary shares in issue	199,413,636	198,778,791	
Basic and diluted earnings per share (S\$ cents)	4.09	4.90	

The basic and diluted earnings per share are the same as there were no potentially dilutive ordinary shares in issue as at 31 December 2018 and 31 December 2017.

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

	Group		Com	pany
	As at 31 Dec 18	As at 31 Dec 17	As at 31 Dec 18	As at 31 Dec 17
Net asset value, net of non-controlling				
interests (S\$'000)	121,222	120,924	62,613	61,266
Number of ordinary shares in issue,				
excluding treasury shares	199,575,261	199,107,061	199,575,261	199,107,061
Net asset value per ordinary share (S\$ cents)	60.74	60.73	31.37	30.77

- A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-
  - (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and

#### Revenue

		Group		
	Year E	nded		
	31 Dec 18	31 Dec 17	+/-	
	S\$'000	S\$'000	S\$'000	%
Exhibitions & Thematic	160,253	136,772	23,481	17.2%
Retail & Corporate Interiors	171,983	143,173	28,810	20.1%
Research & Design	17,123	15,521	1,602	10.3%
Alternative Marketing	11,569	11,788	(219)	-1.9%
	360,928	307,254	53,674	17.5%

For the financial year ended 31 December 2018 ("FY2018"), the Group recorded a revenue of S\$360.9 million, an increase of S\$53.7 million or 17.5% compared to S\$307.2 million for the previous corresponding financial year ended 31 December 2017 ("FY2017").

The **Exhibitions & Thematic division** registered a revenue of S\$160.3 million in FY2018, an increase of S\$23.5 million or 17.2% from S\$136.8 million in FY2017. The increase in revenue was due to the completion of several major events and projects in FY2018. The key contributors to the division's revenue included major events and projects such as BNP Paribas WTA Finals Singapore presented by SC Global, Food & Hotel Asia 2018, Formula 1 Singapore Grand Prix, National Day Parade 2018, Shenzhen Binhai Tencent Exhibition Centre, Singapore Airshow 2018, TFWA Asia Pacific Exhibition & Conference 2018, Vinexpo Hong Kong 2018 and thematic projects in the region.

The **Retail & Corporate Interiors division** recorded a revenue of S\$172.0 million in FY2018, an increase of S\$28.8 million or 20.1% compared to S\$143.2 million in FY2017. The increase in revenue was due to the contribution from several key projects in FY2018. The key accounts which contributed to the division's revenue included clients and brand names such as AIA, Bottega Veneta, Coach, Fendi, Hanoi French Hospital, Nike, Singtel, Tiffany & Co., Van Cleef & Arpels and YATA.

The **Research & Design division** achieved a revenue of S\$17.1 million in FY2018, an increase of S\$1.6 million or 10.3% compared to S\$15.5 million in FY2017. The key accounts which contributed to the division's revenue included clients and brand names such as Burberry, Procter & Gamble Co., TAG Heuer, Tencent and Valentino, and thematic projects in the region.

# (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (Cont'd)

The **Alternative Marketing division** registered a revenue of S\$11.6 million in FY2018, a decrease of S\$0.2 million or 1.9% from S\$11.8 million in FY2017. The key contributors to the division's revenue included events and projects from clients such as Asia-Pacific Association for International Education, Automobile Association of Singapore, IPI Singapore, Robinson, Samsonite and Sustainable Energy Association of Singapore.

#### **Gross Profit**

	Group				
	Year E	Year Ended			
	<b>31 Dec 18</b> S\$'000	<b>31 Dec 17</b> S\$'000	<b>+/-</b> %		
Revenue	360,928	307,254	17.5%		
Gross profit	82,037	77,198	6.3%		
Gross profit margin	22.7%	25.1%			

Gross profit for FY2018 increased by S\$4.8 million or 6.3% to S\$82.0 million compared to S\$77.2 million in FY2017. The increase was a result of higher revenue registered and partially offset by a decline in gross profit margin. Gross profit margin was lower at 22.7% in FY2018 compared to 25.1% in FY2017, affected mainly by lower margin achieved for certain events and projects.

#### Other Items of Income

Interest income relates mainly to interest income earned from short-term deposits and bank balances placed with banks.

Other income comprises items as set out in Note 1(a)(a). Other income decreased by \$\$0.1 million or 2.9% from \$\$4.0 million in FY2017 to \$\$3.9 million in FY2018. The decrease was mainly due to lower service income, rental income and miscellaneous income of \$\$1.0 million, \$\$0.1 million and \$\$0.2 million respectively and partially offset by the recognition of net foreign exchange gain of \$\$1.0 million and higher write-back of impairment loss on doubtful trade receivables of \$\$0.2 million. The net foreign exchange gain arose mainly from the depreciation of the Singapore Dollar against the various currencies that the Group conducted its operations in, in particular the United States Dollar.

#### Other Items of Expense

_	Group			
_	Year E			
	31 Dec 18 31 Dec 17		+/-	
	S\$'000	S\$'000	%	
Depreciation of property, plant and equipment	2,356	2,001	17.7%	
Employee benefits expense	57,682	55,025	4.8%	
Other expenses	14,418	14,218	1.4%	
Interest expense	801	534	50.0%	
-	75,257	71,778	4.8%	

(a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (Cont'd)

Higher operating expenses were incurred in FY2018 compared to FY2017. The higher depreciation charge on property, plant and equipment was mainly due to depreciation charge incurred on the new headquarters building and related equipment which commenced use from September 2018 and partially offset by fully depreciated assets of which no further depreciation charge was recorded. The increase in employee benefits expense was mainly due to higher cost resulting from increased headcount from the new experiential attractions business and increased average wage, and the higher performance linked incentives recorded. Other expenses were relatively unchanged mainly due to the recognition of higher bad trade debts written off and impairment loss on doubtful trade receivables, and other expenses such as market research cost and relocation cost incurred which were partially offset by the absence of net foreign exchange loss recorded (which amounted to S\$1.6 million in FY2017). The increase in interest expense was mainly due to a higher amount of loans and borrowings outstanding in FY2018 compared to FY2017 which was used to finance capital expenditure as well as working capital needs.

#### **Share of Result of Joint Venture**

Share of loss of joint venture amounted to S\$16,000 in FY2018. The joint venture company was newly incorporated at end 2018.

#### **Share of Results of Associates**

Share of profits of associates decreased by \$\$324,000 or 92.6% from \$\$350,000 in FY2017 to \$\$26,000 in FY2018. The decrease was mainly due to lower profit contribution from certain associates.

#### Profit Net of Tax Attributable to Equity Holders of the Company

Based on the above, profit net of tax attributable to equity holders of the Company decreased by S\$1.5 million or 16.3% from S\$9.7 million in FY2017 to S\$8.2 million in FY2018.

(b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

#### **Cash Flow**

Net cash from operating activities of S\$8.9 million in FY2018 mainly arose from profit before tax of S\$11.1 million and adjusted for a net increase in non-cash flow items of S\$5.0 million (largely from depreciation of property, plant and equipment), and partially offset by a net increase in working capital requirements of S\$4.6 million (largely from movements in contract assets, trade and other receivables and trade and other payables) and income tax paid of S\$2.2 million. Net cash used in investing activities of S\$18.6 million in FY2018 comprised mainly of purchase of property, plant and equipment of S\$18.5 million. Net cash from financing activities of S\$16.8 million in FY2018 mainly arose from net proceeds from loans and borrowings and dividends paid on ordinary shares of S\$21.7 million and S\$5.0 million respectively. Based on the above, the Group had a net increase in cash and cash equivalents of S\$7.1 million in FY2018 and the cash and cash equivalents stood at S\$77.5 million as at 31 December 2018.

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

In the announcement on 8 November 2018, the Group stated that, barring unforeseen circumstances, it expects FY2018 to be a profitable year. The FY2018 results are in line with the Group's expectation.

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

The Exhibitions & Thematic division continues to see growing demand for unique and engaging experiences from the market and its clients. The line-up of projects and attractions already secured, and are currently being pursued, provide a firm foundation for the division to continue its momentum in 2019 and beyond.

Even as the Retail & Corporate Interiors division pursues opportunities and projects in other market segments, it will continue to maintain its market position in the retail interiors space. The division will continue to enhance and expand the capabilities of its value chain to derive greater efficiencies and integration of its service offerings. This will allow the division to explore more opportunities and enhance its value and competitiveness.

The Group sees good opportunities for the creation of experiences, and intends to enhance and strengthen this area of services. Beyond providing its enhanced current services to its clients, the Group will also pursue new and synergistic businesses, leveraging on its core business foundations, to develop, own, market and operate its own experiential attractions, to build new revenue streams for the Group. The Group is optimistic that these actions will lead to clearer differentiated offerings and provide it with greater opportunities for growth.

As at 31 January 2019, the Group has secured contracts of S\$103 million, of which S\$87 million is expected to be recognised in FY2019. Barring unforeseen circumstances, the Group expects FY2019 to be a profitable year.

#### 11 Dividend

#### (a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

Yes.

Name of Dividend Final
Dividend Type Cash
Dividend Amount per Share (in SGD Cents) 1.50

Tax Rate Tax exempt (one tier)

#### (b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?

Yes.

Name of Dividend Final
Dividend Type Cash
Dividend Amount per Share (in SGD Cents) 1.50

Tax Rate Tax exempt (one tier)

#### (c) Date payable

The above proposed dividends (the "Dividends"), subject to shareholders' approval at the forthcoming Annual General Meeting, will be paid on 31 May 2019.

#### (d) Books closure date

NOTICE IS HEREBY GIVEN THAT the Share Transfer Books and Register of Members of the Company will, subject to shareholders' approval of the Dividends at the forthcoming Annual General Meeting, be closed on 17 May 2019 to determine shareholders' entitlements to the Dividends and for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623 up to 5.00 p.m. on 16 May 2019 will be registered to determine shareholders' entitlements to the Dividends. Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with shares at 5.00 p.m. on 16 May 2019 will be entitled to the Dividends.

12 If no dividend has been declared/recommended, a statement to that effect and the reason(s) for the decision.

Not applicable.

If the group has obtained a general mandate from shareholders for interested person transactions, the aggregate value of such transactions as required under Rule 920(1)(a)(ii) of the Listing Manual of the Singapore Exchange Securities Trading Limited. If no interested person transactions mandate has been obtained, a statement to that effect.

No interested person transaction mandate has been obtained from the shareholders of the Company. There were no interested person transactions of S\$100,000 and above entered into by the Group during the current financial year ended 31 December 2018.

14 Confirmation that the issuer has procured undertakings from its directors and executive officers under Rule 720(1) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

The Company confirms that it has procured undertakings from its directors and executive officers in the format set out in Appendix 7.7 under Rule 720(1) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

### PART 2 – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

### Segmented revenue and results for business or geographical segments (of the Group) with comparative information for the immediately preceding year.

2018	Exhibitions and Thematic S\$'000	Retail and Corporate Interiors S\$'000	Research and Design S\$'000	Alternative Marketing S\$'000	Corporate and Others S\$'000	Eliminations S\$'000	Per Consolidated Financial Statements S\$'000
Revenue							
External customers	160,253	171,983	17,123	11,569	-		360,928
Inter-segment (Note A)	4,219	10,721	-	900	-	(15,840)	
Total revenue	164,472	182,704	17,123	12,469	-	(15,840)	360,928
Results							
Interest income	175	221	23	3	15		437
Interest expense	(70)	(479)	-	-	(252)		(801)
Amortisation of intangible assets	(149)	(46)	-	-	-		(195)
Amortisation of land use right	-	-	-	-	(243)		(243)
Bad trade debts written off	(758)	(11)	-	-	-		(769)
Depreciation of property, plant and							
equipment	(1,308)	(1,214)	(201)	(32)	(478)		(3,233)
Dividend income from other investment	-	-	-	-	47		47
Net gain/(loss) on disposal of property, plant							
and equipment	7	(2)	-	(25)	-		(20)
Net impairment loss on doubtful trade							
receivables	(307)	(182)	-	(21)	-		(510)
Performance share scheme expense	(173)	(114)	(39)	(22)	-		(348)
Property, plant and equipment written off	(24)	(8)	(3)	(3)	-		(38)
Share of result of joint venture	(16)	-	-	-	-		(16)
Share of results of associates	(37)	58	5	-	-		26
Segment profit/(loss)	3,491	6,529	1,977	561	(1,458)		11,100

Segmented revenue and results for business or geographical segments (of the Group) with comparative information for the immediately preceding year. (Cont'd)

2017	Exhibitions and Thematic S\$'000	Retail and Corporate Interiors S\$'000	Research and Design S\$'000	Alternative Marketing S\$'000	Corporate and Others S\$'000	Eliminations S\$'000	Per Consolidated Financial Statements S\$'000
Revenue							
External customers	136,772	143,173	15,521	11,788	-	(42.22)	307,254
Inter-segment (Note A)	4,758	5,194	-	704	-	(10,656)	<del>-</del>
Total revenue	141,530	148,367	15,521	12,492	-	(10,656)	307,254
Results							
Interest income	134	180	14	3	78		409
Interest expense	(93)	(441)	-	-	-		(534)
Amortisation of intangible asset	(45)	(46)	-	-	-		(91)
Amortisation of land use right	-	-	-	-	(243)		(243)
Bad trade debts written off	(428)	(4)	(5)	-	-		(437)
Depreciation of property, plant and							
equipment	(1,682)	(1,198)	(145)	(42)	(68)		(3,135)
Dividend income from other investment	-	-	-	-	80		80
Impairment loss on other investment	-	-	-	-	(14)		(14)
Net (loss)/gain on disposal of property, plant							
and equipment	-	(9)	-	-	10		1
Net write-back of impairment loss on							
doubtful trade receivables	22	-	-	-	-		22
Performance share scheme expense	(50)	(14)	(24)	(32)	-		(120)
Property, plant and equipment written off	-	-	-	-	(1)		(1)
Share of results of associates	169	172	9	-	-		350
Segment profit/(loss)	5,934	3,431	1,342	851	(1,390)		10,168

Note: Nature of eliminations to arrive at amounts reported in the consolidated financial statements is as follows:

A. Inter-segment revenue are eliminated on consolidation.

# Segmented revenue and results for business or geographical segments (of the Group) with comparative information for the immediately preceding year. (Cont'd)

### Segment revenue by geographical region

We have segmented our revenue by geographical region based on the location of our clients.

	Year Ended 31 Dec 18		Year Ended 3	31 Dec 17
Revenue	S\$000	%	S\$000	%
North Asia	124,008	34.4%	92,282	30.0%
South Asia	191,567	53.1%	163,428	53.2%
Middle East	11,161	3.1%	17,772	5.8%
Europe	11,479	3.2%	14,602	4.8%
United States and Canada	19,986	5.5%	15,971	5.2%
Others	2,727	0.7%	3,199	1.0%
	360,928	100.0%	307,254	100.0%

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

Please refer to paragraph 8 for review of performance.

#### 17 A breakdown of sales as follows:-

	Gro	_	
	Year e	_	
	<b>31 Dec 18</b> S\$'000	<b>31 Dec 17</b> S\$'000	% Change + / (-)
Revenue reported for first half year	146,825	144,969	1.3%
Operating profit after tax before deducting non-controlling			
interests reported for first half year	2,552	2,545	0.3%
Revenue reported for second half year	214,103	162,285	31.9%
Operating profit after tax before deducting non-controlling			
interests reported for second half year	4,806	6,627	-27.5%

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

	Latest Full Year S\$'000	Previous Full Year S\$'000
Ordinary	4,989	4,978
Preference	-	-
Total	4,989	4,978

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

Name	Age	Family relationship with any Director and/or Substantial Shareholder	Current position and duties, and the year position was first held	Details of changes in duties and position held, if any, during the year
Ong Chin Kwan	61	Brother of Simon Ong Chin Sim (Deputy Executive Chairman, Executive Director and Substantial Shareholder)	Executive Director and Creative Director of Kingsmen Design Pte Ltd.  He is responsible for charting the creative direction and developing its design capabilities, ensuring that all designs meet the aesthetic, functional and budgetary requirements of our clients.  Position held since January 2000.	Not applicable

### BY ORDER OF THE BOARD OF DIRECTORS

Soh Siak Poh Benedict Executive Chairman

19 February 2019