AMPLEFIELD LIMITED

(Company Registration No: 198900188N)

ANNUAL REPORT 2017

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This Annual Report has been prepared by Amplefield Limited (the "**Company**") and its contents have been reviewed by the Company's Sponsor, PrimePartners Corporate Finance 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 verified the contents of this Annual Report.

This Annual Report has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this Annual Report, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this Annual Report.

The contact person for the Sponsor is Mr Joseph Au, Associate Director, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).

CORPORATE DATA

BOARD OF DIRECTORS	:	**Executive:** Mr Yap Weng Yau *(Executive Director)* Mr Phan Chee Shong *(Executive Director)* Mr Woon Ooi Jin *(Executive Director)* **Non-Executive:** Mr Albert Saychuan Cheok *(Chairman, Independent)* Mr Ng Chin Hoo *(Independent)* Mr Chong Kum Fatt *(Independent)*
AUDIT COMMITTEE	:	Mr Albert Saychuan Cheok *(Chairman)* Mr Ng Chin Hoo Mr Chong Kum Fatt
NOMINATING COMMITTEE	:	Mr Chong Kum Fatt *(Chairman)* Mr Ng Chin Hoo Mr Albert Saychuan Cheok
REMUNERATION COMMITTEE	:	Mr Ng Chin Hoo *(Chairman)* Mr Albert Saychuan Cheok Mr Chong Kum Fatt
RISK MANAGEMENT COMMITTEE	:	Mr Yap Weng Yau *(Chairman)* Mr Woon Ooi Jin Mr Phan Chee Shong
COMPANY SECRETARY	:	Mr Shawn Chan Changyun (with effect from 22 December 2017)
REGISTERED OFFICE	:	101A, Upper Cross Street #11-16 People's Park Centre Singapore 058358
BUSINESS OFFICE	:	Unit A-15-1, AmpleWest@Menara 6 No. 6, Jalan P. Ramlee 50250 Kuala Lumpur Malaysia Tel: (+60) 3-2072 1138 Fax: (+60) 3-2072 1127
SHARE REGISTRAR	:	Boardroom Corporate & Advisory Services Pte. Ltd. 50 Raffles Place Singapore Land Tower #32-01 Singapore 048623
PRINCIPAL BANKERS	:	BDO Unibank, Philippines OCBC (Malaysia) Sdn Bhd, Kuala Lumpur
INDEPENDENT AUDITOR	:	Lo Hock Ling & Co. Chartered Accountants Singapore 101A Upper Cross Street #11-22 People's Park Centre Singapore 058358
AUDIT PARTNER-IN-CHARGE	:	Mr Luo Zhi Zhong Roma *(from financial year ended 30 September 2016)*
CONTINUING SPONSOR	:	PrimePartners Corporate Finance Pte. Ltd. 16 Collyer Quay #10-00 Income at Raffles Singapore 049318

CHAIRMAN'S STATEMENT

On behalf of the Board of Directors ("**Board**"), I present the Annual Report and Financial Statements of Amplefield Limited (the "**Company**", and together with its subsidiaries and associated companies, the "**Group**") for the financial year ended 30 September 2017 ("**FY2017**").

The major global economies of Europe, United States, China and Japan have exhibited accelerating growth since the middle of 2016. On a global basis, about 75% of the world economy, measured by GDP at purchasing power parity is sharing in the acceleration[1].

The emerging economies of Vietnam and the Philippines have been performing well in recent years. Vietnam's real GDP growth is projected to be 6.3% in both 2017 and 2018 and 6.2% in 2022 while the Philippine's real GDP growth is projected to be 6.6% in 2017, 6.7% in 2018 and 6.8% in 2022[1]. Growth in these two countries are underpinned by the improved demand from the advanced countries, a relatively large and young workforce as well as continuing measures to liberalise their economies.

However, the Group's revenue decreased by 85% from $8.99 million in FY2016 to $1.26 million in FY2017, mainly due to the completion of the Group's construction and development project in the Philippines and correspondingly lowered contribution from construction and development activities.

Nevertheless, the Group is on the lookout for fresh income streams for its construction and development business, especially in Vietnam and Philippines.

Meanwhile, the income stream from the Group's investment properties have improved as the properties mature. These investment properties in the Philippines accounted for $1.2 million of the Group's income in FY2017 and is expected to increase further as tenancy rate goes up.

On the corporate development side, the Company has, on 2 December 2016, obtained shareholders' approval to transfer the listing from Main Board of SGX-ST to Catalist. Accordingly, the Company was transferred to the Catalist and removed from the Watch-List with effect from 9 December 2016.

On 15 November 2017, the Company has obtained shareholders' approval to adopt a general mandate for interested person transactions ("**IPT Mandate**") in respect of certain future transactions that the Group may enter into with the interested persons. This has enabled the Group to enter into a contract on 4 December 2017 valued at approximately S$24.79 million to undertake the earthworks on a 63.8 hectares piece of land at Lang Le, Le Minh Xuan Ward, Binh Chanh District, Ho Chi Minh City, Vietnam, which is expected to have a positive impact on the Group's construction and development business.

The Company has, on 19 December 2017, successfully completed its Rights cum Warrants Issue exercise. The subscription rate was 53.46%. An aggregate 554,736,390 Rights Shares and 369,824,145 Warrants have been issued and allotted by the Company on that date. Consequently, the paid-up share capital of the Company increased from $41 million to $68 million while the net tangible assets of the Group attributable to shareholders increased from $36 million to $63 million upon completion of the Rights cum Warrants Issue exercise. This has strengthened the Group's financial position and put the Group on a better footing for further growth.

The Group will continue to consolidate its business in the Philippines and Vietnam and take advantage of its foothold there, where it had earlier identified opportunities in these fast growing economies.

On behalf of the Board, I would like to extend our thanks to our valued customers, business partners and financiers for their continued support. I would also like to express our appreciation to the management and staff of the Group for their dedication and hard work to see us through an eventful year.

In closing, I also extend my personal thanks and gratitude to my fellow directors for their valuable contribution, and to our shareholders for their unwavering support.

Albert Saychuan Cheok
Independent Chairman

26 December 2017

[1] Source: IMF World Economic Outlook, October 2017

BOARD OF DIRECTORS

ALBERT SAYCHUAN CHEOK Independent Chairman

Mr Albert Saychuan Cheok was appointed to the Board on 25 November 2009. He was last re-elected to the Board on 30 January 2015. He is the Independent Non-Executive Chairman of the Company as well as Chairman of the Audit Committee. He is also a member of the Nominating Committee and Remuneration Committee.

Mr Albert Saychuan Cheok graduated from the University of Adelaide with First Class Honours in Economics and was awarded a PhD scholarship to study at Cambridge University. He is a Fellow of the Certified Public Accountants Australia. Mr Albert Cheok has more than 35 years of high-level experience in the banking, financial and corporate sectors in the Asia Pacific region.

Between May 1979 and February 1982, Mr Cheok was an Advisor to the Australian Government Inquiry into the Australian Financial System ("**Campbell Inquiry**"), which introduced comprehensive reforms to the Australian banking system.

He was the Chief Manager at the Reserve Bank of Australia from October 1988 to September 1989 before becoming the Deputy Commissioner of Banking in Hong Kong for three and a half years. He was subsequently appointed as the Executive Director in charge of Banking Supervision at the Hong Kong Monetary Authority from April 1993 to May 1995. Mr Cheok was the Chairman of Bangkok Bank Berhad in Malaysia from September 1995 to November 2005.

Mr Cheok was the Chairman of Macau Chinese Bank from May 2002 to May 2016. He was the Chairman of Bowsprit Corporation Limited, manager of First REIT – listed hospital and healthcare group in Singapore from 17 May 2006 to 17 May 2017. Mr Cheok was the Chairman of Auric Pacific Group, the Singapore listed food conglomerate from July 2002 to April 2017. Mr Cheok was the Chairman of LMIRT Management Limited, the Manager of Lippo Malls Indonesia Retail Trust, listed in Singapore from July 2010 to September 2017. Mr Cheok was an independent non-executive director of Adavale Resources Limited, which is listed on Australian Securities Exchange.

Currently, Mr Cheok holds positions on boards throughout Asia/Australia including:

International Standards Resources Holdings Limited (listed in Hong Kong) – independent non-executive Chairman

Hongkong Chinese Limited (listed in Hong Kong) – independent non-executive Director

China Aircraft Leasing Group Holdings Limited (listed in Hong Kong) – independent non-executive director

5G Networks Limited, listed in Australia – independent non-executive Chairman

Mr Cheok is a Vice Governor of the Board of Governors of the Malaysian Institute of Corporate Governance. He has no family relationship with other directors or major shareholders of the Company.

BOARD OF DIRECTORS

NG CHIN HOO Independent Director

Mr Ng was appointed to the Board on 15 September 2015. He was last re-elected to the Board on 29 January 2016. He obtained his Bachelor of Commerce (Commercial Law & Accounting) from University of Melbourne, Australia in 1983. He is a Chartered Accountant by profession and is a member of the Malaysian Institute of Accountants, a CPA of the Australian Society of Certified Practicing Accountants and a member of the Institute of Chartered Secretaries and Administrators.

Mr Ng has wide experience in management consulting and financial management primarily gained working for KPMG Management Consulting in England and Malaysia. Mr Ng was an Executive Director of KPMG Management Consulting as well as Limited Partner with KPMG. Since leaving KPMG, Mr Ng has held various senior positions in listed and non-listed companies. He is currently an Independent Non-Executive Director of SHL Consolidated Bhd, a company listed on Bursa Malaysia.

Mr Ng is the Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee of the Company.

Mr Ng has no family relationship with other directors or major shareholders of the Company.

CHONG KUM FATT Independent Director

Mr Chong was appointed to the Board on 23 June 2016. He was last re-elected to the Board on 20 January 2017. He graduated with a Bachelor of Economics (Accounting) degree from University of New England, NSW, Australia and has a Master of Business Administration from University of Surrey, United Kingdom. He is an Independent Director of the Company. Besides being the Chairman of the Nominating Committee, he is also a member of the Audit Committee and Remuneration Committee. Mr Chong's principal commitment is with the Singapore General Hospital. He serves as the Assistant Director of the Finance Division in Singapore General Hospital. He has been with the Singapore General Hospital since June 1990, holding several positions as Senior Accountant, Finance Division, Manager, Business and Admissions Office, and Assistant Director, Admissions and Financial Services. Mr Chong is a fellow of the Institute of Singapore Chartered Accountants. He has no family relationship with other directors or major shareholders of the Company. He has no present directorship and/or past directorship in other listed companies in the preceding 3 years.

YAP WENG YAU Executive Director

Mr Yap was appointed to the Board on 22 February 2013 and redesignated as Executive Director on 30 May 2016. He was last re-elected to the Board on 20 January 2017. He is responsible for the overall day-to-day operations and plays a leading role in developing the business and direction of the Group. He graduated with a Bachelor of Business (Accounting) degree from Monash University, Australia in 2004. He started his career with Ernst & Young, Malaysia from 2004 to 2009. Mr Yap is the Chairman of the Risk Management Committee. Mr Yap is the son of Dato Sri Yap Teiong Choon and Phan Foo Beam, the controlling shareholders of the Company. He has no present directorship and/or past directorship in other listed companies in the preceding 3 years.

BOARD OF DIRECTORS

PHAN CHEE SHONG Executive Director

Mr Phan was appointed to the Board on 30 May 2016 as an Executive Director. He was last re-elected to the Board on 20 January 2017. He is responsible for the execution of the various development and construction projects of the Group. He is a civil engineer by profession and has more than 35 years of experience in civil engineering, property development, construction and management in the region. He holds a degree in Bachelor of Engineering from University of Canterbury, New Zealand. He is a member of the Institute of Engineers, Malaysia and Lembaga Jurutera Malaysia since 1984. He has no family relationship with other directors or major shareholders of the Company. Mr Phan is a member of the Risk Management Committee. He has no present directorship and/or past directorship in other listed companies in the preceding 3 years.

WOON OOI JIN Executive Director

Mr Woon was appointed to the Board on 11 February 2010 and redesignated as Executive Director on 30 May 2016. He was last re-elected to the Board on 20 January 2017. Mr Woon graduated from the University of Malaya in 1984 with a Bachelor of Science degree in Physics. He is an accountant by profession and is a member of the Malaysian Institute of Certified Public Accountants and Malaysian Institute of Accountants. He is the Chief Financial Officer of the Company since 26 May 2015 and a member of the Risk Management Committee. He has no family relationship with other directors or major shareholders of the Company. He has no present directorship and/or past directorship in other listed companies in the preceding 3 years.

REPORT ON CORPORATE GOVERNANCE

The Board of Directors (the "**Board**") of Amplefield Limited (the "**Company**" and together with its subsidiaries, the "**Group**") is committed to maintaining good standards of corporate governance and places importance on its corporate governance processes and systems so as to ensure greater transparency, accountability and maximisation of long-term shareholder value.

This report outlines the Company's corporate governance practices that were in place during the financial year ended 30 September 2017 ("**FY2017**"), with specific reference made to the principles of the Code of Corporate Governance 2012 (the "**Code**") and the disclosure guide developed by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") in January 2015 (the "**Guide**"). Appropriate explanations have been provided in the relevant sections below where there are deviations from the Code and/or Guide.

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
General	(a) Has the Company complied with all the principles and guidelines of the Code?	The Company has complied with the principles and guidelines as set out in the Code and the Guide, where applicable.
	If not, please state the specific deviations and alternative corporate governance practices adopted by the Company in lieu of the recommendations in the Code.	Appropriate explanations have been provided in the relevant sections below where there are deviations from the Code and/or the Guide.
	(b) In what respect do these alternative corporate governance practices achieve the objectives of the principles and conform to the guidelines of the Code?	Not applicable. The Company did not adopt any alternative corporate governance practices in FY2017.
BOARD MATTERS		
The Board's Conduct of Affairs		
1.1	What is the role of the Board?	The Board has 6 members and comprises the following:

Table 1.1 – Composition of the Board	
Name of Director	**Designation**
Albert Saychuan Cheok	Independent Chairman
Yap Weng Yau	Executive Director
Phan Chee Shong	Executive Director
Woon Ooi Jin	Executive Director
Ng Chin Hoo	Independent Director
Chong Kum Fatt	Independent Director

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
		The Board is entrusted to lead and oversee the Company, with the fundamental principle to act in the best interests of the Company. The Board assumes stewardship and control of the Group's resources and takes full responsibility for corporate governance and the performance of the Group by setting the visions and objectives and by directing the policies and strategies. Apart from its statutory duties, the Board's principal functions are, *inter alia*: • overseeing the Company, including its control and accountability systems; • sets strategic aims and ensures that the necessary financial and human resources are in place to meet its objectives; • reviews the Group's financial performance; • approves the budgets or forecasts, investment and divestment proposals; • monitoring and reviewing senior management's performance, remuneration packages and implementation of strategy; • satisfying itself that senior management has developed and implemented a sound system of risk management and internal controls in relation to financial reporting risks and has reviewed the effectiveness of the operation of that system; • assessing the effectiveness of senior management's implementation of systems for managing material business risks, including the making of additional enquiries and to request assurances regarding the management of material business risks, as appropriate; • ensuring compliance with all laws and regulations as may be relevant to the business; • providing overall corporate governance of the Company and ensures that obligations to shareholders and other stakeholders are met; and • reviews financial authorization limits in place for all major capital expenditures which require the Board's approval.
1.3	Has the Board delegated certain responsibilities to committees? If yes, please provide details.	The Board carries out these functions directly or through the various committees which would make recommendations to the Board. These committees constituted by the Board are the Audit Committee (the "**AC**"), the Nominating Committee (the "**RC**"), the Remuneration Committee (the "**NC**") and the Risk Management Committee (the "**RMC**"), (collectively, the "**Board Committees**"). The compositions of the Board Committees are as follows:

Table 1.3 – Composition of the Board Committees

	AC(1)	NC(2)	RC(3)	RMC(4)
Chairman	Albert Saychuan Cheok	Chong Kum Fatt	Ng Chin Hoo	Yap Weng Yau
Member	Ng Chin Hoo	Albert Saychuan Cheok	Chong Kum Fatt	Phan Chee Shong
Member	Chong Kum Fatt	Ng Chin Hoo	Albert Saychuan Cheok	Woon Ooi Jin

Notes:
(1) The AC comprises 3 members, all of whom are independent.
(2) The NC comprises 3 members, all of whom are independent.
(3) The RC comprises 3 members, all of whom are independent.
(4) The RMC comprises 3 members, all of whom are non-independent.

REPORT ON CORPORATE GOVERNANCE

<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company's Compliance or Explanation</th></tr>
<tr><td>1.4</td><td>Have the Board and Board Committees met in the last financial year?</td><td>The Board schedules to meet on a quarterly basis, and as and when circumstances require. During the financial year ended 30 September 2017, the number of the Board and Board Committee meetings held and the attendance of each Board member are shown below:
<table>
<tr><td colspan="6">Table 1.4 – Directors' Attendance</td></tr>
<tr><td></td><td>Board</td><td>AC</td><td>NC</td><td>RC</td><td>RMC</td></tr>
<tr><td>Number of Meetings Held</td><td>4</td><td>6</td><td>1</td><td>1</td><td>1</td></tr>
<tr><td>Name of Director</td><td colspan="5"></td></tr>
<tr><td>Albert Saychuan Cheok</td><td>3</td><td>6</td><td>1</td><td>1</td><td>–</td></tr>
<tr><td>Ng Chin Hoo</td><td>4</td><td>6</td><td>1</td><td>1</td><td>–</td></tr>
<tr><td>Chong Kum Fatt</td><td>4</td><td>6</td><td>1</td><td>1</td><td>–</td></tr>
<tr><td>Yap Weng Yau</td><td>4</td><td>5#</td><td>1#</td><td>1#</td><td>1</td></tr>
<tr><td>Phan Chee Shong</td><td>4</td><td>–</td><td>–</td><td>–</td><td>1</td></tr>
<tr><td>Woon Ooi Jin</td><td>4</td><td>5#</td><td>1#</td><td>1#</td><td>1</td></tr>
</table>
By invitation

The Board is also briefed periodically by senior management on the Group's strategy and performance.

The Company's Constitution allows for meetings to be held through teleconferencing and/or videoconferencing.</td></tr>
<tr><td>1.5</td><td>What are the types of material transactions which require approval from the Board?</td><td>Matters and transactions that require the Board's approval include, amongst others, the following:
• major capital expenditure, capital management and acquisitions and divestitures exceeding 5% of latest audited NTA of the Group;
• Chapter 9 and Chapter 10 transactions in the SGX-ST Listing Manual Section B: Rules of Catalist (the "Catalist Rules");
• the Company's control and accountability systems;
• share issuance, dividend release or changes in capital;
• the Company's policies on risk oversight and management, internal compliance and control, Code of Conduct, and legal compliance;
• the Company's financial statements, financial results announcements, budgets; and
• all matters which crosses the Materiality Threshold*.

* The Board will establish materiality thresholds from time to time which will reflect the stage of development of the Company and takes into consideration the guidelines provided in the Catalist Rules.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
1.6	(a) Are new Directors given formal training? If not, please explain why.	Newly appointed Directors will receive comprehensive and tailored induction upon joining the Board, including their duties as directors and how to discharge those duties. An orientation program including site visits to the Group's operations will be held where required to ensure that the Directors are familiar with the Group's business, organisation structure, corporate strategies and policies, and governance practices. The Company will also provide training for first-time Directors in areas such as accounting, legal and industry specific knowledge as appropriate. The training of Directors will be arranged and funded by the Company.
	(b) What are the types of information and training provided to (i) new Directors and (ii) existing Directors to keep them up-to-date?	Briefings, updates and trainings for the Directors in FY2017 include the external auditors ("**EA**") had briefed the AC on changes or amendments to accounting standards. The Board values on-going professional development and recognises that it is important that all Directors receive regular training so as to be able to serve effectively on and contribute to the Board. The Board has therefore established a policy on continuous professional development for Directors. To ensure Directors can fulfil their obligations and to continually improve the performance of the Board, all Directors are encouraged to undergo continual professional development during the term of their appointment. Professional development may relate to a particular subject area, committee membership, or key developments in the Company's environment, market or operations which may be provided by accredited training providers such as the Singapore Institute of Directors. Directors are encouraged to consult the Chairman if they consider that they personally, or the Board as a whole, would benefit from specific education or training regarding matters that fall within the responsibility of the Board or relate to the Company's business. Such trainings costs are borne by the Company. The Directors are also reminded on an annual basis to continuously comply with the Company's internal code on dealings in securities of the Company.
Board Composition and Guidance		
2.1 2.2 3.3	Does the Company comply with the guideline on the proportion of Independent Directors on the Board? If not, please state the reasons for the deviation and the remedial action taken by the Company.	Guideline 2.1 and 2.2 of the Code are met as the Independent Directors make up half of the Board. Guideline 3.3 of the Code is not applicable given that the Chairman and CEO (or equivalent) are different persons and are not immediate family members, and the Chairman is an independent director who is not part of the management team.

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
2.3 4.3	Has the independence of the Independent Directors been reviewed in the last financial year?	The Board takes into account the existence of relationships or circumstances, including those identified by the Code, that are relevant in its determination as to whether a Director is independent. In addition, the NC reviews the individual directors' declaration in their assessment of independence. The NC has reviewed and confirmed the independence of the Independent Directors in accordance with the Code. The Independent Directors have also confirmed their independence in accordance with the Code.
	(a) Is there any Director who is deemed to be independent by the Board, notwithstanding the existence of a relationship as stated in the Code that would otherwise deem him not to be independent? If so, please identify the Director and specify the nature of such relationship. (b) What are the Board's reasons for considering him independent? Please provide a detailed explanation.	There is no Director who is deemed independent by the Board, notwithstanding the existence of a relationship as stated in the Code that would otherwise deem him not to be independent.
2.4	Has any Independent Director served on the Board for more than nine years since the date of his first appointment? If so, please identify the Director and set out the Board's reasons for considering him independent.	There is no Independent Director who has served beyond nine years since the date of his first appointment.
2.5	What are the steps taken by the Board to progressively renew the Board composition?	The Board is of the opinion that it would be most effective to draw on the wealth of experience from the longer serving directors while concurrently taking progressive steps to review and consider opportunities to refresh the Board as and when deemed required. To meet the changing challenges in the industry and countries which the Group operates in, such reviews, which includes the review of factors such as the expertise, skills and perspectives which the Board requires against the existing competencies, would be done on a regular basis to ensure that the Board dynamics remain optimal.

REPORT ON CORPORATE GOVERNANCE

<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company's Compliance or Explanation</th></tr>
<tr><td rowspan="3">2.6</td><td>(a) What is the Board's policy with regard to diversity in identifying director nominees?</td><td rowspan="2">The Board and board committees should comprise directors who as a group provide an appropriate balance and diversity of skills, experience, gender and knowledge of the Company. The Board's policy in identifying director nominees is primarily to have an appropriate mix of members with core competencies such as accounting or finance, business or management experience, industry knowledge, strategic planning experience and customer-based experience or knowledge.

The current Board composition provides a diversity of skills, experience and knowledge to the Company as follows:

<table>
<tr><th colspan="3">Table 2.6 – Balance and Diversity of the Board</th></tr>
<tr><th></th><th>Number of Directors</th><th>Proportion of Board (%)</th></tr>
<tr><td>Core Competencies</td><td colspan="2"></td></tr>
<tr><td>– Accounting or finance</td><td>5</td><td>83</td></tr>
<tr><td>– Business management</td><td>6</td><td>100</td></tr>
<tr><td>– Legal or corporate governance</td><td>5</td><td>83</td></tr>
<tr><td>– Relevant industry knowledge or experience</td><td>3</td><td>50</td></tr>
<tr><td>– Strategic planning experience</td><td>3</td><td>50</td></tr>
<tr><td>– Customer based experience or knowledge</td><td>3</td><td>50</td></tr>
</table>
</td></tr>
<tr><td>(b) Please state whether the current composition of the Board provides diversity on each of the following – skills, experience, gender and knowledge of the Company, and elaborate with numerical data where appropriate.</td></tr>
<tr><td>(c) What steps have the Board taken to achieve the balance and diversity necessary to maximise its effectiveness?</td><td>The Board has taken the following steps to maintain or enhance its balance and diversity:
• Annual review by the NC to assess if the existing attributes and core competencies of the Board are complementary and enhance the efficacy of the Board; and
• Annual evaluation by the Directors of the skill sets the other Directors possess, with a view to understand the range of expertise which is lacking by the Board.

The NC will consider the results of these exercises in its recommendation for the appointment of new directors and/or the re-appointment of incumbent directors.</td></tr>
<tr><td>2.8</td><td>Have the Non-Executive Directors met in the absence of key management personnel in the last financial year?</td><td>The Non-Executive Directors are scheduled to meet regularly, and as warranted, in the absence of key management personnel to discuss concerns or matters such as the effectiveness of the Management.

The Non-Executive Directors have met once in the absence of key management personnel in FY2017.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
Chairman and Chief Executive Officer		
3.1	Are the duties between Chairman and CEO segregated?	The roles of the Chairman and CEO (or equivalent) are separate to ensure a clear division of their responsibilities, increased accountability and greater capacity of the Board for independent decision making. The Chairman is not related to the CEO (or equivalent). The responsibilities of the Independent Chairman are as follows: (a) to lead the Board to ensure its effectiveness on all aspects of its role; (b) to promote a culture of openness and debate at the Board; (c) to facilitate the effective contribution of non-executive directors in particular; (d) to promote high standards of corporate governance; and (e) to set the agenda for Board meetings. The responsibilities of the CEO (or equivalent) are as follows: (a) to progress and advance the strategic direction provided by the Board; and (b) the overall day to day operational running of the Company, pursuant to the Board delegating to him certain of the Board's powers, authorities and discretions.
3.4	Have the Independent Directors met in the absence of other directors?	The Independent Directors will meet in the absence of the other directors as and when circumstances warrant. The Independent Directors have met once in the absence of the other directors in FY2017.
Board Membership		
4.1	What are the duties of the NC?	The NC is guided by key terms of reference as follows: (a) the review of board succession plans for directors, in particular, the Chairman and the CEO (or equivalent); (b) the development of a process for evaluation of the performance of the Board, its board committees and Directors; (c) the review of training and professional development programs for the Board; (d) to review and approve any new employment of related persons and proposed terms of their employment; (e) to decide whether or not a Director of the Company is able to and has been adequately carrying out his duties as a Director;

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
		(f) board appointments and re-nominations of existing Directors for re-election in accordance with the Company's Constitution (including alternate directors, if applicable) after having considered important issues, as part of the process for the selection, appointment and re-appointment of Directors, as to composition and progressive renewal of the Board and each director's competencies, commitment, contribution and performance (e.g. attendance, preparedness, participation, candour) including, if applicable, as an independent director; and (g) ensuring all Directors submit themselves for re-nomination and re-appointment at regular intervals and at least once every three years.
4.4	(a) What is the maximum number of listed company board representations that the Company has prescribed for its directors? What are the reasons for this number?	The Board has set the maximum number of listed company board representations as 10. Having assessed the capacity of the Directors based on factors disclosed in Section 4.4(c) below, the Board is of the view that this number would allow Directors to have increased exposure to different Boards and broaden their experience and knowledge in relation to Board matters, hence ultimately benefiting the Company.
	(b) If a maximum has not been determined, what are the reasons?	Not applicable.
	(c) What are the specific considerations in deciding on the capacity of directors?	The considerations in assessing the capacity of Directors include the following: • expected and/or competing time commitments of Directors; • geographical location of Directors; • size and composition of the Board; and • nature and scope of the Group's operations and size.
	(d) Have the Directors adequately discharged their duties?	The NC has reviewed the time spent and attention given by each of the Directors to the Company's affairs, taking into account the multiple directorships and other principal commitments of each of the Directors (if any) and is satisfied that all Directors have discharged their duties adequately for FY2017.
4.5	Are there alternate Directors?	The Company does not have any alternate directors.

REPORT ON CORPORATE GOVERNANCE

<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company’s Compliance or Explanation</th></tr>
<tr><td>4.6</td><td>Please describe the board nomination process for the Company in the last financial year for (i) selecting and appointing new directors and (ii) re-electing incumbent directors.</td><td>
<table>
<tr><th colspan="3">Table 4.6(a) – Process for the Selection and Appointment of New Directors</th></tr>
<tr><td>1.</td><td>Determination of selection criteria</td><td>• The NC, in consultation with the Board, would identify the current needs of the Board in terms of expertise and skills that are required in the context of the strengths and weaknesses of the existing Board to complement and strengthen the Board.</td></tr>
<tr><td>2.</td><td>Search for suitable candidates</td><td>• The NC would consider candidates proposed by the Directors, management or substantial shareholders, and may engage professional search firms where necessary.</td></tr>
<tr><td>3.</td><td>Assessment of shortlisted candidates</td><td>• The NC would meet and interview the shortlisted candidates to assess their suitability.</td></tr>
<tr><td>4.</td><td>Appointment of director</td><td>• The NC would recommend the selected candidate to the Board for consideration and approval.</td></tr>
</table>
<table>
<tr><th colspan="3">Table 4.6(b) – Process for Re-electing Incumbent Directors</th></tr>
<tr><td>1.</td><td>Assessment of director</td><td>• The NC would assess the contributions and performance of the Director in accordance with the performance criteria set by the Board; and
• The NC would also review the range of expertise, skills and attributes of current Board members and consider the current needs of the Board.</td></tr>
<tr><td>2.</td><td>Re-appointment of director</td><td>• Subject to the NC’s satisfactory assessment, the NC would recommend the proposed re-appointment of the Director to the Board for its consideration and approval.</td></tr>
</table>
</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
		Pursuant to Regulation 115 of the Constitution, at least one-third of the Directors for the time being (or if their number is not a multiple of three (3), the number nearest to but not less than one-third) shall retire from office by rotation. For the avoidance of doubt, each Director shall retire from office at least once every three (3) years. Pursuant to Regulation 116, Directors to retire by rotation shall include (so far as necessary to obtain the number required) any Director who wishes to retire and not to offer himself for re-election and any Director who is due to retire at the meeting by reason of age. Any further Directors so to retire shall be those of the other Directors subject to retirement by rotation who have been longest in office since their last re-election or appointment or have been in office for the three (3) years since their last election. As such, the Board has accepted the NC's recommendations to seek the approval of shareholders at the forthcoming AGM to re-elect Albert Saychuan Cheok and Ng Chin Hoo who will be retiring pursuant to Regulation 115 of the Constitution. In making the recommendations, the NC has considered Albert Saychuan Cheok and Ng Chin Hoo's overall contribution and performance. Albert Saychuan Cheok will, upon re-election as a Director, remain as the Chairman of the AC and a member of the NC and RC. Ng Chin Hoo will, upon re-election as a Director, remain as the Chairman of the RC and a member of the AC and NC. Albert Saychuan Cheok and Ng Chin Hoo are considered independent for the purpose of Rule 704(7) of the Catalist Rules.
4.7	Please provide Directors' key information.	The key information of the Directors, including their appointment dates and directorships held in the past 3 years, are set out in the table below.

Table 4.7 – Directors' Key Information

Name of Director	Board Membership	Date of first appointment	Date of last re-appointment	Directorships in other listed companies		Other Principal Commitments
				Current	Past three years	
Albert Saychuan Cheok	Independent Chairman	25 November 2009	30 January 2015	International Standards Resources Holdings Limited Hongkong Chinese Limited China Aircraft Leasing Group Holdings Limited 5G Networks Limited	Macau Chinese Bank Auric Pacific Group Bowsprit Capital Corporation Ltd Lippo Mapletree Indonesia Retail Trust Management Ltd Adavale Resources Limited	Vice Governor, Board of Governors, Malaysian Institute of Corporate Governance
Ng Chin Hoo	Independent Non-Executive Director	15 September 2015	29 January 2016	SHL Consolidated Bhd	Nil	Nil
Chong Kum Fatt	Independent Non-Executive Director	23 June 2016	20 January 2017	Nil	Nil	Assistant Director, Finance Division of Singapore General Hospital

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Guideline	Code and/or Guide Description	Company's Compliance or Explanation

Name of Director	Board Membership	Date of first appointment	Date of last re-appointment	Directorships in other listed companies – Current	Directorships in other listed companies – Past three years	Other Principal Commitments
Yap Weng Yau	Executive Director	22 February 2013	20 January 2017	Nil	Nil	Nil
Phan Chee Shong	Executive Director	30 May 2016	20 January 2017	Nil	Nil	Director of Niche Properties Sdn Bhd
Woon Ooi Jin	Executive Director	11 February 2010	20 January 2017	Nil	Nil	Nil

Board Performance

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
5.1 5.2 5.3	What is the performance criteria set to evaluate the effectiveness of the Board as a whole and its board committees, and for assessing the contribution by each Director to the effectiveness of the Board?	Table 5 sets out the performance criteria, as recommended by the NC and approved by the Board, to be relied upon to evaluate the effectiveness of the Board as a whole and its Board Committees, and for assessing the contribution by each Director to the effectiveness of the Board.

Table 5 – Performance Criteria

Performance Criteria	Board and Board Committees	Individual Directors
Qualitative	1. Size and composition 2. Access to information 3. Quality of Board processes 4. Inputs to strategic planning 5. Board accountability 6. Executive Director/Top Management interaction 7. Guidance provided to Management 8. Standard of Conduct	1. Commitment of time 2. Knowledge and abilities 3. Teamwork 4. Overall effectiveness 5. Engagement with Management 6. Level of participation 7. Attendance record

The NC would review the criteria on a periodic basis to ensure that the criteria is able to provide an accurate and effective performance assessment taking into consideration industry standards and the economic climate with the objective to enhance long term shareholders value, thereafter propose amendments if any, to the Board for approval.

After review, the NC did not propose any changes to the performance criteria for FY2017 as compared to the previous financial year as the economic climate, Board composition, the Group's principal business activities remained the same since FY2016.

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
	(a) What was the process upon which the Board reached the conclusion on its performance for the financial year?	The review of the performance of the Board and the Board Committees is conducted by the NC annually. The review of the performance of each Director is also conducted at least annually and when the individual Director is due for re-election. For FY2017, the review process was as follows: 1. all Directors individually completed a board evaluation questionnaire on the effectiveness of the Board and Board Committees, and the individual Directors based on criteria disclosed in Table 5 above;

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<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company's Compliance or Explanation</th></tr>
<tr><td></td><td></td><td>2. the questionnaire results are collated for the NC's discussion and the NC concluded the performance results during the NC meeting; and
3. all NC members have abstained from the voting or review process of any matters in connection with the assessment of his performance.
No external facilitator was used in the evaluation process.</td></tr>
<tr><td></td><td>(b) Has the Board met its performance objectives?</td><td>Yes, the Board has met its performance objectives.</td></tr>
<tr><td colspan="3"><u>Access to Information</u></td></tr>
<tr><td>6.1
10.3</td><td>What types of information does the Company provide to Non-Executive Directors to enable them to understand its business, the business and financial environment as well as the risks faced by the Company? How frequently is the information provided?</td><td>It is the aim of the Board to provide shareholders with a balanced and understandable assessment of the Company's performance, position and prospects. This responsibility extends to the interim and full-year financial results announcements, other price-sensitive public reports and reports to regulators (if required).
Management provides the Board with key information that is complete, adequate and timely. The types of information which are provided by the Management to Independent Directors are set out in the table below:
<table>
<tr><th></th><th>Information</th><th>Frequency</th></tr>
<tr><td>1.</td><td>Board papers (with background or explanatory information relating to the matters brought before the Board, where necessary)</td><td>Quarterly</td></tr>
<tr><td>2.</td><td>Updates to the Group's operations and the markets in which the Group operates in</td><td>Quarterly</td></tr>
<tr><td>3.</td><td>Reports on on-going or planned corporate actions</td><td>Quarterly</td></tr>
<tr><td>4.</td><td>Internal auditors' ("IA") report(s)</td><td>Yearly</td></tr>
<tr><td>5.</td><td>Regulatory updates and implications</td><td>As and when required</td></tr>
<tr><td>6.</td><td>Significant project updates</td><td>As and when required</td></tr>
<tr><td>7.</td><td>EA's report(s)</td><td>Yearly</td></tr>
</table>
Management recognises the importance of circulating information on a timely basis to ensure that the Board has adequate time to review the materials to facilitate a constructive and effective discussion during the scheduled meetings. As such, Management endeavours to circulate information for the Board meetings at least 1 week prior to the meetings to allow sufficient time for the Directors' review.
Key management personnel will also provide any additional material or information that is requested by Directors or that is necessary to enable the Board to make a balanced and informed assessment of the Group's performance, position and prospects. Directors are also provided with the contact details of key management personnel to facilitate direct and independent access to the Management.</td></tr>
</table>

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Guideline	Code and/or Guide Description	Company's Compliance or Explanation
6.3	What is the role of the Company Secretary?	All Directors have separate and independent access to the Company Secretary. The role of the Company Secretary, the appointment and removal of whom is a matter for the Board as a whole, is as follows: • ensuring that board procedures are followed and that the Company's Constitution, applicable rules and regulations, including requirements of the Securities and Futures Act (Chapter 289) of Singapore, the Companies Act (Chapter 50) of Singapore and the Catalist Rules are complied with; • ensuring good information flows within the Board and its Board committees and between the senior management and the Directors, advising the Board on all governance matters, facilitating orientation and assisting with professional developments; and • attending all board and committee meetings. Individually or collectively, in order to execute their duties, Directors are able to obtain independent professional advice at the Company's expense as and when required.
REMUNERATION MATTERS		
Developing Remuneration Policies		
7.1	What is the role of the RC?	The RC is guided by key terms of reference which include, amongst others, the following: (a) review and recommend to the Board a framework of remuneration for Directors and key management personnel to ensure the package is sufficient to attract and retain people of required calibre to run the Company successfully. The review covers all aspects of remuneration including but not limited to Directors' fees, salaries, bonus, options and benefits-in-kind; (b) determine the specific remuneration package for Executive Directors and key management personnel based on performance, service seniority, experience and scope of responsibility. Such remuneration packages are periodically benchmarked to market/industry standards; (c) recommend the fees payable to non-executive Directors based on level of responsibilities undertaken by them; and (d) administer any long term incentive scheme (if applicable).
7.3	Were remuneration consultants engaged in the last financial year?	The Company did not engage any remuneration consultants in FY2017.

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<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company’s Compliance or Explanation</th></tr>
<tr><td>8.4</td><td>Are “claw-back” provisions provided for in the service agreements of Executive Directors and key management personnel?</td><td>The Company currently does not have any contractual provisions which allow it to reclaim incentives from the Executive Directors and key management personnel in certain circumstances. The Board is of the view that as the Group pays performance bonuses based on the actual performance of the Group and/or Company (and not on forward-looking results) as well as the actual results of its Executive Directors and key management personnel, “claw-back” provisions in the service agreements may not be relevant or appropriate.</td></tr>
<tr><td colspan="3"><u>Disclosure on Remuneration</u></td></tr>
<tr><td>9</td><td>What is the Company’s remuneration policy?</td><td>The Company’s remuneration policy, which covers all aspects of remuneration, including but not limited to Directors’ fees, salaries, allowances, benefits-in-kind, bonuses, options, share-based incentives and awards, is one that seeks to attract, retain and motivate talent to achieve the Company’s business vision and create sustainable value for its stakeholders. The policy articulates to staff the link that total compensation has to the achievement of organisational and individual performance objectives, and benchmarked against relevant and comparative compensation in the market.</td></tr>
<tr><td>9.1
9.2</td><td>Has the Company disclosed each Director’s and the CEO’s remuneration as well as a breakdown (in percentage or dollar terms) into base/fixed salary, variable or performance-related income/bonuses, benefits in kind, stock options granted, share-based incentives and awards, and other long-term incentives? If not, what are the reasons for not disclosing so?</td><td>The breakdown for the remuneration of the Directors for FY2017 is as follows:

<table>
<tr><td colspan="7">Table 9 – Directors’ Remuneration</td></tr>
<tr><th>Name</th><th>Remuneration Bands[1]</th><th>Salary $’000</th><th>Variable $’000</th><th>Directors Fees S’000</th><th>Others $’000</th><th>Total $’000</th></tr>
<tr><td>Albert Saychuan Cheok</td><td>A</td><td>–</td><td>–</td><td>14</td><td>–</td><td>14</td></tr>
<tr><td>Ng Chin Hoo</td><td>A</td><td>–</td><td>–</td><td>12</td><td>–</td><td>12</td></tr>
<tr><td>Chong Kum Fatt</td><td>A</td><td>–</td><td>–</td><td>12</td><td>–</td><td>12</td></tr>
<tr><td>Yap Weng Yau</td><td>A</td><td>90</td><td>8</td><td>11</td><td>–</td><td>109</td></tr>
<tr><td>Phan Chee Shong</td><td>A</td><td>77</td><td>6</td><td>11</td><td>–</td><td>94</td></tr>
<tr><td>Woon Ooi Jin</td><td>A</td><td>55</td><td>5</td><td>11</td><td>7</td><td>78</td></tr>
</table>

Note:
(1) Remuneration Band A refers to remuneration of up to S$250,000 per annum.

There were no termination, retirement and post-employment benefits that may be granted to Directors, the Executive Director and the top key management personnel (who are not Directors) in FY2017.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company’s Compliance or Explanation</th></tr>
<tr><td>9.3</td><td>(a) Has the Company disclosed each key management personnel’s remuneration, in bands of S$250,000 or more in detail, as well as a breakdown (in percentage or dollar terms) into base/ fixed salary, variable or performance-related income/ bonuses, benefits in kind, stock options granted, share-based incentives and awards, and other long-term incentives? If not, what are the reasons for not disclosing so?</td><td>The Company only has one (1) top key management personnel.

The breakdown for the remuneration of the Company’s key management personnel (who are not Directors or the CEO (or equivalent)) for FY2017 is as follows:

<table>
<tr><th colspan="5">Table 9.3 – Remuneration of Key Management Personnel</th></tr>
<tr><th>Remuneration Band</th><th>Base/Fixed Salary S$’000</th><th>Variable/ Bonus $’000</th><th>Others ’000</th><th>Total $’000</th></tr>
<tr><td>Up to $250,000</td><td>54</td><td>11</td><td>4</td><td>69</td></tr>
</table>
Note:
The Board has decided not to disclose the names of the top key executive due to competitive pressures in the talent market and the need to ensure Company’s competitive advantage in the retention of staff as well as the sensitivity of the remuneration matters.</td></tr>
<tr><td></td><td>(b) Please disclose the aggregate remuneration paid to the top five key management personnel (who are not Directors or the CEO).</td><td>The total remuneration paid to the top key management personnel (excluding the Directors or the CEO (or equivalent)) for FY2017 was $69,000.</td></tr>
<tr><td>9.4</td><td>Is there any employee who is an immediate family member of a Director or the CEO, and whose remuneration exceeds S$50,000 during the last financial year? If so, please identify the employee and specify the relationship with the relevant Director or the CEO.</td><td>There was no employee of the Group who was an immediate family member of a Director or the CEO (or equivalent) whose remuneration exceeded $50,000 in FY2017.</td></tr>
<tr><td>9.5</td><td>Please provide details of the employee share scheme(s).</td><td>The Company does not have an employee share scheme.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company's Compliance or Explanation</th></tr>
<tr><td>9.6</td><td>(a) Please describe how the remuneration received by Executive Directors and key management personnel has been determined by the performance criteria.</td><td>The remuneration received by the Executive Directors and key management personnel takes into consideration his or her individual performance and contribution towards the overall performance of the Group for FY2017. Their remuneration is made up of fixed and variable compensations. The fixed compensation consists of an annual base salary, fixed allowance and annual wage supplement. The variable compensation is determined based on the level of achievement of corporate and individual performance objectives.</td></tr>
<tr><td></td><td>(b) What were the performance conditions used to determine their entitlement under the short term and long term incentive schemes?</td><td>The following performance conditions were chosen for the Group to remain competitive and to motivate the Executive Directors and key management personnel to work in alignment with the goals of all stakeholders:
<table>
<tr><th colspan="2">Table 9.6(b) – Performance Conditions</th></tr>
<tr><td>Performance Conditions</td><td>Short-term Incentives
(such as performance bonus)</td></tr>
<tr><td>Qualitative</td><td>1. Leadership
2. People development
3. Attitude and commitment
4. Productivity level
5. Cooperation and teamwork</td></tr>
</table>
</td></tr>
<tr><td></td><td>(c) Were all of these performance conditions met? If not, what were the reasons?</td><td>Yes, the RC has reviewed and is satisfied that the performance conditions were met for FY2017.</td></tr>
<tr><td colspan="3">ACCOUNTABILITY AND AUDIT</td></tr>
<tr><td colspan="3"><u>Risk Management and Internal Controls</u></td></tr>
<tr><td>11.3</td><td>(a) In relation to the major risks faced by the Company, including financial, operational, compliance, information technology and sustainability, please state the bases for the Board's view on the adequacy and effectiveness of the Company's internal controls and risk management systems.</td><td>The Board is responsible for the overall risk governance, risk management and internal control framework of the Group and is fully aware of the need to put in place a system of internal controls within the Group to safeguard shareholders' interests and the Group's assets, and to manage risks. The RMC oversees the design, implementation and monitoring of the risk management and internal control systems and is responsible to oversee and advise the Board on the Group's risk exposure, risk appetite and risk strategy. The committee also review and guides the management in the formation of the Group's risk policies and execution of risk assessment processes and mitigation strategies.

At least once a year, the RMC undertakes a formal enterprise-wide review of the adequacy and effectiveness of its risk management and internal control systems, including financial, operational, compliance and information technology controls. During this exercise, risk owners review and update the risks and controls for their respective areas. The result of this annual risk review is presented to the Board to ensure enterprise risks are appropriately identified and managed such that residual risks are acceptable given the operational nature of the business.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
		The Board, RMC and the AC is of the view that the Company's internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective for FY2017. The bases for the Board's view are as follows: 1. assurance has been received from the CEO (or equivalent) and Chief Financial Officer ("**CFO**") (or equivalent) (refer to Section 11.3(b) below); 2. an internal audit has been done by the IA and significant matters highlighted to the AC and key management personnel were appropriately addressed; 3. key management personnel regularly evaluates, monitors and reports to the AC on material risks; 4. discussions were held between the AC and auditors in the absence of the key management personnel to review and address any potential concerns; 5. an enterprise risk management framework overseen by the RMC was established to identify, manage and mitigate significant risks; 6. risk appetite statements with tolerance limits have been approved by the Board to contain risks within acceptable levels; and 7. the Group has put in place whistle-blowing procedures by which employees may report and raise any concerns on possible wrongdoings in good faith and in confidence. All concerns can be reported to the Head of Admin & HR which will then be forwarded to the CEO (or equivalent) and AC. They will assess whether action or review is required. The whistle-blowing procedure is posted on the Company's notice boards for staff easy reference. The Company is gradually placing emphasis on sustainability and would implement appropriate policies and programmes when the opportunities arise.
	(b) In respect of the past 12 months, has the Board received assurance from the CEO and the CFO as well as the IA that: (i) the financial records have been properly maintained and the financial statements give true and fair view of the Company's operations and finances; and (ii) the Company's risk management and internal control systems are effective? If not, how does the Board assure itself of points (i) and (ii) above?	Yes, the Board has obtained such assurance from the CEO (or equivalent) and CFO (or equivalent) in respect of FY2017 and relied on the EA's report as set out in this Annual Report that the financial records have been properly maintained and the financial statements give a true and fair value of the Company's operations and finances. The Board has additionally relied on the IA reports issued to the Company for FY2017 as assurances that the Company's risk management and internal control systems are effective.

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
Audit Committee		
12.1 12.4	What is the composition of and role of the AC?	All members of the AC are independent. None of the AC members were previous partners or directors of the Company's external audit firm within the last twelve months and none of the AC members hold any financial interest in the external audit firm. The AC is guided by the following key terms of reference: (a) consider and recommend the nomination and appointment or re-appointment of the external auditors, the level of their remuneration and matters relating to resignation or removal of the external auditors, and review with the external auditors the audit plans, their evaluation of the system of internal accounting controls, their audit reports, their management letter and the Company's management's response before submission of the results of such review to the Board for approval; (b) consider the appointment or re-appointment of the internal auditors, the level of their remuneration and matters relating to resignation or removal of the internal auditors, and review with the internal auditors the internal audit plans and their evaluation of the adequacy of the Company's system of internal accounting controls and accounting system before submission of the results of such review to the Board for approval prior to the incorporation of such results in the Company's annual report (where necessary); (c) review the system of internal accounting controls and procedures established by management and discuss problems and concerns, if any, arising from the interim and final audits, and any matters which the auditors may wish to discuss (in the absence of management where necessary); (d) oversees the development of the Company's risk framework to manage the current risk exposures and future risk strategy of the Company; (e) review the annual and quarterly financial statements and results announcements, where applicable, before submission to the Board for approval, focusing in particular, on changes in accounting policies and practices, major areas of judgement, significant adjustments resulting from the audit, the going concern statement, compliance with accounting standards as well as compliance with any stock exchange and statutory/regulatory requirements; (f) review the effectiveness and adequacy of the Company's administrative, operating, internal accounting and financial control procedures; (g) review the scope and results of the external audit, and the independence and objectivity of the external auditors; (h) review interested person transactions in accordance with the requirements of the Catalist Rules; and (i) review arrangements by which the staff may, in confidence, raise concerns about possible improprieties in matters of financial reporting and to ensure that arrangements are in place for the independent investigations of such matter and for appropriate follow-up.

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<table>
<tr><th>Guideline</th><th>Code and/or Guide Description</th><th>Company's Compliance or Explanation</th></tr>
<tr><td>12.2</td><td>Are the members of the AC appropriately qualified to discharge their responsibilities?</td><td>Yes. The Board considers Albert Saychuan Cheok, who has extensive and practical accounting and financial management knowledge and experience, well qualified to chair the AC. Ng Chin Hoo and Chong Kum Fatt of the AC are also trained in accounting and financial management.
The members of the AC collectively have many years of strong accounting and related financial management expertise and experience and are appropriately qualified to discharge their responsibilities.</td></tr>
<tr><td>12.5</td><td>Has the AC met with the auditors in the absence of key management personnel?</td><td>Yes, the AC has met with the IA and the EA once in the absence of key management personnel in FY2017.</td></tr>
<tr><td>12.6</td><td>Has the AC reviewed the independence of the EA?</td><td>The AC has reviewed the non-audit services provided by the EA and is satisfied that the nature and extent of such services would not prejudice the independence of the EA, and has recommended the re-appointment of the EA at the forthcoming AGM.</td></tr>
<tr><td></td><td>(a) Please provide a breakdown of the fees paid in total to the EA for audit and non-audit services for the financial year.</td><td><table><tr><td colspan="3">Table 12.6(a) – Fees Paid/Payable to the EA for FY2017</td></tr><tr><td></td><td>S$'000</td><td>% of total</td></tr><tr><td>Audit fees</td><td>68</td><td>100</td></tr></table></td></tr>
<tr><td></td><td>(b) If the EA have supplied a substantial volume of non-audit services to the Company, please state the bases for the AC's view on the independence of the EA.</td><td>There were no non-audit services rendered during FY2017.</td></tr>
<tr><td>12.7</td><td>Does the Company have a whistle-blowing policy?</td><td>The Group has put in place whistle-blowing procedures by which employees may report and raise any concerns on possible wrongdoings in good faith and in confidence. All concerns can be reported to the Head of Admin & HR which will then be forwarded to the CEO (or equivalent) and AC. They will assess whether action or review is required. The whistle-blowing procedure is posted on the Company's notice boards for staff easy reference.
Moving forward, the Company will make the whistle blowing policy publicly available, and arrangements will be made to ensure independent investigations will be conducted.</td></tr>
<tr><td>12.8</td><td>What are the AC's activities or the measures it has taken to keep abreast of changes to accounting standards and issues which have a direct impact on financial statements?</td><td>In FY2017, the AC was briefed by the EA on the changes or amendments to the accounting standards which may have a direct impact on the financial statements.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
12.9	Are there any member of the AC who is a former partner or director of the Company's existing auditing firm or auditing corporation (a) within a period of 12 months commencing on the date of his ceasing to be a partner of the auditing firm or the auditing corporation; and in any case (b) for as long as he has any financial interest in the auditing firm or auditing corporation?	There is no AC member who is a former partner or director of the Company's existing auditing firm or audit corporation within the last twelve months and none of the AC members hold any financial interest in the external audit firm.
Internal Audit		
13.1 13.2 13.3 13.4 13.5	Please provide details of the Company's internal audit function, if any.	The Company's internal audit function is outsourced to Brenda Hoh & Associates ("**IA**") that reports directly to the AC Chairman and administratively to the CEO (or equivalent) and CFO (or equivalent). The AC reviews and approves the internal audit plan to ensure the adequacy of the scope of audit. The AC is satisfied that the IA is adequately qualified (given, inter alia, its adherence to standards set by internationally recognised professional bodies) and resourced, and has the appropriate standing in the Company to discharge its duties effectively.
SHAREHOLDER RIGHTS AND RESPONSIBILITIES		
Shareholder Rights		
14.2	Are shareholders informed of the rules, including voting procedures, that govern general meetings of shareholders?	Shareholders are entitled to attend the general meetings of shareholders and are afforded the opportunity to participate effectively in and vote at general meetings of shareholders. An independent polling agent is appointed by the Company for general meetings who will explain the rules, including the voting procedures, that govern the general meetings of shareholders.
14.3	Are corporations which provide nominee or custodial services allowed to appoint more than two proxies?	The Company's Constitution allows a shareholder to appoint up to two proxies to attend and vote in the shareholder's place at the general meetings of shareholders. Pursuant to the introduction of the multiple proxies regime under the Singapore Companies (Amendment) Act 2014, indirect investors who hold the Company's shares through a nominee company or custodian bank or through a Central Provident Fund agent bank may attend and vote at general meetings.
Communication with Shareholders		
15.1	Does the Company have an investor relations policy?	The Company has in place an investor relations policy, to promote regular, effective and fair communication.

REPORT ON CORPORATE GOVERNANCE

Guideline	Code and/or Guide Description	Company's Compliance or Explanation
15.2 15.3 15.4	(a) Does the Company regularly communicate with shareholders and attend to their questions? How often does the Company meet with institutional and retail investors?	The Company solicits feedback from and addresses the concerns of shareholders (including institutional and retail investors) via the following: The contacts of the investor relations officer are as follows: Investor Relations Department, Unit A-15-1, AmpleWest@Menara 6, No 6, Jalan P. Ramlee, 50250 Kuala Lumpur. Tel: +603-2072 1138 Fax: +603-2072 1127
	(b) Is this done by a dedicated investor relations team (or equivalent)? If not, who performs this role?	The Company has an internal investor relations team. In addition, the Company has engaged an external investor relations firm, Sino-Lion Communications Pte Ltd to assist the Company in its investor relations initiatives.
	(c) How does the Company keep shareholders informed of corporate developments, apart from SGXNet announcements and the annual report?	The Company updates shareholders on its corporate developments through the SGXNet announcements, its annual report and at general meetings.
15.5	Does the Company have a dividend policy?	The Company does not have a fixed dividend policy. Nonetheless, key management personnel will review, *inter alia*, the Group's performance in the relevant financial period, projected capital needs and working capital requirements and make appropriate recommendations to the Board on dividend declaration.
	Is the Company is paying dividends for the financial year? If not, please explain why.	The Board has not declared or recommended any dividends for FY2017, as the Company was not profitable for FY2017.
CONDUCT OF SHAREHOLDER MEETINGS		
16.1 16.3 16.4 16.5	How are the general meetings of shareholders conducted?	The Company's Constitution allow for abstentia voting. The Company requires all Directors (including the respective chairman of the Board Committees) to be present at all general meetings of shareholders, except in cases of exigencies. The EA is also required to be present to address shareholders' queries about the conduct of audit and the preparation and content of the independent auditor's report. All resolutions are put to vote by poll, and their detailed results will be announced via SGXNet after the conclusion of the general meeting. All minutes of general meetings including the questions raised by shareholders in relation to the meeting agenda and the responses from the Board and/or Management, will be made available to shareholders upon their request within a reasonable time frame after the general meeting.

REPORT ON CORPORATE GOVERNANCE

<table>
<tr><th colspan="3">COMPLIANCE WITH APPLICABLE CATALIST RULES</th></tr>
<tr><th>Catalist Rule</th><th>Rule Description</th><th>Company's Compliance or Explanation</th></tr>
<tr><td>712, 715 or 716</td><td>Appointment of Auditors</td><td>The Company confirms its compliance to the Catalist Rules 712 and 715.</td></tr>
<tr><td>1204(8)</td><td>Material Contracts</td><td>Save as disclosed below, there were no material contracts entered into by the Group involving the interest of the Executive Director, any Director, or controlling shareholder, which are either still subsisting at the end of FY2017 or if not then subsisting, entered into since the end of the previous financial year.
<table>
<tr><th>Date of Contract</th><th>Contract Value</th><th>Description</th></tr>
<tr><td>4 April 2017</td><td>$14,000</td><td>Conditional share purchase agreement between Amplefield Development Inc. and CAM Mechatronic (Phils.) Inc. for the acquisition of shares in Amplefield Land Phils. Inc. representing 40% of its equity interests.</td></tr>
<tr><td>25 April 2017</td><td>$4,038,720</td><td>Sale and purchase agreements between Amplefield Facilities Sdn. Bhd. and URC Snack Foods (Malaysia) Sdn. Bhd. in respect of the Company's real properties for the amount of $4,038,720.</td></tr>
</table></td></tr>
<tr><td>1204(10)</td><td>Confirmation of adequacy of internal controls</td><td>The Board, RMC and the AC are of the opinion that the internal controls are adequate to address the financial, operational and compliance and information technology control and risk management systems which the Group considers relevant and material to its current business scope and environment for FY2017 based on the following:
• internal controls and the risk management system established by the Company;
• work performed by the IA and EA;
• assurances from the CEO (or equivalent) and CFO (or equivalent); and
• reviews done by the various Board Committees and key management personnel.</td></tr>
<tr><td>1204(17)</td><td>Interested Persons Transaction (“IPT”)</td><td>The Group has procedures governing all IPTs to ensure that they are properly documented and reported on a timely manner to the AC and that they are carried out on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders.

Save for the disclosure as follows, there were no interested person transactions which were more than $100,000 entered into in FY2017. The Group has a general mandate for recurrent mandated interested person transactions.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

<table>
<tr><th>Catalist Rule</th><th>Rule Description</th><th>Company's Compliance or Explanation</th></tr>
<tr><td></td><td></td><td>
<table>
<tr><th>Name of Interested Person</th><th>Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)</th><th>Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than $100,000)</th></tr>
<tr><td>Regionaland Pte Ltd[(1)] (an associate of controlling shareholder of the Company, Dato Sri Yap Teiong Choon)</td><td>$400,000</td><td>NIL</td></tr>
<tr><td>Total</td><td>$400,000</td><td>NIL</td></tr>
</table>
Note:
(1) In relation to the assignment of deposit for the subscription of 150,000 new shares in the subsidiary, Amplefield Development, Inc..
</td></tr>
<tr><td>1204(19)</td><td>Dealing in Securities</td><td>The Company has adopted an internal policy which prohibits the Directors and officers from dealing in the securities of the Company while in possession of price-sensitive information.

The Company, its Directors and officers are also discouraged from dealing in the Company's securities on short term considerations and are prohibited from dealing in the Company's securities during the period beginning two weeks before the announcement of the Company's quarterly financial statements and one month before the announcement of the Company's full-year financial statements respectively, and ending on the date of the announcement of the relevant results.</td></tr>
<tr><td>1204(21)</td><td>Non-sponsor fees</td><td>For FY2017, the Company paid to its sponsor, PrimePartners Corporate Finance Pte. Ltd. non-sponsor fees of $32,100.</td></tr>
</table>

REPORT ON CORPORATE GOVERNANCE

1204(22)	Use of Proceeds	On 30 June 2017, the Company announced a proposed Rights cum Warrants Issue of up to 1,037,643,438 new ordinary shares at the Right Issue Price of $0.05 for each Right Share, and up to 691,762,292 free detachable Warrants at the Warrant Exercise Price of $0.05. On 15 November 2017, the Company obtained shareholders' approval for the proposed Rights cum Warrants Issue. On 19 December 2017, the Company announced the completion of the subscription of the Rights cum Warrants Issue. After deducting expenses of approximately $0.6 million incurred by the Company in connection with the Rights cum Warrants Issue, the net proceeds generated from the exercise amounted to $27,136,820 (before setting off $22.6 million of the indebtedness against the subscription by Olander Ltd, a company beneficially owned by a controlling shareholder, Dato Sri Yap Teiong Choon). Save as disclosed above, the proceeds from the Rights cum Warrants Issue have not been disbursed as of the date of this annual report.

REVIEW OF OPERATIONS

The Group's revenue decreased from $9.0 million for the financial year ended 30 September 2016 ("**FY2016**") to $1.26 million for the financial year ended 30 September 2017 ("**FY2017**"). The decrease in revenue for FY2017 was due mainly to the completion of the Group's construction and development project in the Philippines at end of FY2016, resulting in lower contributions from that sector in FY2017.

The revenue in FY2017 of $1.26 million was derived mainly from the Group's investment property in the Philippines while in FY2016, the Group's revenue from investment property was only $0.085 million. The increase in revenue from investment property was due to the Group's acquisition of 16 units of SME factory buildings at Amplefield SME Park in Lima, Batangas, Philippines during the financial year.

Other income has decreased from $0.59 million in FY2016 to $0.07 million in FY2016. In FY2016, the main components of other income were fair value gain on investment property of $0.42 million and unrealized foreign exchange gain of $0.15 million. Both of these items are non-recurring in nature.

With the completion of the Group's construction and development project in the Philippines, the Group did not incur construction cost in FY2017. In line with the reduced construction and development activities, the employees benefit expenses decreased from $0.6 million in FY2016 to $0.4 million in FY2017 as staffs were employed on an ad-hoc basis for the construction and development project.

The increase in finance costs from $0.25 million in FY2016 to $0.31 million in FY2017 was due mainly to higher interest rates charged on bank borrowings during FY2017 as compared to the preceding financial year.

Other expenses of $1.0 million in FY2017 (FY2016: $0.73 million) comprised of professional fees, quit rents and assessments, regulatory and administrative costs, foreign exchange losses and rental expenses. The higher expenses was due mainly to higher foreign exchange losses, professional fees and rental of new office premises during the financial year.

The Group recorded a loss before tax from continuing operations of $0.62 million for FY2017 compared to a profit of $2.5 million in FY2016. The Group made a total loss of $0.62 million in FY2017 compared to a total profit of $5.1 million in FY2016. Meanwhile, the loss attributable to the shareholders of the Company and non-controlling interest in FY2017 was $0.6 million and $0.003 million respectively.

Contracts entered into by the Group which are still subsisting at the end of FY2017 are as follows:

Date of Contract	Contract Value	Duration	Scope of Works
6 May 2014	USD23 million	12 months from site possession	Civil and structural works on main infrastructure on 63.8 hectares, parcel of land at Le Minh Xuan Ward, Ho Chi Minh City, Vietnam ("Land")
14 July 2014	USD9 million	12 months upon commencement of M&E	Mechanical & Engineering ("M&E") works on main infrastructure on 63.8 hectares, parcel of the Land.
24 Nov 2014	$233 million	36 months from site possession	Design, execution and completion of main infrastructure works on 300 hectares, parcel of the Land.

Note:
The contracts are between Citybuilders Vietnam Co. Ltd ("**CBVN**"), a subsidiary of the Company and Sing Viet City Limited ("**SVC**"). Approximately 3% of the contract value in relation to the contract dated 6 May 2014 had been billed as the entire 63.8 hectares of the Land had been handed over by SVC to CBVN only on 29 September 2016 mainly due to protracted delay in land handover by existing land owners to SVC and rising construction materials faced by CBVN. Upon further negotiation between CBVN and SVC, the Company had announced on 4 December 2017, that it was awarded a $24.792 million contract to resume certain of the main infrastructure works on the 63.8 hectares of Land by undertaking the soil investigation, preliminary works, site clearance, sandfilling and related earthworks which is expected to be completed by end September 2018. Meanwhile, both CBVN and SVC are currently reviewing the completion and delivery date of the 6 May 2014 contract and will update shareholders as and when appropriate.

There was no M&E works carried out todate by CBVN in relation to the contract dated 14 July 2014 pending the completion of the main infrastructure works on the 63.8 hectares of the Land.

Save for certain design works being carried out in relation to the contract dated 24 November 2014, CBVN had not commenced any physical works on the 300 hectares of the Land as SVC had not handed the possession of the 300 hectares of the Land to CBVN.

DIRECTORS' STATEMENT

The directors present this statement to the members together with the audited and consolidated financial statements of the Group for the financial year ended 30 September 2017 and the balance sheet of the Company as at 30 September 2017.

(1) DIRECTORS' OPINION

In the opinion of the directors,

(a) the financial statements set out on pages 39 to 92 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 30 September 2017, and the financial performance, changes in equity and cash flows of the Group for the year then ended; 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.

(2) DIRECTORS

The directors holding office at the date of this statement are:

Mr Albert Saychuan Cheok
Mr Yap Weng Yau
Mr Woon Ooi Jin
Mr Phan Chee Shong
Mr Ng Chin Hoo
Mr Chong Kum Fatt

(3) ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Neither during nor at the end of the financial year was the Company a party to any arrangement the object of which was to enable the directors of the Company to acquire benefits through the acquisition of shares in, or debentures of, the Company or any other body corporate.

(4) DIRECTORS' INTERESTS IN SHARES OR DEBENTURES

The directors holding office at the end of the financial year and their interests in shares and debentures of the Company and related corporations as recorded in the Register of Directors' Shareholdings kept by the Company under Section 164 of the Companies Act, Cap. 50 were as follows:–

	Ordinary shares registered in the name of Directors or nominees			Ordinary shares in which Directors are deemed to have interests		
	As at 01-10-2016	As at 30-09-2017	As at 21-10-2017	As at 01-10-2016	As at 30-09-2017	As at 21-10-2017
Amplefield Limited						
Mr Albert Saychuan Cheok	500,000	500,000	500,000	–	–	–
Mr Yap Weng Yau	–	–	–	–	–	–
Mr Woon Ooi Jin	–	–	–	–	–	–
Mr Phan Chee Shong	–	–	–	–	–	–
Mr Ng Chin Hoo	11,000,344	11,000,344	11,000,344	–	–	–
Mr Chong Kum Fatt	205,000	205,000	205,000	–	–	–

DIRECTORS' STATEMENT

(Continued)

(5) SHARE OPTIONS

There were no options granted during the financial year to take up unissued shares of the Company or any corporation in the Group.

During the financial year, there were no shares of the Company or any corporation in the Group issued by virtue of the exercise of options.

There were no unissued shares of the Company or any corporation in the Group under option at the end of the financial year.

(6) AUDIT COMMITTEE

The audit committee performed the functions specified in the Companies Act. The functions performed are detailed in the Company's annual report under "Report on Corporate Governance".

(7) AUDITORS

The auditors, Messrs. Lo Hock Ling & Co., have expressed their willingness to accept re-appointment.

On behalf of the Directors,

____

Albert Saychuan Cheok
Chairman

____

Yap Weng Yau
Executive Director

Singapore, 26 December 2017

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AMPLEFIELD LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of Amplefield Limited (the "Company") and its subsidiaries (collectively the "Group") set out on pages 39 to 92, which comprise the statements of financial position (balance sheets) of the Group and of the Company as at 30 September 2017, and the consolidated statement of comprehensive income, the consolidated statement of changes in equity, and the consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements of 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 30 September 2017 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

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

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 of the current period. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled our responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AMPLEFIELD LIMITED

(Continued)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Key Audit Matters (Continued)

(1) Valuation of Investment Properties *(refer to note 11 to the financial statements)*

The Group owns investment properties comprising 16 units of warehouse buildings located in the Philippines. As at 30 September 2017, investment properties stated at fair values approximately amounting to $19.78 million were determined based on an independent external valuation.

We focus on this area as the valuation process involved significant judgment in determining the appropriate valuation methodologies to be used and the underlying assumptions to be applied.

We evaluated the qualifications and competence of the external valuer. We considered other alternative valuation methods.

We held discussions with the valuer to understand the valuation methodologies used. We undertook further procedures to test the underlying assumptions against comparability and market factors, supporting lease agreements and other documents. We also considered the adequacy of the disclosures in the financial statements.

The valuer is the member of recognised professional bodies for external valuers. We found the valuation methodologies used to be in line with generally accepted market practices in Philippines. We also found that disclosures in the financial statements to be adequate.

(2) Impairment Assessment of Goodwill *(refer to note 12 to the financial statements)*

The carrying amount of goodwill amounting to $1.48 million as at 30 September 2017 is subject to annual impairment testing.

The Group's goodwill is allocated to Cash Generating Unit (CGU) in Vietnam property construction project. Management uses assumptions in respect of future market and economic conditions such as revenue and margin of development. When performing the assessment, management concluded that there was no impairment of goodwill during the financial year ended 30 September 2017.

The procedures over management's annual impairment test were significant to our audit because the assessment process is complex. This assessment requires management to make significant judgments on the selection of various assumptions that are affected by future market and economic conditions which are uncertain.

We examined management's methodology used to assess the carrying amount of the goodwill balance allocated to CGU in Vietnam project in accordance with FRS 36 "Impairment of Assets".

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AMPLEFIELD LIMITED

(Continued)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Key Audit Matters (Continued)

(2) Impairment Assessment of Goodwill *(refer to note 12 to the financial statements)* (Continued)

We corroborated revenue forecast against the secured contracts. We assessed and tested the assumptions which the outcome of the impairment test is most sensitive to and the data used. We further assessed the appropriateness of key assumptions, notably the discount rate including the risk-free rate, equity risk premium along with gearing ratio and cost of debts. Such inputs were benchmarked against risk rate in Vietnam.

We also focused on the adequacy of the note disclosures concerning those key assumptions to which the outcome of the impairment is most sensitive. The disclosures on goodwill, key assumptions and sensitivities are included in the note 12 to the financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

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.

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.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AMPLEFIELD LIMITED

(Continued)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

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.

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.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AMPLEFIELD LIMITED

(Continued)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Auditor's Responsibilities for the Audit of the Financial Statements (Continued)

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 determined 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 the subsidiary 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 Mr Luo Zhi Zhong Roma.

LO HOCK LING & CO.
PUBLIC ACCOUNTANTS AND
CHARTERED ACCOUNTANTS SINGAPORE

Singapore, 26 December 2017

STATEMENTS OF FINANCIAL POSITION

AS AT 30 SEPTEMBER 2017

	Notes	Group 2017 $'000	Group 2016 $'000	Company 2017 $'000	Company 2016 $'000
ASSETS					
Current assets					
Cash and bank balances	3	**294**	138	**15**	68
Trade receivables	4	**1,256**	1,783	**–**	–
Other receivables	5	**44,224**	2,817	**–**	2,728
Prepaid land lease	6	**52**	–	**–**	–
		45,826	4,738	**15**	2,796
Non-current assets classified as held for sale	7	**3,212**	–	**–**	–
Total current assets		**49,038**	4,738	**15**	2,796
Non-current assets					
Trade receivables	4	**–**	19,983	**–**	–
Other receivables	5	**24,985**	12,265	**54,201**	16,672
Prepaid land lease	6	**4,554**	–	**–**	–
Investments in subsidiaries	8	**–**	–	**28,338**	5,391
Investments in associates	9(a)	**–**	7,363	**–**	7,200
Amount due from associates	9(b)	**–**	18,700	**–**	18,700
Property, plant and equipment	10	**52**	9	**–**	–
Investment properties	11	**19,778**	3,294	**–**	–
Goodwill	12	**1,475**	–	**–**	–
Total non-current assets		**50,844**	61,614	**82,539**	47,963
Total assets		**99,882**	66,352	**82,554**	50,759
LIABILITIES AND EQUITY					
Current liabilities					
Trade payables	13	**732**	1,020	**–**	–
Other payables	14	**5,671**	1,256	**726**	570
Bank borrowings – secured	15	**2,462**	2,282	**–**	–
Current tax liabilities		**53**	143	**–**	–
Total current liabilities		**8,918**	4,701	**726**	570
Non-current liabilities					
Amount due to associates	9(c)	**–**	1,118	**–**	–
Trade payables	13	**–**	160	**–**	–
Other payables	14	**43,916**	17,135	**43,847**	11,924
Bank borrowings – secured	15	**3,040**	4,805	**–**	–
Deferred tax liabilities	16	**44**	–	**–**	–
Total non-current liabilities		**47,000**	23,218	**43,847**	11,924
Equity					
Share capital	17	**41,182**	41,182	**41,182**	41,182
(Accumulated losses)/Retained earnings		**(142)**	467	**(3,201)**	(2,917)
Translation reserve	18(a)	**(4,576)**	(3,491)	**–**	–
Equity holders of the Company		**36,464**	38,158	**37,981**	38,265
Non-controlling interests		**7,500**	275	**–**	–
Total equity		**43,964**	38,433	**37,981**	38,265
Total liabilities and equity		**99,882**	66,352	**82,554**	50,759

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 SEPTEMBER 2017

	Notes	Group 2017 $'000	Group 2016 $'000
Continuing operations			
Revenue	19	**1,262**	8,987
Other income	20	**70**	594
Construction costs		**–**	(5,396)
Employee benefits expense	21	**(408)**	(607)
Depreciation on property, plant and equipment	10	**(4)**	(3)
Finance costs	22	**(315)**	(254)
Other expenses	23	**(1,047)**	(727)
Loss on disposal of associate		**(80)**	–
Share of results of associates		**(65)**	(1)
(Loss)/profit before tax		**(587)**	2,593
Income tax expense	24	**(28)**	(128)
(Loss)/profit from continuing operations		**(615)**	2,465
Discontinued operations			
Profit from discontinued operations	25 (a)	**–**	2,684
Total (loss)/profit for the year		**(615)**	5,149
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Share of other comprehensive income of associates		**2**	3
Translation differences arising from consolidation			
– Net currency translation differences of foreign subsidiaries		**(1,103)**	(414)
– Reclassification upon disposal of a subsidiary and its associates		**–**	(614)
Other comprehensive loss, net of tax		**(1,101)**	(1,025)
Total comprehensive (loss)/income for the year		**(1,716)**	4,124
(Loss)/profit attributable to:			
Equity holders of the Company		**(612)**	3,318
Non-controlling interests		**(3)**	1,831
		(615)	5,149
(Loss)/profit attributable to equity holders of the Company relating to:			
(Loss)/profit from continuing operations		**(612)**	634
Profit from discontinued operations		**–**	2,684
		(612)	3,318
Total comprehensive (loss)/income attributable to:			
Equity holders of the Company		**(1,694)**	2,577
Non-controlling interests		**(22)**	1,547
		(1,716)	4,124
Earnings per share from continuing and discontinued operations attributable to equity holders of the Company (cents per share)			
Basic earnings per share			
– From continuing operations	26	**(0.18)**	0.18
– From discontinued operations	26	**–**	0.78
Diluted earnings per share			
– From continuing operations	26	**(0.18)**	0.18
– From discontinued operations	26	**–**	0.78

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 SEPTEMBER 2017

	Share capital $'000	(Accumulated losses)/ Retained earnings $'000	Translation reserve $'000	Asset revaluation reserve $'000	Total attributable to equity holders of the Company $'000	Non-controlling interests $'000	Total equity $'000
Balance as at 1 October 2015	41,182	(3,787)	(2,750)	936	35,581	2,641	38,222
Profit for the year	–	3,318	–	–	3,318	1,831	5,149
Other comprehensive loss	–	–	(741)	–	(741)	(284)	(1,025)
Total comprehensive income/ (loss) for the year	–	3,318	(741)	–	2,577	1,547	4,124
Dividends to non-controlling interests	–	–	–	–	–	(3,913)	(3,913)
Transfer directly to retained earnings upon disposal of a subsidiary	–	936	–	(936)	–	–	–
Total transactions with owners, recognised directly in equity	–	936	–	(936)	–	(3,913)	(3,913)
Balance as at 30 September 2016	41,182	467	(3,491)	–	38,158	275	38,433
Balance as at 1 October 2016	41,182	467	(3,491)	–	38,158	275	38,433
Loss for the year	–	(612)	–	–	(612)	(3)	(615)
Other comprehensive loss	–	–	(1,082)	–	(1,082)	(19)	(1,101)
Total comprehensive loss for the year	–	(612)	(1,082)	–	(1,694)	(22)	(1,716)
Non-controlling interests resulted from step-up acquisition of equity interest on subsidiary	–	–	–	–	–	7,520	7,520
Acquisition of non-controlling interests on a subsidiary	–	–	–	–	–	(204)	(204)
Dividends to non-controlling interests	–	–	–	–	–	(69)	(69)
Reclassification to retained earnings upon disposal of an associate	–	3	(3)	–	–	–	–
Total transactions with owners, recognised directly in equity	–	3	(3)	–	–	7,247	7,247
Balance as at 30 September 2017	41,182	(142)	(4,576)	–	36,464	7,500	43,964

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 SEPTEMBER 2017

	Notes	2017 $'000	2016 $'000
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss)/profit before tax from continuing operations		**(587)**	2,593
Profit before tax from discontinued operations		**–**	2,684
Adjustments for:			
Depreciation on property, plant and equipment		**4**	441
Fair value gain on investment properties	20	**–**	(417)
Interest income		**–**	(1)
Interest expense		**315**	254
Share of results of associates		**65**	1
Loss on disposal of associate		**80**	–
Unrealised foreign exchange loss/(gain)		**252**	(1,211)
Operating profit before changes in working capital, net of effects from disposal of subsidiary and associates		**129**	4,344
Decrease/(increase) in receivables		**2,140**	(5,452)
Decrease in construction work-in-progress		**–**	1,841
(Decrease)/increase in payables		**(208)**	1,382
Cash generated from operations		**2,061**	2,115
Income tax paid		**(114)**	(274)
Net cash from operating activities		**1,947**	1,841
CASH FLOWS FROM INVESTING ACTIVITIES			
Disposal of subsidiary and associates, net of cash disposed of	25 (c)	**–**	(1,631)
Cash inflow on acquisition of subsidiary	8	**12**	–
Interest received		**–**	1
Purchase of property, plant and equipment	10	**–**	(772)
Net cash from/(used in) investing activities		**12**	(2,402)
CASH FLOWS FROM FINANCING ACTIVITIES			
Increase in amount due from associates		**–**	(396)
Decrease in fixed deposits pledged		**–**	320
Proceeds from bank borrowings		**446**	1,805
Repayments of bank borrowings		**(1,934)**	(2,058)
Payment of interest on bank borrowings		**(302)**	(242)
Repayments of finance lease obligation		**–**	(127)
Net cash used in financing activities		**(1,790)**	(698)
Net increase/(decrease) in cash and cash equivalents		**169**	(1,259)
Cash and cash equivalents at beginning of the year		**138**	1,427
Effects of exchange rates changes on cash and cash equivalents		**(13)**	(30)
Cash and cash equivalents at end of the year	27	**294**	138

The accompanying notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

The following notes form an integral part of these financial statements.

1. GENERAL

(a) Amplefield Limited (the "Company") (Registration No. 198900188N) is a limited company domiciled and incorporated in the Republic of Singapore. The Company is listed on the Catalist of Singapore Exchange. Its principal place of business is located at Unit A-15-1, AmpleWest@Menara 6, No. 6, Jalan P. Ramlee 50250 Kuala Lumpur, Malaysia while its registered office is located at 101A Upper Cross Street, #11-16 People's Park Centre, Singapore 058358.

(b) The principal activities of the Company are those of investment holding and the provision of administrative and management services.

The principal activities of the subsidiaries and associates are disclosed in notes 8 and 9 to the financial statements respectively.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The financial statements are presented in Singapore dollars ("$" or "SGD"), which is also the functional currency of the Company, and financial information presented in Singapore dollars has been rounded to the nearest thousand ($'000), unless otherwise stated.

The financial statements are prepared in accordance with the historical cost convention, modified by revaluation of certain assets, except as disclosed in the accounting policies below, and comply with Singapore Financial Reporting Standards ("FRS"), including related Interpretations of FRS ("INT FRS") promulgated by the Accounting Standards Council, as required by the Companies Act.

During the financial year, the Group adopted all the applicable new/revised FRSs which are mandatory for application on or before 1 October 2016. Changes to the Group's accounting policies have been made as required, in accordance to the transitional provisions in the respective FRSs.

The adoption of these new or amended FRSs did not have any material effect on the Group's financial statements and did not result in substantial changes to the accounting policies of the Group.

(b) FRS and INT FRS not yet effective

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 October 2016, and have not been applied in preparing these financial statements. The Group is currently assessing the potential impact of adopting these new standards and interpretations, on the financial statements of the Group and the Company. The Group does not plan to adopt these standards early.

These new standards include, among others, FRS 115 *Revenue from Contracts with Customers* and FRS 109 *Financial Instruments* which are mandatory for the adoption by the Group on 1 January 2018, and FRS 116 *Leases* is mandatory for the adoption by the Group on 1 January 2019 respectively.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) FRS and INT FRS not yet effective (Continued)

- FRS 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It also introduces a new cost guidance which requires certain costs of obtaining and fulfilling contracts to be recognised as separate assets when specified criteria are met. When effective, FRS 115 replaces existing revenue recognition guidance, including FRS 18 *Revenue*, FRS 11 *Construction Contracts*, INT FRS 113 *Customer Loyalty Programmes*, INT FRS 115 *Agreements for the Construction of Real Estate*, INT FRS 118 *Transfers of Assets from Customers* and INT FRS 31 *Revenue – Barter Transactions Involving Advertising Services*.

- FRS 109 replaces most of the existing guidance in FRS 39 *Financial Instruments: Recognition and Measurement*. It includes revised guidance on classification and measurement of financial instruments, a new expected credit loss model for calculating impairment on financial assets, and new general hedges accounting requirements.

- Under FRS 17 *Leases*, lessees were required to make a distinction between a finance lease (on balance sheet) and an operating lease (off balance sheet). FRS 116 replaces the existing guidance in FRS 17 and requires lessees to recognise a lease liability reflecting future lease payments and a 'right-of-use asset' for virtually all lease contracts. There is an optional exemption for certain short-term leases and leases of low-value assets; however, this exemption can only be applied by lessees. For lessors, the accounting stays almost the same. However, the new accounting model for lessees is expected to impact negotiations between lessors and lessees. Under FRS 116, a contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As FRS 115, FRS 109 and FRS 116, when effective, will change existing accounting standards and guidance applied by the Group in accounting for revenue, financial instruments and leases, these standards are expected to be relevant to the Group.

The Accounting Standards Council (ASC) announced on 29 May 2014 that Singapore-incorporated companies listed on the Singapore Exchange (SGX) will apply a new financial reporting framework identical to the International Financial Reporting Standards ("IFRS") for financial year ending 31 December 2018 onwards. Singapore-incorporated companies listed on SGX will have to assess the impact of IFRS 1: *First-time adoption of IFRS* when transitioning to the new reporting framework. The Group is currently assessing the impact of transitioning to the new reporting framework on its financial statements.

(c) Significant Accounting Estimates and Judgments

Estimates, assumptions concerning the future and judgments are made in the preparation of the financial statements. They affect the application of the Group's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an ongoing basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Significant Accounting Estimates and Judgments (Continued)

(A) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Depreciation of Property, Plant and Equipment

The costs of property, plant and equipment are depreciated on a straight line basis over their estimated useful lives. Management's estimate of the useful lives of these property, plant and equipment to be within 3 to 40 years. The carrying amount of the Group's property, plant and equipment as at 30 September 2017 was $52,000 (2016: $9,000). Changes in the expected usage and technological developments could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

(ii) Income Taxes

The Group has exposure to income taxes in numerous jurisdictions. Significant judgment is required in determining the capital allowances and deductibility of certain expenses during the estimation of the provision for income tax. There are also claims for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. When the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(iii) Impairment of Receivables

The impairment policy for bad and doubtful debts of the Group is based on the evaluation of collectibility and ageing analysis of the accounts receivables and on management's judgment. A considerable amount of judgment is required in assessing the ultimate realisation of these receivables, including the current credit worthiness and the past collection history of each debtor. If the financial condition of these debtors were to deteriorate, resulting in an impairment of their ability to make payment, allowance for impairment will be required.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(c) **Significant Accounting Estimates and Judgments** (Continued)

(A) *Key sources of estimation uncertainty* (Continued)

(iv) Revenue Recognition

The Group recognises contract revenue on the percentage of completion basis. The percentage of completion is determined based on architects' certification of the physical proportion of contract work completed.

Significant judgment is required in determining the proportion of physical contract work completed, the estimated total contract revenue and contract costs, as well as the recoverability of the contract costs. Total contract revenue also includes an estimation of the variation works that are recoverable from the customers. In making its judgment, the management relies on past experience and the work of specialists.

(v) Impairment of Goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash generating units to which goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of the Group's goodwill is disclosed in note 12 to the financial statements.

(B) *Critical judgments made in applying accounting policies*

In the process of applying the Group's accounting policies, management has made certain judgments, apart from those involving estimations, which have significant effect on the amounts recognised in the financial statements.

(i) Impairment on Non-Financial Assets

The carrying amounts of the Group's non-financial assets subject to impairment are reviewed at each balance sheet date to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount is estimated based on the higher of the value in use and the asset's fair value less cost of disposal. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the continuing use of the assets and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

(ii) Impairment on Investments in Subsidiaries and Associates

Determining whether investments in subsidiaries and associates are impaired requires an estimation of the value-in-use of that investment. The value-in-use calculation requires the Group to estimate the future cash flows expected from the cash-generating units and an appropriate discount rate in order to calculate the present value of the future cash flows. Management has evaluated the recoverability of the investment based on such estimates.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(d) Investment in Subsidiary

(i) Subsidiary and Basis of Consolidation

Investments in subsidiaries are held on a long term basis and stated in the Company's balance sheet at cost less impairment loss, if any.

Subsidiaries are entities over which the Group has control. The Group controls an entity when it is exposed, 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 controls is transferred to the Group. They are deconsolidated from the date on which control ceases.

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries made up to 30 September 2017. The financial statements of the subsidiaries are prepared for the same reporting date as the parent company. Consistent accounting policies are applied for like transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Non-controlling interests are that part of the net results of operations and net assets of a subsidiary attributable to the interests which are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, consolidated 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) Acquisition

The acquisition method of accounting is used to account for business combinations 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 the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary.

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 net identifiable assets.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(d) **Investment in Subsidiary** (Continued)

(ii) *Acquisition* (Continued)

The excess 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 the fair value of the net identifiable assets acquired is recorded as goodwill.

Any excess of the Group's interests in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of business combination is recognised in profit or loss on the date of acquisition.

(iii) *Disposals*

When a change in the Group 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.

(e) **Goodwill**

Goodwill, defined as the excess of the consideration paid over the acquirer's interest in the fair value of the identifiable net assets acquired as at the date of acquisition, is recognised at cost less any accumulated impairment losses. Where the consideration is lower than the fair value of the identifiable net assets acquired, the difference is recognised immediately in profit or loss.

Goodwill is tested for impairment annually, as well as when there is any indication that the goodwill may be impaired. Impairment loss on goodwill is not reversed in a subsequent period.

(f) **Transactions with Non-Controlling Interests**

Non-controlling interests represent the equity in subsidiaries not attributable, directly or indirectly, to equity holders of the Company, and are presented separately in the consolidated statement of comprehensive income and within equity in the consolidated balance sheet, separately from equity attributable to equity holders of the Company.

Changes in the Company's ownership interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to equity holders of the Company.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(g) Financial Assets

Financial assets are recognised on the balance sheet when the Group becomes a contractual party to the contractual provisions of the financial instrument.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that has been recognised directly in equity is recognised in profit or loss.

Purchases and sales of financial assets are recognised or derecognised on trade-date, that is, the date on which the Group commits to purchase or sell the asset.

(h) Cash and Cash Equivalents

Cash and cash equivalents comprise cash in hand, cash at bank and bank deposits which are subject to insignificant risks of changes in value. Cash equivalents are stated at amounts at which they are convertible into cash.

(i) Trade and Other Receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment. Receivables with a short duration are not discounted.

When there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables, an impairment loss is recognised. The amount of the impairment loss is measured as the difference between the carrying value of the receivable and the present value of the estimated future cash flows discounted at the original effective interest rate. The carrying amount of the receivable is reduced directly or through the use of an allowance account. The amount of the loss is recognised in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss shall be reversed either directly or by adjusting an allowance account. The amount of the reversal shall be recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(j) Investment in Associate

An associate is an entity over which the Group has the power to participate in the financial and operating policy decisions of the investee but does not have control or joint control of those policies.

The Group accounts for its investment in associate using the equity method from the date on which it becomes an associate.

On acquisition of the investment, any excess of the cost of the investment over the Group's share of the net fair value of the investee's identifiable assets and liabilities is accounted for as goodwill and is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the Group's share of the associate's profit or loss in the period in which the investment is acquired.

Under the equity method, investment in associate is carried in the balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the associate. The profit or loss reflects the share of results of the operations of the associate. Distributions received from the associate reduce the carrying amount of the investment. Where there has been a change recognised in other comprehensive income by the associate, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in associate. The Group determines at the end of each reporting period whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the excess of the carrying amount of the investment over the recoverable amount of the associate, and recognises the amount in profit or loss.

The financial statements of the associate are prepared as of the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

In the Company's separate financial statements, investments in associates are accounted for at cost less impairment losses, if any.

Details of the associates set out in note 9 to the financial statements.

2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(k) Property, Plant and Equipment

All items of property, plant and equipment are initially recorded at cost. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

With the exception of leasehold land and buildings, property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any.

Depreciation is calculated on the straight line basis so as to write off the cost, less the residual value, of the assets over their estimated useful lives. The estimated useful lives are as follows:

Leasehold land and buildings	10 years to 40 years
Motor vehicles	5 years to 8 years
Office equipment	3 years to 10 years
Plant and machinery	6 years to 8 years
Furniture and fittings	3 years to 10 years
Renovation	10 years

Fully depreciated assets are retained in the financial statements until they are no longer in use.

The residual values, useful lives and depreciation methods of property, plant and equipment are reviewed and adjusted as appropriate, at each financial year-end.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the assets is included in profit or loss in the year the asset is derecognised.

(l) Investment Properties

Investment properties comprise properties under operating lease that are held for long-term rental yields and/or for capital appreciation.

Investment properties are recognised initially at cost and subsequently carried at fair value, determined annually by independent professional valuers. Change in fair value is recognised in profit or loss.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is capitalised as addition and the carrying amounts of the replaced components are written off to profit or loss. The cost of maintenance, repairs and minor improvement is charged to profit or loss when incurred.

On disposal of an investment property, the difference between the disposal proceeds and the carrying amount is recognised in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(m) Impairment of Non-Financial Assets

The carrying amounts of the Group's non-financial assets subject to impairment are reviewed at each balance sheet date to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's fair value less cost of disposal and its value in use. The value in use is the present value of estimated future cash flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life.

An impairment loss on a non-revalued asset is recognised in profit or loss. An impairment loss on a revalued asset is recognised in other comprehensive income to the extent that the impairment loss does not exceed the amount in the revaluation surplus for that same asset. An impairment loss (except for impairment loss on goodwill) is reversed if there has been a change in the estimates used to determine the recoverable amount or when there is an indication that the impairment loss recognised for the asset no longer exists or decreases. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised.

(n) Financial Liabilities

Financial liabilities are recognised on the balance sheet when the Group becomes a party to the contractual provisions of the financial instrument.

Financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities other than derivatives, directly attributable transaction costs.

Subsequent to initial recognition, all financial liabilities are measured at amortised cost using the effective interest method, except for derivatives, which are measured at fair value. Financial liabilities with a short duration are not discounted.

A financial liability is derecognised when the obligation under the liability is extinguished. For financial liabilities other than derivatives, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process. Any gains or losses arising from changes in fair value of derivatives are recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

Interest-bearing liabilities are recognised initially at fair value of proceeds received less attributable transaction costs, if any. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost, which is the initial fair value less any principal repayments. 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.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(o) 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.

(p) Foreign Currency Transactions and Translation

(i) Transactions in Foreign Currencies

Foreign currency transactions are recorded, on initial recognition, in the functional currency of the respective companies in the Group by applying to the foreign currency amounts the rates of exchange prevailing on the transaction dates. Recorded monetary items that are denominated in foreign currencies as at balance sheet date are translated at the rates ruling on that date. Gain or loss on foreign currency translation is included in profit or loss. Non-monetary assets and liabilities that are measured in historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary assets and liabilities measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

(ii) Foreign Operations

For consolidation purposes, the assets and liabilities of the foreign operations have been translated into Singapore dollars at rates of exchange ruling at the balance sheet date, and income and expenses are translated at the average exchange rates for the year. All resulting translation exchange differences are recognised in other comprehensive income and accumulated in a separate component of equity as translation reserve. When a foreign operation is disposed of, in part or in full, the relevant amount in the foreign exchange translation reserve is reclassified from equity to profit or loss and recognised as a component of the gain or loss on disposal.

(iii) Net Investment in Foreign Operations

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in the Company's profit or loss. Such exchange differences are reclassified to equity in the consolidated financial statements, and are presented within equity in the currency translation reserve. When the foreign operation is disposed of, the cumulative amount in the currency translation reserve is transferred to profit or loss on disposal.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(q) Revenue Recognition

(i) Contract Income

Contract income is recognised by applying the percentage of completion method. The percentage of completion is determined based on the certified stage of completion. Any foreseeable loss is recognised as an expense immediately.

(ii) Rental Income

Rental income from operating leases is recognised on a straight line basis over the lease term.

(iii) Interest Income

Interest income is recognised on a time-proportion basis, using the effective interest method, unless collectibility is in doubt.

(r) Employee Benefits

(i) Defined Contribution Plans

As required by the law, the Group makes contributions to the state provident funds of the respective countries in which the Group operates. Such contributions are recognised as compensation expenses in the same period as the employment that gave rise to the contributions.

(ii) Retirement Benefit Obligations

Retirement benefit obligations are post-employment benefit pension plans other than defined contribution plans. Retirement benefit obligations typically define the amount of benefit that an employee will receive on or after retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognised in the balance sheet in respect of a retirement benefit obligation is the present value of the defined benefit obligation at the balance sheet date, together with adjustments for unrecognised past-service costs. The defined benefit obligation is calculated annually by a qualified actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market treasury reference rate that is denominated in the currency in which the benefits will be paid, and has tenures approximately to that of the related post-employment benefit obligations.

Remeasurements comprising actuarial gains and losses are recognised immediately in other comprehensive income in the period in which they arise. Remeasurements are not classified to profit or loss in subsequent periods.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(r) **Employee Benefits** (Continued)

(iii) Short-term Compensated Absences

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for employee entitlements to annual leave as a result of services rendered by employees up to the balance sheet date.

(s) **Leases**

Operating Leases

Leases whereby the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases.

When the Group is the lessor, income arising from such operating lease is recognised on a straight line basis over the lease term.

When the Group is the lessee, operating lease payments are recognised as an expense on a straight line basis over the lease term.

(t) **Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, being assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets. Borrowing costs are capitalised until the assets are ready for their intended use or sale.

All other borrowing costs are recognised as an expense in the period in which they are incurred.

(u) **Income Taxes**

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in profit or loss except to the extent that it relates to items recognised outside profit or loss (either in other comprehensive income or directly to equity), in which case, it is recognised in other comprehensive income or directly to equity accordingly.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred income tax is provided using the balance sheet liability method, on all temporary differences at the balance sheet date arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Currently enacted tax rates are used in the determination of deferred income tax.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(u) Income Taxes (Continued)

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Deferred income tax is provided on all taxable temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference can be controlled, and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is charged or credited to other comprehensive income or directly in equity if the tax relates to items that are credited or charged, in the same or a different period, to other comprehensive income or directly to equity.

(v) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made.

(w) Operating Segment

For management purposes, operating segments are organised based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers are directly accountable to the executive director who regularly reviews the segment results in order to allocate resources to the segments and to assess segment performance.

(x) Non-Current Assets (or Disposal Groups) Held-for-Sale and Discontinued Operations

Non-current assets (or disposal groups) are classified as assets held-for-sale and carried at the lower of carrying amount and fair value less costs of disposal if their carrying amount is recovered principally through a sale transaction rather than through continuing use. The assets are not depreciated or amortised while they are classified as held-for-sale. Any impairment loss on initial classification and subsequent measurements is recognised as an expense. Any subsequent increase in fair value less costs of disposal (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.

A discontinued operation is a component of an entity that either has been disposed of, or that is classified as held-for-sale and:

(a) represents a separate major line of business or geographical area of operations; or

(b) is a part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or

(c) is a subsidiary acquired exclusively with a view to resale.

The Group's discontinued operation is a component of the Group that has been disposed of and represents a separate major line of business.

NOTES TO THE FINANCIAL STATEMENTS

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2. **SIGNIFICANT ACCOUNTING POLICIES** (CONTINUED)

(y) Related Parties

A related party is defined as follows:

(A) A person or a close member of that person's family is related to the Group and the Company if that person:

(i) Has control or joint control over the Company;

(ii) Has significant influence over the Company; or

(iii) Is a member of the key management personnel of the Group and the Company or of a parent of the Company.

(B) An entity is related to the Group and the Company if any of the following conditions applies:

(i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to each other).

(ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

(iii) Both entities are joint ventures of the same third party.

(iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.

(v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.

(vi) The entity is controlled or jointly controlled by a person identified in (A).

(vii) A person identified in (A)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

(viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Company or to the parent of the Company.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

3. CASH AND BANK BALANCES

Cash and bank balances are denominated in the following currencies:

	Group		Company	
	2017	**2016**	**2017**	**2016**
	$'000	**$'000**	**$'000**	**$'000**
Malaysian ringgit	**7**	8	**3**	1
Philippine peso	**190**	48	**–**	–
Singapore dollars	**14**	67	**12**	67
United States dollars	**74**	13	**–**	–
Vietnamese dong	**9**	2	**–**	–
	294	138	**15**	68

4. TRADE RECEIVABLES

	Group		Company	
	2017	**2016**	**2017**	**2016**
	$'000	**$'000**	**$'000**	**$'000**
External parties				
– Amount due from a former associate	**–**	21,766	**–**	–
– Others	**3**	–	**–**	–
Related party	**1,253**	–	**–**	–
	1,256	21,766	**–**	–
Represented by:				
Current assets	**1,256**	1,783	**–**	–
Non-current assets	**–**	19,983	**–**	–
	1,256	21,766	**–**	–

Trade receivables are non-interest bearing and repayable on demand. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Related party refers to a company beneficially owned by a controlling shareholder of the Company.

Management has evaluated the creditworthiness and past collection history of receivables and is satisfied that no allowance for doubtful debts on receivables that are past due date is necessary.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

4. TRADE RECEIVABLES (CONTINUED)

Trade receivables are denominated in the following currencies:

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Philippine peso	**3**	21,766	**–**	–
Vietnamese dong	**1,253**	–	**–**	–
	1,256	21,766	**–**	–

The ageing analysis of trade receivables is as follows:

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Trade receivables past due				
0 to 3 months	**3**	–	**–**	–
4 to 6 months	**–**	–	**–**	–
more than 6 months	**1,253**	21,766	**–**	–
	1,256	21,766	**–**	–

5. OTHER RECEIVABLES

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Non-trade receivables due from:				
– External parties	**11,229**	14	**10,788**	–
– Related parties*	**43,989**	1,800	**–**	1,800
– Subsidiaries	**–**	–	**43,413**	8,612
– former subsidiary	**–**	11,195	**–**	8,988
– former associates	**551**	1,999	**–**	–
	55,769	15,008	**54,201**	19,400
Deposits				
– External parties	**110**	58	**–**	–
– Related parties	**13,250**	–	**–**	–
Prepayments	**80**	16	**–**	–
	69,209	15,082	**54,201**	19,400
Represented by:				
Current assets	**44,224**	2,817	**–**	2,728
Non-current assets	**24,985**	12,265	**54,201**	16,672
	69,209	15,082	**54,201**	19,400

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

5. OTHER RECEIVABLES (CONTINUED)

Non-trade receivables and deposits are unsecured and non-interest bearing.

Related parties refer to the companies beneficially owned by a controlling shareholder of the Company (2016: the management buyout company in which a common director of the subsidiaries has significant influence).

* The non-trade current receivables amounting to $43.99 million due from two related parties mainly arose from debt assignment of $29.74 million in prior year and refundable deposit of $14.25 million following the termination of Joint Development Agreement in 2017 with newly acquired subsidiary, Citybuilders Pte. Ltd. and its subsidiary. The management is confident in recovering the entire amounts. Furthermore, the controlling shareholder has provided letter of undertaking and the non-controlling interests of the Group have also agreed to net-off amounts owing to them of $19.82 million in the event of the controlling shareholder fails to settle the amounts by end of May 2018 (note 14).

Management has evaluated the creditworthiness and past collection history of receivables and is satisfied that no allowance for doubtful debts on receivables that are past due date is necessary.

Other receivables are denominated in the following currencies:

	Group		Company	
	2017 $'000	**2016 $'000**	**2017 $'000**	**2016 $'000**
Malaysian ringgit	**4,800**	4,886	**–**	–
Philippine peso	**7,159**	5,590	**20,074**	13,747
Singapore dollars	**55,568**	4,601	**32,070**	4,601
United States dollars	**–**	–	**2,057**	1,052
Vietnamese dong	**1,682**	5	**–**	–
	69,209	15,082	**54,201**	19,400

6. PREPAID LAND LEASE

This amount represents the total unutilised prepaid operating lease charges relating to the rental of land where the investment properties consisting of 16 units warehouse buildings in the Philippines are erected (2016: rental of factory land which in turn leased out by the Group to a related party as manufacturing facilities). The movements are analysed below:

	Group	
	2017 $'000	**2016 $'000**
Balance at beginning of the year	**–**	4,910
Addition	**4,834**	–
Charged to profit or loss		
– continuing operation	**(14)**	–
– discontinued operation	**–**	(110)
Translation difference	**(214)**	(148)
Disposals	**–**	(4,652)
Balance at end of the year	**4,606**	–
Represented by:		
Current assets	**52**	–
Non-current assets		
– after 1 year but not later than 5 years	**332**	–
– after 5 years	**4,222**	–
	4,554	–
	4,606	–

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

7. NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

During the financial year, the Group committed a plan to dispose of the investment properties located in Malaysia that were used to generate rental income.

On 25 April 2017, the Group has entered into sale and purchase agreement to dispose of the investment properties to a third party for a cash consideration of Malaysian Ringgit 12,750,000 (equivalent to $4,039,000). The sales of two out of three units of investment properties were successfully completed in November 2017 [note 34(ii)] and the remaining unit is still subject to obtain the consent from Malaysia Regulatory Authority of approval of sale.

	Group	
	2017	**2016**
	$'000	**$'000**
Balance at beginning of the year	**–**	–
Reclassified from investment properties (note 11)	**3,212**	–
Balance at the end of the year	**3,212**	–

8. INVESTMENTS IN SUBSIDIARIES

	Company	
	2017	**2016**
	$'000	**$'000**
Unquoted equity shares, at cost		
Balance at beginning of the year	**5,391**	5,095
Additions	**22,947**	296
Balance at end of the year	**28,338**	5,391
Less: Impairment loss	**–**	–
	28,338	5,391

NOTES TO THE FINANCIAL STATEMENTS

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8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(i) Details of the subsidiaries are described below:

Name of subsidiaries	Principal activities	Country of incorporation/ principal place of business	Effective equity interest held by the Group		Cost of investment by the Company	
			2017 %	2016 %	2017 $'000	2016 $'000
Held by the Company						
Amplefield Facilities Sdn. Bhd.*	Investment properties and trading services	Malaysia	**100**	100	**5,095**	5,095
Amplefield Development, Inc.#∆	Property investment (2016: Property development)	Philippines	**98**	50.1	**721**	293
Amplefield Properties Vietnam Co. Ltd.^	Dormant	Vietnam	**100**	100	**3**	3
Citybuilders Pte. Ltd.♦	Property development	Singapore	**75**	–	**22,519**	–
					28,338	5,391
Held by the Citybuilders Pte. Ltd.						
Citybuilders (Vietnam) Co., Ltd.^	Property development and construction services	Vietnam	**100**	100		

* Audited by Mustapha, Khoo & Co. (Malaysia)
# Audited by Teodoro Santamaria Canlas & Co. (Philippines)
^ Audited by AAC Auditing and Accounting Company (Vietnam)
∆ Audited by Lo Hock Ling & Co for consolidation purposes
♦ Audited by Lo Hock Ling & Co

On 29 October 2013, the Company has incorporated a wholly owned limited liability company Amplefield Properties Vietnam Co. Ltd. ("APVN") with a charter capital equivalent to USD1 million. The deadline for completing the charter capital contribution is 36 months from the date of the Investment Certificate. As at 30 September 2017, the process of charter capital contribution has yet to be completed despite the lapse of the deadline. The Company will pay the remaining balance of required capital contribution when required by Vietnam Authority.

On 16 December 2016, the Company and Regionaland Pte. Ltd. ("Regionaland") have entered into a binding agreement whereby Regionaland has agreed to assign and the Company has agreed to accept the assignment of a deposit for the subscription of 150,000 new shares in a subsidiary, Amplefield Development, Inc. ("AD") for a consideration of approximately $428,000 (equivalent to PESO 15,000,000). The assignment enabled the Company to increase its interest in the share capital of AD from existing 50.1% to approximately 98% post subscription and consolidate its holding over AD.

On 16 June 2017, the Company and Regional Connexion Limited ("RCL") have entered into a share subscription agreement to subscribe for 76,500,000 new ordinary shares of Citybuilders Pte. Ltd. ("CBS") for a consideration of $15,300,000 by way of off-setting against amount owing to the Company by CBS. As a result of this subscription, the Company holds 112,500,000 shares equivalent to 75% equity interest in CBS and CBS has become a direct subsidiary held by the Company with effect from 8 August 2017.

NOTES TO THE FINANCIAL STATEMENTS

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8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

(ii) Summarised financial information of subsidiaries with material non-controlling interests

Set out below are the summarised financial information for subsidiaries that have non-controlling interests that are material to the Group. These are presented before inter-company eliminations.

	Citybuilders Pte. Ltd. and its subsidiary		Amplefield Development Inc.	
	2017 $'000	2016 $'000	2017 $'000	2016 $'000
Summarised Statement of Financial Position				
Non-current assets	**14,770**	–	**–**	21,800
Current assets	**46,312**	–	**–**	1,890
Includes:				
– cash and cash equivalents	**9**	–	**–**	58
Current liabilities	**3,466**	–	**–**	9,996
Non-current liabilities	**27,617**	–	**–**	12,987
Net assets	**29,999**	–	**–**	707
Summarised Statement of Comprehensive Income				
Revenue	**–**	–	**–**	8,021
Construction costs	**–**	–	**–**	(5,396)
Other expenses includes:				
– foreign exchange loss	**–**	–	**–**	(223)
(Loss)/profit before tax	**(38)**	–	**–**	2,043
Income tax expenses	**–**	–	**–**	(128)
(Loss)/profit after tax	**(38)**	–	**–**	1,915
Other comprehensive loss	**(1)**	–	**–**	(529)
Total comprehensive (loss)/income	**(39)**	–	**–**	1,386
Summarised Statement of Cash Flows				
Net cash (used in)/generated from operating activities	**(2)**	–	**–**	1,062
Net cash used in investing activities	**–**	–	**–**	–
Net cash used in financing activities	**–**	–	**–**	(1,158)
Net decrease in cash and cash equivalents	**(2)**	–	**–**	(96)
Cash and cash equivalents at beginning of the year	**12**	–	**–**	163
Effects of exchange rates change on cash and cash equivalents	**(1)**	–	**–**	(9)
Cash and cash equivalents at end of the year	**9**	–	**–**	58

NOTES TO THE FINANCIAL STATEMENTS

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9. INVESTMENT IN ASSOCIATES AND AMOUNT DUE FROM/(TO) ASSOCIATES

		Group		Company	
		2017	**2016**	**2017**	**2016**
		$'000	**$'000**	**$'000**	**$'000**
(a)	Unquoted equity shares, at cost	–	7,200	–	7,200
	Add: Share of post-acquisition income net of currency translation	–	163	–	–
		–	7,363	–	7,200

(i) Details of the associates are described below:

Name of associates	Principal activities	Country of incorporation/ principal place of business	Effective equity interest held by the Group		Cost of investment	
			2017	**2016**	**2017**	**2016**
			%	**%**	**$'000**	**$'000**
Held by Company						
Citybuilders Pte. Ltd.*	Property development	Singapore	–	48.98	–	7,200

* Audited by Lo Hock Ling & Co

Citybuilders Pte. Ltd. is a property developer with the subsidiary named Citybuilders (Vietnam) Co., Ltd. carrying on the business of construction and related services in Vietnam.

On 8 August 2017, the Company completed the additional share subscription of Citybuilders Pte. Ltd. ("CBS") and holds 75% of the enlarged share capital. As a result, CBS has become the subsidiary of the Company.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

9. INVESTMENT IN ASSOCIATES AND AMOUNT DUE FROM/(TO) ASSOCIATES (CONTINUED)

(a) (Continued)

(ii) Summarised financial information of the associates is set out below.

	Citybuilders Pte. Ltd. and its subsidiary	
	1.10.2016 to 7.8.2017 $'000	**1.10.2015 to 30.9.2016 $'000**
Summarised Statement of Comprehensive Income		
Revenue	**432**	1,165
Direct costs	**(419)**	(954)
Other income includes:		
– foreign exchange gain	**–**	–
Other expenses includes:		
– foreign exchange loss	**–**	(38)
Loss before tax	**(133)**	(4)
Income tax expense	**–**	–
Loss after tax	**(133)**	(4)
Other comprehensive income	**4**	6
Total comprehensive (loss)/income	**(129)**	2
Dividend from associates	**–**	–

	2017 $'000	**2016 $'000**
Summarised Statement of Financial Position		
Non-current asset	**–**	58,785
Current assets	**–**	2,332
Includes:		
– cash and cash equivalent	**–**	20
Current liabilities	**–**	7,672
Non-current liabilities	**–**	38,558
Net assets	**–**	14,887

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

9. INVESTMENT IN ASSOCIATES AND AMOUNT DUE FROM/(TO) ASSOCIATES (CONTINUED)

(a) (Continued)

(iii) Reconciliation of summarised financial information presented, to the carrying amount of the Group's interests in associates, are as follows:

	Group	
	2017	**2016**
	$'000	**$'000**
Group's interests in net assets of associates at beginning of the year	**7,363**	7,361
Share of result in associates	**(65)**	(1)
Share of other comprehensive income of associates	**2**	3
Disposal	**(7,300)**	–
Group's interests in net assets of associates at end of the year	**–**	7,363

(iv) There are no contingent liabilities relating to the Group's interests in the associates.

(b) Amount due from associates

The amounts due from associates which were denominated in Singapore dollars, were non-trade in nature, unsecured, non-interest bearing and were repayable on demand.

(c) Amount due to associates

The amounts due to associates which were denominated in Philippine peso, were trade in nature, unsecured, non-interest bearing and were repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

10. PROPERTY, PLANT AND EQUIPMENT

	Leasehold land and buildings $'000	Motor vehicles $'000	Office equipment $'000	Plant and machinery $'000	Furniture and fittings $'000	Renovation $'000	Total $'000
Group							
Cost/valuation							
At 1 October 2015	3,688	157	184	9,496	32	509	14,066
Translation adjustment	(107)	(5)	(6)	(283)	(1)	(14)	(416)
Additions	–	3	2	766	1	–	772
Disposal	(3,581)	(153)	(174)	(9,979)	(26)	(489)	(14,402)
At 30 September 2016 and 1 October 2016	–	2	6	–	6	6	20
Acquisition of subsidiary	–	58	–	–	–	–	58
At 30 September 2017	**–**	**60**	**6**	**–**	**6**	**6**	**78**
Representing – at 30 September 2016							
At cost	–	2	6	–	6	6	20
Representing – at 30 September 2017							
At cost	**–**	**60**	**6**	**–**	**6**	**6**	**78**
Accumulated depreciation							
At 1 October 2015	953	119	72	7,181	23	413	8,761
Translation adjustment	(28)	(2)	(4)	(211)	(1)	(12)	(258)
Depreciation for the year							
– continuing operations	–	–	1	–	1	1	3
– discontinued operations	69	10	11	337	–	11	438
Disposals	(994)	(126)	(76)	(7,307)	(21)	(409)	(8,933)
At 30 September 2016 and 1 October 2016	–	1	4	–	2	4	11
Translation adjustment	–	2	–	–	–	–	2
Acquisition of subsidiary	–	9	–	–	–	–	9
Depreciation for the year							
– continuing operations	–	1	1	–	1	1	4
At 30 September 2017	**–**	**13**	**5**	**–**	**3**	**5**	**26**
Carrying amount							
At 30 September 2017	**–**	**47**	**1**	**–**	**3**	**1**	**52**
At 30 September 2016	–	1	2	–	4	2	9

Motor vehicles with carrying amount of $47,000 (2016: nil) are mortgaged to secure a bank loan granted to the Group (note 15).

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

11. INVESTMENT PROPERTIES

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Balance at beginning of the year	**3,294**	2,821	**–**	–
Additions	**20,698**	–	**–**	–
Fair value gain recognised in profit or loss	**–**	417	**–**	–
Reclassified to held for sale (note 7)	**(3,212)**	–	**–**	–
Translation adjustment	**(1,002)**	56	**–**	–
Balance at the end of the year	**19,778**	3,294	**–**	–

(a) The investment properties located in Philippines (2016: Malaysia) are leased to non-related parties under operating leases. Fair values of the investment properties are based on management's assessment by reference to valuation carried out by professional valuer, Santos Knight Frank (2016: Cheston International (KL) Sdn. Bhd.).

(b) The following are investment properties of the Group as at 30 September 2017:

Location	Area	Description	Tenure
Philippines			
Jose. P. Rizal Street and Main Boulevard, LIMA Technology Centre, Barangay Bugtong na Pulo, Lipa City/Malvar, Batangas, Philippines	Land area: 48,000 sq.m.	16 units of semi-detached warehouse buildings	44 years lease expiring 30 June 2061

11. INVESTMENT PROPERTIES (CONTINUED)

(c) On 25 April 2017, the Group has entered into sale and purchase agreement to dispose of the investment properties in Malaysia to a third party for a cash consideration of Malaysian Ringgit 12,750,000 (equivalent to $4,039,000). Therefore, these assets were reclassified as "Non-current Assets Classified As Held For Sale" as at 30 September 2017. The following are the Non-current Assets Classified As Held For Sale of the Group:

Location	Area	Description	Tenure
Malaysia			
PLO 292 Jalan Perak Dua, Pasir Gudang Johor, Malaysia	Land area: 6,070 sq.m.	2-storey detached industrial building	60 years leasehold expiring 20 May 2050
PLO 319 Jalan Perak Dua, Pasir Gudang Johor, Malaysia	Site area: 7,041 sq.m. Floor area: 2,970 sq.m.	3-storey administrative block and a single storey factory building annexed	60 years leasehold expiring 20 May 2050
PLO 215 Jalan Perak Dua, Pasir Gudang Johor, Malaysia	Site area: 6,070 sq.m. Floor area: 3,089 sq.m.	3-storey administrative block and a single storey factory building annexed	60 years leasehold expiring 22 January 2049

(d) The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements.

12. GOODWILL

	Group	
	2017 $'000	2016 $'000
At cost	1,475	–

Goodwill arose from acquisition by Citybuilders Pte. Ltd., a 75% subsidiary starting FY2017, of a subsidiary company, Citybuilders (Vietnam) Co., Ltd. in prior years. Goodwill acquired through business combination is related to the construction and related services segment, which is an individual Cash-Generating Unit ("CGU") of the Group.

NOTES TO THE FINANCIAL STATEMENTS

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12. GOODWILL (CONTINUED)

The recoverable amount of the CGU including goodwill has been determined based on value-in-use calculations using management-approved discounted cash flow projections covering a period of 5 years and projection to terminal year. The key assumptions for the value-in-use calculations are those regarding the discounts rates, growth rates and expected changes to upward prices revision and direct costs during the financial year as stated below:

	Revenue growth rate %	Terminal growth rate %	Discount rate %
Citybuilders (Vietnam) Co., Ltd.	240	Nil	2.87

Management estimates the discount rate using post-tax rates that reflect current market assessment of the time value of money and the risks specific to the CGU. The growth rate is based on management's estimates and expectations from historical trends. Changes in upward prices revision and direct costs are based on past practices and expectation of future changes in market.

The calculation of value-in-use is also determined based on the following assumptions:

- Timing of the progress billing for the completed works according to the timeframe of the project

- Availability of the funds to undertake the construction works

Timing of the progress billing for the completed works is based on the expected stages of completion of the project as set out in the construction agreement between the Group and the vendors.

Availability of funds to undertake the construction works is based on the expected funding that will be generated through internal and external financing during the duration of the project.

There remains a risk that, due to unforeseen circumstances in the economy in which the CGU operates or global economic conditions, the project may not be completed or funds may not be available to the Group.

The impairment assessment carried out at the end of the reporting period indicated that the recoverable amount for the subsidiary's goodwill exceeded its carrying amount by $1,738,000. Actual outcome could vary from estimates. If the estimated revenue growth rate at the end of the reporting period had been 5 percent point less favourable than management's estimates at the end of the reporting period, there would be a need to reduce the recoverable amount of goodwill by $1,475,000. If the revised estimated discount rate at the end of the reporting period had been 5 percent point less favourable than the management's estimates at the end of the reporting period, there would be a need to reduce the recoverable amount of goodwill by $1,475,000.

13. TRADE PAYABLES

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
External parties	**732**	1,180	**–**	–
Represented by:				
Current liabilities	**732**	1,020	**–**	–
*Non-current liabilities	**–**	160	**–**	–
	732	1,180	**–**	–

Trade payables are normally on 30 to 60 days (2016: 30 to 60 days) credit terms and are non-interest bearing.

* This represented retention monies held by AD on their suppliers and was denominated in Philippines Peso.

Trade payables are denominated in the following currencies:

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Malaysian ringgit	**35**	45	**–**	–
Philippines peso	**697**	1,135	**–**	–
	732	1,180	**–**	–

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14. OTHER PAYABLES

	Group		Company	
	2017	**2016**	**2017**	**2016**
	$'000	**$'000**	**$'000**	**$'000**
Accrued expenses	**366**	453	**126**	125
Non-trade payables	**1,728**	507	**481**	386
Deposit received [note 34 (ii)]	**287**	–	**–**	–
Amount due to a director of the subsidiaries	**6**	5	**–**	–
Amount due to related parties	**27,083**	10,232	**23,849**	9,900
Deposit for subscriptions to share capital	**–**	150	**–**	–
Amount due to non-controlling interests	**–**	2,907	**–**	1,859
*Non-trade payables due to assignment of debt	**19,820**	–	**19,820**	–
Dividends payable to non-controlling interests	**–**	3,913	**–**	–
Total payables to non-controlling interests	**19,820**	6,970	**19,820**	1,859
Amounts due to directors				
– Directors' fees	**85**	34	**85**	34
Amounts due to former directors				
– Directors' fees	**34**	25	**34**	25
– Loan	**120**	120	**120**	120
– Interest	**58**	45	**58**	45
	212	190	**212**	190
	49,587	18,391	**44,573**	12,494
Represented by:				
Current liabilities	**5,671**	1,256	**726**	570
Non-current liabilities	**43,916**	17,135	**43,847**	11,924
	49,587	18,391	**44,573**	12,494

NOTES TO THE FINANCIAL STATEMENTS
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14. OTHER PAYABLES (CONTINUED)

Other payables are denominated in the following currencies:

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Malaysian ringgit	**1,311**	650	**–**	–
Philippine peso	**362**	5,215	**–**	–
Singapore dollars	**44,582**	12,486	**44,573**	12,494
United States dollars	**200**	–	**–**	–
Vietnamese dong	**3,132**	40	**–**	–
	49,587	18,391	**44,573**	12,494

Non-trade payables and accrued expenses are unsecured, non-interest bearing and are normally settled within 90 days (2016: 90 days) or repayable on demand.

Related parties refer to the companies which are controlled by the Company's controlling shareholder/a former director and a company with a common director.

The amounts due to directors and former directors are non-trade in nature, unsecured and non-interest bearing except for $120,000 loan which bears interest at 8% per annum. All amounts due to directors and former directors are repayable on demand.

The amounts due to related parties and non-controlling interests are non-trade in nature, unsecured, non-interest bearing and are not repayable within the short term but do not have agreed specified period of repayment. Accordingly, these amounts are carried at original cost.

* The non-controlling interests have agreed to net-off amounts owing to them of $19.82 million in the event of the controlling shareholder fails to settle the amounts due from related parties by end of May 2018 (note 5).

15. BANK BORROWINGS – SECURED

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Term loans				
Repayable within 1 year				
– Term loan 1	**1,922**	1,921	**–**	–
– Term loan 2	**426**	361	**–**	–
– Term loan 3	**107**	–	**–**	–
– Term loan 4	**7**	–	**–**	–
	2,462	2,282	**–**	–
Repayable after 1 year but not later than 5 years				
– Term loan 1	**1,441**	3,362	**–**	–
– Term loan 2	**1,279**	1,443	**–**	–
– Term loan 3	**320**	–	**–**	–
	3,040	4,805	**–**	–
	5,502	7,087	**–**	–

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15. BANK BORROWINGS – SECURED (CONTINUED)

Term loan 1 is denominated in United States dollars and is repayable over 5 years by 20 (2016: 20) quarterly installments with 1 year grace period commencing on 18 June 2015 and bears interest at 4.21% (2016: 3.33%) per annum.

Term loan 2 is denominated in Philippines Peso and is repayable over 5 years by 20 quarterly instalments with 1 year grace period commencing on 15 July 2017 and bears interest at 6.11% (2016: 5.00%) per annum.

Term loan 3 is denominated in Philippines Peso and is repayable over 5 years by 20 quarterly instalments with 1 year grace period commencing on 16 October 2018 and bears interest at 6.11% (2016: nil) per annum.

Term loan 4 is denominated in Vietnamese Dong and is repayable over 2 years by 24 monthly instalments commencing on 22 April 2016 and bears interest at 8.00% to 8.20% per annum.

Term loans 1 to 3 are secured by:

(a) real estate mortgage over the investment properties located in LIMA Technology Centre, Lipa City, Batangas, Philippines; and

(b) a continuing suretyship agreement executed by the Company, CAM Mechatronic (Philippines), Inc., (former subsidiary), Amplefield Land Phils., Inc. (former associate) and the Company's controlling shareholder/a former director.

Term loan 4 is secured by motor vehicles with carrying amount of $47,000 (note 10).

16. DEFERRED TAXATION

	Group	
	2017	**2016**
	$'000	**$'000**
Deferred taxation on unremitted foreign sourced income (2016: On revaluation of property, plant and equipment)		
Balance at beginning of the year	**–**	50
Acquisition of subsidiary	**44**	–
Translation difference	**–**	(1)
Disposal	**–**	(49)
Balance at end of the year	**44**	–

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17. SHARE CAPITAL

	Group and Company			
	Number of ordinary shares			
	2017	2016	2017	2016
	'000	'000	$'000	$'000
Issued share capital	**345,881**	345,881	**41,182**	41,182

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction and rank equally with regard to the Company's residual assets.

On 30 June 2017, the Company proposed renounceable non-underwritten Rights cum Warrants Issue of up to 1,037,643,438 new ordinary shares at the Right Issue Price of $0.05 for each Right Share, and up to 691,762,292 free detachable Warrants, with each Warrant carrying the right to subscribe for one new ordinary share at the Warrant Exercise Price of $0.05. The Warrant may be exercised at any given time during the period commencing on and expiring on the date immediately preceding the fifth anniversary of the date of issue of the Warrants. The renounceable non-underwritten Rights cum Warrants Issue were made on the basis of three Rights Shares and two free Warrants for every one share held by Eligible Shareholders as at the Books Closure Date.

The proposed Rights cum Warrants Issue was approved by shareholders during Extraordinary General Meeting held on 15 November 2017.

18. OTHER RESERVES

(a) Translation Reserve

This represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency.

(b) Asset Revaluation Reserve

The asset revaluation reserve represented increases in the fair value of leasehold land and buildings, net of tax, and decreases to the extent that such decrease relates to an increase on the same asset previously recognised in other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS
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19. REVENUE

	Group	
	2017	2016
	$'000	$'000
Continuing operations		
Construction revenue	–	8,901
Rental income	**1,262**	85
Sale of goods	–	1
	1,262	8,987
Discontinuing operations (note 25)		
Rental income	–	633

20. OTHER INCOME

	Group	
	2017	2016
	$'000	$'000
Continuing operations		
Fair value gain on investment properties	–	417
Gain in exchange	–	150
Interest income	–	1
Trade payable written back	–	26
Others	**70**	–
	70	594
Discontinued operations (note 25)		
Commission income	–	61
Interest income	–	1
	–	62

21. EMPLOYEE BENEFITS EXPENSE

	Group	
	2017	2016
	$'000	$'000
Continuing operations		
Salaries and related costs	**394**	585
Employer's contribution to defined contribution plans	**14**	22
Total employee benefits expense	**408**	607

21. EMPLOYEE BENEFITS EXPENSE (CONTINUED)

Employee benefits expense includes remuneration of the directors as follows:–

	Group	
	2017	**2016**
	$'000	**$'000**
Directors' remuneration		
– Directors of the Company	**241**	228
– Directors of the subsidiaries	**–**	63
Employer's contribution to defined contribution plans	**7**	13
Directors' fees		
– Directors of the Company	**71**	69
– Directors of the subsidiaries	**2**	–
Total directors' remuneration	**321**	373

22. FINANCE COSTS

	Group	
	2017	**2016**
	$'000	**$'000**
Continuing operations		
Interest expense on bank borrowings	**302**	242
Interest expense on loan from a former director	**13**	12
	315	254
Discontinued operations (note 25)		
Interest expense on bank borrowings	**–**	4

23. OTHER EXPENSES

Included in other expenses are the following:–

	Group	
	2017	**2016**
	$'000	**$'000**
Continuing operations		
Audit fees		
– Auditors of the Company	**68**	60
– Other auditors	**10**	6
Non-audit fees paid to auditors of the Company	**–**	–
Direct operating expenses arising from investment properties that generated rental income	**164**	45
Operating lease expenses	**100**	10
Loss in exchange	**384**	–
Discontinued operations		
Operating lease expenses	**–**	110

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24. INCOME TAX EXPENSE

	Group	
	2017	**2016**
	$'000	**$'000**
Tax expense attributable to profit is made up of:		
Profit for the financial year:		
Continuing operations		
Current income tax	**55**	127
	55	127
Discontinuing operations (note 25)		
Current income tax	**–**	–
	55	127
(Over)/under-provision of taxation in prior years:		
Continuing operations		
Current income tax	**(27)**	1
	28	128
Tax expense is attributable to:		
Continuing operations	**28**	128
Discontinued operations (note 25)	**–**	–
	28	128
Reconciliation of income tax expense:		
(Loss)/profit before tax from:		
Continuing operations	**(587)**	2,593
Discontinued operations (note 25)	**–**	2,684
	(587)	5,277
Taxation at statutory rate of 17%	**(100)**	897
Tax effects of:		
Non-taxable income	**(12)**	(696)
Non-deductible expenses	**431**	256
Deferred tax assets not recognised	**(108)**	(10)
Effects of different tax rates of overseas operations	**(40)**	(307)
Others	**(116)**	(13)
(Over)/under-provision of taxation in prior years	**(27)**	1
	28	128

24. INCOME TAX EXPENSE (CONTINUED)

Subject to the agreement with the relevant tax authorities and compliance with certain conditions of the relevant tax legislations in which the subsidiaries operate, the Group has unabsorbed tax loss and capital allowances totaling approximately $4,594,000 (2016: $5,414,000) and $2,661,000 (2016: $2,622,000) respectively, which are available for set-off against future taxable income of the respective subsidiaries. No deferred tax assets in respect of the above amounting to approximately $1,741,000 (2016: $1,929,000), have been recognised due to unpredictability of future profit streams.

25. DISCONTINUED OPERATIONS

On 30 May 2016, the Company disposed of its entire interest in equity and share capital of CAM Mechatronic (Philippines), Inc. and its associates, CAM Ventures Development, Inc. and Amplefield Land (Philippines), Inc. (collectively the "disposal group") for a consideration of $1,800,000 payable in four quarterly payments. The control over the disposal group was passed to the acquirer on the same date.

(a) The results of the discontinued operations are as follows:

	Group	
	01.10.2016 to 30.09.2017 $'000	01.10.2015 to 30.05.2016 $'000
Revenue (note 19)	–	633
Other income (note 20)	–	62
Depreciation on property, plant and equipment (note 10)	–	(438)
Finance cost (note 22)	–	(4)
Other expenses	–	(147)
Share of results of associates	–	17
Profit before tax from discontinued operations	–	123
Income tax expenses (note 24)	–	–
Profit after tax from discontinued operations	–	123
Less: Net negative equity brought forward	–	393
Net liabilities disposed of	–	270
Consideration receivable from disposal of disposal group	–	1,800
Reclassification of translation reserve upon disposal of disposal group	–	614
Profit from discontinued operations	–	2,684

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25. DISCONTINUED OPERATIONS (CONTINUED)

(b) The impact of the discontinued operations on the cash flows of the Group is as follows:

	Group	
	2017	**2016**
	$'000	**$'000**
Operating cash inflows	–	2,667
Investing cash outflows	–	(474)
Financing cash outflows	–	(1,150)
Total cash inflow	–	1,043

(c) The aggregate cash outflows arising from disposal of disposal group were as follows:

	Group	
	2017	**2016**
	$'000	**$'000**
Net liabilities disposed of	–	(270)
Reclassification of translation reserve upon disposal of disposal group	–	(614)
	–	(884)
Profit from discontinued operations	–	2,684
Proceeds from disposal	–	1,800
Less:		
Consideration receivable from disposal of disposal group	–	(1,800)
Cash and cash equivalents in disposal group	–	(1,631)
Net cash outflow on disposal	–	(1,631)

26. EARNINGS PER SHARE

Basic earnings per ordinary share is calculated by dividing the (loss)/profit after tax attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	Continuing operations		Discontinued operations		Total	
	2017	**2016**	**2017**	**2016**	**2017**	**2016**
Net (loss)/profit attributable to equity holders of the company ($'000)	**(612)**	634	–	2,684	**(612)**	3,318
Weighted average number of ordinary shares ('000)	**345,881**	345,881	–	345,881	**345,881**	345,881
Basic earnings per share (cents)	**(0.18)**	0.18	–	0.78	**(0.18)**	0.96

Fully diluted earnings per ordinary share is the same as basic earnings per ordinary share as there are no share options and warrants during the year.

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27. CASH AND CASH EQUIVALENTS

Cash and cash equivalents in the consolidated statement of cash flows comprise cash and bank balances as shown in the statements of financial position.

28. RELATED PARTY DISCLOSURES

Significant transactions with related parties, not otherwise disclosed in the financial statements, are as follows:–

		Group	
		2017	**2016**
		$'000	**$'000**
(a)	With associate		
	Construction costs	**–**	268
(b)	With former associate		
	Construction revenue	**–**	8,901
(c)	With management buyout company in which a director of subsidiaries has significant influence		
	Sales proceed from disposal of a subsidiary and its associates	**–**	1,800
	Assignment of receivables from former subsidiary to management buyout company	**11,184**	–
		11,184	1,800
(d)	Key management personnel compensation (excluding directors' remuneration)		
	Key management personnel compensation is as follows:		
	Salaries and other short-term employee benefits	**65**	143
	Post employment benefits – contribution to defined contribution plans	**4**	18
		69	161

Related party transactions are based on terms agreed between the parties concerned.

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29. OPERATING LEASE COMMITMENTS

(a) Where the Group is lessee

As at the balance sheet date, the Group leases office premises (2016: housing premises) from non-related parties under non-cancellable operating leases.

As at the balance sheet date, the future aggregate minimum lease payments under non-cancellable operating leases contracted for at the reporting date but not recognised as liabilities are as follows:

	Group	
	2017	**2016**
	$'000	**$'000**
Payable within 1 year	**218**	1
Payable after 1 year but not later than 5 years	**336**	–
	554	1

The above operating lease commitments are based on known rental rates as at the date of this report and do not include any revision in rates which may be determined by the lessor.

(b) Where the Group is lessor

As at the balance sheet date, the Group leases warehouse buildings to non-related parties under non-cancellable operating leases.

As at the balance sheet date, the future aggregate minimum lease receivables under non-cancellable operating leases contracted for at the reporting date but not recognised as assets are as follows:

	Group	
	2017	**2016**
	$'000	**$'000**
Receivable within 1 year	**1,559**	–
Receivable after 1 year but not later than 5 years	**3,903**	–
	5,462	–

The above operating leases do not provide for contingent rents.

30. SEGMENT INFORMATION

The Group's principal activities are mainly property development and construction, facility provider and investment holding in Malaysia and Philippines. Accordingly, the results of the Group are derived substantially from these business segments.

Segment revenue includes transfer between business segments. Inter-segment sales are charged at cost plus a percentage profit mark-up. These transfers are eliminated on consolidation. Segment liabilities exclude current tax liabilities and deferred tax liabilities.

NOTES TO THE FINANCIAL STATEMENTS

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30. SEGMENT INFORMATION (CONTINUED)

Business segments

	Rental Income		Property Development and Construction		Others		Elimination		Group	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Revenue										
External sales	**1,262**	86	**–**	8,021	**–**	–	**–**	880	**1,262**	8,987
Results										
Operating (loss)/ profit	**(18)**	10	**(38)**	2,944	**(466)**	(360)			**(522)**	2,594
Share of results of associates	**–**	–	**–**	–	**(65)**	(1)			**(65)**	(1)
(Loss)/profit before tax	**(18)**	10	**(38)**	2,944	**(531)**	(361)			**(587)**	2,593
Income tax expense	**(26)**	–	**–**	(128)	**(2)**	–			**(28)**	(128)
(Loss)/profit for the year from continuing operations	**(44)**	10	**(38)**	2,816	**(533)**	(361)			**(615)**	2,465
Other information										
Segment assets	**33,087**	8,190	**60,026**	21,234	**6,769**	36,928			**99,882**	66,352
Segment liabilities	**7,731**	445	**3,466**	14,804	**44,624**	12,527			**55,821**	27,776
Depreciation on property, plant and equipment	**3**	1	**1**	2	**–**	–			**4**	3

Management has identified property development and construction and investment holding as a reportable business segment. These segments account for 100% of the Group's revenue. Accordingly, the Directors are of the opinion that there is no other business segment in which the Group is subject to different risks and rewards.

31. FINANCIAL RISK MANAGEMENT

The Group is exposed to a number of risks through its normal operations. The most significant of these are liquidity risk, interest rate risk, foreign exchange risk and credit risk. The responsibility for managing these risks is vested in the Risk Management Committee headed by the Executive Directors. Operational responsibility for asset and liability management is in turn delegated to appropriate management in each operating business unit.

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31. FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds.

The Group's funding requirements and liquidity risks are managed with the objective of meeting its business obligations in a timely manner. The Group through the appropriate management in each operating business unit measures and manages its cash flow commitments on a regular basis. Among other things, this also involves monitoring the concentration of funding maturing at any point in time and from any particular source.

The table below summarises the maturity profile of the Group's and Company's financial liabilities at the balance sheet date based on contractual undiscounted payments:

	Less than 1 year $'000	2 to 5 years $'000	Over 5 years $'000	Total $'000
Group				
30 September 2017				
Trade payables	**732**	**–**	**–**	**732**
Other payables	**5,671**	**43,916**	**–**	**49,587**
Bank borrowings	**2,685**	**3,213**	**–**	**5,898**
	9,088	**47,129**	**–**	**56,217**
30 September 2016				
Amount due to associates	–	1,118	–	1,118
Trade payables	1,020	160	–	1,180
Other payables	1,256	17,135	–	18,391
Bank borrowings	2,531	5,071	–	7,602
	4,807	23,484	–	28,291
Company				
30 September 2017				
Other payables	**726**	**43,847**	**–**	**44,573**
30 September 2016				
Other payables	570	11,924	–	12,494

(ii) Interest rate risk

Interest rate risk is the risk that changes in market interest rates will have an adverse financial effect on the Group's results and the fair value of its financial instruments. The Group's exposure to changes in interest rates relates primarily to interest-bearing financial liabilities and interest-earning cash and cash equivalents. As fixed deposits are pledged against bank borrowings, interest rate risk is managed by the Group on an ongoing basis with the primary objective of limiting the extent to which net interest expense could be affected by an adverse movement in interest rates.

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31. FINANCIAL RISK MANAGEMENT (CONTINUED)

(ii) Interest rate risk (Continued)

Information relating to the Group's interest rate exposures are disclosed in the notes 14 and 15 to the financial statements respectively.

At the balance sheet date, the interest rate profile of the interest-bearing financial instruments are as follows:

	Group		Company	
	2017	2016	2017	2016
	$'000	$'000	$'000	$'000
Fixed rate instruments				
Other payables	**(120)**	(120)	**(120)**	(120)
Variable rate instruments				
Bank borrowings	**(5,502)**	(7,087)	**–**	–

Sensitivity analysis

For variable rate financial assets and liabilities, an increase of 100 basis points (bp) in interest rate at the reporting date would increase/(decrease) profit by the amounts shown below. A decrease of 100 bp in interest rate would have an equal but opposite effect. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Group Profit $'000	Company Profit $'000
30 September 2017		
Variable rate instruments	**(55)**	**–**
30 September 2016		
Variable rate instruments	(71)	–

(iii) Foreign exchange risk

The Group's equity investment in and intercompany loans to subsidiaries and associates in Malaysia and the Philippines currently account for most of its foreign exchange risk. Unfortunately under the present circumstance, the Group is unable to match funds to reduce this structural foreign currency exposure.

In the Philippines, the Peso has weakened against US Dollars. As most of the Philippines subsidiary's borrowings are denominated in US Dollars, the weakening of the Peso against US Dollars is unfavourable to the subsidiary.

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31. FINANCIAL RISK MANAGEMENT (CONTINUED)

(iii) Foreign exchange risk (Continued)

The Group's investment in overseas subsidiaries and associates, which are held for long term investment purpose, are exposed to currency translation risk. The differences arising from such translation are recorded under the foreign currency translation reserve. These translation differences are reviewed and monitored on a regular basis.

The Group does not enter into any derivative transactions to hedge its foreign exchange risk.

The significant foreign currency amounts held by the Group entities other than their respective functional currencies are as follows:

Group	USD	PESO	RINGGIT	DONG	TOTAL
	$'000	$'000	$'000	$'000	$'000
2017					
Cash and bank balances	**74**	**190**	**7**	**9**	**280**
Trade and other receivables	**–**	**7,162**	**4,800**	**2,935**	**14,897**
Trade and other payables	**(200)**	**(1,059)**	**(1,346)**	**(3,132)**	**(5,737)**
Bank borrowings	**(3,364)**	**(2,131)**	**–**	**(7)**	**(5,502)**
	(3,490)	**4,162**	**3,461**	**(195)**	**3,938**
Less: Financial assets denominated in respective entities functional currencies	**–**	**4,162**	**3,458**	**(195)**	**7,425**
	(3,490)	**–**	**3**	**–**	**(3,487)**
2016					
Cash and bank balances	13	48	8	–	69
Trade and other receivables	–	27,356	4,886	–	32,242
Trade and other payables	–	(7,468)	(695)	–	(8,163)
Bank borrowings	(5,283)	(1,804)	–	–	(7,087)
	(5,270)	18,132	4,199	–	17,061
Less: Financial assets denominated in respective entities functional currencies	–	18,132	4,198	–	22,330
	(5,270)	–	1	–	(5,269)

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31. FINANCIAL RISK MANAGEMENT (CONTINUED)

(iii) Foreign exchange risk (Continued)

Company	USD $'000	PESO $'000	RINGGIT $'000	DONG $'000	TOTAL $'000
2017					
Cash and bank balances	**–**	**–**	**3**	**–**	**3**
Trade and other receivables	**2,057**	**20,074**	**–**	**–**	**22,131**
	2,057	**20,074**	**3**	**–**	**22,134**
2016					
Cash and bank balances	–	–	1	–	1
Trade and other receivables	1,052	13,747	–	–	14,799
	1,052	13,747	1	–	14,800

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity of the Group's profit net of tax to a 5% change in the following currencies exchange rates (against SGD), with all other variables held constant.

		Group Increase/(decrease) Profit after tax		Company Increase/(decrease) Profit after tax	
		2017 $'000	**2016 $'000**	**2017 $'000**	**2016 $'000**
USD	– strengthened 5% (2016: 5%)	**(175)**	(264)	**103**	53
	– weakened 5% (2016: 5%)	**175**	264	**(103)**	(53)
PESO	– strengthened 5% (2016: 5%)	**–**	–	**1,004**	687
	– weakened 5% (2016: 5%)	**–**	–	**(1,004)**	(687)
RINGGIT	– strengthened 5% (2016: 5%)	**–**	–	**–**	–
	– weakened 5% (2016: 5%)	**–**	–	**–**	–

(iv) Credit risk

Credit risk is the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group, through the appropriate management in each operating business unit, controls this risk through the process of initial approval and granting of credit, subsequent monitoring of creditworthiness and the active management of credit exposures.

Cash and cash equivalents are placed with financial institutions with good credit ratings.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

31. **FINANCIAL RISK MANAGEMENT** (CONTINUED)

(iv) **Credit risk** (Continued)

The credit risk concentration profile of the Group's trade receivables as at the balance sheet date is as follows:–

	Group		Company	
	2017	**2016**	**2017**	**2016**
	$'000	**$'000**	**$'000**	**$'000**
By geographical areas				
Vietnam	**1,253**	–	**–**	–
Philippines	**3**	21,766	**–**	–
	1,256	21,766	**–**	–

In 2016, the Group derived 99% of its total revenue from a major customer, located in Philippines. In 2016, 100% of total outstanding trade receivables were due from this major customer. The Group's trade receivables in 2017 was mainly due to the work carried out by Citybuilders Pte. Ltd. prior to become the subsidiary.

Further details of credit risks on trade receivables are disclosed in note 4 to the financial statements.

32. **CAPITAL MANAGEMENT**

The Group's objectives when managing capital are:

(a) To safeguard the Group's ability to continue as a going concern;
(b) To support the Group's stability and growth; and
(c) To provide capital for the purpose of strengthening the Group's risk management capability.

The Group actively and regularly reviews and manages its capital structure to ensure optimal capital structure and shareholder returns, taking into consideration the future capital requirements of the Group and capital efficiency, prevailing and projected strategic investment opportunities. The Group currently does not adopt any formal dividend policy.

The directors also monitor the return on capital employed. The return on capital employed in year 2017 was in loss of 1.40% (2016: profit of 13.40%). The return on capital employed is calculated by dividing profit after tax over total equity of the Group.

There were no changes to the Group's approach to capital management since the previous financial year.

The Group is in compliance with all externally imposed capital requirements for the financial years ended 30 September 2017 and 2016.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

33. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

(i) Fair value hierarchy

The Group categories fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities that the group can access at the measurement date,
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and
- Level 3 – Unobservable inputs for the asset or liability.

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirely in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

(ii) Assets and liabilities measured at fair value

The following table shows an analysis of each class of assets and liabilities measured at fair value by the end of the reporting period:

	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Group				
2017				
Investment properties	**–**	**–**	**19,778**	**19,778**
2016				
Investment properties	–	–	3,294	3,294

Movements in Level 3 assets measured at fair value are as disclosed in note 7 and 11 respectively to financial statements.

The determination of the fair value of investment properties is performed on an annual basis by management based on the management's assessment by reference to available market information and indices for similar properties in the same vicinity.

The Board of Directors oversees the Group's financial reporting valuation process and is responsible for setting and documenting the Group's valuation policies and procedures.

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

33. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES (CONTINUED)

(iii) Fair Value of Financial Instruments that are Not Carried at Fair Value

The carrying amounts of cash and cash equivalents, receivables and payables classified as current assets and liabilities approximate their fair value due to their short term nature.

The carrying amounts of bank borrowings are reasonable approximation of their fair values as these bear interest at rates approximating market rates as at balance sheet date.

It is not practicable to determine with sufficient reliability the fair values of trade and other receivables, trade and other payables and interest-free amounts owing by/payable to related parties which are classified as non-current assets/liabilities. These amounts are not repayable within the short term but do not have agreed specified period of repayment. Accordingly, these amounts are carried at original cost.

(iv) Financial Instruments by Category

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

	Group		Company	
	2017	**2016**	**2017**	**2016**
	$'000	**$'000**	**$'000**	**$'000**
Loans and receivables	**45,694**	4,722	**15**	2,796
Financial liabilities at amortised cost	**11,905**	9,363	**726**	570

34. EVENTS OCCURRING AFTER REPORTING PERIOD

Subsequent to the financial year end:

(i) Acquisition of 40% Equity Interest in Amplefield Land Phils., Inc.

The Board of Directors of the Company announced on 4 April 2017 that Amplefield Development, Inc., a 98% subsidiary of the Company had entered into a binding agreement with CAM Mechatronic (Philippines), Inc., a former subsidiary of the Company, to acquire 4,997 ordinary shares representing 40% of equity interest in Amplefield Land Phils., Inc. ("ALI") at a consideration of PHP499,700 (equivalent to $14,000) payable by the Company by way of cash, subject to shareholders' approval. ALI owns land parcels with an aggregate size of 48,000 square metres in Amplefield SME Park within Lima Technology Centre, Lipa City, Batangas, Philippines.

The acquisition was approved by shareholders during Extraordinary General Meeting held on 15 November 2017, making ALI as an associated company with effect from that date.

NOTES TO THE FINANCIAL STATEMENTS
30 SEPTEMBER 2017

34. EVENTS OCCURRING AFTER REPORTING PERIOD (CONTINUED)

(ii) Completion of the Disposal of Two Out of Three units of Investment Properties in State of Johor, Malaysia

On 25 April 2017, the Company announced that its wholly owned subsidiary, Amplefield Facilities Sdn. Bhd. ("AF") had entered into sale and purchase agreements with URC Snack Foods (Malaysia) Sdn. Bhd. ("URC") for the sale of 3 lots of land held under HS(D) 267784, HS(D) 162763 and ON 6724 Mukim of Plentong, the buildings constructed (2 units of 3-storey administrative block with a single storey factory building annexed and a 2-storey detached industrial building) thereon located in the State of Johor, Malaysia at a total consideration of Malaysian Ringgit (MYR)12,750,000 (equivalent to $4,039,000). The consideration shall be satisfied wholly in cash. The net gain from the disposal of the properties is estimated to be MYR300,000 (equivalent to $100,000).

As at 30 September 2017, AF has received the deposit from URC for the above mentioned disposal amounting to MYR892,500 (equivalent to $287,000) representing 7% of total consideration.

On 21 November 2017, the sales of 2 lots of land with buildings thereon were successfully completed and the sales proceed amounting to MYR7,740,000 (equivalent to $2,488,946) was received. As of the date of issuing report, the sale for the remaining lot with building thereon is still subject to obtain the consent from Malaysia Regulatory Authority of approval of sale.

(iii) Completion of the Renounceable Non-Underwritten Rights Cum Warrants Issue

On 30 June 2017, the Company proposed the Rights cum Warrants Issue to be made on a renounceable non-underwritten basis of three Rights Shares and two free Warrants for every one Share held by Eligible Shareholders. The Company proposed renounceable non-underwritten Rights cum Warrants Issue of up to 1,037,643,438 new ordinary shares at the Right Issue Price of $0.05 for each Right Share, and up to 691,762,292 free detachable Warrants, with each Warrant carrying the right to subscribe for one new ordinary share at the Warrant Exercise Price of $0.05. The Warrant may be exercised at any given time during the period commencing on and expiring on the date immediately preceding the fifth anniversary of the date of issue of the Warrants.

The proposed Rights cum Warrants Issue was approved by shareholders during Extraordinary General Meeting held on 15 November 2017.

On 19 December 2017, the Rights Issue cum Warrants exercise was completed with successful subscription of 53.46% equivalent to 554,736,390 Rights Shares and 369,824,145 Warrants. As of that date, the total issued and outstanding shares of the Company increased to 900,617,536 shares. The gross proceeds generated from the exercise amounted to $27,736,820 (before setting off $22.6 million of the indebtedness against the subscription by Olander Limited, a company beneficially owned by a controlling shareholder, Dato Sri Yap Teiong Choon).

NOTES TO THE FINANCIAL STATEMENTS

30 SEPTEMBER 2017

34. EVENTS OCCURRING AFTER REPORTING PERIOD (CONTINUED)

(iv) Olander Limited Become the Holding Company

Olander Limited ("Olander") is a company beneficially owned by a controlling shareholder, Dato Sri Yap Teiong Choon.

Olander held 92,622,956 shares of the total issued and outstanding ordinary shares of the Company or equivalent to 26.78% of the total equity interest in the Company as at 30 September 2017.

Olander has subscribed for additional 451,100,429 new ordinary shares during the Rights Issue exercise after year end. Consequently, total ordinary shares of the Company held by Olander was increased to 543,723,385 shares or equivalent to 60.37% of the enlarged share capital of the Company. Olander has become the holding company of the Company with effect from 19 December 2017.

35. AUTHORISATION OF FINANCIAL STATEMENTS

The balance sheet of the Company and the consolidated financial statements of Amplefield Limited and its subsidiaries for the year ended 30 September 2017 were authorised for issue in accordance with a resolution of the directors dated 26 December 2017.

STATISTICS OF SHAREHOLDINGS

AS AT 26 DECEMBER 2017

Issued share capital	:	$68,918,665
No. of shares	:	900,617,536
Class of shares	:	Ordinary share
Voting rights	:	One vote per share
No. of treasury shares and subsidiary holdings	:	NIL

DISTRIBUTION OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 – 99	3,857	36.74	191,624	0.02
100 – 1,000	3,917	37.31	1,246,544	0.14
1,001 – 10,000	1,453	13.84	6,166,447	0.68
10,001 – 1,000,000	1,244	11.85	122,124,359	13.56
1,000,001 AND ABOVE	28	0.26	770,888,562	85.60
TOTAL	**10,499**	**100.00**	**900,617,536**	**100.00**

TWENTY LARGEST SHAREHOLDERS

NO.	NAME	NO. OF SHARES	%
1	CITIBANK NOMINEES SINGAPORE PTE LTD	576,404,809	64.00
2	RAMESH S/O PRITAMDAS CHANDIRAMANI	40,688,400	4.52
3	PHILLIP SECURITIES PTE LTD	27,155,860	3.02
4	MAYBANK KIM ENG SECURITIES PTE. LTD.	16,376,824	1.82
5	RAFFLES NOMINEES (PTE) LIMITED	13,762,260	1.53
6	OCBC SECURITIES PRIVATE LIMITED	12,998,650	1.44
7	GOH GUAN SIONG (WU YUANXIANG)	12,080,000	1.34
8	CITIBANK CONSUMER NOMINEES PTE LTD	11,000,344	1.22
9	DBS NOMINEES (PRIVATE) LIMITED	7,520,200	0.84
10	TAN WEIREN VINCENT (CHEN WEIREN VINCENT)	6,930,000	0.77
11	NG SOK MENG EVELYN	6,200,000	0.69
12	LIM TCHEN NAN	4,772,400	0.53
13	CIMB SECURITIES (SINGAPORE) PTE. LTD.	4,072,816	0.45
14	RHB SECURITIES SINGAPORE PTE. LTD.	3,604,000	0.40
15	CHEAH SWEE KEAT AUGUSTINE	3,200,000	0.36
16	LIM TIONG KHENG STEVEN	3,101,000	0.34
17	HSBC (SINGAPORE) NOMINEES PTE LTD	3,013,300	0.33
18	LEE TECK KENG	2,800,000	0.31
19	FOO SIANG YANG (FU XIANGYANG)	2,363,599	0.26
20	LIM KOK CHA	2,224,500	0.25
	TOTAL	**760,268,962**	84.42

STATISTICS OF SHAREHOLDINGS
AS AT 26 DECEMBER 2017

SUBSTANTIAL SHAREHOLDERS
(As recorded in the Register of Substantial Shareholders)

	Direct Interest		Deemed Interest	
	No. of Shares Held	%	No. of Shares Held	%
Olander Ltd	543,723,385	60.37	–	–
Dato Sri Yap Teiong Choon	23,155,739	2.57	543,723,385	60.37
Phan Foo Beam	–	–	543,723,385	60.37

Note:
Dato Sri Yap Teiong Choon and Phan Foo Beam are deemed interested in the shares held by Olander Ltd as they are shareholders and directors of Olander Ltd.

PERCENTAGE OF SHAREHOLDING HELD IN PUBLIC'S HANDS

Based on the information available to the Company on 26 December 2017, approximately 35.76% of the issued ordinary shares of the Company are held by the public and therefore, Rule 723 of the Catalist Rules has been complied with.

STATISTICS OF WARRANTHOLDINGS

AS AT 26 DECEMBER 2017

DISTRIBUTION OF WARRANTHOLDINGS

SIZE OF WARRANTHOLDINGS	NO. OF WARRANTHOLDERS	%	NO. OF WARRANTS	%
1 – 99	1	0.19	33	0.00
100 – 1,000	127	24.19	65,283	0.02
1,001 – 10,000	211	40.19	851,429	0.23
10,001 – 1,000,000	175	33.33	14,318,988	3.87
1,000,001 AND ABOVE	11	2.10	354,588,412	95.88
TOTAL	**525**	**100.00**	**369,824,145**	**100.00**

TWENTY LARGEST WARRANTHOLDERS

NO.	NAME	NO. OF WARRANTS	%
1	CITIBANK NOMINEES SINGAPORE PTE LTD	300,833,619	81.35
2	RAMESH S/O PRITAMDAS CHANDIRAMANI	22,524,000	6.09
3	GOH GUAN SIONG (WU YUANXIANG)	6,666,666	1.80
4	MAYBANK KIM ENG SECURITIES PTE. LTD.	6,025,732	1.63
5	RAFFLES NOMINEES (PTE) LIMITED	5,779,999	1.56
6	PHILLIP SECURITIES PTE LTD	3,182,730	0.86
7	TAN WEIREN VINCENT (CHEN WEIREN VINCENT)	3,120,000	0.84
8	OCBC SECURITIES PRIVATE LIMITED	1,989,000	0.54
9	CHEAH SWEE KEAT AUGUSTINE	1,600,000	0.43
10	LIM TIONG KHENG STEVEN	1,466,666	0.40
11	LEE TECK KENG	1,400,000	0.38
12	GUILLAUME CLAUDE JACQUES GALY	800,000	0.22
13	FOO SIANG YANG (FU XIANGYANG)	666,666	0.18
14	LEE ROBERT	600,000	0.16
15	LIM BOON LIAT TIMOTHY	500,000	0.14
16	NG CHOON HOW	460,000	0.12
17	ELIZABETH OOI HEAN GIN	413,333	0.11
18	KHOO THOMAS CLIVE	413,333	0.11
19	KLONGDEE MULLIKA	400,000	0.11
20	ONG JULIET @TAN POH FAH	400,000	0.11
	TOTAL	**359,241,744**	**97.14**

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting ("**AGM**") of Amplefield Limited (the "**Company**") will be held at RELC International Hotel, Room 602, Level 6, 30 Orange Grove Road, Singapore 258352 on Friday, 26 January 2018 at 1.00 pm for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 30 September 2017 together with the Independent Auditor's Report thereon. **(Resolution 1)**

2. To re-elect the following Directors retiring pursuant to Regulation 115 of the Company's Constitution:

   a. Mr Albert Saychuan Cheok **(Resolution 2)**

   b. Mr Ng Chin Hoo **(Resolution 3)**

   Mr Albert Saychuan Cheok, upon re-election as a Director of the Company, remain as Chairman of the Board of Directors and Audit Committee and a member of the Remuneration and Nominating Committees and will be considered independent for the purposes of Rule 704(7) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Catalist Rules**").

   Mr Ng Chin Hoo will, upon re-election as a Director of the Company, remain as Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees and will be considered independent for the purposes of Rule 704(7) of the Catalist Rules.

3. To approve the payment of Directors' fees of S$71,500/- for the financial year ended 30 September 2017 (2016: S$69,250/-). **(Resolution 4)**

4. To re-appoint Lo Hock Ling & Co. as the Company's Auditors and to authorize the Directors to fix the remuneration. **(Resolution 5)**

5. To transact any other ordinary business that may be properly transacted at an annual general meeting.

AS SPECIAL BUSINESS

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

6. **Authority to allot and issue shares**

   That pursuant to Section 161 of the Companies Act, Cap 50 of Singapore ("**Companies Act**") and Rule 806 of the Catalist Rules, the Directors be empowered to

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

NOTICE OF ANNUAL GENERAL MEETING

(b) 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 of the Company may, in their absolute discretion deem fit and, notwithstanding the authority conferred by this Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force, provided that:

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

(b) subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, after adjusting for: (i) new Shares arising from the conversion or exercise of any convertible securities; (ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding or subsisting at the time of passing of this Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and (iii) and subsequent bonus issue, consolidation or subdivision of Shares;

(c) In exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance is waived by the SGX-ST) and the Constitution of the Company; and

(d) Unless revoked or varied by the Company in general meeting such authority 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 the earlier.

[See Explanatory Note (i)] **(Resolution 6)**

NOTICE OF ANNUAL GENERAL MEETING

7. **Proposed Renewal Of The Shareholders' Mandate For Interested Person Transactions**

That:

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, for the Company, its subsidiaries and associated companies which are entities at risk as defined under Chapter 9 of the Catalist Rules, or any of them, to enter into any of the transactions falling within the types of interested person transactions, particulars of which are set out in the appendix dated 10 January 2018 accompanying the Annual Report (the "**Appendix**"), with any party who is of the class of interested persons described in the Appendix, provided that such transactions are made on normal commercial terms, are not prejudicial to the interests of the Company and its minority shareholders and are in accordance with the review procedures for interested person transactions as set out in the Appendix;

(b) the approval given in sub-paragraph (a) above (the "**Mandate**") shall, unless revoked or varied by the Company in general meeting, continue in force until the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier; and

(c) the Directors be and are hereby authorised, jointly or severally, to take such steps and exercise such discretion as the Directors may in their absolute discretion deem fit, advisable or necessary or in the interest of the Company to give effect to the Mandate and/or this Resolution.

[See Explanatory Note (ii)] **(Resolution 7)**

By Order of the Board

Shawn Chan Changyun
Company Secretary

Singapore, 10 January 2018

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Notes:

(i) Resolution 6, if passed. will empower the Directors from the date of the Annual General Meeting until (a) the conclusion of the next annual general meeting of the Company, or (b) the date by which the next Annual General Meeting of the Company is required to be held pursuant to the Constitution of the Company or any applicable laws of Singapore, or (c) it is carried out to the full extent mandated, or (d) the date on which such authority is varied or revoked by ordinary resolution of the shareholders in a general meeting, whichever is the earliest, to issue Shares, make or grant Instruments convertible into Shares and to issue Shares pursuant to such Instruments, up to an amount not exceeding, in total, one hundred percent (100%) of the issued Share capital of the Company (excluding treasury shares and subsidiary holdings), of which up to fifty percent (50%) may be issued other than on a *pro-rata* basis to existing shareholders of the Company.

(ii) Resolution 7, if passed, will renew the Mandate and empower the Company, its subsidiaries and associated companies, to enter into the interested person transactions as described in the Appendix. The authority under the renewed Mandate will, unless revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting is required by law to be held, whichever is the earlier.

Notes:

1. (a) A member 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 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 is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of share shall be specified)

   "Relevant intermediary" means:

   (i) 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;

   (ii) 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

   (iii) 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.

3. The instrument appointing a proxy must be deposited at the registered office of the Company's Share Register, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 not less than forty-eight (48) hours before the time appointed for holding of the AGM.

4. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act.

5. The Company shall be entitled to reject an instrument appointing a proxy or proxies which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument (including any related attachment). In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject an instrument appointing a proxy or proxies if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

PERSONAL DATA PRIVACY

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guideline (collectively, the "**Purposes**"), (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder 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) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

APPENDIX

10 JANUARY 2018

THIS APPENDIX IS IMPORTANT AND REQUIRES YOUR ATTENTION. PLEASE READ IT CAREFULLY.

IF YOU ARE IN ANY DOUBT AS TO ITS CONTENTS OR THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT, OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

Capitalised terms appearing on the cover of this Appendix have the same meanings as defined herein.

This appendix (the "Appendix") is issued by Amplefield Limited's (the "Company") together with the Company's annual report for the financial year ended 30 September 2017 (the "Annual Report"). Its purpose is to provide information in relation to, and to seek Shareholders' approval for proposed renewal of the IPT Mandate (as defined herein). The Notice of AGM and the accompanying Proxy Form are enclosed with the Annual Report.

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

This Appendix has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this Appendix, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this Appendix.

The contact person for the Sponsor is Mr. Joseph Au, Associate Director, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).

AMPLEFIELD LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration Number: 198900188N)

APPENDIX
IN RELATION TO
THE PROPOSED RENEWAL OF THE GENERAL MANDATE FOR
INTERESTED PERSON TRANSACTIONS

APPENDIX

10 JANUARY 2018

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APPENDIX

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DEFINITIONS

The following definitions apply throughout this Appendix, unless the context requires otherwise:

"**2017 Circular**"	:	The circular to the Shareholders dated 31 October 2017 in relation to the adoption of the IPT Mandate
"**Act**"	:	Companies Act, Chapter 50 of Singapore, as amended, modified and supplemented from time to time
"**AGM**"	:	An annual general meeting of the Company
"**Appendix**"	:	This Appendix to Shareholders dated 10 January 2018 in respect of the proposed renewal of the IPT Mandate
"**Associates**"	:	(a) in relation to any director, chief executive officer, substantial shareholder or controlling shareholder (being an individual) means: (i) his immediate family; (ii) the trustees of any trust of which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object; or (iii) any company in which he and his immediate family together (directly or indirectly) have an interest of 30% or more of the total votes attached to all the voting shares; (b) in relation to a substantial shareholder or a controlling shareholder (being a company) means any other company which is its subsidiary or holding company or is a subsidiary of such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30% or more
"**Board**"	:	The board of directors of the Company
"**Catalist**"	:	The Catalist of the SGX-ST
"**Catalist Rules**"	:	The Listing Manual Section B: Rules of Catalist issued by the SGX-ST, as may be amended, supplemented or revised from time to time
"**Company**"	:	Amplefield Limited

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"**Controlling Shareholder**"	:	A person who: (a) holds directly or indirectly 15% or more of the nominal amount of all voting shares in the Company. The SGX-ST may determine that a person who satisfies this paragraph is not a Controlling Shareholder; (b) or in fact exercises control over the Company
"**Directors**"	:	The directors of the Company as at the date of this Appendix
"**EGM**"	:	The extraordinary general meeting of the Company
"**FY**"	:	Financial year ended or, as the case may be, ending 30 September
"**Group**"	:	The Company, its subsidiaries and associated company(ies)
"**Independent Directors**"	:	The Directors who are considered independent of the Concert Party Group, namely Albert Saychuan Cheok, Ng Chin Hoo and Chong Kum Fatt
"**IPT**" or "**IPTs**"	:	An interested person transaction
"**IPT Mandate**"	:	Has the meaning ascribed to it in Section 1.1 of this Appendix
"**Latest Practicable Date**"	:	26 December 2017, being the latest practicable date prior to the printing of this Appendix
"**Mandated Interested Persons**"	:	Has the meaning ascribed to it in Section 1.2.1 of this Appendix
"**Mandated Transactions**"	:	Has the meaning ascribed to it in Section 1.2.2 of this Appendix
"**Notice of AGM**"	:	The notice of the AGM as set out on pages 96 to 99 of the Company's annual report for FY2017
"**NTA**"	:	Net tangible assets
"**SFA**"	:	The Securities and Futures Act, Chapter 289 of Singapore, as amended, modified or supplemented from time to time
"**SGXNET**"	:	The online information system of the SGX-ST used by listed companies to disseminate corporate information
"**SGX-ST**"	:	Singapore Exchange Securities Trading Limited

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"**Shareholders**"	:	The registered holders of the Shares in the register of members of the Company, except where the registered holder is The Central Depository (Pte) Limited, the term "Shareholders" shall, in relation to such Shares and where the context so admits, mean the Depositors whose Securities Accounts are credited with such Shares
"**Substantial Shareholder**"	:	A person who has an interest (directly or indirectly) in 5% or more of the total issued voting rights of the Company
"**$**" or "**S$**"	:	Singapore dollars
"**%**"	:	Per centum

The terms "Depositor", "Depository Agent" and "Depository Register" shall have the meanings ascribed to them, respectively, in Section 81SF of the Securities and Futures Act or any statutory modification thereof, as the case may be.

The expressions "associate", "associated company", "subsidiary", "Controlling Shareholder" and "Substantial Shareholder" shall have the meaning ascribed to them respectively in the Act and the Catalist Rules.

Words importing the singular shall, where applicable, include the plural and vice versa, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders. References to persons shall, where applicable, include corporations.

Any reference in this Appendix to any enactment is a reference to that enactment for the time being amended or re-enacted. Any word defined under the Act, the SFA and the Catalist Rules or any modification thereof and used in this Appendix shall, where applicable, have the meaning ascribed to it under the Act, the SFA and the Catalist Rules or modification as the case may be.

Any reference in this Appendix to a time of day and date shall be a reference to Singapore time and date respectively, unless otherwise stated.

Any discrepancy with the tables in this Appendix between the listed amounts and the totals thereof is due to rounding.

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LETTER TO SHAREHOLDERS

AMPLEFIELD LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 198900188N)

Board of Directors

Albert Saychuan Cheok (Chairman and Independent Director)
Yap Weng Yau (Executive Director)
Phan Chee Shong (Executive Director)
Woon Ooi Jin (Executive Director)
Ng Chin Hoo (Independent Director)
Chong Kum Fatt (Independent Director)

Registered Office

101A, Upper Cross Street
#11-16 People's Park Centre
Singapore 058358

10 January 2018

To: The Shareholders of Amplefield Limited

1. THE PROPOSED RENEWAL OF THE IPT MANDATE

1.1 Background

Proposed Resolution 7 in the Notice of AGM relates to the renewal of the general mandate to authorise the Company, its subsidiaries (together with the Company, the "**Group**") (excluding subsidiaries listed on the SGX-ST or an approved exchange) and its associated companies (excluding associated companies listed on the SGX-ST or an approved exchange) over which the Group, or the Group and its Mandated Interested Persons (as defined in paragraph 1.2.1 below) has or have control, being "entities at risk" within the meaning of Chapter 9 the Listing Manual Section B: Rules of the Catalist of the SGX-ST (the "**Catalist Rules**"), to enter into, in the ordinary course of business, any of the Mandated Transactions with specified classes of the Company's Interested Persons, provided that such transactions are made on normal commercial terms, are not prejudicial to the interests of the Company and its minority shareholders, and in accordance with the review procedures for such transactions (the "**IPT Mandate**").

At an Extraordinary General Meeting of the Company held on 15 November 2017 (the "**2017 EGM**"), the Shareholders had, *inter alia*, approved the adoption of the IPT Mandate to enable the Group to enter, in the ordinary course of business, into certain specified classes of transactions with a certain specified class of Mandated Interested Persons.

The IPT Mandate will expire on the date of the forthcoming AGM. Accordingly, it is proposed that the IPT Mandate be renewed at the AGM, to take effect until the next AGM of the Company.

General information pertaining to Chapter 9 of the Catalist Rules is set out in Schedule I of this Appendix.

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1.2 Details of the IPT Mandate granted at the 2017 EGM

1.2.1 Classes of Interested Persons

The IPT Mandate will apply to Interested Person Transactions which are carried out between the Group and the following persons or entities:

(a) Sing Viet City Ltd;
(b) Amanland Pte Ltd;
(c) Regionaland Pte Ltd; and
(d) Olander Ltd,

(collectively, the "**Mandated Interested Persons**").

1.2.2 Categories of Interested Person Transactions

The Mandated Transactions with the Mandated Interested Persons to which the IPT Mandate applies and the benefits to be derived therefrom are set out below and in the circular to Shareholders dated 31 October 2017 (the "**2017 Circular**") for the purposes of the 2017 EGM. These Mandated Transactions comprise recurrent transactions of a revenue or trading nature or those necessary for the Group's day-to-day operations, but are not in respect of the purchase and sale of assets, undertakings or businesses.

Further details of the Mandated Transactions which were disclosed in the 2017 Circular have been extracted and set out in Schedule II of this Appendix.

The IPT Mandate will not cover transactions between the entities at risk and Mandated Interested Persons that is below S$100,000 in value.

Transactions with other interested persons which do not fall within the ambit of the IPT Mandate shall be subject to the relevant provisions of Chapter 9 of the Catalist Rules.

1.3 Rationale for and Benefit of the IPT Mandate

1.3.1 Rationale

(a) The Company's subsidiary, Citybuilders (Vietnam) Co., Ltd. ("**CVBN**"), is principally involved in the provision of construction and construction management services and is licensed to design, build, operate and transfer different types of infrastructure-related activities in Vietnam. Sing Viet City Ltd. ("**SVC**") has previously awarded several construction projects to CVBN and the latter having been appointed as a principal contractor by SVC for the construction of responsible only for the design, procurement, consultancy and construction activities for the proposed development plan of 61 shop houses and 348 villas of certain parcels of the 363.8 hectare plot of land at Le Minh Xuan Ward, Binh Chanh District, Ho Chi Minh City, Vietnam.

It is also envisaged that, CVBN, may for its operations, need to procure certain specialised equipment and materials, including but not limited to building and construction equipment or materials. The ability to enter into such transactions with SVC, which owns such specialised equipment and materials pursuant to the IPT Mandate, would allow the Group more flexibility in obtaining these products efficiently.

(b) It is envisaged that the Group will, in the ordinary course of business, continue to enter into Mandated Transactions with the Mandated Interested Persons of such aggregate value that requires Shareholders' approval pursuant to Chapter 9 of the Catalist Rules. Such transactions are recurring transactions that are likely to occur with some degree of frequency and are part of the day-to-day operations of the Group, and could arise from time to time.

(c) In view of the time-sensitive nature of commercial transactions, and the need for smooth and efficient conduct of business, the directors of the Company (the "**Directors**") are seeking the approval of Shareholders for the renewal of the IPT Mandate for the purposes of Chapter 9 of the Catalist Rules and for the Group to enter into the Mandated Transactions, provided that all such transactions are carried out on an arm's length basis, on normal commercial terms consistent with the Group's usual business practices and on terms which are generally not more favourable than those extended to unrelated third parties and will not be prejudicial to the interests of the Group and its minority Shareholders.

1.3.2 **Benefits**

(a) The IPT Mandate and its subsequent renewal thereafter on an annual basis will enhance the ability of companies in the Group to pursue business opportunities which are time-sensitive in nature, and will eliminate the need for the Company to announce the entry into each Mandated Transaction and/or convene separate general meetings on each occasion to seek Shareholders' prior approval for the entry into such Mandated Transactions, where applicable. This will substantially reduce the expenses associated with the convening of general meetings (including the engagement of external advisers and preparation of documents) on an ad hoc basis, improve administrative efficacy considerably, and will allow manpower resources and time to be channelled towards attaining other business objectives available to the Group.

(b) The IPT Mandate is to facilitate transactions in the normal course of business of the Group that are transacted from time to time with the Mandated Interested Persons, provided that they are carried out on normal commercial terms, and are not prejudicial to the interests of the Company and the minority Shareholders.

1.4 Review Procedures for Interested Person Transactions

The Group has established the following review procedures to ensure that the Mandated Transactions are conducted on normal commercial terms, are in the interest of the Company and are not prejudicial to the interests of the Company and minority shareholders. The guidelines and review procedures put in place by the Group are as follows:

1.4.1 **Guidelines**

(i) all Mandated Transactions shall be conducted in accordance with the Group's usual business practices and policies, consistent or comparable with the usual margins or historical margins or costs (where applicable), rates (including commission) or prices extended to or received by the Group for the same or substantially similar type of transactions between the Group and unrelated third parties, and the terms are not more favourable to the Mandated Interested Persons compared to those extended

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to or received from unrelated third parties after taking into account the speed of and cost for timely response and mobilisation, credit terms, quality, requirements, specifications, scope, size, complexity and resources required for implementation of the projects for which Mandated Interested Persons are providing and/or obtaining goods or services, preferential or relatively advantageous access to assets and buyers, asset type, restrictions and array of services including its specialists nature, local knowledge, track record and standing in the relevant markets, risk for such transactions and the attendant cost in managing such risks;

(ii) when purchasing any products or obtaining any services from a Mandated Interested Person, in order to ensure that the interests of the Group or the minority shareholders are not disadvantaged, comparison will be made with at least two quotations from unrelated/independent third party(ies) as a basis for comparison, from independently verifiable and reliable sources as approved by the Audit Committee from time to time ("**Approved Independent Sources**"), with advice from relevant employees of the Company with management responsibilities comprising personnel from the finance department and other relevant departments.

The list of Approved Independent Sources will be maintained by the relevant departments in the Group, and shall be reviewed by the Audit Committee periodically. The purchase price or fee or rates for the products or services, after taking into account factors mentioned in paragraph (i) above, shall not be higher than the most favourable price or fee of the two other quotations (wherever possible or available) from the Approved Independent Sources. Credit terms of the purchases will be comparable to those offered by unrelated third parties. In determining the most competitive price or fee, all pertinent factors, including but not limited to quality, requirements, specifications, delivery time of goods or services, industry norms, specifications, scope, size, complexity and resources required for implementation of the projects for which Mandated Interested Persons are providing goods or services, preferential or relatively advantageous access to assets and buyers, asset type, restrictions, array of services including its specialists nature, local knowledge, track record and standing in the relevant markets, risk for such transactions and the attendant cost in managing such risks will be taken into consideration;

(iii) when selling any products or supplying any services to a Mandated Interested Person, the price or fee or profit margins and terms of two other successful transactions of a similar nature (or comparable nature) with non-interested persons will be used as comparison to ensure that the interests of the Group or the minority shareholders are not disadvantaged. The price or fee or margin for the supply of products or services shall not be lower than the lowest price or fee of the two other successful transactions with non-interested persons, taking into account all pertinent factors, including but not limited to speed of and cost for timely response and mobilisation, quantity, credit records of the customer, terms of sale or supply, strategic purpose of the transaction, specifications, scope, size, complexity and resources required for implementation of the projects for Mandated Interested Persons, preferential or relatively advantageous access to assets and buyers, asset type, restrictions, array of services including its specialists nature, local knowledge, track record and standing in the relevant markets, risk for such transactions and the attendant cost in managing such risks and other qualitative considerations; and

(iv) in circumstances where it is impractical or impossible to obtain comparable prices of contemporaneous transactions of similar goods or services due to the nature of the goods or services to be purchased or provided, any two Directors of the Company with no interest, direct or indirect, in the IPT Mandate will, subject to the approval thresholds as set out in Section 1.4.2 of this Appendix, take such necessary steps which would include but is not limited to (1) relying on corroborative inputs from reasonably experienced market practitioners in order to determine that the terms provided by the Mandated Interested Persons are fair and reasonable; and (2) evaluate and weigh the benefits of, and rationale for transacting with the Mandated Interested Persons, taking into account factors such as, but not limited to, the nature of the services, track record, delivery schedules, requirements and specifications of the Group or the customer, duration of contract, quality, reliability, previous working experience taking into account mobilisation cost and timely response, specifications, scope, size, complexity and resources required for implementation of the projects for which Interested Persons are providing and/or obtaining goods or services, preferential or relatively advantageous access to assets and buyers, asset type, restrictions and structure for investments, array of services including its specialists nature, local knowledge, track record and standing in the relevant markets, risk for such transactions and the attendant cost in managing such risks, project restrictions and structure or the results of and returns from the underlying projects.

1.4.2 **Approval Thresholds**

The following approval procedures will be implemented to supplement existing internal control procedures for the Mandated Transactions to ensure that such transactions are undertaken on an arm's length basis and on normal commercial terms. For the avoidance of doubt, where the approving party as stipulated herein is interested in the transaction to be approved, he/she will inform the Audit Committee and such disclosures should be documented. In the event any equivalent person with the relevant experience and responsibility, as stated below for the various thresholds cannot be determined, the approving authority shall be decided by the Audit Committee.

Individual and aggregate transactions review and approval thresholds shall be as follows:

(i) where the value of the Mandated Transactions is equal to or more than S$100,000 but less than 3.0% of the Group's latest audited NTA, all subsequent Mandated Transactions shall require the prior approval of either the Chief Financial Officer of the Company ("**CFO**") (or equivalent person) or Executive Director of the Group ("**ED**").

(ii) where the value of the Mandated Transactions is equal to or more than 3.0% but less than 5.0% of the Group's latest audited NTA, all subsequent Mandated Transactions shall require the prior approval of both CFO (or equivalent person) or the ED and; at least one (1) Director, who is not interested in the transaction and a member of the Audit Committee. Mandated Transactions that have been approved by the Audit Committee need not be aggregated for the purpose of such approval.

(iii) where the Mandated Transactions is equal to or more than 5.0% of the Group's latest audited NTA, all subsequent Mandated Transactions will be subject to the prior approval of the Audit Committee and recommendation of the CFO (or equivalent person) or the ED. If a member of the Audit Committee is interested in any Mandated Transactions, he shall abstain from participating in the review of that particular transaction. Mandated Transactions that have been approved by the Audit Committee need not be aggregated for the purpose of such approval. For avoidance of doubt, the Audit Committee shall be responsible for such approvals.

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All approvals must strictly follow the review procedures as stipulated in Sections 1.4.1 and 1.4.2 of this Appendix and must be documented. The documentation, including the reasons for approval where necessary, must be accompanied with supporting documents to serve as audit trails, which will be subject to internal and/or external audit.

In addition, the CFO (or equivalent person), will review (and document such reviews) all Mandated Transactions (including Mandated Transactions that are less than S$100,000 in value) and its register on a quarterly basis or such other periods as approved by the Audit Committee.

The threshold limits set out above are adopted by the Company after taking into account, *inter alia*, the nature, volume, recurrent frequency and size of the transactions as well as the Group's day-to-day operations, administration and businesses. The threshold limits are arrived at after considering the operational efficiency for the day-to-day business operations of the Group and the internal control for Mandated Transactions. The threshold limits act as an additional safeguard to supplement the review procedures which will be implemented by the Company for the Mandated Transactions. The Audit Committee will review the threshold limits annually to ensure that they are not prejudicial to the interests of the Company and its minority shareholders.

1.4.3 **Additional Controls**

In addition to the guidelines and review procedures set out above, the following approval procedures will be implemented to supplement existing internal control procedures for the Mandated Transactions to ensure that such transactions are undertaken on an arm's length basis and on normal commercial terms and are not prejudicial to minority shareholders:

(i) Maintain registers of interested persons and Mandated Transactions

The finance department of the Group will maintain and update a list of interested persons, and the CFO (or equivalent person) shall be responsible for the overall maintenance of the register (which is to be updated immediately if there are any changes) to enable identification of interested persons. The list of interested persons will be reviewed quarterly by the CFO (or equivalent person) (who shall also not be interested in any of the Mandated Transactions) and who are duly delegated to do so by the Audit Committee. The list of Mandated Interested Persons which is maintained shall be reviewed by the Audit Committee at least on a quarterly basis.

The finance department will also maintain a register of all transactions carried out with the Mandated Interested Persons, including those below S$100,000 in value ("**IPT Register**"). The Mandated Transactions Register will record information pertinent to the Mandated Transactions such as but not limited to, the list of Mandated Interested Persons, the nature of the Mandated Transactions, the basis and rationale for the entry into the transactions, the pricing and terms of the two other transactions of a similar nature with non-interested persons which were used for comparison, as well as the approving authority. The IPT Register shall be prepared, maintained, monitored and reviewed on a monthly basis by the CFO (or equivalent person) of the Group who is not interested in the Mandated Transactions. This is to ensure that they are carried out on normal commercial terms and in accordance with the guidelines and review procedures in the IPT Mandate. All relevant non-quantitative factors will also be taken into account and recorded in the IPT Register. Such review includes the examination of the transaction(s) and its supporting documents or such other data deemed necessary by the Audit Committee. In addition, any exceptions or departures from the procedures shall be reported and highlighted by the finance department to the Audit Committee immediately.

The CFO (or equivalent person) will obtain signed letters of confirmation from the Directors, key management of the Company, the Controlling Shareholders on a periodic basis (of not more than quarterly or such other period as may be determined by the Audit Committee) with respect to their interest in any transactions with the Group.

(ii) Review by Audit Committee

The Audit Committee will review all Mandated Transactions at least on a quarterly basis to ensure that the established guidelines and review procedures for the Mandated Transactions have been complied with and the relevant approvals have been obtained, as well as monitoring and administration are adequate, sufficient and adhered to, in ensuring that the Mandated Transactions are undertaken on normal commercial terms and will not be prejudicial to the interests of the Company and the minority shareholders. All relevant non-quantitative factors will also be taken into account. Such review includes the examination of the transaction(s) and its supporting documents or such other data deemed necessary by the Audit Committee. The Audit Committee shall, when it deems fit, have the right to require the appointment of independent sources, advisers and/or valuers to provide additional information or review of controls and its implementation pertaining to the transactions under review.

The Audit Committee will also review the established guidelines and review procedures of the Mandated Transactions and determine if such guidelines and review procedures continue to be adequate and/or are commercially practicable in ensuring that the Mandated Transactions are conducted on normal commercial terms and are not prejudicial to the interests of the Company and the minority Shareholders. If the Audit Committee is of the view that the guidelines and review procedures have become inappropriate or insufficient to meet such objectives, the Company will seek a fresh mandate from the Shareholders based on new guidelines and review procedures for the Mandated Transactions. During the period prior to obtaining a fresh mandate from Shareholders, all Mandated Transactions will be subject to prior review and approval by the Audit Committee.

In the event that a member of the Audit Committee is interested in any Mandated Transactions, he/she shall abstain from participating in the review of the particular transaction.

The Audit Committee will review the letters of confirmation from key management personnel, Controlling Shareholders and the Directors of the Group on a periodic basis (annual basis or such other period as may be determined by the Audit Committee) and the minutes of such review and its outcome shall be taken.

(iii) Review by Internal Auditors

The Group's annual or periodic (such periods as may be decided by the Audit Committee) internal audit plan may incorporate a review of all new Mandated Transactions, including the established review procedures for monitoring of such Mandated Transactions, entered into during the current financial year pursuant to the IPT Mandate and consistent with the Code of Corporate Governance 2012. The approval thresholds as stipulated in this Appendix may be delegated with the approval of the Audit Committee which will be duly documented together with the bases for such approval.

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Subject to the above paragraph, the Group's internal auditor shall on such periods as required by the Audit Committee, subject to adjustment in frequency, depending on factors such as, *inter alia*, substantial increment of aggregate transactional value, report to the Audit Committee on all Mandated Transactions, and the basis of such transactions, entered into with the Mandated Interested Persons during the preceding period. The Audit Committee shall review such Mandated Transactions at its periodic meetings (not less than twice or such other frequency a year as decided by the Audit Committee) except where Mandated Transactions are required under the review procedures to be approved by the Audit Committee prior to the entry thereof.

(iv) Review by External Auditors

The Audit Committee shall on an annual basis, and as and when it deems fit, engage such auditors or professionals as may be required and the scope of such review shall be decided by the Audit Committee.

1.4.4 **Further Compliance**

The Directors will ensure that all disclosure, approval and other requirements on the Mandated Transactions, including those required by prevailing legislation, the Catalist Rules and accounting standards, are complied with.

1.5 Validity Period of the IPT Mandate

1.5.1 If approved by the Shareholders at this AGM, the IPT Mandate will take effect from the date of receipt of the Shareholders' approval, and will (unless revoked or varied by the Company in general meeting) continue in force until the next AGM of the Company and will apply to Mandated Transactions entered into from the date of receipt of the Shareholders' approval.

1.5.2 Approval from Shareholders will be sought for the renewal of the IPT Mandate at each subsequent AGM, subject to review by the Audit Committee (the "**AC**") of its continued application to the Mandated Transactions.

1.5.3 In the event that it is determined by the AC that the review procedures set out in Section 1.4 of this Appendix have become inappropriate, a fresh mandate from the Shareholders shall be sought.

1.6 Disclosure to Shareholders

1.6.1 Pursuant to Chapter 9 of the Catalist Rules, the Company will disclose the IPT Mandate in its annual report, giving details of the aggregate value of the Mandated Transactions conducted pursuant to the IPT Mandate for the current financial year.

1.6.2 In addition, the Company will announce the aggregate value of the Mandated Transactions conducted pursuant to the IPT Mandate for the financial periods which it is required to report on (pursuant to Rule 705 of Catalist Rules) within the time required for the announcement of such report.

1.6.3 The Board will ensure that all disclosures, approvals and other requirements on the Mandated Transactions, including those required by prevailing legislation, the Catalist Rules and accounting standards, are complied with.

1.7 Statement of the Audit Committee

1.7.1 As at the Latest Practicable Date, the AC of the Company comprises Mr Albert Saychuan Cheok, Mr Ng Chin Choo and Mr Chong Kum Fatt.

1.7.2 Having considered, among other things, the terms, rationale and benefits of the proposed renewal of the IPT Mandate, the AC of the Company confirms that:

(a) the guidelines and review procedures proposed by the Company as set out in Section 1.4 of this Appendix for determining the transaction prices of the Mandated Transactions, are sufficient to ensure that the Mandated Transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders; and

(b) the methods or procedures referred to in Section 1.4 of this Appendix to determine transaction prices have not changed since the adoption of the IPT Mandate at the 2017 EGM.

1.7.3 However, should the AC subsequently no longer be of the opinion or the methods or procedures become inappropriate, the Company will seek a fresh mandate from Shareholders based on new guidelines and procedures for transactions with Mandated Interested Persons.

2. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

2.1 Interests of Directors

	As at the Latest Practicable Date			
	Direct Interest		Deemed Interest	
	No. of Shares	%	No. of Shares	%
Directors				
Albert Saychuan Cheok	500,000	0.06	–	–
Yap Weng Yau	–	–	–	–
Phan Chee Shong	–	–	–	–
Woon Ooi Jin	–	–	–	–
Ng Chin Hoo	11,000,344	1.22	–	–
Chong Kum Fatt	205,000	0.02	–	–

2.2 Interests of Substantial Shareholders

The interests of the substantial Shareholders in the Shares as recorded in the Register of substantial Shareholders as at the Latest Practicable Date are set out below:

	Direct Interest		Deemed Interest		Effective Interest	
	No. of Shares held	%	No. of Shares held	%	Total No. of Shares held	%
Olander Ltd	543,723,385	60.37	–	–	543,723,385	60.37
Dato Sri Yap Teiong Choon	23,155,739	2.57	543,723,385	60.37	566,879,124	62.94
Phan Foo Beam	–	–	543,723,385	60.37	543,723,385	60.37

Note:

Dato Sri Yap Teiong Choon and Phan Foo Beam are deemed interested in the shares held by Olander Ltd as they are shareholders and directors of Olander Ltd.

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3. DIRECTORS' RECOMMENDATION

The Directors who are considered independent for the purposes of the proposed renewal of the IPT Mandate are Mr Albert Saychuan Cheok, Mr Ng Chin Choo, and Mr Chong Kum Fatt (the "**Independent Directors**"). The Independent Directors are of the opinion that the renewal of the IPT Mandate is in the best interests of the Company. Accordingly, they recommend that Shareholders vote in favour of Resolution 7 as set out in the Notice of AGM relating to the proposed renewal of the IPT Mandate at the AGM.

4. ABSTENTION FROM VOTING

Rule 919 of the Catalist Rules provides that interested persons and their associates must not vote on any shareholders' resolution approving any mandate or renewal thereof in respect of any interested person transactions under Chapter 9 of the Catalist Rules, nor accept appointments as proxies unless specific instructions as to voting are given.

Dato Sri Yap Teiong Choon, being a substantial shareholder, shall abstain and shall procure his Associates and nominees (including Olander Ltd.) to abstain from voting in respect of each of their shareholdings in the Company on Resolution 7 relating to the renewal of IPT Mandate. The foregoing persons shall not accept appointments as proxies for voting at the AGM in respect of Resolution 7.

5. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Appendix and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Appendix constitutes full and true disclosure of all material facts about the proposed renewal of the IPT Mandate, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Appendix misleading. Where information in this Appendix has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Appendix in its proper form and context.

6. INSPECTION OF DOCUMENTS

Copies of the following documents are available for inspection at the registered office of the Company during normal business hours from the date of this Appendix up to and including the date of the AGM:

(a) 2017 Circular; and

(b) the annual report of the Company for FY2017.

Yours faithfully,

Amplefield Limited

Woon Ooi Jin
Executive Director

SCHEDULE I
GENERAL INFORMATION RELATING TO CHAPTER 9 OF THE CATALIST RULES

1. Under Chapter 9 of the Catalist Rules, where a listed company or any of its subsidiaries or associated companies that are defined as an "entity at risk" proposes to enter into a transaction with an "interested person", an immediate announcement or an immediate announcement and shareholders' approval is required in respect of that transaction if its value is equal to, or more than, certain financial thresholds. In particular, an immediate announcement is required where:

   (a) the transaction is of a value equal to, or more than, 3.0% of the group's latest audited NTA; or

   (b) the aggregate value of all transactions entered into with the same interested person during the same financial year amounts to 3.0% or more of the group's latest audited NTA.

   Further, shareholders' approval (in addition to an immediate announcement) is required where:

   (a) the transaction is of a value equal to, or more than, 5.0% of the group's latest audited NTA; or

   (b) the transaction, when aggregated with other transactions entered into with the same interested person during the same financial year, is of a value equal to, or more than, 5.0% of the group's latest audited NTA.

   The above requirements for immediate announcement and/or for shareholders' approval do not apply to any transaction below S$100,000, and certain transactions which, by reason of the nature of such transactions, are not considered to put the listed company at risk and hence excluded from the ambit of Chapter 9 of the Catalist Rules.

2. Rule 920 of the Catalist Rules permits a listed company to seek a general mandate from its shareholders for recurrent transactions of a revenue or trading nature or those necessary for its day-to-day operations such as the purchase and sale of supplies and materials (but not in respect of the purchase or sale of assets, undertakings or businesses) that may be carried out with the listed company's interested persons. A general mandate is also subject to annual renewal.

3. For the purpose of Chapter 9 of the Catalist Rules:

   an "**entity at risk**" means:

   (a) the listed company;

   (b) a subsidiary of the listed company that is not listed on the SGX-ST or an approved exchange; or

   (c) an associated company of the listed group that is not listed on the SGX-ST or an approved exchange, provided that the listed group, or the listed group and its interested person(s), has control over the associated company;

APPENDIX

10 JANUARY 2018

an “**interested person**” means a director, chief executive officer or controlling shareholder of the listed company or an associate of such director, chief executive officer or controlling shareholder;

an “**approved exchange**” means a stock exchange that has rules which safeguard the interests of shareholders against interested person transactions according to similar principles to Chapter 9 of the Catalist Rules;

an “**interested person transaction**” means a transaction between an entity at risk and an interested person; and

a “**transaction**” includes the provision or receipt of financial assistance; the acquisition, disposal or leasing of assets; the provision or receipt of services; the issuance or subscription of securities; the granting of or being granted options; and the establishment of joint ventures or joint investments, whether or not entered into in the ordinary course of business, and whether entered into directly or indirectly.

SCHEDULE II
EXTRACT OF DETAILS OF THE INTERESTED PERSON TRANSACTIONS

(all defined terms used herein shall have the meanings ascribed to them in the circular to Shareholders dated 31 October 2017 issued to Shareholders for the purposes of the 2017 EGM)

1. Background

The Group is primarily involved in property development, construction, and facility provision, and also carries out property investment and trading services.

Dato Sri Yap Teiong Choon ("**Dato Yap**") is the Company's Controlling Shareholder. Accordingly, Dato Yap and his Associates, including Mr. Yap Weng Yau, who is an Executive Director of the Company and the son of Dato Yap, are interested persons of the Company under Chapter 9 of the Catalist Rules.

Dato Yap is the major shareholder of Regionaland Pte Ltd, which owns 97.0% of Amanland Pte Ltd, which in turn is the sole shareholder of SVC. Dato Yap and his spouse also hold the entire issued share capital of Olander Ltd in equal proportions. Accordingly, SVC, Amanland Pte Ltd, Regionaland Pte Ltd and Olander Ltd are Associates of Dato Yap and are each also an "interested person" under Chapter 9 of the Catalist Rules. It is expected that the Group will enter into transactions with the aforementioned parties on a recurrent basis and in the ordinary course of business from time to time.

2. Rationale and Benefits of the IPT Mandate

CBVN is principally involved in the provision of construction and construction management services and is licensed to design, build, operate and transfer different types of infrastructure-related activities in Vietnam. SVC had previously awarded to CBVN (a) a civil and structural contract of USD23.0 million for the main infrastructure construction works, (b) a mechanical and electrical contract of USD9.0 million covering 63.8 hectares of the Land on 6 May 2014 and 14 July 2014 respectively, and (c) design of and main infrastructure construction works of S$233.0 million on 24 November 2014 on the remaining 300 hectares of the Land (the "**Contracts**"). As at the date of the Circular, save for approximately 3% of the USD23.0 million (approximately USD0.7 million) civil and structural contract works which have been completed, CBVN has not carried out works for the rest of the awarded Contracts in view of cost escalations arising from protracted delays of land handovers by farmers and construction materials. Save for the Contracts as disclosed above, no further contracts have been awarded by SVC to CBVN as at the date of this Circular. For the avoidance of doubt, the Contracts did not constitute interested person transactions under Chapter 9 of the Catalist Rules at the time of award of the Contracts as CBVN was not an entity at risk at the relevant time. At the time of award of the Contracts, CBS, the sole shareholder of CBVN, was an associated company of the Company which the Company had no control over. In the event of any change in terms and conditions of the Contracts that resulting in the re-entry of the new contracts, such new contracts will be subject to the same review and guidelines under the IPT Mandate.

On 28 August 2017, the Company had announced the termination of the joint development agreement dated 30 May 2017 between CBVN and SVC to jointly develop mixed properties on 63.8 hectares of the Land. Notwithstanding the aforesaid, CBVN will continue to partake in the construction development of the Designated Land Parcels having been appointed as a principal contractor by SVC, responsible only for the design, procurement, consultancy and construction activities for the proposed development plan of 61 shop houses and 348 villas rather than as a co-developer and will no longer be involved in the marketing and sale of property units and bear the project development risk. In addition, it is envisaged that CBVN may for its operations, need to procure certain specialised equipment and materials, including but not limited to building and construction equipment or materials. The ability to enter into such transactions with SVC, which owns such specialised equipment and materials pursuant to the IPT Mandate, would allow the Group more flexibility in obtaining these products efficiently.

Taking into consideration the factors above, the Group envisages that it would, in the ordinary course of business, continue to enter into the Mandated Transactions with the Mandated Interested Persons from time to time. In view of the time-sensitive nature of commercial transactions, and the need for smooth and efficient conduct of business, it would be advantageous for the Group to obtain a Shareholders' mandate to enter into the Mandated Transactions, provided that all such transactions are carried out on an arm's length basis, on normal commercial terms consistent with the Group's usual business practices and on terms which are generally not more favourable than those extended to unrelated third parties and will not be prejudicial to the interests of the Group and its minority Shareholders.

The Proposed IPT Mandate, if approved by the Shareholders, will not require the need for the Company to announce the entry into each Mandated Transaction and/or convene separate general meetings on each occasion to seek Shareholders' prior approval for the entry into such Mandated Transactions, where applicable. This will substantially reduce the expenses associated with the convening of general meetings (including the engagement of external advisers and preparation of documents) on an ad hoc basis, improve administrative efficacy considerably, and will allow manpower resources and time to be channelled towards attaining other business objectives available to the Group. Shareholders will be updated on the value of such Mandated Transactions through the Company's interim and full-year financial statements and in its annual report.

3. Categories of Mandated Transactions

The Group envisages that in the ordinary course of their business, a wide range of transactions between the Group and the Mandated Interested Persons are likely to occur from time to time. The transactions falling within the ambit of the IPT Mandate would include, but are not limited to the provision of or obtaining of the following products and services in construction (including but not limited to building and infrastructure):

(a) project development and/or management services, including but not limited to application for relevant permits, licences and approvals, management of tender process, advice on appointment of consultants, liaison with relevant authorities, liaison with consultants and contractors, supervision of work and the engagement and provision of financial and administrative support services related to such projects;

(b) equipment including but not limited to construction and building equipment;

(c) building and construction services under construction contracts;

(d) design consultancy services (covering architectural, structural, mechanical, process, civil, electrical, land surveying and quantity surveying);

(e) materials including but not limited to building materials; and

(f) general building, construction, engineering and technical services, (collectively, the "**Mandated Transactions**").

For the avoidance of doubt, there will be no sale or purchase of any assets, undertakings or businesses within the scope of the IPT Mandate. The IPT Mandate will also not cover any transaction by any entity in the Group with an Interested Person that is below S$100,000 in value as the threshold and aggregation requirements of Chapter 9 of the Catalist Rules would not apply to such transactions.

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AMPLEFIELD LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 198900188N)

ANNUAL GENERAL MEETING PROXY FORM

IMPORTANT

1. Relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore may appoint more than two proxies to attend, speak and vote at the AGM.
2. An investor who holds shares under the Central Provident Fund Investment Scheme ("**CPF Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investors**") (as may be applicable) may attend and cast his vote(s) at the Meeting in person. CPF and SRS investors who are unable to attend the Meeting but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy. In which case, the CPF and SRS investors shall be precluded from attending the Meeting.
3. This Proxy Form is not valid for use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

PERSONAL DATE PRIVACY

By submitting an instrument appointing a proxy/proxies and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 10 January 2018.

I/We* ______________________ (Name in block letters), ____________ (NRIC/Passport No.)

of ____ (Address),
being a member/members* of **Amplefield Limited** (the "**Company**"), hereby appoint:

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

and/or (delete as appropriate)

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

or failing him/her/them, the Chairman of the Annual General Meeting ("**AGM**") of the Company, as my/our* proxy/proxies* to attend, speak and vote for me/us* on my/our* behalf at the AGM of the Company to be held at RELC International Hotel, Room 602, Level 6, 30 Orange Grove Road, Singapore 258352 on 26 January 2018 at 1.00 pm, and at any adjournment thereof.

I/We* direct my/our* proxy/proxies* to vote for or against the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies* will vote or abstain from voting at his/her/their* discretion, as he/she/they* will on any other matters arising at the AGM.

The resolutions put to the vote of the AGM shall be decided by the way of poll. If you wish to exercise all your votes "For" or "Against", please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

No	Resolutions	Number of votes FOR	Number of votes AGAINST
Ordinary Business			
1.	Adoption of the Directors' Statement, Audited Financial Statements and Independent Auditors' Report for the financial year ended 30 September 2017		
2.	Re-election of Albert Saychuan Cheok as a Director of the Company		
3.	Re-election of Ng Chin Hoo as a Director of the Company		
4.	Approval of Directors' fees amounting to S$71,500 for the financial year ended 30 September 2017 (FY2016: S$69,250)		
5.	Re-appointment of Lo Hock Ling & Co. as auditors of the Company and to authorise Directors to fix their remuneration		
Special Business			
6.	Authority to allot and issue shares		
7.	Proposed renewal of the shareholders' mandate for Interested Person Transactions		

Dated this ________ day of ________________ 2018.

Total number of shares held in:	
(a) CDP Register	
(b) Register of Members	
Total	

____

Signature(s) of Member(s)/or
Common Seal of Corporate Member

*Delete as appropriate.

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. If the member has shares entered against his name in the Depository Register (maintained by The Central Depository (Pte) Limited), he should insert that number of shares. If the member has shares registered in his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of shares. If the member has shares entered against his name in the Depository Register and shares registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.

2. (a) A member 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 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 is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified).

   "Relevant intermediary" means:

   (i) 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;

   (ii) 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

   (iii) 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.

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

4. The instrument appointing a proxy must be deposited at the registered office of the Company's Share Register, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 not less than forty-eight (48) hours before the time appointed for holding of the AGM.

5. Completion and return of this instrument appointing a proxy or proxies 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.

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

7. 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.

8. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act.

9. The Company shall be entitled to reject an instrument appointing a proxy or proxies which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument (including any related attachment). In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject an instrument appointing a proxy or proxies if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representatives to attend, speak and vote at the AGM 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) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing 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), 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) 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.

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AMPLEFIELD LIMITED