AMARA HOLDINGS LIMITED

Co. Regn. No. 197000732N

Unaudited First Quarter Financial Statement And Dividend Announcement for the Period Ended 31 March 2015

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

1 (a) Consolidated Statement of Comprehensive Income

	Group		
	Three Months		
	31/03/2015	31/03/2014	Change
	$'000	$'000	%
Revenue	**23,750**	17,894	33
Other income	**892**	216	NM
Changes in inventories of finished goods	**7**	(16)	NM
Cost of properties sold / consumables used	**(4,938)**	(1,479)	NM
Staff costs	**(5,726)**	(4,556)	26
Depreciation	**(1,000)**	(971)	3
Finance costs	**(1,222)**	(884)	38
Other expenses	**(6,979)**	(5,837)	20
Profit before tax	**4,784**	4,367	10
Income tax expense	**(1,123)**	(970)	16
Profit for the period	**3,661**	3,397	8
Other comprehensive income / (loss), after tax :			
Currency translation differences on translation of financial statements of foreign subsidiaries	**3,922**	(1,874)	NM
Fair value loss on available-for-sale financial asets reclassified to profit or loss	**-**	278	(100)
Fair value gain on available-for-sale financial assets	**33**	49	(33)
Other comprehensive gain / (loss) for the year, net of tax	**3,955**	(1,547)	NM
Total comprehensive income for the period	**7,616**	1,850	NM
Profit attributable to :			
Equity holders of the Company	**3,672**	3,399	8
Non-controlling interests	**(11)**	(2)	NM
	3,661	3,397	8
Total comprehensive income attributable to :			
Equity holders of the Company	**7,627**	1,852	NM
Non-controlling interests	**(11)**	(2)	NM
	7,616	1,850	NM

Notes to Consolidated Statement of Comprehensive Income :

	Group		
	31/03/2015	31/03/2014	Change
Profit before tax is arrived at after (charging) / crediting:	**$'000**	$'000	%
Amortisation of other assets	**(28)**	(28)	(0)
Allowance of doubtful trade receivables, net	**-**	(4)	NM
Depreciation of property, plant and equipment	**(1,000)**	(971)	3
Gain / (loss) on disposal of available-for-sale financial assets	**1**	(1)	NM
Fair value loss on available-for-sale financial asets reclassified to profit or loss	**-**	(278)	NM
Income from available-for-sale financial assets	**3**	3	-
Interest income	**143**	141	1
Net foreign exchange gain / (loss)	**578**	(1)	NM
Under provision of prior year tax	**(29)**	-	NM

NM : Not meaningful

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1 (b) (i) Statements of Financial Position

	Notes	Group		Company	
		31/03/2015	31/12/14	**31/03/2015**	31/12/14
		$'000	$'000	**$'000**	$'000
Current assets					
Cash and bank balances	**A**	**8,909**	12,813	**81**	65
Trade and other receivables	**B**	**18,188**	16,026	**46,548**	44,526
Inventories		**378**	315	-	-
Development properties		**42,854**	46,150	-	-
Other current assets	**C**	**2,351**	2,960	**13**	6
		72,680	78,264	**46,642**	44,597
Non-current assets					
Available-for-sale financial assets		**1,291**	1,260	**143**	145
Intangible assets		**409**	357	-	-
Investment in subsidiaries		-	-	**40,937**	40,937
Investment in an associate		**1,904**	1,904	-	-
Investment properties		**299,000**	299,000	-	-
Property, plant and equipment	**D**	**228,078**	215,450	-	-
Goodwill		**789**	789	-	-
Other assets		**6,662**	6,688	-	-
Trade and other receivables		**30,982**	30,880	-	-
Other non-current assets		**271**	283	-	-
Deferred income tax assets		**481**	402	-	-
		569,867	557,013	**41,080**	41,082
Total assets		**642,547**	635,277	**87,722**	85,679
Current liabilities					
Trade and other payables		**22,352**	23,728	**2,811**	251
Tax payables	**E**	**4,904**	3,960	-	-
Borrowings	**F**	**39,594**	22,776	-	-
		66,850	50,464	**2,811**	251
Non-current liabilities					
Trade and other payables		**4,263**	4,692	-	-
Borrowings	**F**	**220,449**	236,556	-	-
Deferred income tax liabilities		**5,651**	5,426	-	-
		230,363	246,674	-	-
Total liabilities		**297,213**	297,138	**2,811**	251
Net assets		**345,334**	338,139	**84,911**	85,428
Capital and reserves attributable to equity holders of the Company					
Share capital		**125,646**	125,646	**125,646**	125,646
Treasury shares		**(472)**	(51)	**(472)**	(51)
Reserves		**220,276**	212,649	**(40,263)**	(40,167)
		345,450	338,244	**84,911**	85,428
Non-controlling interests		**(116)**	(105)	-	-
Total equity		**345,334**	338,139	**84,911**	85,428
		-	-	-	-

Notes to Statements of Financial Position:

A Decrease was due to payment for ongoing projects.

B Increase was due to outstanding instalments not yet due for additional units sold in a development project.

C Decrease was due to lesser recoverables and prepayments.

D Increase was due to construction costs for ongoing projects.

E Increase was due to higher tax provision for the period.

F Net increase was due to draw down of loans to fund ongoing projects.

(b) (ii) Aggregate amount of group's borrowings and debt securities.

Amount repayable in one year or less, or on demand

31/03/2015	
$'000	
Secured	**Unsecured**
39,594	**Nil**

31/12/14	
$'000	
Secured	Unsecured
22,776	Nil

Amount repayable after one year

31/03/2015	
$'000	
Secured	**Unsecured**
220,449	**Nil**

31/12/14	
$'000	
Secured	Unsecured
236,556	Nil

Details of any collateral

The borrowings are secured by the following :

(a) first legal mortgages on certain subsidiaries' property, plant and equipment and investment and development property;

(b) an assignment in escrow of interest in a subsidiary's lease and rental proceeds from its investment properties; a fixed and floating charge over its assets;

(c) an assignment of certain subsidiaries' interest in sale and purchase agreements, tenancy agreements, insurance policies, building contracts, performance bonds and all monies standing to the credit in a subsidiary's project account in respect of development properties; and

(d) corporate guarantee given by the Company and debenture over certain subsidiaries' hotels.

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1 (c) Consolidated Statement of Cash Flows

	Notes	Group	
		31/03/2015	31/03/2014
		$'000	$'000
Cash flows from operating activities			
Profit before tax		**4,784**	4,367
Adjustments for:			
Amortisation of other assets		**28**	28
Depreciation of property, plant and equipment		**1,000**	971
Income from available-for-sale financial assets		**(3)**	(3)
Interest expense		**1,222**	884
Interest income		**(143)**	(141)
(Gain) / loss on disposal of available-for-sale financial		**(1)**	1
Fair value loss on available-for-sale financial assets reclassified to profit or loss		**-**	278
Exchange difference		**(157)**	21
Operating cash flow before working capital changes		**6,730**	6,406
Changes in operating assets and liabilities :			
Development properties		**3,296**	(687)
Inventories		**(63)**	16
Payables		**(1,800)**	(97)
Receivables		**(1,680)**	(1,480)
Cash generated from operations		**6,483**	4,158
Net income tax (paid) / refunded		**(33)**	222
Net cash generated from operating activities		**6,450**	4,380
Cash flows from investing activities			
Income received from quoted equity investments		**3**	3
Interest received		**143**	141
Payments for property, plant and equipment	**A**	**(8,383)**	(12,732)
Proceeds from disposal of property, plant and equipment		**1**	-
Proceeds from sale of available-for-sale financial assets		**1**	5
Additional costs incurred on investment properties		**-**	(377)
Purchase of intangible assets		**(52)**	-
Repayment from a third party		**36**	-
Net cash used in investing activities		**(8,251)**	(12,960)
Cash flows from financing activities			
Interest paid		**(1,222)**	(884)
Net repayments of finance lease liabilities	**B**	**114**	(33)
Proceeds from bank borrowings	**C**	**21,796**	8,702
Repayment from bank borrowings	**C**	**(22,372)**	(3,727)
Purchase of treasury shares		**(421)**	-
Net cash (used in) / generated from financing activities		**(2,105)**	4,058
Net decrease in cash and cash equivalents held		**(3,906)**	(4,522)
Cash and cash equivalents at beginning of financial period		**12,813**	12,565
Effect of exchange rate changes on cash and cash equivalents		**2**	-
Cash and cash equivalents at the end of financial period		**8,909**	8,043

Note to Consolidated Statement of Cash Flows :

Cash and cash equivalents at the end of the financial year comprise the following :

	Group	
	31/03/2015	31/03/2014
	$'000	$'000
Cash and bank balances	**8,909**	8,043

Notes to Statement of Cash Flows:

A Decrease was due to completion of construction for one of the ongoing projects.

B Increase was due to addition of finance lease during the period.

C Increase was due to draw down of loans to fund ongoing projects.

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

Statement of Changes in Equity - Group

	Equity attributable to equity holders of the Company									
	Share Capital $'000	Treasury Shares $'000	Retained Earnings & Other Reserves* $'000	Asset Revaluation Reserve $'000	Foreign Currency Translation Reserve $'000	Fair Value Reserve $'000	Total Reserves $'000	Total $'000	Non-controlling Interests $'000	Total Equity $'000
Balance at 1 January 2015	125,646	(51)	197,611	9,773	5,111	154	212,649	338,244	(105)	338,139
Profit for the period	-	-	3,672	-	-	-	3,672	3,672	(11)	3,661
Other comprehensive income, net of tax										
Currency translation differences on translation of financial statements of foreign subsidiaries	-	-	-	-	3,922	-	3,922	3,922	-	3,922
Fair value loss on available-for-sale financial assets	-	-	-	-	-	33	33	33	-	33
Other comprehensive income for the period, net of tax	-	-	-	-	3,922	33	3,955	3,955	-	3,955
Total comprehensive income / (loss) for the period	-	-	3,672	-	3,922	33	7,627	7,627	(11)	7,616
Purchase of treasury shares	-	(421)	-	-	-	-	-	(421)	-	(421)
Balance at 31 March 2015	125,646	(472)	201,283	9,773	9,033	187	220,276	345,450	(116)	345,334

* Includes other reserves of $112,000 as at 31 March 2015.

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Statement of Changes in Equity - Group

	Equity attributable to equity holders of the Company								
	Share Capital	Retained Earnings & Other Reserves*	Asset Revaluation Reserve	Foreign Currency Translation Reserve	Fair Value Reserve	Total Reserves	Total	Non-controlling Interests	Total Equity
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Balance at 1 January 2014	125,646	168,081	9,773	3,448	(245)	181,057	306,703	(104)	306,599
Profit for the period	-	3,399	-	-	-	3,399	3,399	(2)	3,397
Other comprehensive income, net of tax									
Currency translation differences on translation of financial statements of foreign subsidiaries	-	-	-	(1,874)	-	(1,874)	(1,874)	-	(1,874)
Fair value loss on available-for-sale financial assets reclassified to profit or loss	-	-	-	-	278	278	278	-	278
Fair value gain on available-for-sale financial assets	-	-	-	-	49	49	49	-	49
Other comprehensive (loss) / income for the period, net of tax	-	-	-	(1,874)	327	(1,547)	(1,547)	-	(1,547)
Total comprehensive income / (loss) for the period	-	3,399	-	(1,874)	327	1,852	1,852	(2)	1,850
Balance at 31 March 2014	125,646	171,480	9,773	1,574	82	182,909	308,555	(106)	308,449

* Includes other reserves of $112,000 as at 31 March 2014.

Statement of Changes in Equity - Company

	Share Capital $'000	Treasury Shares $'000	Accumulated Losses $'000	Fair Value Reserve $'000	Other Reserve $'000	Total Reserves $'000	Total $'000
Balance at 1 January 2015	125,646	(51)	(41,118)	25	926	(40,167)	85,428
Loss for the period	-	-	(94)	-	-	(94)	(94)
Fair value loss on available-for-sale financial assets	-	-	-	(2)	-	(2)	(2)
Total comprehensive loss for the period	-	-	(94)	(2)	-	(96)	(96)
Purchase of treasury shares	-	(421)	-	-	-	-	(421)
Balance at 31 March 2015	125,646	(472)	(41,212)	23	926	(40,263)	84,911

	Share Capital $'000	Treasury Shares $'000	Accumulated Losses $'000	Fair Value Reserve $'000	Other Reserve $'000	Total Reserves $'000	Total $'000
Balance at 1 January 2014	125,646	-	(42,300)	29	926	(41,345)	84,301
Loss for the period	-	-	(99)	-	-	(99)	(99)
Fair value gain on available-for-sale financial assets	-	-	-	15	-	15	15
Total comprehensive (loss) / income for the period	-	-	(99)	15	-	(84)	(84)
Balance at 31 March 2014	125,646	-	(42,399)	44	926	(41,429)	84,217

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

As at 31 March 2015, the number of ordinary shares in issue was 576,936,000 of which 909,900 were held by the Company as treasury shares. The share capital was $125,646,000 (31 March 2014: 576,936,000 ordinary shares of which none were held as treasury shares).

There was no conversion of shares nor outstanding option during the financial period.

1 (d) (iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	31/03/2015	31/12/14
Total issued ordinary shares (including treasury shares)	576,936,000	576,936,000
Less: Treasury shares	(909,900)	(100,000)
Total issued ordinary shares (excluding treasury shares)	**576,026,100**	576,836,000

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

During the period January to March 2015, the Company purchased 809,900 treasury shares (January to March 2014: nil).

Group and Company	Number of Shares	Treasury Shares ($)
Balance at 1 January 2015	100,000	51,282
Purchase of treasury shares	809,900	420,897
Balance at 31 March 2015	909,900	472,179

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

The figures have not been audited or reviewed by the Company's auditors.

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

Not applicable.

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

The Group has applied the same accounting policies and methods of computation in the preparation of the financial statements for the current period as compared with the audited financial statements for the year ended 31 December 2014 except for the adoption of certain Financial Reporting Standard ("FRS") and Interpretation ("INT FRS") that are mandatory for the financial year beginning on or after 1 January 2015.

5 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

The adoption of FRS and INT FRS as highlighted in item 4 has no significant impact on the financial statements.

6 Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

	Group	
	31/03/2015	31/03/2014
	Cents	Cents
(i) Based on the weighted average number of ordinary shares on issue	**0.64**	0.59
(ii) On a fully diluted basis	**0.64**	0.59

7 Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the :

(a) current financial period reported on; and

(b) immediately preceding financial year

	Group		**Company**	
	31/03/2015	31/12/14	**31/03/2015**	31/12/14
	Cents	Cents	**Cents**	Cents
Net asset value per ordinary share based on issued share capital at the end of the period/year	**59.97**	58.64	**14.74**	14.81

8 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:

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

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

First Quarter 2015 ("1Q 2015") vs First Quarter 2014 ("1Q 2014")

Group revenue for 1Q 2015 increased by 33% to $24 million, from $18 million for 1Q 2014. This was mainly due to additional units of development property sold and rental income from investment properties in the Property Investment and Development segment. Hotel Investment and Management segment also contributed to the higher revenue from both room and food & beverage division.

Other income for 1Q 2015 increased to $0.9 million, from $0.2 million for 1Q 2014. This was mainly due to higher foreign exchange gain.

Cost of properties sold / consumables used for 1Q 2015 increased to $4.9 million, from $1.5 million for 1Q 2014. This was due to additional units of development property sold.

Staff costs for 1Q 2015 increased by 26% to $5.7 million, from $4.6 million for 1Q 2014 mainly due to increase in headcount from the newly opened hotel in Bangkok.

Higher interest rates on loans caused finance costs for 1Q 2015 to increase by 38% to $1.2 million, from $0.9 million for 1Q 2014.

Other expenses for 1Q 2015 increased by 20% to $7 million, from $5.8 million for 1Q 2014. This was mainly due to higher advertising and commission, general and administrative expenses and property tax expenses.

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

In the Company's fourth quarter 2014 results, it was stated that:

"The Singapore tourism sector has experienced a challenging year in 2014. According to the Singapore Tourism Board, international visitor arrivals reported a 3.1% year-on-year drop for 2014.

Singapore has been relentless in its efforts to position itself as the preferred destination to business and leisure travellers. With the host of international events lined up in 2015 as well as the celebrations for its Golden Jubilee SG50, the outlook for Singapore's hospitality industry remains positive. However, with the tight foreign labour market policy, the cost structure remains challenging.

With the soft opening of Amara Bangkok Hotel in 2015, it will give a diversified income stream to the Group."

The results of first quarter 2015 are generally in line with the above statement.

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

The Singapore Tourism Board has moderated its forecast for 2015 to 15.5 million visitor arrivals. However, with the additional room supply in 2015, the hospitality sector could be challenging.

The launching of key initiatives such as a S$35 million partnership with Changi Airport Group and a S$20 million global marketing campaign aim to improve visitor arrivals.

11 Dividend

(a) Current Financial Period Reported On	: None
(b) Corresponding Period of the Immediately Preceding Financial Year	: None
(c) Date payable	: Not applicable
(d) Books closure date	: Not applicable

12 If no dividend has been declared/recommended, a statement to that effect.

Not applicable

13 If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

There is no general mandate from shareholders for IPTs.

14 STATEMENT BY DIRECTORS

Pursuant to SGX Listing Rule 705(5)

To the best of the directors' knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the unaudited first quarter 2015 financial results to be false or misleading in all material aspects.

BY ORDER OF THE BOARD

Ms Susan Teo Geok Tin / Ms Foo Soon Soo

Company Secretaries

13 May 2015