

Second Quarter Financial Statements For the Period 30 September 2017

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

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

OSSIA INTERNATIONAL	Group Second Quarter Ended 30 Sep		Group 6 months % Ended 30 Sep			%
	2017 \$'000	2016 \$'000	Change	2017 \$'000	2016 \$'000	Change
Revenue	5,451	6,822	-20.1%	11,252	14,090	-20.1%
Cost of sales Gross profit	(2,715) 2,736	(3,612) 3,210	-24.8% -14.8%	(5,455) 5,797	(7,044) 7,046	-22.6% -17.7%
Other operating income	144	102	41.2%	201	120	67.5%
Distribution costs	(2,512)	(3,119)	-19.5%	(5,116)	(6,174)	-17.1%
Administrative expenses	(966)	(1,336)	-27.7%	(1,873)	(2,563)	-26.9%
Other operating expenses	(7)	(34)	-79.4%	(14)	(72)	-80.6%
Loss from operations	(605)	(1,177)	-48.6%	(1,005)	(1,643)	-38.8%
Interest income	3	2	50.0%	6	8	-25.0%
Finance expense	(54)	(44)	22.7%	(106)	(91)	16.5%
Share of results of the associated	00.4	4.050	-55.3%	(4.4)	4 00 4	-103.7%
company	604	1,350	400 70/	(44)	1,204	400.40/
(Loss)/profit before income tax	(52)	131	-139.7%	(1,149)	(522)	120.1%
Income tax	21	(45)	100.0%	8	(45)	100.0%
Loss for the period, net of tax	(31)	86	-136.0%	(1,141)	(567)	101.2%
Loss attributable to:						
Owners of the Company	(29)	106	-127.4%	(1,123)	(560)	100.5%
Non-controlling interests	(2)	(20)	-90.0%	(18)	(7)	157.1%
	(31)	86	(0)	(1,141)	(567)	101.2%
Other comprehensive income Items that will not be reclassified to profit or loss Share of gain on property						
revaluation of associated company Transfer from legal reserve Items that may be reclassified subsequently to profit or loss	-	(38)	N/M N/M	(1) 1	-	N/M N/M
Foreign currency translation	95	(220)	N/M	(93)	(220)	N/M
Other comprehensive income for the period, net of tax	95	(258)	N/M	(93)	(220)	N/M

1(a)(i) An income statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year. (continued)

OSSIA INTERNATIONAL	Second	Group Second Quarter Ended 30 Sep		Group 6 months % Ended 30 Sep		
	2017 \$'000	2016 \$'000	Change	2017 \$'000	2016 \$'000	Change
Total comprehensive income for the period	64	(172)	N/M	(1,234)	(787)	56.8%
Total comprehensive income attributable to:						
Owners of the Company	61	(172)		(1,255)	(787)	59.5%
Non-controlling interests	3	-	_	21	-	0.0%
,	64	(172)	N/M	(1,234)	(787)	56.8%

1(a)(ii) Note:-

	Grou Second 0 Ended 3 2017 \$'000	Quarter	% Change	Grou 6 Mon Ended 3 2017 \$'000	ths	% Change
Loss from operations is arrived at after charging/(crediting):						
Depreciation of property, plant and						
equipment	326	410	(20.5)	679	879	(22.8)
Gain on disposal of property, plant and				44)		
equipment	-	-	N/M	(1)	-	N/M
Write-off of property, plant and						
equipment	69	26	N/M	162	30	N/M
Net foreign exchange loss/(gain)	41	(77)	N/M	24	(39)	N/M
Write-back of allowance for inventory						
obsolescence	(6)	-	N/M	(59)	-	N/M

NM - Not meaningful

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

OSSIA INTERNATIONAL LIMITED	The Group		The Com	<u>ipany</u>
	30.9.17	31.3.17	30.9.17	31.3.17
400570	\$'000	\$'000	\$'000	\$'000
ASSETS				
Current assets	44 500	40.000		
Inventories	11,538	10,008	-	-
Trade and other receivables	6,364	8,080	4,092	4,751
Prepayments Other financial assets	271 1,714	216 827	18	15 5
Other non-financial assets	1,714	62 <i>1</i> 134	-	5
Cash and bank balances	3,200	3,119	114	5
-	23,205	22,384	4,224	4,776
Non-current assets	23,203	22,304	4,224	4,770
Investment in associated company	20,862	20,727	13,249	13,252
Investment in subsidiaries	-	-	1,448	1,448
Property, plant and equipment	2,430	2,568	22	26
Deferred tax assets	116	119	_	-
	23,408	23,414	14,719	14,726
Total assets	46,613	45,798	18,943	19,502
LIABILITIES		_		
Current liabilities				
Trade and other payables	5,606	4,851	789	785
Amount due to directors	-	295	-	295
Bills payable	2,330	1,753	_	-
Borrowings	3,580	2,905	-	-
Income tax liabilities	62	165	62	62
	11,578	9,969	851	1,142
Non-current liabilities				
Borrowings	1,767	1,860	-	-
Deposits received	348	-	-	-
Deferred tax liabilities	32	32	32	32
	2,147	1,892	32	32
Total liabilities	13,725	11,861	883	1,174
Net assets	32,888	33,937	18,060	18,328
SHAREHOLDERS' EQUITY				
Share capital	31,351	31,351	31,351	31,351
Revaluation reserve	3,126	3,127	31,331	31,331
Legal reserve	1,344	1,343	_	_
Translation reserve	(4,939)	(5,032)	_	_
Accumulated profits/(losses)	1,832	2,995	(13,291)	(13,023)
Total shareholders' equity	32,714	33,784	18,060	18,328
Non-controlling interests	174	153	-	-
Total equity	32,888	33,937	18,060	18,328
·			<u>-</u>	

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

Amount repayable in one year or less, or on demand

As at 3	0.09.17	As at 31.03.17		
Secured	Unsecured	Secured	Unsecured	
\$'000	\$'000	\$'000	\$'000	
3,580	2,330	2,905	1,753	

Amount repayable after one year

As at 3	0.09.17	As at 31.03.17		
Secured	Unsecured	Secured	Unsecured	
\$'000	\$'000	\$'000	\$'000	
1,767	-	1,860	-	

The group's borrowings and debt securities include bills payable and other bank borrowings.

Details of any collaterals

No collateral.

Group gearing ratio or borrowings divided by total shareholders' equity stands at 0.23 times as at 30 September 2017 (31 March 2017: 0.19 times).

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

OSSIA INTERNATIONAL LIMITED	Grou Second G Ended 3 2017 \$'000	uarter	Grou 6 mon Ended 3 2017 \$'000	ths
Cash flows from operating activities				
(Loss)/profit before tax	(52)	131	(1,149)	(522)
Adjustments for:				
Share of results of the associated company	(604)	(1,350)	44	(1,204)
Depreciation of property, plant and equipment	326	410	679	879
Unrealised foreign exchange (gain)/loss	(143)	81	(596)	(16)
Interest income	(3)	(2)	(6)	(8)
Interest expense	54	44	106	91
Allowance for inventory obsolescence	13	-	29	-
Write-back of allowance for inventory obsolescence	(6)	-	(59)	-
Gain on disposal of property, plant and equipment	-	-	(1)	-
Write-off of property, plant and equipment	69	26	162	30
Operating cash flow before working capital				
changes	(346)	(660)	(791)	(750)
Changes in working capital:				
Decrease in inventories	(2,098)	(1,355)	(808)	(589)
Decrease in trade and other receivables	(460)	284	980	1,396
Increase in other current assets and prepayments	421	(109)	(47)	(249)
Decrease in trade and other payables,	121	(100)	(17)	(210)
and bills payable	1,307	528	548	(529)
Net cash flows from operations	(1,176)	(1,312)	(118)	(721)
Income tax paid	(72)	(95)	(83)	(111)
Interest received	3	2	6	8
Interest paid	(54)	(44)	(106)	(91)
Net cash flows used in operating activities	(1,299)	(1,449)	(301)	(915)
Cash flows from investing activities				
Purchase of property, plant and equipment	(56)	(1)	(543)	(1)
Proceeds from disposal of property, plant and	(30)	(1)	(343)	(1)
equipment	_	_	19	_
Net cash flows used in investing activities	(56)	(1)	(524)	(1)
Net cash hows used in investing activities	(30)	(1)	(324)	(1)
Cash flows from financing activities				
Net proceeds from/(repayment of) borrowings	171	605	400	(140)
Repayment of finance lease liabilities	_	(137)	_	(215)
Net proceed from bills payables	941	815	416	202
· · ·	5 +1	010	710	202
Dividends paid to a non-controlling shareholder of a		(EO)		(EO)
subsidiary	(400)	(52)	(74)	(52)
Increase in restricted bank deposits	(100)		(74)	(169)
Net cash flows generated from/(used in) financing activities	1,012	1,231	742	(374)
CONTINUE	1,012	.,201	174	(517)

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

OSSIA INTERNATIONAL LIMITED	Group Second Quarter Ended 30 Sep		Group 6 months Ended 30 Sep		
	2017 \$'000	2016 \$'000	2017 \$'000	2016 \$'000	
Net decrease in cash and cash equivalents	(343)	(219)	(83)	(1,290)	
Cash and cash equivalents at the beginning of the financial period	2,614	2,413	2,282	3,482	
Effects of exchange rate changes on cash and cash equivalents	(18)	(2)	54	-	
Cash and cash equivalents at the end of the		-			
financial period	2,253	2,192	2,253	2,192	
Cash and bank balances	3,200	4,301	3,200	4,301	
Less: Restricted bank deposits	(947)	(2,109)	(947)	(2,109)	
Cash and cash equivalents as per above	2,253	2,192	2,253	2,192	

Explanatory Note:

- (1) Cash and cash equivalents comprise cash and bank balances less restricted bank deposits.
- (2) Certain fixed deposit amounting to S\$947,000 (30 September 2016: S\$2,109,000) is pledged to the bank for banking facilities to subsidiaries.

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

OSSIA INTERNATIONAL LIMITED

Attributable to Equity holders of the Company

	Share capital \$'000	Legal reserve \$'000	Translation reserve \$'000	Revaluation reserve \$'000	Accumulated profits / (losses) \$'000	Sub-Total \$'000	Non- controlling interests \$'000	Total equity \$'000
GROUP								
Balance at 1 April 2017	31,351	1,343	(5,032)	3,127	2,995	33,784	153	33,937
Other comprehensive income								
Loss for the period	-	-	-	-	(1,123)	(1,123)	(18)	(1,141)
Foreign currency translation	-	1	(124)	(1)	5	(119)	39	(80)
Share of other comprehensive income of associated company	-	-	217	-	-	217	-	217
Total comprehensive income	-	1	93	(1)	(1,118)	(1,025)	21	(1,004)
Distributions to owners								
Dividend paid to controlling shareholders	_	-	-	-	(45)	(45)	-	(45)
Total distributions to owner	-	-	-	-	(45)	(45)	-	(45)
Balance as at 30 Sep 2017	31,351	1,344	(4,939)	3,126	1,832	32,714	174	32,888

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

OSSIA INTERNATIONAL LIMITED

Attributable to Equity holders of the Company

	Share capital	Legal reserve	Translation reserve	Revaluation reserve	Accumulated profits / (losses)	Sub-Total	Non- controlling interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
GROUP								
Balance at 1 April 2016	31,351	1,328	(4,830)	3,088	3,321	34,258	596	34,854
Other comprehensive income								
Loss for the period	-	-	-	-	(560)	(560)	(7)	(567)
Share of other comprehensive income of associated company	-	-	(242)	38	-	(204)	(16)	(220)
Total comprehensive income	-	-	(242)	38	(560)	(764)	(23)	(787)
Distributions to owners								
Dividend paid to controlling shareholders	-	-	-	-	(54)	(54)	-	(54)
Total distribution to owner	-	-	-	-	(54)	(54)	-	(54)
Balance as at 30 Sep 2016	31,351	1,328	(5,072)	3,126	2,707	33,440	573	34,013

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

OSSIA INTERNATIONAL LIMITED COMPANY

	Share capital	Accumulated losses	Total equity
	\$'000	\$'000	\$'000
Balance at 1 April 2017	31,351	(13,023)	18,328
Loss for the year	-	(268)	(268)
Total comprehensive income	-	(268)	(268)
Balance as at 30 Sep 2017	31,351	(13,291)	18,060
Balance at 1 April 2016	31,351	(13,947)	17,404
Loss for the year	-	(178)	(178)
Total comprehensive income	-	(178)	(178)
Balance as at 30 Sep 2016	31,351	(14,125)	17,226

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

During the financial period, there has been no change in the Company's issued share capital. The Company does not have any outstanding convertibles.

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.

	Number of shares
As at 30 September 2017	252,629,483
As at 31 March 2017	252,629,483

There were no treasury shares as at 30 September 2017 and 31 March 2017.

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

Not applicable.

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.

The Group and the Company have applied the same accounting policies and methods of computation in the preparation of the current period's financial statements as in the audited annual financial statements as at 31 March 2017.

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.

Not applicable.

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.

	Gro Second Quarte	oup r ended 30 Sep	Group 6 months ended 30 Sep	
Profit/(Loss) per share attributable to owners of the Company:-	2017 cents	2016 cents	2017 cents	2016 cents
(i) Based on the weighted average number of ordinary shares in issue	(0.01)	0.04	(0.44)	(0.22)
(ii) On a fully diluted basis	(0.01)	0.04	(0.44)	(0.22)

Note:

Earnings per ordinary share is computed based on the weighted average number of ordinary shares in issue during the period ended 30 September 2017 and 31 March 2017 as follows:

	Number of shares
As at 30 September 2017	252,629,483
As at 31 March 2017	252,629,483

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

	Group		Company	
	30-Sep 2017 cents	31-Mar 2017 cents	30-Sep 2017 cents	31-Mar 2017 cents
Net assets value per ordinary share based on the total number of issued shares (excluding treasury shares) at the end of the reporting year	12.95	13.37	7.15	7.25

- 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.

Consolidated Statement of Comprehensive Income Review

The Group's revenue for the period ended 30 September 2017 (1HFY2018) registered \$11.25 million compared to \$14.09 million in the corresponding last financial period, a decline of 20.1%. The decline in sales is mainly due to discontinued brands.

No major fluctuation for the gross profit margin for the period ended 30 September 2017.

Other operating income increased from \$0.12 million to \$0.20 million mainly due to sundry income received by Taiwan subsidiary.

Distribution costs decreased from \$6.17 million to \$5.12 million. The decrease in distribution costs is mainly due to discontinued brands.

The Group's share of results of the associated company has decreased from a profit of \$1.20 million to a loss of \$0.04 million due to the poorer results of the associated company.

Net loss attributable to owners of the Company was \$1.12 million in 1HFY2018 as compared to \$0.56 million in 30 September 2016 ("1HFY2017").

Balance Sheet Review

The Group's inventories increased from \$10.00 million to \$11.54 million as compared to 31 March 2017, this is mainly due to new season stock purchased for existing brands in Taiwan.

The Group's and Company's trade and other receivable decreased from \$8.08 million to \$6.36 million mainly due to better collection from customers during the financial period.

The Group's and Company's other financial assets increased from \$0.83 million to \$1.72 million mainly due to receivable from the disposal of subsidiary, Ossia (HK) Company Limited which took place in January 2017.

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:- (continued)

Balance Sheet Review (continued)

The Group's prepayment increased from \$0.22 million to \$0.27 million mainly due to payment in advance to the suppliers.

The Group's and the Company's property, plant and equipment decreased mainly due to depreciation charged during the financial period.

The Group's trade and other payables increased from \$4.85 million to \$5.61 million mainly due to increase in purchases for the upcoming year end sales.

The Group's bill payables increased by \$0.58 million from \$1.75 million to \$2.33 million mainly due to increase of bill payables for new season stocks purchased in Taiwan.

The Company's borrowings increased by \$0.58 million from \$4.77 million to \$5.35 million mainly due to additional borrowings by Taiwan subsidiary.

Consolidated Cash Flow Statement Review

Net cash from operating activities increased by \$0.61 million mainly due to the increase in trade and other payables.

Net cash used in investing activities increased is mainly due to purchase of property, plant and equipment for new outlets opened in Taiwan during the financial period.

Net cash generated from financing activities mainly due to additional bank facilities obtained for working capital purposes in Taiwan during the financial period.

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

The current results are in line with the Company's commentary in Paragraph 10 of the financial results announcement dated 11 August 2017.

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 retail climate conditions in the region that we operate remain challenging. The Group will continue to focus on its core business, tightening operations by closing non-performing outlets and brands.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on? No

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? No.

11. Dividend (continued)

(c) Date the dividend is payable

Not Applicable

(d) Books closure date

Not Applicable

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

No dividend has been recommended for the current financial period.

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

The Company does not have any general mandate from shareholders for interested person transactions. Append below is the summary of the IPTs transactions for the period ended 30 September 2017 and 30 September 2016.

No IPT transaction for the current financial period

- 14. Negative confirmation pursuant to Rule 705(5). (Not required for announcement on full year results)
- 15. Appendix 7.2, Paragraph 15, Rule 702(1) of the Listing Manual states that:

"Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1)."

The Company confirms that it 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

Lotus Isabella Lim Mei Hua Company Secretary 9 November 2017

Ossia International Limited ("the Company") Confirmation by the Board

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm that to the best of our knowledge, nothing of a material impact has come to the attention of the Board of Directors of the Company which may render the second quarter results of the Company for the six months ended 30 Sep 2017 to be false or misleading in any material respect.

On Behalf of the Board of Directors

Goh Ching Huat

Director

Wong King Kheng

Director

9 November 2017

BY ORDER OF THE BOARD

Lotus Isabella Lim Mei Hua Company Secretary 9 November 2017