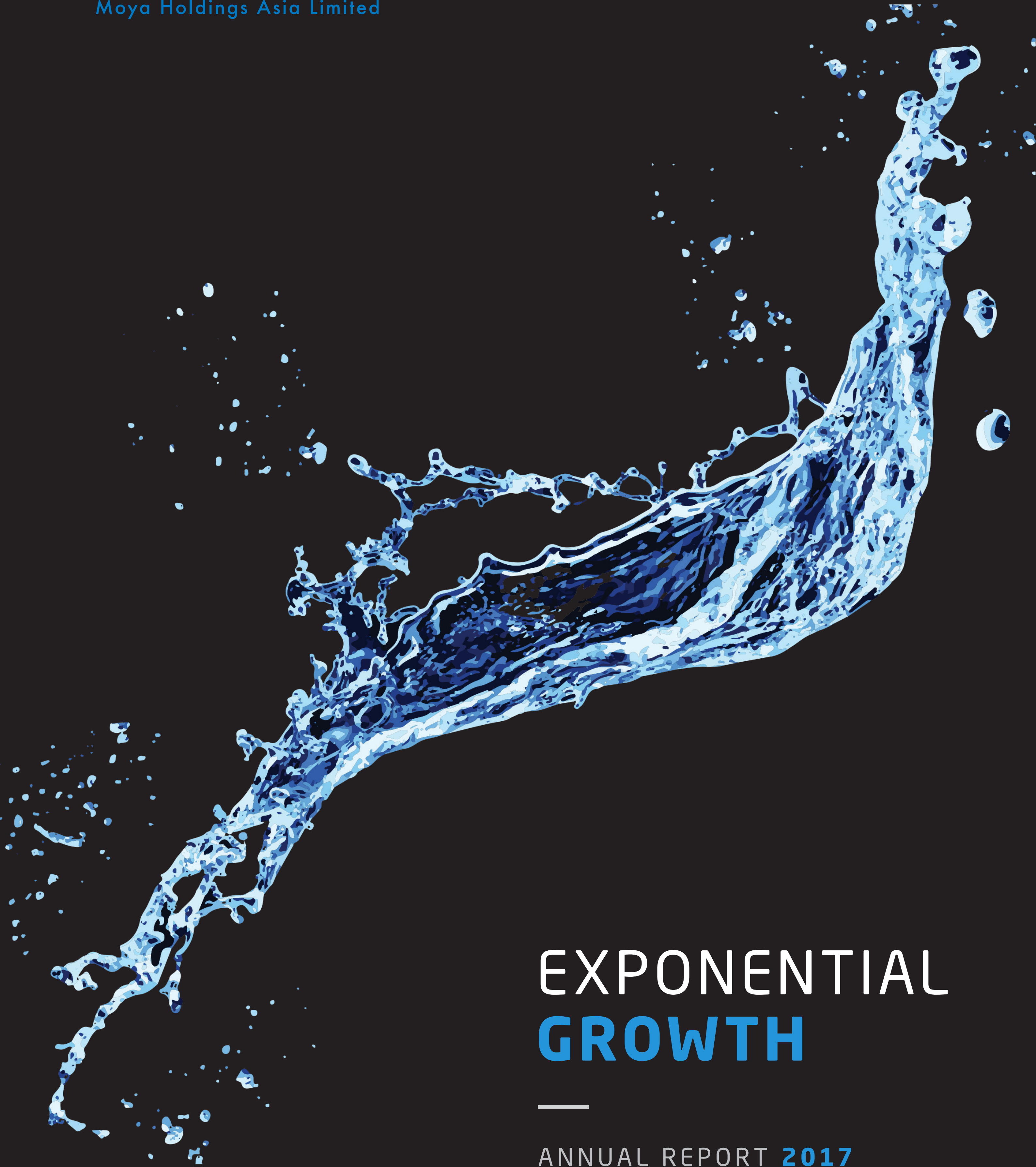
MOYA
Moya Holdings Asia Limited



EXPONENTIAL **GROWTH**

ANNUAL REPORT **2017**

This annual report has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "Sponsor"), for compliance with the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this annual report.

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

The contact person for the Sponsor is Ms Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road, #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.

TABLE OF CONTENTS


TRANSmart
Carrefour

CORPORATE PROFILE

Moya Holdings Asia Limited is one of the largest water treatment companies in Indonesia with a total water treatment capacity of approximately 14,000 litres per second. The Group is principally engaged in the business of investing, developing and operating water treatment facilities and associated distribution pipe lines for the distribution of clean water in Indonesia. Currently, the Group serves over 3 million residents and is connected to over 500,000 customers in the Greater Jakarta region.

The Group has three Build, Operate and Transfer ("BOT") projects, under contract and development undertaken by its subsidiaries, PT Moya Bekasi Jaya, PT Moya Tangerang and PT Moya Makassar. In addition, the Group has two concession arrangements and one bulk water provider project undertaken by its subsidiaries, PT Aetra Air Jakarta, PT Aetra Tangerang and PT Acuatico Air Indonesia.

Leveraging on the huge potential of the water industry in Indonesia, the Group is committed to enhance the income creation potential of its business as well as to establish itself as a leading water infrastructure and supply developer in Indonesia via organic and inorganic growth.


LOW CHAI CHONG
Chairman
MOHAMMAD SYAHRIAL
Chief Executive Officer

MESSAGE FROM CHAIRMAN & CEO

DEAR SHAREHOLDERS,

On behalf of the board of directors ("Board") of Moya Holdings Asia Limited (the "Company" or "Moya", and together with its subsidiaries, the "Group"), we are pleased to present shareholders with the Company's annual report for the financial year ended 31 December ("FY") 2017.

Stellar Financial Performance

We are pleased that the Group has delivered a stellar set of financial results for the year. The Group has registered revenue of S$132 million in FY2017, representing an increase of 381%, as compared to FY2016. The Group completed the acquisition of Acuatico Pte. Ltd. ("Acuatico", and together with its subsidiaries, the "Acuatico Group") in June 2017, and the inclusion of revenue from the Acuatico Group contributed S$90.5 million to the Group's top line. The Group recorded a net profit after tax of S$7.7 million in FY2017, representing an increase of 137%, as compared to S$3.2 million in FY2016.

The Group achieved significant progress on its Build-Operate-Transfer ("BOT") projects in 2017. The addition of new water treatment plants and uprating process to the BOT projects of PT Moya Bekasi Jaya ("MBJ") and PT Moya Tangerang ("MT") saw production capacities increased to 1,350 and 1,150 litres per second ("lps") respectively. Cumulatively, this represented an increment of 900 lps to the Group's capacity for FY2017, as compared to FY2016.

Acquisition of Acuatico

2017 was a remarkable year for the Group. One of the main highlights of the year was the completion of the acquisition of the Acuatico Group in June 2017 (the "Acquisition"). Acuatico Group is one of the largest water treatment company in Indonesia which develops and operates water treatment facilities as well as distributes clean water pipelines in Indonesia. Acuatico Group has a total water treatment capacity of approximately 11,500 lps and serves over 3 million residents, and is connected to over 500,000 customers in and around Jakarta. Following the completion of the Acquisition, Moya became one of the largest water treatment companies in Indonesia which in turn is one of the most exciting growth markets for water treatment in the world. With Acuatico Group, we have propelled our water treatment capacity to almost 14,000 lps and also owns an additional 6,700 kilometers ("km") of pipes network, increasing our pipe infrastructure significantly.

We have also widened our service offerings by becoming a full-service water provider to end consumers rather than just selling bulk water to the local water authorities. The Group is pleased with its progress in achieving a seamless and successful post-acquisition integration of the Acuatico Group. We are now focusing on the execution of the two concession arrangements and one bulk water project undertaken by Acuatico's subsidiaries namely, PT Aetra Air Jakarta, PT Aetra Air Tangerang, and PT Acuatico Air Indonesia, respectively.

The Acquisition, which is in line with the Group's long-term growth strategy to expand its business, has significantly strengthened our presence in Indonesia. Furthermore, the Acquisition will enable the Group to multiply its asset base and widen its shareholder base, hence attracting more interest from the investment community focused on the water infrastructure sector in Indonesia.

Expansion of MT

On 14 March 2018, MT entered into an expansion amendment to the BOT cooperation agreement ("Expansion Amendment") with the municipal water company of Tangerang City, Perusahaan Daerah Air Minum Tirta Benteng Kota Tangerang ("PDAM Tangerang") to expand the water supply capacity to 2,000 lps (172,800 m^3/day) in Zone 1 (comprising the districts of Neglasari, Cipondoh, Benda, Batuceper and Tangerang along with Soekarno Hatta International Airport) of the design, build, upgrade, uprate, operate and transfer of water treatment plants and associated pipe network development in Tangerang City. The key terms of the Expansion Amendment are as follows:

(i) Total water supply capacity of the BOT Project will increase to 2,000 lps (172,800 m^3/day) and total pipe network to be installed will increase to ± 1,200 km when the construction pursuant to the Expansion Amendment is fully completed.
(ii) Total investment value of the BOT Project following the Expansion Amendment is expected to be approximately IDR1.15 trillion (equivalent to S$110 million based on exchange rate of IDR10,480 : S$1.00)

Please refer to the Company's announcement on 15 March 2018 for further information on the Expansion Amendment.

Future Plans

We are committed to enhance the income creation potential of our business, and to establish ourselves as a leading water infrastructure and supply developer in Indonesia, via organic growth and mergers and acquisitions.

MESSAGE FROM CHAIRMAN & CEO

Besides expanding the capacity of our plants, we are also looking at the reduction of non-revenue water ("NRW") – water that has been treated but is lost before it reaches the customers. Currently, only 58% of Acuatico's water reaches the masses, while the remaining 42% of the water is lost mainly due to leakages through the ageing distribution network. The reduction of NRW will be one of the key growth drivers for the Group in the next few years.

Apart from the above, we are cognisant of the importance in developing a reliable pipeline network to deliver treated water to customers. We are currently working on the construction of ± 1,200 km of pipe network for the MT BOT Project (where approximately 370 km had already been installed). PT Aetra Air Tangerang's pipe installation project in Tangerang city, a pilot commercial project in Indonesia, has become a demonstration project for players in other cities and this enabled us to further strengthen our presence in the domestic water market.

In addition, we will continue with our efforts in reaching out to the local governments, where we will conduct in-depth research on the potential market, location, size and tariff regimes before submitting project proposals which cater to the specific needs of the local governments. Leveraging on our local market knowledge and our significant track record from greenfield to operating assets as well as extensive experience on operating the projects from inception to execution, we have the edge in securing contracts from the government as compared to our competitors.

Going forward, our immediate focus will be on maximising efficiencies and cost savings for the Group. Specifically, this involves simplifying corporate overheads and streamlining business processes. As the largest buyer of water infrastructure-related equipment and chemicals, we now have greater bargaining power in pricing, thus will be able to achieve higher cost savings for the Group. In addition, we will also continue to be active in seeking acquisition targets and operating assets to deliver greater value to the shareholders of the Company and to enhance the Group's profitability. The Group is constantly on the lookout for strategic mergers and acquisitions opportunities to further strengthen our foothold in Indonesia as well as expanding our presence overseas.

Industry Outlook

The water industry in Indonesia has huge room for growth. The Indonesian government has pledged to provide all Indonesians access to clean drinking water by 2019 under the National Medium-Term Development Plan 2015-2019[(1)].

With the level of development in the water sector and access to water services still lagging behind that of countries with similar gross domestic product (GDP) and population size, we believe that the demand for piped water in Indonesia will increase and the Group is ready to capitalise on this trend.

In addition, a large number of households in Indonesia still lack access to piped water and have to rely on non-piped water supplies, such as overpriced bottled water and underground water which are potentially exposed to pollution and water contamination. The Indonesia government aims to increase the number of households with access to piped water and triple household connections by 2019. This in turn will boost the demand for the Group's piped water solutions.

Appreciation

We would like to welcome Ms. Ivy Santoso (director and chief executive officer of Acuatico), Mr. Mohamad Selim (chief executive officer of Moya Indonesia Holdings Pte. Ltd.) and Mr. Harjanto Kurniady Tjandra (chief financial officer of Moya Indonesia Holdings Pte. Ltd.) as key management personnel of the Group. With their wealth of experience and knowledge in the industry, we believe that they will be able to provide valuable insights and guidance to the Group.

We would also like to thank Mr. Goh Wee Meng Darren, who stepped down as the Financial Controller of the Group in December 2017, for his contribution during his tenure and we wish him all the best for his future endeavours.

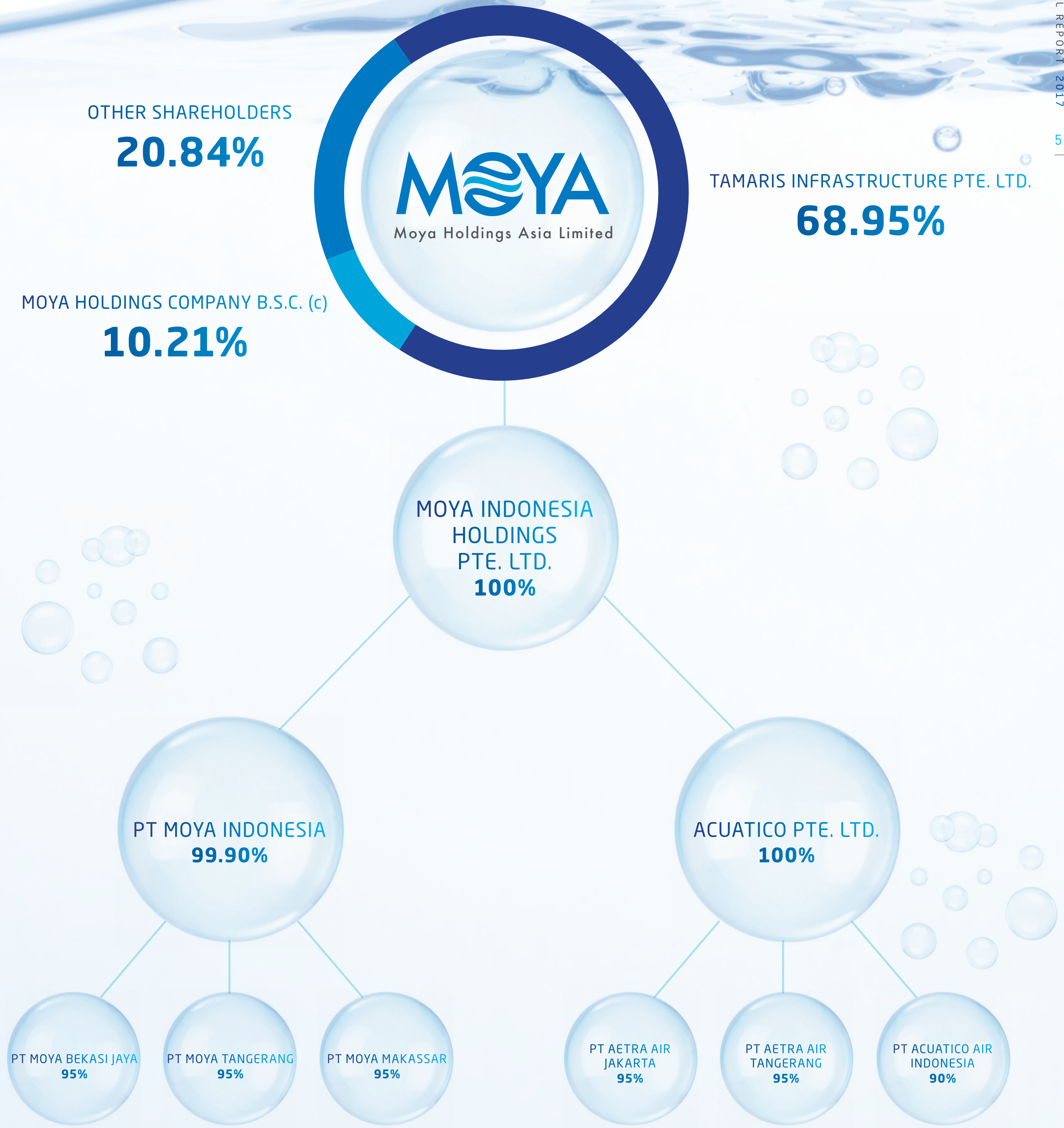
In conclusion, on behalf of the Board and the management of the Company, we would like to express our heartfelt gratitude to all of our shareholders and investors, staff, clients, business partners and associates for their unwavering support for Group throughout the year. We look forward to your continuous support in the years ahead.

LOW CHAI CHONG
Chairman

MOHAMMAD SYAHRIAL
Chief Executive Officer

[(1)] All Indonesian to have access to clean water by 2019, http://www.thejakartapost.com/news/2014/05/14/all-indonesians-have-access-clean-water-2019.html

GROUP STRUCTURE
AS AT 14 MARCH 2018



BOARD OF DIRECTORS

LOW CHAI CHONG

Chairman of the Board, and Non-Executive and Lead Independent Director of Moya Holdings Asia Limited
Director of Moya Indonesia Holdings Pte. Ltd.

Mr. Low is an advocate and solicitor of the Supreme Court of Singapore. He joined Dentons Rodyk & Davidson LLP in 1986, and has been with the same firm his entire career. He has many years of legal experience representing multinational corporations, financial institutions and listed companies in a wide array of commercial and corporate matters regionally, including dispute resolutions. He is also an independent director of Pollux Properties Ltd. (a company listed on the Catalist board of the Singapore Exchange Securities Trading Limited).

Mr. Low graduated with a Bachelor of Laws (Honours) degree from the National University of Singapore.

MOHAMMAD SYAHRIAL

Chief Executive Officer of Moya Holdings Asia Limited
Director of Moya Indonesia Holdings Pte. Ltd.

Mr. Syahrial is the Chief Executive Officer of the Company. He is responsible for leading the development and execution of the Group's strategies and business plans.

Mr. Syahrial has over 25 years of experience in the Indonesian private and government sectors. He is currently the president director of PT Tamaris Hidro, the director of the Tamaris group of companies, the president commissioner of PT GMT Kapital Asia and the commissioner of PT Wahana Insan Sejahtera. From 2004 to 2008, Mr. Syahrial was the president director of PT Perusahaan Pengelola Aset (Persero), a state-owned asset management company, and from 2002 to 2004, he was the deputy chairman of Indonesian Bank Restructuring Agency.

During the course of his career, Mr. Syahrial had been appointed as the commissioner of several banks, namely PT Bank Mandiri Tbk., PT Bank Niaga Tbk. and PT Bank Permata Tbk., and head of research for PT Pantasena Securities and IBJ Bank Indonesia.

Mr. Syahrial graduated with a Bachelor of Business Administration in 1988 from the Florida Atlantic University (USA) and received his Master of Business Administration from the Golden Gate University (USA).

IRWAN A. DINATA

Managing Director of Moya Holdings Asia Limited
Director of Moya Indonesia Holdings Pte. Ltd.
Director of Acuatico Pte. Ltd.
President Director of PT Moya Indonesia

Mr. Dinata is the Managing Director of the Company and the chief executive officer of PT Moya Indonesia. He is responsible for overseeing the Group's day-to-day operations as well as executing the Group's projects in Indonesia. He has 25 years of experience in the forestry, renewable energy and finance industry, in areas including fund management, banking, investment banking, multi-finance, treasury and financial advisory.

Mr. Dinata has served as a director and commissioner for numerous companies since 1998. He is currently the president director of PT GMT Kapital Asia and commissioner of PT Tamaris Hidro.

Mr. Dinata graduated with a Bachelor of Arts in Finance from the University of Washington (USA) and completed his Master of Business Administration from the Santa Clara University (USA).

ZIYAD FEKRI Z. OMAR

Non-Executive and Non-Independent Director of Moya Holdings Asia Limited
Director of Moya Indonesia Holdings Pte. Ltd.

Mr. Omar is the founder and chief executive officer of Gulf One Investment Bank, with over 30 years of experience in the banking and finance industry. He was previously the head of corporate banking group at National Commercial Bank in Saudi Arabia and the chief financial officer of Al Faisaliah Group in Saudi Arabia. During the early stage of his career, he held senior positions in corporate banking and structured finance at the former Saudi American Bank (a then subsidiary of Citibank) in Jeddah, where he co-pioneered the first securitisation transaction in Saudi Arabia. Prior to returning to the Gulf, he spent a number of years working with Equitable Financial Services in California (USA).

Mr. Omar is a member of the board of directors of several corporations in the Gulf Cooperation Council countries and Europe. He holds a Master in Business Administration and a Bachelor of Arts in Mathematics (Computer Science) from the California State University, Fresno, California (USA).

SIMON A. MELHEM

Executive Director of Moya Holdings Asia Limited
Director of Moya Indonesia Holdings Pte. Ltd.
Director of Acuatico Pte. Ltd.

Mr. Melhem is the Executive Director of the Company and is responsible for assisting the CEO and the managing director in implementing the strategic goals and objectives of the Company. He has over 25 years of experience in international infrastructure projects as well as mergers and acquisition transactions.

Prior to joining the Company, he was the chief executive officer of Dynowatt, LP, a retail electric utility that he established in Texas. Mr. Melhem also worked in various senior roles at El Paso Corporation in Houston, London and Southeast Asia.

Mr. Melhem earned his Master of Business Administration from the University of Southern California in Los Angeles and his Master of Science in Engineering Management and Bachelor of Science in Industrial Engineering from Northeastern University in Boston (USA).

HWANG KIN SOON IGNATIUS

Non-Executive and Independent Director of Moya Holdings Asia Limited
Director of Moya Indonesia Holdings Pte. Ltd.

Mr. Hwang is the managing partner of the Singapore office of Squire Patton Boggs LLP, an international law firm. Prior to joining Squire Patton Boggs LLP (formerly known as Squire Sanders), he managed the Singapore office of a US law firm, and prior to that, he was a partner with an Australian law firm. He also held various in-house counsel and law firm positions during the early stages of his career.

Mr. Hwang has more than two decades of international experience as an energy, infrastructure and resources lawyer. He has been involved in major transactions and projects in Asia-Pacific, Africa, Middle-East, United States and Australia. He advises government, sponsors, contractors, operators and financiers. In Singapore, he is particularly known for his significant involvement in public-private partnership projects.

Mr. Hwang graduated from the National University of Singapore with a Bachelor of Laws degree.

MANAGEMENT **TEAM**

FROM LEFT TO RIGHT (ABOVE)

SJAHRUN S. SIKAR | EDY HARI SASONO | PRIYATNO BAMBANG HERNOWO | YUNI SUPRIYANTO | L. BANO RANGKUTY | IVY SANTOSO
TRI HERUTANTOYO | HARI YUDHA HUTOMO | DARMASEN ANWAR | JOEDI HERIJANTO | HARJANTO KURNIADY TJANDRA | MOHAMAD SELIM
LINTONG HUTASOIT G.

FROM LEFT TO RIGHT (BELOW)

KANAKA PURADIREJA | THOMSON BATUBARA | UNTUNG UDJI SANTOSO | HAMONANGAN SIMARMATA | SURYA DHARMA | RINI ANGRAINI

ENDRIARTONO SUTARTO | M. NOER MUIS | KEMAL ARIEF | EKO BUDI PURNAWAN

KEY MANAGEMENT

DARMASEN ANWAR

- *Chief Financial Officer of Moya Holdings Asia Limited*
- *Director of PT Moya Indonesia*
- *Commissioner of PT Moya Makassar*

Mr. Anwar serves as the chief financial officer of PT Moya Indonesia since April 2015 and was subsequently appointed as the Chief Financial Officer of Moya Holdings Asia Limited in October 2016. He is responsible for managing the Group's finance and accounting, including taxation, corporate finance, as well as business development and human resources.

Mr. Anwar has more than 15 years of experience in the financial industry with areas including corporate finance, investment banking and financial advisory. Mr. Anwar graduated with a Bachelor of Mechanical Engineering Degree from the Bandung Institue of Technology.

MOHAMAD SELIM

- *Chief Executive Officer of Moya Indonesia Holdings Pte. Ltd.*
- *President Director of PT Aetra Air Jakarta*

Mr. Selim serves as the president director of PT Aetra Air Jakarta since 2011 and was subsequently appointed as the chief executive officer of Moya Indonesia Holdings Pte. Ltd. in November 2017. He is responsible for managing the operations and commercial of Moya Indonesia Holdings Pte. Ltd..

Previously, he was the president director of Municipal Water Company of Surabaya (PDAM Surya Sembada Surabaya) for 5 years and worked for 26 years at various companies including PT Airproducts Indonesia, ARCO Oil & Gas Indonesia and PT Badak NGL Co Bontang. He graduated with a Bachelor of Engineering majoring in Chemical Engineering from Surabaya's Institut Tekonologi Sepuluh Nopember.

HARJANTO KURNIADY TJANDRA

- *Chief Financial Officer of Moya Indonesia Holdings Pte. Ltd.*
- *Chief Financial Officer of PT Moya Indonesia*

Mr. Tjandra serves as the chief financial officer of Moya Indonesia Holdings Pte. Ltd. and PT Moya Indonesia since January 2018 and is responsible for the overall accounting and finance functions of Moya Indonesia Holdings Pte. Ltd. and its subsidiaries, including treasury, corporate development, investor relations and risk management.

Previously, he was an auditor in Arthur Andersen and during the course of his career, he has served as a director and commissioner for numerous companies in various industry.

Mr. Tjandra graduated with a Bachelor of Economic majoring in Accounting from Tarumanagara University. He also attended the Executive Education Program in Strategic Management at the Harvard Business School.

IVY SANTOSO

- *Chief Executive Officer of Acuatico Pte. Ltd.*
- *President Director of PT Acuatico Air Indonesia*

Ms. Santoso serves as the chief executive officer of Acuatico Pte. Ltd. and the president director of PT Acuatico Air Indonesia since June 2017 and is responsible for providing overall directions, leadership and strategic management for Acuatico Pte. Ltd. and its subsidiaries (the "Acuatico Group").

Previously, she was the Indonesian country manager for Avenue Capital Asian Funds, Indonesian country manager and advisor for Actis Capital Partner and president director of Bank Pundi Indonesia Tbk.. She graduated with a Bachelor of Science in Accounting from Oklahoma State University in 1991.

L. BANO RANGKUTY

- *Chief Financial Officer of Acuatico Pte. Ltd.*
- *Vice President Director of PT Aetra Air Jakarta*

Mr. Rangkuty serves as the vice president director of PT Aetra Air Jakarta since January 2012 after serving as its commissioner from October 2010. He was subsequently appointed as the chief financial officer of Acuatico Pte. Ltd. in June 2017 and is responsible for the financial aspects of the Acuatico Group.

Previously, he was the head of strategic planning at PT Bakrie & Brothers Tbk. and PT Bakrie Indo Infrastructure and had more than 10 years of experience in financial advisory service at KPMG Siddharta Consulting in the field of debt restructuring, pre-lending reviews, financial projections and annual budget reviews, monitoring accountant assignments and due diligence reviews. He graduated with a Bachelor of Business Administration from University of Indonesia.

TRI HERUTANTOYO

- *Director and Chief Administration Officer of PT Moya Indonesia*
- *Commissioner of PT Moya Bekasi Jaya*
- *Commissioner of PT Moya Tangerang*

Mr. Herutantoyo serves as the director and chief administration officer of PT Moya Indonesia since April 2015 and is responsible for managing the Group's relationship with the Indonesian government, social issues, procurement and logistic, legal and corporate secretary, and general administration of PT Moya Indonesia and its subsidiaries.

Mr. Herutantoyo started his career with the financial and development supervisory agency in various auditors' roles from 1979 to 1999. From 2000 to 2004, he worked at Indonesian Bank Restructuring Agency, where he was responsible for analyzing various company financial reports and identifying irregularities on financial transaction. He worked for PT Perusahaan Pengelola Aset from 2004 to 2014 and was appointed as the director of human resources and general affair from 2009 onwards. He graduated with a Master of Business Administration from the Cleveland States University, USA.

JOEDI HERIJANTO

- *Director and Chief Operating Officer of PT Moya Indonesia*
- *Director of PT Moya Bekasi Jaya*

Mr. Herijanto serves as the director and chief operating officer of PT Moya Indonesia since August 2015. He is also a director of PT Moya Bekasi Jaya and is responsible for the operations of water treatment plants in PT Moya Indonesia and its subsidiaries. Prior to joining PT Moya Indonesia, he worked for a number of water organizations as an international consultant for the World Bank and Indonesia local government water authorities (PDAM) on strategy, managing water treatment operations, distribution and training. He has more than 25 years of experience in urban water treatment and supply.

Mr. Herijanto graduated with a Bachelor degree in Environmental Engineering from Bandung Institute of Technology and completed his Masters degree in Sanitary Engineering at the Institute for Infrastructure, Hydraulics and Environmental Engineering in Delft, Netherlands.

HARI YUDHA HUTOMO

- *Director of PT Aetra Air Jakarta*

Mr. Hutomo serves as the director of planning and development of PT Aetra Air Jakarta since January 2013 and is responsible for corporate planning, performance, investment and asset/infrastructure development. He started his career in the piped water industry since 1994 (PAM JAYA System Improvement Project) and had served as general manager of Aetra's Central SBU and North SBU, and also as the director of engineering at two Water Supply Companies in Hanoi, Vietnam (Viwaco and Viwasupco) for two years.

Mr. Hutomo graduated from Sapta Taruna College of Technology, majoring in Environmental Engineering.

LINTONG HUTASOIT G.

- *Director of PT Aetra Air Jakarta*

Mr. Hutasoit serves as the director of operations of PT Aetra Air Jakarta since June 2010 after serving as a senior manager of infrastructure of the Acuatico Group. He is responsible for the day-to-day operation in PT Aetra Air Jakarta, including to ensure sustainable and sufficient raw water and production water, ensure the accuracy of the water metering system and a safe and healthy working environment. He also serves as an external customer communication and spokesperson of PT Aetra Air Jakarta.

He has more than 20 years of experience in the water industry, spending most of his career in PAM JAYA. He graduated with a Bachelor of Engineering majoring in Environmental Engineering from the Bandung Institute of Technology in 1988.

KEY MANAGEMENT

EDY HARI SASONO
• *President Director of PT Aetra Air Tangerang*

Mr. Sasono serves as the president director of PT Aetra Air Tangerang since September 2016 and is responsible for the establishment of PT Aetra Air Tangerang in compliance of both stakeholder and shareholder requirements.

Mr. Sasono has 30 years of experience in drinking water supply system development, and is involved in the planning, supervision, construction, and operation of drinking water supply system development, from small to large scale project like the operational of PT Thames PAM JAYA Jakarta's drinking water distribution system. He is also experienced in conducting negotiation and the preparation of "Business-to-Business" cooperation between private company (Thames Water International Pte. Ltd., UK) and PAM JAYA, as well as public-private partnership between PT Acuatico Air Indonesia and Tangerang Regency Government in developing drinking water supply and service system. Mr. Sasono graduated as a Civil Engineer from Institute of Technology Surabaya in 1986.

PRIYATNO BAMBANG HERNOWO
• *Director of PT Aetra Air Tangerang*

Mr. Hernowo serves as the director of PT Aetra Air Tangerang since September 2016 and is responsible for delivering business result through reliable-effective of water treatment plant operation, distributing drinking water supply with services excellence in order to fulfill customer requirements, as well as expanding company services, both for residential and industrial customers.

Mr. Hernowo had previously worked as parts officer trainee and warehouse section head in PT United Tractors, an operation manager in PT Pandu Siwi Sentosa, a warehouse manager in PT Mattel Indonesia, a supply chain manager in PT Thames PAM JAYA, and a procurement and GA senior manager up to strategic management office senior manager/corporate secretary in PT Aetra Air Jakarta. He graduated as a Mechanical Engineer from Gadjah Mada University.

YUNI SUPRIYANTO
• *Director of PT Moya Tangerang*
• *Director of PT Moya Makassar*

Mr. Supriyanto serves as the vice president of business development of PT Moya Indonesia in 2011 and is responsible for maintaining and developing our municipal water and waste water businesses in Indonesia. He also serves as a director of PT Moya Tangerang and PT Moya Makassar. He has over 20 years of experience in water and wastewater industry consulting and construction, working with international companies from Japan, UK and USA. He previously worked in General Electric's water business segment in Indonesia as account manager where he developed significant engineering and leadership knowledge.

Mr. Supriyanto graduated with a Bachelor of Chemical Engineering from the Bandung Institute of Technology and earned a Master of Finance degree from the Prasetiya Mulya Business School.

SJAHRUN S. SIKAR
• *Director of PT Acuatico Air Indonesia*

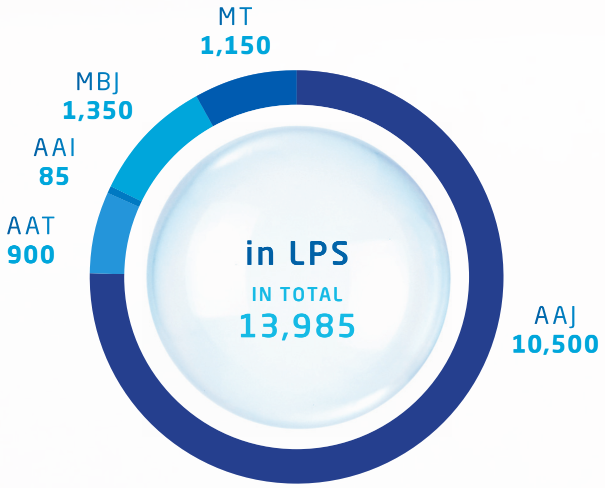
Mr. Sikar serves as the director for external relation of PT Acuatico Air Indonesia since 2010. He joined PT Aetra Air Jakarta as a human resources general manager in 2008. He has tremendous experiences in water industry before he join the Acuotico Group, working for George Fischer Pte. Ltd., Thames Water Asia Pacific, Thames PAM JAYA and PT Primatek Multindo Indonesia.

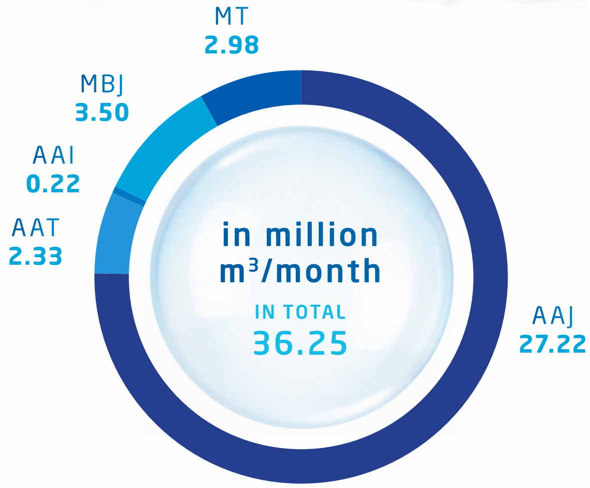
Mr. Sikar graduated from Bogor Agriculture University and received his Master of Business Administration from Paramitra Graha Management Science Institute which is affiliated with Pennsylvania State University USA.

BUSINESS & FINANCIAL REVIEWS

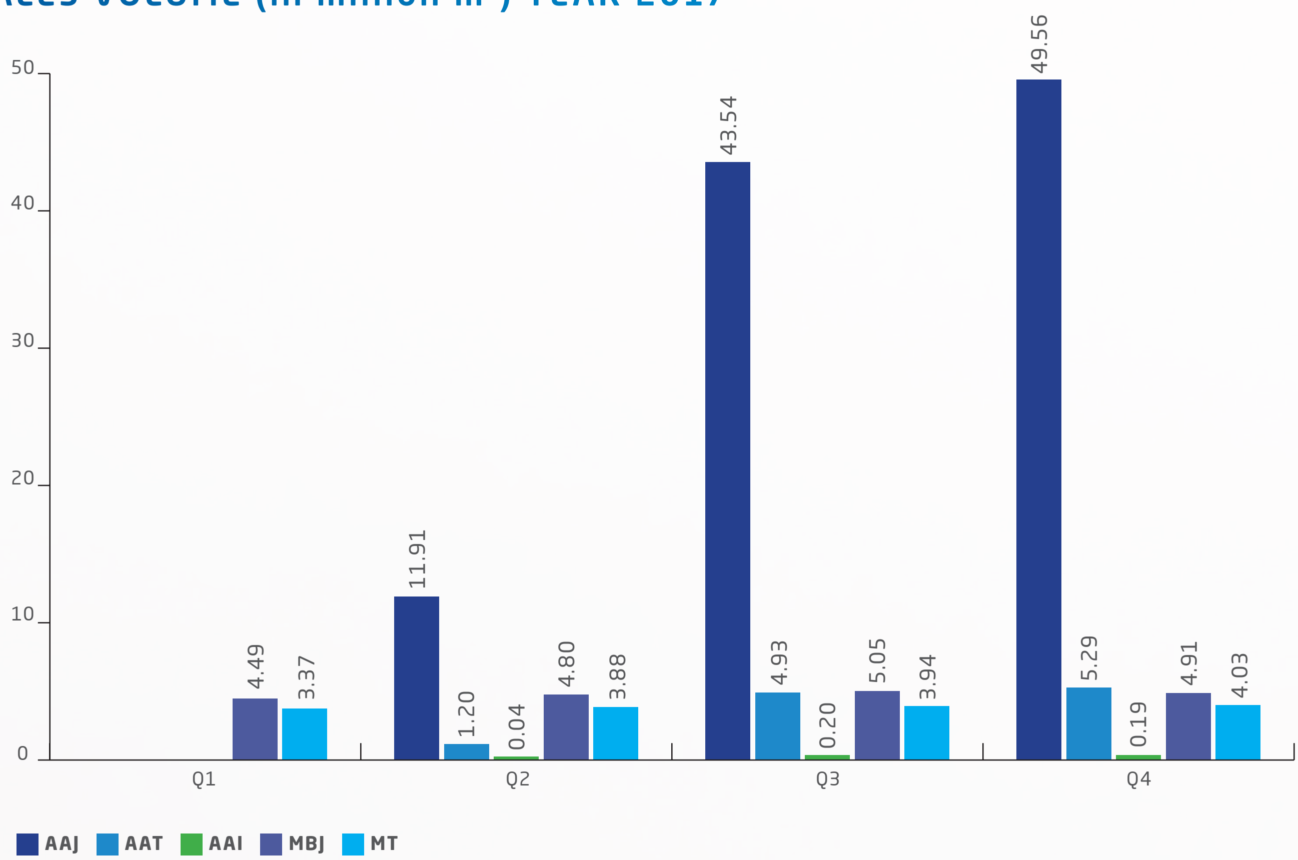
OPERATIONAL **HIGHLIGHTS**

CAPACITY

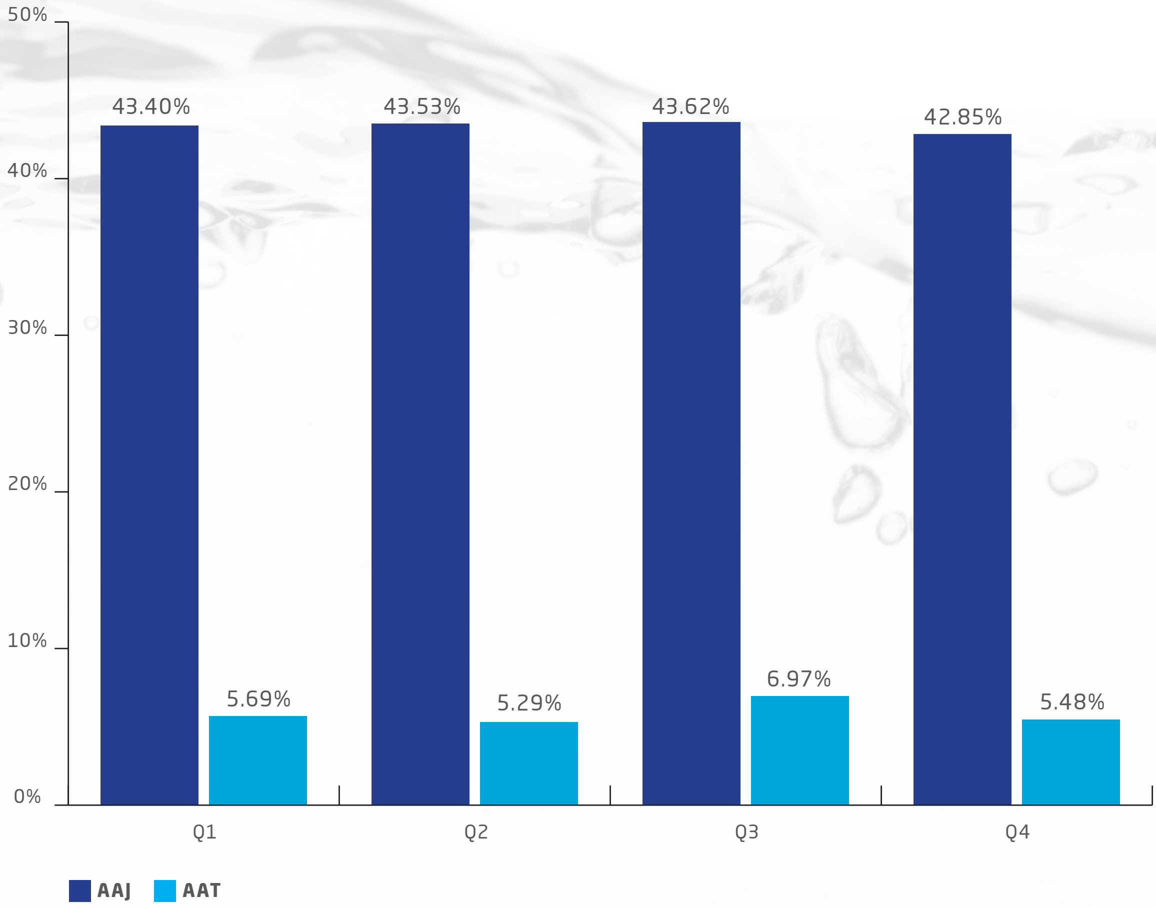




SALES VOLUME (in million m³) YEAR 2017



NRW YEAR 2017



NUMBER OF CONNECTION

CORPORATE SOCIAL **RESPONSIBILITY**

Our corporate social responsibility efforts are focused on four main areas: donations of money, food or water when it is most needed; helping people to get access to water where it is not available on a commercial basis; helping with efforts to improve conservation; and providing water education.

DONATIONS OF MONEY, FOOD OR WATER

Over the years, we have made donations in the form of money, food or water in Indonesia. We have donated food and money when natural disaster like floods or fire hit Indonesia. We have also donated to orphanages and provided medical assistance to senior citizens.

School supplies donation

Flood relief donation in Cawang, Jakarta

Flood relief donation in Garut, West Java

Fire relief donation in Duren Sawit, Jakarta

Fire relief donation in Pondok Bambu, Jakarta

Charity for orphans in Al Kairiyah Semper Barat, Jakarta

ACCESS TO WATER

We provide water in cases of natural disaster with our fleet of water trucks. We also help areas that do not have access to pipe water by installing water kiosks where people can bring jerry cans to fill up with our clean water. We also install drinking fountains at public areas such as the airport and schools.

Installation of drinking fountain in Halim Perdana Kusuma International Airport, Jakarta

CORPORATE SOCIAL **RESPONSIBILITY**

SDN 12 Pagi Sunter Agung, Jakarta

SDN 09 Pagi Sunter Jaya, Jakarta

CONSERVATION AND EDUCATION

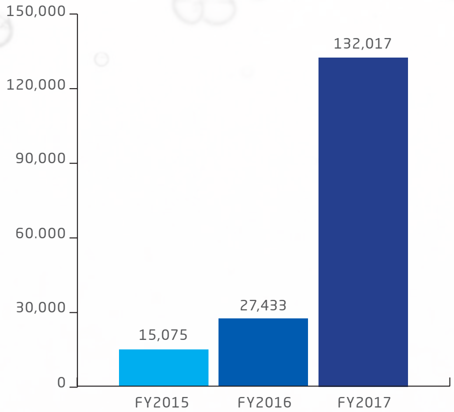
Our efforts towards conservation are water-related. We help with cleaning our water sources like rivers and canals, improving catchment areas by planting trees near rivers and canals to improve the quality of the raw water that we use. We also go to schools to educate about water and conservation as well as inviting schools to visit our treatment plants.

Water education talk show in Cilandak, Jakarta

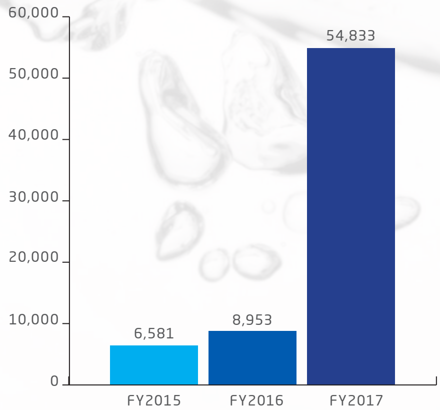
Tree planting on West Tarum Canal banks, West Java

FINANCIAL HIGHLIGHTS

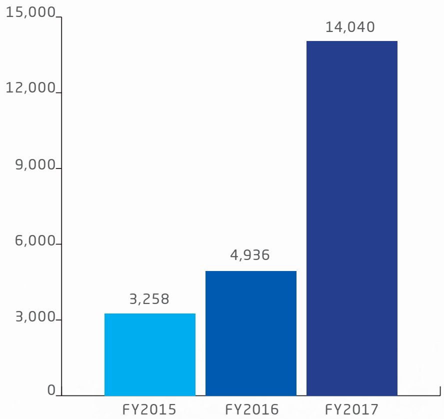
REVENUE (S$'000)



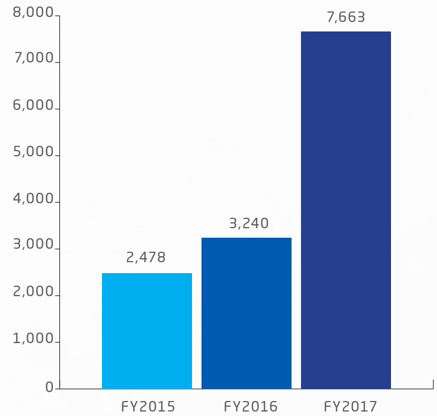
GROSS PROFIT (S$'000)



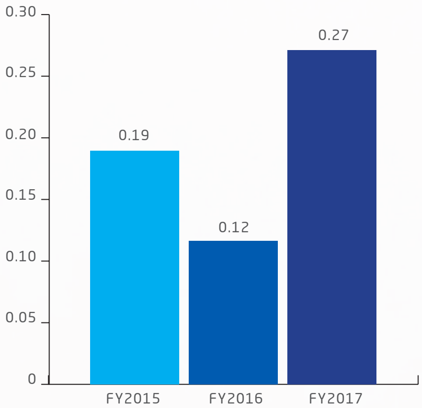
PROFIT BEFORE INCOME TAX (S$'000)



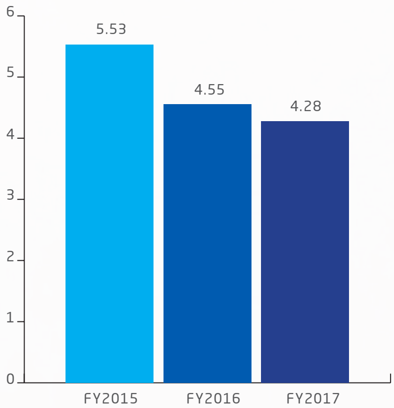
NET PROFIT (S$'000)



EARNINGS PER SHARE (CENTS)



NET ASSET VALUE PER SHARE (CENTS)



FINANCIAL REVIEWS

Consolidated Statement of Comprehensive Income - Group	FY 2017 (S$'000)	FY 2016* (S$'000)	Change %
Revenue	**132,017**	**27,433**	**381**
Cost of sales	(77,184)	(18,480)	318
Gross profit	**54,833**	**8,953**	**512**
Administrative expenses	(25,375)	(3,465)	632
Finance costs	(18,461)	(455)	3,957
Other income/(expenses), net	3,043	(97)	N.M
Profit before income tax	**14,040**	**4,936**	**184**
Income tax expense	(6,377)	(1,696)	276
Profit for the year	**7,663**	**3,240**	**137**
Other comprehensive (loss)/income:			
Items that will not be reclassified to profit or loss:			
Re-measurements of defined benefit pension plans	(30)	72	N.M
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations	(15,376)	4,018	N.M
Other comprehensive (loss)/income for the year, net of tax	**(15,406)**	**4,090**	**N.M**
Total comprehensive (loss)/income	**(7,743)**	**7,330**	**N.M**
Profit attributable to owners of the Company	7,590	3,136	142
Profit attributable to non-controlling interests	73	104	(30)
Profit for the year	**7,663**	**3,240**	**137**
Total comprehensive (loss)/income attributable to owners of the Company	(7,817)	7,226	N.M
Total comprehensive income attributable to non-controlling interests	74	104	(29)
Total comprehensive (loss)/income	**(7,743)**	**7,330**	**N.M**

N.M - not meaningful
*Restated

Consolidated Statement of Financial Position - Group	As at 31 December 2017 (S$'000)	As at 31 December 2016* (S$'000)
Total non-current assets	445,793	69,737
Total current assets	155,089	70,903
Total assets	**600,882**	**140,640**
Total equity	119,764	127,507
Total non-current liabilities	89,811	9,425
Total current liabilities	391,307	3,708
Total liabilities	**481,118**	**13,133**
Total equity and liabilities	**600,882**	**140,640**

*Restated

PROFITABILITY ANALYSIS

REVENUE

The Group's revenue for the financial year ended 31 December ("FY") 2017 increased significantly by S$104.6 million to S$132.0 million, from S$27.4 million in FY2016. The increase was mainly attributable to (i) inclusion of water sales of S$80.9 million from Acuatico Pte. Ltd. and its subsidiaries (the "Acuatico Group"), following the completion of the Group's acquisition of the Acuatico Group on 8 June 2017 (the "Acuatico Acquisition"); and (ii) higher percentage of completion achieved for the construction revenue of the build-operate-transfer ("BOT") projects in Indonesia.

GROSS PROFIT

In line with the increase in revenue, gross profit of the Group increased by S$45.9 million, from S$9.0 million in FY2016 to S$54.8 million in FY2017, largely due to the inclusion of the water sales from the Acuatico Group. This also resulted in an increase of the Group's gross profit margin from 32.6% in FY2016 to 41.5% in FY2017.

ADMINISTRATIVE EXPENSES

Administrative expenses of the Group increased by S$21.9 million to S$25.4 million in FY2017, from S$3.5 million in FY2016. The increase was mainly due to the inclusion of employee related expenses, office expenses and professional fees from the Acuatico Group.

FINANCE COST

Finance cost increased by S$18.0 million, from S$0.5 million in FY2016 to S$18.5 million in FY2017, mainly due to interest expense of the new bank loan of US$275 million ("Acquisition Loan") obtained by the Group in connection with the Acuatico Acquisition in June 2017.

OTHER INCOME/(EXPENSES), NET

The Group recorded other income of S$3.0 million in FY2017, as compared to other expenses of S$0.1 million in FY2016. The increase was mainly due to interest income from the time deposit of the Acuatico Group of S$2.6 million and foreign exchange gain of S$0.7 million. The increase was partially offset by acquisition-related expenses of S$1.5 million in respects of the Acuatico Acquisition.

FINANCIAL REVIEWS

INCOME TAX EXPENSE

Income tax expense increased by S$4.7 million, from S$1.7 million in FY2016 to S$6.4 million in FY2017, due to the inclusion of the Acuatico Group's income tax expense and deferred tax provided for financial income on the financial assets in FY2017, as compared to FY2016.

EXCHANGE DIFFERENCES ON TRANSLATING FOREIGN OPERATIONS, NET OF TAX

The Group experienced currency translation differences from the consolidation of its foreign operations as the reporting currency of the Group's consolidated financials is in SGD.

The Group recognized S$15.4 million currency translation loss in FY2017. This was mainly due to the depreciation of IDR against SGD in FY2017.

FINANCIAL POSITION ANALYSIS

CURRENT ASSETS

The Group's current assets increased by S$84.2 million or 118.8%, from S$70.9 million as at 31 December 2016 to S$155.1 million as at 31 December 2017. This was mainly due to the inclusion of the acquired current assets of the Acuatico Group (comprising inventories of S$4.2 million, trade and other receivables of S$36.7 million and cash and cash equivalents of S$71.2 million), partially offset by a decrease in cash and cash equivalent in the Group (excluding the Acuatico Group) by S$32.7 million.

NON-CURRENT ASSETS

The Group's non-current assets increased by S$376.1 million or 539%, from S$69.7 million as at 31 December 2016 to S$445.8 million as at 31 December 2017. The increase was mainly due to (i) the inclusion of the acquired non-current assets of the Acuatico Group, comprising plant and equipment of S$23.7 million, intangible assets of S$264.4 million, and deferred tax assets of S$5.3 million; (ii) an increase in the recognition of financial assets of S$20.8 million arising from service concession arrangements (in accordance with INT FRS 112) for the BOT projects in Indonesia; and (iii) goodwill of S$62.2 million arising from the Acuatico Acquisition.

CURRENT LIABILITIES

The Group's current liabilities increased by S$387.6 million, from S$3.7 million as at 31 December 2016 to S$391.3 million as at 31 December 2017. This was due to the Acquisition Loan amounting to S$363.9 million as at 31 December 2017, as well as the inclusion of the acquired current liabilities from the Acuatico Group (comprising provision arising from service concession arrangements of S$0.6 million, and trade and other payables of S$21.8 million). The Acquisition Loan was subsequently partially repaid in January 2018 as the Group had, in January 2018, obtained new term loans with maturity of 5 and 10 years.

NON-CURRENT LIABILITIES

The Group's non-current liabilities increased by S$80.4 million or 855.3%, from S$9.4 million as at 31 December 2016 to S$89.8 million as at 31 December 2017. This was due to (i) an increase in non-current borrowings of S$21.7 million from loan facility drawdown to finance the BOT Projects in Indonesia; (ii) an increase in deferred tax liabilities of S$34.0 million which relates to financial assets model from service concession arrangements; and (iii) the inclusion of the acquired non-current liabilities of the Acuatico Group, comprising provisions from employee benefits of S$13.6 million and provision arising from service concession arrangements of S$11.2 million.

WORKING CAPITAL

The Group reported a negative working capital of S$236.2 million as at 31 December 2017, as compared to positive S$67.2 million as at 31 December 2016, mainly due to the Acquisition Loan. As noted above, the Acquisition Loan was subsequently partially repaid in January 2018 as the Group had, in January 2018, obtained new term loans with maturity of 5 and 10 years.

CASH FLOW ANALYSIS

Net cash flows generated from operating activities in FY2017 was S$10.2 million. These arose mainly due to receipts from customers of S$94.0 million, partially offset by payment of construction cost related to the BOT projects and water supply concessions in Indonesia of S$31.6 million, payment of corporate income tax of S$6.2 million, and disbursements made to the suppliers, directors and employees of S$46.1 million.

Net cash flow used in investing activities in FY2017 was S$314.2 million, attributable to costs incurred in relation to the Acuatico Acquisition of S$314.3 million and purchase of fixed assets and other non-current assets of S$4.5 million, partially offset by interest received of S$4.6 million.

Net cash flow from financing activities in FY2017 was S$346.8 million, attributable to proceeds from the Acquisition Loan of S$462.6 million, partially offset by repayment of bank loan of S$100.0 million, and interest and finance cost paid of S$15.2 million.

Consolidated Statement of Cash Flow - Group	As at 31 December 2017 (S$'000)	As at 31 December 2016* (S$'000)
Cash flows provided from/(used in) operating activities	10,150	(15,911)
Cash flows used in investing activities	(314,234)	(147)
Cash flows provided from financing activities	346,824	49,741
Net increase in cash and cash equivalents	42,740	33,683
Cash and cash equivalents at beginning of year	63,071	28,030
Net effect of exchange rate changes in cash	(8,890)	1,358
Cash and cash equivalents at end of year	96,921	63,071

*Restated

CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE REPORT

The board of directors (the "Board" or the "Directors") of Moya Holdings Asia Limited (the "Company", and together with its subsidiaries, the "Group") is committed to maintaining a high standard of corporate governance within the Group by complying with the principles and guidelines of the Singapore Code of Corporate Governance 2012 ("Code"). This establishes and maintains a legal and ethical environment in the Group to preserve the interests of all shareholders of the Company ("Shareholders").

This corporate governance report describes the Group's corporate governance practices with specific reference to the Code. The Board confirms that, for the financial year ended 31 December ("FY") 2017, the Group has generally adhered to the principles and guidelines set out in the Code. Where there are deviations from the Code, appropriate explanations are provided in this report.

BOARD MATTERS

Principle 1: The Board's Conduct of Affairs

Every company should be headed by an effective Board to lead and control the company. The Board is collectively responsible for the long-term success of the company. The Board works with Management to achieve this objective and Management remains accountable to the Board.

Principal Duties of the Board

The principal functions of the Board, apart from its statutory responsibilities, include the following:

- Guiding the formulation of the Group's overall long-term strategic objectives and directions;
- Overseeing the process of evaluating the adequacy of internal controls, risk management, financial reporting and compliance;
- Approving corporate restructuring matters, major investment and divestment proposals, material acquisitions and disposals of assets, major corporate policies on key areas of operations, commitments to term loans and lines of credit from banks and financial institutions, annual budget, approval of annual reports and financial statements, convening of shareholders' meetings, dividend payment, the release of the Group's quarterly and full year results and interested person transactions of a material nature;
- Overseeing the business and affairs of the Group, establishing with the management of the Group ("Management") the strategies and financial objectives to be implemented and monitoring the performance of the Management;
- Assuming responsibility for corporate governance;
- Determining the Group's values and standards including ethical standards; and
- Considering sustainability issues including environmental and social factors in the formulation of the Group's strategies.

The Directors objectively discharge their duties and responsibilities at all times as fiduciaries and make decisions in the interests of the Company.

Matters Requiring Board's Approval

The Group has adopted a set of approving authority limits, setting out the level of authorization required for specified corporate events and/or actions, including those that require the Board's approval. These include but are not limited to, the following:

- Annual budget;
- Quarterly and full year results announcements;
- Annual report and financial statements;
- Major acquisitions/disposals; and
- Strategic plans.

CORPORATE GOVERNANCE REPORT

Delegation by the Board

The Board has delegated specific responsibilities to 3 committees, namely, the Audit Committee ("AC"), the Remuneration Committee ("RC") and the Nominating Committee ("NC") (collectively, the "Board Committees") to assist in the execution of its responsibilities. Each Board Committee has its own written terms of reference, which clearly set out the objectives, duties, powers, responsibilities and qualifications for committee membership. While the Board Committees have the authority to examine particular issues and will report back to the Board with their decisions and/or recommendations, the ultimate responsibility and decision on all matters still lies with the Board.

Attendance at Board and Board Committees Meetings

The Board conducts Board meetings at least 4 times a year to approve the quarterly and full year results announcements and to oversee the business affairs of the Group. Additional meetings for particular matters will be convened as and when they are deemed necessary. Physical meetings are held and the Company's constitution (the "Constitution") allows for Board meetings to be conducted by way of teleconference or videoconference. The Board and Board Committees may also make decisions by way of circulating resolutions.

During FY2017, the number of meetings held (excluding additional informal meetings) and the attendance of each Director at the Board and Board Committees meetings are tabulated below:

Board/Board Committees	Board	Audit Committee	Remuneration Committee	Nominating Committee
Number of meetings held	**4**	**4**	**1**	**1**
Directors	**Attendance**			
Low Chai Chong	4	4	1	1
Mohammad Syahrial	4	-	-	-
Irwan A. Dinata	4	-	-	1
Simon A. Melhem	4	-	-	-
Ziyad Fekri Z. Omar	4	4	1	-
Hwang Kin Soon Ignatius	4	4	1	1

Minutes of all Board and Board Committees meetings will be circulated to the Board so that Directors are aware of and kept updated as to the proceedings and matters discussed during the respective meetings.

Board Orientation and Training

When a new Director is to be appointed, the Company will provide a formal letter to the Director, setting out his duties and obligations. Such Directors are given appropriate briefings, when they are first appointed to the Board, on the Group's history and core values, business and organization structure, its strategic direction and corporate governance practices as well as industry-specific knowledge. Familiarization visits, including that of overseas plants and operations, are organized, if necessary, to facilitate a better understanding of the Group's operations.

The Company is responsible for arranging and funding the training of Directors. The Directors will receive, from time to time, further relevant training, particularly on applicable new laws and regulations, including directors' duties and responsibilities, corporate governance and developing trends, insider trading and financial reporting standards so as to enable them to properly discharge their duties as Board or Board Committee members. New releases issued by the SGX-ST and the Accounting and Corporate Regulatory Authority which are relevant to the Directors are regularly circulated to the Board by the Joint Company Secretaries. The latter also regularly informs the Directors of upcoming conferences and seminars relevant to their roles as Directors of the Company. Annually, the external auditors update the AC and the Board on the new and revised financial reporting standards that are applicable to the Company or the Group.

Principle 2: Board Composition and Guidance

There should be a strong and independent element on the Board, which is able to exercise objective judgement on corporate affairs independently, in particular, from Management and 10% shareholders[(1)]. No individual or small group of individuals should be allowed to dominate the Board's decision making.

Board Independence

The Board comprises six (6) Directors, two (2) of whom are considered independent by the Board. There is a strong and independent element on the Board, with Non-Executive Independent Directors constituting one-third of the Board. The roles of the Chairman and the Chief Executive Officer ("CEO") are assumed by different persons. As at the date of this report, the composition of the Board and Board Committees are as follows:

Name of Directors	Designation of Board Members	Board Committee Membership		
		Audit Committee	Nominating Committee	Remuneration Committee
Low Chai Chong	Chairman and Non-Executive Lead Independent Director	Chairman	Member	Member
Mohammad Syahrial	Chief Executive Officer	-	-	-
Irwan A. Dinata	Managing Director	-	Member	-
Simon A. Melhem	Executive Director	-	-	-
Ziyad Fekri Z. Omar	Non-Executive Non-Independent Director	Member	-	Member
Hwang Kin Soon Ignatius	Non-Executive Independent Director	Member	Chairman	Chairman

The criterion of independence is based on the guidelines provided in the Code. The Board considers an "independent" Director as one who has no relationship with the Company, its related corporations, its 10% Shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgement with a view to the best interests of the Group.

The independence of each Director is assessed and reviewed annually by the NC. The NC adopts the Code's definition of what constitutes an independent director in its review. The NC has reviewed the independence declaration of the Independent Directors and is satisfied as to the independence of the Independent Directors. None of the Independent Directors has served on the Board beyond 9 years from the date of his or her first appointment.

None of the Independent Director has been appointed as director to the Company's principal subsidiaries.

The interests in shares and share options held by each Director in the Company are set out in the "Directors' Statement" section of this Annual Report. Save for their individual and deemed interests in the shares of the Company, none of the Directors or any of their immediate family members is related to any other Director or a 10% Shareholder.

Board Composition and Size

The Board's composition, size and balance are reviewed annually by the NC to ensure that the Board has the appropriate mix of expertise and experience for effective decision-making, taking into account the scope and nature of the operations of the Company and the Group. The NC has reviewed the size and composition of the Board and Board Committees and is of the opinion that they are of an appropriate size for effective decision-making. The NC opined that no individual or small group of individuals dominates the Board's decision-making process.

The Board has the appropriate mix of expertise and experience, and collectively possesses the necessary core competencies for effective functioning and informed decision-making. The Board noted that gender diversity on the board of directors is also one of the recommendations under the Code to provide an appropriate balance and diversity. Although there is currently no female Director appointed to the Board of Directors, the Board does not rule out the possibility of appointing a female Director if a suitable candidate is nominated for the Board's consideration. Each Director has been appointed based on the strength of his calibre, experience and stature and is expected to bring a valuable range of experience and expertise to contribute to the development of the Group's strategy and performance of its business.

[(1)] The term "10% shareholder" shall refer to a person who has an interest or interests in one or more voting shares in the Company and the total votes attached to that share, or those shares, is not less than 10% of the total votes attached to all the voting shares in the Company. "Voting shares" exclude treasury shares.

CORPORATE GOVERNANCE REPORT

Meeting of Directors without the Management

The Non-Executive Directors communicate regularly to discuss matters such as the Group's financial performance and corporate governance measures and provide constructive advice and guidance on directions in relation to the Group's business strategies. They also review performance of the Management in achieving agreed goals and objectives and monitor the reporting of performance. Where necessary, the Non-Executive Directors meet and discuss on the Group's affairs without the presence of the Management.

Principle 3: Chairman and Chief Executive Officer

There should be a clear division of responsibilities between the leadership of the Board and the executives responsible for managing the company's business. No one individual should represent a considerable concentration of power.

Separation of the role of the Chairman and the CEO

The roles of the Chairman and the CEO are separate to ensure a clear division of responsibilities, increased accountability and greater capacity of the Board for independent decision-making. The Chairman and the CEO are not related. The division of responsibilities and functions between the two has been demarcated with the concurrence of the Board.

The Chairman is primarily responsible for overseeing the working of the Board. In addition, he also ensures that each member of the Board and the Management works well together with integrity and competency. The Chairman, with the assistance of the Joint Company Secretaries and the Chief Financial Officer ("CFO"), schedules the Board and Board Committee meetings as and when required and sets the agenda (in consultation with the CEO) for Board and Board Committee meetings. In addition, the Chairman ensures that quality, accuracy and timeliness of information flow are maintained between the Board and the Management. The Chairman encourages constructive relations between the Board and the Management and between the CEO and the Non-Executive Directors. The Chairman also takes a leading role in ensuring the Group's compliance with corporate governance guidelines.

The CEO is primarily responsible for leading the development and execution of the Group's short and long term strategies and business plans and ensures that the Group is properly organized and staffed, assesses the principal risks of the Group and ensures effective internal controls and risk management systems are in place.

Lead Independent Director

As recommended by the Code, the Board has appointed Mr. Low Chai Chong as the Lead Independent Director to coordinate and to lead the Non-Executive Directors to provide a non-executive prospective and contribute to a balance of viewpoints on the Board. Shareholders with serious concerns that could have a material impact on the Group, for which contact through the normal channels of the CEO and the CFO have failed to resolve or is inappropriate, shall be able to contact the Lead Independent Director (i.e. Mr. Low Chai Chong) or any of the AC members.

The Independent Directors meet at least once annually without the presence of the Executive Directors and the Management.

Principle 4: Board Membership

There should be a formal and transparent process for the appointment and re-appointment of directors to the Board.

Nominating Committee

The NC comprises three (3) members, two (2) of whom, including the NC Chairman, are independent Directors. During FY2017, the NC comprises:

Hwang Kin Soon Ignatius	(Chairman)
Low Chai Chong	(Member)
Irwan A. Dinata	(Member)

The terms of reference of the NC are as follows:

- Recommend the appointment and re-appointment of Directors;
- Review annually the independence of each Director, and ensure that the composition of the Board complies with the Code;
- Where a Director has multiple board representations, the NC has to decide whether the Director is able to and has been adequately carrying out his duties as a Director of the Company;
- Decide how the Board's performance may be evaluated and propose objective performance criteria to assess the effectiveness of the Board; and
- Perform assessment of the effectiveness of the Board as a whole and the contribution of individual Directors.

Review of Directors' Independence

The NC reviews annually the independence declarations made by the Independent Directors based on the criterion of independence under the guidelines provided in the Code. For FY2017, the NC has ascertained the independence status of the Independent Directors and also reviewed the tenure served by each Independent Director. The NC is of the view that the Independent Directors, namely, Mr. Low Chai Chong and Mr. Hwang Kin Soon Ignatius, both of whom were appointed on Board since FY2013, are independent and there is no conflict between their tenure and their abilities to discharge the role. The Independent Directors do not have any relationships including immediate family relationships with the other Directors, the Company, its related corporations, its 10% Shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of their independent business judgement in the best interests of the Company.

Directors' Time Commitment

When a Director has multiple board representations, the NC considers whether or not the Director is able to and has adequately carried out his duties as a director of the Company. The NC will determine annually whether each Director with multiple board representations and principal commitments outside of the Group is able to and has been adequately carrying out his duties as a Director. The NC will also take into account the attendance of the Directors at the Board or Board Committee meetings, results of the assessment of the effectiveness of the Board as a whole, the Board Committees, and the respective Directors' actual conduct on the Board and the Board Committees, in making its determination. The NC is satisfied that sufficient time and attention are being given by the Directors to the affairs of the Company, notwithstanding that some of the Directors have multiple board representations. To ensure the effectiveness of the Board as a whole and that the Directors are able to give sufficient time and attention to the affairs of the Company and adequately carried out their duties as directors of the Company, the NC has determined that the maximum number of directorships in listed companies which any Director may hold is six (6). For FY2017, all Directors have complied with this requirement.

Rotation and Re-election of Directors

Under the Company's Constitution, all Directors (except the Managing Director) are required to submit for re-nomination and re-election at least once every three (3) years by rotation. The Company's Constitution provides that one-third of the Board or the number nearest to one-third is to retire by rotation at every annual general meeting of the Company ("AGM"). All newly appointed Directors during the year are also required to retire by rotation and submit themselves for re-election at the next AGM following their appointment. Each member of the NC is required to abstain from voting, approving or making a recommendation on any resolutions of the NC in which he has a conflict of interest in the subject matter under consideration.

In its deliberations on the re-election and re-appointment of existing Directors, the NC takes into consideration the relevant Director's competency, commitment, contribution and performance (including, if applicable, his contribution and performance as a Director). The assessment parameters include attendance record, preparedness, intensity of participation and candour at meetings of the Board and Board Committees as well as the quality of input and contributions.

CORPORATE GOVERNANCE REPORT

For the forthcoming AGM, Mr. Mohamad Syahrial and Mr. Hwang Kin Soon Ignatius will be retiring pursuant to Article 93 of the Company's Constitution respectively. Both of them, being eligible for re-election, have offered themselves for re-election at the forthcoming AGM. Upon re-election, Mr. Mohammad Syahrial and Mr. Hwang Kin Soon Ignatius will remain as Directors of the Company. As a Chairman of the NC, Mr. Hwang Kin Soon Ignatius has abstained from voting on any resolutions in respect of the assessment of his own performance for re-appointment as a Director.

The NC has recommended the re-election of the retiring Directors and the Board has accepted the NC's recommendations. Please refer to the notice of AGM for the resolutions put forth in relation to their respective re-elections.

Selection and Appointment of New Directors

The NC, in consultation with the Board, determines the selection criteria and identifies candidates with the appropriate expertise and experience which will enhance the overall effectiveness of the Board. The NC will conduct initial assessment of the candidate's qualifications and experience before making its recommendations to the Board.

The dates of appointment and last re-election of the Directors are set out below:

Name of Director	Board appointment	Date of first appointment	Date of last re-election	Board Committees served	Directorships or chairmanships both present and held over the preceding 3 years in other listed companies and other principal commitments
Low Chai Chong	Non-Executive and Lead Independent	6 March 2013	28 April 2017	Chairman of the Board and the AC, and member of the RC and the NC	**Other principal commitment** Senior Partner at Dentons Rodyk & Davidson LLP **Present Directorships** Pollux Properties Limited **Past Directorships** None
Mohammad Syahrial	Executive	17 March 2015	29 March 2016 (to be re-elected at the forthcoming AGM)	Nil	**Other principal commitment** None **Present Directorships** None **Past Directorships** None
Irwan A. Dinata	Executive	17 March 2015	29 March 2016	Member of the NC	**Other principal commitment** None **Present Directorships** None **Past Directorships** PT Magna Finance Tbk
Simon A. Melhem	Executive	6 March 2013	28 April 2017	Nil	**Other principal commitment** None **Present Directorships** None **Past Directorships** None

Name of Director	Board appointment	Date of first appointment	Date of last re-election	Board Committees served	Directorships or chairmanships both present and held over the preceding 3 years in other listed companies and other principal commitments
Ziyad Fekri Z. Omar	Non-Executive and Non-Independent	6 March 2013	29 April 2016	Member of the AC and the RC	**Other principal commitment** Director and Chief Executive Officer at Gulf One Investment Bank B.S.C (c) **Present Directorships** None **Past Directorships** None
Hwang Kin Soon Ignatius	Independent	9 January 2013	29 April 2016 (to be re-elected at the forthcoming AGM)	Chairman of the NC and the RC, and member of the AC	**Other principal commitment** Managing Director at Squire Patton Boggs, Singapore LLP **Present Directorships** None **Past Directorships** China Environment Limited

The Board does not have any alternate Directors.

Information on Directors

Information required in respect of the academic and professional qualification is set out in the "Board of Directors" section of this Annual Report.

Information on the interests of Directors who held office at the end of the financial year in shares, debentures and share options in the Company and its related corporations (other than the wholly-owned subsidiaries) are set out in the "Directors' Statement" section of this Annual Report.

Principle 5: Board Performance

There should be a formal annual assessment of the effectiveness of the Board as a whole and its board committees and the contribution by each director to the effectiveness of the Board.

The Board and the NC have used their best efforts to ensure that Directors appointed to the Board, whether individually or collectively, possess the background, experience, knowledge in the business, competencies in finance and management skills critical to the Group's business. The Board and the NC have also ensured that each Director, with his contributions, brings to the Board an independent and objective perspective to enable sound, balanced and well-considered decisions to be made.

The NC is responsible for establishing a review process to assess the performance and effectiveness of the Board as a whole, as well as to assess the contribution of each of the Directors to the overall effectiveness of the Board.

Board and Board Committee evaluation and self-assessment forms are disseminated to all Directors to seek their views on the various aspects of the Board's performance so as to assess the overall effectiveness of the Board. These performance criteria in the forms do not change from year to year, and where circumstances deem it necessary for any of the criteria to be changed, the onus will be on the Board to justify the change. The NC is of the view that the primary objective of the assessment exercise is to create a platform for the Board members to encourage feedback on the Board's strengths and shortcomings with a view to strengthening the effectiveness of the Board as a whole. The responses are reviewed by the NC before presenting to the Board for discussion and determining areas for improvement and enhancement of the Board's effectiveness.

The review of each Director and the Board's performance is undertaken collectively by the Board and the NC annually on a continual basis, without the engagement of external facilitator(s). The criteria taken into consideration by the Board and the NC include the value of contribution to the development of strategy, the degree of preparedness, industry and business knowledge and experience each director possess which are crucial to the Group's business. Each member of the NC shall abstain from voting on any resolutions in respect of the assessment of his performance or re-nomination as a Director.

For FY2017, the Board (i) is satisfied that each Director has allocated sufficient time and resources to the affairs of the Company, notwithstanding that some Directors have multiple board representations; and (ii) is of the view that the performance of the Board as a whole and the contribution of each Director to the effectiveness of the Board and Board Committees has been satisfactory.

CORPORATE GOVERNANCE REPORT

Principle 6: Access to Information

In order to fulfil their responsibilities, directors should be provided with complete, adequate and timely information prior to board meetings and on an on-going basis so as to enable them to make informed decisions to discharge their duties and responsibilities.

The Management is required to provide adequate and timely information to the Board on the Group's affairs and issues that require the Board's decision as well as on-going reports relating to the operational and financial performance of the Group. Where a physical Board meeting is not possible, timely communication with members of the Board is effected through other means, e.g. electronic mail and tele-conferencing. Alternatively, the Management will arrange to personally meet and brief each Director before seeking the Board's approval on a particular issue. Any requests by the Directors for further explanations, briefings or informal discussions on any aspect of the Group's operations are always facilitated expeditiously.

The members of the Board in their individual capacity have access to complete information on a timely basis in the form and quality necessary for the discharge of their duties and responsibilities. Prior to the Board and Board Committee meetings, all members of the Board and Board Committees are provided with the relevant documents and information to enable them to obtain a comprehensive understanding of the issues to be deliberated upon as well as to enable them to arrive at an informed decision. In the furtherance of its duties, the Board may obtain independent advice from external professionals and such costs are to be borne by the Company. This enhances the Board's ability to discharge its functions and duties.

The Board has direct and unrestricted access to the Company's records and information. The Board also has separate and independent access to the Management and the Joint Company Secretaries. At least one of the Joint Company Secretaries attend all Board and Board Committee meetings, and is responsible for ensuring that the Board and Board Committee meetings procedures are followed and that applicable rules, acts and regulations are complied with. Under the direction of the Chairman, the Company Secretaries' responsibilities also include ensuring good information flows within the Board and its Board Committees and between the Management and Non-Executive Directors, advising the Board on all governance matters, as well as facilitating orientation and assisting with professional development as required.

Appointment and the removal of the Company Secretaries is a matter for consideration as a whole for the Board.

REMUNERATION MATTERS

Principle 7: Procedures for Developing Remuneration Policies

There should be a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual directors. No director should be involved in deciding his own remuneration.

Remuneration Committee

The RC comprises three (3) members, two (2) of whom, including the RC Chairman, are Independent Directors. All of the RC members are Non-Executive Directors.

During FY2017, the RC comprises:

Hwang Kin Soon Ignatius	(Chairman)
Low Chai Chong	(Member)
Ziyad Fekri Z. Omar	(Member)

The terms of reference of the RC are as follows:

• Recommend to the Board, a framework of remuneration for the Executive Directors and other key members of the Management;
• Determine specific remuneration packages for each Executive Director;
• Review and recommend to the Board, the terms of renewal of the service agreements of the Executive Directors;
• Determine targets for any performance related pay schemes operated by the Company; and
• Administer the Moya Holdings Asia Limited Employee Share Option Scheme ("ESOS") in accordance with the rules of the ESOS.

Procedure for setting Remuneration

Each of the Executive Directors' remuneration package is decided based on his service agreement. Non-Executive Directors are paid annual directors' fees of an agreed amount and these fees are subject to Shareholders' approval at the AGM. Non-Executive Directors are also eligible for the ESOS.

The RC will review and recommend to the Board any bonuses, pay increments and/or promotions for the Directors and key management personnel. The RC also reviews the Group's obligations arising in the event of termination of any Executive Directors' and key management personnel's contracts of services to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous. The RC aims to be fair and avoid rewarding poor performance. The RC's recommendations are submitted for endorsement by the Board.

No Directors is involved in the deliberations in respect of any remuneration, compensation, options or any form of benefits to be granted to him, except for providing information and documents specifically requested by the RC to assist it in its deliberations.

If necessary and when required, the RC has access to appropriate expert advice in the field of executive compensation outside the Company.

No remuneration consultants were engaged by the Company in FY2017. The RC will engage professional advice in relation to remuneration matters as and when the need arises. The RC will ensure that existing relationships between the Company and its appointed remuneration consultants, if any, will not affect the independence and objectivity of the remuneration consultants. Where remuneration consultants are appointed, the Company will disclose the names and firms of the remuneration consultants in the annual remuneration report, and include a statement on whether the remuneration consultants have any such relationships with the Company.

Principle 8: Level and Mix of Remuneration

The level and structure of remuneration should be aligned with the long-term interest and risk policies of the company, and should be appropriate to attract, retain and motivate (a) the directors to provide good stewardship of the company, and (b) key management personnel to successfully manage the company. However, companies should avoid paying more than is necessary for this purpose.

The RC will ensure that the Directors are adequately but not excessively remunerated. The RC will also consider amongst other things, the Directors' responsibilities and contribution to the Company's performance and ensure that rewards are linked to corporate and individual performance.

Each of the Executive Directors does not receive director's fee and his remuneration package is based on his service agreement with the Company. The RC will review the service agreement of each of the Executive Directors as and when the service agreement is due for renewal to ensure there are no excessively long or with onerous removal clauses.

Non-Executive Directors receive annual directors' fees which are determined by the Board, in accordance with their contributions, taking into account factors such as effort and time spent for serving the Board and Board Committees. The fees are subject to approval by Shareholders at each AGM. The Company had obtained Shareholders' approval for payment of directors' fees of S$215,000 for FY2017 (with payment to be made quarterly in arrears) at the last AGM held on 28 April 2017 and the actual directors' fees paid for FY2017 were S$145,000. Directors' fees of S$215,000 for the next financial year ending 31 December 2018 (with payment to be made quarterly in arrears) are recommended by the Board and subject to the approval of Shareholders at the forthcoming AGM. The RC has assessed and is satisfied that the Independent Directors are not overly-compensated to the extent that their independence is compromised. Each member of the Remuneration Committee abstains from voting on any resolutions in respect of his remuneration package.

CORPORATE GOVERNANCE REPORT

At the moment, the Company does not use any contractual provisions to reclaim incentive components of the remuneration from the Executive Directors and key management executives in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Group. The RC, will consider, if required, whether there is a requirement to institute such contractual provision to allow the Company to reclaim the incentive components of the remuneration of the Executive Directors and key management executive paid in prior years in such exceptional circumstances.

The RC administers the ESOS in accordance with rules of the ESOS. The ESOS is intended to motivate and reward the Executive Directors, Non-Executive Directors and key management personnel and to align their interest with that of the Company. Further information on the ESOS is set out in Guideline 9 of this Corporate Governance Report, section 5 of the "Directors' Statement" as well as Note 21A to the Financial Statements of this Annual Report.

Principle 9: Disclosure on Remuneration

Every company should provide clear disclosure of its remuneration policies, level and mix of remuneration, and the procedure for setting remuneration in the company's Annual Report. It should provide disclosure in relation to its remuneration policies to enable investors to understand the link between remuneration paid to directors and key management personnel, and performance.

The remuneration policy adopted by the Group comprises fixed and variable component. The fixed component is in the form of a base salary, whereas the variable component is in the form of a variable or performance bonus that is linked to corporate performance and individual performance.

The breakdown of each Director's remuneration by percentage for FY2017 is as follows:

Name of Director	Fees (%)	Base/Fixed Salary (%)	Bonus (%)	Other Benefits (%)	Total (%)
S$250,000 to below S$500,000					
Irwan A. Dinata	0%	75%	15%	10%	100%
Below S$250,000					
Low Chai Chong	100%	0%	0%	0%	100%
Mohammad Syahrial	0%	92%	8%	0%	100%
Simon A. Melhem	0%	92%	8%	0%	100%
Ziyad Fekri Z. Omar	100%	0%	0%	0%	100%
Hwang Kin Soon Ignatius	100%	0%	0%	0%	100%

The table below shows the number of key management personnel within each band of remuneration amongst the top five (5) key management personnel for FY2017:

Remuneration Band	FY2017
S$500,000 to below S$750,000	None
S$250,000 to below S$500,000	1
Below S$250,000	4

No termination, retirement and post-employment benefits have been paid to the Directors, the CEO and the top five (5) key management personnel in FY2017.

For FY2017, the aggregate remuneration paid to the top five (5) key management personnel (who are not Directors or the CEO) was approximately S$889,000.

There are no Directors or employees who are related to one another or to any of the substantial Shareholders of the Company. No employee of the Group is an immediate family member of any Director or the CEO, and whose remuneration exceeds S$50,000.

The Code recommends that the company should fully disclose the remuneration of each individual director and the CEO on a named basis, and fully disclose the names and remuneration of at least the top five key management personnel (who are not directors or the CEO) in bands of S$250,000. The Board, on review, is of the opinion that it is in the best interests of the Group not to disclose the actual remuneration, as well as the names of the top 5 key management personnel (who are not Directors or the CEO) as such disclosure is disadvantageous to the business interest of the Group given the competitive nature of the industry and the sensitive nature of remuneration. The Board is also of the opinion that the information disclosed above would be sufficient for Shareholders to have an adequate appreciation of the Company's compensation policies and practices and therefore does not intend to issue a separate remuneration report.

The ESOS was approved by Shareholders on 3 June 2013. The ESOS complies with the relevant rules as set out in Chapter 8 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST") ("Catalist Rules"). The ESOS will provide eligible participants with an opportunity to participate in the equity of the Company and to motivate them towards better performance through increased dedication and loyalty. Details of the ESOS were set out in the circular to Shareholders dated 17 May 2013 and the "Directors' Statement" section in this Annual Report.

Please refer to section 5 of the "Directors' Statement" section and Note 21A to the Financial Statements of this Annual Report for more information on the ESOS.

The annual reviews of the compensation are carried out by the RC to ensure that the remuneration of the Executive Directors and key management personnel commensurate with their performance and that of the Company, giving due regard to the financial and commercial health and business needs of the Group. The performance of the Executive Directors/CEO (together with other key management personnel) is reviewed periodically by the RC and the Board. In structuring the compensation framework, the RC also takes into account the risk policies of the Group, the need for the compensation to be symmetric with the risk outcomes, and the time horizon of risks.

ACCOUNTABILITY AND AUDIT

Principle 10: Accountability

The Board should present a balanced and understandable assessment of the Company's performance, position and prospects.

The Board is accountable to Shareholders and always aim to provide Shareholders with a balanced and understandable analysis, explanation and assessment of the Group's financial position and prospects on a timely basis.

The Company releases the Group's financial results on a quarterly basis and other price sensitive information via SGXNET so as to provide Shareholders with balanced and accurate assessment of the Group's performance, financial positions and prospects. Financial results are reviewed by the AC before it is recommended for adoption by the Board. The financial results announcements are reviewed by the Board and the AC before being released to the public. The Board ensures all relevant regulatory compliances and updates are highlighted from time to time to ensure compliance with regulatory requirements.

The Management will provide all members of the Board with management accounts of the Group's performance, with explanatory details on its operations at least on a quarterly basis. The Board papers are circulated to the Directors prior to any Board meeting to facilitate effective discussion and decision-making. The Management also maintains regular contact and communication with the Board by various means including the preparation and circulation to all Board members of quarterly and full year financial statements of the Group. This allows the Board to monitor the Group's performance and position as well as the Management's achievements of the goals and objectives determined and set by the Board.

In line with the Catalist Rules, the Board provides a negative assurance statement to Shareholders in its quarterly financial statements announcements, confirming to the best of its knowledge that nothing had come to the attention of the Board which might render the financial statements false or misleading in any material aspect.

Each of the Directors and Executive Officers (as defined in the Catalist Rules) of the Group also signed a letter of undertaking pursuant to the amended Rule 720(1) of the Catalist Rules.

CORPORATE GOVERNANCE REPORT

Principle 11: Risk Management and Internal Controls

The Board is responsible for the governance of risk. The Board should ensure that Management maintains a sound system of risk management and internal controls to safeguard Shareholders' interests and the Company's assets, and should determine the nature and extent of the significant risks which the Board is willing to take in achieving its strategic objectives.

The Board is responsible for maintaining a sound system of internal controls to safeguard Shareholders' interests and maintain accountability of its assets. The Management reviews regularly the Group's business and operations to identify areas of significant risks and the appropriate measures to control and mitigate these risks. The Management reviews all significant policies and procedures and highlight significant matters to the Board and the AC. While no cost-effective internal control system can provide absolute assurance against lost or misstatement, the Group's internal controls and system have been designed to provide reasonable assurance that assets are safeguarded, operational controls are in place, business risks are suitably protected, proper accounting records are maintained and financial information used within the business and for publication, are reasonable and accurate.

The Company had, on 6 September 2017, engaged BDO LLP to conduct a review of internal controls of the Group subsequent to its completion of the acquisition of the entire issued and paid-up share capital of Acuatico Pte. Ltd. ("Internal Controls Review").

Based on the internal controls established and maintained by the Group and the verification of the internal controls identified from the risk and assurance framework, as well as reviews performed by the Management and the Internal Controls Review performed by BDO LLP, the Board, with the concurrence of the AC, is of the opinion that the existing controls procedures of the Group are adequate and effective in addressing financial, operational, compliance and information technology controls and risk management systems as at 31 December 2017. This is supported by assurance from the CEO and the CFO that:

(a) the financial records of the Company have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances and are in accordance with the relevant accounting standards; and

(b) they have evaluated the effectiveness of the Company's internal controls and risk management system and have discussed with the Company's external and internal auditors of their reporting points and note that there have been no significant deficiencies in the design or operation of internal controls which could adversely affect the Company's ability to record, process, summarise or report financial data.

The Board reviews the adequacy and effectiveness of the Group's risk and assurance framework, including financial, operational, compliance and information technology controls at least on an annual basis.

The Board recognizes that the system of internal controls and risk management provides reasonable but not absolute assurance that the Group will not be adversely affected by any event that could be reasonably foreseen as it works to achieve its business objectives. In this regard, the Board also notes that no system of internal controls and risk management can provide absolute assurance against the occurrence of material errors, poor judgment in decision making, human error, losses, fraud or other irregularities.

Principle 12: Audit Committee

The Board should establish an audit committee with written terms of reference which clearly set out its authority and duties.

Audit Committee

The AC comprises three (3) members, two (2) of whom, including the AC Chairman are Independent Directors. All of the AC members are Non-Executive Directors.

During FY2017, the AC comprises:

Low Chai Chong	(Chairman)
Hwang Kin Soon Ignatius	(Member)
Ziyad Fekri Z. Omar	(Member)

Roles and Responsibilities of the AC

The members of the AC, collectively, have the expertise or experience in financial management and are qualified to discharge the AC's responsibilities. The profile of the members of the AC is set out in the "Board of Directors" section of this Annual Report.

The terms of reference of the AC are as follows:
- Review the adequacy of the maintenance of accounting records;
- Review the adequacy of the Group's internal controls;
- Review the financial statements of the Company and the Group, including the quarterly and full year results and the respective announcements before the submission to the Board;
- Review the significant financial reporting issues and judgement so as to ensure the integrity of the financial statements of the Company and any formal announcements relating to the Company's performance;
- Recommend to the Board, the appointment, re-appointment or removal of external auditors and approve the remuneration and terms of engagement of the external auditors;
- Review the audit plan and the audit report in conjunction with the external auditors;
- Review the cost effectiveness of the external audit, and where the external auditor provides non-audit services to the Company, to review the nature, extent and costs of such services so as to avoid an erosion of the independence and objectivity of the external auditors; and
- Review interested person transactions to ensure that each transaction has been conducted on an arm's length basis.

The AC has the authority to investigate any matter within its terms of reference. It has full access to, and co-operation of the Management and the full discretion to invite any Director or executive officer to attend its meetings, and ensure it has reasonable resources to enable it to discharge its functions properly.

The AC meets regularly with the Management and the external auditors to review accounting, auditing and financial reporting matters so as to ensure that an effective system of control is maintained in the Group. The external auditors have unrestricted access to the AC.

The AC also meets with the external auditors and reviews the scope and results of the external audit. The AC meets with the external auditors at least annually, without the presence of the Management.

The Company had, on 24 January 2018, obtained its Shareholders' approval to appoint PricewaterhouseCoopers LLP as the auditors of the Company and its subsidiaries incorporated in Singapore. Public Accountant Tanudireja, Wibisana, Rintis and Associates, a member firm of PwC Global, has been appointed as the auditors of the Company's significant Indonesia-incorporated subsidiaries for FY2017, in place of RSM Chio Lim LLP. The AC, is satisfied that PricewaterhouseCoopers LLP, an auditing firm registered with the Accounting and Corporate Regulatory Authority, is independent and that they had also provided a confirmation of their independence to the AC. The AC had assessed the external auditors of the Company based on factors such as performance, adequacy of resources and experience of their audit engagement partners and audit team assigned to the Group's audit as well as the size and complexity of the Group. Accordingly, the AC is satisfied that Rules 712 and 715 of the Catalist Rules have been complied with and has recommended to the Board, the nomination of PricewaterhouseCoopers LLP for re-appointment as the external auditors of the Group for the current financial year ending 31 December 2018 at the forthcoming AGM.

No former partner or director of the Company's existing auditing firm has acted as a member of the AC.

CORPORATE GOVERNANCE REPORT

The AC is responsible for conducting an annual review of non-audit services provided by the external auditors to satisfy itself that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors before recommending their re-appointment to the Board.

The amount of audit and non-audit fees paid to PricewaterhouseCoopers LLP in FY2017 were S$489,168 and Nil respectively (RSM Chio Lim LLP: Nil and S$60,548 respectively). The AC has undertaken a review of all non-audit services provided by the external auditors and they would not, in the opinion of the AC, affect the independence and objectivity of the external auditors.

To keep abreast of changes to the accounting standards and issues which have a direct impact on the Group's financial statements, the AC sought updates and advice from the external auditors during the audit planning meeting and the AC meetings.

Whistle-blowing Policy

The Company has made available channels such as Company's email or fax and internal control procedures for employees and the public to raise concerns about misconducts in the Group and at the same time assure them that they will be protected from victimization for whistle-blowing in good faith. Cases that are significant are reviewed by the AC for adequacy and independence of investigation actions and resolutions. Confidentiality will be maintained to the fullest extent possible, consistent with the need to conduct adequate investigation. There were no whistle-blowing reports received in FY2017.

Activities in FY2017

In FY2017, the AC had carried out the following activities:

(a) reviewed the quarter and full-year financial statements (audited and unaudited), and recommended to the Board for approval;

(b) reviewed the adequacy and effectiveness of the Group's risk management and internal control systems;

(c) reviewed interested persons transactions;

(d) reviewed the internal audit report by BDO LLP who was commissioned for the Internal Controls Review;

(e) reviewed and approved the annual audit plan of the external auditors;

(f) reviewed and approved the internal audit plan of the internal auditors, having considered the scope of the internal audit procedures;

(g) reviewed the results of the internal audit procedures and the assistance given by the Management to the internal auditor;

(h) reviewed the annual re-appointment of the external auditors and determined their remuneration, and made a recommendation for Board's approval;

(i) met with the external auditors and internal auditors once without the presence of the Management; and

(j) reviewed all the Group's foreign exchange exposure hedging transactions.

To keep abreast of the changes in accounting standards and issues which have a direct impact on financial statements, advice is sought from the external auditors when they attend the quarterly AC meetings.

In the review of the financial statements, the AC has discussed with the Management the accounting principles that were applied and their judgment of items that might affect the integrity of the financial statements. The following significant matters impacting the financial statements were discussed with the Management and the external auditors, and were reviewed by the AC:

Matters considered	How the AC reviewed these matters and what decisions were made
Purchase price allocation ("PPA") on the acquisition of Acuatico Pte. Ltd. and its subsidiaries ("APL Group")	The AC considered the approach and methodology performed on the PPA exercise. The AC believed that the replacement cost method in relation to intangible assets relating to service concession contract does not appear reasonable which shows a significant goodwill amount against the purchase consideration. The AC reviewed the valuation method and agreed that the appropriate valuation method will be the "income approach" as the value of the service concession contract lies in its future income generation. In addition, the AC reviewed the management assessment on the separate exercise in accordance with FRS 103 on "Business Combination" resulting in an uplift in fair value of the intangible and a revised goodwill amount. The PPA exercise in relation to the acquisition of the APL Group were also an area of focus for the external auditors. The external auditors has included this item as a key audit matter in its audit report for the financial year ended 31 December 2017. Please refer to page 49 of this Annual report.
Accounting for service concession arrangement	The AC considered the approach and methodology applied to the construction service consideration and the operating service consideration by reference to their relative fair value under Financial Assets Model. In addition, the AC has reviewed the management's assessment of judgement over the assumptions and estimates used in determining the projected cost for both the construction and operation services as well as the profit margin applied over the projected costs as the fair value of the revenues are derived from these inputs. The AC agreed that the relative fair value of the construction service and operating service consideration in the Financial Asset Model of the service concession arrangement is consistent. The accounting for service concession arrangement was also an area of focus for the external auditors. The external auditors has included this item as a key audit matter in its audit report for the financial year ended 31 December 2017. Please refer to page 49 of this Annual report.

Principle 13: Internal Audit

The company should establish an effective internal audit function that is adequately resourced and independent of the activities it audits.

The Company had, on 6 September 2017, engaged BDO LLP, an independent audit firm to conduct a review of the Group's internal control processes, risk management and compliance systems subsequent to its completion of the acquisition of the entire issued and paid-up share capital of Acuatico Pte. Ltd., and report such findings and recommendations to the Management and the AC. BDO LLP performs it work in accordance with the Standards for the Professional Practice of Internal Auditing established by the Institute of Internal Auditors.

The AC is satisfied that the internal audit function is staffed with suitably qualified and experienced professionals with the relevant experience. The AC reviews the adequacy and effectiveness of the internal audit function of the Company annually.

BDO LLP conducted the internal review based on the following objectives:
• To review the effectiveness of the Group's system of internal controls to address key business and operational risks;
• To review compliance to the system of internal controls; and
• To assess whether operations are conducted in an effective and efficient manner.

The AC had reviewed the internal auditors' audit plans, its evaluation of the Group's system of internal controls, audit findings and Management's responses to address these findings, and the effectiveness of material internal controls.

CORPORATE GOVERNANCE REPORT

Principle 14: Shareholder Rights and Responsibilities

Companies should treat all shareholders fairly and equitably, and should recognise, protect and facilitate the exercise of shareholders' rights, and continually review and update such governance arrangements.

In recognition of the importance of treating all Shareholders fairly and equitably and the Shareholders' rights, the Company aims to protect and facilitate the exercise of ownership rights by all Shareholders, and continually review and update such governance arrangements.

The Company also notes that Shareholders have the right to be sufficiently informed of changes in the Group or its business which would be likely to materially affect the price or value of the Company's shares. To ensure that all Shareholders are treated fairly and equitably, the Company strives to share pertinent information in a timely manner to keep them apprised of the latest development through announcements via SGXNET. Such announcements are communicated on an immediate basis, or as soon as possible where immediate disclosure is not practicable.

The Company will ensure that Shareholders have equal opportunity to participate effectively in and vote at general meetings and brief Shareholders on the rules, including voting procedures that govern general meetings. Shareholders are informed of general meetings through the announcement released on the SGXNET and notice contained in the annual report or circulars sent to all Shareholders. These notices are also advertised in a national newspaper and posted onto the SGXNET on the day of despatch of the annual reports or circulars to Shareholders. Such notices will contain the relevant rules and procedures governing the general meetings.

Pursuant to Article 73 of the Company's Constitution, Shareholders may appoint not more than 2 proxies to attend and vote at the general meeting. When a Shareholder appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy. If no such proportion or number is specified, the first proxy may be treated as representing 100% of the shareholding and any second named proxy as an alternate to the first named. However, the Company allows Shareholders who are relevant intermediaries (as defined under Section 181(6) by the Companies Act, Chapter 50 of Singapore) to appoint more than two (2) proxies to attend and vote at the same general meeting.

Principle 15: Communication with Shareholders

Companies should actively engage their shareholders and put in place an investor relations policy to promote regular, effective and fair communication with shareholders.

It is the Company's policy that all Shareholders and the public should be equally and timely informed of all major developments that impact the Group. The Company does not practice selective disclosure.

Information is communicated to Shareholders on a timely basis and made through:

• Annual reports issued to all Shareholders;
• Announcement of quarterly and full year financial results on SGXNET;
• Disclosures on SGXNET;
• Press releases on major developments of the Company; and
• Company's website at www.moyaasia.com from which Shareholders can access information relating to the Group.

The Board regards the AGM as the principal communication channel with Shareholders, where Shareholders can take the opportunity to raise enquires pertaining to the resolutions tabled for approval and seek updates regarding affairs of the Company and its operations from the Board and the Management.

The Company has also made available other channels, such as the Company's website, email or fax, for Shareholders who are not able to attend the AGM to contribute their feedback and inputs.

Dividend Policy

The Company does not have a fixed dividend policy. The form, frequency and amount of dividends declared will take into account, inter alia, level of cash and reserves, results of operations, business prospects, capital requirements and surplus, general financial condition, contractual restrictions, and other factors as the Board may deem appropriate. No dividend is proposed in respect of the financial year under review as the Company is in the development phase for its BOT projects.

Principle 16: Conduct of Shareholder Meetings

Companies should encourage greater shareholder participation at general meetings of shareholders, and allow shareholders the opportunity to communicate their views on various matters affecting the company.

All Shareholders receive reports or circulars of the Company including notice of general meeting by post within the mandatory period. Notice of general meeting is announced through SGXNET and published in an English language newspaper within the same period.

All registered Shareholders are invited to participate and given the right to vote on resolutions at general meetings. Every matter requiring Shareholders' approval is proposed as a separate resolution. Each item of special business included in the notice of the meeting is accompanied, where appropriate, by an explanation for the proposed resolution. Proxy form is sent with notice of general meeting to all Shareholders. A Shareholder who is unable to attend the general meeting may appoint up to two (2) proxies to attend and vote on his behalf at the meeting through proxy forms deposited 48 hours before the general meeting.

All Directors, Management, Company Secretary, external auditors, legal advisors (if necessary) and the Sponsor attend all general meetings. The procedures of general meetings provide Shareholders the opportunity to ask questions relating to each resolution tabled for approval and open communication are encouraged by Shareholders with the Directors on their views on matters relating to the Company.

The Chairman of the AC, the NC and the RC will be present at the AGM to answer any question relating to the work of the Board Committees. The external auditors are also present at the AGM to address Shareholders' queries about the conduct of the audit and preparation and content of the auditors' report.

The Company Secretaries prepare minutes of Shareholders' meetings, which incorporates substantial comments and responses from the Board and the Management. These minutes are made available to Shareholders upon their request.

The Company will put all resolutions to vote by poll and detailed results showing the number of votes cast for and against each resolution and the respective percentages will be announced on SGXNET.

The Directors may, at their discretion, allow absentia-voting methods such as mail, e-mail or fax. However, as the authentication of Shareholders' identity information and other related integrity issues remain a concern, the Company has decided, for the time being, not to allow absentia-voting methods.

DEALING IN SECURITIES

Pursuant to Rule 1204(19) of the Catalist Rules, the Company has issued directive to all Directors and employees of the Group, which sets out prohibitions against dealings in the Company's securities while in possession of unpublished price sensitive information of the Group.

All Directors and employees of the Company are not allowed to deal in the Company's securities whilst in possession of unpublished price sensitive information of the Group. They are not allowed to deal in the Company's securities during the period commencing two (2) weeks before the announcement of the Company's quarterly results or one (1) month before the announcement of the Company's full year results.

In addition, the Directors and employees of the Group are advised not to deal in the Company's securities on short term considerations and are expected to observe the insider trading laws at all times even when dealing in securities within the permitted trading periods. The Board is kept informed when a Director trades in the Company's securities.

CORPORATE GOVERNANCE REPORT

INTERESTED PERSON TRANSACTIONS

The Company has established procedures to ensure that transactions with interested persons are properly reviewed, approved and reported to the AC on a timely basis, and are conducted at arm's length basis and will not be prejudicial to the interest of the Company and its minority Shareholders.

The Group does not have a general mandate from Shareholders for interested person transactions pursuant to Rule 920(1)(a)(i) of the Catalist Rules.

There were no interested person transactions in FY2017.

RISK MANAGEMENT

The Company does not have a risk management committee. The Management assumes the responsibility of the risk management function. The Management regularly assesses and reviews the Group's business and operational activities to identify areas of significant business and financial risks, and will report to the AC. Appropriate measures are implemented by the Management to address these risks.

MATERIAL CONTRACTS

There were no material contracts entered into by the Company and its subsidiaries involving the interests of any Director or substantial Shareholders either still subsisting at the end of FY2017 if not then subsisting, entered into since the end of FY2016.

CATALIST SPONSOR

With reference to Rule 1204(21) of the Catalist Rules, there were no non-sponsorship fees paid to ZICO Capital Pte. Ltd. in FY2017.

USE OF PROCEEDS

(i) Placement exercise completed in April 2015

In April 2015, the Company completed a placement exercise of 367,539,686 new shares[2] in the capital of the Company at an issue price of S$0.08 per share (the "Placement"), raising net proceeds of approximately S$29.25 million. A summary of the use of the net proceeds from the Placement is as follows:

Use of net proceeds	Allocation of net proceeds (as disclosed in the circular to Shareholders dated 20 March 2015) (S$'million)	Net proceeds utilised as at 28 February 2018[1] (S$'million)	Balance of net proceeds as at the date of this Annual Report (S$'million)
Capital expenditure requirements for the projects in Indonesia	26.40	26.40	-
General corporate and working capital requirements	2.85	2.85	-
Total	**29.25**	**29.25**	**-**

(ii) Rights Issue completed in January 2016

In January 2016, the Company completed a renounceable non-underwritten rights issue exercise, raising net proceeds of approximately S$50.13 million. A summary of the use of the net proceeds from the Rights Issue is as follows:

Use of net proceeds	Allocation of net proceeds (as disclosed in the circular to Shareholders dated 31 December 2015) (S$'million)	Net proceeds utilised as at 28 February 2018[1] (S$'million)	Net proceeds utilised from 28 February 2018 up to date of this Annual Report (S$'million)	Balance of net proceeds as at the date of this Annual Report (S$'million)
Development of the BOT projects in Indonesia	32.58	9.04	2.52	21.02
Expansion through acquisitions, joint ventures and/or strategic partnerships	15.04	15.04	-	-
General corporate and working capital requirements of the Group	2.51	0.23	0.21[2]	2.07
Total	**50.13**	**24.31**	**2.73**	**23.09**

Notes:
[1] Being the date of the Company's announcement of its unaudited financial statement for FY2017.
[2] Comprised payments of staff costs of $0.08 million, office expenses of S$0.04 million and general administrative expenses of S$0.09 million.

FINANCIAL STATEMENTS

DIRECTORS' STATEMENT

The Directors present their statement to the members together with the audited financial statements of the Group for the financial year ended 31 December 2017 and the statement of financial position of the Company as at 31 December 2017.

In the opinion of the directors,

(a) The statement of financial position of the Company and the consolidated financial statements of the Group as set out on pages 52 to 101 are drawn up so as to give a true and fair view of the financial position of the Company and of the Group as at 31 December 2017 and the financial performance, changes in equity and cash flows of the Group for the financial year covered by the consolidated financial statements; and

(b) At the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

DIRECTORS

The directors of the Company in office at the date of this statement are as follows:

- Low Chai Chong
- Mohammad Syahrial
- Irwan A. Dinata
- Simon A. Melhem
- Ziyad Fekri Z. Omar
- Hwang Kin Soon Ignatius

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, other than as disclosed under "Share options" in this statement.

DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

(a) According to the register of directors' shareholdings, none of the directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Holdings registered in name of director or nominee		Holdings in which director is deemed to have an interest	
	At 31.12.2017	At 1.1.2017	At 31.12.2017	At 1.1.2017
Moya Holdings Asia Limited (No. of ordinary shares)				
Simon A. Melhem	1,400,000	1,400,000	1,400,000	1,400,000
Ziyad Fekri Z. Omar	16,800,000	16,800,000	16,800,000	16,800,000

DIRECTORS' STATEMENT

(b) According to the register of directors' shareholdings, certain directors holding office at the end of the financial year had interests in options to subscribe for ordinary shares of the Company granted pursuant to the Share Option Scheme as set out below and under "Share options" below.

No. of unissued ordinary shares under option	
At 31.12.2017	At 1.1.2017
8,000,000	8,000,000

(c) The directors' interests in the ordinary shares and convertible securities of the Company as at 21 January 2018 were the same as those as at 31 December 2017.

SHARE OPTIONS

(a) Moya Holdings Asia Limited Employee Share Option Scheme

During the reporting year, no option to take up unissued shares of the company or other body corporate in the group was granted.

The company has an employee share option scheme known as the "Moya Holdings Asia Limited Employee Share Option Scheme" (the "MHAL ESOS"). The MHAL ESOS is administered by the company's Remuneration Committee (the "Committee") whose function is to assist the board of directors in reviewing remuneration and related matters. The Committee is responsible for the administration of the MHAL ESOS.

Under the MHAL ESOS, options to subscribe for the ordinary shares of the Company are granted to full-time employees and/or directors (both executive and non-executive, subject to the absolute discretion of the Audit Committee). Controlling Shareholders and their associates (both as defined in the SGX Listing Manual) are not eligible to participate in the MHAL ESOS.

The exercise price of the options is determined at the market price (defined as the average of the closing prices of the Company's ordinary shares as quoted on Singapore Exchange for the three market days immediately preceding the date of the grant) and/or at a discount to the market price. The aggregate number of shares over which options may be granted on any date, when added to the number of shares issued and issuable in respect of all options granted under the MHAL ESOS, shall not exceed 15% of the issued shares capital of the Company on the day preceding that date.

The vesting of the options is conditional on the key management personnel or employees completing another one year of service to the Group (for market price options) and two years of service to the Group (for discounted options). Once the options are vested, they are exercisable for a period of five years for non-executive directors and ten years for all other employees. The options may be exercised in full or in part in respect of 1,000 shares or any multiple thereof, on the payment of the exercise price. There shall be no restriction on persons to whom the options have been issued to participate in any other share option or share incentive scheme.

The following table summarises information about director share options outstanding at the end of the reporting year:

Participant	Grants in financial year ended 31.12.2017	Aggregate granted since commencement of scheme to 31.12.2017	Aggregate exercised since commencement of scheme to 31.12.2017	Aggregate outstanding as at 31.12.2017
Director of the Company				
Simon A. Melhem	--	8,000,000	--	8,000,000#

Exercise price of S$0.07. Exercise period from 24 May 2010 to 23 May 2020.

No participant has received 5% or more of the total number of the options available under the MHAL ESOS except for the above director. During the reporting year, there were no shares issued by virtue of the exercise of an option to take up unissued shares. At the end of the reporting year, there were no unissued shares under option except for those disclosed in the above paragraphs.

(b) Share options outstanding

The number of unissued ordinary shares of the Company under option in relation to the MHAL Employee Share Option Scheme outstanding at the end of the financial year was as follows:

Grant date	Exercise price outstanding	Exercise period	Number of Shares at 31 December	
			2017 '000	2016 '000
24 March 2009	5 cents	From 24 Mar 2009 to 23 March 2019	2,400	2,400
24 May 2010	7 cents	From 24 May 2010 to 23 May 2020	8,000	8,000
			10,400	10,400

AUDIT COMMITTEE

The members of the Audit Committee at the end of the financial year were as follows:
- Low Chai Chong
- Hwang Kin Soon Ignatius
- Ziyad Fekri Z. Omar

All members of the Audit Committee were non-executive directors.

The Audit Committee carried out its functions in accordance with Section 201B(5) of the Singapore Companies Act. In performing those functions, the Committee reviewed:

- The scope and the results of internal audit procedures with the internal auditor;
- The audit plan of the Company's independent auditor and any recommendations on internal accounting controls arising from the statutory audit;
- The assistance given by the Company's management to the independent auditor; and
- The balance sheet of the Company and the consolidated financial statements of the Group for the financial year ended 31 December 2017 before their submission to the Board of Directors.

The Audit Committee has recommended to the Board that the independent auditor, PricewaterhouseCoopers LLP, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

INDEPENDENT AUDITOR

The independent auditor, PricewaterhouseCoopers LLP, has expressed its willingness to accept re-appointment.

On behalf of the directors

Low Chai Chong
Director

Mohammad Syahrial
Director

12 March 2018

INDEPENDENT AUDITOR'S **REPORT**

TO THE MEMBERS OF MOYA HOLDINGS ASIA LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OUR OPINION

In our opinion, the accompanying consolidated financial statements of Moya Holdings Asia Limited ("the Company") and its subsidiaries ("the Group") and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 ("the Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2017 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date.

What we have audited

The financial statements of the Company and the Group comprise:
• The consolidated statement of comprehensive income of the Group for the year ended 31 December 2017;
• The consolidated statement of financial position of the Group as at 31 December 2017;
• The statement of financial position of the Company as at 31 December 2017;
• The consolidated statement of changes in equity of the Group for the year then ended;
• The consolidated statement of cash flows of the Group for the year then ended; and
• The notes to the financial statements, including a summary of significant accounting policies.

BASIS FOR OPINION

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

INDEPENDENCE

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

OUR AUDIT APPROACH

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the accompanying financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements for the financial year ended 31 December 2017. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

KEY AUDIT MATTERS (CONTINUED)

Key Audit Matter	How our audit addressed the Key Audit Matter
1. **Purchase price allocation ("PPA") around the acquisition of Acuatico Pte. Ltd. and its subsidiaries ("APL Group")**	
(Refer to Note 3.1(b) relating to critical accounting estimate and Note 28 of the financial statements) The Company acquired 100% equity interest in Acuatico Pte. Ltd. in June 2017 for a purchase consideration of SS$346 million made up of cash payment of S$132 million and $214 million payment of financial indebtedness of APL Group to the previous owners. As part of the PPA performed by management, this amount has been allocated to the fair value of the identifiable assets acquired and the liabilities assumed, resulting in the recognition of goodwill of S$64 million on the investment in APL Group as disclosed in Note 28C of the financial statements. We focused on the fair value of the intangible assets identified for this acquisition as the determination of the fair value requires management to apply significant judgement on the assumptions and estimates around the expected volume of water billed and collected, cost of raw water, price of water charge, operating costs and discount rate.	We involved our valuation specialists to review the valuation methodology as well as the appropriateness of the estimates and assumptions used in the calculation. We corroborated the inputs such as the expected volume of water billed and collected, cost of raw water, price of water charged, operating costs and discount rate by comparing them against historical data of the company and available industry data. Where the inputs were outside of the expected range, we undertook further procedures to understand the reason for these and where necessary, held discussion with management. Based on our audit procedures, we found management's basis for estimating the fair value of intangible assets to be reasonable.
2. **Accounting for service concession arrangement**	
(Refer to Note 3.1(a) relating to critical accounting estimate and Note 14 and 15 of the financial statements) The Group entered into a number of service concession arrangements with certain local government water agencies in Indonesia in respect of its water supply businesses. Certain of these service concession arrangements are accounted for using the Financial Asset Model, whilst others are accounted for using the Intangible Asset Model, in accordance with the requirements set out in INT FRS 112 Service Concession Arrangements. Under the Financial Asset Model, we focused on the split between the construction service consideration and the operating service consideration by reference to their relative fair value. The relative fair value requires management to apply significant judgement over the assumptions and estimates used in determining the projected cost for both the construction and operation services as well as the profit margin applied over the projected costs as the fair value of the revenues are derived from these inputs	Our audit procedures in relation to the relative fair value of the construction and operation considerations in the Financial Asset Model included: 1. Benchmarking the forecasted operating costs used in the Financial Asset Model by comparing against actual costs of other existing service concession arrangement of the group. 2. Benchmarking the forecasted profit margins of both the construction and operating services used in the Financial Asset Model by comparing against the average profit margin of existing service concession arrangement in the group as well as other water operators in the country. Based on our audit procedures, we found the assumptions and estimates used by management in determining the relative fair value of the construction service and operating service consideration in the Financial Asset Model of the service concession arrangement to be consistent with the evidence that we obtained.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MOYA HOLDINGS ASIA LIMITED

OTHER MATTER

The financial statements for the preceding financial year were reported on by an audit firm other than PricewaterhouseCoopers LLP. The auditor's report dated 3 April 2017 issued by the predecessor audit firm on the financial statements for the financial year ended 31 December 2016 was unqualified.

OTHER INFORMATION

Management is responsible for the other information. The other information comprises the Directors' Statement (but does not include the financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the other sections of the annual report ("the Other Sections"), which are expected to be made available to us after that date.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Other Sections, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions in accordance with SSAs.

RESPONSIBILITIES OF MANAGEMENT AND DIRECTORS FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
The directors' responsibilities include overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Tham Tuck Seng.

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore, 12 March 2018

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2017

		GROUP	
			Restated*
	Notes	**2017**	**2016**
		S$'000	**S$'000**
Revenue	5	132,017	27,433
Cost of sales	6	(77,184)	(18,480)
Gross profit		**54,833**	**8,953**
Administrative expenses	6	(25,375)	(3,465)
Finance costs	9	(18,461)	(455)
Other income/(expenses), net	8	3,043	(97)
Profit before income tax		**14,040**	**4,936**
Income tax expense	10A	(6,377)	(1,696)
Profit for the year		**7,663**	**3,240**
Other comprehensive (loss)/income:			
Items that will not be reclassified to profit or loss:			
Remeasurements of defined benefit pension plans		(30)	72
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations		(15,376)	4,018
Other comprehensive (loss)/income for the year, net of tax:		**(15,406)**	**4,090**
Total comprehensive (loss)/income		**(7,743)**	**7,330**
Profit attributable to owners of the Company		7,590	3,136
Profit attributable to non-controlling interests		73	104
		7,663	3,240
Total comprehensive (loss)/income attributable to owners of the Company		(7,817)	7,226
Total comprehensive income attributable to non-controlling interests		74	104
		(7,743)	7,330
Earnings per share			
Earnings per share currency unit		Cents	Cents
Basic	11A	0.27	0.12
Diluted	11B	0.27	0.12

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION-GROUP

AS AT 31 DECEMBER 2017

ASSETS	Notes	31 December 2017 S$'000	Restated* 31 December 2016 S$'000	Restated* 1 January 2016 S$'000
Non-current assets				
Property, plant and equipment	12	24,440	1,136	399
Financial assets arising from service concession arrangements, non-current	14	89,429	68,601	46,151
Intangible assets	15	264,398	-	-
Goodwil	28F	62,179	-	-
Deferred tax assets	10C	5,347	-	-
Total non-current assets		**445,793**	**69,737**	**46,550**
Current assets				
Inventories	17	4,228	1	1
Financial assets arising from service concession arrangements, current	14	6,081	1,857	882
Trade and other receivables	16	43,246	5,974	3,530
Restricted cash in banks	23A	4,613	-	-
Cash and cash equivalents	18	96,921	63,071	28,030
Total current assets		**155,089**	**70,903**	**32,443**
Total assets		**600,882**	**140,640**	**78,993**
EQUITY AND LIABILITIES				
Equity attributable to owners of the parent				
Share capital	19	120,595	120,595	70,463
Retained earnings/(accumulated losses)		5,692	(1,867)	(5,075)
Other reserves	20	(7,133)	8,243	4,302
Equity, attributable to owners of the parent		**119,154**	**126,971**	**69,690**
Non-controlling interests		610	536	432
Total equity		**119,764**	**127,507**	**70,122**
Non-current liabilities				
Provisions, non-current	22	25,480	789	426
Deferred tax liabilities	10B	38,705	4,712	3,052
Borrowings, non-current	23	25,626	3,924	3,880
Total non-current liabilities		**89,811**	**9,425**	**7,358**
Current liabilities				
Provisions, current	22	615	-	-
Borrowings, current	23	364,093	688	632
Trade and other payables	24	26,599	3,020	881
Total current liabilities		**391,307**	**3,708**	**1,513**
Total liabilities		**481,118**	**13,133**	**8,871**
Total equity and liabilities		**600,882**	**140,640**	**78,993**

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

STATEMENT OF FINANCIAL POSITION - COMPANY

AS AT 31 DECEMBER 2017

	Notes	31 December 2017 S$'000	31 December 2016 S$'000
ASSETS			
Non-current assets			
Property, plant and equipment	12	62	3
Investments in subsidiaries	13	114,656	91,751
Total non-current assets		**114,718**	**91,754**
Current assets			
Trade and other receivables	16	78	95
Cash and cash equivalents	18	66	24,337
Total current assets		**144**	**24,432**
Total assets		**114,862**	**116,186**
EQUITY AND LIABILITIES			
Share capital	19	120,595	120,595
Accumulated losses		(6,632)	(5,275)
Share option reserve	20B	591	591
Equity, attributable to owners of the parent		**114,554**	**115,911**
Total equity		**114,554**	**115,911**
Current liabilities			
Trade and other payables	24	308	275
Total current liabilities		**308**	**275**
Total liabilities		**308**	**275**
Total equity and liabilities		**114,862**	**116,186**

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2017

	Notes	Share Capital	Other Reserves	Retained earnings/ (accumulated losses)	Total	Non-controlling interests	Total equity
		S$'000	S$'000	S$'000	S$'000	S$'000	S$'000
2017							
Beginning of financial year		120,595	8,243	(1,867)	126,971	536	127,507
Profit for the year		-	-	7,590	7,590	73	7,663
Other comprehensive income for the year		-	(15,376)	(31)	(15,407)	1	(15,406)
End of financial year		**120,595**	**(7,133)**	**5,692**	**119,154**	**610**	**119,764**
2016							
Beginning balance as previously reported		70,463	(660)	(4,091)	65,712	346	66,058
Correction of errors	3.2	-	4,962	(984)	3,978	86	4,064
Beginning balance as restated*		**70,463**	**4,302**	**(5,075)**	**69,690**	**432**	**70,122**
Profit for the year		-	-	3,136	3,136	104	3,240
Other comprehensive income for the year		-	4,018	72	4,090	-	4,090
Forfeiture of share options	21B	-	(77)	-	(77)	-	(77)
Issue of share capital	19	50,132	-	-	50,132	-	50,132
End of financial year as restated*		**120,595**	**8,243**	**(1,867)**	**126,971**	**536**	**127,507**

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2017

	Notes	GROUP 2017 S$'000	Restated* 2016 S$'000
Cash flows from operating activities			
Receipts from customers		94,002	7,131
Payments to suppliers, directors and employees		(46,097)	(7,902)
Payment of constructions cost	14	(31,556)	(15,069)
Payments of corporate income tax		(6,199)	(71)
Net cash flows provided from / (used in) operating activities		**10,150**	**(15,911)**
Cash flows from investing activities			
Acquisition of fixed assets and other non-current assets		(4,520)	(954)
Interest received		4,571	807
Acquisition of subsidiaries, net of cash acquired	28B	(314,285)	-
Net cash flows used in investing activities		**(314,234)**	**(147)**
Cash flows from financing activities			
Issue of shares		-	50,132
Interest paid		(15,192)	(455)
Repayment of loan		(100,038)	(4,512)
Net increase in restricted cash in bank		(569)	-
Proceeds from loan		462,623	4,576
Net cash flows provided from financing activities		**346,824**	**49,741**
Net increase in cash and cash equivalents		**42,740**	**33,683**
Cash and cash equivalents		63,071	28,030
Net effect of exchange rate changes in cash		(8,890)	1,358
Cash and cash equivalents, ending balance	**18**	**96,921**	**63,071**

Reconciliation of liabilities arising from financing activities

	1 January 2017	Principal payments	Proceeds from bank loan	Acquisition of subsidiaries (Non-cash changes)	Currency translation difference movement (Non-cash changes)	31 December 2017
Bank borrowings	4,372	(100,038)	462,623	30,586	(8,002)	389,541

NOTES TO THE FINANCIAL STATEMENTS

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. GENERAL INFORMATION

Moya Holdings Asia Limited (the "Company") is listed on the Singapore Exchange and incorporated and domiciled in Singapore. The address of its registered office is 112 Robinson Road #05-01, Singapore 068902.

The principal activities of the Company are that of an investment holding company. The principal activities of its subsidiaries are disclosed in Note 13.

The Company and its subsidiaries collectively will be referred to as the Group. The Group acquired control of Acuatico Pte. Ltd. ("APL") Group, a group engages in the supply and distribution of clean water in Indonesia during the financial year (Note 28).

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

These financial statements have been prepared in accordance with Singapore Financial Reporting Standards ("FRS") under the historical cost convention, except as disclosed in the accounting policies below.

As stated in Note 26D, as at 31 December 2017, the Group is in a net current liabilities position amounting to S$236.2 million, primarily due to loan obtained from Oversea-Chinese Banking Corporation Limited ("OCBC Ltd.") amounting to S$316.9 million as at 31 December 2017. The consolidated financial statements are prepared on a going concern basis since the Group, through its subsidiaries, has secured long-term syndicated loans to refinance majority of the OCBC Ltd. loan (Note 30) subsequent to the balance sheet date.

The preparation of financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

Interpretations and amendments to published standards effective in 2017

On 1 January 2017, the Group adopted the new or amended FRS and Interpretations of FRS ("INT FRS") that are mandatory for application for the financial year. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The adoption of these new or amended FRS and INT FRS did not result in substantial changes to the accounting policies of the Group and the Company and had no material effect on the amounts reported for the current or prior financial years except for the following:

FRS 7 Statement of cash flows

The amendments to FRS 7 Statement of cash flows (Disclosure initiative) sets out required disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. The Group has included the additional required disclosures in Consolidated Statement of Cash Flows to the Financial Statements.

In 2017, the Group changed the method of preparation of statement of cash flows from the indirect method to the direct method, consistent with how management prepares the cash flows statement for internal reporting purpose.

NOTES TO THE FINANCIAL STATEMENTS

2.2 Revenue Recognition

Revenue comprise the fair value of the consideration received or receivable for the sale of goods and rendering of services in the ordinary course of the Group's activities. Sales are presented, net of value-added tax, rebates and discounts, and after eliminating sales within the Group.

The Group recognises revenue when the amount of revenue and related cost can be reliably measured, it is probable that the collectability of the related receivables is reasonably assured and when the specific criteria for each of the Group's activities are met as follows:

(a) Water supply charges
Revenues generated by water supply are recognised based on volumes delivered to customers, either specifically metered and invoiced, or estimated based on the output of the supply networks.

(b) Construction revenue under service concession arrangements
Construction or upgrade services under service concession arrangements are recognised as revenue based on the percentage of completion of the work performed. The stage of completion is assessed by reference to the proportion that contract costs incurred for work performed to date compared to the estimated total contract costs. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs.

(c) Operation and maintenance revenue under service concession arrangements
Operation and maintenance revenue arising from service concession arrangements is recognised when the services are rendered.

(d) Finance income under service concession arrangements
Finance income arising from service concession arrangements is recognised using the effective interest method.

(e) Connection fees and other services
Revenue from connection fees and other services are recognised when services are rendered.

2.3 Group Accounting

(a) Subsidiaries

(i) Consolidation

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date on that control ceases.

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment indicator of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests comprise the portion of a subsidiary's net results of operations and its net assets, which is attributable to the interests that are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, statement of changes in equity, and balance sheet. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

(ii) Acquisitions

The acquisition method of accounting is used to account for business combinations entered into by the Group.

The consideration transferred for the acquisition of a subsidiary or business comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes any contingent consideration arrangement and any pre-existing equity interest in the subsidiary measured at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

The excess of (a) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair value of the identifiable net assets acquired is recorded as goodwill. Please refer to the paragraph "Intangible assets - Goodwill" for the subsequent accounting policy on goodwill.

(iii) Disposals

When a change in the Group's ownership interest in a subsidiary results in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained earnings if required by a specific Standard.

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

Please refer to the paragraph "Investments in subsidiaries" for the accounting policy on investments in subsidiaries in the separate financial statements of the Company.

(b) Transactions with non-controlling interests

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control over the subsidiary are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interest and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

2.4 Property, Plant and Equipment

(a) Measurement

Property, plant and equipment ("PPE") are initially recognised at cost and subsequently carried at cost less accumulated depreciation and any accumulated impairment losses.

The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Any trade discounts and rebates are deducted in arriving at the purchase price. Dismantlement, removal or restoration costs are included as part of the cost of property, plant and equipment if there is such an obligation when acquiring or using the asset.

NOTES TO THE FINANCIAL STATEMENTS

(b) Depreciation

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	Useful lives
New pipeline network	7 years
Leasehold land	25 years
Buildings	8 - 20 years
Furniture, fittings and office equipment	3 - 8 years
Motor vehicles	4 - 8 years
Plant and machinery	8 years

The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at each balance sheet date. The effects of any revision are recognised in profit or loss when the changes arise.

The accumulated costs of the construction of buildings and plants and the installation of machinery are capitalised as assets under construction in progress. Assets under construction are not depreciated.

(c) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

(d) Disposal

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within “other gains and (losses)”.

2.5 Intangible Assets

(a) Goodwill

Goodwill on acquisitions of subsidiaries and businesses, represents the excess of (i) the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over (ii) the fair value of the identifiable net assets acquired. Goodwill on subsidiaries is recognised separately as intangible assets and carried at cost less accumulated impairment losses.

Gains and losses on the disposal of subsidiaries include the carrying amount of goodwill relating to the entity sold.

(b) Intangible assets arising from service concession arrangements

The Group recognises an intangible asset arising from service concession arrangements when it has a right to charge users of the infrastructure under the concession arrangements.

Enhancements or upgrades to existing infrastructure or the development of new infrastructure projects not ready for use are capitalised as uncompleted projects. These accumulated costs are reclassified upon completion when the enhancement or upgrade to existing infrastructure or construction of new infrastructure is completed.

Revenue associated from enhancement or upgrading of existing infrastructure or constructing of new infrastructure is recognised in accordance with revenue recognition policy in Note 2.2(b) to the financial statements.

Intangible assets ready for use are amortised using the straight line method over the life of the concession arrangement.

(c) Contractual concession rights

Separately acquired contractual concession rights are shown at historical cost. Contractual concession rights acquired in a business combination are recognised at fair value at the acquisition date. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

Contractual concession rights are amortised using the straight line method. Refer to Note 3.1d for details periods used by the group for intangible assets.

2.6 Borrowing Costs

Borrowing costs are recognised in profit or loss using the effective interest method except for those costs that are directly attributable to the construction or development of assets under construction under property, plant and equipment, and uncompleted projects under intangible assets arising from service concession arrangements ("qualifying assets"). This includes those costs on borrowings acquired specifically for the construction or development of qualifying assets, as well as those in relation to general borrowings used to finance the construction or development of qualifying assets.

The actual borrowing costs incurred for borrowings acquired specifically for the construction or development of qualifying assets, less any income earned on the temporary investment of such borrowings are capitalised. Borrowing costs on general borrowings are capitalised by applying a capitalisation rate to construction or development expenditures of qualifying assets.

2.7 Investment in Subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Company's balance sheet. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2.8 Impairment of Non-financial Assets

(a) Goodwill

Goodwill recognised separately as an intangible asset is tested for impairment annually and whenever there is indication that the goodwill may be impaired.

For the purpose of impairment testing of goodwill, goodwill is allocated to each of the Group's cash-generating-units ("CGU") expected to benefit from synergies arising from the business combination.

An impairment loss is recognised when the carrying amount of a CGU, including the goodwill, exceeds the recoverable amount of the CGU. The recoverable amount of a CGU is the higher of the CGU's fair value less cost to sell and value-in-use.

The total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU.

An impairment loss on goodwill is recognised as an expense and is not reversed in a subsequent period.

(b) Intangible assets, PPE, and investments in subsidiaries

Intangible assets, PPE and investments in subsidiaries are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the CGU to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

An impairment loss for an asset other than goodwill is reversed only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

2.9 Loans and Receivables

Bank balances, trade and other receivables are initially recognised at their fair values plus transaction costs and subsequently carried at amortised cost using the effective interest method, less accumulated impairment losses.

The Group assesses at each balance sheet date whether there is objective evidence that these financial assets are impaired and recognises an allowance for impairment when such evidence exists. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy and default or significant delay in payments are objective evidence that these financial assets are impaired.

The carrying amount of these assets is reduced through the use of an impairment allowance account which is calculated as the difference between the carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

These assets are presented as current assets except for those that are expected to be realised later than 12 months after the balance sheet date, which are presented as non-current assets.

2.10 Offsetting of Financial Instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.11 Financial Assets Arising From Service Concession Arrangements

Financial assets arising from service concession arrangements represent the amounts due from the grantor for services provided by the Group in connection with service concession arrangements where the Group has an unconditional contractual right to receive cash from the grantor. Financial assets arising from service concession arrangements are measured initially at fair value and subsequently measured at amortised cost, i.e. the amount initially recognised plus the cumulative interest on that amount calculated using the effective interest method minus repayments. Financial assets arising from service concession arrangements are classified as current assets if they are expected to be settled within 12 months; otherwise, they are classified as non-current.

2.12 Borrowings

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the balance sheet date, in which case they are presented as non-current liabilities.

2.13 Trade and Other Payables

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities.

Trade and other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2.14 Fair Value Estimation of Financial Assets and Liabilities

The fair values of financial instruments traded in active markets (such as exchange-traded and over-the-counter securities and derivatives) are based on quoted market prices at the balance sheet date. The quoted market prices used for financial assets are the current bid prices; the appropriate quoted market prices used for financial liabilities are the current asking prices.

The fair values of financial instruments that are not traded in an active market are determined by using valuation techniques. The Group uses a variety of methods and makes assumptions based on market conditions that are existing at each balance sheet date. Where appropriate, quoted market prices or dealer quotes for similar instruments are used. Valuation techniques, such as discounted cash flow analysis, are also used to determine the fair values of the financial instruments.

The fair values of current financial assets and liabilities carried at amortised cost approximate their carrying amounts.

2.15 Inventories

Inventories are carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis, less allowances for obsolescence. A provision for obsolete and slow moving inventory is determined on the basis of estimated future usage of individual inventory items.

2.16 Income Taxes

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

A deferred income tax liability is recognised on temporary differences arising on investments in subsidiaries, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred income tax is measured:

(i) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date; and

(ii) based on the tax consequence that will follow from the manner in which the Group expects, at the balance sheet date, to recover or settle the carrying amounts of its assets and liabilities.

Current and deferred income taxes are recognised as income or expense in profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

NOTES TO THE FINANCIAL STATEMENTS

2.17 Provisions

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

(a) Provision arising from service concession arrangements

Under the terms of the service concessions arrangements, the Group is responsible for operating and maintaining existing infrastructure and infrastructure related assets owned by local authorities, as well as any replacements of those assets and any new assets in the provision of services to customers in accordance with good operating practice. As such, on a regular basis, the Group is required to maintain and replace certain parts of assets within the infrastructure such as production pumps, production panel etc.

Since the Group is not specifically remunerated for its maintenance and other related activities, such obligations are recognised and measured in accordance with FRS 37 Provisions, Contingent Liabilities and Contingent Assets, that is at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligations.

(b) Other provisions

Provisions for restructuring costs and legal claims and others are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Other provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised in profit or loss as finance expense.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise.

2.18 Employee Compensation

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

(a) Post-retirement benefit obligations

Pension schemes are classified as either defined contribution plans or defined benefit plans, depending on the economic substance of the plan as derived from its principal terms and conditions. Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. A defined benefit plan defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognised in the balance sheet in relation to the defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using the interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms of maturity approximating the terms of the related pension obligations. In countries where there is no deep market for such bonds, the market rates on government bonds are used.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Past-service costs are recognised immediately in income.

(b) Share-based compensation

The Group operates an equity-settled, share-based compensation plan.

The value of the employee services received in exchange for the grant of options is recognised as an expense with a corresponding increase in the share option reserve over the vesting period. The total amount to be recognised over the vesting period is determined by reference to the fair value of the options granted on grant date. Non-market vesting conditions are included in the estimation of the number of shares under options that are expected to become exercisable on the vesting date. At each balance sheet date, the Group revises its estimates of the number of shares under options that are expected to become exercisable on the vesting date and recognises the impact of the revision of the estimates in profit or loss, with a corresponding adjustment to the share option reserve over the remaining vesting period.

When the options are exercised, the proceeds received (net of transaction costs) and the related balance previously recognised in the share option reserve are credited to share capital account, when new ordinary shares are issued.

(c) Termination benefits

Termination benefits are those benefits which are payable when employment is terminated before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the Group recognises costs for a restructuring that is within the scope of FRS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

2.19 Currency Translation

(a) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollars, which is the functional currency of the Company.

(b) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in profit or loss.

Foreign exchange gains and losses that relate to borrowings are presented in the income statement within "finance cost". All other foreign exchange gains and losses impacting profit or loss are presented in the income statement within "other gains and losses".

(c) Translation of Group entities' financial statements

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) assets and liabilities are translated at the closing exchange rates at the reporting date;

(ii) income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and

(iii) all resulting currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal of the entity giving rise to such reserve.

NOTES TO THE FINANCIAL STATEMENTS

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and translated at the closing rates at the reporting date.

2.20 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the executive committee whose members are responsible for allocating resources and assessing performance of the operating segments.

2.21 Cash and Cash Equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

2.22 Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

2.23 Dividends to Company's Shareholders

Dividends to the Company's shareholders are recognised when the dividends are approved for payment.

2.24 Leases

Determination whether an arrangement is, or contains, a lease is made based on the substance of the arrangement and assessment of whether fulfilment of the arrangement is dependent on the use of a specific asset or assets, and the arrangement conveys a right to use the asset.

Leases where the Group as lessee has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's commencement at the lower of the fair value of the leased asset and the present value of the minimum lease payments.

The corresponding lease obligations, net of finance charges, are included in "finance lease liabilities". Each lease payment is allocated between the liability and finance cost so as to achieve a constant rate on the finance balance outstanding. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the term of the lease.

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS, JUDGEMENTS AND ERRORS

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

3.1 Critical Accounting Estimates, Assumptions and Judgements

(a) Service concession arrangements

Under the terms of its service concession arrangements, the Group performs more than one service (i.e. construction or upgrade services and operation services) under a single contract or arrangement. Since the amounts of consideration in the contract are not specifically split between the construction services consideration and the operating services consideration, the consideration receivable for the services provided under the service concession arrangements is allocated to the components by reference to their relative fair values. In determining the allocation, management applied significant judgement over the assumptions and estimates used in determining the projected cost for both the construction and operation services as well as the profit margin applied over the projected costs as the fair value of the revenues are derived from these inputs.

(b) Purchase price allocation

The consolidated financial statements reflect acquired businesses after the completion of the respective acquisition. The Group accounts for the acquired businesses using the acquisition method which requires extensive use of accounting estimates and assumptions to allocate the purchase price to the fair market values of the acquiree's identifiable assets and liabilities at the acquisition date, particularly the fair value of the intangible assets identified from the acquisition. Estimates and assumptions such as expected volume of water billed and collected, cost of raw water, price of water charge, operating costs and discount rate used in valuation methodology can have significant impact on its fair market value.

(c) Impairment of non-financial assets

The determination of fair value less cost to sell or value in use requires management to make estimates and assumptions about expected volume of water billed and collected, cost of raw water, price of water charge, operating costs and discount rate. These estimates and assumptions are subject to risk and uncertainty; hence there is a possibility that changes in circumstances will alter these projections, which may have an impact on the recoverable amount of the assets. In such circumstances, some or all of the carrying value of the assets may be further impaired or the impairment charge be reduced with the impact recorded in profit or loss.

(d) Amortisation period of the contractual concession rights intangible assets

In the preparation of the Group's consolidated financial statements, management applies a significant judgement in determining the useful life of the contractual concession rights intangible assets. In amortising the contractual concession rights intangible assets, management has used the extended useful life assuming the current Service Concession Agreement ("CA") of PT Aetra Air Jakarta ("AAJ"), a subsidiary, will be extended for an additional period of 25 years, instead of up to its expiration in 2023.

Management is of the opinion that the use of the extended useful life of intangible assets beyond AAJ's concession period is appropriate based on the following considerations:

- Management believes that the CA of AAJ is renewable and the probability of concession renewal is high. Management is of the opinion that all conditions necessary to obtain renewal of the CA will be satisfied and the cost to AAJ of renewal is not significant compared to the future economic benefits that are expected to flow to AAJ from renewal of the CA.

- There are barriers to entry in the water supply industry and AAJ is the only party currently having such as water supply arrangement with the local water authorities and is the only party with know-how and experience in running the operations having been the incumbent for the past 20 years.

- Based on the experience of similar operators in the Group and the country, the economic useful life of the intangible assets (being the water treatment facilities) exceeds the extended concession period.

As of the date of these consolidated financial statements, the renewal of the CA between AAJ and Perusahaan Daerah Air Minum Daerah Khusus Ibukota Jakarta/Municipal Office of Drinking Water Supply ("PAM JAYA") is not yet obtained. Consequently, it is possible that future operation results of the Group could be materially affected if AAJ could not obtain a renewal of its CA.

3.2 Adjustments to Prior Period Financial Statements

As part of the preparation process of the Group's consolidated financial statements as at and for the year ended 31 December 2017, management reconsidered the interpretation of facts and circumstances and the applicable accounting treatment for certain items and determined that certain adjustments to prior period financial statements were required.

NOTES TO THE FINANCIAL STATEMENTS

Significant adjustments made to prior period financial statements are explained as follows:

(a) Accounting for service concession arrangements

Management undertook a detailed review of financial asset model used in the application of INT FRS 112: 'Service Concession Arrangements' by certain subsidiaries and discovered the following:

- Finance income from the financial assets arising from service concession arrangements were improperly recognised from the date production commenced instead of from the date the construction commenced.
- Total revenue (i.e. total billings to the grantor for the whole concession period) in the financial asset model was based on projected revenue instead of the minimum guaranteed cash flows per the concession agreement. Based on the concession agreements, the grantor purchases bulk treated water from the Group under the take-or-pay arrangement.
- Certain construction costs in 2016 were incorrectly recorded in 2017.
- Deferred tax liabilities arising from the application of INT FRS 112 were recorded inaccurately, primarily due to non-recognition of finance income during the construction stage and also because construction costs were not reclassified to assets for the purpose of tax depreciation calculation on a timely basis.

As a consequence of the above, revenue and cost of sales for the financial year ended 31 December 2016 were understated by S$1.5 million and S$1.5 million, respectively; financial assets arising from the service concession arrangements as at 31 December 2016 and 1 January 2016 were understated by S$8.4 million and S$6.2 million, respectively; trade and other payable as at 31 December 2016 were understated by S$1.5 million; deferred tax liabilities as at 31 December 2016 and 1 January 2016 were understated by S$ 2.5 million and S$2.2 million, respectively; and accumulated losses as at 31 December 2016 and 1 January 2016 were understated by S$4.4 million and S$4 million, respectively.

In addition to the adjustment to prior period financial statements explained above, comparative figure of finance income arising from service concession arrangement amounting to S$ 6.6 million in the consolidated financial statements for the year ended 31 December 2016 was also amended to conform to the basis on which the consolidated financial statements for the year ended 31 December 2017 have been presented.

(b) Accounting for foreign currency translation reserve

Management undertook a detailed review of foreign currency translation reserve account and discovered that translation of quasi equity instrument by certain subsidiaries were incorrectly adjusted against foreign currency translation reserve account. As a consequence, other reserves as at 31 December 2016 and 1 January 2016 were understated and accumulated losses as at 31 December 2016 and 1 January 2016 were overstated by S$5.2 million and S$5 million, respectively.

All of adjustments to prior period financial statements have been made and each of the affected financial statement line items for the prior periods have been restated as follows:

	As previously reported S$'000	Effects of restatement S$'000	As restated S$'000
Consolidated Statement of Comprehensive Income			
2016			
Revenue	19,326	8,107[(a)]	**27,433**
Cost of sales	(17,001)	(1,479)[(a)]	**(18,480)**
Interest income	7,390	(6,584)[(a)]	**806**
Administrative expenses	(3,551)	86	**(3,465)**
Other gains/(losses)	(794)	381	**(413)**

	As previously reported S$'000	Effects of restatement S$'000	As restated S$'000
Income tax expense	(1,458)	(238)[a]	**(1,696)**
Remeasurements of defined benefit pension plans	52	20	**72**
Exchange differences on translating foreign operations	3,778	240[b]	**4,018**
Earnings per share (cent)	0.11	0.01	**0.12**
Consolidated Statement of Financial Position			
31 December 2016			
Property, plant and equipment	1,176	(40)	**1,136**
Financial assets arising from service concession arrangements	62,056	8,402[a]	**70,458**
Provisions, non-current	899	(110)	**789**
Trade and other payables	1,537	1,483[a]	**3,020**
Deferred tax liabilities	2,243	2,469[a]	**4,712**
Accumulated losses	(1,058)	(809)[a, b]	**(1,867)**
Other reserves	3,013	5,230[b]	**8,243**
Non-controlling interests	437	99	**536**
1 January 2016			
Financial assets arising from service concession arrangements	40,840	6,193[a]	**47,033**
Trade and other payables	982	(101)	**881**
Deferred tax liabilities	822	2,230[a]	**3,052**
Accumulated losses	(4,091)	(984)[a, b]	**(5,075)**
Other reserves	(660)	4,962[b]	**4,302**
Non-controlling interests	346	86	**432**

4. RELATED PARTY RELATIONSHIPS AND TRANSACTIONS

FRS 24 on related party disclosures requires the reporting entity to disclose: (a) transactions with its related parties; and (b) relationships between parents and subsidiaries irrespective of whether there have been transactions between those related parties. A party is related to a party if the party controls, or is controlled by, or can significantly influence or is significantly influenced by the other party.

4A. Members of the Group:

Name	Relationship	Country of incorporation
Garrison Investment Holdings Ltd.	Ultimate parent entity	British Virgin Islands
Tamaris Infrastructure Pte. Ltd.	Immediate parent entity	Singapore
Moya Indonesia Holdings Pte. Ltd. ("MIH")	Subsidiary	Singapore
PT Moya Indonesia ("MI")	Subsidiary	Indonesia
PT Moya Bekasi Jaya ("MB")	Subsidiary	Indonesia
PT Moya Tangerang ("MT")	Subsidiary	Indonesia
PT Moya Makassar ("MM")	Subsidiary	Indonesia
APL	Subsidiary	Singapore
PT Acuatico Air Indonesia ("AAI")	Subsidiary	Indonesia
AAJ	Subsidiary	Indonesia
PT Aetra Air Tangerang ("AAT")	Subsidiary	Indonesia

Related companies in these financial statements include the members of the above group of companies.

NOTES TO THE FINANCIAL STATEMENTS

4B. Key management compensation:

	GROUP	
	2017 S$'000	2016 S$'000
Salaries and other short-term employee benefits	2,962	1,888
Post-employment benefits	-	329

4C. Transaction with related parties:

Intragroup transactions and balances that have been eliminated in these consolidated financial statements are not disclosed as related party transactions and balances below.

	GROUP	
	2017 S$'000	2016 S$'000
Interest income	97	-
Other receivable	3,685	-

The above related party transaction and balance are with PT Tamaris Prima Energi (an entity under common control).

5. REVENUE

	GROUP	
		Restated*
	2017 S$'000	2016 S$'000
Water supply charges	**78,378**	-
Construction revenue under service concession arrangements	**32,904**	15,069*
Operation and maintenance revenue under service concession arrangements	**8,568**	6,086*
Finance income under service concession arrangements	**9,065**	6,278*
Connection fees and other services	**3,102**	-
	132,017	27,433

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

6. EXPENSE BY NATURE

	GROUP	
		Restated*
	2017	2016
	S$'000	S$'000
Construction cost	**32,904**	15,069*
Employee compensation (Note 7)	**20,544**	3,143*
Amortisation (Note 15)	**14,307**	-
Electricity	**7,167**	1,091
Office expenses	**5,365**	211
Raw water	**5,195**	571
Professional and consultancy fees	**4,566**	440
Depreciation (Note 12)	**2,759**	174
Chemicals	**2,016**	403
Auditor's remuneration:		
• auditor's of the Company	**90**	120
• other auditors of subsidiaries	**399**	33
Non-audit fees paid to:		
• auditor's of the Company	**61**	32
Others	**7,186**	658
Total cost of sales and administrative expense	**102,559**	21,945

7. EMPLOYEE COMPENSATION

	GROUP	
	2017	2016
	S$'000	S$'000
Wages and salaries	**16,338**	2,716*
Employee benefits (Note 22B)	**4,206**	427
	20,544	3,143

8. OTHER INCOME/(EXPENSES), NET

	GROUP	
		Restated*
	2017	2016
	S$'000	S$'000
Interest income	**4,571**	806*
Acquisition cost	**(1,479)**	-
Other expenses	**(780)**	(490)
Other gains/(losses)	**731**	(413)*
	3,043	(97)

9. FINANCE COSTS

	GROUP	
	2017	2016
	S$'000	S$'000
Interest expense	**15,628**	455
Amortisation of deferred transaction costs	**2,028**	-
Accretion of provision for service concession arrangement (Note 22A)	**805**	-
	18,461	455

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

NOTES TO THE FINANCIAL STATEMENTS

10. INCOME TAX

10A. Income tax expense

	GROUP 2017 S$'000	GROUP Restated* 2016 S$'000
Current tax expense	**5,933**	289
Deferred tax expense	**444**	1,407*
Income tax expense	**6,377**	1,696

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	GROUP 2017 S$'000	GROUP Restated* 2016 S$'000
Profit before tax	**14,040**	**4,936**
Tax calculated at tax rate of 17% (2016: 17%)	**2,387**	**839**
Effects of:		
• different tax rates in other countries	**1,519**	475
• expenses not deductible for tax purposes	**949**	100
• income not subject to tax	**(485)**	(202)
• utilisation of tax losses carried forward	**(969)**	-
• deferred taxation not recognised	**2,976**	484
Tax charge	**6,377**	1,696

10B. Deferred tax liabilities

2017 Group	Beginning balance as restated S$'000	(Charged)/ credited to profit or loss S$'000	Charged to equity S$'000	Acquisition of subsidiary S$'000	Currency translation difference S$'000	Ending balance S$'000
Income from financial assets	(3,460)	(1,819)	-	-	348	(4,931)
Provisions	190	(4)	(5)	-	(15)	166
Difference between accounting and tax depreciation	88	(1)	-	-	(72)	15
Amortisation of financial assets	(693)	(559)	-	-	78	(1,174)
Profit recognised on service concession construction revenue	(837)	-	-	-	119	(718)
Intangible assets arising from acquisition/ fair value uplift from purchase price allocation	-	891	-	(34,051)	1,097	(32,063)
Deferred tax liabilities	**(4,712)**	**(1,492)**	**(5)**	**(34,051)**	**1,555**	**(38,705)**

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

	Restated* 2016 Group						
	Beginning balance as previously reported S$'000	Correction of errors S$'000	Beginning balance as restated S$'000	(Charged)/ credited to profit or loss S$'000	Charged to equity S$'000	Currency translation difference S$'000	Ending balance S$'000
Financial asset finance income	(151)	(1,823)	(1,974)	(1,346)	-	(140)	(3,460)
Provisions	109	(59)	50	136	(4)	8	190
Difference between accounting and tax depreciation	24	61	85	1	-	2	88
Amortisation of financial assets	-	(354)	(354)	(311)	-	(28)	(693)
Profit recognised on service concession construction revenue	(804)	(55)	(859)	113	-	(91)	(837)
Deferred tax liabilities	**(822)**	**(2,230)**	**(3,052)**	**(1,407)**	**(4)**	**(249)**	**(4,712)**

10C. Deferred tax assets

	2017 Group					
	Beginning balance S$'000	Credited to profit or loss S$'000	Credited to equity S$'000	Acquisition of subsidiary S$'000	Currency translation difference S$'000	Ending balance S$'000
Difference between accounting and tax depreciation	-	604	-	(532)	73	145
Provisions	-	444	655	4,565	(462)	5,202
Deferred tax assets	**-**	**1,048**	**655**	**4,033**	**(389)**	**5,347**

11. EARNINGS PER SHARE

11A. Basic earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	2017	Restated* 2016
Net profit attributable to equity holders of the Company (S$'000)	**7,590**	3,136
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	**2,800,924**	2,696,174
Basic earnings per share (cents per share)	**0.27**	0.12

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

NOTES TO THE FINANCIAL STATEMENTS

11B. Diluted earnings per share

For the purpose of calculating diluted earnings per share, profit attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding are adjusted for the effects of dilutive potential ordinary shares arising from share options. For share options, the weighted average number of shares on issue has been adjusted as if all dilutive share options were exercised.

Diluted earnings per share attributable to equity holders of the Company is calculated as follows:

	2017	Restated* 2016
Net profit attributable to equity holders of the Company (S$'000)	**7,590**	3,136
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	**2,800,924**	2,696,174
Adjustments for share options ('000)	**10,400**	10,400
	2,811,324	2,706,574
Diluted earnings per share (cents per share)	**0.27**	0.12

12. PROPERTY, PLANT AND EQUIPMENT

	New connection pipeline network S$'000	Land and building S$'000	Furniture, fittings and office equipment S$'000	Motor vehicles S$'000	Plant and machinery S$'000	Assets under construction S$'000	Total S$'000
GROUP 2017							
Cost							
Beginning of financial year	-	-	835	523	361	-	1,719
Acquisition of subsidiaries	8,992	10,814	2,638	46	-	909	23,399
Additions	596	22	601	162	91	2,635	4,107
Transfer	2,618	32	432	-	-	(3,082)	-
Disposal	-	(121)	(64)	-	-	-	(185)
Currency translation difference	(753)	(731)	(1,777)	(111)	(32)	(27)	(3,431)
End of financial year	**11,453**	**10,016**	**2,665**	**620**	**420**	**435**	**25,609**
Accumulated depreciation							
Beginning of financial year	-	-	(424)	(113)	(46)	-	(583)
Depreciation for the year	(1,164)	(445)	(1,019)	(82)	(49)	-	(2,759)
Disposal	-	17	58	-	-	-	75
Currency translation difference	203	202	1,614	73	6	-	2,098
End of financial year	**(961)**	**(226)**	**229**	**(122)**	**(89)**	**-**	**(1,169)**
Net book value at the end of financial year	**10,492**	**9,790**	**2,894**	**498**	**331**	**435**	**24,440**

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

	New connection pipeline network S$'000	Land and building S$'000	Furniture, fittings and office equipment S$'000	Motor vehicles S$'000	Plant and machinery S$'000	Assets under construction S$'000	Total S$'000
GROUP 2016							
Cost							
Beginning of financial year	-	-	478	237	71	-	786
Additions*	-	-	349	275	286	-	910
Currency translation difference	-	-	8	11	4	-	23
End of financial year as restated*	**-**	**-**	**835**	**523**	**361**	**-**	**1,719**
Accumulated depreciation							
Beginning of financial year	-	-	(290)	(73)	(24)	-	(387)
Depreciation for the year*	-	-	(119)	(35)	(20)	-	(174)
Currency translation difference	-	-	(15)	(5)	(2)	-	(22)
End of financial year as restated*	**-**	**-**	**(424)**	**(113)**	**(46)**	**-**	**(583)**
Net book value at the end of financial year	**-**	**-**	**411**	**410**	**315**	**-**	**1,136**

Company	**Furniture, fittings and office equipment S$'000**
2017	
Cost:	
Beginning of financial year	9
Additions	60
End of financial year	**69**
Accumulated depreciation:	
Beginning of financial year	(6)
Depreciation for the year	(1)
End of financial year	**(7)**
Net book value at the end of financial year	**62**
2016	
Cost:	
Beginning of financial year	26
Additions	3
Disposal	(20)
End of financial year	**9**
Accumulated depreciation:	
Beginning of financial year	(26)
Depreciation for the year	-
Disposal	20
End of financial year	**(6)**
Net book value at the end of financial year	**3**

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

NOTES TO THE FINANCIAL STATEMENTS

13. INVESTMENTS IN SUBSIDIARIES

	COMPANY	
	31 December 2017 S$'000	31 December 2016 S$'000
Equity investment at cost:		
Beginning of financial year	**91,751**	-
Quasi-equity loan as part of net investments in subsidiaries	**22,905**	91,751
End of the financial year	**114,656**	91,751

The Group had the following subsidiaries as at 31 December 2017 and 2016:

Name of the company	Principal activities	Country of business/ incorporation	Effective percentage interest held by the Group		Effective percentage interest held by NCI	
			2017	2016	**2017**	2016
			%	%	**%**	%
Moya Indonesia Holdings Pte. Ltd.	Investment holding company	Singapore	**100%**	100%	**-**	-
Acuatico Pte. Ltd.	Investment holding company	Singapore	**100%**	-	**-**	-
PT Moya Indonesia	Management, technical advisory and technical analysis services in the clean water industry	Indonesia	**100%**	100%	**-**	-
PT Moya Tangerang	Supply and distribution of clean water	Indonesia	**100%**	100%	**-**	-
PT Moya Makassar	Supply and distribution of clean water	Indonesia	**100%**	100%	**-**	-
PT Moya Bekasi Jaya	Supply and distribution of clean water	Indonesia	**95%**	95%	**5%**	5%
PT Aetra Air Jakarta	Supply and distribution of clean water	Indonesia	**100%**	-	**-**	-
PT Aetra Air Tangerang	Supply and distribution of clean water	Indonesia	**100%**	-	**-**	-
PT Acuatico Air Indonesia	Provision of management consultancy services in the clean water industry	Indonesia	**100%**	-	**-**	-

As of 31 December 2017 and 2016, there is no subsidiary with material non-controlling interests.

14. FINANCIAL ASSETS ARISING FROM SERVICE CONCESSION ARRANGEMENTS

	GROUP	
	31 December 2017 S$'000	31 December 2016 S$'000
Beginning balance as previously reported	**62,056**	40,840
Correction of errors*	**8,402***	6,193*
Beginning balance as restated*	**70,458**	47,033
Additions	**25,263**	15,069
Settled	**(1,791)**	(897)
Finance income under service concession arrangements	**9,065**	6,278
Currency translation difference	**(7,485)**	2,975
End of financial year*	**95,510**	70,458*
Current portion	**6,081**	1,857
Non-current portion	**89,429**	68,601
	95,510	70,458

On 18 August 2011 and 20 February 2012, the Group entered into two (2) service concession agreements ("agreements") with Indonesian municipal authority ("the grantor") to undertake the design, build, upgrade, uprate, operate and transfer ("BOT") of a fresh water treatment plant in Bekasi Regency and Tangerang City Area respectively. Under the terms of the BOT, the Group is responsible for the upgrading of existing plant and construction of a new water treatment plant. Upon completion of the upgrading and construction, the Group will operate the water treatment plants and sell treated water to the Indonesian municipal authority. The concession period of the agreements is 25 years. The Group will be responsible for any maintenance services required during the concession period. The Group does not expect any major repairs to be necessary during the concession period.

The Group will receive the right to charge the grantor a fee for the treated water. The quantity of treated water chargeable is guaranteed to a minimum amount stipulated in the agreements. These guaranteed minimum amounts receivable are recognised as financial receivables to the extent that the Group has contractual rights under the concession arrangements. As at the end of the concession period, the water treatment plants become the property of the grantor and the Group will have no further involvement or maintenance requirements.

The agreements do not contain renewal options. The standard rights of the grantor to terminate the agreements include poor performance by the Group and in the event of a material breach in terms of the agreements. The standard rights of the Group to terminate the agreements include the failure of the grantor to make payment under the agreements, a material breach of the grantor obligations under the agreements, and any changes in law that would render it impossible for the Group to fulfil its obligation under the agreements.

The carrying value of the financial assets arising from service concession arrangements approximate the fair value at inception. The financial assets are accounted at amortised cost under the effective interest rate method.

Cash paid during the year in respect of additions of financial assets arising from service concession arrangements and additions of intangible assets arising from service concession arrangements (Note 15A) is presented as payment of constructions cost in the statement of cash flows.

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

NOTES TO THE FINANCIAL STATEMENTS

15. INTANGIBLE ASSETS

15A. Intangible assets arising from service concession arrangements

	Ready to use	Uncompleted projects	Total
GROUP 2017	**S$'000**	**S$'000**	**S$'000**
Cost			
Beginning of financial year	-	-	-
Acquisition of subsidiaries	144,104	1,929	**146,033**
Additions	614	7,027	**7,641**
Transfers	5,401	(5,401)	-
Currency translation difference	(14,578)	(169)	**(14,747)**
End of financial year	135,541	3,386	**138,927**
Accumulated amortisation			
Beginning of financial year	-	-	-
Amortisation for the year	(10,744)	-	**(10,744)**
Currency translation difference	7,782	-	**7,782**
End of financial year	(2,962)	-	**(2,962)**
Net book value at the end of financial year	**132,579**	**3,386**	**135,965**

The Group recognises an intangible asset arising from a service concession arrangement when it has a right to charge users of the infrastructure under the concession arrangement.

Enhancements or upgrades to existing infrastructure or the development of new infrastructure projects not ready for use are capitalised as uncompleted projects. These accumulated costs are reclassified upon completion when the enhancement or upgrade to existing infrastructure or construction of new infrastructure is completed. Revenue associated from enhancement or upgrading of existing infrastructure or constructing of new infrastructure is recognised in accordance with revenue recognition policy in Note 2.2 to the consolidated financial statements.

15B. Contractual concession rights

	31 December 2017 S$'000
Cost	
Beginning of financial year	-
Acquisition of subsidiaries	**136,384**
Currency translation difference	**(4,388)**
End of financial year	**131,996**

15B. Contractual concession rights (continued)

	31 December 2017 S$'000
Accumulated amortisation	
Beginning of financial year	-
Amortisation for the year	(3,563)
End of financial year	**(3,563)**
Net book value at the end of financial year	**128,433**

16. TRADE AND OTHER RECEIVABLES

	GROUP		COMPANY	
	31 December 2017 S$'000	31 December 2016 S$'000	31 December 2017 S$'000	31 December 2016 S$'000
Trade receivables, non-related parties	**37,322**	1,787	**-**	-
Less: allowance for impairment of receivables	**(1,306)**	-	**-**	-
	36,016	1,787	**-**	-
Other receivables	**7,230**	4,187	**78**	95
	43,246	5,974	**78**	95

17. INVENTORIES

	GROUP	
	31 December 2017 S$'000	31 December 2016 S$'000
Materials for capital and maintenance projects	**3,927**	1
Chemicals	**301**	-
	4,228	1

18. CASH AND CASH EQUIVALENTS

	GROUP		COMPANY	
	31 December 2017 S$'000	31 December 2016 S$'000	31 December 2017 S$'000	31 December 2016 S$'000
Cash at banks and on hand	**74,316**	35,558	**66**	24,337
Short terms bank deposits	**22,605**	27,513	**-**	-
	96,921	63,071	**66**	24,337

Acquisition of APL
Please refer to Note 28B for the effects of acquisitions of APL on the cash flows of the Group.

NOTES TO THE FINANCIAL STATEMENTS

19. SHARE CAPITAL

	No. of ordinary shares issued share capital	Amount share capital S$'000
Group and Company		
Beginning of financial year	1,267,378,229	70,463
Issue of shares at S$0.03 each, net	1,533,545,733	50,132
End of financial year 2016 and 2017	2,800,923,962	120,595

All issued ordinary shares are fully paid. There is no par value for these ordinary shares. Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

During 2016, 1,533,545,733 ordinary shares of no par value were issued for cash at $0.03 each. The newly issued shares rank pari passu in all respects with the previously issued shares.

20. OTHER RESERVES

	GROUP			COMPANY	
	31 December 2017 S$'000	Restated* 31 December 2016 S$'000	Restated* 1 January 2016 S$'000	31 December 2017 S$'000	31 December 2016 S$'000
Foreign currency translation reserve	**(13,550)**	1,826	(2,192)	-	-
Share option reserve	**591**	591	668	**591**	**591**
Capital reserve	**5,826**	5,826	5,826	-	-
Total	**(7,133)**	8,243	4,302	**591**	**591**

20A. FOREIGN CURRENCY TRANSLATION RESERVE

	GROUP		
	31 December 2017 S$'000	Restated* 31 December 2016 S$'000	Restated* 1 January 2016 S$'000
At beginning of the year	**1,826**	(2,192)	(6,308)
Net currency translation differences on financial statements of foreign operations	**(15,376)**	4,018	4,116
At the end of the year	**(13,550)**	1,826	(2,192)

As of 31 December 2017 and 2016, the foreign currency transaction reserve for non-controlling interests considered immaterial.

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

20B. Share option reserve

	GROUP		COMPANY	
	31 December 2017 S$'000	31 December 2016 S$'000	31 December 2017 S$'000	31 December 2016 S$'000
At beginning of the year	**591**	668	**591**	668
Forfeiture of share options	-	(77)	-	(77)
At end of the year	**591**	591	**591**	591

20C. Capital reserve

Other reserves are non-distributable

	GROUP	
	31 December 2017 S$'000	31 December 2016 S$'000
At beginning and end of the year	**5,826**	5,826

Capital reserve comprised merger reserve which arose as a result of the difference between the considerations for the acquisition by the Company of Moya Asia Pte. Ltd. ("MAL") pursuant to the Restructuring Exercise and the Scheme and the issued share capital of MAL. The merger reserve is a non-distributable reserve.

21. SHARE-BASED PAYMENTS

21A. Share options – the scheme

During the reporting year, no option to take up unissued shares of the Company or any corporation in the Group was granted.

The Company has an employee share option scheme known as the "Moya Holdings Asia Limited Employee Share Option Scheme" ("MHAL ESOS"). The MHAL ESOS is administered by the Company's Remuneration Committee (the "Committee") whose function is to assist the board of directors in reviewing remuneration and related matters. The Committee is responsible for the administration of the MHAL ESOS and comprises three Directors, Hwang Kin Soon Ignatius, Low Chai Chong and Ziyad Fekri Z. Omar as at the end of the reporting year.

A summary of the MHAL ESOS is as follows:

(a) Eligibility
Persons eligible to participate in the MHAL ESOS include present and future full-time employees and directors (both executive and non-executive). Controlling shareholders and their associates (both as defined in the SGX Listing Manual) are not eligible to participate in the MHAL ESOS.

(b) Size of the MHAL ESOS
The aggregate number of shares to be delivered shall not exceed 15% of the total issued share capital of the Company from time to time.

(c) Exercise price
The exercise price of the options can be set at the market price (defined as the average of the last dealt prices for a share for the 3 consecutive trading days preceding the relevant date of grant of option) and/or at a discount to the market price not exceeding 20% of the market price.

The options can be exercised 1 year after the grant for market price options and 2 years for discounted options.

All options are granted at a nominal value of S$1.00 and are settled by physical delivery of shares.

(d) Duration of MHAL ESOS
The options granted expire after 5 years from date of grant for non-executive directors and 10 years from date of grant for all other employees of the Group.

NOTES TO THE FINANCIAL STATEMENTS

21B. Activities under the share options scheme

The outstanding number of options at the end of the reporting year was:

Exercise price outstanding	Grant date	Exercise period	Number of Shares at 31 December	
			2017 '000	2016 '000
5 cents	24 March 2009	From 24 March 2009 to 23 March 2019	**2,400**	2,400
7 cents	24 May 2010	From 24 May 2010 to 23 May 2020	**8,000**	8,000
			10,400	10,400

The table below summarises the number of options that were outstanding, their weighted average exercise price as at the end of the reporting year as well as the movements during the reporting year.

			Weighted average exercise price	
	2017 '000	2016 '000	2017 cents	2016 cents
Balance at beginning of the year	**10,400**	11,400	**6.5**	6.4
Forfeited	-	(1,000)	-	5.0
Balance at end of the year	**10,400**	10,400	**6.5**	6.5

During the reporting year no option was granted at a discount.

The following table summarises information about director share options outstanding at the end of the reporting year:

Participant	Grants in 2017	Grants from start of scheme to end of 2017	Exercised/ lapsed from start of scheme to end of 2017	Balance at 31 December 2017
Director of the company				
Mr. Simon A. Melhem	-	8,000,000	-	8,000,000 #a

a. Exercise price of S$0.07. Exercise period from 24 May 2010 to 23 May 2020.

No participant has received 5% or more of the total number of the options available under the MHAL ESOS except for the above director.

21C. Accounting for the share options

The Company has an employee share option scheme (the "MHAL ESOS") more fully disclosed in Note 21A above.

Activities under the MHAL ESOS are summarised in Note 21B above.

The following table summarises information about the share options outstanding at the end of the reporting year:

Exercise price	Number outstanding	Number exercisable	Weighted average remaining life (Years)
	'000	'000	
5 cents	2,400	2,400	1.22
7 cents	8,000	8,000	2.39
	10,400	10,400	2.46

22. PROVISIONS

	GROUP		
	31 December 2017	Restated* 31 December 2016	1 January 2016
	S$'000	**S$'000**	**S$'000**
Current			
Provisions arising from service concession arrangements	**615**	-	-
Non-current			
Provisions arising from service concession arrangements	**11,246**	-	-
Provisions from employee benefit	**14,234**	789	426
	25,480	789	426
End of financial year	**26,095**	789	426

22A. Provisions arising from service concession arrangements

Movement in provisions arising from service concession arrangements as follows:

	GROUP	
	31 December 2017	31 December 2016
	S$'000	**S$'000**
Beginning of financial year	**-**	-
Acquisition of subsidiaries	**11,535**	-
Effect of changes in the discount rate	**1,059**	-
Provision utilised	**(586)**	-
Accretion expense	**805**	-
Currency translation differences	**(952)**	-
End of financial year	**11,861**	-
Less portion due within one year	**(615)**	-
Non-current portion	**11,246**	-

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

NOTES TO THE FINANCIAL STATEMENTS

22A. Provisions arising from service concession arrangements (continued)

Under the terms of the service concessions arrangements for PT Aetra Air Jakarta and PT Aetra Air Tangerang, the Group is responsible for operating and maintaining existing infrastructure and infrastructure related assets owned by local authorities, as well as any replacements of those assets and any new assets in the provision of services to customers in accordance with good operating practice. As such, on a regular basis, the Group is required to maintain and replace certain parts of assets within the infrastructure such as production pumps, production panel etc.

Since the Group is not specifically remunerated for its maintenance and other related activities, such obligations are recognised and measured in accordance with FRS 37 Provisions, Contingent Liabilities and Contingent Assets, that is at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligations.

22B. Provisions from employee benefit

The amount recognised in the consolidated balance sheet is determined as follows:

	GROUP		
	31 December 2017	Restated* 31 December 2016	Restated* 1 January 2016
	S$'000	S$'000	S$'000
Present value of defined benefit obligations	**33,185**	789	426
Fair value of plan assets	**(18,951)**	-	-
Liability recognised in the balance sheet	**14,234**	789	426

The movement in the defined benefit obligations is as follows:

	Present value of obligation	Fair value of plan assets	Total
	S$'000	S$'000	S$'000
Beginning of financial year	789	-	**789**
Acquisition of subsidiaries	31,121	(18,525)	12,596
Current service cost	1,513	-	1,513
Interest expense/(income)	4,124	(1,445)	2,679
Past service cost and gains and losses on settlement	14	-	14
	5,651	(1,445)	4,206
Remeasurements:			
- Loss/(gain) from changes in financial assumptions	1,030	(385)	645
- Gain from experience adjustments	(685)	-	(685)
	345	(385)	(40)
Benefit payments	(2,942)	2,921	(21)
Employer's contributions	-	(2,424)	(2,424)
Employees' contributions	-	(92)	(92)
Translation adjustment	(1,779)	999	(780)
End of financial year	**33,185**	**(18,951)**	**14,234**

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

22B. Provisions from employee benefit (continued)

	Present value of obligation	Fair value of plan assets	Total
	S$'000	S$'000	S$'000
Beginning of financial year	426	-	426
Current service cost	335	-	335
Interest expense	38	-	38
Past service cost and gains and losses on settlement	54	-	54
	427	-	427
Remeasurements:			
- Gain from experience adjustments	(96)	-	(96)
Translation adjustment	32	-	32
End of financial year as restated*	**789**	**-**	**789**

The significant actuarial assumptions used were as follows:

	2017	2016
	%	%
Discount rate	**5.85% - 7.75%**	8.35%
Salary growth rate	**7.00% - 8.00%**	7.50%

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

		Impact on defined benefit obligation	
	Change in assumption	Increase in assumption	Decrease in assumption
	%	%	%
Discount rate	1%	Decrease by 3.64%	Increase by 4.03%
Salary growth rate	1%	Increase by 4.16%	Decrease by 3.81%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

Plan assets comprise of the following:

	GROUP			
	31 December 2017		31 December 2016	
	S$'000	%	S$'000	%
Assets with quoted market prices				
Bonds	**8,004**	**42.24**	-	-
Government securities	**5,297**	**27.95**	-	-
Shares	**1,163**	**6.14**	-	-
Assets without quoted market prices				
Time deposit	**4,038**	**21.30**	-	-
Land and building	**283**	**1.49**	-	-
Direct investment	**68**	**0.36**	-	-
On call deposit	**98**	**0.52**	-	-
Total	**18,951**	**100**	-	-

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

NOTES TO THE FINANCIAL STATEMENTS

22B. Provisions from employee benefit (continued)

Expected contributions to post-employment benefit plans for the year ending 31 December 2018 are S$1.5 million.

The weighted average durations of the defined benefit obligation of relevant entities within the Group are in the range of 3.34 years to 20.69 years.

Expected maturity analysis of undiscounted pension benefits of the Group is as follows:

Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
S$1.7 million	S$2 million	S$7.4 million	S$52.3 million	S$63.4 million

23. BORROWINGS

	GROUP	
	31 December 2017	31 December 2016
	S$'000	S$'000
Current		
Bank loans		
OCBC Ltd. - Singapore	**320,852**	-
PT Bank OCBC NISP Tbk. ("OCBC NISP") - Indonesia	**576**	616
PT Bank Mega Tbk. ("Bank Mega") - Indonesia	**46,513**	-
Deferred transaction costs	**(3,959)**	-
Finance leases	**111**	72
	364,093	688
Non-current		
Bank loans		
OCBC NISP - Indonesia	**25,999**	3,798
Deferred transactions costs	**(440)**	(42)
Finance leases	**67**	168
	25,626	3,924

23A. Bank loans

1. OCBC Ltd.
Moya Indonesia Holdings Pte. Ltd. ("MIH")

On 22 May 2017, MIH entered into a term loan facility agreement with OCBC Ltd. with details as follows:

Type	Limit	Terms	Interest payment period	Quarter interest rate
Term Loan ("TL")	US$275 million	18 months	Quarterly	LIBOR 3 Month + 3.5% for the 12 months and subsequently, LIBOR 3 Month + 4%

23A. Bank loans (continued)

The purpose of the loan facility was to finance the Group in the acquisition of Acuatico Group (Note 28). As at 31 December 2017, MIH has fully drawn the loan facility.

The loan facility is secured by the following:
1. Corporate guarantee from the Company;
2. Pledge of shares owned by Anthoni Salim in PT Indoritel Makmur Internasional Tbk;
3. Pledge of shares owned by First Pacific Investment Limited in First Pacific Company Limited;
4. Pledge of shares owned by TPE and APL in AAJ, AAT and AAI (related parties); and
5. Charge over account.

Financial covenants for the TL are as follows:
1. Maintain Debt Service Reserve Account ("DSRA") with minimum balance in the amount of US$3.2 million.
2. Maintain the ratio of Total Security Value to the aggregate principal amount of loans ("Security Cover") to be not less than 0.3:1.00.

As at 31 December 2017, MIH has complied with the financial covenants set out in the loan facility agreement. Cash in the DSRA is presented as restricted cash in banks in the consolidated statement of financial position.

2. OCBC NISP
PT Moya Tangerang ("MT")

On 3 May 2017, MT entered into a term loan facility agreement with OCBC NISP with details as follows:

Type	Limit	Terms	Interest payment period	Quarter interest rate
TL	IDR365 billion	120 months	Quarterly	Prime lending rate

The purpose of the loan facility was to finance and/or refinance and/or repay the outstanding letter of credit in relation to the capital expenditures of BOT project in Tangerang area. As at 31 December 2017, MT has drawn down IDR150.7 billion out of the facility amount.

The term loan facility agreement is secured by the following items:
1. Fiduciary guarantee on MT's receivables in the amount of IDR8 billion;
2. Pledge of shares owned by MI in MT;
3. Pledge of MT's DSRA; and
4. Corporate guarantee from MHAL and MI.

Financial covenants for the term loans are as follows:
1. MT shall maintain the Adjusted Debt-to-Equity Ratio ("DER") of not more than 2.50.
2. MT shall maintain the Debt Service Coverage Ratio ("DSCR") of not less than 1.00.

As at 31 December 2017, MT has complied with the financial covenants set out in the loan facility agreement. Cash in the DSRA is presented as restricted cash in banks in the consolidated statement of financial position.

PT Moya Bekasi Jaya ("MB")

On 29 June 2016, MB entered into a term loan facility agreement with OCBC NISP with details as follows:

Type	Limit	Terms	Interest payment period	Quarter interest rate
TL 1	IDR42.7 billion	69 months	Quarterly	Prime lending rate
TL 2	IDR123 billion	96 months	Quarterly	Prime lending rate

The purpose of the loan facility was to (a) refinance the amounts due to MI in relation to the past construction expenditures of BOT project in Bekasi area, and (b) finance future expenditures of BOT project in Bekasi area. As at 31 December 2017, MB has drawn down IDR42.7 billion and IDR83.1 billion out of the facility amount of TL 1 and TL 2, respectively.

The term loan facility agreement is secured by the following items:
1. Fiduciary guarantee on MB's receivables in the amount of IDR35 billion;
2. Pledge of shares owned by MI in MB;
3. Pledge of MB's DSRA; and
4. Corporate guarantee from MHAL and MI.

NOTES TO THE FINANCIAL STATEMENTS

Financial covenants for the loan are as follows:
1. MB shall maintained the Adjusted DER of not more than 1.5.
2. Starting 31 December 2018, MB shall maintain the DSCR of not less than 1.00.

As at 31 December 2017, MB has complied with the financial covenants set out in the loan facility agreement. Cash in the DSRA is presented as restricted cash in banks in the consolidated statement of financial position.

3. Bank Mega

On 27 October 2017, AAJ entered into a working capital loan facility agreement with Bank Mega with details as follows:

Type	Limit	Terms	Interest payment period	Quarter interest rate
Working Capital	IDR472.5 billion	4 months	Quarterly	13%

The purpose of the loan facility was to bridging loan for repayment to MIH.

The loan facility agreement is secured by the following items:
1. Pledge of shares owned by PT GMT Kapital Asia and PT Tamaris Kapital in TPE.
2. Corporate guarantee from MHAL.

As at 31 December 2017, AAJ has fully drawn down the loan facility.

23B. Fair value of borrowings

Management believes that the carrying amounts of the Group's borrowings approximate their fair values as at 31 December 2017 and 2016. All of the Group's long-term borrowings are charged with a floating interest rate.

23C. Undrawn borrowings facility

	GROUP
	31 December 2017
	S$'000
Expiring within one year	-
Expiring beyond one year	25,081
Total	25,081

The facilities expiring within one year from the balance sheet date are facilities subject to annual review at various dates during 2018. The other facilities are arranged mainly for funding and/or refunding the capital expenditures related to the construction of water treatment project.

24. TRADE AND OTHER PAYABLES

	GROUP			COMPANY	
		Restated*	Restated*		
	31 December 2017	31 December 2016	1 January 2016	31 December 2017	31 December 2016
	S$'000	S$'000	S$'000	S$'000	S$'000
Trade payables:					
Non-related parties	**2,545**	116	46	-	-
Other payables:					
Accrued liabilities	**21,293**	2,452	586	**185**	**198**
Other payables	**2,761**	452	249	**123**	**77**
Total trade and other payables	**26,599**	3,020	881	**308**	**275**

25. COMMITMENTS AND CONTINGENCIES

25A. Capital commitments

The amounts committed at the end of the reporting year for future expenditure but not recognised in the consolidated financial statements are as follows:

	GROUP		
	31 December 2017	31 December 2016	1 January 2016
	S$'000	S$'000	S$'000
Commitments in respect of contracts placed for service concession arrangements	18,119	12,437	3,326

25B. Citizen's lawsuit by Tim Advokasi Hak Atas Air (the Right to Water Advocacy Team)

On 21 November 2012, 14 individuals domiciled in Jakarta represented by their counsels joined in Tim Advokasi Hak Atas Air (the "Plaintiffs") filed a 'Citizen's Lawsuit at Central Jakarta District Court, against several Defendants (the President of the Republic of Indonesia, Vice-President of the Republic of Indonesia, Minister of Public Works, Minister of Finance, DKI Jakarta Governor, Regional House of Representatives DKI Jakarta, PAM Jaya and a subsidiary of the Group (Aetra Air Jakarta – "AAJ"), as "Co-Defendant II"). In the lawsuit, registered under Civil Case No. 527/Pdt.G/2012/PN.Jkt.Pst., the Plaintiffs request to terminate policy on privatisation of drinking water in Jakarta.

On 24 March 2015, the Central Jakarta District Court rendered its decision in relation to this case which accepted part of the Plaintiff's claims. AAJ filed as appeal to the DKI Jakarta High Court for the court's decision in March 2015.

On 12 January 2016, the DKI Jakarta High Court has rendered its decision to accept the Company's appeal, therefore the Company accepted such decision. On 1 March 2016, the Plaintiffs have appealed such decision to Supreme Court.

On 21 November 2017, the Supreme Court has rendered its decision No.31/PDT/K/2017 to accept part of the Plaintiff's claims. As part of decision, the Concession Arrangement between PAM JAYA and AAJ is not cancelled as at the issuance date of these financial statements the Company has not submitted yet the judicial review of Indonesian Supreme Court's decision. Legal advice obtained indicates that it is unlikely that any significant liability will arise. At the date of these financial statements, the directors are of the view that no materials losses will arise in respect of the legal claim.

* See Note 3.2 for details regarding the adjustments to prior period financial statements.

NOTES TO THE FINANCIAL STATEMENTS

26. FINANCIAL RISK MANAGEMENT

Financial risk factors

The Group's activities expose it to market risk (including currency risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management strategy seeks to minimise any adverse effects from the unpredictability of financial markets on the Group's financial performance. Management has certain practices for managing financial risks. However, these are not formally documented in written form. The guidelines include the following:

1. Minimise interest rate, currency, credit and market risks for all kinds of transactions.
2. Maximise the use of "natural hedge": favouring as much as possible the natural off-setting of sales and costs and payables and receivables denominated in the same currency and therefore put in place hedging strategies only for the excess balance (if necessary). The same strategy is pursued with regard to interest rate risk.
3. All financial risk management activities are carried out and monitored by senior staff.
4. All financial risk management activities are carried out following acceptable market practices.

26A. Currency risk

The Group operates in Asia with dominant operations in Indonesia. Entities in the Group transactions predominantly in their respective functional currencies. Currency risk arises within entities in the Group when transactions entered into are denominated in currencies other than those of their respective functional currencies.

The Group is exposed to currency risk arising from USD, primarily with respect to the borrowings obtained. The following is the summary of significant balances as provided to key management:

	31 December 2017 Equivalent S$'000
Financial assets	
Cash and cash equivalents	15,281
Financial liabilities	
Borrowings	(321,600)
Net currency exposure	**(306,319)**

Impact of currency risk in 2016 were not significant.

If the USD change against the SGD by 10% with all other variables including tax rate being held constant, the effects arising from the net financial liability/asset that are exposed to currency risk will be as follows:

	31 December 2017 Profit after tax S$'000	31 December 2016 Profit after tax S$'000
USD against SGD		
- Strengthened	**22,974**	(3,313)
- Weakened	**(22,974)**	3,313

The Company is not exposed to currency risk. Impact of currency risk within the Company is not significant.

26B. Interest rate risks

The Group periodically reviews its liabilities and monitors interest rate fluctuations to ensure that the exposure to interest rate risk is within acceptable levels.

The Group's interest rate risk arises mainly from borrowings. The interest rate risk from cash and cash equivalents is not significant and receivables are not interest bearing. Borrowing issued at variable rates expose the Group to cash flow interest rate risk. Borrowing issued at fixed rates expose the Group with fair value interest risk.

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

The Group's borrowings bear variable interest rates. As such, the Group is exposed to both cash flow and fair value interest rate risks.

As at 31 December 2017, if interest rates on bank borrowings, which bear variable interest rates, had been 0.1% higher/lower with all other variables held constant, the pre-tax profit for the year would have been S$389,540 lower or S$389,540 higher (2016: S$4,372 lower or S$4,372 higher).

The financial assets arising from service concession arrangements (Note 14) is not subjected to interest rate risk. These assets are carried at amortised costs using the effective interest method.

26C. Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The major classes of financial assets of the Group are bank deposits and receivables.

Credit risk on bank deposits is limited because counter parties one entities with acceptable credit rating.

Credit risk from customers is mitigated by the Group's management through a series of actions to improve receivables collection, such as increasing the number of location of payment points, establishment of bill payment facilities resulting from cooperation with financial institution, and direct collection from the customer's premises. In addition, management tries to improve the number of key account customers mainly from the industrial sector. It is expected that this will reduce the impact of credit risk customers.

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the balance sheet.

(i) Financial assets that are neither past due nor impaired

Bank deposits that are neither past due nor impaired are mainly deposits with banks with high credit-ratings assigned by international credit-rating agencies. Trade receivables that are neither past due nor impaired are substantially companies with a good collection track record with the Group.

NOTES TO THE FINANCIAL STATEMENTS

26C. Credit risk (continued)

(ii) Financial assets that are past due and/or impaired

There is no other class of financial assets that is past due and/or impaired except for trade receivables.

The age analysis of trade receivables past due but not impaired is as follows:

	GROUP	
	31 December 2017 S$'000	31 December 2016 S$'000
1 to 30 days	**11,642**	397
31 to 60 days	**1,125**	-
Over 90 days	**7,469**	246
Total	**20,236**	643

The carrying amount of trade receivables individually determined to be impaired and the movement in the related allowance for impairment are as follows:

	GROUP
	31 December 2017 S$'000
Past due over 61 days	**5,416**
Less: Allowance for impairment	**(1,306)**
	4,110
Beginning of financial year	**-**
Acquisition of subsidiaries	**3,557**
Allowance made	**141**
Allowance utilised	**(2,333)**
Currency translation difference	**(59)**
End of financial year	**1,306**

The impaired trade receivables arise mainly from AAJ to PAM JAYA.

26D. Liquidity risk

Liquidity risk is defined as a risk arising in situations where the Group's cash flow indicates that the cash inflow from short-term revenue is not enough to cover the cash outflow of short-term expenditure. In the liquidity risk management policy, the Groups monitors and maintains a level of cash and cash equivalents which is deemed adequate to finance the Group's operational activities and to mitigate the effect of fluctuation in cash flows. The Group's management also regularly monitor the projected and actual cash flows, including their loan maturity profiles, and continuously assess condition of the financial markets for opportunities to pursue fund-raising.

As at 31 December 2017, the Group is in a net current liabilities position amounting to S$236.2 million. However, management believes that the Group is not significantly exposed to liquidity risk because the net current liabilities position was mainly caused by borrowings from OCBC Ltd. amounting to S$317.5 million which the Group has refinanced majority of the loans using cash proceeds from long-term loans obtained in January 2018 (Note 30).

The table below analyses financial liabilities of the Group into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

	Less than 1 year S$'000	Between 1 and 5 years S$'000	Over 5 years S$'000
At 31 December 2017			
Trade and other payables	26,599	-	-
Borrowings	385,660	18,721	19,880
At 31 December 2016			
Trade and other payables	3,020	-	-
Borrowings	1,022	3,893	800

26E. Capital risk

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

Management monitors capital based on a gearing ratio. The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings less cash and cash equivalents. Total capital is calculated as total equity plus net debt.

	GROUP		
	31 December 2017 S$'000	31 December 2016 S$'000	1 January 2016 S$'000
Borrowings	**389,719**	4,612	4,512
Less cash and cash equivalents	**(96,921)**	(63,071)	(28,030)
Net debt	**292,798**	(58,459)	(23,518)
Total equity	**119,154**	126,971	69,690
Total capital	**411,952**	68,512	46,172
Gearing ratio	**71%**	**(85%)**	**(50%)**

The Group and the Company are in compliance with all externally imposed capital requirements for the financial years ended 31 December 2017 and 2016.

26F. Fair value measurements

The carrying value less impairment provision of current receivables and payables approximate to their fair values. The fair value of financial liabilities is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments. Management believes that as of 31 December 2017, the fair value of financial assets and liabilities approximates their carrying amount.

26G. Financial instruments by category

The aggregate carrying amounts of loans and receivables and financial liabilities at amortised cost are as follows:

	GROUP	
	31 December 2017 S$'000	31 December 2016 S$'000
Loans and receivables	**240,290**	139,503
Financial liabilities at amortised cost	**416,318**	7,632

NOTES TO THE FINANCIAL STATEMENTS

26G. Financial instruments by category (continued)

	COMPANY	
	31 December 2017 S$'000	31 December 2016 S$'000
Loans and receivables	**144**	24,432
Financial liabilities at amortised cost	**308**	275

26H. Offsetting financial assets and financial liabilities

The financial instruments of the Group are not subject to any enforceable master netting arrangements or similar agreements.

27. FINANCIAL INFORMATION BY OPERATING SEGMENTS

27A. Information about reportable segment profit or loss, assets and liabilities

Disclosure of information about operating segments, products and services, the geographical areas, and the major customers are made as required by FRS 108 Operating Segments. This disclosure standard has no impact on the reported financial performance or financial position of the reporting entity.

For management purposes the reporting entity is organised into one major strategic operating segments: BOT. Such a structural organisation is determined by the nature of risks and returns associated with each business segment and it defines the management structure as well as the internal reporting system. It represents the basis on which the management reports the primary segment information that is available and that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing the performance.

The segment and the type of products and services is as follows:

BOT business : Provision of comprehensive range of water treatment solutions to government including commissioning, operation and maintenance of a wide range of water treatment plants on design, build, operate and transfer arrangements.

The management reporting system evaluates performances based on a number of factors. However the primary profitability measurement to evaluate segment's operating results is based on segment profit before income tax.

The following tables illustrate the information about the reportable segment profit or loss, assets and liabilities.

27B. Profit or loss and reconciliations

	BOT S$'000	Unallocated S$'000	Group S$'000
2017			
Revenue by segment			
Total revenue by segment	131,497	520	132,017
Profit before tax	31,700	(17,660)	14,040
Income tax expense			(6,377)
Profit for the year			**7,663**

27B. Profit or loss and reconciliations (continued)

	BOT S$'000	Unallocated S$'000	Group S$'000
2016			
Revenue by segment			
Total revenue by segment	27,433	-	27,433
Profit before tax	5,570	(634)	4,936
Income tax expense			(1,696)
Profit for the year			**3,240**

27C. Assets and reconciliations

	BOT S$'000	Group S$'000
2017		
Total assets for reportable segments	563,198	563,198
Unallocated		37,684
Total group assets		**600,882**
2016		
Total assets for reportable segments	77,770	77,770
Unallocated		62,870
Total group assets		**140,640**

27D. Liabilities and reconciliations

	BOT S$'000	Group S$'000
2017		
Total Liabilities for reportable segments	(161,692)	(161,692)
Unallocated		(319,426)
Total group liabilities		**(481,118)**
2016		
Total Liabilities for reportable segments	(12,555)	(12,555)
Unallocated		(578)
Total group liabilities		**(13,133)**

27E. Other material items and reconciliations

	BOT S$'000	Unallocated S$'000	Group S$'000
Expenditures for non-current assets:			
2017	11,748	-	11,748
2016	954	-	954
Depreciation			
2017	2,353	406	2,759
2016	158	16	174
Amortisation			
2017	14,307	-	14,307
Finance cost			
2017	4,220	14,241	18,461
2016	455	-	455

NOTES TO THE FINANCIAL STATEMENTS

27F. Geographical information

The Group's main business segment only operate in Indonesia. The operations in this area are principally the provision and supply of clean water, and provision of management consultancy services in the clean water industry.

	REVENUE		NON-CURRENT ASSETS	
	31 December 2017 S$'000	31 December 2016 S$'000	31 December 2017 S$'000	31 December 2016 S$'000
Indonesia	**132,017**	27,433	**445,731**	69,734
Singapore	**-**	-	**62**	3
	132,017	27,433	**445,793**	69,737

28. BUSINESS COMBINATIONS

On 8 June 2017, the Group acquired a 100% equity interest in APL and its subsidiaries (APL Group). APL is an investment holding company incorporated in Singapore, while APL's subsidiaries principal activity is developing and operating water treatment facilities and associated distribution pipelines for the distribution of clean water. Currently, APL's subsidiaries operation are entirely in Indonesia. As a result of the acquisition, the Group is expected to expand its business in particular water industry and also will increase the Group's production capacity.

Details of the consideration paid, the assets acquired and liabilities assumed and the effects on the cash flows of the Group, at the acquisition date, are as follows:

28A. Purchase consideration

	S$'000
Cash paid	131,982
Payment of financial indebtedness of APL Group to the previous owners	214,332
Consideration transferred for the business	346,314

28B. Effect on cash flows of the Group

	S$'000
Cash paid (as above)	346,314
Less: cash and cash equivalents in subsidiary acquired	(32,029)
Cash outflow on acquisition	314,285

28C. Identifiable assets acquired and liabilities assumed

	At fair value S$'000
Cash and cash equivalents	32,029
Restricted cash in banks	4,044
Trade and other receivables	40,340
Inventories	5,352
Property, plant and equipment	23,399

28C. Identifiable assets acquired and liabilities assumed (continued)

	At fair value S$'000
Intangible assets arising from service concession arrangement	146,033
Contractual concession rights intangible assets	136,384
Other non-current assets	4,564
Trade and other payables	(20,027)
Current income tax liabilities	(1,337)
Provision arising from service concession arrangements	(11,535)
Borrowings	(30,586)
Provision for employee benefits	(12,596)
Deferred tax liabilities	(34,051)
Total identifiable net assets	**282,013**
Add: Goodwill	64,301
Consideration transferred for the business	**346,314**

28D. Acquisition-related costs

Acquisition-related costs of S$1.5 million that were directly attributable to acquisition activities are included in other expenses in profit or loss and in operating cash flows in the statement of cash flows.

28E. Acquired receivables

The fair value of trade and other receivables is S$40.3 million. The gross contractual amount for trade receivables due is S$43.7 million, of which S$3.3 million is expected to be uncollectible.

28F. Goodwill

The goodwill of S$64.3 million which arising from the acquisition is attributable to the expansion of the Group's business in water industry in Indonesia and also to increase the Group's production capacity. As at 31 December 2017, the goodwill balance were decrease by S$2.1 million to S$62.2 million as a result translation impact since goodwill arising from the acquisition of foreign operation is treated as an asset of the foreign operation.

	GROUP 2017 S$'000
Cost	
Beginning of financial year	-
Acquisition of subsidiary	64,301
Translation impact	(2,122)
End of financial year	**62,179**
Accumulated impairment	
Beginning of financial year	-
Impairment charge	-
End of financial year	**-**
Net book value	**62,179**

Impairment test for goodwill

The recoverable amount was determined based on fair value less costs of disposal. Cash flow projections used a discounted cash flow model, which is classified as fair value level 3 in the fair value hierarchy.

NOTES TO THE FINANCIAL STATEMENTS

There was no impairment charges as at 31 December 2017. The key assumptions used in the impairment test as at 31 December 2017, are as follows:

Cash flow period	2018-2044
Discount rate	12%
Average water tariff	IDR7,973/m^3 - IDR13,687/m^3
Average volume produced incremental rate	3%

28G. Revenue and profit contribution

The acquired business contributed revenue of S$90.5 million and net profit of S$14.3 million to the Group from the period from 9 June 2017 to 31 December 2017.

Had APL Group been consolidated from 1 January 2017, consolidated revenue and consolidated profit for the year ended 31 December 2017 would have been S$195.1 million and S$8.8 million respectively.

29. IMMEDIATE AND ULTIMATE HOLDING CORPORATIONS

The Company's immediate holding corporation is Tamaris Infrastructure Pte. Ltd. incorporated in Singapore. The ultimate holding corporation is Garrison Investment Holdings Ltd., incorporated in British Virgin Islands.

30. EVENTS OCCURRING AFTER BALANCE SHEET DATE

(a) AAT

On 8 January 2018, AAT entered into a loan syndication agreement with PT Bank Central Asia Tbk., OCBC NISP and PT Bank China Construction Bank Indonesia Tbk. with details as follows:

Facility type	Currency	Total facility	Loan terms	Interest payment period	Annual interest rate
Facility 1	IDR	800 billion	10 years	Monthly	JIBOR 1 month + 4.75%*
Facility 2	IDR	25 billion	1 year	Monthly	JIBOR 1 month + 4.25%**

* Minimum applicable interest rate 9.75%
** Minimum applicable interest rate 9.25%

As of the date of financial statements were authorized for issuance, AAT has fully withdrawn Facility 1 and the Group has used the proceeds to refinance the loan to OCBC Ltd. Facility 2 is planned to be used for working capital purpose.

(b) AAJ

On 8 January 2018, AAJ entered into a loan syndication agreement with PT Bank Central Asia Tbk, OCBC NISP and PT Bank China Construction Bank Indonesia Tbk. with details as follows:

Facility type	Currency	Total facility	Loan terms	Interest payment period	Annual interest rate
Facility 1	IDR	2,150 billion	5 years	Monthly	JIBOR 1 month + 4.50%*
Facility 2	IDR	200 billion	1 year	Monthly	JIBOR 1 month + 4.25%**

* Minimum applicable interest rate 9.50%
** Minimum applicable interest rate 9.25%

As of the date of financial statements were authorized for issuance, AAJ has fully withdrawn Facility 1 and the Group has used the proceeds to refinance the loan to OCBC Ltd and repay loan to Bank Mega. Facility 2 is planned to be used for working capital purpose.

31. NEW OR REVISED ACCOUNTING STANDARDS AND INTERPRETATIONS

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant for the Group's accounting periods beginning on or after 1 January 2018 and which the Group has not early adopted:

(a) FRS 109 Financial instruments (effective for annual periods beginning on or after 1 January 2018)

FRS 109 replaces FRS 39 Financial instruments: Recognition and Measurement and its relevant interpretations.

FRS 109 retains the mixed measurement model and establishes three primary measurement categories for financial assets: amortised cost, fair value through Other Comprehensive Income (OCI) and fair value through Profit or Loss. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in OCI (FVOCI). Gains and losses realised on the sale of financial assets at FVOCI are not transferred to profit or loss on sale but reclassified from the FVOCI reserve to retained earnings.

Under FRS 109, there were no changes to the classification and measurement requirements for financial liabilities except for the recognition of fair changes arising from changes in own credit risk. For liabilities designed at fair value through profit or loss, such changes are recognised in OCI.

FRS 109 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging instrument and for the 'hedged ratio' to be the same as the one management actually use for risk management purposes.

There is also now a new expected credit losses model that replaces the incurred loss impairment model used in FRS 39. It applies to financial assets classified at amortised cost, debt instruments measured at fair value through OCI, contract assets under FRS 115 Revenue from contracts with customers, lease receivables, loan commitments and certain financial guarantee contracts.

The new standard also introduces expanded disclosure requirements and changes in presentation.

The Group is required to adopt a new accounting framework from 1 January 2018. The Group is currently finalising the transition adjustments.

(b) FRS 115 Revenue from contracts with customers (effective for annual periods beginning on or after 1 January 2018)

FRS 115 replaces FRS 11 Construction contracts, FRS 18 Revenue, and related interpretations.

Revenue is recognised when a customer obtains control of a good or service. A customer obtains control when it has the ability to direct the use of and obtain the benefits from the good or service. The core principle of FRS 115 is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. An entity recognises revenue in accordance with that core principle by applying the following steps:

NOTES TO THE FINANCIAL STATEMENTS

31. NEW OR REVISED ACCOUNTING STANDARDS AND INTERPRETATIONS (CONTINUED)

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

FRS 115 also includes a cohesive set of disclosure requirements that will result in an entity providing users of financial statements with comprehensive information about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The Group is required to adopt a new accounting framework from 1 January 2018. The Group does not expect the new guidance to have a significant impact on the financial statements of the Group.

(c) INT FRS 122 Foreign Currency Transactions and Advance Considerations (effective for annual periods beginning on or after 1 January 2018)

INT FRS 122 Foreign Currency Transactions and Advance Considerations considers how to determine the date of the transactions when applying the standard on foreign currency transactions, FRS 21 The Effect of Changes in Foreign Exchange Rates. The Interpretation applies where the Group either pays or receives consideration in advance for foreign currency-denominated contracts.

For single upfront payment/receipt, the Interpretation states that the date of the transaction, for the purpose of determining the exchange rate to use on initial recognition of the related item, should be the date on which an entity initially recognises the non-monetary asset or liability arising from the advance consideration. If there are multiple payments or receipts in advance of recognising the related item, the entity should determine the date of the transaction for each payment or receipt.

The Interpretation is effective for accounting periods beginning on or after 1 January 2018. Early adoption is permitted. The Group does not expect a material impact on the consolidated financial statements upon adoption of the Interpretation.

(d) FRS 116 Leases (effective for annual periods beginning on or after 1 January 2019)

FRS 116 will result in almost all leases being recognised on the balance sheet, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases. The accounting for lessors will not change significantly.

Some of the commitments may be covered by the exception for short-term and low-value leases and some commitments may relate to arrangements that will not qualify as leases under FRS 116.

The new standard also introduces expanded disclosure requirements and changes in presentation.

The Group is required to adopt a new accounting framework from 1 January 2019. The new accounting framework has similar requirements of FRS 116. The Group does not expect a material impact on the financial statement upon adoption of the Interpretation.

32. ADOPTION OF SFRS(I)S

The Singapore Accounting Standards Council has introduced a new Singapore financial reporting framework that is equivalent to the International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The new framework is referred to as 'Singapore Financial Reporting Standards (International)' ("SFRS(I)s") hereinafter.

As required by the listing requirements of the Singapore Exchange, the Group has adopted SFRS(I)s on 1 January 2018 and will be issuing its first set of financial information prepared under SFRS(I)s for the quarter ended 31 March 2018 in April 2018.

In adopting SFRS(I)s, the Group is required to apply all of the specific transition requirements in SFRS(I) 1 First-time Adoption of Singapore Financial Reporting Standards (International). The Group will also concurrently apply new major SFRS(I) 9 Financial Instruments and SFRS(I) 15 Revenue from Contracts with Customers. The estimated impact arising from the adoption of SFRS(I)s on the Group's financial statements are set out as follows:

(a) Application of SFRS(I) 1

The Group is required to retrospectively apply all SFRS(I)s effective at the end of the first SFRS(I) reporting period (financial year ending 31 December 2018), subject to the mandatory exceptions and optional exemptions under SFRS(I) 1. The Group plans to elect relevant optional exemptions and the exemptions resulting in significant adjustments to the Group's financial statements prepared under SFRS(I)s are as follows:

Cumulative translation differences

The Group plans to elect to set the cumulative translation differences for all foreign operations to be zero as at the date of transition to SFRS(I)s on 1 January 2017. As a result, other reserves and retained profits as at 1 January 2017 and 31 December 2017 will be reduced/increased by S$1.8 million and S$13.6 million, respectively.

(b) Adoption of SFRS(I) 9

SFRS(I) 9 introduces new requirements for classification and measurement of financial instruments, impairment of financial assets, and hedge accounting. SFRS(I) 9 also introduces expanded disclosure requirements and changes in presentation. The adoption of SFRS(I) 9 will have an effect on the classification and measurement of the Group's financial assets, but no impact on the classification and measurement of the Group's financial liabilities.

SFRS(I) 9 will take effect from financial years beginning on or after 1 January 2018. The Group plans to elect to apply short-term exemption under SFRS(I) 1, which exempt the Group from applying SFRS(I) 9 to comparative information. The Group is currently finalising the transition adjustments.

(c) Adoption of SFRS(I) 15

In accordance with the requirements of SFRS(I) 1, the Group will adopt the SFRS(I) 15 retrospectively. However, there are no significant adjustments are expected from the adoption of the SFRS(I) 15 based on management's assessment.

33. AUTHORISATION OF FINANCIAL STATEMENTS

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of the Company on 12 March 2018.

SHAREHOLDING STATISTICS

AS AT 14 MARCH 2018

SHARE CAPITAL

Issued and paid-up capital	: S$120,595,234.10
Number of issued shares	: 2,800,923,962
Number of treasury shares	: Nil
Number of subsidiary holdings	: Nil
Class of shares	: Ordinary shares
Voting rights	: One vote per share

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 - 99	84	4.33	813	0.00
100 - 1,000	129	6.65	92,798	0.00
1,001 - 10,000	273	14.06	1,715,363	0.06
10,001 - 1,000,000	1,404	72.33	175,330,206	6.26
1,000,001 and above	51	2.63	2,623,784,782	93.68
	1,941	**100.00**	**2,800,923,962**	**100.00**

TOP 20 SHAREHOLDERS

No.	Name of Shareholder	No. of Shares	%
1	OCBC Securities Private Ltd.	1,751,697,308	62.54
2	Moya Holdings Company B.S.C. (c)	286,083,677	10.21
3	UOB Kay Hian Pte. Ltd.	209,584,875	7.48
4	DBS Nominees Pte. Ltd.	38,984,100	1.39
5	Raffles Nominees (Pte.) Ltd.	38,941,300	1.39
6	Citibank Nominees Singapore Pte. Ltd.	38,416,275	1.37
7	Maybank Kim Eng Securities Pte. Ltd.	31,231,404	1.12
8	Lim & Tan Securities Pte. Ltd.	31,023,200	1.11
9	Shu Lifen	18,282,600	0.65
10	Phillip Securities Pte. Ltd.	17,852,866	0.64
11	Asdew Acquisitions Pte. Ltd.	17,832,400	0.64
12	Omar Ziyad Fekri Z	16,800,000	0.60
13	Lim Yue Heng	16,130,200	0.58
14	CGS-CIMB Securities (S) Pte. Ltd.	10,991,727	0.39
15	DBS Vickers Securities (S) Pte. Ltd.	9,491,200	0.34
16	Ng Ser Miang	8,356,500	0.30
17	Chin Sek Peng	6,825,000	0.24
18	HSBC (Singapore) Nominees Pte. Ltd.	6,736,000	0.24
19	Tan Ah Leck	5,387,100	0.19
20	Lim Eng Hong	5,000,000	0.18
		2,565,647,732	**91.60**

Shareholdings Held in Hands of Public

Based on information available to the Company as at 14 March 2018, approximately 20.19% of the issued ordinary shares of the Company is held by the public. Accordingly, the Company has complied with Rule 723 of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited.

SUBSTANTIAL SHAREHOLDERS

(as shown in the Company's Register of Substantial Shareholders)

	Direct Interest		Deemed Interest	
Name of Substantial Shareholder	**No. of Shares**	**%**	**No. of Shares**	**%**
Tamaris Infrastructure Pte. Ltd.	1,931,176,049	68.95	-	-
Garrison Investment Holdings Ltd.	-	-	1,931,176,049[(1)]	68.95
Anthoni Salim	-	-	1,931,176,049[(1)]	68.95
Moya Holdings Company B.S.C. (c)	286,083,677	10.21	-	-
Gulf One Investment B.S.C. (c)	-	-	286,083,677[(2)]	10.21
Zahid Tractor & Heavy Machinery Co. Ltd.	-	-	286,083,677[(3)]	10.21
Altaaqa Alternative Solutions Company Limited	-	-	286,083,677[(4)]	10.21

Notes:

(1) Garrison Investment Holdings Ltd. ("Garrison") has a shareholding interest exceeding 20% in Tamaris Infrastructure Pte. Ltd. ("TIPL"). Accordingly, Garrison is deemed to have an interest in the voting shares in the Company ("Shares") in which TIPL has an interest, by virtue of Section 4(5) of the Securities and Futures Act, Cap. 289 ("SFA"). Anthoni Salim has a controlling interest in Garrison. Accordingly, Anthoni Salim is deemed to have an interest in the Shares in which TIPL has an interest, by virtue of Section 4(4) of the SFA.

United Dragon Associates Limited ("UDA"), Amartha Group Limited ("AGL") and Kidston Holdings Limited ("KHL") together have an interest in not less than 20% of the voting shares of TIPL. Accordingly, Anthoni Salim, together with his associates, UDA, AGL and KHL, control not less than 20% of the voting shares of TIPL and is deemed to have an interest in the Shares in which TIPL has an interest, by virtue of Section 4(5) of the SFA.

(2) Gulf One Investment Bank B.S.C. (c) has a deemed interest in the Company as it holds 41% of Moya Holdings Company B.S.C. (c).

(3) Zahid Tractor & Heavy Machinery Co. Ltd. has a deemed interest in the Company as it holds 80% of Altaaqa Alternative Solutions Company Limited, which in turn holds 20% of Moya Holdings Company B.S.C. (c).

(4) Altaaqa Alternative Solutions Company Limited has a deemed interest in the Company as it holds 20% of Moya Holdings Company B.S.C. (c).

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Moya Holdings Asia Limited (the "Company") will be held at InterContinental Singapore, Bras Basah II & III, Level 3, 80 Middle Road, Singapore 188966 on Friday, 27 April 2018 at 12.00 noon to transact the following business:

As Ordinary Business

1. To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2017 ("FY2017") and the Auditors' Report thereon. **[Resolution 1]**

2. To approve the payment of Directors' fees of S$215,000 for the financial year ending 31 December 2018, to be paid quarterly in arrears. [FY2017: S$215,000] **[Resolution 2]**
   [See explanatory note (i)]

3. (a) To re-elect Mr. Hwang Kin Soon Ignatius who is retiring in accordance with Article 93 of the Company's Constitution, as a Director of the Company. **[Resolution 3a]**
   [See explanatory note (ii)]

   (b) To re-elect Mr. Mohammad Syahrial who is retiring in accordance with Article 93 of the Company's Constitution, as a Director of the Company. **[Resolution 3b]**
   [See explanatory note (iii)]

4. To re-appoint PricewaterhouseCoopers LLP, as the Company's Auditors and to authorize the Directors to fix their remuneration. **[Resolution 4]**

5. To transact such other ordinary business which may be properly transacted at an Annual General Meeting of the Company.

As Special Business

To consider and, if thought fit, to pass the following as Ordinary Resolutions, with or without any modifications:

6. Authority to allot and issue shares **[Resolution 5]**

(a) "That pursuant to Section 161 of the Companies Act, Cap. 50 and Rule 806 of the Listing Manual – Section B: Rules of Catalist (the "Catalist Rules") of the Singapore Exchange Securities Trading Limited (the "SGX-ST"), authority be and is hereby given to the directors of the Company ("Directors") to:

(i) allot and issue shares in the capital of the Company ("Shares") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to, the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(b) (not with standing the authority conferred by this Resolution 5 may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while Resolution 5 was in force, provided that:

(i) the aggregate number of Shares to be issued pursuant to this Resolution 5 (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution 5) does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) (as calculated in accordance with subparagraph (ii) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution 5) does not exceed 50% of the total number of issued Shares (excluding Shares and subsidiary holdings, if any) (as calculated in accordance with sub-paragraph (ii) below); and

(ii) (subject to such manner of calculation as may be prescribed or directed by the SGX-ST), for the purpose of determining the aggregate number of Shares (including Shares to be issued pursuant to the Instruments) that may be issued under sub-paragraph (i) above, the percentage of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) shall be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time of the passing of this Resolution 5, after adjusting for:

(a) new Shares arising from the conversion or exercise of the Instruments or any convertible securities outstanding at the time of passing of this Resolution 5;

(b) (where applicable) new Shares arising from the exercise of share options or vesting of share awards outstanding or subsisting at the time of passing of this Resolution 5; provided that such share awards or share options (as the case may be) were granted in compliance with the Catalist Rules; and

(c) any subsequent bonus issue, consolidation or sub-division of Shares;

(iii) in exercising the authority conferred by this Resolution 5, the Company shall comply with the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act, Cap. 50 and the Company's Constitution; and

(iv) (unless revoked or varied by the Company in a general meeting) the authority conferred by this Resolution 5 shall continue in force until the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier."
[See explanatory note (iv)]

7. Authority to allot and issue Shares under the MHAL Employee Share Option Scheme **[Resolution 6]**

"That pursuant to Section 161 of the Companies Act, Cap. 50, the Directors be authorised and empowered to grant share options in accordance with the provisions of the MHAL Employee Share Option Scheme (the "MHAL ESOS") and to allot and issue from time to time, such number of Shares as may be required to be issued pursuant to the exercise of the share options under the MHAL ESOS, provided that the aggregate number of new Shares which may be issued pursuant to the MHAL ESOS shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting is required by law to be held, whichever is earlier."
[See explanatory note (v)]

By order of the Board:

Low Chai Chong
Chairman, Non-Executive Lead Independent Director
Singapore
12 April 2018

Explanatory Notes:

(i) During the last AGM on 28 April 2017, shareholders of the Company approved the payment of Directors' fees of S$215,000. However, actual payment of S$145,000 were made as Directors' fees.

(ii) Mr. Mohammad Syahrial will, upon re-election as a Director of the Company, remain as the Chief Executive Officer of the Company. The key information of Mr. Mohammad Syahrial can be found under the sections entitled "Board of Directors", "Corporate Governance Report – Principle 4" and "Directors' Statement" of the Company's 2017 Annual Report.

(iii) Mr. Hwang Kin Soon Ignatius will, upon re-election as a Director of the Company, remain as the Chairman of the Nominating Committee and the Remuneration Committee, and a member of the Audit Committee. Mr. Hwang Kin Soon Ignatius has no relationships (including immediate family relationships) with the rest of the Directors, the Company, its related corporation, its 10% shareholders or its officers. The Board considers Mr. Hwang Kin Soon Ignatius to be independent for the purpose of Rule 704(7) of the Catalist Rules. The key information of Mr. Hwang Kin Soon Ignatius can be found under the sections entitled "Board of Directors", "Corporate Governance Report – Principle 4" and "Directors' Statement" of the Company's 2017 Annual Report.

NOTICE OF ANNUAL GENERAL MEETING

(iv) Resolution 5, if passed, will authorise the Directors, from the date of the passing of Resolution 5 to the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier, to allot and issue Shares and to make or grant instruments (such as warrants or debentures) convertible into Shares, and to issue Shares in pursuance of such instruments, up to an aggregate number not exceeding 100% of the Company's total number of issued shares (excluding treasury shares), with a sub-limit of 50% of the total number of issued Shares (excluding treasury shares) for issues other than on a pro-rata basis to shareholders of the Company. For the purpose of determining the aggregate number of Shares that may be issued, the percentage of the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury shares) at the time Resolution 5 is passed, after adjusting for (a) new Shares arising from the conversion or exercise of any convertible securities, and (b) new Shares arising from exercising share options or vesting of share awards which are outstanding or subsisting at the time Resolution 5 is passed, and (c) any subsequent bonus issue, consolidation or sub-division of Shares.

(v) Resolution 6, if passed, will authorize and empower the Directors, from the date of passing of Resolution 6 to the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier, to grant share options and to allot and issue Shares pursuant to the MHAL ESOS, provided that the aggregate number of shares to be issued shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) from time to time.

Notes:

1. (a) A member who is not a Relevant Intermediary may appoint not more than two (2) proxies to attend, speak and vote at the Annual General Meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

   (b) A member who is a Relevant Intermediary may appoint more than two (2) proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

   "Relevant intermediary" is:

   (a) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or

   (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore and who holds shares in that capacity; or

   (c) the Central Provident Fund Board established by the Central Provident Fund Act, Chapter 36 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

2. A proxy need not be a member of the Company. The instrument appointing a proxy or proxies must be under the hand of the appointor or on his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its seal or under the hand of an officer or attorney duly authorised.

3. The instrument appointing a proxy must be deposited at the office of the Company's share registrar at M & C Services Private Limited, 112 Robinson Road, #05-01, Singapore 068902 not less than 48 hours before the time set for the holding of the Annual General Meeting.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the annual general meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the annual general meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the annual general meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. ("Sponsor"), for compliance with the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this notice.

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

The contact person for the Sponsor is Ms. Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd., at 8 Robinson Road #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.

PROXY
FORM

PROXY FORM

MOYA HOLDINGS ASIA LIMITED

(Company Registration No. 201301085G)
(Incorporated in the Republic of Singapore)

IMPORTANT:
1. A Relevant Intermediary (as defined in Section 181 of the Companies Act, Chapter 50) may appoint more than two proxies to attend, speak and vote at the AGM.
2. For CPF/SRS investors who have used their CPF/SRS monies to buy shares in the Company, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.

PROXY FORM
ANNUAL GENERAL MEETING

*I/We ______________________________ (*NRIC/Passport/Co. Reg. No.) ______________________________

of ____ (Address)

being a *member/members of Moya Holdings Asia Limited (the "**Company**"), hereby appoint:

Name	Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of Shares	%

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of Shares	%

as my/our proxy/proxies to vote on my/our behalf at the annual general meeting ("**AGM**") of the Company to be held at InterContinental Singapore, Bras Basah II & III, Level 3, 80 Middle Road, Singapore 188966 on Friday, 27 April 2018 at 12.00 noon and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the resolution to be proposed at the AGM as hereunder indicated. If no specific direction as to voting is given, the proxy/proxies may vote or abstain from voting at his/their discretion, as he/they will on any other matter arising at the AGM and at any adjournment thereof.

No.	ORDINARY RESOLUTIONS RELATING TO:	No. of Votes FOR*	No. of Votes AGAINST*
1.	Adoption of the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2017 and the Auditors' Report thereon		
2.	Approval of the payment of Directors' fees of S$215,000 for the financial year ending 31 December 2018, to be paid quarterly in arrears		
3.	(a) Re-election of Mr. Hwang Kin Soon Ignatius as a Director of the Company		
	(b) Re-election of Mr. Mohammad Syahrial as a Director of the Company		
4.	Re-appointment of PricewaterhouseCoopers LLP as the Company's Auditors and to authorize the Directors of the Company to fix their remuneration		
5.	Authority to allot and issue shares		
6.	Authority to allot and issue shares under the MHAL Employee Share Option Scheme		

*Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against" the relevant resolution, please tick (√) in the relevant box provided. Alternatively, if you wish to exercise your votes both "For" and "Against" the relevant resolution, please indicate the number of shares in the boxes provided.

Dated this ____________________ day of ____________________ 2018

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

____

Signature(s) of Member(s)/Corporation's Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES:

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore, you should insert that number. If you have Shares registered in your name in the Register of Members of the Company, you should insert that number. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number. If no number is inserted, this form of proxy will be deemed to relate to all the Shares held by you.

2. (a) A member of the Company who is not a Relevant Intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy (expressed as a percentage as a whole) shall be specified in the proxy form. If no percentage is specified, the first named proxy shall be deemed to represent 100 per cent of the shareholdings and the second named proxy shall be deemed to be an alternate to the first named proxy.

   (b) A member of the Company who is a Relevant Intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member's proxy form appoints more than two proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the proxy form. In relation to a Relevant Intermediary who wishes to appoint more than two proxies, it should annex to the proxy form the list of proxies, setting out, in respect of each proxy, the name, address, NRIC/Passport Number and proportion of shareholding (number of Shares, class of Shares and percentage) in relation to which the proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank who intends to appoint CPF/SRS investors as its proxies shall comply with this Note.

   "Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.

3. A proxy need not be a member of the Company.

4. The instrument appointing a proxy or proxies must be deposited at the Company's registered office at 65 Chulia Street #37-08, OCBC Centre Singapore 049513 not less than 48 hours before the time appointed for the AGM. Completion and return of the instrument appointing a proxy shall not preclude a member from attending and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the AGM in person and, in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy, to the AGM.

5. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or a duly authorised officer.

6. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

7. The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company. A Depositor shall not be regarded as a member of the Company entitled to attend the AGM and to vote thereat unless his name appears on the Depository Register 72 hours before the time appointed for the AGM.

Personal Data Privacy:
By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 12 April 2018.

CORPORATE INFORMATION

COMPANY INFORMATION

MOYA HOLDINGS ASIA LIMITED
INCORPORATED IN THE REPUBLIC OF SINGAPORE
ON 9 JANUARY 2013
COMPANY REGISTRATION NO. 201301085G

STOCK EXCHANGE LISTING

Listed on Singapore Exchange – Catalist
SGX Code: 5WE

BOARD OF DIRECTORS

LOW CHAI CHONG
Chairman, Non-Executive,
Lead Independent Director

MOHAMMAD SYAHRIAL
Chief Executive Officer

IRWAN A. DINATA
Managing Director

SIMON A. MELHEM
Executive Director

ZIYAD FEKRI Z. OMAR
Non-Executive Non-Independent Director

HWANG KIN SOON IGNATIUS
Non-Executive Independent Director

AUDIT COMMITTEE

LOW CHAI CHONG *(Chairman)*
ZIYAD FEKRI Z. OMAR
HWANG KIN SOON IGNATIUS

NOMINATING COMMITTEE

HWANG KIN SOON IGNATIUS *(Chairman)*
LOW CHAI CHONG
IRWAN A. DINATA

REMUNERATION COMMITTEE

HWANG KIN SOON IGNATIUS *(Chairman)*
LOW CHAI CHONG
ZIYAD FEKRI Z. OMAR

COMPANY SECRETARIES

EDWIN TEO CHIN KEE
GOH WEE MENG, DARREN

REGISTERED OFFICE

65 Chulia Street, OCBC Centre #37-08
Singapore 049513
Tel +65 6365 0652
Fax +65 6365 1025
www.moyaasia.com

SHARE REGISTRAR AND SHARE TRANSFER OFFICE

M & C SERVICES PRIVATE LIMITED
112 Robinson Road #05-01
Singapore 068902

INDEPENDENT AUDITOR

PRICEWATERHOUSECOOPERS LLP
7 Straits View, Marina One
East Tower, Level 12
Singapore 018936

Partner-in-Charge:
Tham Tuck Seng
(since financial year ended
31 December 2017)

SPONSOR

ZICO CAPITAL PTE. LTD.
8 Robinson Road
#09-00 ASO Building
Singapore 048544

PRINCIPAL BANKERS

OVERSEA-CHINESE BANKING
CORPORATION LIMITED
63 Chulia Street
#10-00 OCBC Centre East
Singapore 049514

PT. BANK OCBC NISP TBK.
OCBC NISP Tower
Jl. Prof. Dr. Satrio, Kav 25
Jakarta 12940

PT. BANK CENTRAL ASIA TBK.
Jl. M.H. Thamrin, No.1
Menara BCA
Jakarta, 10310

PT. BANK CHINA CONSTRUCTION BANK INDONESIA TBK.
Jl. Jenderal Sudirman, Kav 52-53
Equity Tower, 9th Floor
SCBD Lot.9
South Jakarta, 12190

MOYA

Moya Holdings Asia Limited

Incorporated in the Republic of Singapore
Company Registration No. 201301085G

65 Chulia Street, OCBC Centre #37-08
Singapore 049513
Tel +65 6365 0652
Fax +65 6365 1025

www.moyaasia.com