



GP Industries Limited  
(Incorporated in the Republic of Singapore)  
Co. Reg. No. 199502128C

## Unaudited Full Year Financial Statement and Dividend Announcement for the Financial Year ended 31 March 2019

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

Group income statement for the fourth quarter ("Q4") and the financial year ("FY") ended 31 March 2019. These figures have not been audited.

|                                                                       | Notes | Q4 ended<br>31.03.19<br>S\$'000 | Q4 ended<br>31.03.18<br>S\$'000 | Change<br>% | FY ended<br>31.03.19<br>S\$'000 | FY ended<br>31.03.18<br>S\$'000 | Change<br>% |
|-----------------------------------------------------------------------|-------|---------------------------------|---------------------------------|-------------|---------------------------------|---------------------------------|-------------|
| Revenue                                                               |       | 276,893                         | 262,504                         | 5.5         | 1,167,142                       | 1,099,704                       | 6.1         |
| Cost of sales                                                         |       | (210,648)                       | (205,918)                       | 2.3         | (875,476)                       | (842,940)                       | 3.9         |
| Gross profit                                                          | a     | 66,245                          | 56,586                          | 17.1        | 291,666                         | 256,764                         | 13.6        |
| Other operating income                                                | b     | 20,292                          | 10,917                          | 85.9        | 38,017                          | 44,524                          | (14.6)      |
| Distribution costs                                                    | c     | (34,601)                        | (33,195)                        | 4.2         | (135,686)                       | (113,001)                       | 20.1        |
| Administrative expenses                                               |       | (32,484)                        | (30,215)                        | 7.5         | (129,711)                       | (124,280)                       | 4.4         |
| Exchange (loss) gain                                                  | d     | (113)                           | (4,788)                         | (97.6)      | 6,598                           | (11,428)                        | n/m         |
| Other operating expenses                                              | e     | (5,212)                         | (3,651)                         | 42.8        | (8,633)                         | (8,688)                         | (0.6)       |
| Profit (Loss) before finance costs and share of results of associates |       | 14,127                          | (4,346)                         | n/m         | 62,251                          | 43,891                          | 41.8        |
| Finance costs                                                         | f     | (6,173)                         | (5,068)                         | 21.8        | (25,625)                        | (17,091)                        | 49.9        |
| Share of results of associates                                        | g     | 5,037                           | 3,935                           | 28.0        | 27,662                          | 30,116                          | (8.1)       |
| Profit (Loss) before taxation                                         | h     | 12,991                          | (5,479)                         | n/m         | 64,288                          | 56,916                          | 13.0        |
| Income tax (expense) credit                                           | i     | (4,484)                         | 162                             | n/m         | (18,260)                        | (21,457)                        | (14.9)      |
| Profit (Loss) after taxation                                          |       | 8,507                           | (5,317)                         | n/m         | 46,028                          | 35,459                          | 29.8        |
| Attributable to:                                                      |       |                                 |                                 |             |                                 |                                 |             |
| Equity holders of the Company                                         | j     | 2,332                           | (7,005)                         | n/m         | 29,157                          | 23,226                          | 25.5        |
| Non-controlling interests                                             |       | 6,175                           | 1,688                           | 265.8       | 16,871                          | 12,233                          | 37.9        |
|                                                                       |       | 8,507                           | (5,317)                         | n/m         | 46,028                          | 35,459                          | 29.8        |
|                                                                       |       |                                 |                                 |             |                                 |                                 |             |

n/m - not meaningful

(Note a) Gross profit margin for Q4 and the FY improved due partly to lower material costs and depreciation of Chinese Renminbi ("RMB") against United States dollar ("US dollar").

(Note b) Other operating income comprised:

|                                                                                                         | Q4 ended<br>31.03.19<br>S\$'000 | Q4 ended<br>31.03.18<br>S\$'000 | FY ended<br>31.03.19<br>S\$'000 | FY ended<br>31.03.18<br>S\$'000 |
|---------------------------------------------------------------------------------------------------------|---------------------------------|---------------------------------|---------------------------------|---------------------------------|
| Product development and engineering fee income                                                          | 104                             | 3,549                           | 300                             | 4,194                           |
| Interest income                                                                                         | 567                             | 378                             | 2,019                           | 1,256                           |
| Gain on disposal of property, plant and equipment and assets classified as held for sale <sup>(1)</sup> | 43                              | 5,530                           | 834                             | 28,521                          |
| Compensation for relocation <sup>(2)</sup>                                                              | 17,227                          | -                               | 17,227                          | -                               |
| Management fee income from associates                                                                   | 463                             | 330                             | 820                             | 692                             |
| Operating lease income                                                                                  | 121                             | 122                             | 488                             | 494                             |
| Tooling income                                                                                          | 13                              | 5                               | 614                             | 1,018                           |
| Government grant                                                                                        | 142                             | 108                             | 4,453                           | 2,988                           |
| Compensation income <sup>(3)</sup>                                                                      | -                               | -                               | 7,940                           | -                               |
| Recovery of bad debts                                                                                   | 946                             | (7)                             | 1,285                           | 675                             |
| Write-back of excess provision for expenses                                                             | -                               | -                               | -                               | 1,180                           |
| Realised gain on derivative financial instruments                                                       | 441                             | (3)                             | 441                             | 248                             |
| Others                                                                                                  | 225                             | 905                             | 1,596                           | 3,258                           |
|                                                                                                         | 20,292                          | 10,917                          | 38,017                          | 44,524                          |
|                                                                                                         |                                 |                                 |                                 |                                 |

<sup>(1)</sup> Gain for the FY ended 31 March 2018 ("FY2018") included gain from disposal of a property located in Dongguan, The People's Republic of China ("PRC").

<sup>(2)</sup> Being compensation for relocation of property of a 70% owned subsidiary, Zhongyin (Ningbo) Battery Co Ltd ("ZYNB").

<sup>(3)</sup> Being compensation income for damages done to a property of ZYNB.

(Note c) Increase in distribution costs for the FY was due partly to increase in expenditure for the Group's brand building activities, partly to increase in sales on DDP (Delivered Duty Paid) Incoterms and partly to increase in costs for maintenance of vendor maintained inventory for customers. In addition, distribution cost for FY2018 included a net write-back of allowance for doubtful trade debt of S\$3.0 million.

(Note d) A net exchange gain was reported for the FY ended 31 March 2019 ("FY2019") due mainly to the depreciation of RMB against US dollar. A net exchange loss was reported in FY2018 due mainly to the appreciation of Singapore dollar and RMB against US dollar.

(Note e) Other operating expenses comprised:

|                                                                | Q4 ended<br>31.03.19<br>S\$'000 | Q4 ended<br>31.03.18<br>S\$'000 | FY ended<br>31.03.19<br>S\$'000 | FY ended<br>31.03.18<br>S\$'000 |
|----------------------------------------------------------------|---------------------------------|---------------------------------|---------------------------------|---------------------------------|
| Property, plant and equipment written-off                      | 49                              | 32                              | 326                             | 373                             |
| Bank charges                                                   | 606                             | 512                             | 1,624                           | 1,882                           |
| Realised loss on derivative financial instruments              | (629)                           | -                               | -                               | -                               |
| Closure and relocation costs <sup>(4)</sup>                    | -                               | -                               | 1,166                           | -                               |
| Allowance for impairment loss on goodwill                      | 3,967                           | -                               | 3,967                           | -                               |
| Allowance for impairment loss on property, plant and equipment | 1,154                           | 3,932                           | 1,154                           | 5,347                           |
| Loss on disposal / de-registration of subsidiaries             | -                               | 696                             | -                               | 696                             |
| Transactional costs incurred for the Offer <sup>(5)</sup>      | -                               | (1,571)                         | -                               | -                               |
| Others                                                         | 65                              | 50                              | 396                             | 390                             |
|                                                                | 5,212                           | 3,651                           | 8,633                           | 8,688                           |
|                                                                |                                 |                                 |                                 |                                 |

<sup>(4)</sup> Relates to closure and relocation of the Group's logistics and distribution center in Shenzhen, PRC.

<sup>(5)</sup> Being adjustment to transactional costs incurred during the financial quarter ended 31 December 2017 for the voluntary conditional cash offer for, and the consequential compulsory acquisition of, all the issued ordinary shares of GP Batteries International Limited ("GP Batteries Shares"), other than the GP Batteries Shares already owned by the Company (the "Offer").

(Note f) Increase in finance costs was due mainly to increase in the Group's gross bank borrowings and increase in interest rates.

(Note g) Increase in share of results of associates for Q4 was due mainly to increase in profit contributed by Linkz Industries Limited.

(Note h) Profit (Loss) before taxation was arrived at after crediting (charging) the following:

|                                                                                    | Q4 ended<br>31.03.19<br>S\$'000 | Q4 ended<br>31.03.18<br>S\$'000 | FY ended<br>31.03.19<br>S\$'000 | FY ended<br>31.03.18<br>S\$'000 |
|------------------------------------------------------------------------------------|---------------------------------|---------------------------------|---------------------------------|---------------------------------|
| Depreciation and amortisation                                                      | (7,012)                         | (6,962)                         | (27,200)                        | (26,053)                        |
| Write-back of (Allowance for and write-off of) bad debt (trade and non-trade), net | 1,231                           | (543)                           | 1,179                           | 3,637                           |
| (Allowance for and write-off of) Write-back of inventory obsolescence, net         | (487)                           | 1,074                           | (1,268)                         | 61                              |

(Note i) The net tax credit reported for Q4 ended 31 March 2018 was mainly the result of write-back of income tax expense by a subsidiary on profits reported for the nine-month period ended 31 December 2017, due to tax incentive granted by a tax authority of PRC. There was no significant adjustment for under- or over-provision of income tax expense in respect of prior years for the FY2019 except for an over-provision of approximately S\$3,339,000 (2018: S\$126,000).

(Note j) Increase in share of profit by non-controlling interests for Q4 and the FY was due mainly to increase in profit of ZYNB, a 70% owned subsidiary, due partly to increase in its other operating income (note b).

## Group statement of comprehensive income for Q4 and the FY ended 31 March 2019.

|                                                                                                             | Notes | Q4 ended<br>31.03.19<br>S\$'000 | Q4 ended<br>31.03.18<br>S\$'000 | FY ended<br>31.03.19<br>S\$'000 | FY ended<br>31.03.18<br>S\$'000 |
|-------------------------------------------------------------------------------------------------------------|-------|---------------------------------|---------------------------------|---------------------------------|---------------------------------|
| Profit (Loss) after taxation for the financial period                                                       |       | 8,507                           | (5,317)                         | 46,028                          | 35,459                          |
| Other comprehensive income (loss):                                                                          |       |                                 |                                 |                                 |                                 |
| Exchange translation deficit reclassified to profit or loss upon disposal / de-registration of subsidiaries |       | -                               | 696                             | -                               | 696                             |
| Items that will not be reclassified subsequently to profit or loss:                                         |       |                                 |                                 |                                 |                                 |
| Fair value loss on financial assets at fair value through other comprehensive income                        |       | (4,252)                         | -                               | (6,148)                         | -                               |
| Share of other comprehensive (loss) income of associates                                                    |       | (1)                             | 17                              | -                               | 17                              |
| Items that may be reclassified subsequently to profit or loss:                                              |       |                                 |                                 |                                 |                                 |
| Exchange translation surplus (deficit)                                                                      |       | 3,750                           | 6,979                           | (14,213)                        | 12,038                          |
| Net change in fair value of cash flow hedges                                                                |       | 122                             | -                               | (459)                           | -                               |
| Net change in fair value of cash flow hedges reclassified to profit or loss                                 |       | 45                              | -                               | 103                             | -                               |
| Fair value gain on available-for-sale financial assets                                                      | k     | -                               | 4,092                           | -                               | 4,100                           |
| Share of other comprehensive income (loss) of associates                                                    | l     | 395                             | (291)                           | (3,404)                         | (4,111)                         |
| Other comprehensive income (loss) for the financial period, net of tax                                      |       | 59                              | 11,493                          | (24,121)                        | 12,740                          |
| Total comprehensive income for the financial period                                                         |       | 8,566                           | 6,176                           | 21,907                          | 48,199                          |
| Attributable to:                                                                                            |       |                                 |                                 |                                 |                                 |
| Equity holders of the Company                                                                               |       | 1,555                           | 3,905                           | 7,515                           | 32,627                          |
| Non-controlling interests                                                                                   |       | 7,011                           | 2,271                           | 14,392                          | 15,572                          |
|                                                                                                             |       | 8,566                           | 6,176                           | 21,907                          | 48,199                          |
|                                                                                                             |       |                                 |                                 |                                 |                                 |

(Note k) Upon adoption of Singapore Financial Reporting Standards (International) ("SFRS(I)") 9 *Financial Instruments* ("SFRS(I) 9") effective 1 April 2018, available-for-sale-financial assets as at 31 March 2018 have been re-designated as financial assets at fair value through other comprehensive income. Related reserve surplus of S\$4,642,000 as at 31 March 2018 will not be reclassified to profit or loss.

(Note l) Share of other comprehensive income (loss) of associates comprised exchange translation surplus (deficit).

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

| As at                                                                                                   | Notes | Group               |                                                |                                                | Company             |                     |                     |
|---------------------------------------------------------------------------------------------------------|-------|---------------------|------------------------------------------------|------------------------------------------------|---------------------|---------------------|---------------------|
|                                                                                                         |       | 31.03.19<br>S\$'000 | Restated <sup>(1)</sup><br>31.03.18<br>S\$'000 | Restated <sup>(1)</sup><br>01.04.17<br>S\$'000 | 31.03.19<br>S\$'000 | 31.03.18<br>S\$'000 | 01.04.17<br>S\$'000 |
| <b>Non-current Assets</b>                                                                               |       |                     |                                                |                                                |                     |                     |                     |
| Investment properties                                                                                   |       | -                   | -                                              | 1,791                                          | -                   | -                   | -                   |
| Property, plant and equipment                                                                           | a     | 273,864             | 291,119                                        | 247,962                                        | 71                  | 114                 | 172                 |
| Interest in subsidiaries                                                                                |       | -                   | -                                              | -                                              | 423,960             | 422,342             | 337,206             |
| Interest in associates                                                                                  |       | 251,568             | 244,589                                        | 247,725                                        | 29,031              | 29,031              | 29,031              |
| Financial assets at fair value through other comprehensive income / Available-for-sale financial assets | b     | 3,665               | 9,783                                          | 6,291                                          | -                   | -                   | -                   |
| Non-current receivables                                                                                 | c     | -                   | -                                              | -                                              | 34,800              | -                   | -                   |
| Deferred tax assets                                                                                     |       | 3,882               | 3,660                                          | 3,549                                          | -                   | -                   | -                   |
| Deposits and prepayments                                                                                |       | 1,451               | 1,627                                          | 6,063                                          | -                   | -                   | -                   |
| Intangible assets                                                                                       | d     | 13,165              | 16,913                                         | 18,542                                         | -                   | -                   | -                   |
|                                                                                                         |       | 547,595             | 567,691                                        | 531,923                                        | 487,862             | 451,487             | 366,409             |
| <b>Current Assets</b>                                                                                   |       |                     |                                                |                                                |                     |                     |                     |
| Inventories                                                                                             |       | 182,301             | 182,417                                        | 152,641                                        | -                   | -                   | -                   |
| Receivables and prepayments                                                                             | e     | 222,405             | 200,251                                        | 210,288                                        | 18,733              | 3,787               | 5,999               |
| Dividend receivable                                                                                     |       | 4,723               | 4,771                                          | 1,255                                          | 14,216              | 21,211              | 21,607              |
| Taxation recoverable                                                                                    |       | 3,774               | 5,779                                          | 2,358                                          | -                   | -                   | -                   |
| Derivative financial instruments                                                                        |       | 15                  | 243                                            | -                                              | -                   | -                   | -                   |
| Amount due from ultimate holding company                                                                |       | -                   | -                                              | 3                                              | -                   | -                   | -                   |
| Available-for-sale financial assets                                                                     | f     | -                   | 4,170                                          | -                                              | -                   | -                   | -                   |
| Bank balances, deposits and cash                                                                        | g     | 247,478             | 194,161                                        | 184,699                                        | 8,104               | 10,270              | 27,445              |
|                                                                                                         |       | 660,696             | 591,792                                        | 551,244                                        | 41,053              | 35,268              | 55,051              |
| Assets classified as held for sale                                                                      | h     | 33,917              | 9,326                                          | 1,057                                          | -                   | -                   | -                   |
|                                                                                                         |       | 694,613             | 601,118                                        | 552,301                                        | 41,053              | 35,268              | 55,051              |
| <b>Current Liabilities</b>                                                                              |       |                     |                                                |                                                |                     |                     |                     |
| Trade and other payables                                                                                |       | 271,973             | 258,234                                        | 227,541                                        | 6,037               | 4,124               | 1,873               |
| Contract liabilities                                                                                    |       | 3,495               | 5,753                                          | 5,405                                          | -                   | -                   | -                   |
| Obligations under finance leases                                                                        |       | 219                 | 40                                             | 87                                             | -                   | -                   | -                   |
| Income tax payable                                                                                      |       | 7,213               | 4,570                                          | 5,717                                          | 674                 | 738                 | 767                 |
| Derivative financial instruments                                                                        |       | 14                  | -                                              | -                                              | -                   | -                   | -                   |
| Amount due to ultimate holding company                                                                  |       | -                   | -                                              | 865                                            | -                   | -                   | -                   |
| Bank and other loans                                                                                    | i     | 321,424             | 299,769                                        | 203,952                                        | 95,108              | 73,304              | 26,303              |
| Notes                                                                                                   | j     | -                   | 19,892                                         | -                                              | -                   | -                   | -                   |
|                                                                                                         |       | 604,338             | 588,258                                        | 443,567                                        | 101,819             | 78,166              | 28,943              |
| <b>Net Current Assets (Liabilities)</b>                                                                 |       | 90,275              | 12,860                                         | 108,734                                        | (60,766)            | (42,898)            | 26,108              |
| <b>Non-current Liabilities</b>                                                                          |       |                     |                                                |                                                |                     |                     |                     |
| Bank and other loans                                                                                    | i     | 177,813             | 116,702                                        | 131,692                                        | 131,809             | 104,959             | 95,522              |
| Obligations under finance leases                                                                        |       | 564                 | 63                                             | 94                                             | -                   | -                   | -                   |
| Derivative financial instruments                                                                        |       | 356                 | -                                              | -                                              | 356                 | -                   | -                   |
| Deferred tax liabilities                                                                                |       | 3,839               | 3,429                                          | 3,835                                          | -                   | -                   | -                   |
|                                                                                                         |       | 182,572             | 120,194                                        | 135,621                                        | 132,165             | 104,959             | 95,522              |
| <b>Net Assets</b>                                                                                       |       | 455,298             | 460,357                                        | 505,036                                        | 294,931             | 303,630             | 296,995             |
| Represented by:                                                                                         |       |                     |                                                |                                                |                     |                     |                     |
| Issued capital                                                                                          |       | 286,307             | 286,307                                        | 286,307                                        | 286,307             | 286,307             | 286,307             |
| Treasury shares                                                                                         |       | (20,865)            | (20,585)                                       | (20,585)                                       | (20,865)            | (20,585)            | (20,585)            |
| Reserves                                                                                                |       | 103,070             | 111,014                                        | 76,753                                         | 29,489              | 37,908              | 31,273              |
| Equity attributable to equity holders of the Company                                                    |       | 368,512             | 376,736                                        | 342,475                                        | 294,931             | 303,630             | 296,995             |
| Non-controlling interests                                                                               |       | 86,786              | 83,621                                         | 162,561                                        | -                   | -                   | -                   |
| Total Equity                                                                                            |       | 455,298             | 460,357                                        | 505,036                                        | 294,931             | 303,630             | 296,995             |

<sup>(1)</sup> Certain comparative figures have been restated upon adoption of SFRS(I) 15 *Revenue from Contracts with Customers* ("SFRS(I) 15").

- (Note a) Decrease in the Group's property, plant and equipment was due partly to (i) reclassification of land and buildings with a net book value of S\$26.0 million located in PRC to assets classified as held for sale ("AHFS") during FY2019. The Group has entered into conditional agreement to dispose of such property during the financial quarter ended 30 June 2018; (ii) capital expenditure of S\$49.2 million incurred during FY2019; and (iii) depreciation charge of S\$26.9 million.
- (Note b) Upon adoption of SFRS(I) 9 effective 1 April 2018, available-for-sale-financial assets as at 31 March 2018 have been re-designated as financial assets at fair value through other comprehensive income.
- (Note c) During the financial quarter ended 30 June 2018, the Company granted a S\$60.0 million interest bearing loan to a subsidiary, which is receivable over a period of three years. Non-current receivables represent the amount of the loan receivable from the subsidiary after one year from the date of the statement of financial position.
- (Note d) Decrease was due to impairment of goodwill during FY2019.
- (Note e) Increase in the Group's receivables and prepayments was due partly to compensation receivable for relocation of property in Ningbo.
- Included in the Company's receivables and prepayments as at 31 March 2019 is the current portion of the loan to a subsidiary (note c), amounted to S\$14.4 million.
- (Note f) Structured deposit placed with a bank in PRC as at 31 March 2018 was uplifted during FY2019.
- (Note g) Increase in the Group's bank balances, deposits and cash was due partly to deposits received from the proposed disposal of AHFS.
- (Note h) The net increase in AHFS during FY2019 was due partly to the net effect of (i) reclassification of certain properties from property, plant and equipment to AHFS (note a); and (ii) the disposal of AHFS located in Taiwan.
- (Note i) Increase in the Group's total borrowings was due mainly to the net effect of (i) drawdown of term loans amounted to approximately S\$249.4 million; and (ii) repayment of existing term loans and short-term borrowings amounted to approximately S\$169.4 million.
- Increase in the Company's total borrowings was due mainly to the net effect of (i) drawdown of term loans amounted to approximately S\$175.0 million; and (ii) repayment of existing term loans and short-term borrowings amounted to approximately S\$126.9 million.
- (Note j) The notes were fully redeemed during FY2019.
- (Note k) During FY2019, the Company purchased 422,500 issued shares via open market purchase and the shares so purchased were kept as treasury shares as at 31 March 2019.

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

| As at                                               | 31.03.19<br>S\$'000 | 31.03.18<br>S\$'000 |
|-----------------------------------------------------|---------------------|---------------------|
| Amount repayable in one year or less, or on demand: |                     |                     |
| Secured                                             | 219                 | 40                  |
| Unsecured                                           | 321,424             | 319,661             |
|                                                     | 321,643             | 319,701             |
| Amount repayable after one year:                    |                     |                     |
| Secured                                             | 564                 | 63                  |
| Unsecured                                           | 177,813             | 116,702             |
|                                                     | 178,377             | 116,765             |
|                                                     |                     |                     |

**Details of any collateral**

| As at                                                                      | 31.03.19<br>S\$'000 | 31.03.18<br>S\$'000 |
|----------------------------------------------------------------------------|---------------------|---------------------|
| Net book value of property, plant and equipment held under finance leases: |                     |                     |
| (i) Motor vehicles                                                         | 561                 | 146                 |
| (ii) Machinery and equipment                                               | 414                 | -                   |

**Other comments to paragraph 1(b)(ii)**

As at 31 March 2019, bank balances, deposits and cash of the Group amounted to S\$247,478,000 (31 March 2018: S\$194,161,000), resulting in net borrowings of S\$252,542,000 (31 March 2018: S\$242,305,000).

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

|                                                                                                                     | <b>FY ended<br/>31.03.19<br/>S\$'000</b> | <b>FY ended<br/>31.03.18<br/>S\$'000</b> |
|---------------------------------------------------------------------------------------------------------------------|------------------------------------------|------------------------------------------|
| <b>Operating activities</b>                                                                                         |                                          |                                          |
| Profit before taxation                                                                                              | 64,288                                   | 56,916                                   |
| Adjustments for:                                                                                                    |                                          |                                          |
| Share of results of associates                                                                                      | (27,662)                                 | (30,116)                                 |
| Depreciation of property, plant and equipment                                                                       | 26,873                                   | 25,723                                   |
| Amortisation of intangible assets                                                                                   | 327                                      | 330                                      |
| Finance costs                                                                                                       | 25,625                                   | 17,091                                   |
| Interest income                                                                                                     | (2,019)                                  | (1,256)                                  |
| Gain on disposal and write-off of property, plant and equipment, net /<br>assets classified as held for sale        | (508)                                    | (28,148)                                 |
| Allowance for impairment loss on goodwill                                                                           | 3,967                                    | -                                        |
| Allowance for impairment loss on property, plant and equipment                                                      | 1,154                                    | 5,347                                    |
| Allowance for and write-off of (Write-back of) inventory obsolescence, net                                          | 1,268                                    | (61)                                     |
| Allowance for and write-off of (Write-back of) bad debt, net                                                        | 106                                      | (2,962)                                  |
| Utilisation of prepaid rent                                                                                         | 1,092                                    | 342                                      |
| Compensation for relocation                                                                                         | (17,227)                                 | -                                        |
| Compensation income                                                                                                 | (7,940)                                  | -                                        |
| Loss on disposal / de-registration of subsidiaries                                                                  | -                                        | 696                                      |
| Dividend income from financial assets at fair value through other<br>comprehensive income                           | (45)                                     | -                                        |
| Realised gain on derivative financial instruments                                                                   | (441)                                    | (248)                                    |
| Unrealised fair value gain on derivative financial instruments                                                      | (1)                                      | (243)                                    |
| Unrealised exchange (gain) loss                                                                                     | (1,532)                                  | 2,217                                    |
| Operating cash flows before movements in working capital                                                            | 67,325                                   | 45,628                                   |
| Inventories                                                                                                         | 3,900                                    | (38,618)                                 |
| Receivables and prepayments                                                                                         | (12,325)                                 | 4,593                                    |
| Trade and other payables, and contract liabilities                                                                  | (31,557)                                 | 40,169                                   |
| Cash generated from operations                                                                                      | 27,343                                   | 51,772                                   |
| Income tax paid                                                                                                     | (9,467)                                  | (20,848)                                 |
| Finance costs paid                                                                                                  | (26,474)                                 | (16,002)                                 |
| Interest received                                                                                                   | 2,010                                    | 1,256                                    |
| Net cash (used in) generated from operating activities                                                              | (6,588)                                  | 16,178                                   |
| <b>Investing activities</b>                                                                                         |                                          |                                          |
| Purchase of property, plant and equipment                                                                           | (49,197)                                 | (76,356)                                 |
| Deposits received for sale of assets classified as held for sale or property,<br>plant and equipment, net of refund | 33,826                                   | 13,865                                   |
| Deposits paid for purchase of property, plant and equipment                                                         | (372)                                    | (705)                                    |
| Dividends received from associates                                                                                  | 14,144                                   | 16,997                                   |
| Proceeds from disposal of property, plant and equipment / assets classified<br>as held for sale                     | 6,937                                    | 20,563                                   |
| Compensation for relocation received                                                                                | 14,301                                   | -                                        |
| Compensation income received                                                                                        | 7,940                                    | -                                        |
| Uplift (Purchase) of structured deposits                                                                            | 4,170                                    | (4,170)                                  |
| Uplift (Placement) of time deposits                                                                                 | 19,515                                   | (20,489)                                 |
| Dividend income from financial assets at fair value through other<br>comprehensive income                           | 45                                       | -                                        |
| Proceeds from capital reduction of associates                                                                       | -                                        | 6,481                                    |
| Net cash generated from (used in) investing activities                                                              | 51,309                                   | (43,814)                                 |

|                                                                                    | <b>FY ended<br/>31.03.19<br/>S\$'000</b> | <b>FY ended<br/>31.03.18<br/>S\$'000</b> |
|------------------------------------------------------------------------------------|------------------------------------------|------------------------------------------|
| <b>Financing Activities</b>                                                        |                                          |                                          |
| Drawdown of long-term bank and other loans                                         | 249,395                                  | 73,778                                   |
| Repayment of long-term bank and other loans                                        | (161,798)                                | (74,829)                                 |
| (Repayment) Drawdown of short-term bank loans, net                                 | (7,612)                                  | 91,773                                   |
| (Redemption) Issue of notes                                                        | (20,758)                                 | 19,892                                   |
| Obligation under finance leases                                                    | (200)                                    | (182)                                    |
| Dividends paid                                                                     | (14,533)                                 | (13,323)                                 |
| Dividend paid to non-controlling interests                                         | (11,296)                                 | (8,524)                                  |
| Acquisition of additional interest in subsidiaries                                 | (94)                                     | (77,115)                                 |
| Purchase of treasury shares                                                        | (280)                                    | -                                        |
| Net cash generated from financing activities                                       | 32,824                                   | 11,470                                   |
| Net increase (decrease) in cash and cash equivalents                               | 77,545                                   | (16,166)                                 |
| Cash and cash equivalents at beginning of financial year                           | 173,672                                  | 184,699                                  |
| Effects of exchange rate changes on the balance of cash held in foreign currencies | (3,739)                                  | 5,139                                    |
| <b>Cash and cash equivalents at end of financial year</b>                          | <b>247,478</b>                           | <b>173,672</b>                           |
| <b>Cash and cash equivalents at end of financial year comprised:</b>               |                                          |                                          |
| Bank balances, deposits and cash                                                   | 247,478                                  | 194,161                                  |
| Less: Time deposits                                                                | -                                        | (20,489)                                 |
|                                                                                    | <b>247,478</b>                           | <b>173,672</b>                           |
|                                                                                    |                                          |                                          |

**1(d)(i) A statement (for the issuer and the group) of changes in equity together with a comparative statement for the corresponding period of the immediately preceding financial year.**

|                                                                                                                     | Attributable to equity holders of the Company |                            |                            |                          |                                             |                                         |                               |                                        |                                         |                            |                             |                  | Non-controlling interests<br>S\$'000 | Total equity<br>S\$'000 |
|---------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|----------------------------|----------------------------|--------------------------|---------------------------------------------|-----------------------------------------|-------------------------------|----------------------------------------|-----------------------------------------|----------------------------|-----------------------------|------------------|--------------------------------------|-------------------------|
|                                                                                                                     | Issued capital<br>S\$'000                     | Treasury shares<br>S\$'000 | Capital reserve<br>S\$'000 | Legal reserve<br>S\$'000 | Capital reserve on consolidation<br>S\$'000 | Exchange translation reserve<br>S\$'000 | Fair value reserve<br>S\$'000 | Share-based payment reserve<br>S\$'000 | Property revaluation reserve<br>S\$'000 | Hedging reserve<br>S\$'000 | Retained profits<br>S\$'000 | Total<br>S\$'000 |                                      |                         |
| <b>Group</b>                                                                                                        |                                               |                            |                            |                          |                                             |                                         |                               |                                        |                                         |                            |                             |                  |                                      |                         |
| Balance at 31.03.18, as previously reported                                                                         | 286,307                                       | (20,585)                   | 5,868                      | 17,043                   | 31,527                                      | (100,184)                               | 4,642                         | 1,467                                  | 596                                     | -                          | 150,055                     | 376,736          | 83,621                               | 460,357                 |
| Adoption of SFRS(I) 9                                                                                               | -                                             | -                          | -                          | -                        | -                                           | -                                       | (669)                         | -                                      | -                                       | -                          | (255)                       | (924)            | -                                    | (924)                   |
| Balance at 01.04.18, as restated                                                                                    | 286,307                                       | (20,585)                   | 5,868                      | 17,043                   | 31,527                                      | (100,184)                               | 3,973                         | 1,467                                  | 596                                     | -                          | 149,800                     | 375,812          | 83,621                               | 459,433                 |
| <b><u>Total comprehensive income (loss)</u></b>                                                                     |                                               |                            |                            |                          |                                             |                                         |                               |                                        |                                         |                            |                             |                  |                                      |                         |
| Profit for the financial year                                                                                       | -                                             | -                          | -                          | -                        | -                                           | -                                       | -                             | -                                      | -                                       | -                          | 29,157                      | 29,157           | 16,871                               | 46,028                  |
| Other comprehensive loss for the financial year                                                                     | -                                             | -                          | -                          | -                        | -                                           | (15,138)                                | (6,148)                       | -                                      | -                                       | (356)                      | -                           | (21,642)         | (2,479)                              | (24,121)                |
| <b>Total comprehensive (loss) income for the financial year</b>                                                     | -                                             | -                          | -                          | -                        | -                                           | (15,138)                                | (6,148)                       | -                                      | -                                       | (356)                      | 29,157                      | 7,515            | 14,392                               | 21,907                  |
| Share of change in net assets of associates other than other comprehensive income                                   | -                                             | -                          | -                          | -                        | -                                           | -                                       | -                             | 160                                    | -                                       | -                          | -                           | 160              | -                                    | 160                     |
| <b><u>Transactions with owners, recognised directly in equity</u></b>                                               |                                               |                            |                            |                          |                                             |                                         |                               |                                        |                                         |                            |                             |                  |                                      |                         |
| Contributions by and distributions to owners:                                                                       |                                               |                            |                            |                          |                                             |                                         |                               |                                        |                                         |                            |                             |                  |                                      |                         |
| Purchase of treasury shares                                                                                         | -                                             | (280)                      | -                          | -                        | -                                           | -                                       | -                             | -                                      | -                                       | -                          | -                           | (280)            | -                                    | (280)                   |
| Dividends paid                                                                                                      | -                                             | -                          | -                          | -                        | -                                           | -                                       | -                             | -                                      | -                                       | -                          | (14,533)                    | (14,533)         | (11,296)                             | (25,829)                |
| Changes in ownership interests in subsidiaries:                                                                     |                                               |                            |                            |                          |                                             |                                         |                               |                                        |                                         |                            |                             |                  |                                      |                         |
| Acquisition of additional interest in a subsidiary                                                                  | -                                             | -                          | -                          | -                        | (162)                                       | -                                       | -                             | -                                      | -                                       | -                          | -                           | (162)            | 69                                   | (93)                    |
| <b>Total transactions with owners</b>                                                                               | -                                             | (280)                      | -                          | -                        | (162)                                       | -                                       | -                             | -                                      | -                                       | -                          | (14,533)                    | (14,975)         | (11,227)                             | (26,202)                |
| Transfer from fair value reserve upon disposal of financial assets at fair value through other comprehensive income | -                                             | -                          | -                          | -                        | -                                           | -                                       | 1                             | -                                      | -                                       | -                          | (1)                         | -                | -                                    | -                       |
| Transfer to reserve                                                                                                 | -                                             | -                          | -                          | 968                      | -                                           | -                                       | -                             | -                                      | -                                       | -                          | (968)                       | -                | -                                    | -                       |
| Balance at 31.03.19                                                                                                 | 286,307                                       | (20,865)                   | 5,868                      | 18,011                   | 31,365                                      | (115,322)                               | (2,174)                       | 1,627                                  | 596                                     | (356)                      | 163,455                     | 368,512          | 86,786                               | 455,298                 |
|                                                                                                                     |                                               |                            |                            |                          |                                             |                                         |                               |                                        |                                         |                            |                             |                  |                                      |                         |

|                                                                                   | Attributable to equity holders of the Company |                            |                            |                          |                                             |                                         |                                                        |                                        |                                         |                             |                  | Non-controlling interests<br>S\$'000 | Total equity<br>S\$'000 |
|-----------------------------------------------------------------------------------|-----------------------------------------------|----------------------------|----------------------------|--------------------------|---------------------------------------------|-----------------------------------------|--------------------------------------------------------|----------------------------------------|-----------------------------------------|-----------------------------|------------------|--------------------------------------|-------------------------|
|                                                                                   | Issued capital<br>S\$'000                     | Treasury shares<br>S\$'000 | Capital reserve<br>S\$'000 | Legal reserve<br>S\$'000 | Capital reserve on consolidation<br>S\$'000 | Exchange translation reserve<br>S\$'000 | Available-for-sale financial assets reserve<br>S\$'000 | Share-based payment reserve<br>S\$'000 | Property revaluation reserve<br>S\$'000 | Retained profits<br>S\$'000 | Total<br>S\$'000 |                                      |                         |
| <b>Group</b>                                                                      |                                               |                            |                            |                          |                                             |                                         |                                                        |                                        |                                         |                             |                  |                                      |                         |
| Balance at 01.04.17                                                               | 286,307                                       | (20,585)                   | 3,132                      | 16,453                   | 22,617                                      | (105,471)                               | 545                                                    | 1,467                                  | 596                                     | 137,414                     | 342,475          | 162,561                              | 505,036                 |
| <b><u>Total comprehensive income (loss)</u></b>                                   |                                               |                            |                            |                          |                                             |                                         |                                                        |                                        |                                         |                             |                  |                                      |                         |
| Profit for the financial year                                                     | -                                             | -                          | -                          | -                        | -                                           | -                                       | -                                                      | -                                      | -                                       | 23,226                      | 23,226           | 12,233                               | 35,459                  |
| Other comprehensive income for the financial year                                 | -                                             | -                          | -                          | -                        | -                                           | 5,287                                   | 4,097                                                  | -                                      | -                                       | 17                          | 9,401            | 3,339                                | 12,740                  |
| <b>Total comprehensive income for the financial year</b>                          | -                                             | -                          | -                          | -                        | -                                           | 5,287                                   | 4,097                                                  | -                                      | -                                       | 23,243                      | 32,627           | 15,572                               | 48,199                  |
| Share of change in net assets of associates other than other comprehensive income | -                                             | -                          | 2,736                      | -                        | -                                           | -                                       | -                                                      | -                                      | -                                       | 3,311                       | 6,047            | -                                    | 6,047                   |
| <b><u>Transactions with owners, recognised directly in equity</u></b>             |                                               |                            |                            |                          |                                             |                                         |                                                        |                                        |                                         |                             |                  |                                      |                         |
| Contributions by and distributions to owners:                                     |                                               |                            |                            |                          |                                             |                                         |                                                        |                                        |                                         |                             |                  |                                      |                         |
| Dividends paid                                                                    | -                                             | -                          | -                          | -                        | -                                           | -                                       | -                                                      | -                                      | -                                       | (13,323)                    | (13,323)         | (8,524)                              | (21,847)                |
| Changes in ownership interests in subsidiaries:                                   |                                               |                            |                            |                          |                                             |                                         |                                                        |                                        |                                         |                             |                  |                                      |                         |
| Acquisition of additional interest in subsidiaries                                | -                                             | -                          | -                          | -                        | 8,910                                       | -                                       | -                                                      | -                                      | -                                       | -                           | 8,910            | (85,988)                             | (77,078)                |
| <b>Total transactions with owners</b>                                             | -                                             | -                          | -                          | -                        | 8,910                                       | -                                       | -                                                      | -                                      | -                                       | (13,323)                    | (4,413)          | (94,512)                             | (98,925)                |
| Transfer to reserve                                                               | -                                             | -                          | -                          | 590                      | -                                           | -                                       | -                                                      | -                                      | -                                       | (590)                       | -                | -                                    | -                       |
| Balance at 31.03.18                                                               | 286,307                                       | (20,585)                   | 5,868                      | 17,043                   | 31,527                                      | (100,184)                               | 4,642                                                  | 1,467                                  | 596                                     | 150,055                     | 376,736          | 83,621                               | 460,357                 |
|                                                                                   |                                               |                            |                            |                          |                                             |                                         |                                                        |                                        |                                         |                             |                  |                                      |                         |

|                                                                       | Issued capital<br>S\$'000 | Treasury shares<br>S\$'000 | Capital reserve<br>S\$'000 | Hedging reserve<br>S\$'000 | Retained profits<br>S\$'000 | Total equity<br>S\$'000 |
|-----------------------------------------------------------------------|---------------------------|----------------------------|----------------------------|----------------------------|-----------------------------|-------------------------|
| <b>Company</b>                                                        |                           |                            |                            |                            |                             |                         |
| Balance at 01.04.18                                                   | 286,307                   | (20,585)                   | 614                        | -                          | 37,294                      | 303,630                 |
| <b><u>Total comprehensive income (loss)</u></b>                       |                           |                            |                            |                            |                             |                         |
| Profit for the financial year                                         | -                         | -                          | -                          | -                          | 6,470                       | 6,470                   |
| Other comprehensive loss for the financial year                       | -                         | -                          | -                          | (356)                      | -                           | (356)                   |
| <b>Total comprehensive (loss) income for the financial year</b>       | -                         | -                          | -                          | (356)                      | 6,470                       | 6,114                   |
| <b><u>Transactions with owners, recognised directly in equity</u></b> |                           |                            |                            |                            |                             |                         |
| Purchase of treasury shares                                           | -                         | (280)                      | -                          | -                          | -                           | (280)                   |
| Dividends paid                                                        | -                         | -                          | -                          | -                          | (14,533)                    | (14,533)                |
| <b>Total transactions with owners</b>                                 | -                         | (280)                      | -                          | -                          | (14,533)                    | (14,813)                |
| Balance at 31.03.19                                                   | 286,307                   | (20,865)                   | 614                        | (356)                      | 29,231                      | 294,931                 |
| Balance at 01.04.17                                                   | 286,307                   | (20,585)                   | 614                        | -                          | 30,659                      | 296,995                 |
| <b>Profit and total comprehensive income for the financial year</b>   | -                         | -                          | -                          | -                          | 19,958                      | 19,958                  |
| <b><u>Transactions with owners, recognised directly in equity</u></b> |                           |                            |                            |                            |                             |                         |
| Dividends paid                                                        | -                         | -                          | -                          | -                          | (13,323)                    | (13,323)                |
| Balance at 31.03.18                                                   | 286,307                   | (20,585)                   | 614                        | -                          | 37,294                      | 303,630                 |

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

There was no change in the Company's issued capital during the period from 31 December 2018 to 31 March 2019.

There were no shares that may be issued on conversion of any outstanding convertibles as at 31 March 2019 and 2018.

| As at                                                                                                                                                                          | 31.03.19   | 31.03.18   |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------------|
| Treasury shares held                                                                                                                                                           | 37,311,800 | 36,889,300 |
| Subsidiary holdings held                                                                                                                                                       | -          | -          |
|                                                                                                                                                                                | 37,311,800 | 36,889,300 |
| Percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of issued shares excluding treasury shares and subsidiary holdings | 7.71%      | 7.61%      |

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

| As at                                                   | 31.03.19     | 31.03.18     |
|---------------------------------------------------------|--------------|--------------|
| Total number of issued shares                           | 521,358,482  | 521,358,482  |
| Less: treasury shares                                   | (37,311,800) | (36,889,300) |
| Total number of issued shares excluding treasury shares | 484,046,682  | 484,469,182  |

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

As at 31 March 2019, there were no sales, transfers, cancellation and/or use of treasury shares.

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

As at 31 March 2019, there were no sales, transfers, cancellation and/or use of subsidiary holdings.

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

The figures have not been audited or reviewed.

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

Not applicable.

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

With effect from 1 April 2018, the Group has adopted SFRS(I) in preparing its financial statements. The Group's audited financial statements for its financial year ended 31 March 2018 were prepared using Singapore Financial Reporting Standards.

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

In adopting SFRS(I)s, the Group is required to apply all of the specific transition requirements in SFRS(I) 1 *First-time Adoption of Singapore Financial Reporting Standards (International)* ("SFRS(I) 1"). The Group's opening statement of financial position under SFRS(I) has been prepared as at 1 April 2017, which is the Group's date of transition to SFRS(I)s.

The adoption of SFRS(I)s, amendments to SFRS(I)s and SFRS(I) interpretations did not have a material financial impact on the Group and the Company. The impact of the adoption of SFRS(I) 1, SFRS(I) 9 and SFRS(I) 15 are discussed below.

**(a) Application of SFRS(I) 1**

The application of SFRS(I) 1 did not result in any adjustments to the comparative financial statements set out in this results announcement.

**(b) Adoption of SFRS(I) 9**

The Group has elected to apply the short-term exemption under SFRS(I) 1, which exempt the Group from applying SFRS(I) 9 to comparative information. The effect of adoption of SFRS(I) 9 on the Group is as follows:

- (i) The Group has elected to measure its investment in quoted equity shares at fair value through other comprehensive income ("FVTOCI") under SFRS(I) 9. Accordingly, the reserve surplus of S\$4,642,000, which was presented as available-for-sale financial assets reserve surplus as at 31 March 2018 prior to the adoption of SFRS(I) 9, and subsequent fair value gains or losses will not be reclassified to profit or loss upon disposal of the investment. Upon adoption of SFRS(I) 9, cumulative impairment charge of S\$412,000 previously recognised in profit or loss were reclassified from retained earnings to fair value reserve as at 1 April 2018.
- (ii) The Group has elected to measure its investment in unquoted equity shares carried at cost less impairment at FVTOCI under SFRS(I) 9. Accordingly, the Group will measure these investments at fair value at the end of subsequent reporting periods with fair value gains or losses to be recognised as other comprehensive income and accumulated in the fair value reserve. Upon adoption of SFRS(I) 9, a fair value deficit of S\$257,000 was recognised in the fair value reserve as at 1 April 2018.
- (iii) Upon adoption of SFRS(I) 9, the Group recognised additional impairment loss allowance against trade receivables of S\$667,000 on 1 April 2018.

**(c) Adoption of SFRS(I) 15**

Following the presentation requirements in SFRS(I) 15, the Group has presented contract liabilities separately and the comparative figures have been restated.

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

| Earnings per share ("EPS") | Q4 ended<br>31.03.19<br>Singapore<br>cents | Q4 ended<br>31.03.18<br>Singapore<br>cents | FY ended<br>31.03.19<br>Singapore<br>cents | FY ended<br>31.03.18<br>Singapore<br>cents |
|----------------------------|--------------------------------------------|--------------------------------------------|--------------------------------------------|--------------------------------------------|
| Basic EPS                  | 0.48                                       | (1.45)*                                    | 6.02                                       | 4.79                                       |
| Diluted EPS                | 0.48                                       | (1.45)*                                    | 6.02                                       | 4.79                                       |

\* Loss per share

Basic EPS is computed based on the weighted average number of shares in issue during the financial period. The weighted average number of ordinary shares represents the number of ordinary shares in issue at the beginning of the financial period, adjusted for new ordinary shares issued during the financial period multiplied by a time-weighted factor. The adjustments to the weighted average number of shares for computing diluted EPS are as follows:

|                                                                            | Q4 ended<br>31.03.19 | Q4 ended<br>31.03.18 | FY ended<br>31.03.19 | FY ended<br>31.03.18 |
|----------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| Weighted average number of ordinary shares used in calculating basic EPS   | 484,046,862          | 484,469,182          | 484,322,797          | 484,469,182          |
| Adjustment for dilutive potential ordinary shares                          | -                    | -                    | -                    | -                    |
| Weighted average number of ordinary shares used in calculating diluted EPS | 484,046,862          | 484,469,182          | 484,322,797          | 484,469,182          |

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

| As at                                                                                                                                            | Group                          |                                | Company                        |                                |
|--------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|
|                                                                                                                                                  | 31.03.19<br>Singapore<br>cents | 31.03.18<br>Singapore<br>cents | 31.03.19<br>Singapore<br>cents | 31.03.18<br>Singapore<br>cents |
| Net asset value per ordinary share based on 484,046,682 issued shares excluding treasury shares as at 31 March 2019 (31 March 2018: 484,469,182) | 76.13                          | 77.76                          | 60.93                          | 62.67                          |

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

### **Review of Results**

The Group's revenue for the financial year ended 31 March 2019 ("FY2019") was S\$1,167.1 million, representing an increase of 6.1% over the revenue reported for the financial year ended 31 March 2018 ("FY2018"). The increase was mainly attributable to revenue growth reported by both the *Batteries Business* and the *Electronics and Acoustics Business*, and was partially offset by the decrease in revenue of the *Automotive Wire Harness Business*.

The Group's gross profit increased by 13.6% from S\$256.8 million for FY2018 to S\$291.7 million for FY2019. The overall gross profit margin improved from 23.3% for FY2018 to 25.0% for FY2019, mainly from the combined effects of higher contribution from strong sales of new acoustics products introduced during FY2019, softened prices for certain raw materials and a weaker Chinese Renminbi against the US dollar.

Other operating income decreased by 14.6% from S\$44.5 million for FY2018 to S\$38.0 million for FY2019. Other operating income for FY2019 included compensation for relocation of S\$17.2 million and a compensation income of S\$7.9 million for damages to certain plant and buildings, both of which were attributable to the Group's 70% owned subsidiary, Zhongyin (Ningbo) Battery Co Ltd. In FY2018, other operating income included gain from disposal of property, plant and equipment of S\$28.5 million.

Distribution costs increased substantially by 20.1% from S\$113.0 million for FY2018 to S\$135.7 million for FY2019. The increase was mainly attributable to a higher level of brand building activities and higher cost due to increased battery sales with DDP (Incoterm for Delivered Duty Paid) and a higher level of vendor managed inventory.

The strengthening of the US dollar against the Chinese Renminbi since the financial quarter ended 30 June 2018 contributed to a net exchange gain of S\$6.6 million for FY2019 while a net exchange loss of S\$11.4 million was recorded in FY2018.

The Group's profit after taxation attributable to equity holders for FY2019 increased by 25.5% to S\$29.2 million when compared to S\$23.2 million for FY2018.

Based on the weighted average of 484,322,797 shares in issue (FY2018: 484,469,182 shares), basic earnings per share for FY2019 was 6.02 Singapore cents, compared to 4.79 Singapore cents for FY2018.

### **Business Review**

**Batteries Business** - The revenue of the *Batteries Business* for FY2019 was S\$871.8 million, representing a 5.7% increase over the revenue recorded in FY2018. Sales of primary batteries increased by 8.5% while sales of rechargeable batteries decreased by 6.8% when compared to FY2018. In geographical terms, sales in Europe, Asia and the Americas increased by 12.5%, 3.6% and 2.8% respectively.

Softened raw material prices and more favorable exchange rates contributed to the improvement of the gross profit margin in FY2019. The Group's factory expansion projects in Malaysia and Vietnam are progressing as planned and the expanded Alkaline 9V batteries manufacturing facilities in Malaysia, which has been fully operational since the second half of FY2018, started to contribute to the Group's business and profitability.

*Electronics and Acoustics Business* - Revenue from the *Electronics and Acoustics Business* in FY2019 increased by 10.8% compared to FY2018. Sales of electronics products increased by 12.1% while sales of acoustics products grew by 9.4% when compared to FY2018. The new KEF wireless speakers launched during the second half of FY2019 were well received by the market. Sales of acoustics products increased by 20.9% in the American market and 8.5% in the European market, while sales remained steady in Asia. The associated companies which manufacture parts and components contributed more profit in aggregate.

*Automotive Wire Harness Business* - Sales of the *Automotive Wire Harness Business* in FY2019 decreased by 9.5% when compared to FY2018. Sales to the American market increased by 3.5% due mainly to the demand for new products despite the USA import tariff imposed on automotive parts made in China. Sales to China decreased by 25.7% due mainly to the softening of the passenger car market in China.

*Other Industrial Investments* - This business segment includes the Group's investments in Meiloon Industrial Co., Ltd. ("Meiloon") and Linkz Industries Limited ("Linkz"). In FY2019, Linkz reported revenue growth but profit contribution decreased due partly to the profit shared by the non-controlling interests of a subsidiary which was listed on the Stock Exchange of Hong Kong in February 2018, and partly to exchange losses and increase in finance cost in FY2019. Revenue of Meiloon decreased and contributed less profit to the Group in FY2019.

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

Not applicable.

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

The trade dispute between the USA and China cast significant uncertainties on business outlook. Development regarding Brexit may also bring uncertainties. Softening global economic growth may affect the demand for some of the Group's products.

Based on the current USA import tariff scheme effective from 10 May 2019, approximately 14.3% of the Group's businesses are subjected to such import tariffs, including some battery products, automotive wire harnesses and speaker products. The Group is working with its customers in the USA on the best response to the increased import costs. The proposed enlarged USA import tariff scheme for all made in China products, if implemented, may affect other products from the Group.

To minimize the impact of the USA import tariffs, the Group is rapidly expanding the capacity of its manufacturing facilities in Malaysia and Vietnam and exploring other cooperation opportunities outside China to take up more of the Group's USA export businesses.

Volatile currency exchange rates may also affect the Group's results. A weakened Chinese Renminbi and currencies of other countries, where the Group has significant manufacturing and distribution operations, against US dollar is generally favorable to the Group's export-oriented businesses. Volatility in certain raw material prices may continue to affect the Group's profit margin. The global shortage of certain electronic components continued to ease gradually.

The Group will continue to enhance the competitiveness of its businesses by investing in technology and new product development, further automating its factories and continuing to build the Group's brands and distribution networks in key markets.

At the general meeting held on 7 September 2018, members of the Company approved the disposal of certain land and buildings in Huizhou, PRC by GP Electronics (Huizhou) Co., Ltd., a wholly owned subsidiary of the Company. Part of the Disposal Consideration and Compensation (as defined in the circular dated 23 August 2018) was received by the Group during FY2019, and certain balances were still outstanding as at 31 March 2019. On 27 May 2019, the Group has received the remaining balance of the Disposal Consideration and Compensation and is in the process of transferring the titles of the concerned land and buildings to the purchaser. Accordingly, it is expected that the Group will recognize the disposal gain during the financial year ending 31 March 2020.

**11. Dividend****(a) Current Financial Period Reported On**

Any dividend declared for the current financial period reported on? Yes

| Name of Dividend          | Final                                                       | Interim                                                     |
|---------------------------|-------------------------------------------------------------|-------------------------------------------------------------|
| Dividend Type             | Cash                                                        | Cash                                                        |
| Dividend Amount per Share | 2.25 Singapore cents per ordinary share tax-exempt (1-tier) | 1.25 Singapore cents per ordinary share tax-exempt (1-tier) |

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

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

| Name of Dividend          | Final                                                       | Interim                                                     |
|---------------------------|-------------------------------------------------------------|-------------------------------------------------------------|
| Dividend Type             | Cash                                                        | Cash                                                        |
| Dividend Amount per Share | 1.75 Singapore cents per ordinary share tax-exempt (1-tier) | 1.25 Singapore cents per ordinary share tax-exempt (1-tier) |

**(c) Date payable**

To be announced later.

**(d) Books closure date**

To be announced later.

**(e) Other comments relating to Dividend**

The Directors are pleased to recommend a final tax-exempt (1-tier) dividend of 2.25 Singapore cents per share amounting to approximately S\$10.9 million (2018: final tax-exempt (1-tier) dividend of 1.75 Singapore cents per share amounting to approximately S\$8.5 million) for its financial year ended 31 March 2019. The dividend will be paid in cash.

The dividend payment date and the notice of closure of the Register of Members and Transfer Books of the Company for the purpose of determining the entitlement to the dividend will be announced at a later date.

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

Not applicable.

**13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.**

(i) Segment revenue and results of the Group analysed by business segments

|                               | Electronics and acoustics | Automotive wire harness | Batteries | Other industrial investments | Eliminations | Total     |
|-------------------------------|---------------------------|-------------------------|-----------|------------------------------|--------------|-----------|
|                               | S\$'000                   | S\$'000                 | S\$'000   | S\$'000                      | S\$'000      | S\$'000   |
| <b>FY ended 31 March 2019</b> |                           |                         |           |                              |              |           |
| <b>Revenue</b>                |                           |                         |           |                              |              |           |
| External revenue              | 254,788                   | 40,554                  | 871,800   | -                            | -            | 1,167,142 |
| Inter-segment revenue         | 5                         | -                       | 99        | -                            | (104)        | -         |
| Total revenue                 | 254,793                   | 40,554                  | 871,899   | -                            | (104)        | 1,167,142 |
| <b>Results</b>                |                           |                         |           |                              |              |           |
| Contribution before taxation  | 12,292                    | 1,875                   | 33,444    | 8,331                        | -            | 55,942    |
| <b>FY ended 31 March 2018</b> |                           |                         |           |                              |              |           |
| <b>Revenue</b>                |                           |                         |           |                              |              |           |
| External revenue              | 229,936                   | 44,829                  | 824,939   | -                            | -            | 1,099,704 |
| Inter-segment revenue         | 19                        | -                       | -         | -                            | (19)         | -         |
| Total revenue                 | 229,955                   | 44,829                  | 824,939   | -                            | (19)         | 1,099,704 |
| <b>Results</b>                |                           |                         |           |                              |              |           |
| Contribution before taxation  | 9,996                     | 3,969                   | 19,634    | 14,402                       | -            | 48,001    |
|                               |                           |                         |           |                              |              |           |

Segment revenue excludes revenue of associates. Segment contribution before taxation includes share of results of associates.

A reconciliation of contribution before taxation to profit attributable to equity holders of the Company is provided as follows:

|                                                                      | FY ended 31.03.19<br>S\$'000 | FY ended 31.03.18<br>S\$'000 |
|----------------------------------------------------------------------|------------------------------|------------------------------|
| Contribution before taxation                                         | 55,942                       | 48,001                       |
| Unallocated finance costs, net                                       | (10,850)                     | (7,133)                      |
| Taxation                                                             | (18,260)                     | (21,457)                     |
| Taxation attributable to non-controlling interests' share of results | 2,325                        | 3,815                        |
| Profit attributable to equity holders of the Company                 | 29,157                       | 23,226                       |
|                                                                      |                              |                              |

## (ii) Revenue of the Group analysed by geographical segments

|                                                 | Notes | FY ended<br>31.03.19<br>S\$'000 | FY ended<br>31.03.18<br>S\$'000 |
|-------------------------------------------------|-------|---------------------------------|---------------------------------|
| Singapore                                       | (a)   | 8,758                           | 8,096                           |
| The People's Republic of China                  |       | 466,223                         | 432,317                         |
| Other Asian countries                           |       | 77,025                          | 83,004                          |
| Asia                                            |       | 552,006                         | 523,417                         |
| Germany, Netherlands, Russia and United Kingdom |       | 124,594                         | 123,778                         |
| Other European countries                        |       | 185,255                         | 155,796                         |
| Europe                                          |       | 309,849                         | 279,574                         |
| United States of America                        |       | 244,917                         | 243,184                         |
| Other American countries                        |       | 44,120                          | 36,997                          |
| America                                         |       | 289,037                         | 280,181                         |
| Others                                          |       | 16,250                          | 16,532                          |
| Revenue                                         |       | 1,167,142                       | 1,099,704                       |

Revenue is analysed by the location of the customers or the shipment destination, where appropriate.

(Note a) Increase was due mainly to the increase in sales of battery products.

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

See paragraph 8.

**15. A breakdown of sales.**

|                               | Group                           |                                 |             |
|-------------------------------|---------------------------------|---------------------------------|-------------|
|                               | FY ended<br>31.03.19<br>S\$'000 | FY ended<br>31.03.18<br>S\$'000 | Change<br>% |
| <b>Revenue:</b>               |                                 |                                 |             |
| First half year               | 594,962                         | 569,395                         | 4.5         |
| Second half year              | 572,180                         | 530,309                         | 7.9         |
|                               | 1,167,142                       | 1,099,704                       | 6.1         |
| <b>Profit after taxation:</b> |                                 |                                 |             |
| First half year               | 22,121                          | 21,655                          | 2.2         |
| Second half year              | 23,907                          | 13,804                          | 73.2        |
|                               | 46,028                          | 35,459                          | 29.8        |

**16. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.**

|              | <b>FY ended<br/>31.03.19<br/>S\$'000</b> | <b>FY ended<br/>31.03.18<br/>S\$'000</b> |
|--------------|------------------------------------------|------------------------------------------|
| Ordinary     | 16,946                                   | 14,534                                   |
| Preference   | -                                        | -                                        |
| <b>Total</b> | <b>16,946</b>                            | <b>14,534</b>                            |
|              |                                          |                                          |

**17. Interested person transactions**

Pursuant to the shareholders' mandate on interested person transactions approved by the shareholders at the Annual General Meeting held on 30 July 2018, the interested person transactions entered into by the Group during the financial year ended 31 March 2019 are as follows:

| Name of interested person                                                       | Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) |                                          | Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 during the financial year under review (excluding transactions less than S\$100,000) |                                          |
|---------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|
|                                                                                 | <b>FY ended<br/>31.03.19<br/>S\$'000</b>                                                                                                                                                                               | <b>FY ended<br/>31.03.18<br/>S\$'000</b> | <b>FY ended<br/>31.03.19<br/>S\$'000</b>                                                                                                                                                              | <b>FY ended<br/>31.03.18<br/>S\$'000</b> |
| <b>Sales:</b>                                                                   |                                                                                                                                                                                                                        |                                          |                                                                                                                                                                                                       |                                          |
| Light Engine Ltd                                                                | -                                                                                                                                                                                                                      | -                                        | 30                                                                                                                                                                                                    | 139                                      |
| Huizhou Light Engine Limited                                                    | -                                                                                                                                                                                                                      | -                                        | 116                                                                                                                                                                                                   | -                                        |
| Gold Peak Industries (Holdings) Limited                                         | -                                                                                                                                                                                                                      | -                                        | 40                                                                                                                                                                                                    | 56                                       |
| <b>Acquisition of GP Batteries Shares pursuant to the Offer <sup>(1)</sup>:</b> |                                                                                                                                                                                                                        |                                          |                                                                                                                                                                                                       |                                          |
| Victor Lo Chung Wing                                                            | -                                                                                                                                                                                                                      | 390                                      | -                                                                                                                                                                                                     | -                                        |
| Paul Lo Chung Wai                                                               | -                                                                                                                                                                                                                      | 156                                      | -                                                                                                                                                                                                     | -                                        |
| Grace Lo Kit Yee                                                                | -                                                                                                                                                                                                                      | 98                                       | -                                                                                                                                                                                                     | -                                        |

<sup>(1)</sup> During the financial quarter ended 31 December 2017, pursuant to the Offer, the Company acquired GP Batteries Shares at the offer price of S\$1.30 per GP Batteries Share from the shareholders of GP Batteries, including Mr Victor Lo Chung Wing, an interested person, and his associates.

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

| Name             | Age | Family relationship with any director and/or substantial shareholder                                                                         | Current position and duties, and the year the position was held                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Details of changes in duties and position held, if any, during the year                              |
|------------------|-----|----------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|
| Grace Lo Kit Yee | 48  | Daughter of Mr Victor Lo Chung Wing, Chairman and Chief Executive Officer of the Company and a deemed substantial shareholder of the Company | KEF Audio Group: Managing Director (since 2016)<br>Director of the following subsidiaries:<br>GP Acoustics (HK) Limited (since 2007), GP Acoustics (China) Limited (since 2009), GP Acoustics (Taiwan) Limited (since 2011), GP Acoustics (Middle East) DWC-LLC (since 2014), KEF Celestion Corporation (since 2015), KEF Japan, Inc. (since 2016), GP Acoustics (Singapore) Pte Limited (since 2016), GP Acoustics International Limited (since 2016), GP Acoustics (UK) Limited (since 2016), GP Acoustics (US), Inc. (since 2016), GP Acoustics GmbH (since 2018) and GP Acoustics Limited (since 2018) | Appointed as a director of the following subsidiaries:<br>GP Acoustics GmbH and GP Acoustics Limited |

**19. Confirmation pursuant to Rule 720(1) of the Listing Manual**

The Company has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1) of the Listing Manual.

BY ORDER OF THE BOARD

**Victor Lo Chung Wing**  
Chairman and Chief Executive Officer

**Brian Li Yiu Cheung**  
Executive Vice President

28 May 2019