SING HOLDINGS LIMITED

Co. Reg. No.: 196400165G

2ND QUARTER 2015 FINANCIAL STATEMENTS ANNOUNCEMENT

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

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

Group Income Statement	2nd quarter ended 30.06.2015	2nd quarter ended 30.06.2014	Increase/ (decrease)	Half year ended 30.06.2015	Half year ended 30.06.2014	Increase/ (decrease)
	S$'000	S$'000	%	S$'000	S$'000	%
Revenue	25,321	4,347	482.5%	32,096	10,752	198.5%
Cost of sales	(22,146)	(3,436)	544.5%	(28,160)	(8,599)	227.5%
Gross profit	3,175	911	248.5%	3,936	2,153	82.8%
Other income	3,211	1,346	138.6%	3,875	2,264	71.2%
Administrative expenses	(1,604)	(496)	223.4%	(2,244)	(1,049)	113.9%
Sales and marketing expenses	(1,833)	(1,125)	62.9%	(3,915)	(2,909)	34.6%
Other operating expenses	(114)	(188)	(39.4%)	(238)	(291)	(18.2%)
Finance costs	(5)	(1)	400.0%	(5)	(13)	(61.5%)
Profit before tax	2,830	447	533.1%	1,409	155	809.0%
Income tax expense	(193)	(188)	2.7%	(1)	(355)	(99.7%)
Profit/(loss) for the period	2,637	259	918.1%	1,408	(200)	(804.0%)
Attributable to:						
Shareholders of the Company	2,244	325	590.5%	1,295	17	7,517.6%
Non-controlling interests	393	(66)	(695.5%)	113	(217)	(152.1%)
	2,637	259	918.1%	1,408	(200)	(804.0%)

Statement of Comprehensive Income	2nd quarter ended 30.06.2015	2nd quarter ended 30.06.2014	Half year ended 30.06.2015	Half year ended 30.06.2014
	S$'000	S$'000	S$'000	S$'000
Profit/(loss) for the period	2,637	259	1,408	(200)
Other comprehensive income/(loss):				
Net fair value change on investment in quoted equity shares classified as available-for-sale	(12)	(13)	26	(13)
Total comprehensive income/(loss) for the period	2,625	246	1,434	(213)
Total comprehensive income/(loss) attributable to:				
Shareholders of the Company	2,232	312	1,321	4
Non-controlling interests	393	(66)	113	(217)
	2,625	246	1,434	(213)

Profit before tax is stated after crediting/(charging) :

	2nd quarter ended 30.06.2015	2nd quarter ended 30.06.2014	Increase/ (decrease)	Half year ended 30.06.2015	Half year ended 30.06.2014	Increase/ (decrease)
	S$'000	S$'000	%	S$'000	S$'000	%
Interest income	250	75	233.3%	491	146	236.3%
Dividend income from investment in quoted equity shares classified as available-for-sale	151	126	19.8%	151	126	19.8%
Dividend income from investment in quoted equity shares classified as held for trading	-	4	(100.0%)	-	9	(100.0%)
Rental income and property management fee from trading properties	372	369	0.8%	745	776	(4.0%)
Fair value changes to quoted equity shares classified as held for trading	11	12	(8.3%)	38	18	111.1%
Gain on disposal of property, plant and equipment	-	-	-	-	94	(100.0%)
Cost of sales written-back	2,415	713	238.7%	2,415	1,034	133.6%
Gain on winding-up of subsidiary	13	-	N/M	13	-	N/M
Depreciation of property, plant and equipment	(42)	(43)	(2.3%)	(85)	(70)	21.4%
Allowance for impairment of trade receivables	-	(25)	(100.0%)	-	(25)	(100.0%)

N/M denotes “Not meaningful”

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

	Group		Company	
	As at 30.06.2015	As at 31.12.2014	As at 30.06.2015	As at 31.12.2014
	S$'000	S$'000	S$'000	S$'000
Non-current assets				
Property, plant and equipment	395	480	395	480
Investment in subsidiaries	-	-	44,449	46,554
Investment in quoted equity shares	3,354	3,328	3,354	3,328
Loans to subsidiaries	-	-	95,857	100,129
Deferred tax assets	1,614	1,253	-	-
	5,363	5,061	144,055	150,491
Current assets				
Development properties	469,856	429,673	-	-
Trading properties	26,858	26,858	26,858	26,858
Investment in quoted equity shares	525	488	525	488
Trade receivables	11,293	5,319	16	12
Deposits and other receivables	20,201	244	20,085	1,175
Prepayments	97	177	12	17
Amounts due from subsidiaries	-	-	30,539	37,228
Cash and cash equivalents	64,326	85,848	19,190	29,501
	593,156	548,607	97,225	95,279
Current liabilities				
Trade and other payables	34,908	27,159	483	904
Deferred revenue	131,791	86,574	-	-
Amounts due to subsidiaries	-	-	21,966	21,968
Interest-bearing bank loans	190,208	-	-	-
Provision for taxation	625	634	104	206
	357,532	114,367	22,553	23,078
Net current assets	235,624	434,240	74,672	72,201
Non-current liabilities				
Loan from a subsidiary	-	-	2,026	2,028
Trade and other payables	4,579	7,218	96	186
Interest-bearing bank loans	-	190,208	-	-
Loans from non-controlling shareholders of subsidiaries	15,464	17,442	-	-
	20,043	214,868	2,122	2,214
Net assets	220,944	224,433	216,605	220,478
Equity attributable to shareholders of the Company				
Share capital	104,951	104,951	104,951	104,951
Reserves	111,890	114,579	111,654	115,527
	216,841	219,530	216,605	220,478
Non-controlling interests	4,103	4,903	-	-
Total equity	220,944	224,433	216,605	220,478

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

Amount repayable in one year or less, or on demand

As at 30.06.2015		As at 31.12.2014	
S$'000	S$'000	S$'000	S$'000
Secured	Unsecured	Secured	Unsecured
190,208[(i)]	-	-	-

Amount repayable after one year

As at 30.06.2015		As at 31.12.2014	
S$'000	S$'000	S$'000	S$'000
Secured	Unsecured	Secured	Unsecured
-	15,464[(ii)]	190,208[(i)]	17,442[(ii)]

(i) Interest-bearing Bank Loans

Interest-bearing bank loans were drawn mainly for the acquisition and development of properties. Interests incurred for property development activities which have commenced were capitalised as part of development costs.

Interest-bearing bank loans are secured by the following: -

1) assignment of sales and rental proceeds, construction guarantees, insurances, rights, title and interests under construction contracts and performance bonds
2) first legal mortgage over the Company's trading properties and certain subsidiaries' properties under development
3) completion undertakings given by the Company and certain subsidiaries' non-controlling shareholders

(ii) Loans from Non-controlling Shareholders of Subsidiaries

This relates to loans from a non-controlling shareholder of a subsidiary, which are subordinated to the interest-bearing bank loans. They are unsecured, interest-free, carried at amortised costs and have no fixed terms of repayment under the agreements. Management expects these to be repaid at the end of the respective projects.

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

	2nd quarter ended 30.06.2015	2nd quarter ended 30.06.2014	Half year ended 30.06.2015	Half year ended 30.06.2014
	S$'000	S$'000	S$'000	S$'000
Cash flows from operating activities				
Profit before tax	2,830	447	1,409	155
Adjustments for:				
Depreciation of property, plant and equipment	42	43	85	70
Fair value changes to quoted equity shares classified as held for trading	(11)	(12)	(38)	(18)
Interest expense	5	1	5	13
Interest income	(250)	(75)	(491)	(146)
Dividend income from investment in quoted equity shares classified as available-for-sale	(151)	(126)	(151)	(126)
Dividend income from investment in quoted equity shares classified as held for trading	-	(4)	-	(9)
Profit on sale of trading properties	-	(355)	-	(355)
Profit on sale of development properties	(3,175)	(557)	(3,936)	(1,799)
Gain on disposal of property, plant and equipment	-	-	-	(94)
Gain on winding-up of subsidiary	(13)	-	(13)	-
Cost of sales written-back	(2,415)	(713)	(2,415)	(1,034)
Allowance for impairment of trade receivables	-	25	-	25
Operating cash flows before changes in working capital	(3,138)	(1,326)	(5,545)	(3,318)
Changes in working capital:				
Trade receivables	(2)	12	(4)	(11)
Deposits and other receivables	(19,986)	15	(19,986)	80
Prepayments	22	32	80	29
Trade and other payables	(143)	(3,638)	(462)	(2,662)
Progress payments received on properties developed for sale	25,492	64,749	59,217	100,400
Development expenditure on properties developed for sale	(23,860)	(13,706)	(46,413)	(25,216)
Proceeds from sale of trading properties	-	867	-	867
Net cash (used in) / generated from operations	(21,615)	47,005	(13,113)	70,169
Interest received	251	70	515	125
Interest paid	(858)	(819)	(1,695)	(1,668)
Income tax paid	(245)	(13,095)	(370)	(13,097)
Net cash flows (used in) / generated from operating activities	(22,467)	33,161	(14,663)	55,529
Cash flows from investing activities				
Purchase of property, plant and equipment	-	(2)	-	(475)
Dividends received	151	126	151	127
Proceeds from disposal of property, plant and equipment	-	-	-	94
Proceeds from winding-up of subsidiary	13	-	13	-
Net cash flows generated from / (used in) investing activities	164	124	164	(254)
Cash flows from financing activities				
Repayment of bank loans	-	(16,769)	-	(26,521)
Repayment of loans from non-controlling shareholders of subsidiaries	(2,100)	(1,819)	(2,100)	(1,819)
Dividends paid on ordinary shares	(4,010)	(6,015)	(4,010)	(6,015)
Dividends paid to non-controlling shareholder of a subsidiary	-	(8,400)	-	(8,400)
Distribution to non-controlling shareholder upon winding-up of subsidiary	(913)	-	(913)	-
Net cash flows used in financing activities	(7,023)	(33,003)	(7,023)	(42,755)
Net (decrease) / increase in cash & cash equivalents	(29,326)	282	(21,522)	12,520
Cash and cash equivalents at beginning of the period	93,652	38,791	85,848	26,553
Cash and cash equivalents at end of the period	64,326	39,073	64,326	39,073

1(d) (i) A statement (for the company 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.

	Attributable to Shareholders of the Company					
Group	**Share capital** S$'000	**Fair value adjustment reserve** S$'000	**Revenue reserve** S$'000	**Total** S$'000	**Non-controlling interests** S$'000	**Total equity** S$'000
At 1 January 2015	104,951	672	113,907	219,530	4,903	224,433
Profit for the period	-	-	1,295	1,295	113	1,408
Other comprehensive income for the period	-	26	-	26	-	26
Total comprehensive income for the period	-	26	1,295	1,321	113	1,434
Distribution to non-controlling shareholder of a subsidiary upon winding-up	-	-	-	-	(913)	(913)
Dividends on ordinary shares	-	-	(4,010)	(4,010)	-	(4,010)
At 30 June 2015	104,951	698	111,192	216,841	4,103	220,944
At 1 January 2014	104,951	748	119,879	225,578	27,687	253,265
Profit/(loss) for the period	-	-	17	17	(217)	(200)
Other comprehensive loss for the period	-	(13)	-	(13)	-	(13)
Total comprehensive income/(loss) for the period	-	(13)	17	4	(217)	(213)
Dividends paid to non-controlling shareholder of a subsidiary	-	-	-	-	(8,400)	(8,400)
Dividends on ordinary shares	-	-	(6,015)	(6,015)	-	(6,015)
At 30 June 2014	104,951	735	113,881	219,567	19,070	238,637

(Cont'd)

Company	Share capital S$'000	Fair value adjustment reserve S$'000	Revenue reserve S$'000	Total S$'000
At 1 January 2015	104,951	672	114,855	220,478
Profit for the period	-	-	111	111
Other comprehensive income for the period	-	26	-	26
Total comprehensive income for the period	-	26	111	137
Dividends on ordinary shares	-	-	(4,010)	(4,010)
At 30 June 2015	104,951	698	110,956	216,605
At 1 January 2014	104,951	748	66,527	172,226
Profit for the period	-	-	20,642	20,642
Other comprehensive loss for the period	-	(13)	-	(13)
Total comprehensive income/(loss) for the period	-	(13)	20,642	20,629
Dividends on ordinary shares	-	-	(6,015)	(6,015)
At 30 June 2014	104,951	735	81,154	186,840

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 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 current financial period, there was no change in the Company's share capital.

The Company did not have any outstanding convertibles 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 period.

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

As at 30 June 2015, the Company had in issue 400,994,652 (31 December 2014: 400,994,652) ordinary shares.

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.

The Company did not hold any treasury shares as at the end of the current financial period reported on.

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

The financial results of the Group for the period ended 30 June 2015 have not been audited or reviewed by the auditors.

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

Not applicable.

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

The Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting period compared with the audited financial statements for the period ended 31 December 2014 as well as applicable Financial Reporting Standards (FRS) which became effective for financial years beginning on or after 1 January 2015.

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

Nil

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.

	2nd quarter ended 30.06.2015	2nd quarter ended 30.06.2014	Half year ended 30.06.2015	Half year ended 30.06.2014
(i) Based on weighted average number of ordinary shares in issue	0.56 cts	0.08 cts	0.32 cts	-
- Weighted average number of shares ('000)	400,995	400,995	400,995	400,995
(ii) Based on fully diluted basis	0.56 cts	0.08 cts	0.32 cts	-
- Weighted average number of shares ('000)	400,995	400,995	400,995	400,995

Note
Earnings per share is calculated based on the profit after tax attributable to shareholders of the Company divided by the weighted average number of shares.

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

	As at 30.06.2015	As at 31.12.2014
Group	54.08 cts	54.75 cts
Company	54.02 cts	54.98 cts

Note
Net asset value per ordinary share has been computed based on the shareholders' equity excluding non-controlling interests divided by 400,994,652 (31 December 2014: 400,994,652) shares.

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

Revenue for the quarter arose from the progressive recognition of proceeds from the sale of units in Robin Residences. Based on construction progress, an additional 18% of the contracted sale of Robin Residences was recognised as revenue in 2Q2015, bringing the cumulative percentage recognised till 2Q2015 to 58%.

Other income increased due mainly to cost of sales written back, arising from cost savings from a completed development project, and higher interest income from fixed deposits. Administrative expenses rose as a result of a one-off gratuity payment to the Founding Chairman, as approved during the Company's annual general meeting. Sales and marketing expenses comprised mainly sales commission, amortisation of showflat costs and other marketing-related expenses for development properties. The increase was due mainly to higher sales and marketing expenses incurred for Robin Residences after its commencement of sales from July 2014. Other operating expenses comprised mainly depreciation, and contribution to maintenance fees and property tax incurred for the trading properties.

The Group made tax provision for the cost of sales written back in 2Q2015. This was partially offset by additional deferred tax asset recognised. In accordance with the Group's accounting policy, sales commission and marketing-related costs of Waterwoods continued to be charged as expenses without the corresponding revenue being recognised, thereby resulting in tax losses and the recognition of deferred tax asset. As an Executive Condominium ("EC") project, profit from sale of Waterwoods will be recorded upon completion of the project.

For 1H2015, the Group recorded a profit attributable to shareholders of S$1.3 million due mainly to revenue recognition from development properties during the half year.

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

Equity attributable to shareholders of the Company decreased by S$2.7 million as a result of dividends paid during the half year ended 30 June 2015, partially offset by profit reported for the same period.

Development properties increased with additional development costs incurred for Waterwoods and Robin Residences as construction progressed. Trade receivables were mainly progress billings recorded as at 30 June 2015 which were due in the following month. A tender deposit placed for a Government land parcel was not returned as at 30 June 2015, thereby resulting in the increase in deposits. Higher deferred revenue was attributable to additional progress billings received from the purchasers of Waterwoods. Interest-bearing bank loans were reclassified from non-current liabilities to current liabilities, as the loans were expected to mature within the next 12 months.

In 2Q2015, the Group collected S$25.5 million of progress billings for the sale of its development properties. During the quarter, it made further payments of development expenses including bank interests and sales and marketing expenses. It also made partial repayment of loans from a non-controlling shareholder. Dividends were paid to shareholders of the Company during the quarter and a tender deposit was placed for a Government land parcel. As a result, the Group's cash and cash equivalents decreased to S$64.3 million as at 2Q2015.

The Group's net debt to equity ratio is computed after adjusting for the Group's share of interest-bearing bank loans and cash and cash equivalents in accordance with its shareholding percentages in the respective subsidiary companies as follows:

		As at 30.06.2015	As at 31.12.2014
		S$'000	S$'000
Group's share of interest-bearing bank loans in accordance with shareholding percentages in the respective subsidiaries		161,120	161,120
Less: Group's share of cash and cash equivalents in accordance with shareholding percentages in the respective subsidiaries		(53,951)	(72,816)
Net debt	[A]	107,169	88,304
Equity attributable to Shareholders of the Company	[B]	216,841	219,530
Net debt to equity ratio	[A] / [B]	0.5 times	0.4 times

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

No forecast or prospect statement has been issued previously.

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 Ministry of Trade and Industry announced that, based on advance estimates, the Singapore economy grew by 1.7% on a year-on-year basis in 2Q2015 (1Q2015: 2.8% growth) but contracted by 4.6% on a quarter-on-quarter basis (1Q2015: 4.2% expansion).

Based on the Urban Redevelopment Authority's ("URA") real estate statistics, overall prices of private residential properties continued to slide by 0.9% in 2Q2015 (1Q2015: decrease of 1.0%). The price index for non-landed private residential properties in the Core Central Region ("CCR"), where the Group's Robin Residences is located, reported a further decline of 0.6% in 2Q2015 (1Q2015: decrease of 0.4%). The same price index for Outside Central Region ("OCR"), where the Group's Waterwoods is situated, dropped by 1.1% in 2Q2015 (1Q2015: decrease of 1.1%).

The Group has two development projects. The EC development, Waterwoods, is a 70:30 joint venture between the Company and Greatearth Pte Ltd (formerly known as UE E&C Ltd). As at the date of this announcement, approximately 94% of the units have been issued an option to purchase, amounting to contracted sales value of about S$349.5 million. As an EC development, revenue will be recognised only upon issuance of the Notice of Vacant Possession after TOP is obtained.

The Group's other development project, Robin Residences is a 100%-owned private condominium development. As at the date of this announcement, approximately 37% of the units have been issued an option to purchase, amounting to contracted sales value of about S$105.7 million. Revenue is recognised progressively based on the stage of construction. As at 2Q2015, the project was 58% completed.

With regard to BizTech Centre, the Group currently owns 48 strata units with a saleable area of 50,227 square feet in the industrial building. Of this, approximately 90% is tenanted.

With the current cooling measures in place and the tepid economic growth, the Group expects the buying sentiment in the Singapore property market to remain lethargic. The Group continues to monitor the market closely so as to identify new property development and investment opportunities.

11. Dividend

(a) Current Financial Period Reported On
Any dividend recommended 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 year?

No.

(c) Date 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 declared / recommended.

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

The Group does not have a general mandate from shareholders for Interested Person Transactions.

BY ORDER OF THE BOARD
SING HOLDINGS LIMITED

Lee Sze Hao
Chief Executive Officer
28 July 2015

CONFIRMATION BY THE BOARD

We, LEE SZE LEONG and LEE SZE HAO, being two Directors of Sing Holdings Limited (the "Company"), do hereby confirm on behalf of the Directors of the Company that, to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the 2Q2015 financial results to be false or misleading in any material aspect.

On behalf of the Board of Directors

LEE SZE LEONG
Non-executive Chairman

LEE SZE HAO
Chief Executive Officer

Singapore, 28 July 2015