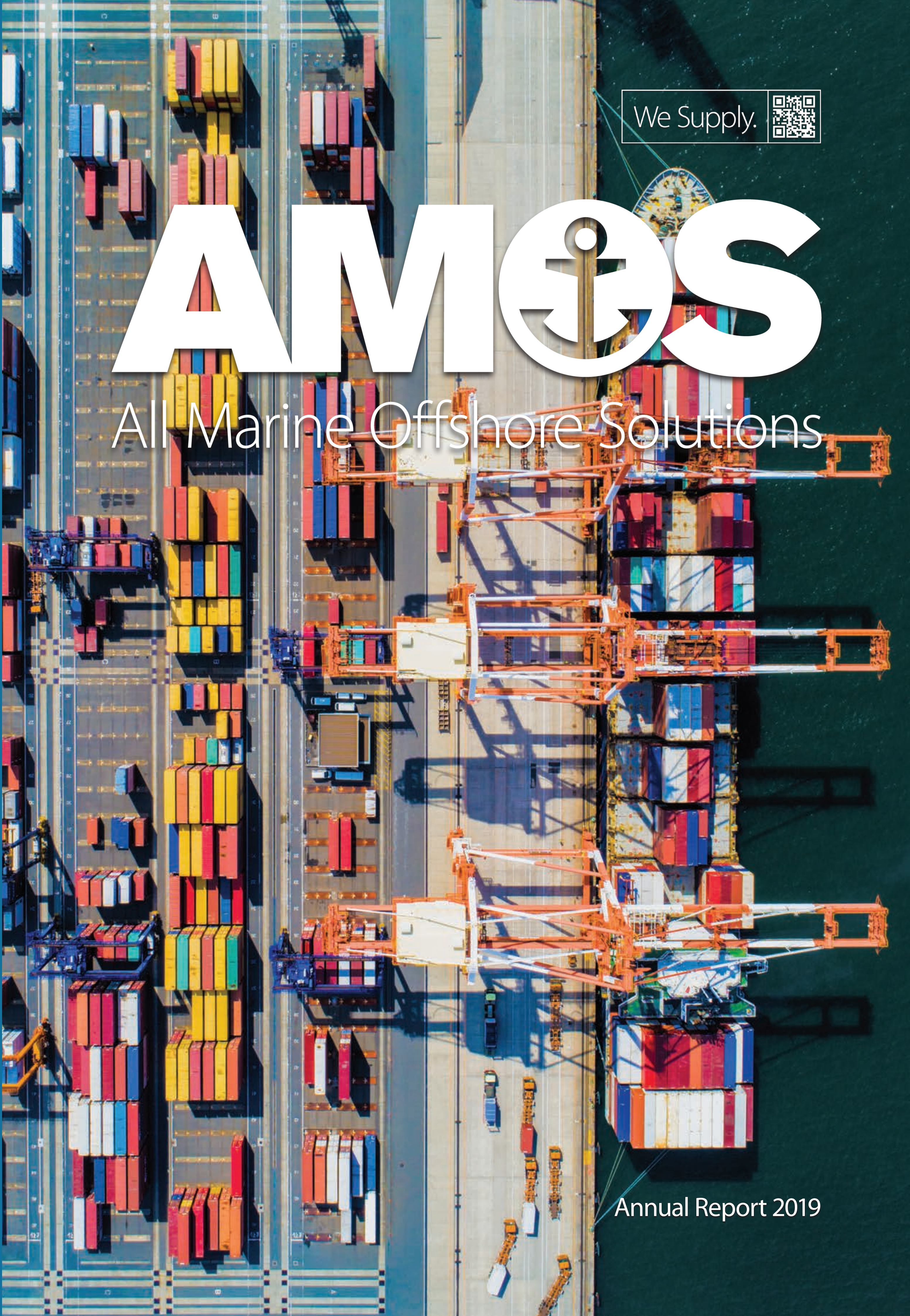


We Supply.

AMOS

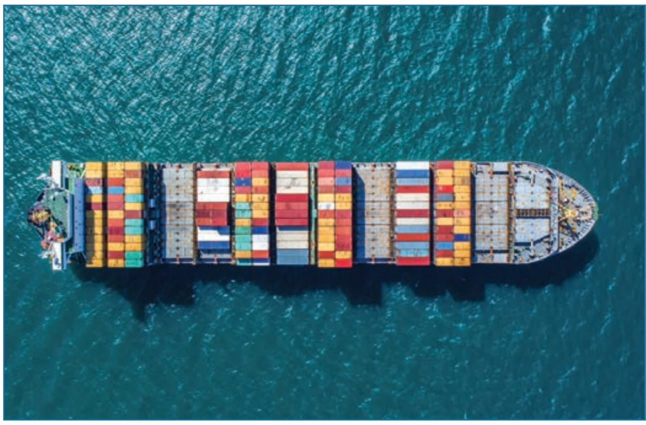
All Marine Offshore Solutions

Annual Report 2019

CONTENTS

AMOS Group Limited

*"We supply **products**, **services**, and **solutions** to marine and offshore customers"*



The Group was founded in 1974 and listed on the Singapore Stock Exchange in 2012. Headquartered at our technologically advanced Fulfillment Center in Singapore, our network strategically links twelve key locations across Asia, the Middle East and Europe, enabling single-point sourcing and supply for our customers.

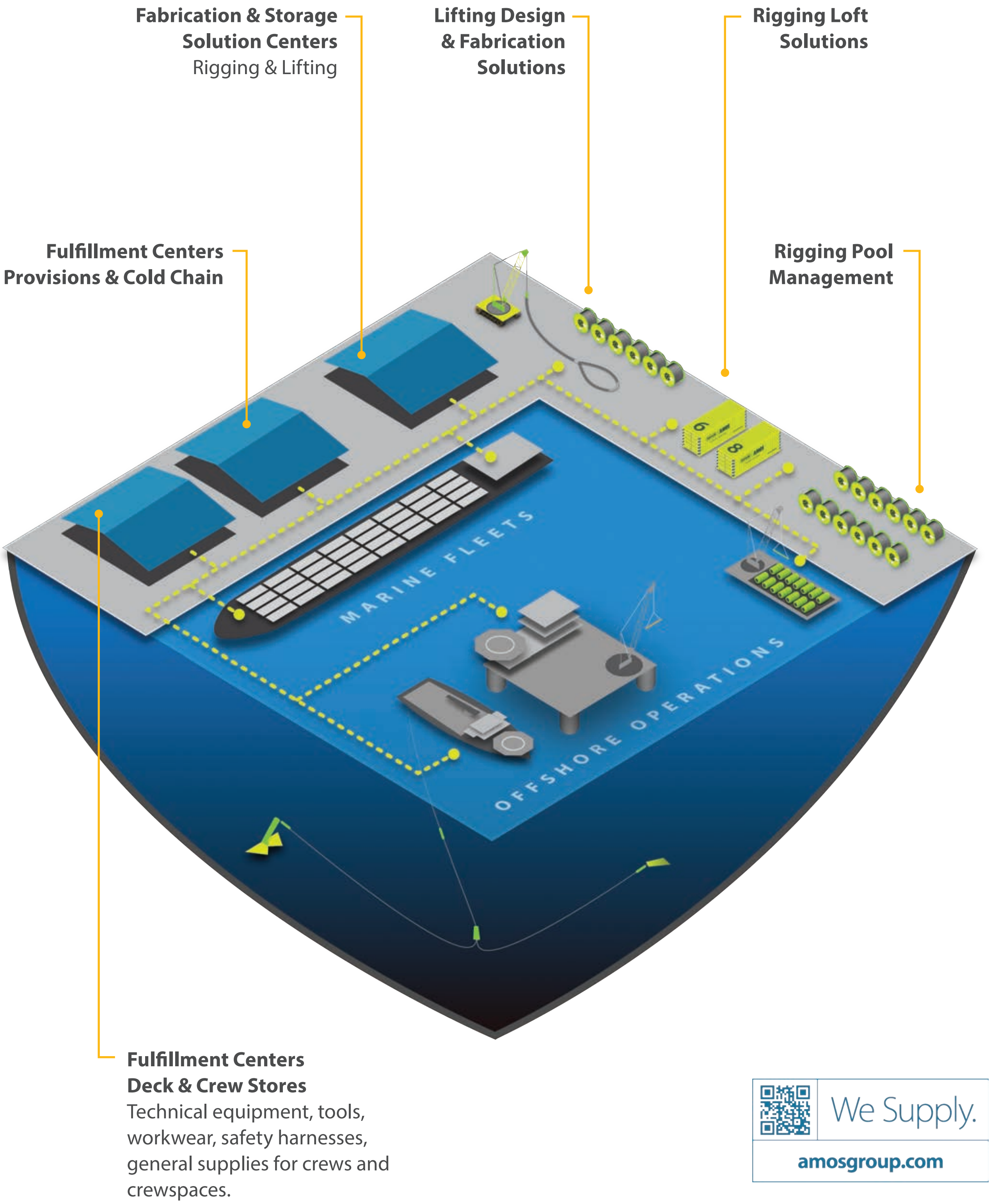
Through our modern procurement, logistics and supply chain infrastructure, AMOS offers a broad and comprehensive portfolio of world-class technical supplies, services and provisioning solutions to customers in the marine and offshore industries.

AMOS is a leading provider of superior rigging and lifting products and specialized engineering services. These include the customized design, fabrication, production and testing of lifting and mooring equipment backed by decades of proven support and technical expertise. AMOS offers load testing, spooling and rental services and holds a wide inventory of premium quality, technical products such as heavy lift slings, wire ropes, crane wires and mooring equipment.

In addition to representing and supporting industry leading brands through exclusive supplier arrangements, we also market our own ALCONA brand of professional grade equipment including personal protective equipment and an expanding range of technical supplies and daily consumables developed for the marine and offshore workplace.

ISO 9001
ISO 14001
ISO 22000
ISO 22301
OHSAS 18001
BUREAU VERITAS
Certification

The AMOS operating business model



We Supply.

amosgroup.com

"Our network strategically links twelve key locations across ***Asia, the Middle East and Europe****, enabling single-point sourcing and supply solutions for our customers."*

The AMOS Group Network strategically links twelve locations covering four of the world's most vibrant oil and gas production zones and four of the world's busiest ports - Singapore, Shanghai, Hong Kong and Busan.

Asia	Middle East	Europe
Singapore Hong Kong Shanghai Busan Malaysia Vietnam Indonesia Tianjin	Sharjah, United Arab Emirates Kazakhstan Azerbaijan	Aberdeen, Scotland

Dear Shareholders, Customers, and other valued Stakeholders:
AMOS significantly expanded its business and had several important strategic achievements during FY2019 to better position us for the future. The past FY2019 proved to be difficult for everyone operating in the marine and offshore industries. Market conditions in the marine and offshore industries have been challenging the past few years due to over-capacity and soft demand, and the current outlook is clouded by trade conflicts and economic uncertainty. In response to these challenging times, AMOS embarked on a strategic business review focusing on our mission of "We supply products, services, and solutions to marine and offshore customers". In order to capitalize on future opportunities, we are now focused on growing revenues, improving facilities efficiency, broadening the Alcona product line, and improving our data management and technology skills as outlined below.

Business Growth
In October 2018, we acquired AMOS International Holdings Pte. Ltd., a Singapore marine and offshore supplies business with subsidiary operations in Hong Kong and Shanghai. As part of the integration process, we secured shareholders' approval to change the company name to AMOS Group Limited to highlight our broad and comprehensive commitment to the marine and offshore sectors as "AMOS" stands for "All Marine Offshore Solutions". The acquisition combined with our existing business helped boost revenues by 81% in FY2019, strengthened our customer network, and expanded our global market presence. Shipping remains the most efficient means of transporting large volumes of goods around the world, and AMOS is now well positioned in four of the busiest ports in the world; Singapore, Hong Kong, Shanghai and Busan.

Facilities Improvement
During the past year we began an upgrade of our facilities to improve operating efficiencies and expand our capabilities. Our headquarters building in Singapore was expanded by approximately 37% to 246,000 sq ft of modern offices plus a fulfillment and solutions center including warehousing and cold-chain storage. As a result, we now operate the leading and most technologically advanced facility of its kind in Southeast Asia and China. The Singapore building expansion also resulted in a S$20.4 million increase in the valuation of the property, which correspondingly increases shareholders' equity.

In January 2019, we enlarged and modernized our Marine Supplies facility in Hong Kong and subsequently obtained the ISO9001 certification as well as ISO22000 certification for Food Safety Management System. Our South Korean facility located in Busan has recently been upgraded to substantially enhance its Marine Supplies capabilities.

We have now begun the expansion of our Johor, Malaysia facility. In view of the increasing opportunities in Malaysia's offshore market for rigging, lifting and mooring products and solutions, we are upgrading and expanding our existing Johor, Malaysia facility for production and related services, creating a marked increase in both our capability and capacity.

During FY2019 we made good progress reducing total inventories to a balance of S$57.9 million at 31st March 2019, down 52% from the S$120 million at 31st December 2017. The reduction was in our rigging and lifting product inventory, including some older and slower moving stock as we have grown new inventories focused on the marine customers.

In light of the reduced inventory and expansion in nearby Malaysia, it has become possible to right-size our Singapore properties. We have already consolidated warehousing and office facilities and importantly, we have entered agreements to divest three unnecessary Singapore properties for a total sales proceeds of S$20.5 million. The three divestitures are expected to close in FY2020, and we plan to use those sales proceeds to pay down bank loans and improve our capital structure.

"We supply products, services, and solutions to marine and offshore customers"

Alcona

AMOS began in FY2019 the repositioning of its several house branded products under the unified name "Alcona" with an upgraded logo and improved packaging. Alcona represents a Singapore designed brand providing AMOS customers with a value-for-money group of products uniquely available from AMOS. Alcona gives AMOS a distinct and broad product line of professional grade equipment and daily consumables where we eliminate middleman costs and provide the quality our customers need at a price they want. We expect more new products added to the Alcona line in the future.

Technology Management

AMOS is investing in digitalization and technology for the marine and offshore industries. Our new Customer Relationship Management ("CRM") technology has proved valuable in providing better connectivity with customers and analytical information for management. We are also advanced in our implementation of Quick Response ("QR") coding of our products, and we will be introducing the more agile Radio-Frequency Identification ("RFID") system later this year.

AMOS is currently making a major investment in Enterprise Resource Planning ("ERP"), which we expect will give us a competitive advantage on data analytics and process management. When complete, this new digital platform - connecting all our businesses across 10 countries - will make us more streamlined, more scalable and will become a key enabler for supply chain optimization, customer portal and overall interconnectivity.

AMOS introduced an e-Commerce portal Alconasupply.com in FY2019 to improve procurement and logistics management for buying and selling products by mobile applications and the Internet to better serve customers, create efficiencies, and improve our competitive position. The long-term objective is to lower costs and pass through to customers as lower prices. The portal Alconasupply.com allows AMOS to reach customers' purchasing staff as well as their crews and sailors with information and convenience. We should be able to track what our customers want, serve their particular needs, and use our scale to drive operating and purchasing efficiencies.

Financial Performance

The past FY2019 financial loss for the consolidated AMOS group of companies is disappointing to everyone. The board of directors and the management team all understand the importance for AMOS to return to profitability and generate positive cashflow. Profit and cash allow us to increase staff incentives, invest in leading technologies and new equipment, and enhance our market capabilities, all of which in turn grows the value of AMOS. In order to improve the business model to generate profits and cash we are highly focused on efficiency and accountability across operations, sales and marketing, accounting, and staff management. We expect a much improved financial performance in the new fiscal year and thereafter.

In Gratitude

My sincere thanks go to AMOS' shareholders for your continued trust, and to our Board of Directors for their commitment and valuable advice. I also wish to express my gratitude to our management team and employees for their hard work and dedication over the past year. To our customers and suppliers, thank you for your continued trust and support throughout our transitioning and rebranding process. We understand the marine and offshore industries operate in a highly competitive environment with customers facing cost pressures and the need to increase efficiency. AMOS is striving to increase our efficiency and price competitiveness to better serve the current and future needs of our customers. The marine and offshore industries are fundamental to the global economy and AMOS has a 45-year history of operations and customer service. AMOS is well positioned to seize the rising tide of opportunities in an exciting future in front of us.

Respectfully,

Kyle Arnold Shaw, Jr.
Executive Chairman


AMOS
All Marine Offshore Solutions
AMOS
All Marine Offshore Solutions
AMOS

"AMOS is actively upgrading facilities in all our strategic locations to deliver better customer service and a truly state-of-the-art workplace."

Earlier this year, AMOS completed the extension of our flagship Headquarters and Fulfillment Center in Singapore; streamlining our goods handling operation and adding a further 67,053 sq ft of warehousing, and provision storage. We have also extended the office area to unify our Singapore personnel after the recent merger with AIH.

Additionally, AMOS completed the relocation and modernization of our Hong Kong facility, expanding our footprint by approximately 6,400 sq ft, thereby doubling the previous capacity. The new location offers closer proximity and easier access to Hong Kong's busy container port and includes a fully-stocked ALCONA showroom to broaden the sales offering in this important market.

AMOS is actively upgrading facilities in all our strategic locations; modernizing equipment and processes to deliver better customer service and provide our staff with a truly state-of-the-art working environment.

"Our strategy for ALCONA is to build stable, long-term revenue streams by supplying our customers with everyday consumables, of a consistently high quality, at value price-points."

The AMOS business has been built by developing long-term supply agreements with our customers, with an emphasis on stable cost-management. Meanwhile, safety, reliability and consistency are the essential qualities that customers in the marine and offshore industry look for in every product. When you are at sea, days or weeks from shore, you need products you can count on for the duration. The ALCONA brand has been developed to address all of these factors.

Our strategy for the ALCONA brand is to supply our customers with everyday consumables - from uniforms and protective equipment to bedding, towels and cleaning products - at benchmarked levels of quality and value price points. Products that crews and fleet managers know they can rely on.

By securing long-term agreements to supply a growing range of everyday consumables, AMOS are creating steady and consistent revenue streams, while also building vital customer loyalty.

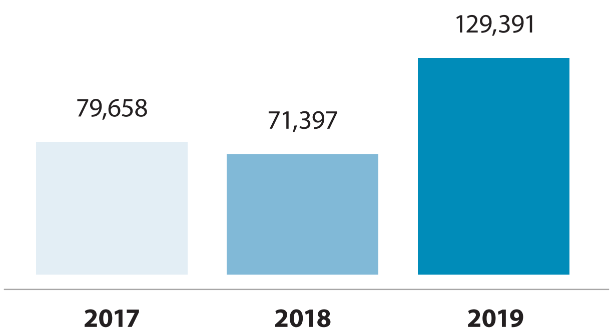
The secret is in the sourcing. AMOS have been located in Asia for decades and our regional network of suppliers is exceptional. The ALCONA product development team works directly with selected manufacturers, ensuring product design, build-quality and features are of the standards that customers expect. By keeping our supply chain lean we ensure that the quality and value stays in the products and that prices remain competitive.

Customers have been responding favourably. We are experiencing growing demand for ALCONA products from our traditional marine and offshore customers and from major Port Authorities. Consequently, we have a full schedule of new products under development for the coming year.

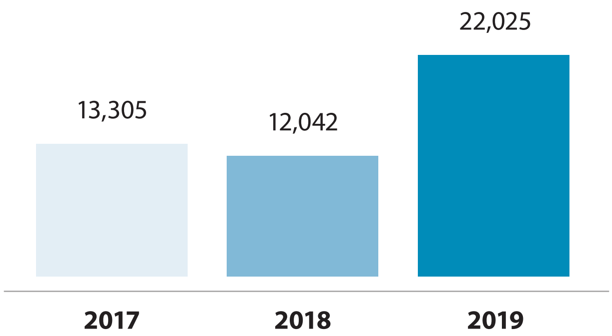
The ALCONA product range is being featured prominently at industry trade shows around the world and we are currently developing online channels to further promote the ALCONA brand.

The growing **ALCONA Crew Gear** range of products delivers comfort and full-body protection for crews working on land or at sea. The range includes a modular, lightweight helmet system adaptable for a wide range of work applications, tropical and winter-weight uniforms and workwear, protective boots, gloves and eyewear, firefighting suits and a comprehensive range of safety harnesses for teams working at heights.

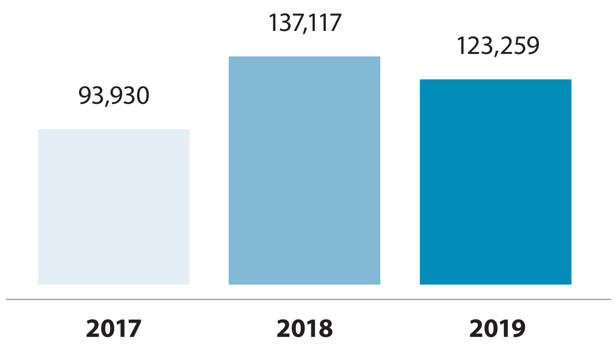
Revenue (S$'000)



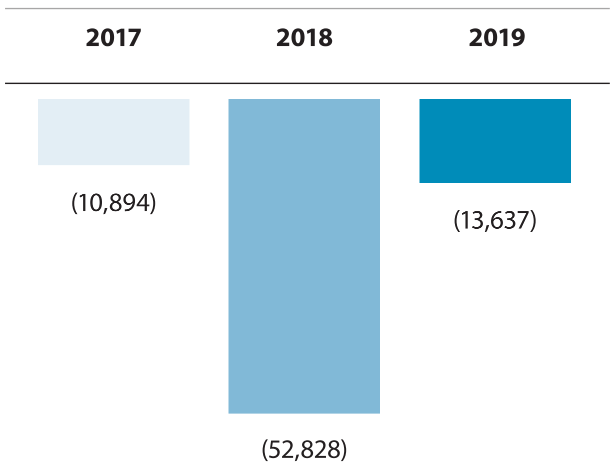
Gross Profit (S$'000)
(before provision for inventory adjustment to market price and scrapped inventories)



Total Shareholders' Equity (S$'000)

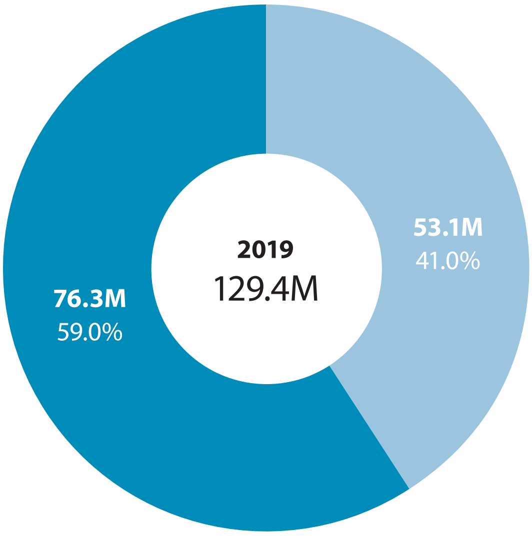


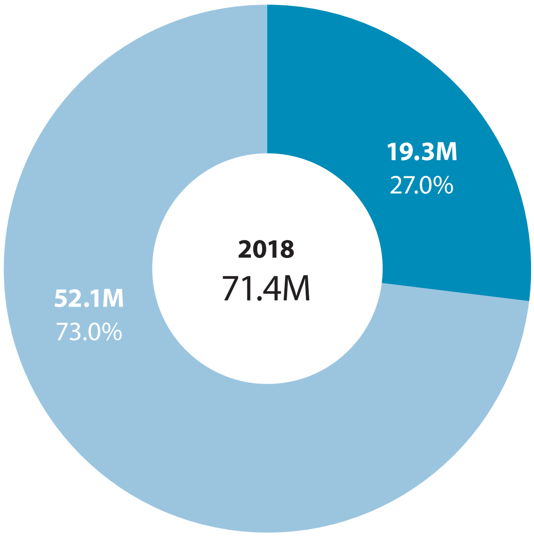
Total Comprehensive Loss For The Year (S$'000)



Revenue by Business Segment

(S$M)

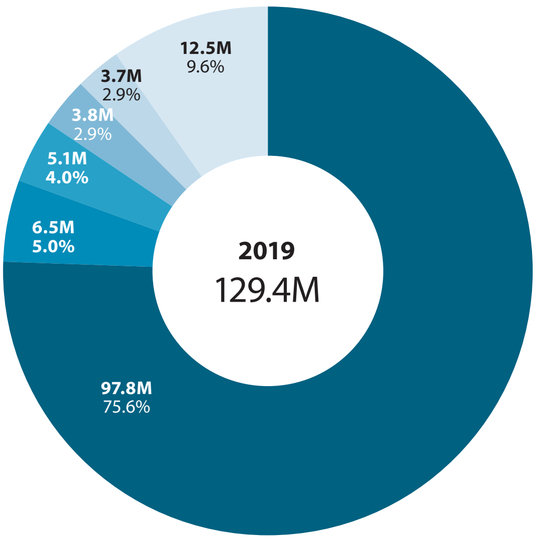


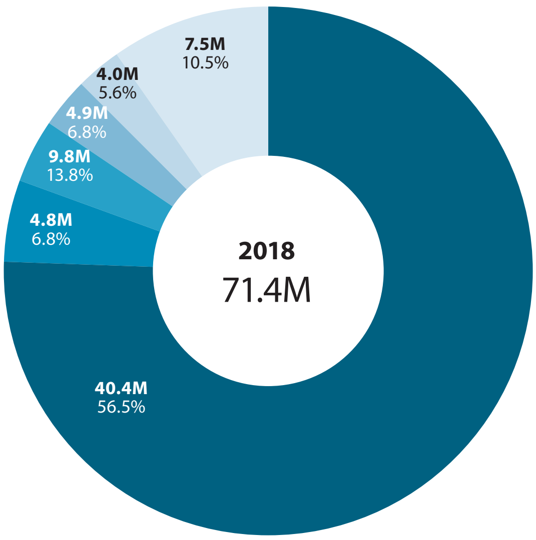


Marine   Offshore

Revenue by Geographic Segment

(S$M)





Singapore   South Korea   Azerbaijan   United Kingdom   United Arab Emirates   Asia[1]

[1] Includes revenue from customers in countries that individually account for less than 10% of the Group's revenue.

Financial Performance

Revenue

For the financial year ended 31 March 2019 (“FY2019”), the Group reported revenue of S$129.4 million, an increase of 81.2% compared to the revenue for the financial year ended 31 March 2018 (“FY2018”). The increase was due to consolidating the acquisition of AMOS International Holdings Pte. Ltd. (“AIH”) that was completed in FY2019.

By business segments, Marine business contributed revenue of S$76.3 million, an increase of 295.9% compared to that of FY2018. Offshore business contributed revenue of S$53.1 million, an increase of 1.9% compared to that of FY2018. The consolidation of the AIH results was primarily reflected in the increase in the revenue from Marine business. In FY2019, Marine and Offshore segments contributed 59.0% and 41.0% to the Group’s total revenue respectively.

By geographical segments, in FY2019, revenue from Singapore clients was S$97.8 million, accounting for 75.6% of the Group’s total revenue. Business in South Korea, Azerbaijan, United Kingdom and United Arab Emirates contributed 5.0%, 4.0%, 2.9% and 2.9% of the total revenue respectively. Revenue from clients in other Asian countries accounted for 9.6% of the Group’s total revenue.

Gross Profit

The Group reported gross profit of S$11.9 million for FY2019, compared to a gross loss of S$23.4 million in FY2018. The gross profit margin for FY2019 was 9.2%, primarily supported by the higher margin in the Marine business. The gross profit for FY2019 was arrived at after taking into account a provision for inventory adjustment to market price of S$6.8 million. In FY2018, the mark-to-market provision for inventory was S$35.5 million.

Operating Expenses

Distribution Costs

Distribution costs increased by 117.8% to S$11.0 million in FY2019 compared to S$5.1 million in FY2018, due to higher level of sales and distribution activities in FY2019.

Administrative Expenses

Administrative expenses increased by 92.5% to S$26.6 million in FY2019 compared to S$13.8 million in FY2018, to support the higher revenue base in FY2019. The Group upgraded the management systems and processes to improve operational efficiency and facilitate business growth in the future, and this led to additional administrative expenses.

Other Operating Income/Expenses

Other operating income/expenses decreased by 5.7% to S$6.0 million in FY2019 compared to FY2018. The FY2019 operating expenses included a non-recurring acquisition and restructuring cost of S$4.3 million related to the acquisition of AIH. The FY2018 operating expenses included a non-recurring write-off of intangible assets of S$2.0 million.

Finance Cost

Finance cost decreased by 12.5% to S$2.6 million in FY2019 compared to S$3.0 million in FY2018. The decrease was mainly due to lower interest expense resulting from the repayment of bank borrowings and the restructuring of the debt facilities.

Loss Before Income Tax

In FY2019, the Group reported a loss before income tax of S$34.4 million. This was primarily due to the non-recurring acquisition and restructuring cost of S$4.3 million, the provision of S$6.8 million for inventory adjustment to market price, and other factors that led to the higher distribution and administrative expenses as discussed above.

Financial Position

Current Assets

Current assets decreased by S$53.2 million from S$188.8 million as at 31 March 2018 to S$135.6 million as at 31 March 2019.

The decrease was mainly due to: (i) a decrease in cash and cash equivalents of S$42.6 million for loan repayment and capital expenditure, (ii) a decrease in inventories by S$25.6 million due to inventory sales during the normal course of business and provision for inventory adjustment to market price and (iii) an increase in the assets held for sale of S$8.6 million due to a reclassification from property, plant and equipment ("PPE").

Non-Current Assets

Non-current assets increased by S$17.8 million from S$58.3 million as at 31 March 2018 to S$76.1 million as at 31 March 2019. The increase was mainly due to an increase in PPE attributable to the fair value revaluation of the logistics and solutions center at 156 Gul Circle included in the AIH acquisition.

Current Liabilities

Current liabilities decreased by S$10.2 million from S$59.2 million as at 31 March 2018 to S$49.0 million as at 31 March 2019. The decrease was mainly due to: (i) repayment of bank borrowings and finance leases of S$2.8 million, (ii) reduction in other payables of S$12.7 million (mainly due to payable arising from the disposal of a property of S$6.0 million by AIH in March 2018 and repayment of loan of S$3.4 million to third parties), and (iii) payment of provision of restructuring cost of S$0.5 million.

Non-current Liabilities

Non-current liabilities decreased by S$11.3 million from S$50.8 million as at 31 March 2018 to S$39.5 million as at 31 March 2019. The decrease was mainly due to repayment of bank borrowings of S$10.7 million and repayment of finance lease of S$0.5 million.

Shareholders' Equity

Shareholders' equity decreased from S$137.0 million in FY2018 to S$123.2 million in FY2019, mainly due to the financial loss of S$34.4 million for the financial year, which was offset by a revaluation of PPE by S$20.5 million.

Cash Flows

Net Cash Used in Operating Activities

Net cash used in operating activities was S$19.7 million in FY2019. Operating cash outflow was S$13.5 million to support operating activities in FY2019 before changes in working capital. Net working capital outflow was S$5.9 million in FY2019. This was mainly due to: (i) a decrease in trade and other payables of S$7.9 million, (ii) bank bills paid-off of S$6.2 million, and (iii) an increase in trade receivables by S$7.2 million. These were offset by a decrease in inventories of S$18.8 million resulting from sales during the normal course of business.

Net Cash Used in Investing Activities

Net cash used in investing activities was S$9.6 million in FY2019, mainly due to the payment of S$9.9 million for the purchase and construction of PPE, which was offset by the proceeds from net disposal of PPE of S$1.1 million.

Net Cash Used in Financing Activities

Net cash used in financing activities was S$15.1 million in FY2019. This was mainly due to: (i) the repayment of bank borrowings of S$55.0 million, (ii) interest paid for borrowings of S$2.6 million, and (iii) the repayment of loan from third party of S$3.4 million. As at 31 March 2019, the Group's cash and bank balances stood at S$28.6 million.

Topping it off!
We Supply. Solutions.

Kyle Arnold Shaw, Jr
Executive Chairman

Kyle Shaw founded ShawKwei & Partners in 1998 and is the Managing Partner. ShawKwei & Partners is a private equity fund manager investing in mid-market, industrial and service industries operating across Asia. After investing, ShawKwei & Partners helps companies to improve operations, acquire other companies, and raise appropriate loans from banks. Mr. Shaw has been involved in Asian private equity fund management for 25 years and has led a variety of investment transactions across Asia.

Mr. Shaw began his working career in the oil industry with Tidewater Inc. in Louisiana and Singapore, McDermott in Indonesia, and Union Texas Petroleum in Houston. He joined Security Pacific National Bank's merchant bank in New York in 1987, and in 1989 founded Security Pacific Asia Fund, the first Asian private equity fund for Security Pacific managing internal capital.

Kyle received an MBA degree from the Wharton School of the University of Pennsylvania and a Bachelor of Science in Commerce from the University of Virginia. He studied Mandarin Chinese at Taiwan's National Normal University Language Institute for foreign students.

Peter Pil Jae Ko
Non-Executive Director

Peter Ko is Managing Director at ShawKwei & Partners and a seasoned Asian private equity investor with 30 years of investment experience across Asia.

In 1982, he started his career at Merrill Lynch White Weld Capital Markets as Analyst in its Mergers & Acquisitions advisory group in New York. From 1986 to 1991, he joined Asia Oceanic Group, a merchant bank based in Hong Kong and New York, participating in America-Asia and intra-Asia cross border advisory and investment transactions.

From 1991 to 1998, Mr. Ko worked as Principal at William E. Simon & Sons (Asia) Limited. Based in Hong Kong, he focused on Asia based private equity transactions.

From 1998 to 2012, he worked at H&Q Asia Pacific Group as Managing Director and, subsequently, as Senior Managing Director. During his 14 years at H&Q Asia Pacific Group, he led its Korean operations, undertaking private equity investments and establishing two onshore private equity funds primarily sponsored by Korean institutions.

Mr. Ko holds a BA from Columbia University and an MBA from Harvard Business School.

Danny Lien Chong Tuan
Non-Executive Director

Danny Lien is the founder of AMOS International (S) Pte. Ltd.. He has spent close to 30 years in the marine industry.

He holds a Master's in business administration from the University of Chicago's Booth School of Business and completed the Owner President Management Program from Harvard Business School in 2016.

He was the winner of the Rotary-ASME Entrepreneur of the Year Award 2009 and an honoree of the Spirit of Enterprise Award 2010. He was also the Singapore Armed Forces NSMen of the Year in 2012 and was the recipient of two State medals, the Commendation Medal (Military) in 2013 and the 25 Years Long Service Medal (Military) in 2015. Danny was also conferred the Working People's Advocate Award by NTUC at the May Day Awards 2018.

Danny is currently the President of the Singapore Association of Ship Suppliers & Services, the Chairman of the Business Leaders Alumni Club, Council Member of the Singapore Productivity Association, Board Member of Institute for Human Resource Professionals.

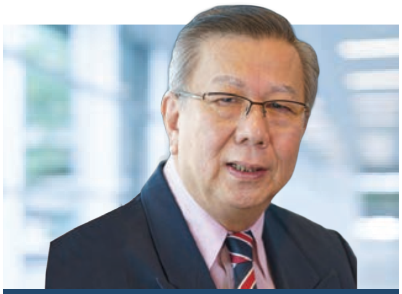
David Wood Hudson
Lead Independent Non-Executive Director

David Hudson has 40 years of experience in the financial sector as a senior executive in private equity investing, commercial banking, and investment banking. His focus has been on the emerging markets of Asia, Latin America, the Middle East and Africa.

David began his career at JP Morgan where he held various roles as an executive in the bank's Middle East Group and Energy Group. In 1987, David relocated to Hong Kong as President & CEO of JP Morgan's Asia business activities (excluding Japan). In 1990, David joined Salomon Brothers as Managing Director (Partner) responsible for senior client coverage in Asia. In 1995, David joined ING Barings, Asia, initially as Managing Director responsible for corporate finance, and in 1997, was appointed President & CEO of ING's branches and all business activities in Asia. In total, David lived in Hong Kong and was active as a senior executive in the region for 20 years. In 2006, David was appointed President & CEO of ING Bank's activities in the United States & Latin America and he relocated to New York City. David was a Senior Managing Director with Darby Private Equity from 2008 until 2015 with overall executive and operational responsibility for Darby private equity funds in Asia and Latin America.

David received his undergraduate degree (BA) in 1970 from the University of Virginia in International Relations & Comparative Governments and received his MBA from University of Virginia, Darden School, in 1973.

Alan John Hargreaves
Independent Non-Executive Director



Lim Shook Kong
Independent Non-Executive Director

Paul Jay De Mand
Independent Non-Executive Director

With over 35 years of international experience in corporate finance and investment, **Alan Hargreaves** is also an external consultant to various equity and property investment portfolios as well as the not-for-profit sector.

Alan began his career at Hoare Govett Asia in 1984 where he held various senior executive positions and oversaw major restructuring and expansion of the firm's activities.

From 1998 to 2000, Alan was Managing Director of ABN AMRO Asia where he managed its US operations before moving to Sydney to set up and manage equity broking operations for ABM AMRO Hoare Govett Australia.

Alan is a published author and a consultant on issues of corporate strategy and change management. Alan is a director of several private companies. He is an Economics graduate from the University of Sydney.

Lim Shook Kong is a Fellow of the Institute of Chartered Accountants in England and Wales (FCA), a Member of the Malaysian Institute of Accountants (Chartered Accountant, Malaysia) and a Member of the Singapore Institute of Directors (MSID). He attended the Mandatory Accreditation Program ("MAP") pursuant to Paragraph 15.09 of Bursa Securities' Listing Requirements in February 2005.

He has held positions as an Executive Director/Finance Director and CFO, Non-Executive Independent Director (having served as Chairman and/or Member of the Audit Committees, Nomination Committees and Remuneration Committees) on the board of several public listed companies and private limited companies over the past 35 years.

He is currently a consultant (financial) to Sentosa 4D Magix Pte Ltd, a company which operates South East Asia's first 4Dimensional Theatre in Sentosa Island, Singapore (since August 2009). He also serves as an independent member of a Committee of Inspection ("COI") of a Singapore company under liquidation (since July 2011).

He is a director of several private limited companies in Singapore, representing the interests of the majority shareholders based overseas.

Paul De Mand has over 30 years of experience in the automotive and electronics industries. He has an extensive track record in business management, leading complete business transformation that extended the business' global footprint and grew the market value, through optimizing the business structure, strategy and metrics.

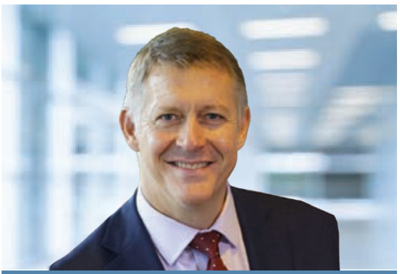
Paul started his career at General Motors Corporation since 1983 for 12 years, before moving on to assume several senior roles at TI Group Plc, Johnson Electric Corporation and Kennametal, Inc till 2010. These roles were based in the United States, Germany, Italy, United Kingdom and Hong Kong respectively (in no particular order).

From 2011 to 2018, Paul served as Chief Executive Officer of PSM International, a global engineered-products portfolio company owned by private-equity group EQT. Currently, he is Chief Executive Officer of COSMO, a global leader in the design and manufacturing of engineered soft-goods.

Paul holds a Bachelor of Science Degree in Mechanical and Electrical Engineering from Kettering University (formerly General Motors Institute), and an MBA from University of Detroit.

Paul is currently a director of Delta Tau Delta Education Foundation, and previously served as a director of Nihon Mini Motors, Japan and Nanomotion, Israel.

Perry Kennedy
Chief Executive Officer



James Peter Parsons
Chief Operating Officer

Danny Tan Song Boon
Chief Financial Officer

Perry Kennedy joined the AMOS Group as CEO in April 2018 with a distinguished career of global leadership experience across the offshore and marine support industries. He held senior executive and management roles at GulfMark Offshore, Cable and Wireless Marine and McDermott, and has worked in and led organizations across Europe, Africa, the Americas, and Asia. He also has a track record of driving business change, modernization, and sales and profit growth.

Prior to joining the Group, Perry was CEO of Chowgule's Lavgan Yard, India's flagship rig and ship refit facility. Before this, he spent 12 years at GulfMark Offshore, Inc. capping as Group Senior Vice President & Chief Marketing Officer for global operations and several years as Managing Director of EMEA operations, the company's largest region.

Within a decade of earlier education to Class-1 Marine Engineer, Perry held chief engineering postings on several offshore construction vessels around the world, subsequently leading senior teams in various engineering, operational and commercial capacities with large companies in the oil & gas as well as marine sectors.

He served for 5 years on the Board of the UK Chamber of Shipping where he was Chairman of their offshore division and has enjoyed seats on several sector-related Boards.

James Parsons was appointed as Managing Director in March 2018 and then as Chief Operating Officer in November 2018. Prior to joining the Group, he has had extensive experience and exposure to business transformation and operations within the multinational maritime and oil and gas industries.

After a 15-year career as an Officer in the Australian Army, James worked within the fields of Project Management and Business Consulting in both Australia and Scandinavia. Over the past 16+ years, James has operated across Australasia, North and South East Asia and Europe performing roles at the CEO, Managing Director, General Manager and Global Corporate Functional levels within recognized corporations such as the Wilhelmsen and Swire Groups.

James is a graduate of the Royal Military College of Australia and has a Bachelor of Science and a Masters of Business from James Cook and Newcastle Universities in Australia. James has also completed the Advanced Management Program at INSEAD, Fontainebleau.

Danny Tan has over 20 years of financial and business management experience in the maritime industry. In 1997, Danny started his career with PSA International ("PSA"), a leading global port operator that participates in 29 port projects in 17 countries across Asia, Europe and the Americas.

Over the years at PSA, Danny assumed various senior roles primarily in finance, accounting and project management across different subsidiaries/joint ventures and geographical areas (China, India, Thailand and the Middle East). Prior to joining AMOS, Danny's last two roles assumed at PSA were Head of Finance, Northeast Asia and Assistant Vice President, Group Commercial Development at Group Headquarter. Danny has extensive experience in cost control and process re-engineering and has proven track record in new project development & management. He is well conversant with financial accounting & tax regulations in China, India, Thailand and Singapore.

Danny holds a Bachelor's Degree in Business (Accounting) with Distinction from Queensland University of Technology, Australia and an MBA from Kellogg-HKUST EMBA Program, Hong Kong.

AMOS Group Limited [1]

- 100% AMOS Supply Pte. Ltd.[2] (Singapore)
  - 100% AMOS Vietnam Pte Ltd[12] (Vietnam)
- 100% Bridge Testing Centre (Pte) Ltd.[3]
- 100% Neptune Testing Services Pte. Ltd.[4]
- 100% GI Offshore Engineering Pte. Ltd.[5]
- 100% AMOS EME Pte. Ltd.[6] (Singapore)
  - 100% AMOS Middle East Holdings FZE[13] (United Arab Emirates)
- 100% Lv Yang (Tianjin) Offshore Equipment Pte. Ltd. (Singapore)
  - 100% Lv Yang (Tianjin) Offshore Equipment Co., Ltd. (China)
- 100% AMOS Supply Korea Pte. Ltd.[7] (Singapore)
  - 90% AMOS Supply Korea Co., Ltd[14] (Korea)
- 100% AMOS Indonesia Pte. Ltd.[8] (Singapore)
  - 67% PT AMOS Utama Indonesia[15] (Indonesia)
- 100% AMOS Korea Pte. Ltd.[9] (Singapore)
  - 100% Allseas Marine Services Pte. Ltd. (Singapore)
  - 90% AMOS Korea Co., Ltd[16] (Korea)
- 100% AMOS Malaysia Sdn. Bhd.[10] (Malaysia)
- 100% AMOS Power Pte. Ltd.[11] (Singapore)
- 100% AMOS International Holdings Pte. Ltd. (Singapore)
  - 100% AMOS International (Shanghai) Co., Ltd. (China)
  - 100% AMOS International (S) Pte. Ltd. (Singapore)
  - 100% AMOS Craft Pte. Ltd.[17] (Singapore)
  - 100% AMOS Asia Pte. Ltd.[18] (Singapore)

100% AMOS Middle East FZE[19]
(United Arab Emirates)

100% AMOS Europe (UK) Limited[20]
(United Kingdom)

100% Rigmarine Azerbaijan LLC
(Azerbaijan)

100% AMOS Kazakhstan LLP[21]
(Kazakhstan)

30% AMOS International Lanka[22]
(Private) Limited
(Sri Lanka)

30% AMOS Myanmar Services
Company Limited[23]
(Myanmar)

100% AMOS International
(HK) Limited
(Hong Kong)

100% World Hand
Shipping Limited
(Hong Kong)[25]

70% AMOS International (M) Sdn. Bhd.[24]
(Malaysia)

1. Gaylin Holdings Limited changed its name to AMOS Group Limited with effect from 21 November 2018.
2. Gaylin International Pte. Ltd. changed its name to AMOS Supply Pte. Ltd. with effect from 28 February 2019.
3. Bridge Testing Centre (Pte) Ltd. was struck off on 4 April 2019.
4. Neptune Testing Services Pte. Ltd. was struck off on 4 April 2019.
5. GI Offshore Engineering Pte. Ltd. was struck off on 4 April 2019.
6. Gaylin Asia Pte. Ltd. changed its name to AMOS EME Pte. Ltd. with effect from 21 February 2019.
7. Gaylin Korea Pte. Ltd. changed its name to AMOS Supply Korea Pte. Ltd. with effect from 13 February 2019.
8. Gaylin Indonesia Pte. Ltd. changed its name to AMOS Indonesia Pte. Ltd. with effect from 1 February 2019.
9. Gaylin Marine Supply Pte. Ltd. changed its name to AMOS Korea Pte. Ltd. with effect from 13 February 2019.
10. Gaylin Malaysia Sdn. Bhd. changed its name to AMOS Malaysia Sdn. Bhd. with effect from 12 February 2019.
11. Gaylin Power Pte. Ltd. changed its name to AMOS Power Pte. Ltd. with effect from 28 February 2019.
12. Gaylin Vietnam Pte Ltd changed its name to AMOS Vietnam Pte Ltd with effect from 25 March 2019.
13. Rig Marine Holdings FZE changed its name to AMOS Middle East Holdings FZE with effect from 19 March 2019.
14. Gaylin Korea Co., Ltd changed its name to AMOS Supply Korea Co., Ltd with effect from 29 March 2019.
15. PT Gaylin changed its name to PT AMOS Utama Indonesia with effect from 21 February 2019.
16. Phoenix Offshore Co., Ltd changed its name to AMOS Korea Co., Ltd with effect from 29 March 2019.
17. Go Logistics Services Pte. Ltd. changed its name to AMOS Craft Pte. Ltd. with effect from 16 April 2019.
18. AMOS Asia Pte. Ltd. is in process of striking off.
19. Rig Marine FZE changed its name to AMOS Middle East FZE with effect from 19 March 2019.
20. Rigmarine Europe Limited changed its name to AMOS Europe (UK) Limited with effect from 20 March 2019.
21. Rigmarine Kazakhstan LLP changed its name to AMOS Kazakhstan LLP with effect from 3 May 2019.
22. AMOS International Lanka (Private) Limited is in process of striking off.
23. AMOS Myanmar Services Company Limited was struck off on 14 May 2019.
24. AMOS International (M) Sdn. Bhd. is in process of striking off.
25. World Hand Shipping Limited is in process of striking off.

Board of Directors

Kyle Arnold Shaw, Jr	Executive Chairman
Peter Pil Jae Ko	Non-Executive Director
Danny Lien Chong Tuan	Non-Executive Director
David Wood Hudson	Lead Independent Non-Executive Director
Alan John Hargreaves	Independent Non-Executive Director
Lim Shook Kong	Independent Non-Executive Director
Paul Jay De Mand	Independent Non-Executive Director

Audit Committee

Lim Shook Kong	Chairman
Peter Pil Jae Ko	
Alan John Hargreaves	

Remuneration Committee

David Wood Hudson	Chairman
Peter Pil Jae Ko	
Alan John Hargreaves	

Nominating Committee

Alan John Hargreaves	Chairman
Peter Pil Jae Ko	
David Wood Hudson	

Company Secretary

Yeoh Kar Choo Sharon, ACIS

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Singapore 048581
Partner-in-charge: Chiang Yong Torng
Date of appointment: 21 November 2018

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The Board of Directors (the "Board") and the Management of AMOS Group Limited (the "Company") are committed to achieving a high standard of corporate governance within the Company and its subsidiaries (the "Group"). Underlying this commitment is the belief that good corporate governance will help to enhance corporate performance and protect the interests of the Company's shareholders (the "shareholders").

This report outlines the Company's corporate governance practices that were in place for the financial year ended 31 March 2019 ("FY2019") with specific reference made to the principles and guidelines of the Code of Corporate Governance 2012 (the "Code"), which forms part of the continuing obligations of the Listing Rules of the Singapore Exchange Securities Trading Limited.

The new Code of Corporate Governance 2018 was issued on 6 August 2018 (the "Revised Code"), and will only take effect for annual reports covering financial years commencing from 1 January 2019. As such, the Revised Code is not updated into the Company's corporate governance for FY2019.

The Board is pleased to confirm that for FY2019, the Group has adhered to the principles and guidelines in the Code where appropriate. Any deviations from the guidelines of the Code or areas of non-compliance have been explained accordingly.

Principle 1: The Board's Conduct of its Affairs

The Board is collectively responsible for the long-term success of the Group and is accountable to its shareholders. The functions of the Board include the following which are also part of the matters reserved for the Board's approval:-

a) deciding on strategic objectives, key business initiatives, major investments and funding matters;

b) monitoring the performance of Management and reviewing the financial performance of the Group;

c) implementing effective risk management systems including safeguarding of shareholders' interests and the Company's assets;

d) ensuring the adequacy of the internal controls;

e) considering sustainable issues; and

f) ensuring compliance with the Code, the Companies Act (Cap 50) of Singapore ("Companies Act"), the Company's Constitution, the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST") ("Listing Manual"), accounting standards and other relevant statutes and regulations.

The Board meets each quarter in the year to approve, among others, announcements of the Group's quarterly and full year financial results. The Board may have informal discussions on matters requiring urgent attention, which would then be formally confirmed and approved by circulating resolutions in writing. Ad-hoc meetings are also convened as and when they are deemed necessary. As provided in the Company's Constitution, the Board may convene telephonic and videoconferencing meetings.

Other matters specifically reserved for the Board's approval are those involving material acquisitions and disposal of assets, corporate or financial restructuring, capital expenditure budgets, review of performance, share issuances, dividends to shareholders and interested person transactions. Clear directions have been imposed on Management that such matters must be approved by the Board.

To facilitate effective management, the Board delegates certain functions to the various Board committees. The Board delegates such functions and authority to the Board committees without abdicating its responsibility. These committees, which include the Audit Committee ("AC"), the Nominating Committee ("NC") and the Remuneration Committee ("RC") (each a "Board Committee"), operate within clearly defined terms of reference and functional procedures. Each of these committees reports its activities regularly to the Board.

The Company recognizes the importance of appropriate training for its Directors. Newly appointed Directors are given an orientation and will be briefed on the business activities of the Group and its strategic directions, as well as their duties and responsibilities as Directors. Such training would include areas such as accounting, legal and industry-specific knowledge as appropriate.

During FY2019, Mr Danny Lien Chong Tuan was appointed as a Non-Executive Director with effect from 13 February 2019. He is currently attending the Directors' training organized by Singapore Institute of Directors ("SID").

Mr Paul Jay De Mand was appointed as an Independent Non-Executive Director of the Company on 1 July 2019. The Company will arrange for him to undergo Directors' training as prescribed under the Listing Manual.

All Directors, as appropriate, will also be given regular training particularly on relevant new laws, regulations and changing commercial risks which have an important bearing on the Company and the Directors' obligations towards the Company.

The Company will be responsible for arranging and funding the training of Directors.

Briefing and updates provided to the Directors for FY2019 included:

a) briefing by the external auditors, KPMG LLP, on the key developments in financial reporting and governance standard at the quarterly review meetings;

b) the Chief Executive Officer (the "CEO") updates the Board at each Board meeting on business and strategic developments pertaining to the Group's business; and

c) news releases issued by the SGX-ST and the Accounting and Corporate Regulatory Authority which are relevant to the Directors are circulated to the Board.

Please also refer to Principle 4 regarding the NC's plan for the Directors' training and professional development programs.

The number of Board and Board Committee meetings held during FY2019 and the attendance of each Director are set out as follows:

Name of Director	Board	Audit Committee	Nominating Committee	Remuneration Committee
Mr Kyle Arnold Shaw, Jr	5/5	4/4[(1)]	–	1/2[(1)]
Mr Peter Pil Jae Ko	5/5	4/4	1/1	2/2
Mr Danny Lien Chong Tuan*	1/1	–	–	–
Mr Lim Shook Kong	5/5	4/4	–	–
Mr Alan John Hargreaves	5/5	4/4	1/1	2/2
Mr David Wood Hudson	4/5	3/4	1/1	2/2

* Appointed on 13 February 2019
(1) Attendance at meetings that were held on a "By Invitation" basis.

Principle 2: Board Composition and Guidance

The Board currently comprises seven (7) Directors, four (4) of whom are Independent Non-Executive Directors (the "Independent Non-Executive Directors" or the "Independent Directors" or each the "Independent Non-Executive Director" or the "Independent Director"), with two (2) Non-Executive Directors and one (1) Executive Director.

Name of Director	Board Membership	Audit Committee	Nominating Committee	Remuneration Committee
Mr Kyle Arnold Shaw, Jr	Executive Chairman	–	–	–
Mr Peter Pil Jae Ko	Non-Executive Director	Member	Member	Member
Mr Danny Lien Chong Tuan	Non-Executive Director	–	–	–
Mr David Wood Hudson	Lead Independent Non-Executive Director	–	Member	Chairman
Mr Lim Shook Kong	Independent Non-Executive Director	Chairman	–	–
Mr Alan John Hargreaves	Independent Non-Executive Director	Member	Chairman	Member
Mr Paul Jay De Mand*	Independent Non-Executive Director	–	–	–

* Appointed on 1 July 2019

The NC has reviewed and is satisfied that the current composition and Board size are appropriate for effective decision making, having taken into consideration the nature and scope of the Group's operations. The four (4) Independent Directors, who make up more than half of the Board composition, provide the Board with independent and objective judgment on corporate affairs of the Company.

Each of the Independent Directors has confirmed that he does not have any relationship with the Company or its related corporations, its 10% shareholders or its officers including confirming not having any relationships and circumstances provided in Guideline 2.3 of the Code, that could interfere, or be reasonably perceived to interfere, with the exercise of independent judgment in carrying out the functions as an Independent Director with a view to the best interests of the Company. The NC has reviewed, determined and confirmed the independence of the Independent Directors.

None of the Independent Directors has served on the Board beyond nine years from the date of first appointment.

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

Principle 3: Chairman and Chief Executive Officer

The Code advocates that there should be a clear division of responsibilities between the leadership of the Board and the executives responsible for managing the Company's business and no one individual should represent a considerable concentration of power.

The Chairman of the Board and the CEO are two separate persons to ensure an appropriate balance of power, increased accountability and greater capacity for independent decision making.

Mr Kyle Arnold Shaw, Jr is the Executive Director and also the Chairman of the Board. He assumes responsibility for the smooth functioning of the Board and ensures timely flow of information between the Management and the Board; sets agenda and ensures that adequate time is available for discussion of all agenda items, in particular strategic issues; promotes a culture of openness and debate at the Board and promotes high standards of corporate governance. Day-to-day operations of the Group are entrusted to the CEO, Mr Perry Kennedy who assumes full executive responsibility over the mapping of business plans and operational decisions of the Group.

Mr Kyle Arnold Shaw, Jr and Mr Perry Kennedy are not related to each other. There is a clear division of responsibilities of the Chairman of the Board and the CEO.

The Board has appointed Mr David Wood Hudson as the Lead Independent Non-Executive Director to co-ordinate and to lead the Independent Directors to provide a non-executive perspective and contribute to a balance of viewpoints on the Board. He is the principal liaison on Board issues between the Independent Directors and the Executive Chairman. He is available to shareholders where they have concerns and for which contact through the normal channels of the Executive Chairman and CEO or CFO has failed to resolve or is inappropriate.

The Independent Directors, led by the Lead Independent Director, meet amongst themselves without the presence of the other Directors where necessary and the Lead Independent Director will provide feedback to the Executive Chairman after such meetings, where appropriate.

Principle 4: Board Membership

The NC consists of two (2) Independent Directors and one (1) Non-Executive Director, the majority of whom, including the Chairman, are independent.

Mr Alan John Hargreaves - Chairman
Mr David Wood Hudson - Member
Mr Peter Pil Jae Ko - Member

The key terms of reference of the NC include, to:

a) evaluate and review nominations for appointment and re-appointment to the Board and the various committees;

b) nominate a Director for re-election at the Annual General Meeting ("AGM"), having regard to the Director's contribution and performance;

c) determine annually and as and when circumstances require if a Director is independent;

d) recommend to the Board the process for the evaluation of the performance of the Board, the Board committees, individual Directors, and propose objective performance criteria to assess the effectiveness of the Board as a whole and the contribution of each Director, annual assessment of the effectiveness of the Board;

e) decide whether a Director who has multiple Board representations is able to and has been adequately carrying out his duties as Director of the Company;

f) review and make recommendations to the Board on relevant matters relating to the succession plans of the Board (in particular, the Chairman/CEO) and senior management personnel; and

g) review the training and professional development programs for the Board.

The NC makes recommendations to the Board on relevant matters relating to Board including succession planning; all Board appointments/re-appointments of Directors, taking into consideration composition of the Board and progressive renewal of the Board; how the Director fits into the overall competency matrix of the Board as well as the Director's contribution and performance at Board meetings, including attendance, preparedness and participation; training and professional development programs for the Board.

As the Executive Chairman was appointed on 13 March 2018 with Mr Perry Kennedy, CEO appointed on 11 April 2018, at relevant time, the NC will look into succession plans in close consultation with the Executive Chairman and Board of Directors.

Management has an open policy for professional training for all the Board members. The Company endorses the SID training programs and all Board members are encouraged to attend any relevant training organized by the SID or any other organization which provides relevant training courses for Directors. The cost of such training will be borne by the Company.

The NC has in place formal, written procedures for making recommendations to the Board on the selection and appointment of Directors. Such procedures would be activated when a vacancy on the Board arises or when the Board is considering making a new Board appointment either to enhance the core competency of the Board or for purpose of progressive renewal of the Board. Notwithstanding that the Chairman of the Board is an Executive Director, the Company maintains a very strong and independent element on the Board with Independent Directors making up more than half of the Board.

In identifying suitable candidates, the NC may:

a) advertise or use services of external advisers to facilitate a search;

b) approach alternative sources such as the SID; and/or

c) consider candidates from a wide range of backgrounds from internal or external sources.

After short-listing the candidates, the NC shall:

i. consider and interview all candidates on merit against objective criteria, taking into consideration that appointees have enough time available to devote to the position; and

ii. evaluate and agree to a preferred candidate for recommendation to and appointment by the Board.

As mentioned under Principle 2 above, the NC also reviews the independence of the Directors annually based on Guideline 2.3 of the Code's definition of what constitutes the independence of the Independent Directors. The NC has affirmed that Mr David Wood Hudson, Mr Lim Shook Kong, Mr Alan John Hargreaves and Mr Paul Jay De Mand are independent. None of the Independent Directors have served on the Board beyond nine years from their respective date of appointment. Guideline 2.4 of the Code is therefore not applicable to the Board.

Pursuant to Regulation 114 of the Constitution of the Company, at least one-third of the Directors shall retire from office at the AGM of the Company. The retiring Directors are eligible to offer themselves for re-election. Regulation 118 of the Company's Constitution provides that a newly appointed Director shall retire and submit himself for re-election at the next AGM following his appointment and shall be eligible for re-election.

The NC has recommended to the Board that Mr Peter Pil Jae Ko and Mr Lim Shook Kong (retiring pursuant to Regulation 114 of the Company's Constitution) and Mr Danny Lien Chong Tuan and Mr Paul Jay De Mand (retiring pursuant to Regulation 118 of the Company's Constitution) be nominated for re-election at the forthcoming AGM. Mr Peter Pil Jae Ko, Mr Lim Shook Kong, Mr Danny Lien Chong Tuan and Mr Paul Jay De Mand have signified their consent to remain in office.

In recommending the above Directors for re-appointment, the NC considered the performance and contribution of each of the retiring Directors, having regards not only to their attendance and participation at Board and Board Committees meetings but also the time and efforts devoted to the Group's business and affairs. The NC's recommendation was accepted by the Board.

The NC has also reviewed the independence of the Independent Non-Executive Directors. In assessing their independence, the NC having considered the guidelines set out in the Code, is of the view that the Independent Non-Executive Directors are independent and there are no relationships identified in the Code which would deem them not to be independent. All Independent Non-Executive Directors have also declared that they are independent.

More information on each Director can be found in the Key Information in the section entitled "Board of Directors" on Pages 16 to 18 in this Annual Report.

All Directors are required to declare their Board appointments. The NC has reviewed and is satisfied that notwithstanding their multiple Board appointments, Mr Kyle Arnold Shaw, Jr, Mr Peter Pil Jae Ko, Mr Danny Lien Chong Tuan, Mr Lim Shook Kong, Mr Alan John Hargreaves and Mr Paul Jay De Mand, have been able to devote sufficient time and attention to the affairs of the Company to adequately discharge their duties as Directors of the Company.

To address the competing time commitments that are faced when Directors serve on multiple Boards, the NC has reviewed and made recommendation to the Board accordingly on the maximum number of listed company Board appointments which any Director may hold. Based on the recommendation, the Board has determined and set the maximum number of listed company Board appointments at not more than five (5) listed companies of the same financial year end. Currently, none of the Directors hold more than five directorships in listed companies which adopt the same financial year end.

There is no alternate Director on the Board.

Each member of the NC abstains from voting on any resolutions and making any recommendation and or participating in discussion on matters in which he is interested.

Principle 5: Board Performance

A review of the Board's performance is conducted by the NC annually. On the recommendation of the NC, the Board has adopted an internal process for evaluating the effectiveness of the Board as a whole and a self-assessment evaluation to assess the contribution of each Director to the effective functioning of the Board. Each Board member will be required to complete an appraisal form to be returned to the NC Chairman for evaluation. Based on the evaluation results, the NC Chairman will present his recommendations to the Board. The key objective of the evaluation exercise is to obtain constructive feedback from each Director to continually improve the Board's performance.

The Board has not engaged any external facilitator in conducting the assessment of Board performance. Where relevant, the NC will consider such engagement.

The NC has assessed the current Board and Board Committees' performance to-date, as well as the performance of each individual Director and is of the view that the performance of the Board as a whole and each individual Director was satisfactory.

Principle 6: Access to Information

The Board is provided with adequate information by the Management prior to Board meetings on matters to be deliberated. This facilitates an informed decision-making process to enable the Directors to discharge their duties and responsibilities. Directors are also updated on initiatives and developments on the Group's business whenever possible on an on-going basis. All Directors are entitled to be provided with any additional information as needed to make informed decisions. In this connection, the Directors have separate and unrestricted access to the Management who shall provide such information in a timely manner. Where necessary, Directors, whether as a group or individually, can seek independent professional advice at the Company's expense for the discharge of their duties.

The Directors also have separate and independent access to the Company Secretary. The Company Secretary is required to attend all Board and Board Committees meetings and ensures that Board procedures are followed and the applicable rules and regulations are complied with.

Under the direction of the Chairman, the Company Secretary's responsibilities include ensuring good information flows with the Board and its Board Committees and between Management and Non-Executive Directors, advising the Board on all governance matters as well as facilitating orientation and assisting with professional development as required.

The appointment and the removal of the Company Secretary are subject to the approval of the Board.

Where the Directors, whether individually or collectively, require independent professional advice in furtherance of their duties, the Chairman of the Board and the Company Secretary will assist him/them to appoint an independent professional adviser, if necessary, to render the professional advice and to keep the Board informed of the advice.

The cost of such professional advice will be borne by the Company.

Principle 7: Procedures for Developing Remuneration Policies

Principle 8: Level and Mix of Remuneration

Principle 9: Disclosure on Remuneration

The RC consists of two (2) Independent Directors and one (1) Non-Executive Director, the majority of whom, including the Chairman, are independent.

Mr David Wood Hudson - Chairman
Mr Alan John Hargreaves - Member
Mr Peter Pil Jae Ko - Member

According to its terms of reference, the responsibilities of the RC include the following:-

a) make recommendations to the Board a framework of remuneration for the Board and key management personnel of the Group and the specific remuneration packages for each Director (executive, non-executive and independent) as well as for the key management personnel;

b) review the Company's obligations arising in the event of termination of the Executive Directors and key management personnel's contracts of service, to ensure that such clauses are fair and reasonable and not overly generous;

c) consider whether Directors, the CEO and key management personnel should be eligible for benefits under share schemes and such other long-term incentive schemes as may from time to time be implemented; and

d) consider the remuneration disclosure requirements for Directors and the top five key management personnel as required by the Code.

As part of its review, the RC ensures that the Directors and key management personnel are adequately but not excessively remunerated as compared to industry benchmarks and other comparable companies. The RC also takes into consideration the Company's relative performance and the performance of individual Directors and key management personnel. Executive Directors are paid a basic salary and a performance-related bonus that are linked to the performance of the Company. Other key management personnel are paid basic salary and performance bonus. The RC does consider long-term incentive schemes for the Executive Directors and key management personnel. In this connection, the RC shall at the relevant time look into granting of options under the AMOS Employee Share Option Scheme ("ESOS") which was approved by the shareholders of the Company on 24 September 2012.

The performance-related element of the Executive Directors' remuneration is designed to align their interests with the interests of shareholders and promote the long-term success of the Company.

The RC also ensures that the remuneration of the Independent Non-Executive Directors are appropriate to their level of contribution taking into account factors such as effort and time spent, and their responsibilities. Independent Non-Executive Directors receive a basic fee for their services. The RC ensures that the Independent Non-Executive Directors should not be over-compensated to the extent that their independence may be compromised. No Director is involved in deciding his or her own remuneration package.

All revisions to the remuneration packages for the Directors and key management personnel are subjected to the review by and approval of the Board. Directors' fees are further subjected to the approval of shareholders at annual general meetings. Where necessary, the RC will consult external professionals on remuneration matters of Directors and key management personnel. During the financial year, the RC did not require the service of an external remuneration consultant.

The Company has entered into separate letter of appointments (the "Letter of Appointments") with all the appointed Directors. Mr Kyle Arnold Shaw, Jr, the Executive Director had volunteered to receive Director's fee instead of salary. Directors' fees are recommended by the Board for shareholders' approval at the Company's AGM.

The Company does not have contractual provisions to allow the Company to claw back incentive components of remuneration from the Executive Director and key management personnel in the event of any misstatement of financial results, or of misconduct resulting in financial loss to the Company. However, the Executive Director owes a fiduciary duty to the Company under law and as such, the Company would have recourse against the Executive Director in the event of such breach of fiduciary duties.

Although Guideline 9.2 of the Code recommends that companies fully disclose the name and remuneration of each Director and the CEO, the Board is of the opinion that it is not in the best interest of the Company to disclose the exact details of their remuneration due to the competitive pressures in the market. As such, the Board has elected not to fully disclose the remuneration of each individual Director and the CEO. The table below provides a breakdown of the level and mix of the remuneration of each Director and the CEO for FY2019:-

Remuneration Band and Name of Director and CEO	Salary	Bonus/ Profit Sharing	Fees	Benefits in Kind	Total
	%	%	%	%	%
Up to S$100,000					
Mr Kyle Arnold Shaw, Jr	–	–	100	–	100
Mr Peter Pil Jae Ko	–	–	100	–	100
Mr Danny Lien Chong Tuan*	–	–	100	–	100
Mr David Wood Hudson	–	–	100	–	100
Mr Alan John Hargreaves	–	–	100	–	100
Mr Lim Shook Kong	–	–	100	–	100
S$500,001 to S$750,000					
Mr Perry Kennedy	83	5	–	12	100

* Appointed on 13 February 2019

Guideline 9.3 of the Code recommends that companies disclose the name and remuneration of at least the top five key management personnel (who are not Directors or the CEO) in bands of S$250,000. As best practice, companies are encouraged to fully disclose the remuneration of the said top five key management personnel. In addition, companies should also disclose the aggregate of the total remuneration paid or payable to the top five key management personnel (who are not Directors and the CEO).

The Board is of the opinion that it is not in the best interest of the Company to disclose the exact details of their remuneration due to the competitiveness of the market for key talent. As such, the Board has deviated from complying with the above recommendation. The Board only partially complies with the above recommendation by providing below a breakdown showing the level and mix of remuneration of each of the top five key management personnel (who are not Director or the CEO) in bands of S$250,000 for FY2019.

Remuneration Band and Name of Executive	Salary	Bonus/Profit Sharing	Fees	Benefits in Kind	Total
	%	%	%	%	%
Up to S$250,000					
Ms Yong Mew Peng Victoria^	92	8	–	–	100
S$250,001 to S$500,000					
Mr Danny Lien Chong Tuan^^	84	7	–	9	100
Mr Tan Song Boon*	84	7	–	9	100
S$501,000 to S$750,000					
Mr James Peter Parsons**	67	5	–	28	100

^ Resigned on 7 September 2018
^^ Appointed on 2 November 2018 and re-designated to Non-Executive Director on 13 February 2019
* Appointed on 2 November 2018
** Re-designated to Chief Operating Officer on 2 November 2018

The Company does not have any employee who is an immediate family member of a Director or the CEO and whose remuneration exceeds S$50,000 for FY2019.

Further information on Directors and the key management personnel is on pages pages 16 to 19 of this Annual Report.

The Company has in place a share option scheme known as ESOS.

On 27 December 2018, 31,791,000 options were recommended by the Board which are subject to certain terms set out in the letters granting the share options (including inter alia obtaining approvals from shareholders of the Company at a general meeting yet to be scheduled).

Accountability and Audit

Principle 10: Accountability

Principle 11: Risk Management and Internal Controls

The Board is accountable to shareholders and ensures that all material information is fully disclosed in a timely manner to shareholders in compliance with statutory and regulatory requirements. The Board strives to provide its shareholders a balanced and understandable assessment of the Group's performance, position and prospects.

The Board takes steps to ensure compliance with legislative and regulatory requirements, including requirements under the Listing Manual, where appropriate, the Independent Directors in consultation with the Management, will request for Management's consideration for the establishment of written policies for any particular matter that is deemed to be essential to form part of management control.

The Management provides appropriately detailed management accounts of the Group's performance on a quarterly basis to the Board to enable the Board to make a balanced and informed assessment of the Company's performance, position and prospects. As and when circumstances arise, the Board can request Management to provide any necessary explanation and information on the management accounts of the Company.

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

Management is responsible to the Board for the design, implementation and monitoring of the Group's risk management and internal control systems and to provide the Board with a basis to determine the Company's level of risk tolerance and risk policies.

The Board acknowledges that it is responsible for reviewing the adequacy and effectiveness of the Group's risk management and internal control systems including financial, operational, compliance and information technology controls. The Board also recognizes its responsibilities in ensuring a sound system of internal controls to safeguard shareholders' investments and the Company's assets.

The Board has engaged the services of an independent accounting and auditing firm, PricewaterhouseCoopers Risk Services Pte. Ltd. ("PwC") as its internal auditors (the "internal auditors").

Management regularly reviews the Group's business and operational activities in respect of the key risk control areas including financial, operational, compliance and information technology controls and continues to apply appropriate measures to control and mitigate these risks. All significant matters are highlighted to the AC for further discussion.

The Board and the AC also work with the internal auditors, external auditors and the Management on their recommendations to institute and execute relevant controls with a view to enhance the Group's risk management system. The Group's risk management framework is supported by risk reporting dashboard and risk registers.

The Board notes that no cost effective system of internal controls and risk management systems could provide absolute assurance against the occurrence of material errors, losses, fraud or other irregularities. The Board also believes its responsibility of overseeing the Company's risk management framework and policies are well supported.

For FY2019, the Board and the AC have received assurance from the CEO and CFO on the adequacy and effectiveness of the Group's risk management and internal control systems, and that the financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances.

In view of the above and based on the internal controls established and maintained by the Group, work performed by the internal auditors and external auditors, and reviews performed by Management, various Board Committees and the Board, the Board with the concurrence of the AC, is of the view that the Group's internal control system and risk management system, addressing financial, operational, compliance and information technology controls and risk management system, put in place during FY2019 are adequate and effective pursuant to Listing Rule 1207(10) of the Listing Manual.

The Board did not establish a separate Board Risk Committee as the Board is already currently assisted by the Management with review by the AC in carrying out its responsibility of overseeing the Group's risk management framework and policies.

Audit Committee

Principle 12: Audit Committee

The AC consists of two (2) Independent Directors and one (1) Non-Executive Director, the majority of whom, including the Chairman, are independent.

Mr Lim Shook Kong - Chairman
Mr Alan John Hargreaves - Member
Mr Peter Pil Jae Ko - Member

The Board is of the opinion that the AC chairman and members of the AC are appropriately qualified with the relevant accounting, financial, business management and corporate experience to discharge their responsibilities.

The key terms of reference of the AC are to:-

a) review the audit plans of the Company's external auditors and the internal auditors, including the results of the internal auditors' review and evaluation of the system of internal controls;

b) review the external auditors' reports;

c) review with independent internal auditors the findings of their review report, internal control process and procedures, and make recommendations on the internal control process and procedures to be adopted by the Company;

d) review the recommendations of the external and internal auditors and monitor the implementation of an automated inventory and information system;

e) review the co-operation given by the Directors and Management to the external auditors and internal auditors;

f) review the financial statements of the Company and the Group, and discuss any significant adjustments, major risk areas, changes in accounting policies, compliance with Singapore Financial Reporting Standards, concerns and issues arising from the audits including any matters which the auditors may wish to discuss in the absence of Management, where necessary, before their submission to the Board for approval;

g) commission and review the findings of internal investigation of any suspected fraud, irregularity or infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the Group's operating results or financial position and the Management's response;

h) make recommendations to the Board on the appointment, re-appointment and removal of the external and internal auditors, and approve the remuneration and terms of engagement of the external and internal auditors;

i) review the key financial risk areas, with a view to providing independent oversight on the Group's financial reporting, with the outcome of such review to be disclosed in the annual reports or, if the findings are material, to be immediately announced via SGXNET;

j) review and recommend to the Board the types of risks or risk appetite the Company undertakes to achieve its business strategies. Oversee the risk management framework, policies and resources to manage and report risks within the Company's risk appetite;

k) review, either internally or with the assistance of any third parties and report to the Board at least annually the adequacy and effectiveness of the Company's internal controls, including financial, operational, compliance, risk management policies and information technology controls;

l) recommend to the Board on the opinion and disclosure in the annual report on the adequacy and effectiveness of the Company's risk management and internal controls systems in accordance with the Listing Manual and Code of Corporate Governance;

m) review interested person transactions, falling within the scope of Chapter 9 of the Listing Manual, if any, and connected person transactions;

n) review transactions falling within the scope of Chapter 10 of the Listing Manual, if any;

o) review any potential conflicts of interest and set framework to resolve or mitigate any potential conflict of interest;

p) review and approve relevant policies and procedures implemented by the Group and conduct periodic review of such policies and procedures;

q) undertake such other reviews and projects as may be requested by the Board and report to the Board its findings from time to time on matters arising and requiring the attention of the AC;

r) review arrangements by which the Group's staff may, in confidence, raise concerns about improprieties in matters of financial reporting and to ensure those arrangements are in place for independent investigations of such matter and for appropriate follow-up; and

s) undertake generally such other functions and duties as may be required by law or the Listing Manual, and by such amendments made thereto from time to time.

The AC meets on a quarterly basis and plays a key role in assisting the Board to review significant financial reporting issues and judgments to ensure the quality and integrity of the accounting reports, the audit procedures, internal controls, financial statements and any announcements relating to the Company's financial performance.

The AC reviews the adequacy and effectiveness of the Group's internal controls, including financial, operational, compliance and information technology controls and risk management systems through discussion with Management and its auditors and reports to the Board annually.

The AC reviews annually the adequacy of the internal audit function to ensure that the internal audit resources are adequate and that the internal audits are performed effectively.

The AC examines the internal audit plans, determines the scope of audit examination and approves the internal audit budget. It also oversees the implementation of the improvements required on internal control weaknesses identified and ensures that Management provides the necessary co-operation to enable the internal auditors to perform its function.

The AC meets with the internal auditors and the external auditors, in each case, without the presence of the Management, at least annually. Matters to discuss include the reasonableness of the financial reporting process, the internal control process, the adequacy of resources, audit arrangements with particular emphasis on the observations and recommendations of the external auditors, the scope and quality of their audits and the independence and objectivity of the external auditors and any matters that may be raised.

In view of the change of external auditors and the acquisition of the entire share capital of AMOS International Holdings Pte. Ltd. coupled with the fact that the Directors and Management's appointments were only effected in March 2018 and November 2018 respectively, the Executive Chairman was invited by the AC to meet with the internal auditors and the external auditors for better understanding of the reporting process of the Group for FY2019.

The AC also reviews the independence and objectivity of the external auditors and having reviewed the scope and value of non-audit services provided to the Group by the external auditors, KPMG LLP ("KPMG" or the "external auditors"), are satisfied that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors. The AC has recommended to the Board the nomination of KPMG for re-appointment as auditors of the Company at the forthcoming AGM.

The AC has explicit authority to investigate any matter within its terms of reference. It has full access to the Management and full discretion to invite any Director or key management personnel or any executive officer to attend its meetings. The AC is reasonably resourced to enable it to discharge its functions properly. During FY2019, the AC has received full co-operation from the Management and the Group's officers in the course of it carrying out its duties. It is also satisfied with the adequacy of the scope and quality of the external audits being conducted by KPMG.

The Company is in compliance with Rules 712 and 715 of the Listing Manual in relation to its external auditors.

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

No former partner or director of the Company's existing auditing firm or audit corporation is a member of the AC.

The Company has adopted a Whistle-Blowing Policy to provide a channel for its employees to report in good faith and in confidence their concerns about possible improprieties in the matter of financial reporting or in other matters. The Whistle-Blowing Policy provides for procedures to validate concerns and for investigation to be carried out independently. For FY2019, there were no reported incidents pertaining to whistle blowing.

The audit and non-audit fees paid or payable to the Company's external auditors for FY2019 are set out on page 104 of this Annual Report.

Each member of the AC abstains from voting on any resolutions and making any recommendation and/or participating in discussion on matters in which he is interested.

Principle 13: Internal Audit

The AC approves the hiring, removal, evaluation and compensation of the internal auditors. The internal audit function of the Company is outsourced to PwC. The internal auditors report primarily to the Chairman of the AC and have full access to the documents, records properties and personnel including access to the AC.

The Board recognizes its responsibilities in ensuring a sound system of internal controls to safeguard shareholders' investments and the Company's assets. Rule 719(1) of the SGX-ST Listing Manual requires an issuer to have a robust and effective system of internal controls, addressing financial, operational, compliance risks and information technology. Effective internal controls not only refer to financial controls but include, among others, business risk assessment, operational, compliance and information technology controls.

Based on the summary of comfort template provided by the internal auditors, which was completed and signed off by Management attesting the state of internal controls over financial/operational/compliance risk and the various controls put in place by the Management and the review and work performed by the external auditors, Management and various Board Committees, the Board, with the concurrence of the AC, is of the view that the internal controls in place are adequate and effective in addressing the Group's financial, operational, compliance and information technology risks in its current business environment.

The AC is satisfied that the internal auditors have adequate resources to perform their function effectively and are staffed by suitably qualified and experienced professionals with the relevant experience.

The methodology guiding the internal audit work is aligned with the Standards for the Professional Practice of Internal Auditing laid down by the International Professional Practices Framework issued by the Institute of Internal Auditors.

On an annual basis, the AC reviews the internal audit program and function to ensure the adequacy and effectiveness of the Group's internal audit function as well as to align it to the changing needs and risk profile of the Group's activities.

Principle 14: Shareholders' Rights

Principle 15: Communication with Shareholders

The Company treats all shareholders fairly and equitably and respects shareholders' rights. The Company continually reviews and updates governance arrangements with regard to shareholders' rights.

Relevant information pertaining to the Group, such as changes in the Company or its business which would affect the share price of the Company is disseminated in a timely manner to shareholders through public announcements via SGXNET or through circulars to shareholders and the annual reports.

The Company has appointed an external investor relations firm to facilitate the communication with all stakeholders (shareholders, analysts and media) on a regular basis, to attend to their queries or concerns as well as to keep the investors apprised of the Group's corporate developments and financial performance. To enable shareholders to contact the Company easily, the contact details of the investor relations function are set out in page 22 of this Annual Report as well as on the Company's website. The Company has procedures in place with regard to responding to investors' queries.

Shareholders are encouraged to participate effectively in voting procedures relating to the general meetings.

The Company does not practice selective disclosure. The Company avoids boilerplate disclosures and provides detailed and forthcoming disclosure in its announcements to the SGX-ST. Such announcements are also available on the Company's website.

The Company does not have a formal dividend policy. The declaration and payment of dividends will be determined at the sole discretion of the Board subject to approval of the shareholders. In making their recommendation, the Board will consider the Group's cash, gearing, return on equity and retained earnings, actual and projected financial performance and working capital needs, projected level of capital expenditure and other investment plans, restriction on payment of dividends imposed by the Company's financing arrangements (if any) and the general economic and business condition in countries which the Group operates. Any proposal for the declaration of dividends will be clearly communicated to the shareholders to the SGX-ST via SGXNET. No dividend has been declared for FY2019 due to the Group's loss position.

The Company's constitution allows a shareholder to appoint one or two proxies to attend and vote at the general meetings on his/her behalf. On 3 January 2016, the legislation was amended, among other things to allow certain members, defined as "relevant intermediary" to attend and participate in general meeting without being constrained by the two-proxy requirement. Relevant intermediary includes corporations holding licenses in providing nominee and custodial services and Central Provident Fund Board ("CPF") which purchases shares on behalf of the CPF investors.

Principle 16: Conduct of Shareholder Meetings

All shareholders receive reports or circulars of the Company including notice of general meeting by post within the mandatory period. Notice of general meeting is announced through SGXNET and published in the newspapers within the same period.

All registered shareholders are invited to participate and given the right to vote on resolutions at general meetings. Every matter requiring shareholders' approval is proposed as a separate resolution. Each item of special business included in the notice of the meeting is accompanied, where appropriate, by an explanation for the proposed resolution. Proxy form is sent with notice of general meeting to all shareholders. Separate resolutions are proposed for substantially separate issues at the meeting.

The Constitution of the Company allows members of the Company to appoint not more than two proxies to attend and vote on their behalf. As the authentication of shareholder identity information and other related security issues still remain a concern, the Company has decided, for the time being, not to implement voting in absentia by mail, email or fax.

All Directors, including Chairman of the Board and the respective Chairman of the AC, NC and RC, the Management, and the external auditors are in attendance at general meetings to address any queries of the shareholders.

The Company with the help of the Company Secretary prepares minutes of general meetings that include substantial and relevant comments relating to the agenda of the meetings and responses from the Board and Management and such minutes, where relevant will be made available to shareholders upon their request.

The Company will put all resolutions to vote by poll and make an announcement of the detailed results showing the number of votes cast for and against each resolution and the respective percentages for general meetings. Electronic poll voting may be efficient in terms of speed but may not be cost effective. In this respect, the Group did not adopt electronic poll voting.

Dealing in Securities

The Group has adopted an internal compliance code to provide guidance to its Directors and all employees of the Group with regard to dealings in the Company's securities. The code prohibits dealing in the Company's securities by the Directors and employees of the Group while in possession of unpublished price-sensitive information. Directors and employees are not allowed to deal in the Company's securities on short-term considerations and during the two weeks before the announcement of the Company's financial statements for the first three quarters of its financial year and the one month before the announcement of the Company's full year financial results. The Directors and employees are also required to adhere to the provisions of the Securities and Futures Act, Companies Act, the Listing Manual and any other relevant regulations with regard to their securities transactions. They are also expected to observe insider trading laws at all times even when dealing in securities within the permitted trading period.

Material Contracts

Save as disclosed below and note 27 and 29 to the financial statements, there were no other material contracts of the Company or its subsidiaries involving the interest of the CEO, any Director or controlling shareholder either still subsisting as at 31 March 2019 or if not then subsisting, entered into since the end of the previous financial year.

a) The grant of ESOS to Mr Perry Kennedy on 27 December 2018; and

b) Letter of Appointment of Mr Perry Kennedy dated 2 April 2018.

Interested Person Transactions

The Group does not have a general mandate from shareholders for Interested Person Transactions ("IPTs") pursuant to Rule 920 of the Listing Manual of the SGX-ST.

All IPTs will be properly documented and submitted to the AC for quarterly review to ensure that they are carried out on an arm's length basis, on normal commercial terms and will not be prejudicial to the interests of the shareholders.

The Board will ensure all IPTs to be entered are complied with the relevant rules under Chapter 9 of the Listing Manual of the SGX-ST. The Company confirms that there were no IPTs of S$100,000 or more entered into for financial year under review.

Non-Audit Fees

The fees of non-audit services that were rendered by the Company's external auditors, KPMG, to the Group for FY2019 were S$160,376.

Use of Proceeds

As at the date of this Annual Report, further funds from the Net Proceeds have been utilized and the details are as depicted in table below:

Table showing utilization of Net Proceeds

Use of Net Proceeds	Revised Allocation of the Net Proceeds set out in the 23 May 2019 Announcement		Balance of Net Proceeds as at 31 March 2019	Net proceeds utilized between 1 April 2019 to 31 May 2019	Balance of Net Proceeds as at 31 May 2019
	S$'000	%	S$'000	S$'000	S$'000
Repayment of loan	8,100	11.95	–	–	–
Strengthening the financial position of the Group by enlarging the Company's working capital and capital base(1)	54,700	80.68	25,967	7,020	18,947
Growing the existing business of the Group(2)	5,000	7.37	2,640	205	2,435
Total	67,800	100.00	28,607	7,225	21,382

Breakdown of working capital utilized between 1 April 2019 to 31 May 2019:

	S$'000
Upgrade of Group's existing facilities and purchase of equipment	3,695
Trade and other payables	3,325
Total	7,020

Notes (as set out in the 13 March 2018 Announcement):

(1) For the purposes of financing (i) the purchase of new equipment, (ii) the recruitment and retention of new sales and engineering staff, to bring in new sales and to provide technical know-how and services and/or create value-added products needed for the new sales respectively, in order to reduce inventory, (iii) upgrades and resizing of the Group's existing facilities and/or offices in order to tailor to future business needs, and (iv) the procurement of additional SAP modules to enhance corporate management and accounting controls.

(2) Including to (i) invest in marketing programs to enhance the Group's brand image in the marketplace and better position the Group for future business opportunities, (ii) pursue potential strategic growth opportunities (including alliances, mergers and acquisitions, joint ventures and investments as and when they may arise) and (iii) participate in tender bids with customers in the O&G and marine sectors.

Additional Information on Directors seeking re-election pursuant to Rule 720(6) of the Listing Manual of the SGX-ST

Mr Peter Pil Jae Ko, Mr Lim Shook Kong, Mr Danny Lien Chong Tuan and Mr Paul Jay De Mand are the Directors seeking re-election at the forthcoming annual general meeting of the Company to be convened on 26 July 2019 ("AGM") under Ordinary Resolutions 2, 3, 4 and 5 as set out in the Notice of AGM dated 10 July 2019 (collectively, the "Retiring Directors" and each a "Retiring Director").

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to the Retiring Directors as set out in Appendix 7.4.1 to the Listing Manual of the SGX-ST is set out below:

Name of Director	Peter Pil Jae Ko	Lim Shook Kong	Danny Lien Chong Tuan	Paul Jay De Mand
Date of Appointment	13 March 2018	13 March 2018	13 February 2019	1 July 2019
Date of Last Re-Appointment	23 July 2018	23 July 2018	–	–
Age	59	67	55	54
Country of principal residence	Hong Kong	Singapore	Singapore	Hong Kong
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	Not applicable.	Not applicable.	Not applicable.	Not applicable.
Whether appointment is executive, and if so, the area of responsibility	No.	No.	No.	No.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Non-Executive Director, Member of Audit Committee, Remuneration Committee and Nominating Committee.	Independent Non-Executive Director and Chairman of Audit Committee.	Non-Executive Director.	Independent Non-Executive Director.
Professional qualifications	Please refer to Directors' Profile on page 16 of Annual Report.	Please refer to Directors' Profile on page 18 of Annual Report.	Please refer to Directors' Profile on page 17 of Annual Report.	Please refer to Directors' Profile on page 18 of Annual Report.
Working experience and occupation(s) during the past 10 years	Please refer to Directors' Profile on page 16 of Annual Report.	Please refer to Directors' Profile on page 18 of Annual Report.	Please refer to Directors' Profile on page 17 of Annual Report.	Please refer to Directors' Profile on page 18 of Annual Report.
Shareholding interest in the listed issuer and its subsidiaries	Nil	Nil	Direct interest –– 220,275,734 ordinary shares	Nil

Name of Director	Peter Pil Jae Ko	Lim Shook Kong	Danny Lien Chong Tuan	Paul Jay De Mand
Any relationship (including immediate family relationship) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Not applicable.	Not applicable.	Not applicable.	Not applicable.
Conflict of interest (including any competing business)	Nil	Nil	Nil	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes	Yes
Other principal commitments including directorships				
Past (for the last 5 years)	1. TKY Asia Limited 2. GI Offshore Engineering Pte. Ltd. 3. Neptune Testing Services Pte. Ltd. 4. Bridge Testing Centre (Pte) Ltd	1. Chosen Investment Pte. Ltd. 2. Chosen Electronics Assembly (Singapore) Pte. Ltd. 3. Chosen Holdings Pte. Ltd. 4. Chosen Plastic Pte. Ltd. 5. Synertac Pte. Ltd. 6. Chosen Technologies Pte. Ltd. 7. Chosen Dzios Pte. Ltd. 8. Symbonic Pte. Ltd.	1. AMOS Offshore & Engineering Pte. Ltd. 2. AMOS International (India) Ltd	1. PSM International

Name of Director	Peter Pil Jae Ko	Lim Shook Kong	Danny Lien Chong Tuan	Paul Jay De Mand
Present	1. Partners K&K Limited 2. AMOS Supply Pte. Ltd. 3. AMOS Korea Pte. Ltd. 4. AMOS Power Pte. Ltd. 5. AMOS Malaysia Sdn. Bhd. 6. AMOS EME Pte. Ltd. 7. AMOS Indonesia Pte. Ltd. 8. AMOS Supply Korea Pte. Ltd. 9. Lv Yang (Tianjin) Offshore Equipment Pte. Ltd. 10. Lv Yang (Tianjin) Offshore Equipment Co., Ltd. 11. Allseas Marine Services Pte. Ltd. 12. PT. AMOS Utama Indonesia 13. AMOS Korea Co., Ltd 14. AMOS Supply Korea Co., Ltd 15. AMOS Europe (UK) Limited 16. AMOS Middle East FZE 17. AMOS Middle East Holdings FZE	1. Immediate Media Company Singapore Pte. Ltd. 2. SCHMID Singapore Pte. Ltd. 3. AMOS Malaysia Sdn. Bhd.	1. AMOS International (S) Pte. Ltd. 2. AMOS International Holdings Pte. Ltd. 3. AMOS Asia Pte. Ltd. 4. AMOS International (M) Sdn. Bhd. 5. AMOS International (HK) Limited 6. AMOS International Lanka (Private) Limited 7. AMOS International (Shanghai) Co., Ltd. 8. Alpha & Omega Media Production Centre Pte. Ltd. 9. Bemo MMP Rail Systems Pte. Ltd. 10. Cold Chain Company Pte. Ltd. 11. Imafit Pte. Ltd. 12. Institute for Human Resource Professionals Limited 13. World Hand Shipping Limited	1. COSMO 2. Delta Tau Delta Education Foundation

Name of Director	Peter Pil Jae Ko	Lim Shook Kong	Danny Lien Chong Tuan	Paul Jay De Mand
The general statutory disclosures (items (a) to (k) of Appendix 7.4.1) of the Directors are as follows: There is no change in the information of the following Directors : 1. Mr Paul Jay De Mand as announced on 1 July 2019; 2. Mr Danny Lien Chong Tuan as announced on 13 February 2019; 3. Mr Peter Pil Jae Ko as announced on 13 March 2018; and 4. Mr Lim Shook Kong as announced on 13 March 2018.				
Prior Experience as a Director of a Listed Company on the Exchange				
Any prior experience as a director of an issuer listed on the Exchange?	Not applicable. This is a re-election of a director	Not applicable. This is a re-election of a director	Not applicable. This is a re-election of a director.	Not applicable. This is a re-election of a director.

FINANCIAL CONTENTS

We are pleased to submit this annual report to the members of the Company together with the audited financial statements for the financial year ended 31 March 2019.

In our opinion:

(a) the financial statements set out on pages 54 to 133 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 31 March 2019 and the financial performance, changes in equity and cash flows of the Group for the year ended on that date in accordance with the provisions of the Singapore Companies Act, Chapter 50 and Singapore Financial Reporting Standards (International) ("SFRS(I)"); 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.

The Board of Directors has, on the date of this statement, authorized these financial statements for issue.

Directors

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

Mr Kyle Arnold Shaw, Jr
Mr Peter Pil Jae Ko
Mr Lim Shook Kong
Mr Alan John Hargreaves
Mr David Wood Hudson
Mr Danny Lien Chong Tuan (Non-Executive Director, appointed on 13 February 2019)
Mr Paul Jay De Mand (Independent Non-Executive Director, appointed on 1 July 2019)

Change of Company name

During the financial year, the Company changed its name from Gaylin Holdings Limited to AMOS Group Limited.

Directors' interests

According to the register kept by the Company for the purposes of Section 164 of the Companies Act, Chapter 50 (the Act), particulars of interests of directors who held office at the end of the financial year (including those held by their spouses and children) in shares, debentures, warrants and share options in the Company and in related corporations (other than wholly-owned subsidiaries) are as follows:

	Shareholdings registered in name of director	
Name of director and company in which interests are held	**Holdings at beginning of the year**	**Holdings at end of the year**
Company		
AMOS Group Limited		
(ordinary shares)		
Danny Lien Chong Tuan	220,275,734	220,275,734

Directors' interests (Cont'd)

Name of director and company in which interests are held	Shareholdings in which director is deemed to have an interest Holdings at beginning of the year	 Holdings at end of the year
Holding company		
PeakBayou Ltd.	*	*
(ordinary shares)		
Lighthouse Logistics Limited	*	*
Kyle Arnold Shaw, Jr*		
Company		
AMOS Group Limited		
(ordinary shares)		
Kyle Arnold Shaw, Jr	1,915,105,771	1,915,105,771

* PeakBayou Ltd and Lighthouse Logistics Limited are indirectly wholly-owned by the ShawKwei Group. The ShawKwei Group is under the control of Kyle Arnold Shaw, Jr.

By virtue of Section 7 of the Singapore Companies Act, Kyle Arnold Shaw, Jr is deemed to have interests in the Company and in all the related corporations of the Company.

As a result of the common control arrangement with effect 13 March 2018, the number of ordinary shares as at 31 March 2018 includes the new shares issued for the acquisition of Amos International Holdings Pte. Ltd. ("AIH").

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares, debentures, warrants or share options of the Company, or of related corporations, either at the beginning of the financial year or at the end of the financial year.

Except as disclosed under the 'Share options' section of this statement, neither at the end of, nor at any time during the financial year, was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

The directors' interest in the shares of the Company at 21 April 2019 were the same as at 31 March 2019.

Share options

During the financial year, there were:

(i) on 27 December 2018, 31,791,000 options were recommended by the Board which are subject to certain terms set out in the letters granting the share options (including inter alia obtaining approvals from shareholders of the Company at a general meeting yet to be scheduled).

(ii) no shares issued by virtue of any exercise of options to take up unissued shares of the Company or its subsidiaries.

There were no unissued and approved shares of the Company or its subsidiaries or under option as at the end of the financial year.

Share Plan

The AMOS Employee Share Option Scheme ("ESOS") was approved by the shareholder on 24 September 2012 prior to the Company's listing on the Singapore Exchange Securities Trading Limited ("SGX-ST") on 25 October 2012. The ESOS is administered by the Remuneration Committee comprising Mr David Wood Hudson (Chairman), Mr Peter Pil Jae Ko and Mr Alan John Hargreaves.

(a) Participants

Executive directors, non-executive directors and confirmed full-time employees of the Group are eligible to participate in the ESOS.

(b) Size of the ESOS

The aggregate number of shares in respect of which the Remuneration Committee may grant options on any date, when added to the nominal amount of shares issued and issuable in respect of all options granted under the ESOS shall not exceed 15.0% of the issued share capital of the Company on the day immediately preceding the date of the relevant grant.

(c) Maximum entitlements

The aggregate number of shares comprised in any option to be offered to a participant under the ESOS shall be determined at the absolute discretion of the Remuneration Committee, which shall take into account (where applicable) criteria such as rank, past performance, years of service and potential for future development of that participant.

(d) Options, exercise period and exercise price

The options that are granted under the ESOS may have exercise prices that are, at the Remuneration Committee's discretion, set at a price (the "Market Price") equal to the average of the last dealt prices for the shares on the Official List of the SGX-ST for the five consecutive market days immediately preceding the relevant date of grant of the relevant option; or at a discount to the market price (subject to a maximum discount of 20.0%). Options which are fixed at the market price may be exercised after the first anniversary of the date of grant of that option while options exercisable at a discount to the Market Price may only be exercised after the second anniversary from the date of grant of the option. Options granted under the ESOS will have a life span of ten years.

(e) Duration of the ESOS

The ESOS shall continue in operation for a maximum duration of ten years and may be continued for any further period thereafter with the approval of shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required.

(f) At the end of the financial year, no awards have been granted under the ESOS.

Audit Committee

The Audit Committee of the Company, consisting all non-executive directors, is chaired by Mr Lim Shook Kong, and includes Mr Peter Pil Jae Ko and Mr Alan John Hargreaves. The Audit Committee has met four times since the last Annual General Meeting ("AGM") and has reviewed the following, where relevant, with the executive directors and external and internal auditors of the Company:

(a) The audit plans and results of the internal auditors' examination and evaluation of the Group's systems of internal accounting controls;

(b) The Group's financial and operating results and accounting policies;

Audit Committee (Cont'd)

(c) The financial statements of the Company and the consolidated financial statements of the Group before their submission to the directors of the Company and external auditor's report on those financial statements;

(d) The quarterly, half-yearly and annual announcements as well as the related press releases on the results and financial position of the Company and the Group;

(e) The co-operation and assistance given by the management to the Group's external auditors;

(f) Interested person transactions falling within the scope of Chapter 9 of the Listing Manual, Section 8: Rules of Catalist of the Singapore Securities Trading Limited and other relevant statutory requirements and any potential conflicts of interests; and

(g) The re-appointment of the external auditors of the Group.

Auditors

At an Extraordinary General Meeting held on 21 November 2018, KPMG LLP were appointed as the auditors of the Company. The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Board of Directors

Kyle Arnold Shaw, Jr
Director

Peter Pil Jae Ko
Director

1 July 2019

Report on the audit of the financial statements

Opinion

We have audited the financial statements of AMOS Group Limited (formerly known as Gaylin Holdings Limited), ('the Company') and its subsidiaries ('the Group'), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 March 2019, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows of the Group for the year ended 31 March 2019, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 54 to 133.

In our opinion, the accompanying consolidated financial statements of the Group and 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 Singapore Financial Reporting Standards (International) ("SFRS(I)") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 March 2019 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 '*Auditors' 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 judgment, 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.

Key audit matters (Cont'd)

Common control arrangement

The key audit matter

On 13 March 2018 PeakBayou Ltd, a company controlled by Mr Kyle Arnold Shaw, Jr acquired a majority interest in AMOS Group Limited (formerly known as Gaylin Holdings Limited) through the subscription of 799 million shares. Refer to Note 27.

On 18 October 2018 AMOS Group Limited completed its acquisition of AMOS International Holdings Pte. Ltd. and its group of subsidiaries. The transaction was approved at an Extraordinary General Meeting dated 3 October 2018.

Prior to the acquisition, AMOS International Holdings Pte. Ltd. was owned by Lighthouse Logistics Limited, which is controlled by Mr Kyle Arnold Shaw, Jr.

AMOS Group Limited has elected to account for the acquisition of AMOS International Holdings Pte Ltd and its subsidiaries as a common control arrangement on 13 March 2018, being the date that common control was first established. For this purpose, comparatives for 31 March 2018 are restated. Refer to Note 26.

Judgment was applied in determining that the arrangement meets the requirement to be accounted as a common control arrangement, and that common control was first established on 13 March 2018.

How the matter was addressed in our audit

In respect of the common control arrangement, we have:

- reviewed the sale and purchase agreement between AMOS Group Limited and vendors (Lighthouse Logistics Limited and Danny Lien Chong Tuan) and validated the existence and completeness of the arrangement.

- reviewed the legal shareholdings of Lighthouse Logistics Limited and PeakBayou Ltd, and sighted share certificates to verify the legal owners of these companies.

- reviewed the legal ownership structures of Lighthouse Logistics Limited and PeakBayou Ltd to verify the date at which Mr Kyle Arnold Shaw, Jr. first obtained common control of AMOS Group Limited and AMOS International Holdings Pte. Ltd..

- performed cut off procedures to determine that the financial position and results of AMOS International Holdings Pte. Ltd. and its group of subsidiaries was appropriately included into the consolidated restated results of the Group from 13 March 2018, the date common control was established, and resultant merger reserve correctly accounted.

- reviewed the adequacy of disclosures in the financial statements.

Findings

We concur with management's assessment that the arrangement meets the criteria to be accounted as a common control arrangement and adequacy of disclosures in the financial statements. The financial results of AMOS International Holdings Pte. Ltd. and subsidiaries and merger reserve from the common control arrangement was noted to have been recognized appropriately with effect from 13 March 2018, being the earliest date that common control between the AMOS Group Limited (formerly known as Gaylin Holdings Limited) and AMOS International Holdings Pte. Ltd. and subsidiaries was established.

Key audit matters (Cont'd)

Net realizable value of Offshore inventories

The key audit matter

Under SFRS(I) 1-2 Inventories, the Group's inventories are carried at the lower of cost and net realizable value. The assessment of the net realizable value requires the exercise of significant judgment.

In particular, the Group holds a significant amount of accessories and wire ropes in the Offshore business segment. Due to the weak economic environment in the offshore oil and gas industry, resulting in slower demand for the Group's Offshore inventories, there is a risk that the estimates of net realizable value exceed the future selling prices, resulting in future losses when the inventories are sold.

Management engaged an external independent specialist, to assist with the assessment of its Offshore inventory as at 31 March, 2019.

Based on the independent specialist's assessment, $9.5 million was recorded to write down identified inventory to its estimated market price or scrapped value of $52.6 million as at 31 March 2019.

The write down of $9.5 million was recognized in cost of sales.

How the matter was addressed in our audit

In respect of the valuation of the Offshore inventories, our procedures included, among others:

- evaluated the appropriateness of the design and implementation of management's controls over the assessment of net realizable value.
- evaluated the competency, reputation and objectivity of the independent valuation specialist engaged by the Group.
- obtained an understanding of the overall basis of the independent specialist's assessments as at 31 March 2019 through interviews with the Specialist.
- obtained the basis for determining the net realizable value from the independent specialist. Independently corroborated the written down values against recent sales trends and point estimates.

Findings

We found management's assessment of the written down Offshore inventories' to their estimated net realizable values to be within a reasonable range of the estimated market selling prices.

Other information

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained all other information prior to the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we do 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 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, 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 SFRS(I), and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorized use or disposition; and transactions are properly authorized 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.

Auditors' 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 auditors' 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 judgment 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 controls.

- Obtain an understanding of internal controls 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 controls.

- 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 auditors' 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 auditors' 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.

Auditors' responsibilities for the audit of the financial statements (Cont'd)

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 controls 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 communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless the law or regulations preclude 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.

Other matter

The financial statements for the year ended 31 March 2018 were audited by another auditor whose report dated 29 June 2018 expressed an unqualified opinion on those statements.

Report on other legal and regulatory requirements

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

The engagement partner on the audit resulting in this independent auditors' report is Chiang Yong Torng.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
1 July 2019

STATEMENTS OF FINANCIAL POSITION

As at 31 March 2019

	Note	Group			Company		
			* Restated	* Restated		* Restated	* Restated
		31 Mar 2019	31 Mar 2018	1 Apr 2017	31 Mar 2019	31 Mar 2018	1 Apr 2017
		$	$	$	$	$	$
Assets							
Property, plant and equipment	4	**75,815,747**	57,700,235	35,522,855	**227,168**	407,906	603,513
Intangible assets	5	**–**	–	2,566,164	**–**	–	–
Club membership		**26,500**	26,500	–	**–**	–	–
Goodwill		**124,619**	425,185	–	**–**	–	–
Prepayments	10	**–**	72,975	150,599	**–**	–	–
Deferred tax assets	7	**101,294**	85,323	266,304	**–**	–	–
Subsidiaries	6	**–**	–	–	**153,461,044**	67,526,161	49,994,224
Associates		**42,110**	30,244	–	**–**	–	–
Non-current assets		**76,110,270**	58,340,462	38,505,922	**153,688,212**	67,934,067	50,597,737
Inventories	8	**57,867,462**	83,526,658	127,923,753	**–**	–	–
Trade receivables	9	**32,512,310**	26,167,773	21,173,232	**1,744,721**	2,709,499	3,037,546
Contract assets	20	**3,465,176**	1,888,227	–	**333,790**	402,599	449,274
Other receivables	10	**4,540,446**	5,781,572	2,118,279	**769,125**	164,328	188,022
Income tax receivables		**32,972**	119,427	101,106	**–**	–	–
Cash and bank balances	12	**28,607,270**	71,275,832	6,601,759	**11,191,573**	52,117,176	35,361
		127,025,636	188,759,489	157,918,129	**14,039,209**	55,393,602	3,710,203
Assets held for sale	11	**8,555,087**	–	–	**–**	–	–
Current assets		**135,580,723**	188,759,489	157,918,129	**14,039,209**	55,393,602	3,710,203
Total assets		**211,690,993**	247,099,951	196,424,051	**167,727,421**	123,327,669	54,307,940
Equity							
Share capital	13	**166,255,912**	166,302,232	50,586,533	**166,255,912**	118,339,777	50,586,533
Translation reserves		**1,066,690**	690,741	1,479,013	**–**	–	–
Other reserves	14	**597,710**	(19,769,268)	–	**–**	–	–
(Accumulated losses) Retained earnings		**(44,729,859)**	(10,188,997)	41,830,080	**551,566**	3,041,563	3,422,603
Equity attributable to owners of the Company		**123,190,453**	137,034,708	93,895,626	**166,807,478**	121,381,340	54,009,136
Non-controlling interests		**68,508**	82,408	34,637	**–**	–	–
Total equity		**123,258,961**	137,117,116	93,930,263	**166,807,478**	121,381,340	54,009,136

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

As at 31 March 2019

		Group			Company		
			* Restated	* Restated		* Restated	* Restated
	Note	31 Mar 2019	31 Mar 2018	1 Apr 2017	31 Mar 2019	31 Mar 2018	1 Apr 2017
		$	$	$	$	$	$
Liabilities							
Bank borrowings	15	**39,326,441**	50,014,841	5,093,179	**–**	–	–
Deferred tax liabilities	7	**61,646**	209,593	134,898	**9,015**	9,015	101,015
Finance lease liabilities	16	**88,514**	589,949	908,179	**–**	–	4,106
Non-current liabilities		**39,476,601**	50,814,383	6,136,256	**9,015**	9,015	105,121
Bank borrowings	15	**11,363,344**	13,595,936	77,879,167	**–**	–	–
Finance lease liabilities	16	**144,213**	781,889	663,796	**–**	4,106	5,199
Income tax payable		**39**	75,183	233,656	**–**	–	–
Trade payables	17	**26,092,465**	20,488,402	10,027,384	**–**	–	–
Contract liabilities	20	**394,549**	61,400	–	**–**	–	–
Other payables	18	**10,552,821**	23,263,301	7,553,529	**910,928**	1,438,867	188,484
Provisions	19	**408,000**	902,341	–	**–**	494,341	–
Current liabilities		**48,955,431**	59,168,452	96,357,532	**910,928**	1,937,314	193,683
Total liabilities		**88,432,032**	109,982,835	102,493,788	**919,943**	1,946,329	298,804
Total equity and liabilities		**211,690,993**	247,099,951	196,424,051	**167,727,421**	123,327,669	54,307,940

* Restated. Refer to Note 26 and Note 32.

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

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Year ended 31 March 2019

	Note	2019 $	* Restated 2018 $
Revenue	20	**129,390,950**	71,396,654
Cost of sales		**(117,447,270)**	(94,844,762)
Gross profit/(loss)		**11,943,680**	(23,448,108)
Distribution costs		**(11,050,668)**	(5,075,548)
Administrative expenses		**(26,629,660)**	(13,831,776)
Other operating income	21	**806,329**	111,078
Other operating expenses	21	**(6,849,366)**	(6,517,118)
Finance costs	22	**(2,595,377)**	(2,965,871)
Loss before tax		**(34,375,062)**	(51,727,343)
Income tax	23	**(96,894)**	(311,908)
Loss for the year	24	**(34,471,956)**	(52,039,251)
Other comprehensive income:			
Items that will not be reclassified to profit or loss			
Revaluation of property, plant and equipment		**20,459,885**	–
Items that may be reclassified subsequently to profit or loss			
Translation gain/(loss) arising on consolidation, representing, other comprehensive income for the year, net of tax		**374,892**	(788,945)
Total comprehensive loss for the year		**(13,637,179)**	(52,828,196)
Loss attributable to:			
- Owners of the Company		**(34,366,206)**	(52,019,077)
- Non-controlling interests		**(105,750)**	(20,174)
		(34,471,956)	(52,039,251)
Total comprehensive loss attributable to:			
- Owners of the Company		**(13,623,279)**	(52,807,349)
- Non-controlling interests		**(13,900)**	(20,847)
		(13,637,179)	(52,828,196)
Basic and diluted loss per share	25	**(1.32 cents)**	(9.45 cents)

* Restated. Refer to Note 26 and Note 32.

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

	Share capital	Retained earnings/ (Accumulated losses)	Translation reserve	Other reserves: Merger reserves (Note 26)	Other reserves: Revaluation reserves	Attributable to owners of the Company	Non-controlling interests	Total equity
	$	$	$	$	$	$	$	$
Group								
At 1 April 2017	50,586,533	41,830,080	1,479,013	–	–	93,895,626	34,637	93,930,263
Total comprehensive income for the year								
Loss for the year	–	(52,019,077)	–	–	–	(52,019,077)	(20,174)	(52,039,251)
Other comprehensive income	–	–	(788,272)	–	–	(788,272)	(673)	(788,945)
Total comprehensive income for the year	–	(52,019,077)	(788,272)	–	–	(52,807,349)	(20,847)	(52,828,196)
Transactions with owners, recognized directly in equity								
Contributions by and distributions to owners								
Issue of shares	115,962,455	–	–	–	–	115,962,455	–	115,962,455
Share issuance expenses	(246,756)	–	–	–	–	(246,756)	–	(246,756)
Merger reserves (Note 26)	–	–	–	(19,769,268)	–	(19,769,268)	–	(19,769,268)
Contribution from non-controlling interest	–	–	–	–	–	–	68,618	68,618
Total contributions by and distributions to owners	115,715,699	–	–	(19,769,268)	–	95,946,431	68,618	96,015,049
At 31 March 2018 * Restated	166,302,232	(10,188,997)	690,741	(19,769,268)	–	137,034,708	82,408	137,117,116

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

Year ended 31 March 2019

	Share capital	Retained earnings/ (Accumulated losses)	Translation reserve	Other reserves: Merger reserves (Note 26)	Other reserves: Revaluation reserves	Attributable to owners of the Company	Non-controlling interests	Total equity
	$	$	$	$	$	$	$	$
Group								
At 1 April 2018* Restated	166,302,232	(10,188,997)	690,741	(19,769,268)	–	137,034,708	82,408	137,117,116
Effect of adoption of IFRS 9	–	(174,656)	–	–	–	(174,656)	–	(174,656)
Adjusted balance at 1 April 2018	166,302,232	(10,363,653)	690,741	(19,769,268)	–	136,860,052	82,408	136,942,460
Total comprehensive income for the year								
Loss for the year	–	(34,366,206)	–	–	–	(34,366,206)	(105,750)	(34,471,956)
Other comprehensive income	–	–	375,949	–	–	375,949	(1,057)	374,892
Revaluation of Property, plant and equipment (Note 4)	–	–	–	–	20,366,978	20,366,978	92,907	20,459,885
Total comprehensive income for the year	–	(34,366,206)	375,949	–	20,366,978	(13,623,279)	(13,900)	(13,637,179)
Transactions with owners, recognized directly in equity								
Contributions by and distributions to owners								
Share issuance expenses	(46,320)	–	–	–	–	(46,320)	–	(46,320)
Total contributions by and distributions to owners	(46,320)	–	–	–	–	(46,320)	–	(46,320)
At 31 March 2019	166,255,912	(44,729,859)	1,066,690	(19,769,268)	20,366,978	123,190,453	68,508	123,258,961

* Restated. Refer to Note 26 and Note 32.

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

	Note	2019 $	* Restated 2018 $
Cash flows from operating activities			
Loss before tax		**(34,375,062)**	(51,727,343)
Adjustments for:			
Interest expense		**2,595,377**	2,965,871
Interest income		**(5,241)**	(3,988)
Depreciation		**5,890,384**	5,018,701
Amortization of intangible assets		**–**	476,124
Impairment loss on trade receivables		**765,950**	141,690
Doubtful trade receivables recovered		**(57,096)**	(97,592)
Trade receivables written off		**98,128**	300,402
Other receivables written off		**20,514**	–
Loss on disposal of property, plant and equipment		**768,082**	1,310,874
Share of profit from associate company		**(11,864)**	–
Property, plant and equipment written off		**–**	238,000
Provisions		**–**	442,000
Impairment of goodwill		**286,424**	–
Impairment of intangible assets	5	**–**	1,971,587
Impairment of property, plant and equipment		**269,839**	–
Net foreign exchange gain - unrealized		**167,984**	(19,072)
Inventory adjustment to market price		**6,759,733**	35,490,017
Inventory adjustment for scrapped inventories		**3,321,182**	–
Trade payables written back		**27,522**	–
Operating cash flows before movements in working capital		**(13,478,144)**	(3,492,729)
Changes in:			
Trade receivables		**(7,221,554)**	11,192,796
Other receivables		**1,466,422**	(2,641,396)
Contract assets		**(1,564,225)**	(344,081)
Inventories		**15,619,044**	10,231,371
Trade payables		**1,039,552**	(3,206,458)
Other payables		**(8,898,581)**	3,755,411
Contract liabilities		**332,363**	61,400
Provisions		**(494,341)**	902,341
Bank bills payable		**(6,215,878)**	(2,953,261)
Cash generated from operating activities		**(19,415,342)**	13,505,394
Interest paid on bank bills		**(58,526)**	(365,127)
Interest received		**5,241**	3,988
Income tax paid		**(246,576)**	(436,770)
Net cash (used in)/from operating activities		**(19,715,203)**	12,707,485

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

Year ended 31 March 2019

	Note	2019 $	* Restated 2018 $
Cash flows from investing activities			
Proceeds on disposal of property, plant and equipment		**1,071,805**	9,978,717
Purchases of property, plant and equipment		**(9,911,280)**	(2,218,489)
Fixed deposit placement		**(790,000)**	–
Common control arrangement	26	**–**	2,273,289
Net cash (used in)/from investing activities		**(9,629,475)**	10,033,517
Cash flows from financing activities			
Repayment of loans in other payables		**(3,399,588)**	–
Proceeds from loans in other payables		**–**	500,000
Interest paid on borrowings		**(2,683,155)**	(2,570,226)
Repayment of obligations under finance leases		**(1,139,991)**	(2,011,084)
Proceeds from bank loans		**48,150,000**	–
Repayment of bank loans		**(54,980,588)**	(20,522,885)
Transaction costs for bank loans		**(156,000)**	(184,918)
Proceed from issuance of shares of the Company		**–**	68,000,000
Payment of share issue expenses		**(46,320)**	(119,132)
Contribution from non-controlling interests		**–**	68,618
Restricted cash at bank		**(817,515)**	(190,270)
Net cash (used in)/from financing activities		**(15,073,157)**	42,970,103
Net (decrease)/increase in cash and cash equivalents		**(44,417,835)**	65,711,105
Cash and cash equivalents at beginning of the year		**71,019,330**	5,431,203
Effect of exchange rate fluctuations on cash held		**50,453**	(122,978)
Cash and cash equivalents at end of the year		**26,651,948**	71,019,330
Cash and cash equivalents consist of:			
Cash and bank balances		**28,607,270**	71,275,832
Fixed deposit		**(790,000)**	–
Restricted cash at bank	12	**(817,515)**	(190,270)
Bank overdrafts	15	**(347,807)**	(66,232)
		26,651,948	71,019,330

* Restated. Refer to Note 26 and Note 32.

Other supplementary disclosures:

During the year, the Group purchased property, plant and equipment with an aggregate cost of $14,260,749 (2018: $2,015,272) of which $Nil (2018: $73,600) was acquired under finance lease arrangements. $4,797,538 (2018: $652,069) remained unpaid as at the end of the reporting period.

On 18 October 2018 AMOS Group Limited, a company controlled by Mr Kyle Arnold Shaw, Jr (75.64%) completed its acquisition of AMOS International Holdings Pte. Ltd. and its group of subsidiaries. The acquisition was accounted as a common control arrangement effective on 13 March 2018, the date that common control was first established. The acquisition was a non-cash transaction as the acquisition was settled by the issuance of AMOS Group Limited ordinary shares. Refer to note 26 for details.

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

These notes form an integral part of the financial statements.

The financial statements were authorized for issue by the Board of Directors on 1 July 2019.

1 Domicile and activities

AMOS Group Limited (formerly known as Gaylin Holdings Limited) ('the Company') is incorporated in Singapore. The address of the Company's registered office is 156 Gul Circle, Singapore 629613. The holding company of AMOS Group Limited is PeakBayou Limited. PeakBayou Limited is 100% owned by a private equity fund, ShawKwei Asia Value Fund 2017 ("ShawKwei"), a Cayman Islands limited partnership.

At an Extraordinary General Meeting held on 21 November 2018, the Group changed its name from Gaylin Holdings Limited to AMOS Group Limited.

The financial statements of the Group as at and for the year ended 31 March 2019 comprise the Company and its subsidiaries (together referred to as the 'Group' and individually as 'Group entities').

The Company is primarily involved in investment holding and the provision of management services to its subsidiaries.

The principal activities of the significant subsidiaries are disclosed in Note 6 to the financial statements.

On 18 October 2018 AMOS Group Limited, a company controlled by Mr Kyle Arnold Shaw, Jr (75.64%) completed its acquisition of AMOS International Holdings Pte. Ltd. and its group of subsidiaries. The acquisition was accounted as a common control arrangement effective on 13 March 2018, the date that common control was first established and for this purpose comparatives are restated. Refer to note 26 for details.

2 Basis of preparation

2.1 Statement of compliance

The financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) ('SFRS(I)'). These are the Group's first financial statements prepared in accordance with SFRS(I) and SFRS(I) 1 *First-time Adoption of Singapore Financial Reporting Standards (International)* has been applied.

In the previous financial years, the financial statements were prepared in accordance with Financial Reporting Standards in Singapore ('FRS'). An explanation of how the transition to SFRS(I) and application of SFRS(I) 9 and SFRS(I) 15 have affected the reported financial position, financial performance and cash flows is provided in Note 32.

2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

2.3 Functional and presentation currency

These financial statements are presented in Singapore dollars, which is the Company's functional currency. All financial information presented in Singapore dollars has been rounded to the nearest dollar, unless otherwise stated.

2.4 Use of estimates and judgments

The preparation of the financial statements in conformity with SFRS(I)s requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

2 Basis of preparation (Cont'd)

2.4 Use of estimates and judgments (Cont'd)

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are included in the following notes:

Note 4 – Valuation of property, plant and equipment: key assumptions underlying the valuation of freehold/leasehold land and buildings. The Group changed its accounting policy as at 31 March 2019 to carry freehold/leasehold land and buildings from a cost model to a revaluation model. The Group engaged real estate valuation experts to assess the fair value of its freehold/leasehold land and buildings as at 31 March 2019. The Group carried its building at its revalued amount as at 31 March 2019, which approximates its fair value. Changes in fair values were recognized in other comprehensive income. The fair value of the freehold/leasehold land and buildings is determined by independent real estate valuation experts using an open market value approach every 3 years;

Note 6 – impairment test of investment in subsidiary: key assumptions underlying recoverable amounts;

Note 8 – determination of the net realizable value of inventory on the basis of significant unobservable inputs;

Note 23 – Estimation of deferred tax assets on tax losses to be recognized;

Note 26 – Judgment in common control; date of when common control first existed.

Note 31 – Measurement of fair values. A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief Financial Officer.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses and documents the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of SFRS(I), including the level in the fair value hierarchy in which the valuations should be classified.
Significant valuation issues are reported to the Group's Audit Committee.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement (with Level 3 being the lowest).

2 Basis of preparation (Cont'd)

2.4 Use of estimates and judgments (Cont'd)

Measurement of fair values (Cont'd)

The Group recognizes transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following Note 31 – financial instruments

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and in preparing the opening SFRS(I) statements of financial position at 1 April 2018 for the purposes of the transition to SFRS(I), unless otherwise indicated.

The accounting policies have been applied consistently by Group entities.

3.1 Basis of consolidation

(i) Business combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group.

Acquisitions from 1 April 2018

For acquisitions from 1 April 2018, the Group measures goodwill at the date of acquisition as:

- the fair value of the consideration transferred; plus
- the recognized amount of any NCI in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the pre-existing equity interest in the acquiree,

over the net recognized amount (generally fair value) of the identifiable assets acquired and liabilities assumed. Any goodwill that arises is tested annually for impairment.

When the excess is negative, a bargain purchase gain is recognized immediately in profit or loss.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognized in profit or loss.

Any contingent consideration payable is recognized at fair value at the date of acquisition and included in the consideration transferred. If the contingent consideration that meets the definition of a financial instrument is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes to the fair value of the contingent consideration are recognized in profit or loss.

3 Significant accounting policies (Cont'd)

3.1 Basis of consolidation (Cont'd)

(i) Business combinations (Cont'd)

Acquisitions from 1 April 2018 (Cont'd)

When share-based payment awards (replacement awards) are exchanged for awards held by the acquiree's employees (acquiree's awards) and relate to past services, then all or a portion of the amount of the acquirer's replacement awards is included in measuring the consideration transferred in the business combination. This determination is based on the market-based value of the replacement awards compared with the market-based value of the acquiree's awards and the extent to which the replacement awards relate to past and/or future service.

NCI that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation are measured either at fair value or at the NCI's proportionate share of the recognized amounts of the acquiree's identifiable net assets, at the date of acquisition. The measurement basis taken is elected on a transaction-by-transaction basis. All other NCI are measured at acquisition-date fair value, unless another measurement basis is required by SFRS(I)s.

Costs related to the acquisition, other than those associated with the issue of debt or equity investments, that the Group incurs in connection with a business combination are expensed as incurred.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners and therefore no adjustments are made to goodwill and no gain or loss is recognized in profit or loss. Adjustments to NCI arising from transactions that do not involve the loss of control are based on a proportionate amount of the net assets of the subsidiary.

Acquisitions before 1 April 2018

As part of transition to SFRS(I), the Group elected not to restate those business combinations that occurred before the date of transition to SFRS(I), i.e. 1 April 2017. Goodwill arising from acquisitions before 1 April 2017 has been carried forward from the previous FRS framework as at the date of transition.

(ii) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the NCI in a subsidiary are allocated to the NCI even if doing so causes the NCI to have a deficit balance.

(iii) Acquisitions from entities under common control

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative year presented or, if later, at the date that common control was established; for this purpose comparatives are restated. The assets and liabilities acquired are recognized at the carrying amounts recognized previously in the Group controlling shareholder's consolidated financial statements. The components of equity of the acquired entities are added to the same components within Group equity and any gain/loss arising is recognized directly in equity.

3 Significant accounting policies (Cont'd)

3.1 Basis of consolidation (Cont'd)

(iv) Loss of control

When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognized in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

(v) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealized gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

(vi) Subsidiaries and associates in the separate financial statements

Investments in subsidiaries and associates are stated in the Company's statement of financial position at cost less accumulated impairment losses.

3.2 Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortized cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortized cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction. Foreign currency differences arising on translation are generally recognized in profit or loss.

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Singapore dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Singapore dollars at exchange rates at the dates of the transactions.

Foreign currency differences are recognized in OCI, and presented in the foreign currency translation reserve (translation reserve) in equity. Since 1 April 2017, the Group's date of transition to SFRS(I), such differences have been recognized in the foreign currency translation reserve (translation reserve) in equity. However, if the foreign operation is a non-wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the NCI. When a foreign operation is disposed of such that control, significant influence is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to NCI. When the Group disposes of only part of its investment in an associate that includes a foreign operation while retaining significant influence, the relevant proportion of the cumulative amount is reclassified to profit or loss.

3 Significant accounting policies (Cont'd)

3.2 Foreign currency (Cont'd)

(ii) Foreign operations (Cont'd)

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item that are considered to form part of a net investment in a foreign operation are recognized in OCI, and are presented in the translation reserve in equity.

3.3 Financial instruments

(i) Recognition and initial measurement

Non-derivative financial assets and financial liabilities

Trade receivables and debt investments issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Classification and subsequent measurement

Non-derivative financial assets – Policy applicable from 1 April 2018

On initial recognition, a financial asset is classified as measured at amortized cost.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets: Business model assessment – Policy applicable from 1 April 2018

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;

3 Significant accounting policies (Cont'd)

3.3 Financial instruments (Cont'd)

(ii) Classification and subsequent measurement (Cont'd)

Financial assets: Business model assessment – Policy applicable from 1 April 2018 (Cont'd)

- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Non-derivative financial assets: Assessment whether contractual cash flows are solely payments of principal and interest – Policy applicable from 1 April 2018

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

3 Significant accounting policies (Cont'd)

3.3 Financial instruments (Cont'd)

(ii) Classification and subsequent measurement (Cont'd)

Non-derivative financial assets: Subsequent measurement and gains and losses – Policy applicable from 1 April 2018

Financial assets at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

Non-derivative financial assets – Policy applicable before 1 April 2018

The Group classifies non-derivative financial assets into loans and receivables.

Non-derivative financial assets: Subsequent measurement and gains and losses – Policy applicable before 1 April 2018

Loans and receivables

Loans and receivables were financial assets with fixed or determinable payments that were not quoted in an active market. Such assets are initially measured at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables were measured at amortized cost using the effective interest method, less any impairment losses.

Loans and receivables comprised cash and bank balances, and trade and other receivables (excludes prepayments and GST recoverable).

Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost.

Other financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. These financial liabilities comprised loans and borrowings, bank overdrafts, finance lease liabilities and trade and other payables.

(iii) Derecognition

Financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognized in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

3 Significant accounting policies (Cont'd)

3.3 Financial instruments (Cont'd)

(iii) Derecognition (Cont'd)

Financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(v) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and short-term deposits with maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments. For the purpose of the statement of cash flows, bank overdrafts that are repayable on demand and that form an integral part of the Group's cash management are included in cash and cash equivalents.

(vi) Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity, net of any tax effects.

(vii) Intra-group financial guarantees in the separate financial statements

Financial guarantees are financial instruments issued by the Company that require the issuer to make specified payments to reimburse the holder for the loss it incurs because a specified debtor fails to meet payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees issued are initially measured at fair value and the initial fair value is amortized over the life of the guarantees. Subsequent to initial measurement, the financial guarantees are measured at the higher of the amortized amount and the amount of loss allowance.

ECLs are a probability-weighted estimate of credit losses. ECLs are measured for financial guarantees issued as the expected payments to reimburse the holder less any amounts that the Company expects to recover.

Loss allowances for ECLs for financial guarantees issued are presented in the Company's statement of financial position as 'loans and borrowings'.

3 Significant accounting policies (Cont'd)

3.3 Financial instruments (Cont'd)

(vii) Intra-group financial guarantees in the separate financial statements (Cont'd)

Intra-group financial guarantees in the separate financial statements – Policy applicable before 1 April 2018

The policy applied in the comparative information presented for 2018 is similar to that applied for 2019. However, for subsequent measurement, the financial guarantees were measured at the higher of the amortized amount and the present value of any expected payment to settle the liability when a payment under the contract has become probable.

3.4 Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses. The cost of certain items of property, plant and equipment at 1 April 2017, the Group's date of transition to SFRS(I), was determined with reference to its fair value at that date.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes:

- the cost of materials and direct labor;
- any other costs directly attributable to bringing the assets to a working condition for their intended use;
- when the Group has an obligation to remove the asset or restore the site, an estimate of the costs of dismantling and removing the items and restoring the site on which they are located; and
- capitalized borrowing costs.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

(ii) Subsequent costs

The cost of replacing a component of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in profit or loss as incurred.

(iii) Revaluation of property, plant and equipment – Leasehold/Freehold land and buildings

Leasehold/Freehold land and buildings are measured at their revalued amounts, less accumulated depreciation and impairment losses recognized after the date of the revaluation. Valuations are performed with sufficient regularity to ensure that the carrying amount does not differ materially from the fair value of the building at the end of the reporting period.

3 Significant accounting policies (Cont'd)

3.4 Property, plant and equipment (Cont'd)

(iii) Revaluation of property, plant and equipment – Leasehold/Freehold land and buildings (Cont'd)

Any revaluation surplus is recognized in other comprehensive income and accumulated in equity under the revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognized in profit or loss, in which case the increase is recognized in profit or loss. A revaluation deficit is recognized in profit or loss, except to the extent that it offsets an existing surplus on the same asset carried in the revaluation reserve.

Any accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. The revaluation surplus included in the revaluation reserve in respect of an asset is transferred directly to retained earnings on retirement or disposal of the asset.

(iv) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

Depreciation is recognized as an expense in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment, unless it is included in the carrying amount of another asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated.

Depreciation is recognized from the date that the property, plant and equipment are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use.

The estimated useful lives for the current and comparative years are as follows:

• Freehold buildings	40 years
• Leasehold land and buildings (additional over the remaining life of the lease)	7 to 30 years
• Leasehold improvements	3 to 19 years
• Plant, machinery and equipment	
- Tools and equipment	2 to 10 years
- Test-bed	15 years
• Supply boat	15 years
• Motor vehicles	3 to 10 years
• Furniture and fittings	2 to 10 years
• Office equipment	2 to 10 years

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

3 Significant accounting policies (Cont'd)

3.5 Intangible assets and goodwill

(i) Goodwill

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets. For the measurement of goodwill at initial recognition, see note 3.1(i).

Subsequent measurement

Goodwill is measured at cost less accumulated impairment losses. In respect of associates, the carrying amount of goodwill is included in the carrying amount of the investment, and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the associates.

(ii) Intangible asset

Customer relationships acquired in a business combination are identified and recognized separately from goodwill. The cost of such intangible assets is their fair value as at the acquisition date.

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets acquired separately.

(iii) Amortization

Intangible assets of the Group relate to customer relationships acquired in business combinations and have finite useful lives and are measured at cost less accumulated amortization and impairment losses. These are amortized to profit or loss on a straight-line basis over their estimated useful lives of 4 to 8 years (2018: 4 to 8 years).

Amortization methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

The intangible assets of the Group have been fully impaired as at 31 March 2018.

3.6 Non-current assets held for sale

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less cost to sell. Non-current assets and disposal groups are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortized.

3.7 Inventories

Inventories comprise wire ropes, accessories and trading goods for marine supplies. Inventories are measured at the lower of cost and net realizable value. Cost is calculated using the first-in, first-out method for accessories and marine supplies and specific identification method for wire ropes. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity. Net realizable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

3 Significant accounting policies (Cont'd)

3.8 Impairment

(i) Non-derivative financial assets and contract assets

Policy applicable from 1 April 2018

The Group recognizes loss allowances for ECLs on:

- financial assets measured at amortized costs;
- contract assets (as defined in SFRS(I) 15); and
- intra-group financial guarantee contracts (FGC).

Loss allowances of the Group are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument or contract asset.

Simplified approach

The Group applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

General approach

The Group applies the general approach to provide for ECLs on all other financial instruments and FGCs. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The Group considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realizing security (if any is held); or
- the financial asset is more than 180 days past due.

3 Significant accounting policies (Cont'd)

3.8 Impairment (Cont'd)

(i) Non-derivative financial assets and contract assets (Cont'd)

Policy applicable from 1 April 2018 (Cont'd)

General approach (Cont'd)

The Group considers a contract asset to be in default when the customer is unlikely to pay its contractual obligations to the Group in full, without recourse by the Group to actions such as realizing security (if any is held).

The Company considers a FGC to be in default when the debtor of the loan is unlikely to pay its credit obligations to the creditor and the Company in full, without recourse by the Company to actions such as realizing security (if any is held). The Company only applies a discount rate if, and to the extent that, the risks are not taken into account by adjusting the expected cash shortfalls.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECLs in the statement of financial position

Loss allowances for financial assets measured at amortized cost and contract assets are deducted from the gross carrying amount of these assets.

Loss allowances for FGC are recognized as a financial liability to the extent that they exceed the initial carrying amount of the FGC less the cumulated income recognized.

3 Significant accounting policies (Cont'd)

3.8 Impairment (Cont'd)

(i) Non-derivative financial assets and contract assets (Cont'd)

Policy applicable from 1 April 2018 (Cont'd)

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

Policy applicable before 1 April 2018

A financial asset not carried at FVTPL, including an interest in an associate, was assessed at the end of each reporting period to determine whether there was objective evidence that it was impaired. A financial asset was impaired if objective evidence indicated that a loss event(s) had occurred after the initial recognition of the asset, and that the loss event(s) had an impact on the estimated future cash flows of that asset that could be estimated reliably.

Objective evidence that financial assets (including equity investments) were impaired included default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer would enter bankruptcy, adverse changes in the payment status of borrowers or issuers, economic conditions that correlate with defaults or the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant decline in its fair value below its cost was objective evidence of impairment.

Loans and receivables and contract asset

The Group considered evidence of impairment for loans and receivables, contract asset at both an individual asset and collective level. All individually significant assets were individually assessed for impairment. Those found not to be impaired were then collectively assessed for any impairment that had been incurred but not yet identified. Assets that were not individually significant were collectively assessed for impairment. Collective assessment was carried out by grouping together assets with similar risk characteristics.

In assessing collective impairment, the Group used historical information on the timing of recoveries and the amount of loss incurred, and made an adjustment if current economic and credit conditions were such that the actual losses were likely to be greater or lesser than suggested by historical trends.

An impairment loss was calculated as the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the asset's original effective interest rate. Losses were recognized in profit or loss and reflected in an allowance account. When the Group considered that there were no realistic prospects of recovery of the asset, the relevant amounts were written off. If the amount of impairment loss subsequently decreased and the decrease was related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss was reversed through profit or loss.

3 Significant accounting policies (Cont'd)

3.8 Impairment (Cont'd)

(ii) Non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories, contract assets and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time. An impairment loss is recognized if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Subject to an operating segment ceiling test, for the purposes of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of CGUs that are expected to benefit from the synergies of the combination.

The Group's corporate assets do not generate separate cash inflows and are utilized by more than one CGU. Corporate assets are allocated to CGUs on a reasonable and consistent basis and tested for impairment as part of the testing of the CGU to which the corporate asset is allocated.

Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU (group of CGUs), and then to reduce the carrying amounts of the other assets in the CGU (group of CGUs) on a *pro rata* basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. 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, net of depreciation or amortization, if no impairment loss had been recognized.

Goodwill that forms part of the carrying amount of an investment in an associate is not recognized separately, and therefore is not tested for impairment separately. Instead, the entire amount of the investment in an associate is tested for impairment as a single asset when there is objective evidence that the investment in an associate may be impaired.

3.9 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are 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, until such time as the assets are substantially ready for their intended use or sale.

3.10 Employee benefits

(i) Employee leave entitlement

Employee entitlements to annual leave are recognized when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period.

3 Significant accounting policies (Cont'd)

3.10 Employee benefits (Cont'd)

(ii) Retirement benefits cost

Payments to defined contribution retirement benefit plans are charged as an expense when employees have rendered the services entitling them to the contributions. Payments made to state-managed retirement benefit schemes, such as the Singapore Central Provident Fund, are dealt with as payments to defined contribution plans where the Group's obligations under the plans are equivalent to those arising in a defined contribution retirement benefit plan.

3.11 Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3.12 Leases payments

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

<u>The Group as lessor</u>

Amounts due from lessees under finance leases are recognized as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized as an expense over the lease term on the same basis as the lease income.

<u>The Group as lessee</u>

Assets held under finance leases are recognized as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group's general policy on borrowing costs (see below). Contingent rentals are recognized as expenses in the periods in which they are incurred.

Payments made under operating leases are recognized in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognized as an integral part of the total lease expense, over the term of the lease.

3 Significant accounting policies (Cont'd)

3.13 Revenue

The Group has adopted SFRS(I) 15 using the full retrospective method (without practical expedients), with the effect of initially applying this standard recognized at the date of the earliest comparative period on initial application.

Identification of contract

The Group accounts for a contract with a customer only if all of the following conditions have been fulfilled:

(a) The parties to the contract have approved the contract (in writing, verbally or under other customary business practices) and are obligated to fulfill their related obligations;

(b) The Group can identify the rights of each of the parties in relation to the products or the services that are to be transferred;

(c) The Group can identify the terms of payment for the goods or the services that are to be transferred;

(d) The contract has commercial substance (i.e. the risk, the timing and the amount of the entity's future cash flows are expected to change as a result of the contract); and

(e) The collection of the consideration to which the Group is entitled for the goods or the services that will be transferred to the customer is probable.

For the purpose of compliance with section (e) above, the Group examines, inter alia, past experience with the customer and the customer's condition, as well as the existence of sufficient collateral.

When a contract with a customer does not meet the aforesaid criteria, consideration received from the customer is recognized as a liability until the fulfilment of the criteria or the occurrence of one of the following events: the Group has no remaining obligations to transfer goods or services to the customer and all the consideration promised by the customer has been received and is non-refundable; or the contract has been cancelled and the consideration received from the customer is non-refundable.

Identification of the performance obligation

At the inception of the contract, the Group assesses the goods or services that have been promised under a contract with a customer, and identifies as a performance obligation any promise to transfer to the customer any of the following two:

(a) A good or service (or bundle of goods or services) that is distinct; or

(b) A series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer.

The Group identifies goods or services promised to a customer as distinct if the customer can benefit from the good or service on its own or in conjunction with other readily available resources and the Group's promise to transfer the good or service to the customer is separately identifiable from other promises in the contract. In considering whether a promise to transfer goods or services is separately identifiable, the Group examines whether a significant service is provided of integrating the goods or services with other goods or services promised in the contract that results in an integrated product for which the customer had entered into the contract.

3 Significant accounting policies (Cont'd)

3.13 Revenue (Cont'd)

Determining the transaction price

The transaction price is the amount of the consideration to which the Group expects to be entitled in consideration for the transfer of goods and services promised to the customer, excluding amounts collected on behalf of third parties. When determining the transaction price, the Group considers the effects of all of the following: variable consideration and constraining estimates of variable consideration, the existence of a significant financing component in the contract, non-cash consideration and consideration payable to the customer.

Variable consideration

The transaction price includes fixed amounts and amounts that may vary as a result of discounts, refunds, credits, price concessions, incentives.

The Group includes all or part of the variable consideration in the transaction price only if it is highly probable that a significant reversal in cumulative revenue recognized will not occur when the uncertainties related to the variable consideration are resolved. At the end of each reporting period, the Group updates the amount of the variable consideration included in the transaction price, to the extent necessary.

Variable consideration in the Group arises mainly from returns and discounts that the Group offers to its customers.

The Group estimates the amount of the variable consideration using the most likely amount method by estimating the amount that is most likely amount to be received, as this method best reflects the amount of consideration to which it would be entitled.

Satisfaction of performance obligations

Revenue is recognized when the Group satisfies performance obligations by transferring control of a good or a service promised to the customer.

<u>Supply and manufacture of rigging and lifting equipment</u>

Supply and manufacture of rigging and lifting equipment revenue is recognized when goods are delivered to the customer and all criteria for acceptance has been satisfied. Supply and manufacture of rigging and lifting equipment revenue is measured at the fair value of the consideration received or receivable, net of returns and discounts.

<u>Rendering of services</u>

Revenue from the rendering of services such as inspection and training, is recognized upon the completion of the services rendered and acceptance by customers. Rendering of service revenue is measured at the fair value of the consideration received or receivable, net of discounts.

<u>Marine supplies</u>

Marine supplies revenue is recognized when goods are delivered to the customer and all criteria for acceptance has been satisfied. Marine supplies revenue is measured at the fair value of the consideration received or receivable, net of returns and discounts.

<u>Rental revenue</u>

Rental income arising from rental of rigging and lifting equipment to customers is accounted for overtime on a straight-line basis over the rental period.

3 Significant accounting policies (Cont'd)

3.14 Government grants

Government grants are recognized as income over the periods necessary to match them with the costs for which they are intended to compensate, on a systematic basis.

3.15 Tax

Tax expense comprises current and deferred tax. Current tax and deferred tax is recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under *SFRS(I) 1-37 Provisions, Contingent Liabilities and Contingent Assets*.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries and associates to the extent that the Group is able to control the timing of the reversal of the temporary difference and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

The measurement of deferred taxes reflects the tax consequences that would follow the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognize a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

Unrecognized deferred tax assets are reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profits will be available against which they can be used.

3 Significant accounting policies (Cont'd)

3.15 Tax (Cont'd)

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgments about future events. New information may become available that causes the Group to change its judgment regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

3.16 Earnings per share

The Group presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted-average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted-average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

3.17 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Group's CEO (the chief operating decision maker) to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Group's CEO include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters), head office expenses, and tax assets and liabilities.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment, and intangible assets other than goodwill.

3.18 New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are not yet effective and have not been applied in preparing these financial statements. An explanation of the impact, if any, on adoption of these new requirements is provided in note 33.

4 Property, plant and equipment

	Note	Freehold land and buildings $	* Leasehold land and buildings $	* Leasehold improvements $	*Plant machinery and equipment $	Supply boat $	*Motor vehicles $	*Furniture and fittings $	*Office equipment $	Construction in-progress $	*Total $
Group											
Cost											
At 1 April 2017		5,427,257	13,849,881	2,490,428	28,944,918	–	1,936,235	1,699,855	2,458,459	649,134	57,456,167
Additions		3,672	6,500	–	1,617,922	–	89,903	13,082	63,598	220,595	2,015,272
Acquired due to common control arrangement	26	–	22,109,263	152,104	2,209,363	1,079,241	1,326,049	1,665,019	3,254,190	–	31,795,229
Disposals		–	–	(222,836)	(2,068,828)	–	(175,748)	(73,863)	(80,668)	(419,762)	(3,041,705)
Transfer from inventories	8	–	–	–	1,754,963	–	–	–	–	–	1,754,963
Transfer from construction-in-progress		–	3,000	–	92,449	–	2,827	–	–	(98,276)	–
Effect of movements in exchange rates		(70,122)	–	(49,342)	(520,928)	–	(27,061)	(5,390)	(17,446)	(20,356)	(710,645)
At 31 March 2018 * Restated		5,360,807	35,968,644	2,370,354	32,029,859	1,079,241	3,152,205	3,298,703	5,678,133	331,335	89,269,281
Additions		–	10,552,363	4,222	891,234	–	117,550	1,183,413	730,922	781,045	14,260,749
Revaluation of property, plant and equipment		764,177	16,838,374	–	–	–	–	–	–	–	17,602,551
Disposals		–	–	–	(2,705,850)	–	(886,734)	(180,531)	(303,586)	–	(4,076,701)
Reclassification to assets held for sale	11	–	(13,859,381)	–	–	–	–	–	–	–	(13,859,381)
Transfer from inventories	8	–	–	–	51,912	–	–	–	–	–	51,912
Transfer from construction-in-progress		–	–	–	5,429	–	–	–	–	(5,429)	–
Effect of movements in exchange rates		(198,419)	–	21,384	137,092	–	2,931	(168)	4,044	10,405	(22,731)
At 31 March 2019		5,926,565	49,500,000	2,395,960	30,409,676	1,079,241	2,385,952	4,301,417	6,109,513	1,117,356	103,225,680

4 Property, plant and equipment (Cont'd)

	Note	Freehold land and buildings	* Leasehold land and buildings	* Leasehold improvements	*Plant machinery and equipment	Supply boat	*Motor vehicles	*Furniture and fittings	*Office equipment	Construction in-progress	*Total
		$	$	$	$	$	$	$	$	$	$
Group (Cont'd)											
Accumulated depreciation											
At 1 April 2017		56,965	4,177,707	368,984	12,974,428	–	1,434,572	1,457,195	1,463,461	–	21,933,312
Depreciation for the year		67,155	478,981	148,829	3,420,418	–	299,845	89,192	344,486	–	4,848,906
Acquired due to common control arrangement	26	–	1,765,558	19,013	559,790	301,033	521,803	1,272,641	1,815,916	–	6,255,754
Disposals		–	–	(28,346)	(935,279)	–	(110,213)	(67,613)	(78,831)	–	(1,220,282)
Effect of movements in exchange rates		(133)	(3,804)	(5,715)	(205,661)	–	(18,042)	(3,624)	(11,665)	–	(248,644)
At 31 March 2018 *Restated		123,987	6,418,442	502,765	15,813,696	301,033	2,127,965	2,747,791	3,533,367	–	31,569,046
Depreciation for the year		67,331	1,308,454	141,197	2,734,552	69,776	233,199	326,974	1,008,901	–	5,890,384
Disposals		–	–	–	(1,015,176)	–	(812,658)	(135,515)	(273,465)	–	(2,236,814)
Revaluation of property, plant and equipment		(190,351)	(2,692,442)	–	–	–	–	–	–	–	(2,882,793)
Reclassification to assets held for sale	11	–	(5,034,454)	–	–	–	–	–	–	–	(5,034,454)
Effect of movements in exchange rates		(967)	–	3,940	92,845	–	4,533	1,018	3,195	–	104,564
At 31 March 2019		–	–	647,902	17,625,917	370,809	1,553,039	2,940,268	4,271,998	–	27,409,933
Carrying amounts											
At 1 April 2017		5,370,292	9,672,174	2,121,444	15,970,490	–	501,663	242,660	994,998	649,134	35,522,855
At 31 March 2018 *Restated		5,236,820	29,550,202	1,867,589	16,216,163	778,208	1,024,240	550,912	2,144,766	331,335	57,700,235
At 31 March 2019		5,926,565	49,500,000	1,748,058	12,783,759	708,432	832,913	1,361,149	1,837,515	1,117,356	75,815,747

* Restated. Refer to Note 26.

4 Property, plant and equipment (Cont'd)

	Furniture and fittings $	Office equipment $	Total $
Company			
Cost			
At 1 April 2017	11,077	1,022,825	1,033,902
Additions	–	6,949	6,949
At 31 March 2018	11,077	1,029,774	1,040,851
Additions	–	17,668	17,668
Disposals	(7,560)	(8,391)	(15,951)
At 31 March 2019	3,517	1,039,051	1,042,568
Accumulated depreciation			
At 1 April 2017	2,998	427,391	430,389
Depreciation for the year	1,383	201,173	202,556
At 31 March 2018	4,381	628,564	632,945
Depreciation for the year	1,025	188,209	189,234
Disposals	(3,213)	(3,566)	(6,779)
At 31 March 2019	2,193	813,207	815,400
Carrying amounts			
At 1 April 2017	8,079	595,434	603,513
At 31 March 2018	6,696	401,210	407,906
At 31 March 2019	1,324	225,844	227,168

Included in the Group's additions to freehold land and buildings are borrowing costs incurred during the year of $Nil (2018: $Nil; 1 Apr 2017: $95,894) which arose from the loan taken by a subsidiary corporation to fund the construction of a building using a capitalization rate of 100% as the entire loan was specifically taken to finance the construction of the building.

The Group's freehold land and buildings include the cost of freehold land of $2,394,366 (2018: $2,479,355; 1 Apr 2017: $2,512,869).

In financial year ended 31 March 2019, there was a change in accounting policy for freehold land and buildings and leasehold land and buildings from cost model to revaluation model. The Group engaged independent real estate valuation experts to assess the fair value of its land and buildings as at 31 March 2019. The fair value of the land and building is determined by independent real estate valuation experts using an open market value approach (Level 2 fair value hierarchy) and resulted in a revaluation surplus of $20,459,885 (2018: $Nil; 1 Apr 2017: $Nil).

Had the Group's freehold land and buildings been carried under the cost model, the carrying amount of freehold land and buildings would be $4,997,496 (2018: $5,236,820; 1 Apr 2017: $5,370,292). Had the Group's leasehold land and building been carried under the cost model, the carrying amount of leasehold and building would be $29,969,184 (2018: $29,550,202; 1 Apr 2017: $9,672,174).

The Group has pledged certain property, plant and equipment with carrying amount of $49,500,000 (2018: $35,656,650; 1 Apr 2017: $15,860,612) to secure banking facilities granted to the Group (Note 15). Certain of the Group's plant and equipment with total carrying amount of $542,466 (2018: $3,350,725; 1 Apr 2017: $2,930,274) are under finance lease obligations (Note 16).

Four leasehold land and buildings were classified to asset held for sale in financial year ended 31 March 2019. Refer to note 11 for more details.

5 Intangible assets

	Group $
Cost	
At 1 April 2017	6,238,973
Currency alignment	(364,124)
At 31 March 2018 and 31 March 2019	5,874,849
Amortization	
At 1 April 2017	2,180,041
Amortization for the year	476,124
Currency alignment	(134,752)
At 31 March 2018 and 31 March 2019	2,521,413
Impairment	
At 1 April 2017	1,492,768
Impairment for the year	1,971,587
Currency alignment	(110,919)
At 31 March 2018	3,353,436
Impairment for the year	–
At 31 March 2019	3,353,436
Carrying amounts	
At 1 April 2017	2,566,164
At 31 March 2018 and 31 March 2019	–

Intangible assets of the Group relate to customer relationships acquired in business combinations and have finite useful lives and are measured at cost less accumulated amortization and impairment losses. These are amortized to profit or loss on a straight-line basis over their estimated useful lives of Nil (2018: 4 to 8 years; 2017: 4 to 8 years).

The amortization expense was included under "Administrative expenses" in the consolidated statement of profit or loss and other comprehensive income.

The recoverable amounts of the intangible assets are determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates, customer account attritions, revenue estimates and other factors. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the cash generating units. Account attritions and revenue estimates are based on the current year results and expectations of future changes in the market.

In prior year, the Group prepared value in use calculation, derived from the most recent financial results and compares them to the estimates made in prior year and revises them prospectively for the account attritions and changes in revenue noted for the year. The rate used to estimate the customer account attritions was (2018: 9.2%; 1 Apr 2017: 10.5%) per annum and the rate used to discount the cash flows was (2018: 15.6%; 1 Apr 2017: 18.1%) per annum.

5 Intangible assets (Cont'd)

Management assessed the recoverability of intangible assets and recorded an impairment loss amounting to $Nil (2018: $1,971,587; 1 Apr 2017: $722,378).

If an impairment sensitivity analysis is performed with a 300 basis points increase in the discount rate used on the cash flows on the basis that each of the other key assumptions remained unchanged, the impairment loss to be recognized remained unchanged.

6 Subsidiaries

	Company		
	31 Mar 2019	**31 Mar 2018**	**1 Apr 2017**
	$	**$**	**$**
Investments in subsidiaries	**54,063,849**	6,101,394	6,101,394
Less: Accumulated impairment losses	**(81,839)**	(81,839)	(81,839)
	53,982,010	6,019,555	6,019,555
Advances to subsidiaries	**52,303,392**	25,724,748	8,438,920
Due from subsidiaries	**124,178**	2,940	–
Loans due from subsidiaries	**47,051,464**	35,778,918	35,535,749
	153,461,044	67,526,161	49,994,224

Movement in allowance for impairment losses:

	Company	
	2019	**2018**
	$	**$**
At 1 April	**81,839**	81,839
Charged to profit or loss	**–**	–
At 31 March	**81,839**	81,839

As at the end of the reporting period, an allowance has been made for impairment of investment in a subsidiary corporation of $81,839 as the management intends to wind up the subsidiary corporation.

Advances to subsidiaries are interest free with no fixed term of repayment.

Loans due from subsidiaries bear interest of 3.5% (2018: 3.5%; 1 Apr 2017: 3.5%) per annum with no fixed term of repayment

The recoverable amounts of the cash generating units used in assessing for impairment are determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates and growth rates. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the cash generating units. The growth rates are based on industry growth forecasts.

The Company prepared cash flow forecasts for the subsidiaries derived from the most recent financial budgets approved by management for the next five years and estimated cash flows for the following five years. The rate used to discount the cash flows is 10.0% (2018: 5.4%; 1 Apr 2017: 5.3%).

6 Subsidiaries (Cont'd)

If an impairment sensitivity analysis is performed with a 50 basis points increase in the discount rate used on the cash flows on the basis that each of the other key assumptions remained unchanged, no further impairment loss will be recognized for the Company.

Details of the significant subsidiaries are as follows:

Name of subsidiaries	Principal activities	Principal place of business	Ownership interest		
			31 Mar 2019 %	31 Mar 2018 %	1 Apr 2017 %
Allseas Marine Services Pte. Ltd. (1)	Provision of marine supplies and services and general merchandise	Singapore	**100**	100	100
AMOS EME Pte. Ltd. (f.k.a. Gaylin Asia Pte. Ltd.) (1)	Investment holding	Singapore	**100**	100	100
AMOS Supply Pte. Ltd. (f.k.a. Gaylin International Pte. Ltd.) (1)	Supply and manufacture of rigging and lifting equipment and provision of related services	Singapore	**100**	100	100
AMOS Malaysia Sdn. Bhd. (f.k.a. Gaylin Malaysia Sdn. Bhd.) (2)	Supply and manufacture of rigging and lifting equipment and provision of related services	Malaysia	**100**	100	100
AMOS Korea Pte. Ltd. (f.k.a. Gaylin Marine Supply Pte. Ltd.) (1)	Investment holding	Singapore	**100**	100	100
AMOS Power Pte. Ltd. (f.k.a. Gaylin Power Pte. Ltd.) (1)	Supply of rigging and lifting equipment	Singapore	**100**	100	100
Lv Yang (Tianjin) Offshore Equipment Pte. Ltd. (1)	Supply of rigging and lifting equipment	Singapore	**100**	100	100
AMOS Korea Co., Ltd (f.k.a. Phoenix Offshore Co., Ltd)	Provision of marine supplies and services and general merchandise	South Korea	**90**	90	90
Rigmarine Azerbaijan LLC	Supply and manufacture of rigging and lifting equipment and provision of related services	Azerbaijan	**100**	100	100

6 Subsidiaries (Cont'd)

Name of subsidiaries	Principal activities	Principal place of business	Ownership interest		
			31 Mar 2019 %	31 Mar 2018 %	1 Apr 2017 %
AMOS Europe (UK) Limited (f.k.a. Rigmarine Europe Limited) [2], [3]	Supply and manufacture of rigging and lifting equipment and provision of related services	United Kingdom	**100**	100	100
AMOS Middle East Holdings FZE (f.k.a. Rig Marine Holdings FZE) [2]	Investment holding	United Arab Emirates ("UAE")	**100**	100	100
AMOS Middle East FZE (f.k.a. Rig Marine FZE) [2]	Supply and manufacture of rigging and lifting equipment and provision of related services	UAE	**100**	100	100
AMOS Kazakhstan LLP (f.k.a. Rigmarine Kazakhstan LLP) [2]	Supply and manufacture of rigging and lifting equipment and provision of related services	Kazakhstan	**100**	100	100
AMOS International Holdings Pte. Ltd. [1], [4]	Investment holding	Singapore	**100**	100	–
AMOS International (S) Pte. Ltd. [1], [4]	Business of marine supplies and general traders	Singapore	**100**	100	–
AMOS International (Shanghai) Co., Ltd. [4]	General traders and commission agent	People's Republic of China	**100**	100	–
AMOS International (HK) Limited [2], [4]	Business of marine supplies and general traders	Hong Kong	**100**	100	–

Notes for FY 2019

(1) Audited by KPMG, Singapore.
(2) Audited by member firms of KPMG.
(3) The subsidiary has a 100% held branch which has its principal place of business in Azerbaijan.
(4) The subsidiary is deemed to have common control with effect from 13 March 2018.

7 Deferred tax assets and liabilities

	Group					
	Deferred tax assets			Deferred tax liabilities		
		*Restated			*Restated	
	31 Mar 2019 $	31 Mar 2018 $	1 Apr 2017 $	31 Mar 2019 $	31 Mar 2018 $	1 Apr 2017 $
Property, plant and equipment	(279)	(13,569)	(48,803)	213,197	9,015	101,015
Inventories	–	–	–	(10,361)	(10,016)	51,605
Unabsorbed tax loss	(134,046)	(106,878)	(161,604)	–	–	–
Common Control Arrangement	–	–	–	–	181,000	–
Other items	33,031	35,124	(55,897)	(141,190)	38,609	83,293
	(101,294)	(85,323)	(266,304)	61,646	209,593	134,898

	Company					
	Deferred tax assets			Deferred tax liabilities		
	31 Mar 2019 $	31 Mar 2018 $	1 Apr 2017 $	31 Mar 2019 $	31 Mar 2018 $	1 Apr 2017 $
Property, plant and equipment	–	–	–	9,015	9,015	101,015

	Group			Company		
		*Restated				
	31 Mar 2019 $	31 Mar 2018 $	1 Apr 2017 $	31 Mar 2019 $	31 Mar 2018 $	1 Apr 2017 $
Deferred tax assets	(101,294)	(85,323)	(266,304)	–	–	–
Deferred tax liabilities	61,646	209,593	134,898	9,015	9,015	101,015
	(39,648)	124,270	(131,406)	9,015	9,015	101,015

* Refer to Note 26 Acquisition of subsidiary under common control arrangement.

7 Deferred tax assets and liabilities (Cont'd)

The following are the deferred tax assets and liabilities recognized by the Group and the Company, and the movements thereon, during the reporting period:

	Note	Accelerated tax depreciation	Unutilized tax losses	Unutilized capital allowances and other timing differences	Net
		$	$	$	$
Group					
At 1 April 2017		187,831	(161,604)	(157,633)	(131,406)
Common control arrangement		–	–	181,000	181,000
(Credit)/Charge to profit or loss	23	(178,816)	91,288	162,204	74,676
At 31 March 2018 *Restated		9,015	(70,316)	185,571	124,270
(Credit)/Charge to profit or loss		–	(29,590)	(134,328)	(163,918)
At 31 March 2019		9,015	(99,906)	51,243	(39,648)

* Restated. Refer to Note 26.

	Note	Accelerated tax depreciation	Unutilized tax losses	Unutilized capital allowances and other timing differences	Net
Company					
At 1 April 2017		101,015	–	–	101,015
(Credit)/Charge to profit or loss	23	(92,000)	–	–	(92,000)
At 31 March 2018		9,015	–	–	9,015
(Credit)/Charge to profit or loss		–	–	–	–
At 31 March 2019		9,015	–	–	9,015

At the end of the reporting period, the aggregate amount of temporary differences associated with undistributed earnings of subsidiaries for which deferred tax liabilities have not been recognized is $5,196,319 (2018: $8,841,715; 1 Apr 2017: $14,011,179). No liability has been recognized in respect of these differences because the Group is in a position to control the timing of reversal of the temporary differences and it is probable that such differences will not reverse in the foreseeable future.

8 Inventories

	Group		
	31 Mar 2019	*Restated 31 Mar 2018	1 Apr 2017
	$	$	$
Raw materials and products			
- Accessories and trading goods	**30,454,841**	38,092,380	57,167,515
- Wire ropes	**27,412,621**	45,434,278	70,756,238
	57,867,462	83,526,658	127,923,753
Carrying amount of inventories pledged as security for liabilities	**29,526,648**	43,078,301	59,340,206

* Restated. Refer to Note 26.

In 2019, inventories of $104,031,117 (2018: $80,357,510; 1 Apr 2017: $54,346,195) were recognized as an expense during the year and included in 'cost of sales' (see note 24).

The cost of inventories recognized during the year included write-downs of $6,759,733 (2018: $35,490,017; 1 Apr 2017: $2,271,225) to bring the carrying value of inventories to their net realizable value. Management has engaged professional specialist's valuers to review the net realizable value of the offshore segment accessories and wire rope inventories based on suppliers' pricing, market demand and obsolescence.

During the year, the Group transferred certain equipment with a carrying value of $51,912 (2018: $1,754,963; 1 Apr 2017: $1,993,274) from inventories to property, plant and equipment (Note 4) as there was a change in the use of the equipment where the Group utilized these equipment as rental assets to generate rental income under operating leases.

9 Trade receivables

		Group			Company		
	Note	31 Mar 2019	* Restated 31 Mar 2018	1 Apr 2017	31 Mar 2019	*Restated 31 Mar 2018	1 Apr 2017
		$	$	$	$	$	$
Trade receivables		**32,250,990**	25,998,647	21,083,815	**–**	–	–
Amounts due from subsidiaries	6	**–**	–	–	**1,744,721**	2,697,176	3,037,546
Value added tax receivable		**261,320**	169,126	89,417	**–**	12,323	–
		32,512,310	26,167,773	21,173,232	**1,744,721**	2,709,499	3,037,546
Non-current		**–**	–	–	**–**	–	–
Current		**32,512,310**	26,167,773	21,173,232	**1,744,721**	2,709,499	3,037,546
		32,512,310	26,167,773	21,173,232	**1,744,721**	2,709,499	3,037,546

* Restated. Refer to Note 26 and Note 32.

9 Trade receivables (Cont'd)

Amounts due from subsidiaries

Outstanding balances with subsidiaries are unsecured and are trade balances in nature. There is no allowance for doubtful debts arising from these outstanding balances as the Expected Credit Loss ("ECL") is not material.

Credit and market risks, and impairment losses

The Group and the Company's exposure to credit and currency risks, and impairment losses for trade and other receivables (excludes prepayments and GST recoverable), are disclosed in note 22.

10 Other receivables

	Note	Group 31 Mar 2019 $	Group *Restated 31 Mar 2018 $	Group 1 Apr 2017 $	Company 31 Mar 2019 $	Company *Restated 31 Mar 2018 $	Company 1 Apr 2017 $
Due from subsidiaries	6	**–**	–	–	**588,371**	97,704	111,375
Advance payments to suppliers		**345,307**	152,234	105,452	**–**	–	–
Deposits		**1,246,979**	968,108	406,344	**2,830**	–	250
Prepayments		**873,893**	716,054	816,996	**135,657**	28,685	76,397
Estimated receivable from vendor arising from profit guarantee per purchase agreement		**–**	–	300,000	**–**	–	–
GST recoverable		**1,397,268**	–	–	**–**	–	–
Recoverable from third parties		**676,999**	4,018,151	640,086	**42,267**	37,939	–
Other receivables		**4,540,446**	5,854,547	2,268,878	**769,125**	164,328	188,022
Non-current		**–**	72,975	150,599	**–**	–	–
Current		**4,540,446**	5,781,572	2,118,279	**769,125**	164,328	188,022
		4,540,446	5,854,547	2,268,878	**769,125**	164,328	188,022

* Restated. Refer to Note 26 and Note 32.

The Group and the Company have not made any impairment loss on other receivables as management is of the view that other receivables are recoverable.

11 Assets held for sale

In December 2018, management committed to a plan to sell 4 leasehold land and building properties. Accordingly, the properties have been presented as assets held for sale. Efforts to sell the assets held for sale have started, and a sale is expected within the next 12 months from the end of the financial year ended 31 March 2019.

Impairment losses relating to the assets held for sale

Upon classification of the 4 leasehold land and building properties as held for sale, an impairment assessment was performed by management. Impairment loss of $269,839 was recognized to reduce the carrying amount of a property classified as held for sale to its fair value less costs to sell.

Assets held for sale

At 31 March 2019, the assets held for sale were stated at the lower of fair value less costs to sell or carrying book amount and comprised the following assets:

	Group 2019 $
Assets held for sale	
Property, plant and equipment – leasehold land and buildings	**8,555,087**

Cumulative income or expenses recognized in OCI

There are no cumulative income or expenses included in OCI relating to the disposal group.

The expected proceeds from the sale of assets classified as held for sale as at 31 March 2019 in FY2020 will be contractually required to repay $20.5 million of term loans.

Address	**Description**	**Existing**	**Site area (sq m)**	**Approximately lettable/strata area (sqm)**	**Group effective interest %**
7 Gul Ave, Singapore 629651	2-storey office building, a 2-storey factory building, a single storey factory building and 2 blocks of single storey factory buildings	Office, principal warehouse and fabrication facilities	22,480	8,284	100%
17 Joo Koon way, Singapore 628948	A single storey JTC detached factory with mezzanine level	Warehouse	6,966	3,485	100%
66 Kian Teck Road Singapore 628796	A single storey intermediate terrace factory with mezzanine level	Office and warehouse	1,254	1,115	100%
Lot PTD 4963, Mukim of Sungai Tiram, Johor, Malaysia	Industrial land	Industrial land	40,870	40,870	100%

12 Cash and bank balances

	Group			Company		
	31 Mar 2019 $	*Restated 31 Mar 2018 $	1 Apr 2017 $	31 Mar 2019 $	*Restated 31 Mar 2018 $	1 Apr 2017 $
Cash on hand	**133,785**	121,104	193,821	**67**	–	–
Fixed deposits	**894,035**	102,129	–	**–**	–	–
Bank balances	**26,761,935**	70,862,329	6,407,938	**11,191,506**	52,117,176	35,361
Restricted cash at bank	**817,515**	190,270	–	**–**	–	–
	28,607,270	71,275,832	6,601,759	**11,191,573**	52,117,176	35,361

* Restated. Refer to Note 26.

The fixed deposits are place with a financial institution bear interest rates ranging from 0.15% to 0.8% and mature in 5 to 9 months after the financial year end.

13 Share capital

	Group			
	2019	*Restated 2018	2019	*Restated 2018
	Number of ordinary shares		$	$
Issued and paid-up:				
At 1 April	**2,597,374,250**	438,000,000	**166,302,232**	50,586,533
Issuance of shares	**–**	2,159,374,250	**–**	115,962,455
Share issuance expense	**–**	–	**(46,320)**	(246,756)
At 31 March	**2,597,374,250**	2,597,374,250	**166,255,912**	166,302,232

* Restated. Refer to Note 26.

	Company			
	2019	2018	2019	2018
	Number of ordinary shares		$	$
Issued and paid-up:				
At 1 April	**1,798,000,000**	438,000,000	**118,339,777**	50,586,533
Issuance of shares	**799,374,250**	1,360,000,000	**47,962,455**	68,000,000
Share issuance expense	**–**	–	**(46,320)**	(246,756)
At 31 March	**2,597,374,250**	1,798,000,000	**166,255,912**	118,339,777

The fully paid ordinary shares, which have no par value, carry one vote per share and a right to dividends as and when declared by the Company.

As a result of the common control arrangement with effect from 13 March 2018, the number of ordinary shares as at 31 March 2018 is deemed to include the 799,374,250 new shares issued for the acquisition of AIH.

13 Share capital (Cont'd)

Capital management

The primary objective of the management of the Group's capital structure is to maintain a level of equity in order to achieve an optimal cost of capital, while taking into account the desirability of retaining financial flexibility to pursue business opportunities and adequate access to liquidity to mitigate the effect of unforeseen events on cash flows. As the Company is part of a larger group, the Company's sources of additional capital and policies for distribution of excess capital may also be affected by the Group's capital management objectives.

The Group and Company defines "capital" as including all components of equity.

The Board regularly reviews the Group's and Company's capital structure and makes adjustments to reflect economic conditions, business strategies and future commitments.

No significant changes were made in the objectives, policies or processes relating to the management of the Company's capital structure during the year.

14 Other reserves

Other reserves comprise of merger reserve and revaluation reserves.

Merger reserves arise when the Group acquired AIH and its group of subsidiaries, please see note 26 to the financial statements. Revaluation reserves arise from the revaluation of leasehold/freehold land and buildings.

		Group	
		*Restated	
	31 Mar 2019	31 Mar 2018	1 Apr 2017
	$	$	$
Merger reserves	(19,769,268)	(19,769,268)	–
Revaluation reserves	20,366,978	–	–
At 31 March	597,710	(19,769,268)	–

* Restated. Refer to Note 26.

15 Bank borrowings

	Group		
	31 Mar 2019	*Restated 31 Mar 2018	1 Apr 2017
	$	$	$
Bank overdrafts:			
- Secured	**–**	66,232	689,404
- Unsecured	**347,807**	–	481,152
	347,807	66,232	1,170,556
Bank loans:			
- Secured	**50,341,978**	52,810,841	58,501,553
- Unsecured	**–**	4,112,861	13,711,030
	50,341,978	56,923,702	72,212,583
Bank bills payable	**–**	6,620,843	9,589,207
Total bank borrowings	**50,689,785**	63,610,777	82,972,346
Due within 12 months	**(11,363,344)**	(13,595,936)	(38,364,422)
Due after 12 months but classified as current	**–**	–	(39,514,745)
Due after 12 months	**39,326,441**	50,014,841	5,093,179

* Restated. Refer to Note 26.

The bank loans bear floating interest rates ranging from 2.4% to 5.8% (2018: 2.4% to 6.3%; 1 Apr 2017: 2.4% to 6.3%) per annum. The bank bills payable bear interest rates ranging from 3.2% to 3.6% (2018: 2.7% to 6.4%; 1 Apr 2017: 2.8% to 3.5%) per annum, and the bank overdrafts bear interest rates at the bank's prevailing prime lending rate of approximately 5% per annum. Bank loans at floating interest rates are contractually repriced on a short-term basis, typically six months or less.

As at 31 March 2019, certain bank loans of the Group are secured by the following bank covenant:

(a) The fair market value of the secured properties does not exceed the Properties Loan-To-Value ratio;

(b) The fair market value of the secured inventory (Note 8) does not exceed the Inventories Loan-To-Value ratio.

These covenants are monitored on a regular basis by the Treasury department and regularly reported to management to ensure compliance with the agreement and management believes that the risk of breached is low and therefore that the Group will continue as going concern for the foreseeable future.

In 2017, the Group did not repay certain debts due to a bank in March 2017 of $1,069,167. As a result, certain outstanding facilities with the bank became due immediately and was accordingly classified as current. Such debts were fully settled in July 2017. As at 31 March 2018 and 2019, no financial covenants were breached and all facilities under current financing arrangements continue to remain available in FY2018 and FY2019.

Securities include legal mortgage over the Group's and Company's property, plant and equipment (Note 11) and a corporate guarantee by the Company.

The estimated fair values of the loans approximate their carrying values as the loans are expected to be repriced on a timely basis depending on movements in the market lending rates.

15 Bank borrowings (Cont'd)

Reconciliation of movements of liabilities to cash flows arising from financing activities

	Bank borrowings SGD	Finance lease liabilities SGD	Total SGD
Balance at 1 April 2017	82,972,346	1,571,975	84,544,321
Changes from financing cash flows			
Repayment of borrowings	(20,522,885)	–	(20,522,885)
Payment of finance lease liabilities	–	(2,011,084)	(2,011,084)
Total changes from financing cash flows	(20,522,885)	(2,011,084)	(22,533,969)
Other changes and non-cash transactions			
Liability related			
Change in bank overdraft	(1,104,324)	–	(1,104,324)
New finance leases	–	73,600	73,600
Repayment of bank bills payables	(2,953,261)	–	(2,953,261)
Common control arrangement (Note 26)	5,416,695	1,740,054	7,156,749
Transaction costs	(184,914)	–	(184,914)
Foreign exchange movement	(12,880)	(2,707)	(15,587)
Total liability-related other changes	1,161,316	1,810,947	2,972,263
Balance at 31 March 2018 *Restated	63,610,777	1,371,838	64,982,615
Balance at 1 April 2018			
Changes from financing cash flows			
New bank loan obtained	48,150,000	–	48,150,000
Repayment of borrowings	(54,980,588)	–	(54,980,588)
Payment of finance lease liabilities	–	(1,139,991)	(1,139,991)
Total changes from financing cash flows	(6,830,588)	(1,139,991)	(7,970,579)
Other changes			
Liability related			
Change in bank overdraft	281,575	–	281,575
Transaction costs	(156,000)	–	(156,000)
Repayment of bank bills payables	(6,215,878)	–	(6,215,878)
Foreign exchange movement	(101)	880	779
Total liability-related other changes	(6,090,404)	880	(6,089,524)
Balance at 31 March 2019	50,689,785	232,727	50,922,512

* Restated. Refer to Note 26.

16 Finance lease liabilities

Finance lease liabilities are payable as follows:

	Future minimum lease payments			Interest			Present value of minimum lease payments		
	31 Mar 2019 $	*Restated 31 Mar 2018 $	1 Apr 2017 $	31 Mar 2019 $	*Restated 31 Mar 2018 $	1 Apr 2017 $	31 Mar 2019 $	*Restated 31 Mar 2018 $	1 Apr 2017 $
Group									
Within one year	**151,103**	824,320	704,108	**(6,890)**	(42,430)	(40,312)	**144,213**	781,889	663,796
Between one and five years	**93,328**	631,633	932,878	**(4,814)**	(41,684)	(24,699)	**88,514**	589,949	908,179
	244,431	1,455,953	1,636,986	**(11,704)**	(84,114)	(65,011)	**232,727**	1,371,838	1,571,975
Company									
Within one year	**–**	4,208	5,611	**–**	(102)	(412)	**–**	4,106	5,199
Between one and five years	**–**	–	4,209	**–**	–	(103)	**–**	–	4,106
	–	4,208	9,820	**–**	(102)	(515)	**–**	4,106	9,305

* Restated. Refer to Note 26.

The effective interest rate ranged from 2.3% to 3.2% (2018: 3.2% to 7.4%; 1 Apr 2017: 3.2% to 7.9%) per annum for the Group and 5.9% (2018: 5.9%) per annum for the Company, with a remaining lease term of approximately 6 month to 40 months (2018: 1 months to 39 months; 1 Apr 2017: 13 months to 36 months) for the Group and the Company is settled in FY2019 (2018: 9 months; 1 Apr 2017: 21 months). Interest rates are fixed at the contract date, and thus expose the Group to fair value interest rate risk.

The carrying amount of the finance lease obligations approximates their fair values which are determined using discounted cash flows analysis based on average incremental market lending rates.

The Group's obligations under finance leases are secured by the lessor's title to the leased assets (Note 4). At the end of the reporting period, certain leases are guaranteed by a corporate guarantee by the Company.

17 Trade payables

	Group		
	31 Mar 2019 $	*Restated 31 Mar 2018 $	1 Apr 2017 $
Third parties	**26,092,465**	20,488,402	10,027,384

* Restated. Refer to Note 26.

The average credit period of trade payables is 30 days to 90 days (2018: 30 days to 90 days; 1 Apr 2017: 30 days to 90 days). No interest is charged on the outstanding balances.

18 Other payables

	Group			Company		
	31 Mar 2019	*Restated 31 Mar 2018	1 Apr 2017	31 Mar 2019	31 Mar 2018	1 Apr 2017
	$	$	$	$	$	$
Third parties (Non-trade)	**4,908,512**	14,507,305	3,088,010	**391,062**	536,834	49,274
Accruals of expenses	**5,644,309**	5,056,019	1,866,510	**517,117**	902,033	139,210
Loan from third party	**–**	3,399,588	1,500,000	**–**	–	–
Interest payable to third party	**–**	44,110	3,979	**–**	–	–
Due to subsidiaries	**–**	–	–	**2,749**	–	–
Due to directors of subsidiaries	**–**	256,279	1,095,030	**–**	–	–
	10,552,821	23,263,301	7,553,529	**910,928**	1,438,867	188,484

* Restated. Refer to Note 26.

The other payables to third parties relate to non-trade transactions that is interest free and repayable on demand.

The loan from third party has been fully repaid during the financial year ended 31 March 2019. At 31 March 2018, the loan with carrying amount of $3,399,588 (1 April 2017: $1,500,000) bore interest at 4.0% per annum (1 Apr 2017: 2.0% per annum), unsecured and repayable on demand.

The amount due to directors of subsidiaries party has been fully repaid during the financial year ended 31 March 2019.

19 Provisions

	Provision for cancellation of contract	Provision for restructuring [1]	Total
	$	$	$
Group			
At 1 April 2017	–	–	–
Additional provision during the year	408,000	494,341	902,341
At 31 March 2018	408,000	494,341	902,341
At 1 April 2018	408,000	494,341	902,341
Utilization of provision during the year	–	(494,341)	(494,341)
At 31 March 2019	408,000	–	408,000
Company			
At 1 April 2017	–	–	–
Additional provision during the year	–	494,341	494,341
At 31 March 2018	–	494,341	494,341
At 1 April 2018	–	494,341	494,341
Utilization of provision during the year	–	(494,341)	(494,341)
At 31 March 2019	–	–	–

[1] Provision for restructuring comprises mainly the retirement compensation for previous management personnel.

20 Revenue

Group	Timing of revenue recognition	Segment	2019 $	*Restated 2018 $
Supply and manufacture of rigging and lifting equipment	Sales of goods revenue recognized at a point in time	Offshore	**45,266,953**	40,985,494
Rendering of service	Service revenue recognized at a point in time	Offshore	**5,778,294**	8,007,695
Marine supplies	Sales of goods revenue recognized at a point in time	Marine	**76,278,204**	19,266,307
Rental revenue	Rental revenue recognized over time	Offshore	**2,067,499**	3,137,158
			129,390,950	71,396,654

* Restated. Refer to Note 26.

Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

	Note	31 Mar 2019 $	31 Mar 2018 $	1 Apr 2017 $
Trade receivables	9	**32,512,310**	26,167,773	21,173,232
Contract assets		**3,465,176**	1,888,227	–
Contract liabilities		**(394,549)**	(61,400)	–

The contract assets primarily relate to the Group's rights to consideration for work completed/delivered but not billed at the reporting date. The contract assets are transferred to trade receivables when the rights become unconditional. This usually occurs when the Group invoices the customer.

The contract liabilities primarily relate to advance consideration received from customers for sale of goods or rendering of services.

The amount of $ 1,888,227 (2018: $Nil) recognized in contract assets at the beginning of the period has been recognized as trade receivables for the period ended 31 March 2019.

The amount of $61,400 (2018: $Nil) recognized in contract liabilities at the beginning of the period has been recognized as revenue for the period ended 31 March 2019.

Variable consideration that is constrained and therefore not included in the transaction price is excluded from the amount presented above.

The Group applies the practical expedient in paragraph 121 of SFRS(I) 15 and does not disclose information about its remaining performance obligations if:

- the performance obligation is part of a contract that has an original expected duration of one year or less; or
- the Group has a right to invoice a customer in an amount that corresponds directly with its performance to date, then it recognizes revenue in that amount.

21 Other operating income/expenses

	Note	Group 2019 $	*Restated 2018 $
Other operating income:		**5,241**	3,988
Interest income		**664,547**	–
Sundry income		**77,851**	107,090
Government grants		**46,826**	–
Rental income		**11,864**	–
Share of profit from associate company		**11,864**	–
		806,329	111,078
Other expenses:			
Doubtful trade receivables recovered	9	**(57,096)**	(97,592)
Impairment loss on trade receivables		**765,950**	141,690
Trade receivables written off		**98,128**	300,402
Other receivables written off		**20,514**	–
Impairment of intangible assets	5	**–**	1,971,587
Impairment loss on goodwill		**286,424**	–
Impairment of property, plant and equipment	11	**269,839**	–
Other expenses		**–**	43,386
Property, plant and equipment written off	4	**–**	238,000
Loss on disposal of property, plant and equipment		**768,082**	1,310,874
Provision for cancellation of contract		**–**	442,000
Restructuring costs **		**4,258,378**	1,565,064
Reversal of trade payables written off		**27,522**	–
Foreign exchange loss, net		**411,625**	601,707
		6,849,366	6,517,118
		6,043,037	6,406,040

* Restated. Refer to Note 26.

** Restructuring cost for both financial years relates to cost the Group has incurred after the change in holding company of the Group as further explained in Note 27 and common control arrangement as further explained in Note 26 to align the Group's corporate strategies and synergies between the entities.

22 Finance costs

	Group	
	2019	*Restated 2018
	$	$
Bank facility fee	**654,759**	290,097
Interest expense on:		
Loan from third party	**680**	40,130
Bank loans	**1,864,855**	2,230,183
Bank bills payable	**25,208**	295,396
Bank overdrafts	**464**	63,329
Finance leases	**49,411**	46,736
	2,595,377	2,965,871

* Restated. Refer to Note 26.

23 Tax expense

	Group	
	2019	*Restated 2018
	$	$
Current tax expense		
Current	**299,824**	89,218
(Over)/Under provision in prior years	**(39,012)**	148,014
Deferred tax expense		
Current	**(163,918)**	40,317
Under provision in prior years	**–**	34,359
	96,894	311,908
Reconciliation of effective tax rate		
Loss before tax	**(34,375,062)**	(51,727,343)
Income tax benefit at 17%	**(5,843,760)**	(8,793,648)
Effect of non-deductible items	**1,696,570**	1,344,270
Effect of exemption and incentives	**–**	(76,751)
Effect of different tax rate of overseas operations	**277,686**	(178,026)
Effect of deferred tax benefits not recognized	**4,039,338**	7,835,136
Utilization of deferred tax benefits previously not recognized	**(1,541)**	(15,334)
(Over)/Under provision of current tax in prior years	**(39,012)**	148,014
Under provision of deferred tax in prior years	**–**	34,359
Others	**(32,387)**	13,888
	96,894	311,908

* Restated. Refer to Note 26.

23 Tax expense (Cont'd)

The tax loss carryforwards arise from local and foreign subsidiaries of the Group which have tax losses of $73,581,099 (2018: $51,154,528) available for offsetting against future taxable income.

The total tax loss carryforwards for the year can be reconciled as follows:

	Local	Foreign	Total
	$	$	$
At 1 April 2017	10,045,602	3,615,425	13,661,027
Arising during the year	40,286,514	1,676,154	41,962,668
Adjustment during the year	(2,123,022)	(538,106)	(2,661,128)
Utilized during the year	(1,808,039)	–	(1,808,039)
At 31 March 2018	46,401,055	4,753,473	51,154,528
Deferred tax asset on above:			
Recognized	–	70,316	70,316
Not recognized	7,888,179	1,072,112	8,960,291
	7,888,179	1,142,428	9,030,607
At 1 April 2018	46,401,055	4,753,473	51,154,528
Arising during the year	19,720,299	3,729,668	23,449,967
Adjustment during the year	(1,206,824)	(808,227)	(2,015,051)
Utilized during the year	(9,605)	–	(9,605)
At 31 March 2019	64,904,925	7,674,914	72,579,839
Deferred tax asset on above:			
Not recognized	11,033,837	1,593,079	12,626,916

The realization of the future income tax benefits from the tax loss carryforwards for the local subsidiaries is available for an unlimited future period subject to conditions imposed by law including the retention of majority shareholders as defined.

The realizable of the future income tax benefits from the tax loss carryforwards for the foreign subsidiaries is available for a maximum of five to ten years subject to agreement with the Inland Revenue Board of the country in which the foreign subsidiaries operate.

Future tax benefits arising from these tax loss carryforwards have not been recognized in the financial statements as there is no reasonable certainty of their recovery in future periods.

Application for waiver of shareholder test for certain subsidiaries

As at 13 March 2018, AMOS Group Limited has completed its share placement exercise and has allotted 1,360,000,000 Subscription Shares to PeakBayou Ltd ("PeakBayou"), a Cayman Islands Limited company, and this results in PeakBayou owning 75.64% shareholding in AMOS Group Limited.

As a result from the share placement, the utilization of unabsorbed losses and unabsorbed donation of $7,635,166 and $Nil for the financial year ended 31 March 2017 and $1,281,606 and $116,399 for the financial year ended 2016 of certain subsidiaries are subject to the approval of Inland Revenue Authority of Singapore.

24 Loss for the year

Loss for the year has been arrived at after charging (crediting):

	Group 2019 $	Group *Restated 2018 $
Directors' remuneration:		
- of the Company	**314,430**	882,232
Employee benefits expense (including directors' remuneration)		
Salaries and related benefits		
-distribution costs	**7,520,942**	3,422,763
- administrative expenses	**14,399,406**	6,511,563
- cost of sales	**7,105,959**	7,580,951
	29,026,307	17,515,277
Costs of defined contribution plan		
- distribution costs	**288,453**	309,095
- administrative expenses	**394,988**	261,195
- cost of sales	**345,299**	221,154
	1,028,740	791,444
Foreign exchange loss, net	**411,625**	601,707
Audit fees:		
- of the Company	**63,000**	62,000
- of the subsidiaries	**337,163**	245,415
	400,163	307,415
Non-audit fees:		
- of the Company	**160,376**	8,000
- of the subsidiaries	**–**	58,240
	160,376	66,240
Aggregate amount of fees paid to auditors	**560,539**	373,655

* Restated. Refer to Note 26.

25 Loss per share

The calculation of the loss per share attributable to the ordinary equity holders of the Group is based on the following data:

	Group	
	2019	*Restated 2018
	$	$
Net loss attributable to shareholders of the Company	**(34,366,206)**	(52,019,077)
	Number of shares ('000)	
Weighted average number of ordinary shares for purpose of earnings per share	**2,597,374**	550,406

* Restated. Refer to Note 26

There are no dilutive equity instruments for 2019 and 2018.

The weighted average number of ordinary shares are calculated based on the inclusion of the new shares issued to acquire AMOS International Holdings Pte. Ltd. on the common control date of 13 March 2018.

26 Acquisition under common control arrangement

AMOS Group Limited was purchased by PeakBayou Ltd, a company controlled by Mr Kyle Arnold Shaw, Jr on 13 March 2018 via an issuance of S$68,000,000 of shares, (1,360,000,000 shares at an issue price of S$0.05 per share).

On 18 October 2018 AMOS Group Limited, a company controlled by Mr Kyle Arnold Shaw, Jr (75.64%) completed its acquisition of AMOS International Holdings Pte. Ltd. and its subsidiaries. The transaction was approved by the AMOS Group Limtied shareholders at an EGM dated 3 October 2018 through an issuance of S$47,962,455 of shares, (799,374,250 shares at an issue price of S$0.06 per share)

AMOS International Holdings Pte. Ltd. was previously owned by Lighthouse Logistics Limited. (69%). Lighthouse Logistics Limited. is also controlled by Mr Kyle Arnold Shaw, Jr.

AMOS Group Limited has accounted the above arrangement of AMOS International Holdings Pte. Ltd. as a common control arrangement effective on 13 March 2018, at the date that common control was first established. The Group has elected to account for the arrangement as if the acquisition had occurred at the date common control was first established; for this purpose comparatives are restated. The assets and liabilities acquired are recognized at the carrying amounts recognized previously in the Group controlling shareholder's consolidated financial statements. The components of equity other than share capital of the acquired entities are added to the same components within Group equity and any gain/loss arising is recognized directly in equity in merger reserve.

The summary of the effects of the restatement on the profit or loss due to the Group's election to account for the arrangement form the date common control was first established is as follows;

31/03/2018	As previously stated	Effect of restatements	Restated
Profit or loss			
Revenue	**67,584,597**	$3,812,057	71,396,654
Gross (loss)/profit	**(24,338,783)**	890,675	(23,448,108)
Loss for the year	**(51,594,815)**	($444,436)	(52,039,251)

If the acquisition had occurred on 1 April 2017, management estimates that consolidated revenue would have been approximately $127 million, and consolidated losses for the year would have been approximately $53 million for the financial year ended 31 March 2018. In determining these amounts, management has assumed that the common control acquisition adjustments that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 April 2017.

26 Acquisition under common control arrangement (Cont'd)

Equity instruments issued

The fair value of the ordinary shares issued was based on the listed share price of the Company at 13 March 2018 of $0.06 per share.

Acquisition-related costs

The Group incurred acquisition-related costs of $610,695 on legal fees and due diligence costs. These costs have been included in 'other operating expenses'.

Identifiable assets acquired and liabilities assumed

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of acquisition.

	$
Property, plant and equipment	25,539,475
Assets held for sales	3,643,987
Goodwill	458,032
Investment in Associates	30,800
Inventories	3,647,646
Trade receivables	16,999,749
Other receivables	2,743,029
Cash and bank balances	2,273,289
Bank borrowings	(5,416,695)
Finance lease liabilities	(1,740,054)
Trade payables	(13,957,018)
Other payables	(5,831,253)
Income tax payables	(197,800)
Total identifiable net assets	28,193,187

Merger reserves

Merger reserves arising from the acquisition has been recognized as follows:

	$
Total consideration	47,962,455
Net identifiable net assets	28,193,187
Merger reserves	19,769,268

27 Holding company and related company transactions

On 13 March 2018, the Company entered into a share placement exercise for the allotment and issuance of 1,360,000,000 shares to PeakBayou Ltd., which represented 75.64% of the enlarged issued and paid-up share capital of the Company. Pursuant to the share placement exercise, the Company's immediate holding company became PeakBayou Ltd., a company incorporated in the Cayman Islands. PeakBayou Ltd. is ultimately wholly-owned by ShawKwei Asia Value Fund 2017, L.P. a closed-end private equity fund structured as a limited partnership organized and existing under the laws of the Cayman Islands. Related companies in these financial statements refer to members of the ultimate holding entity's group of companies.

On 18 October 2018, AMOS Group Limited complete its acquisition of AMOS International Holdings Pte. Ltd. by issuance of 799,374,250 shares.

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

28 Commitments

(a) Capital commitments

	Group	
	2019	*Restated 2018
	$	$
Commitment for plant and equipment	**3,554,697**	–

* Restated. Refer to Note 26.

(b) Operating lease arrangements

<u>The Group as lessee</u>

	Group	
	2019	*Restated 2018
	$	$
Minimum lease payments under non-cancellable operating leases recognized as an expense in the year	**3,593,651**	2,946,479

* Restated. Refer to Note 26.

At the end of the reporting period, the Group has outstanding commitments under non-cancellable operating leases which fall due as follows:

	Group	
	2019	*Restated 2018
	$	$
Within 1 year	**2,835,881**	1,926,570
Within 2 to 5 years	**5,820,356**	3,595,494
After 5 years	**7,914,862**	5,355,522
	16,571,099	10,877,586

* Restated. Refer to Note 26.

The lease of land is subject to annual adjustment to market rate with any increase capped at a percentage of the immediate preceding year's rental.

Operating lease payments represent rentals payable by the Group for rental of land, office space, warehouse and dormitory. These leases have varying terms and are subject to revisions to reflect current market rental and value. The operating lease commitments estimated above were determined assuming the same rental expense fixed as at end of the reporting period till the end of the lease.

28 Commitments (Cont'd)

(c) Other commitments

The Company has granted corporate guarantees to banks in respect of bank facilities utilized by the subsidiaries of the Group. The maximum amount that the Group and the Company could be forced to settle, if the full guaranteed amount is claimed by the counterparty to the guarantee is $45,266,441 and $45,266,441 respectively (2018: $57,952,158 and $57,952,158 respectively). The earliest period that the guarantee could be called is within 1 year (2018: 1 year) from the end of the reporting period. Management has assessed the fair value of the corporate guarantees to be immaterial and is of the view that no amount will be payable under this arrangement.

29 Related party transactions

Some of the Group's transactions and arrangements are with related parties and the effect of these on the basis determined between the parties is reflected in these financial statements. The related party balances are unsecured, interest-free, and repayable on demand and expected to be settled in cash, unless otherwise stated. The tables below disclose the related party transactions other than those already disclosed elsewhere in this Financial Statements.

Key management personnel compensation

The remuneration of directors and other members of key management are as follows:

	Group	
	2019	**2018**
	$	**$**
Short-term employee benefits	**2,199,205**	2,217,489
Post-employment benefits	**45,360**	73,139

30 Segment information

For the purpose of the resource allocation and assessment of segment performance, the Group's chief operating decision maker has focused on the business operating units which in turn, are segregated based on their services. This forms the basis of identifying the operating segments of the Group under SFRS(I) 8 *Operating Segments*.

Operating segments are aggregated into a single operating segment if they have similar economic characteristics. The Group's reportable segments under SFRS(I) 8 *Operating Segments* are set out below:

Offshore

The Offshore segment relates to the supply and manufacture rigging, lifting equipment and provision of related services for the global offshore oil and gas industry.

Marine

This segment provides marine supplies and services and general merchandise.

The accounting policies of the reportable segments are the same as the Group's accounting policies described in Note 2. Segment results represent the results of each segment and is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

30 Segment information (Cont'd)

Marine (Cont'd)

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

All assets and liabilities are allocated to reportable segments. Assets and liabilities, if any, used jointly by reportable segments are allocated on the basis of the revenues earned by individual reportable segments.

	Offshore	Marine	Others	Total
	$	$	$	$
31 March 2019				
Revenue				
Sales	53,513,990	76,395,382	–	129,909,372
Inter-segment sales	(401,244)	(117,178)	–	(518,422)
Sales to external customers	53,112,746	76,278,204	–	129,390,950
(Loss)/Profit from operations				
Segment results	(16,450,162)	(5,180,248)	(5,890,897)	(27,521,307)
Restructuring costs	(2,556,143)	(1,702,235)	–	(4,258,378)
Interest expense	(2,189,384)	(405,993)	–	(2,595,377)
Income tax expense	(53,159)	(43,735)	–	(96,894)
Loss for the year				(34,471,956)
Assets				
Segment assets	101,746,496	98,345,001	11,599,496	211,690,993
Liabilities				
Segment liabilities	49,586,501	37,925,588	919,943	88,432,032
Other information				
Impairment of property, plant and equipment	–	(269,839)	–	(269,839)
Loss on disposal of property, plant and equipment	(1,011,161)	243,079	–	(768,082)
Trade receivables written off	(57,417)	(40,711)	–	(98,128)
Impairment loss on trade receivables	(386,078)	(379,872)	–	(765,950)
Impairment on goodwill	–	(286,424)	–	(286,424)
Provision for inventory adjustment to market price	(6,628,835)	(130,898)	–	(6,759,733)
Allocable depreciation and amortization	(2,847,348)	(2,853,802)	(189,234)	(5,890,384)
Allocable additions to non-current assets	1,187,775	13,055,306	17,668	14,260,749

30 Segment information (Cont'd)

Marine (Cont'd)

	Offshore $	Marine $	Others $	Total $
31 March 2018 *Restated				
Revenue				
Sales	52,430,061	19,488,286	–	71,918,347
Inter-segment sales	(299,714)	(221,979)	–	(521,693)
Sales to external customers	52,130,347	19,266,307	–	71,396,654
Loss from operations				
Segment results	(45,310,033)	(158,341)	(2,018,131)	(47,486,505)
Restructuring costs	(1,544,720)	(20,344)	–	(1,565,064)
Interest expense	(2,652,294)	(23,028)	(452)	(2,675,774)
Income tax expense	(311,908)	–	–	(311,908)
Loss for the year				(52,039,251)
Assets				
Segment assets	117,612,562	76,845,683	52,641,706	247,099,951
Liabilities				
Segment liabilities	65,196,687	42,839,819	1,946,329	109,982,835
Other information				
Impairment of intangible assets	1,971,587	–	–	1,971,587
Loss on disposal of property, plant and equipment	1,307,417	3,457	–	1,310,874
Trade receivables written off	300,402	–	–	300,402
Impairment loss on trade receivables	141,690	–	–	141,690
Property, plant and equipment written off	238,000	–	–	238,000
Provision for cancellation of contract	442,000	–	–	442,000
Provision for inventory adjustment to market price	35,490,017	–	–	35,490,017
Allocable depreciation and amortization	4,592,063	700,206	202,556	5,494,825
Allocable additions to non-current assets	1,998,838	9,485	6,949	2,015,272
1 April 2017 *Restated				
Assets				
Segment assets	182,336,354	13,213,966	873,731	196,424,051
Liabilities				
Segment liabilities	91,563,948	10,631,036	298,804	102,493,788

* Restated. Refer to Note 26.

30 Segment information (Cont'd)

Geographic information

The Group operates mainly in the geographic areas of Singapore, Azerbaijan, Middle East, Malaysia, Australia, Other Asia, Europe and Others. The Group's revenue from external customers and information about its segment assets (non-current assets) by geographic location are detailed below:

	Group	
	2019	*Restated 2018
	$	$
Revenue from external customers (based on revenue by country)		
Singapore	**97,796,098**	40,367,087
Azerbaijan	**5,112,506**	9,828,807
South Korea	**6,465,061**	4,830,498
United Kingdom	**3,751,695**	4,875,355
United Arab Emirates	**3,734,112**	4,017,755
Asia [(1)]	**12,531,478**	7,477,152
	129,390,950	71,396,654
Non-current assets (based on location of assets)		
Singapore	**57,386,831**	36,397,553
Malaysia	**2,872,897**	6,551,744
South Korea	**8,171,820**	7,417,916
Azerbaijan	**526,758**	732,209
Middle East	**3,792,859**	3,589,345
Others	**3,359,105**	3,651,695
	76,110,270	58,340,462

(1) Revenue from countries in "Asia" include revenue from customers in countries that individually account for less than 10% of the Group's revenue.

* Restated. Refer to Note 26.

Information about major customers

There are no revenues from transactions with any single external customer that amounts to 10 per cent or more of the Group's revenue.

31 Financial instruments

Financial risk management

Overview

The Group has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

Risk management framework

The Group's overall financial risk management strategy seeks to minimize potential adverse effects of financial performance of the Group. The Board of Directors reviews the overall financial risk management on specific areas, such as credit risk, liquidity risk and market risk. Risk management is monitored by finance department under the policies approved by Board of Directors.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and debt investments.

The carrying amounts of financial assets and contract assets represent the Group and the Company's maximum exposures to credit risk, before taking into account any collateral held. The Group and the Company do not require any collateral in respect of their financial assets.

Impairment losses on financial assets and contract assets recognized in profit or loss were as follows:

	Group	
	2019	***Restated 2018**
	$	**$**
Impairment loss on trade receivables and contract assets arising from contracts with customers	**765,950**	141,690

* Restated. Refer to Note 26.

Trade receivables and contract assets

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the Group's customer base, including the default risk associated with the industry and country in which customers operate, as these factors may have an influence on credit risk. Details of concentration of revenue are included in note 30.

The Group has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group's review includes external ratings, if they are available, financial statements, credit agency information, industry information, and in some cases bank references. Sale limits are established for each customer; these limits are reviewed quarterly. Customers failing to meet the Group's benchmark creditworthiness may transact with the Group only on a prepayment basis.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Credit risk (Cont'd)

Trade receivables and contract assets (Cont'd)

There is no concentration of customer's credit risk at Group level.

The Company is exposed to a concentration of credit risk as trade receivables and loans to subsidiary corporations amounting to about 92.6% (2018: 97.6%) and 62.8% (2018: 45.7%) of the respective balances are due from one subsidiary corporation. This subsidiary corporation has been assessed to be creditworthy and management has assessed that no allowance for doubtful receivables is required.

The Group does not require collateral in respect of trade receivables. The Group does not have trade receivables and contract assets for which no loss allowance is recognized because of collateral.

Exposure to credit risk

Expected credit loss assessment for individual customers as at 1 April 2018 and 31 March 2019

Loss rates are based on actual credit loss experience over the past two years. These rates are multiplied by scalar factors to reflect differences between economic conditions during the period over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

The following table provides information about the exposure to credit risk and ECLs for trade receivables and contract assets for individual customers as at 31 March 2019.

	Weighted average loss rate	Gross carrying amount	Impairment loss allowance	Credit impaired
	%	$	$	
Current (not past due)	2.0	10,566,353	211,453	No
1 – 30 days past due	1.8	8,151,875	143,274	No
31 – 60 days past due	1.5	4,795,265	72,310	No
61 – 90 days past due	2.0	3,363,471	68,031	No
More than 90 days past due	26.7	8,368,792	2,238,377	Yes
		35,245,756	2,733,445	

Comparative information under FRS 39

An analysis of the credit quality of trade receivables that were neither past due nor impaired and the ageing of trade receivables that were past due but not impaired as at 31 March 2018 is as follows:

	Weighted average loss rate	Gross carrying amount	Impairment loss allowance	Net carrying amount
	%	$	$	$
Neither past due nor impaired	–	9,162,051	–	No
Past due but not impaired				
1 – 30 days past due	–	6,705,716	–	No
31 – 60 days past due	–	4,058,318	–	No
61 – 90 days past due	–	1,954,253	–	No
More than 90 days past due	31.8	6,287,237	1,999,802	Yes
		28,167,575	1,999,802	

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Credit risk (Cont'd)

Trade receivables and contract assets (Cont'd)

Movements in allowance for impairment in respect of trade receivables and contract assets

The movement in the allowance for impairment in respect of trade receivables and contract assets during the year was as follows:

	Impairments $
At 1 April 2017 per FRS 39	1,965,112
Impairment loss recognized	141,689
Written off as bad debts	(2,488)
Doubtful trade receivables recovered	(97,592)
Exchange differences	(6,919)
At 31 March 2018 per FRS 39	1,999,802
At 1 April 2018 per FRS 39	1,999,802
Adjustment on initial application of SFRS(I) 9	174,656
At 1 April 2018 per SFRS(I) 9	2,174,458
Impairment loss recognized - not credit-impaired	415,323
Impairment loss recognized – credit-impaired	143,664
Amounts written off	–
At 31 March 2019 per SFRS(I) 9	2,733,445

Guarantees

The Group's policy is to provide financial guarantees only for wholly-owned subsidiaries' liabilities. At 31 March 2019, the Company has issued a guarantee to certain banks in respect of credit facilities granted to two subsidiaries (see note 15).

Cash and cash equivalents

The Group and the Company held cash and cash equivalents of $28,607,270 and $11,191,573, respectively at 31 March 2019 (2018: $71,019,330 and $52,117,176; 1 Apr 2017: $6,601,759 and $35,361 respectively).

Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

The amount of the allowance on cash and cash equivalents is negligible.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Credit risk (Cont'd)

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements:

	Carrying amount $	Contractual cash flows $	Less than 1 year $	1-2 years $	2-5 years $	More than 5 years $
Group						
31 March 2019						
Non-derivative financial liabilities						
Secured bank loans	50,341,544	53,833,522	12,354,013	41,479,509	–	–
Finance lease liabilities	232,727	244,431	151,103	93,328	–	–
Trade and other payables	36,645,287	36,645,287	36,645,287	–	–	–
Bank overdraft	347,807	362,429	362,429	–	–	–
	87,567,365	91,085,669	49,512,832	41,572,837	–	–
31 March 2018 *Restated						
Non-derivative financial liabilities						
Secured bank loans	59,431,684	64,423,544	12,004,613	49,354,947	3,063,983	–
Unsecured bank loans	4,112,861	4,117,797	2,616,498	1,501,299	–	
Finance lease liabilities	1,371,838	1,455,953	824,320	631,633	–	–
Trade and other payables	43,751,703	43,903,670	43,903,670	–	–	–
Bank overdraft	66,232	69,544	69,544	–	–	–
	108,734,318	113,970,508	59,418,646	51,487,879	3,063,983	–

* Restated. Refer to Note 26.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Liquidity risk (Cont'd)

Exposure to liquidity risk (Cont'd)

	Carrying amount $	Contractual cash flows $	Less than 1 year $	1-2 years $	2-5 years $	More than 5 years $
Company						
31 March 2019						
Non-derivative financial liabilities						
Trade and other payables	910,928	910,928	910,928	–	–	–
31 March 2018 *Restated						
Non-derivative financial liabilities						
Trade and other payables	1,438,867	1,438,867	1,438,867	–	–	–
Finance lease liabilities	4,106	4,208	4,208	–	–	–
	1,442,973	1,443,075	1,443,075	–	–	–

* Restated. Refer to Note 26.

The maturity analyzes show the contractual undiscounted cash flows of the Group and the Company's financial liabilities on the basis of their earliest possible contractual maturity. The cash outflows disclosed represent the contractual undiscounted cash flows relating to derivative financial liabilities held for risk management purposes and which are usually not closed out prior to contractual maturity.

As disclosed in note 15, the Group has a secured bank loan which contains a covenant. The covenant is monitored on a regular basis by the Treasury department and regularly reported to management to ensure compliance with the agreement.

If there is a breach of this covenant may require the Group to repay the loan earlier than indicated in the table above.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Group is exposed to transactional foreign currency risk to the extent that there is a mismatch between the currencies in which sales, purchases, receivables and borrowings, including inter-company sales, purchases and inter-company balances, that are denominated in a currency other than the respective functional currencies of Group entities. The functional currencies of Group entities are primarily the Singapore dollar (SGD) and US dollar (USD). The currencies in which these transactions primarily are denominated are the Singapore dollar (SGD), US dollar (USD), Euro (EUR).

The Group does not hedge against foreign exchange exposure as the currency risk is not expect to be significant.

Exposure to currency risk

The summary of quantitative data about the exposure to currency risk as reported to the management of the Group is as follows:

	31 Mar 2019			*Restated 31 Mar 2018			1 Apr 2017		
	SGD	EUR	USD	SGD	EUR	USD	SGD	EUR	USD
	$	$	$	$	$	$	$	$	$
Group									
Cash and bank balances	**4,158**	**752,888**	**670,664**	3,500	499,331	234,427	173,025	176,333	181,861
Trade receivables	**491,686**	**1,212,537**	**7,106,453**	335,507	1,559,895	5,049,778	228,327	6,232,096	5,938,347
Other receivables	**200,265**	**1,306,861**	**11,356,191**	208,461	1,135,917	7,270,812	510,184	707,310	7,979,726
Trade payables	**(4,767,180)**	**(1,392,442)**	**(5,344,819)**	(2,809,046)	(1,138,670)	(5,276,650)	(2,435,405)	(2,843,296)	(4,994,932)
Other payables	**(18,776,852)**	**(1,321,265)**	**(1,478,327)**	(10,211,473)	(1,148,747)	(5,738,339)	(10,679,928)	(715,851)	(5,530,634)
Bank borrowings	**–**	**–**	**–**	–	–	–	(582,475)	–	(309,770)
Net statement of financial position exposure	**(22,847,923)**	**558,579**	**12,310,162**	(12,473,051)	907,726	1,540,028	(12,786,272)	3,556,592	3,264,598

* Restated. Refer to Note 26.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Market risk (Cont'd)

Currency risk (Cont'd)

Sensitivity analysis

The following table details the sensitivity to a 5% strengthening and weakening in United States dollar, Euro, Singapore dollar against the respective functional currencies of the entities of the Group as at 31 March would have increased (decreased) equity and profit or loss by the amount show below.

	Group Profit or (loss) $
31 March 2019	
SGD (5% strengthening)	(1,142,396)
USD (5% strengthening)	615,508
EUR (5% strengthening)	27,929
SGD (5% weakening)	1,142,396
USD (5% weakening)	(615,508)
EUR (5%weakening)	(27,929)
31 March 2018 *Restated	
SGD (5% strengthening)	(623,653)
USD (5% strengthening)	77,001
EUR (5% strengthening)	45,386
SGD (5% weakening)	623,653
USD (5% weakening)	(77,001)
EUR (5%weakening)	(45,386)

* Restated. Refer to Note 26.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Market risk (Cont'd)

Currency risk (Cont'd)

Interest rate risk

The primary source of the Group's interest rate risk relates to interest-bearing bank borrowings as disclosed in Note 15 to the financial statements. As the interest for bank borrowings are based on variable rates, the Group is exposed to risk arising from the changes in interest rate. This risk is not hedged. Finance leases are at fixed interest rate in 2019, 2018 and 2017.

Exposure to interest rate risk

At the reporting date, the interest rate profile of the Group's interest-bearing financial instruments, as reported to the management was as follows:

	Group Nominal amount			Company Nominal amount		
	31 Mar 2019	*Restated 31 Mar 2018	1 Apr 2017	31 Mar 2019	31 Mar 2018	1 Apr 2017
	$	$	$	$	$	$
Fixed rate instruments						
Financial assets	–	–	–	–	–	–
Financial liabilities	**(232,727)**	(4,784,287)	(8,241,430)	–	–	–
	(232,727)	(4,784,287)	(8,241,430)	–	–	–
Variable rate instruments						
Financial assets	–	–	–	–	–	–
Financial liabilities	**(50,689,785)**	(63,597,915)	(77,802,891)	–	–	–
	(50,689,785)	(63,597,915)	(77,802,891)	–	–	–

* Restated. Refer to Note 26.

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at FVTPL. Therefore, in respect of the fixed rate instruments, a change in interest rates at the reporting date would not affect profit or loss.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Market risk (Cont'd)

Currency risk (Cont'd)

Interest rate risk (Cont'd)

Cash flow sensitivity analysis for variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	Profit or loss		Equity	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
	$	$	$	$
Group				
31 March 2019				
Variable rate instruments	(506,898)	506,898	–	–
Cash flow sensitivity (net)	(506,898)	506,898	–	–
31 March 2018 *Restated				
Variable rate instruments	(635,979)	635,979	–	–
Cash flow sensitivity (net)	(635,979)	635,979	–	–

* Restated. Refer to Note 26.

Capital management policies and objectives

The Group manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Group is required to maintain compliance with covenants under loan agreements with banks and the covenants include a maximum gearing ratio and a minimum tangible net worth amount. The Group reviews the capital structure on a regular basis to ensure the covenants are complied with.

During the FY 2018, certain credit facilities have been restructured in which a moratorium and suspension of financial covenants has been obtained for the restructured credit facilities. The Group is in compliance with externally imposed capital requirements for financial year ended 31 March 2018 and 2019.

The capital structure of the Group consists of debt, which includes bank loans and finance leases and equity, comprising share capital, reserves and accumulated losses. The Group's overall strategy remains unchanged from prior year.

Estimation of fair values

The carrying amounts of financial assets and liabilities with a maturity of less than one year are assumed to approximate their fair value because of the short period to maturity.

Other long term financial liabilities

Fair value is calculated based on the present value of future cash flows, discounted at the market rate of interest at the reporting date. As at 31 March 2019, the carrying amount of long term financial liabilities are estimated to approximate to their fair value. Fair value is measured using the Level 2 valuation inputs.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Market risk (Cont'd)

Accounting classifications

The carrying amounts of financial assets and financial liabilities by accounting classifications are as follows:

	Note	Carrying Amount Amortized cost $	 Other financial liabilities $	 Total $
Group				
31 March 2019				
Financial assets not measured at fair value				
Trade receivables	9	32,512,310	–	32,512,310
Other receivables (excludes prepayments and GST recoverable)	10	2,269,285	–	2,269,285
Cash and cash equivalents	12	28,607,270	–	28,607,270
		63,388,865	–	63,388,865
Financial liabilities not measured at fair value				
Bank overdraft	15	–	(347,807)	(347,807)
Secured bank loans	15	–	(50,341,978)	(50,341,978)
Finance lease liabilities	16	–	(232,727)	(232,727)
Trade payables	17	–	(26,092,465)	(26,092,465)
		–	(77,014,977)	(77,014,977)

	Note	Carrying Amount Loans and receivables $	 Other financial liabilities $	 Total $
31 March 2018 *Restated				
Financial assets not measured at fair value				
Trade receivables	9	26,167,773	–	26,167,773
Other receivables (excludes prepayments and GST recoverable)	10	5,138,493	–	5,138,493
Cash and cash equivalents	12	71,275,832	–	71,275,832
		102,582,098	–	102,582,098

* Restated. Refer to Note 26.

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Market risk (Cont'd)

Accounting classifications (Cont'd)

	Note	Carrying Amount Loans and receivables $	Carrying Amount Other financial liabilities $	Carrying Amount Total $
31 March 2018 *Restated				
Financial liabilities not measured at fair value				
Bank overdrafts	15	–	(66,232)	(66,232)
Secured bank loans	15	–	(59,431,684)	(59,431,684)
Unsecured bank loans	15	–	(4,112,861)	(4,112,861)
Finance lease liabilities	16	–	(1,371,838)	(1,371,838)
Loan from third party		–	(3,399,588)	(3,399,588)
Trade payables	17	–	(20,488,402)	(20,488,402)
		–	(88,870,605)	(88,870,605)
Group				
1 April 2017				
Financial assets not measured at fair value				
Trade receivables	9	21,173,232	–	21,173,232
Other receivables (excludes prepayments and GST recoverable)	10	1,451,882	–	1,451,882
Cash and cash equivalents	12	6,601,759	–	6,601,759
		29,226,873	–	29,226,873
Financial liabilities not measured at fair value				
Bank overdrafts	15	–	(1,170,556)	(1,170,556)
Secured bank loans	15	–	(58,501,553)	(58,501,553)
Unsecured bank loans	15	–	(23,300,237)	(23,300,237)
Finance lease liabilities	16	–	(1,571,975)	(1,571,975)
Trade payables	17	–	(10,027,384)	(10,027,384)
		–	(94,571,705)	(94,571,705)

* Restated. Refer to Note 26

31 Financial instruments (Cont'd)

Financial risk management (Cont'd)

Market risk (Cont'd)

Accounting classifications (Cont'd)

	Note	Carrying Amount Amortized cost $	Carrying Amount Other financial liabilities $	Carrying Amount Total $
Company				
31 March 2019				
Financial assets not measured at fair value				
Trade receivables	9	1,744,721	–	1,744,721
Other receivables (excludes prepayments and GST recoverable)	10	633,468	–	633,468
Cash and cash equivalents	12	11,191,573	–	11,191,573
		13,569,762	–	13,569,762

	Note	Carrying Amount Loans and receivables $	Carrying Amount Other financial liabilities $	Carrying Amount Total $
31 March 2018 *Restated				
Financial assets not measured at fair value				
Trade receivables	9	2,709,499	–	2,709,499
Other receivables (excludes prepayments and GST recoverable)	10	135,643	–	135,643
Cash and cash equivalents	12	52,117,176	–	52,117,176
		54,962,318	–	54,962,318

* Restated. Refer to Note 26.

	Note	Carrying Amount Loans and receivables $	Carrying Amount Other financial liabilities $	Carrying Amount Total $
1 April 2017				
Financial assets not measured at fair value				
Trade receivables	9	3,037,546	–	3,037,546
Other receivables (excludes prepayments and GST recoverable)	10	111,625	–	111,625
Cash and cash equivalents	12	35,361	–	35,361
		3,184,532	–	3,184,532

Financial instruments not measured at fair value

Other financial liabilities include bank overdrafts, secured and unsecured bank loans, finance lease liabilities and trade payables.

32 Explanation of transition to SFRS(I) and adoption of new standards

In December 2017, the Accounting Standards Council (ASC) issued the Singapore Financial Reporting Standards (International) (SFRS(I)). SFRS(I) comprises standards and interpretations that are equivalent to International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) at 31 December 2017 that are applicable for annual period beginning on or after 1 January 2018. Singapore-incorporated companies that have issued, or are in the process of issuing, equity or debt instruments for trading in a public market in Singapore, will apply SFRS(I) with effect from annual periods beginning on or after 1 January 2018.

As stated in note 2.1, these are the first financial statements of the Group and of the Company prepared in accordance with SFRS(I).

The accounting policies set out in note 3 have been applied in preparing the financial statements for the year ended 31 March 2019, the comparative information presented in these financial statements for the year ended 31 March 2018 and in the preparation of the opening SFRS(I) statement of financial position at 1 April 2017 (the Group's date of transition), subject to the mandatory exceptions and optional exemptions under SFRS(I) 1.

In preparing the opening SFRS(I) statement of financial position, the Group has adjusted amounts reported previously in the financial statements prepared in accordance with previous FRS.

In addition to the adoption of the new framework, the Group also concurrently applied the following SFRS(I)s, interpretations of SFRS(I)s and requirements of SFRS(I)s which are mandatorily effective from the same date.

- SFRS(I) 15 *Revenue from Contracts with Customers* which includes clarifications to IFRS 15 Revenue from Contracts with Customers issued by the IASB in April 2016;
- SFRS(I) 9 *Financial Instruments* which includes amendments arising from IFRS 4 Insurance Contracts issued by the IASB in September 2016;
- requirements in SFRS(I) 2 Share-based Payment arising from the amendments to IFRS 2 – Classification and measurement of share-based payment transactions issued by the IASB in June 2016;
- requirements in SFRS(I) 1-40 Investment Property arising from the amendments to IAS 40 – Transfers of investment property issued by the IASB in December 2016;
- requirements in SFRS(I) 1 arising from the amendments to IFRS I – *Deletion of short-term exemptions for first-time adopters* issued by the IASB in December 2016;
- requirements in SFRS(I) 1-28 Investments in Associates and Joint Ventures arising from the amendments to IAS 28 – Measuring an associate or joint venture at fair value issued by the IASB in December 2016; and
- SFRS(I) INT 22 *Foreign Currency Transactions and Advance Consideration*.

The application of the above standards and interpretations do not have a material effect on the financial statements, except for SFRS(I) 9 and SFRS(I) 15.

An explanation of how the transition from previous FRS to SFRS(I) and the adoption of SFRS(I) 15 and SFRS(I) 9 have affected the Group's financial position, financial performance and cash flows, and the Company's financial position is set out under the summary of quantitative impact and the accompanying notes.

Summary of quantitative impact

The following reconciliations summarize the impacts on initial application of SFRS(I) 1, SFRS(I) 15 and SFRS(I) 9 on the Group's and the Company's financial positions as at 1 April 2017, 31 March 2018 and 1 April 2018. There were no adjustments to the Group's consolidated statement of profit or loss and other comprehensive income and consolidated statement of cash flows for the year ended 31 March 2018 arising on the transition to SFRS(I).

32 Explanation of transition to SFRS(I) and adoption of new standards (Cont'd)

Summary of quantitative impact (Cont'd)

Reconciliation of the Group's equity – consolidated statement of financial position

	31 March 2018			1 April 2018	
	FRS framework $	SFRS(I) 15 $	As reported presently $	SFRS(I) 9 $	As reported presently $
Assets					
Property, plant and equipment	57,700,235	–	57,700,235	–	57,700,235
Intangible assets	–	–	–	–	–
Club membership	26,500	–	26,500	–	26,500
Goodwill	425,185	–	425,185	–	425,185
Prepayments	72,975	–	72,975	–	72,975
Deferred tax assets	85,323	–	85,323	–	85,323
Subsidiaries	–	–	–	–	–
Associates	30,244	–	30,244	–	30,244
Non-current assets	58,340,462	–	58,340,462	–	58,340,462
Trade receivables	26,511,854	(344,081)	26,167,773	(174,656)	25,993,117
Contract assets	–	1,888,227	1,888,227	–	1,888,227
Other receivables	7,325,718	(1,544,146)	5,781,572	–	5,781,572
Income tax receivables	119,427	–	119,427	–	119,427
Inventories	83,526,658	–	83,526,658	–	83,526,658
Cash and bank balances	71,275,832	–	71,275,832	–	71,275,832
	188,759,489	–	188,759,489	(174,656)	188,584,833
Assets held for sale (Note 11)	–	–	–	–	–
Current assets	188,759,489	–	188,759,489	(174,656)	188,584,833
Total assets	247,099,951	–	247,099,951	(174,656)	246,925,295
Equity					
Share capital	166,302,232	–	166,302,232	–	166,302,232
Translation reserves	690,741	–	690,741	–	690,741
Other reserves	(19,769,268)	–	(19,769,268)	–	(19,769,268)
Accumulated losses	(10,188,997)	–	(10,188,997)	(174,656)	(10,363,653)
Equity attributable to owners of the Company	137,034,708	–	137,034,708	(174,656)	136,860,052
Non-controlling interests	82,408	–	82,408	–	82,408
Total equity	137,117,116	–	137,117,116	(174,656)	136,942,460
Liabilities					
Bank borrowings	50,014,841	–	50,014,841	–	50,014,841
Deferred tax liabilities	209,593	–	209,593	–	209,593
Finance lease liabilities	589,949	–	589,949	–	589,949
Non-current liabilities	50,814,383	–	50,814,383	–	50,814,383
Bank borrowings	13,595,936	–	13,595,936	–	13,595,936
Finance lease liabilities	781,889	–	781,889	–	781,889
Income tax payable	75,183	–	75,183	–	75,183
Trade payables	20,488,402	–	20,488,402	–	20,488,402
Contract liabilities	–	61,400	61,400	–	61,400
Other payables	23,324,701	(61,400)	23,263,301	–	23,263,301
Provisions	902,341	–	902,341	–	902,341
Current liabilities	59,168,452	–	59,168,452	–	59,168,452
Total liabilities	109,982,835	–	109,982,835	–	109,982,835
Total equity and liabilities	247,099,951	–	247,099,951	(174,656)	246,925,295

32 Explanation of transition to SFRS(I) and adoption of new standards (Cont'd)

Summary of quantitative impact (Cont'd)

Reconciliation of the Group's equity – consolidated statement of financial position (Cont'd)

	1 April 2017		
	FRS framework $	SFRS(I) 15 $	As reported presently $
Assets			
Property, plant and equipment	35,522,855	–	35,522,855
Intangible assets	2,566,164	–	2,566,164
Prepayments	150,599	–	150,599
Deferred tax assets	266,304	–	266,304
Investment in subsidiaries	–	–	–
Non-current assets	38,505,922	–	38,505,922
Trade receivables	21,173,232	–	21,173,232
Other receivables	2,118,279	–	2,118,279
Income tax receivables	101,106	–	101,106
Inventories	127,923,753	–	127,923,753
Cash and bank balances	6,601,759	–	6,601,759
Current assets	157,918,129	–	157,918,129
Total assets	196,424,051	–	196,424,051
Equity			
Share capital	50,586,533	–	50,586,533
Translation reserves	1,479,013	–	1,479,013
Retained earnings	41,830,080	–	41,830,080
Equity attributable to owners of the Company	93,895,626	–	93,895,626
Non-controlling interests	34,637	–	34,637
Total equity	93,930,263	–	93,930,263
Liabilities			
Bank borrowings	5,093,179	–	5,093,179
Deferred tax liabilities	134,898	–	134,898
Finance lease liabilities	908,179	–	908,179
Non-current liabilities	6,136,256	–	6,136,256
Bank borrowings	77,879,167	–	77,879,167
Finance lease liabilities	663,796	–	663,796
Income tax payable	233,656	–	233,656
Trade payables	10,027,384	–	10,027,384
Other payables	7,553,529	–	7,553,529
Provisions	–	–	–
Current liabilities	96,357,532	–	96,357,532
Total liabilities	102,493,788	–	102,493,788
Total equity and liabilities	196,424,051	–	196,424,051

32 Explanation of transition to SFRS(I) and adoption of new standards (Cont'd)

Summary of quantitative impact (Cont'd)

Reconciliation of the Company's equity – consolidated statement of financial position

	31 March 2018		
	FRS framework $	SFRS(I) 15 $	As reported presently $
Assets			
Property, plant and equipment	407,906	–	407,906
Subsidiaries	67,526,161	–	67,526,161
Non-current assets	67,934,067	–	67,934,067
Trade receivables	2,709,499	–	2,709,499
Contract assets	–	402,599	402,599
Other receivables	566,927	(402,599)	164,328
Cash and bank balances	52,117,176	–	52,117,176
Current assets	55,393,602	–	55,393,602
Total assets	123,327,669	–	123,327,669
Equity			
Share capital	118,339,777	–	118,339,777
Translation reserves	–	–	–
Retained earnings	3,041,563	–	3,041,563
Equity attributable to owners of the Company	121,381,340	–	121,381,340
Non-controlling interests	–	–	–
Total equity	121,381,340	–	121,381,340
Liabilities			
Deferred tax liabilities	9,015	–	9,015
Non-current liabilities	9,015	–	9,015
Finance lease liabilities	4,106	–	4,106
Other payables	1,438,867	–	1,438,867
Provisions	494,341	–	494,341
Current liabilities	1,937,314	–	1,937,314
Total liabilities	1,946,329	–	1,946,329
Total equity and liabilities	123,327,669	–	123,327,669

32 Explanation of transition to SFRS(I) and adoption of new standards (Cont'd)

Summary of quantitative impact (Cont'd)

Reconciliation of the Company's equity – consolidated statement of financial position (Cont'd)

	1 April 2017		
	FRS framework $	SFRS(I) 15 $	As reported presently $
Assets			
Property, plant and equipment	603,513	–	603,513
Subsidiaries	49,994,224	–	49,994,224
Non-current assets	50,597,737	–	50,597,737
Trade receivables	3,037,546	–	3,037,546
Contract assets	–	449,274	449,274
Other receivables	637,296	(449,274)	188,022
Cash and bank balances	35,361	–	35,361
Current assets	3,710,203	–	3,710,203
Total assets	54,307,940	–	54,307,940
Equity			
Share capital	50,586,533	–	50,586,533
Translation reserves	–	–	–
Retained earnings	3,422,603	–	3,422,603
Equity attributable to owners of the Company	54,009,136	–	54,009,136
Non-controlling interests	–	–	–
Total equity	54,009,136	–	54,009,136
Liabilities			
Deferred tax liabilities	101,015	–	101,015
Finance lease liabilities	4,106		4,106
Non-current liabilities	105,121	–	105,121
Finance lease liabilities	5,199	–	5,199
Other payables	188,484	–	188,484
Provisions	–	–	–
Current liabilities	193,683	–	193,683
Total liabilities	298,804	–	298,804
Total equity and liabilities	54,307,940	–	54,307,940

32 Explanation of transition to SFRS(I) and adoption of new standards (Cont'd)

Summary of quantitative impact (Cont'd)

SFRS(I) 1

In adopting SFRS(I) in 2018, the Group has applied the transition requirements in SFRS(I) 1 with 1 April 2017 as the date of transition. SFRS(I) 1 generally requires that the Group applies SFRS(I) that are effective as at 31 March 2018 on a retrospective basis, as if such accounting policy had always been applied, subject to the mandatory exceptions and optional exemptions in SFRS(I) 1. The application of the mandatory exceptions and the optional exemptions in SFRS(I) 1 did not have any significant impact on the financial statements.

SFRS(I) 9

SFRS(I) 9 Financial Instruments sets out requirements for recognizing and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. It also introduces a new 'expected credit loss' (ECL) model and a new general hedge accounting model. The Group adopted SFRS(I) 9 from 1 April 2018.

In accordance with the exemption in SFRS(I) 1, the Group elected not to restate information for 2017. Accordingly, the information presented for 2017 is presented, as previously reported, under FRS 39 *Financial Instruments: Recognition and Measurement*. Differences in the carrying amounts of financial assets and financial liabilities resulting from the adoption of SFRS(I) 9 are recognized in retained earnings and reserves as at 1 April 2018.

Arising from this election, the Group is exempted from providing disclosures required by SFRS(I) 7 *Financial Instruments: Disclosures* for the comparative period to the extent that these disclosures relate to items within the scope of SFRS(I) 9. Instead, disclosures under FRS 107 Financial Instruments: Disclosures relating to items within the scope of FRS 39 are provided for the comparative period.

Changes in accounting policies resulting from the adoption of SFRS(I) 9 have been applied by the Group retrospectively, except as described below:

- The following assessments were made on the basis of facts and circumstances that existed at 1 April 2018,
  - The determination of the business model within which a financial asset is held; and
  - The determination of whether the contractual terms of a financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The impact upon adoption of SFRS(I) 9, including the corresponding tax effects, are described below.

<u>Classification of financial assets and financial liabilities</u>

Under SFRS(I) 9, financial assets are classified in the following categories: measured at amortized cost, FVOCI – debt instrument, FVOCI – equity instrument; or FVTPL. The classification of financial assets under SFRS(I) 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. SFRS(I) 9 eliminates the previous FRS 39 categories of held-to-maturity, loans and receivables and available-for-sale.

For an explanation of how the Group classifies and measures financial assets and related gains and losses under SFRS(I) 9, see note 3.3(ii).

The adoption of SFRS(I) 9 has not had a significant effect on the Group's accounting policies for financial liabilities.

32 Explanation of transition to SFRS(I) and adoption of new standards (Cont'd)

Summary of quantitative impact (Cont'd)

SFRS(I) 9 (Cont'd)

The following table and the accompanying notes below explain the original measurement categories under FRS 39 and the new measurement categories under SFRS(I) 9 for each class of the Group's financial assets as at 1 April 2018.

	Original classification under FRS 39	New classification under SFRS(I) 9	Original carrying amount under FRS 39 $	New carrying amount under SFRS(I) 9 $
Group				
Financial assets				
Trade receivables	Loans and receivables	Amortized cost	26,342,429	26,167,773
Other receivables	Loans and receivables	Amortized cost	5,781,572	5,781,572
Cash and bank balances	Loans and receivables	Amortized cost	71,275,832	71,275,832
Total financial assets			103,399,833	103,225,177
Company				
Financial assets				
Trade receivables	Loans and receivables	Amortized cost	2,709,499	2,709,499
Other receivables	Loans and receivables	Amortized cost	164,328	164,328
Cash and bank balances	Loans and receivables	Amortized cost	52,117,176	52,117,176
Total financial assets			54,991,003	54,991,003

Trade and other receivables that were classified as loans and receivables under FRS 39 are now classified at amortized cost. An increase of $174,656 and $Nil in the allowance for impairment was recognized in opening retained earnings of the Group and of the Company at 1 April 2018 respectively on transition to SFRS(I) 9.

32 Explanation of transition to SFRS(I) and adoption of new standards (Cont'd)

Summary of quantitative impact (Cont'd)

SFRS(I) 9 (Cont'd)

Impairment of financial assets

SFRS(I) 9 replaces the 'incurred loss' model in FRS 39 with an 'expected credit loss' (ECL) model. The new impairment model applies to financial assets measured at amortized cost. Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Additional information about how the Group and the Company measure the allowance for impairment is described in Note 31.

SFRS(I) 15

SFRS(I) 15 *Revenue from Contracts with Customers* establishes a comprehensive framework for determining whether, how much and when revenue is recognized. It also introduces new cost guidance which requires certain costs of obtaining and fulfilling contracts to be recognized as separate assets when specified criteria are met.

The Group adopted SFRS(I) 15 in its financial statements using the retrospective approach. On adoption of SFRS(I) 15, there are no adjustments to retained earnings and prior year balances except for contract asset and liabilities.

The Group has applied the following practical expedients as allowed under SFRS(I) 15.

- Completed contracts that began and ended in the same annual reporting period in 2018 and contracts completed at I April 2017 are not restated.

- For completed contracts that have variable consideration, the Group used the transaction price at the date the contract was completed to restate comparative information.

- For contracts modified before I April 2017, the Group has reflected the aggregate effect of all the modifications that occurred before I April 2017 when identifying the satisfied and unsatisfied performance obligations, determining the transaction price, and allocating the transaction price to the satisfied and unsatisfied performance obligations. Had the Group elected not to apply this practical expedient, the amount of revenue recorded for the prior year would have been higher.

- For the year ended 31 March 2018, the Group did not disclose the amount of the transaction price allocated to the remaining performance obligations and an explanation of when the Group expects to recognize that amount as revenue.

33 New standards and interpretations not yet adopted

A number of new standards and interpretations and amendments to standards are effective for annual periods beginning after 1 April 2018 and earlier application is permitted; however, the Group has not early adopted the new or amended standards and interpretations in preparing these financial statements.

The following new SFRS(I)s, interpretations and amendments to SFRS(I)s are effective for annual periods beginning after 1 April 2018:

Applicable to 2019 financial statements

- SFRS(I) 16 *Leases*
- SFRS(I) INT 23 *Uncertainty over Income Tax Treatments*
- *Long-term Interests in Associates and Joint Ventures* (Amendments to SFRS(I) 1-28)
- *Prepayment Features with Negative Compensation* (Amendments to SFRS(I) 9)
- *Previously Held Interest in a Joint Operation* (Amendments to SFRS(I) 3 and 11)
- *Income Tax Consequences of Payments on Financial Instruments Classified as Equity* (Amendments to SFRS(I) 1-12)
- *Borrowing Costs Eligible for Capitalization* (Amendments to SFRS(I)1-23)
- *Plan Amendment, Curtailment or Settlement* (Amendments to SFRS(I)1-19)

Applicable to 2021 financial statements

- SFRS(I) 17 *Insurance Contracts*

Mandatory effective date deferred

- *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* (Amendments to SFRS(I) 10 and SFRS(I) 1-28)

The Group has assessed the estimated impact that initial application of SFRS(I) 16 will have on the financial statements. The Group's assessment of SFRS(I) 16, which is expected to have a more significant impact on the Group, is as described below.

SFRS(I) 16

SFRS(I) 16 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognizes a right-of-use (ROU) asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. SFRS(I) 16 replaces existing lease accounting guidance, including SFRS(I) 1-17 *Leases*, SFRS(I) INT 4 *Determining whether an Arrangement contains a Lease*, SFRS(I) INT 1-15 *Operating Leases – Incentives* and SFRS(I) INT 1-27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard is effective for annual periods beginning on or after 1 April 2019, with early adoption permitted.

The Group and the Company plan to apply SFRS(I) 16 initially on 1 April 2019, using the modified retrospective approach. Therefore, the cumulative effect of adopting SFRS(I) 16 will be recognized as an adjustment to the opening balance of retained earnings at 1 April 2019, with no restatement of comparative information. The Group and the Company plan to apply the practical expedient to grandfather the definition of a lease on transition. This means that they will apply SFRS(I) 16 to all contracts entered into before 1 April 2019 and identified as leases in accordance with SFRS(I) 1-17 and SFRS(I) INT 4.

33 New standards and interpretations not yet adopted (Cont'd)

SFRS(I) 16 (Cont'd)

i. The Group and the Company as lessee

The Group and the Company expect to measure lease liabilities by applying a single discount rate to their portfolio. Furthermore, the Group and the Company are likely to apply the practical expedient to recognize amounts of ROU assets equal to their lease liabilities at 1 April 2019. For lease contracts that contain the option to renew, the Group and the Company are expected to use hindsight in determining the lease term.

The Group and the Company expect their existing operating lease arrangements to be recognized as ROU assets with corresponding lease liabilities under SFRS(I) 16.

As at 1 April 2019, the Group expects an increase in ROU assets and lease liabilities of $8,029,288. The Company expects an increase in ROU asset and lease liabilities of $1,149,073 as at 1 April 2019.

The nature of expenses related to those leases will change as SFRS(I) 16 replaces the straight-line operating lease expense with depreciation charge for ROU assets and interest expense on lease liabilities.

No significant impact is expected for the Group's and the Company's finance leases.

ii. The Group as lessor

SFRS(I) 16 substantially carries forward the current existing lessor accounting requirements. Accordingly, the Group continues to classify its leases as operating leases or finance leases, and to account for these two types of leases using the existing operating lease and finance lease accounting models respectively.

No significant impact is expected for leases in which the Group is a lessor.

34 Comparative information

The financial statements for the year ended 31 March 2018 were audited by another auditor whose report dated 29 June 2018 expressed an unqualified opinion on those statements. Comparative information was restated as a result of business combination under common control and transition to SFRS(I) and adoption of new standards. Refer to Note 26 and Note 32 for information relating to the common control arrangement and transition to SFRS(I) and adoption of new standards respectively.

As at 14 June 2019

SHARE CAPITAL

Issued and Fully Paid Up Capital	:	S$168,525,455**
Class of Shares	:	ordinary shares
Number of Shares	:	2,597,374,250
Voting Rights	:	1 vote per share
Treasury Shares and Subsidiary Holdings	:	Nil

** This is based on records kept with the Accounting and Corporate Regulatory Authority ("ACRA") and differs from the accounting records of the Company which is S$166,256,000 due to certain share issue expenses.

Based on the information provided, to the best knowledge of the Directors and the substantial shareholders of the Company, 17.79% of the issued ordinary shares of the Company is held in the hands of the public as at 14 June 2019. Accordingly, Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited has been complied with.

ANALYSIS OF SHAREHOLDERS

DISTRIBUTION OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 - 99	0	0.00	0	0.00
100 - 1,000	126	15.14	120,800	0.01
1,001 - 10,000	353	42.43	1,603,000	0.06
10,001 - 1,000,000	319	38.34	33,082,900	1.27
1,000,001 AND ABOVE	34	4.09	2,562,567,550	98.66
TOTAL	**832**	**100.00**	**2,597,374,250**	**100.00**

TWENTY LARGEST SHAREHOLDERS

NO.	NAME	NO. OF SHARES	%
1	PEAKBAYOU LTD.	1,360,000,000	52.36
2	LIGHTHOUSE LOGISTICS LIMITED	555,105,771	21.37
3	CITIBANK NOMINEES SINGAPORE PTE LTD	234,895,734	9.04
4	TEO BEE CHIONG	55,853,625	2.15
5	TEO BEE HUA	53,860,375	2.07
6	LEW SIEW POH	53,232,000	2.05
7	TEO BEE HOE	48,862,000	1.88
8	UOB KAY HIAN PRIVATE LIMITED	33,326,800	1.28
9	TEO SZE KIAT	17,630,860	0.68
10	TEO SZE PURN	17,625,570	0.68
11	TEO SZE YAO (ZHANG SHIYAO)	17,625,570	0.68
12	KHWAJA ASIF RAHMAN	17,000,000	0.65
13	RAFFLES NOMINEES (PTE.) LIMITED	16,910,700	0.65
14	DBS NOMINEES (PRIVATE) LIMITED	15,017,668	0.58
15	LIM CHIN KOK	9,146,777	0.35
16	COMFORT SHIPPING PTE. LTD.	8,400,000	0.32
17	UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	7,047,000	0.27
18	WEE SENG INVESTMENTS PTE. LTD.	6,490,000	0.25
19	CHRYSSES ENGINEERING SINGAPORE PTE LTD	5,500,000	0.21
20	DUNCAN MICHAEL JOHN	3,529,412	0.14
	TOTAL	**2,537,059,862**	**97.66**

AMOS GROUP LIMITED Substantial Shareholders

Name of Substantial Shareholder	Shareholdings registered in the name of substantial shareholder		Shareholdings in which the substantial shareholders are deemed to be interested	
	NO. OF SHARES	%	NO. OF SHARES	%
PeakBayou Ltd.	1,360,000,000	52.36	–	–
Lighthouse Logistics Limited	555,105,771	21.37	–	–
Kyle Arnold Shaw, Jr(1)(2)	–	–	1,915,105,771	73.73
Danny Lien Chong Tuan(3)	–	–	220,275,734	8.48%

Note:

(1) Kyle Arnold Shaw, Jr is the sole manager of ShawKwei Investments LLC, which is the sole general partner of Shaw Kwei Asia Value Fund 2017, L.P., which is in turn the sole shareholder of PeakBayou Ltd.

(2) Kyle Arnold Shaw, Jr is the director and shareholder of Shaw Kwei & Partners Ltd, which is the sole shareholder of Lighthouse Logistics Limited. Shaw Kwei & Partners Ltd, as the sole general partner, holds the shares of Lighthouse Logistics Limited on behalf of Asia Value Investment Fund 3, L.P.

(3) Danny Lien Chong Tuan is deemed to be interested in 220,275,734 shares of the Company registered under Citibank Nominees Singapore Pte Ltd.

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at 156 Gul Circle, Singapore 629613 on Friday, 26 July 2019 at 10.00 a.m. to transact the following business: -

Ordinary Business

1. To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2019 and the Auditors' Report thereon. **[Resolution 1]**

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

   (a) Mr Peter Pil Jae Ko (Retiring under Regulation 114) **[Resolution 2]**
   [See Explanatory Note 1]

   (b) Mr Lim Shook Kong (Retiring under Regulation 114) **[Resolution 3]**
   [See Explanatory Note 2]

   (c) Mr Danny Lien Chong Tuan (Retiring under Regulation 118) **[Resolution 4]**
   [See Explanatory Note 3]

   (d) Mr Paul Jay De Mand (Retiring under Regulation 118) **[Resolution 5]**
   [See Explanatory Note 4]

3. To approve the sum of S$7,857/- as additional Directors' fees for the financial year ended 31 March 2019. **[Resolution 6]**

4. To approve the sum of S$480,000/- as Directors' fees for the financial year ending 31 March 2020 to be paid quarterly in arrears. (FY2019: S$300,000) **[Resolution 7]**

5. To re-appoint Messrs KPMG LLP as Auditors of the Company and to authorize the Directors to fix their remuneration. **[Resolution 8]**

6. To transact any other business that may be transacted at an Annual General Meeting.

Special Business

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

7. <u>Authority to allot and issue shares in the capital of the Company</u>

   That pursuant to Section 161 of the Companies Act, Chapter 50 (the "Act"), the Constitution and the listing rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the Directors of the Company to:-

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

   (ii) make or grant offers, agreements, or options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to the creation and issue of warrants, debentures or other instruments convertible into Shares,

   at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force):

(i) issue additional instruments as adjustments in accordance with the terms and conditions of the Instruments made or granted by the Directors while this Resolution was in force; and

(ii) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force or such additional Instruments in (b)(i) above,

provided that:

(1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time of the passing of this Resolution (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares issued other than on a pro rata basis to existing shareholders (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the Company's total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) (as calculated in accordance with sub-paragraph (2) below); and

(2) (subject to such manner of 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 (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) shall be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time of the passing of this Resolution, after adjusting for:-

(a) new Shares arising from the conversion or exercise of convertible securities;

(b) new Shares arising from the exercise of share options or vesting of share awards outstanding or subsisting at the time this Resolution is passed, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the SGX-ST Listing Manual; and

(c) any subsequent bonus issue, consolidation or subdivision of Shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the listing rules of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

(4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution 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 5] **[Resolution 9]**

8. Authority to issue shares under the AMOS Employee Share Option Scheme

That pursuant to Section 161 of the Companies Act, Chapter 50, authority be and is hereby given to the Directors to:

(a) offer and grant options from time to time in accordance with the rules of the AMOS Employee Share Option Scheme (the "ESOS"); and

(b) allot and issue from time to time such number of shares ("Shares") in the capital of the Company as may be required to be issued pursuant to the exercise of options granted under the ESOS,

provided that the aggregate number of Shares to be issued pursuant to the ESOS shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.
[See Explanatory Note 6] **[Resolution 10]**

By Order of the Board

Sharon Yeoh
Company Secretary

10 July 2019
Singapore

Explanatory Notes:

1) Mr Peter Pil Jae Ko, if re-elected, will remain as a member of the Audit Committee, Remuneration Committee and Nominating Committee of the Company. Mr Peter Pil Jae Ko will be considered as a Non-Independent Director of the Company. Pursuant to Rule 720(6) of the Listing Manual, further information on Mr Peter Pil Jae Ko is set out on Page 16 of the Company's Annual Report.

2) Mr Lim Shook Kong, if re-elected, will remain as the Chairman of the Audit Committee. Mr Lim Shook Kong will be considered as an Independent Director of the Company. Pursuant to Rule 720(6) of the Listing Manual, further information on Mr Lim Shook Kong is set out on Page 18 of the Company's Annual Report.

3) Pursuant to Rule 720(6) of the Listing Manual, further information on Mr Danny Lien Chong Tuan is set out on Page 17 of the Company's Annual Report.

4) Mr Paul Jay De Mand, if re-elected, will be considered as an Independent Director of the Company. Pursuant to Rule 720(6) of the Listing Manual, further information on Mr Paul Jay De Mand is set out on Page 18 of the Company's Annual Report.

5) The ordinary resolution 9 in item 7 above, if passed, will empower the Directors from the date of this Annual General Meeting until the date of the next Annual General Meeting or the date by which the next Annual General Meeting is required by law to be held or such authority is revoked or varied by the Company in general meeting, whichever is earlier, to issue Shares, make or grant instruments convertible into Shares and to issue Shares pursuant to such instruments up to an aggregate number not exceeding 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company, of which the aggregate number issued other than on a pro rata basis to all existing shareholders of the Company shall not exceed 20% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company as more particularly set out in the resolution.

6) The ordinary resolution 10 in item 8 above, if passed, will empower the Directors, from the date of this Annual General Meeting until the date of the next Annual General Meeting or the date by which the next Annual General Meeting is required by law to be held or such authority is revoked or varied by the Company in general meeting, whichever is earlier, to offer and grant options and to issue Shares in the capital of the Company pursuant to the ESOS, provided that the aggregate number of Shares to be issued under the ESOS shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company for the time being.

Notes:

1. A member (other than a relevant intermediary) entitled to attend and vote at the Annual General Meeting may appoint not more than two proxies to attend and vote on his behalf and where a member appoints more than one proxy, he shall specify the proportion of his shareholding to be represented by each proxy.

2. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Annual General Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

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

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

4. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 156, Gul Circle, Singapore 629613 not less than 48 hours before the time set for holding the Annual General Meeting.

PERSONAL DATA PRIVACY

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Annual General Meeting (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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AMOS GROUP LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No: 201004068M

PROXY FORM

IMPORTANT

1. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) may attend and cast his vote(s) at the Annual General Meeting in person. CPF and SRS Investors who are unable to attend the Annual General Meeting but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the Annual General Meeting to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the Annual General Meeting.
2. 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.
3. Please read the notes to the Proxy Form.

I/We ______________________________ NRIC/Passport/Co. Registration No. ______________________

of ____

being a member/members of **AMOS GROUP LIMITED** hereby appoint

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the Annual General Meeting (the "AGM") of the Company to be held at **156 Gul Circle, Singapore 629613 on Friday, 26 July 2019 at 10.00 a.m.** and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the Resolutions proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion.

Voting would be conducted by poll. Please indicate your vote "For" or "Against" with a tick [✓] within the box provided.

No.	Resolutions Relating To:	For	Against
AS ORDINARY BUSINESS			
1	Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2019 and the Auditors' Report thereon		
2	Re-election of Mr Peter Pil Jae Ko as a Director		
3	Re-election of Mr Lim Shook Kong as a Director		
4	Re-election of Mr Danny Lien Chong Tuan as a Director		
5	Re-election of Mr Paul Jay De Mand as a Director		
6	Approval of Additional Directors' fees FY2019		
7	Approval of Directors' fees FY2020		
8	Re-appointment of KPMG LLP as Auditors		
AS SPECIAL BUSINESS			
9	Authority to issue new shares		
10	Authority to issue shares under the AMOS Employee Share Option Scheme		

Dated this ____________ day of __________________ 2019

Total Number of Shares Held

____

Signature(s) of Member(s) and
Common Seal of Corporate Member

IMPORTANT
PLEASE READ NOTES OVERLEAF

Notes:

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

2 A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote on his behalf at the AGM. Where a member appoints more than one proxy, the proportion of his shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named or at the Company's option to treat the instrument of proxy as invalid.

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

4 For any member who acts as an intermediary pursuant to Section 181(6) of the Companies Act, Chapter 50, who is either:

(a) a banking corporation licensed under the Banking Act (Cap. 19) or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity;

(b) a capital markets services licence holder which provides custodial services for securities under the Securities and Futures Act (Cap. 289) and holds shares in that capacity; or

(c) the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 36), 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.

You are entitled to appoint one (1) or more proxies to attend and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy. The proxy need not be a member of the Company. Please note that if any of your shareholdings are not specified in the list provided by the intermediary to the Company, the Company may have the sole discretion to disallow the said participation of the said proxy at the forthcoming AGM.

5 The instrument appointing a proxy or proxies must be deposited at the Company's registered office at 156 Gul Circle, Singapore 629613 not less than 48 hours before the time set for holding the AGM.

6 The instrument appointing a proxy or proxies shall be in writing and signed by the appointor or his attorney duly authorized in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or signed on its behalf by an attorney or a duly authorized officer of the corporation. The dispensation of the use of common seal pursuant to Sections 41A, 41B and 41C of the Companies Act Chapter 50 effective from 31 March 2017 is applicable at this AGM.

7 Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the power of attorney or other authority or a notarially certified copy thereof shall be deposited at the Company's registered office at 156 Gul Circle, Singapore 629613 not less than 48 hours before the time set for holding the AGM or adjourned meeting. Otherwise, the person so named in the instrument of proxy shall not be entitled to vote in respect thereof.

8 A corporation which is a member may by resolution of its directors or other governing body authorize any person to act as its representative at the AGM.

General:

The Company shall be entitled to reject this instrument of proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in this instrument of proxy. In addition, in the case of members whose shares are entered in the Depository Register, the Company may reject an instrument of proxy lodged if the member, being the appointer, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time set 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 representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 10 July 2019.

We Supply.

AMOS amosgroup.com