OLD CHANG KEE LTD.

(Company Registration No.: 200416190W) (Incorporated in the Republic of Singapore on 16 December 2004)

FINANCIAL STATEMENTS AND RELATED ANNOUNCEMENT FOR THE FIRST QUARTER ENDED 30 JUNE 2017

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

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

Consolidated statement of comprehensive income	The Gr	oup	
	First Quarte	er Ended	Increase /
	30-06-2017	30-06-2016	(Decrease)
	S\$'000	S\$'000	%
Revenue	20,568	18,587	10.7
Cost of sales	(8,037)	(6,980)	15.1
Gross profit	12,531	11,607	8.0
Other items of income			
Interest income on short term deposits	14	38	(63.2)
Other income	154	151	2.0
Other items of expenses			
Selling and distribution expenses	(8,651)	(7,598)	13.9
Administrative expenses	(2,851)	(2,639)	8.0
Finance costs	(65)	(48)	35.4
Other expenses	(187)	(357)	(47.6)
Profit before tax and share of results of joint venture	945	1,154	(18.1)
Share of results of joint venture	(31)	-	NM
Profit before tax	914	1,154	(20.8)
Income tax expense	(243)	(250)	(2.8)
Profit for the period	671	904	(25.8)
Other comprehensive income			
Items that may be reclassified subsequently to profit or lo	ss		
Exchange differences on translating foreign operations	(4)	19	(121.1)
Other comprehensive income for the period, net of tax	(4)	19	(121.1)
Total comprehensive income for the period, attributable to owners of the Company	667	923	(27.7)

1(a)(ii) Notes to consolidated statement of comprehensive income

1. Profit before tax is arrived at after charging/(crediting) the following:

	The Group								
	First Quarter Ended								
	30-06-2017 30-06-2016		30-06-2017 30-06-20		30-06-2017 30-06-2016	30-06-2017 30-06-2016		30-06-2017 30-06-2016	
	S\$'000	S\$'000	%						
Amortisation of intangible assets	15	15	-						
Depreciation of property, plant and equipment	1,103	1,100	0.3						
Interest income from short-term deposits	(14)	(38)	(63.2)						
Interest expense	65	48	35.4						
(Gain)/loss in foreign exchange, net	(46)	119	NM						
Loss/(gain) on disposal of property, plant and equipment	6	(1)	NM						

2. The major components of taxation comprise:

	7	The Group					
	First	First Quarter Ended					
	30-06-2017	30-06-2017 30-06-2016		6-2017 30-06-2016		30-06-2017 30-06-2016	
	S\$'000	S\$'000	%				
Current income tax							
-Current income taxation	178	351	(49.3)				
-Tax refund in respect of prior years	(5)	(5)	-				
Deferred income tax							
-Movement in temporary differences	70	(96)	NM				
Taxation recognised in the consolidated statement							
of comprehensive income	243	250	(2.8)				

NM: Not meaningful

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.

	The Group		The Company		
	As	at	As	at	
	30-06-2017	31-03-2017	30-06-2017	31-03-2017	
	S\$'000	S\$'000	S\$'000	S\$'000	
Non-Current Assets					
Property, plant and equipment	29,216	27,571	-	-	
Intangible assets	337	352	-	-	
Investment in subsidiary companies	-	-	5,640	5,640	
Investment in unquoted shares	273	273	273	273	
Investment in joint venture	506	-	537	-	
Long term deposits	2,204	2,024	-	-	
	32,536	30,220	6,450	5,913	
Current Assets					
Inventories	766	705	-	-	
Trade and other receivables	493	253	-	-	
Deposits	1,093	1,040	-	-	
Prepayments	3,629	2,939	7	24	
Amount due from associated companies	24	_	20	_	
Amount due from subsidiary companies	-	_	7,969	7,720	
Cash and bank balances	15,167	15,555	5,225	5,557	
	21,172	20,492	13,221	13,301	
Current Liabilities					
Trade and other payables	8,928	8,252	2,214	1,834	
Other liabilities	175	170	_,	-	
Provisions	2,325	2,285	45	32	
Bank loans	5,805	4,230	-	-	
Finance lease liabilities	127	117	_	_	
Provision for taxation	1,307	1,129	21	16	
	18,667	16,183	2,280	1,882	
Net Current Assets	2,505	4,309	10,941	11,419	
Non-Current Liabilities					
Bank loans	5,796	6,032	_	_	
Finance lease liabilities	171	160	_	_	
Deferred tax liabilities	1,033	963	_	_	
	7,000	7,155			
Net Assets	28,041	27,374	17,391	17,332	
Equity attails stable to assume a of the					
Equity attributable to owners of the Company					
Share capital	13,964	13,964	13,964	13,964	
Retained earnings	12,810	12,139	3,427	3,368	
Other reserves	1,267	1,271	-	-	
Total Equity	28,041	27,374	17,391	17,332	
				,	

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

Amount repayable in one year or less, or on demand

As at 30-06-2017		As at 31-03-2017	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
5,932	-	4,347	-

Amount repayable after one year

As at 30-06-2017		As at 31-03-2017	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
5,967	_	6,192	-

Details of any collateral

The Group's borrowings are secured as follows:

- 1. Bank loans are secured by:
 - (i) a first legal mortgage on freehold and leasehold properties owned by the Group's wholly owned subsidiary companies as at 30 June 2017; and
 - (ii) corporate guarantee by the Company as at 30 June 2017.
- 2. Finance lease obligations are secured by the lessors' title to the respective leased assets.

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.

	The Group	
	First Quart	ter Ended
	30-06-2017	30-06-2016
Ocal file of the control of the cont	S\$'000	S\$'000
Cash flows from operating activities Profit before tax	044	4.454
	914	1,154
Adjustments for:	45	4.5
Amortisation of intangible assets	15	15
Depreciation of property, plant and equipment	1,103	1,100
Loss/(gain) on disposal of property, plant and equipment	6	(1)
Property, plant and equipment written off	1	-
Share of results of joint ventures	31	-
Interest expense	65	48
Interestincome	(14)	(38)
Currency realignment	(42)	110
Operating profit before changes in working capital	2,079	2,388
Increase in inventories	(61)	(90)
Increase in trade and other receivables	(240)	(58)
Increase in amount due from associate	(24)	(80)
(Increase)/decrease in deposits	(233)	3
Increase in prepayments	(690)	(163)
Increase in trade and other payables	676	709
Increase in other liabilities	5	3
increase in provisions	11	16
Cash flows from operations	1,523	2,728
Tax refund	5	5
Net cash flows from operating activities	1,528	2,733
Cash flows from investing activities		
Purchase of property, plant and equipment	(2,650)	(1,338)
Proceeds from disposal of property, plant and equipment	12	-
Capital injection into joint venture	(537)	-
Interest received	14	38
Net cash flows used in investing activities	(3,161)	(1,300)
Cash flows from financing activities		
Proceeds from bank loan	1,575	_
Repayment of finance lease liabilities	(29)	(28)
Interest paid	(65)	(48)
Repayment of bank loans	(236)	(236)
Net cash flows from/(used in) financing activities		
net cash hows nonintased in mianoling activities	1,245	(312)
Net (decrease)/increase in cash and cash equivalents	(388)	1,121
Cash and cash equivalents at the beginning of the financial period	15,555	19,407
Cash and cash equivalents at the end of the financial period	15,167	20,528

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.

_	Equity attributable to owners of the Company					
	Share capital	Retained earnings	Other reserves	Foreign currency translation reserve	Asset revaluation reserve	Total equity
The Group	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
At 01-04-2017	13,964	12,139	1,271	38	1,233	27,374
Profit for the period	-	671	-	-	-	671
Other comprehensive income						
Exchange differences on translating foreign operations	-	-	(4)	(4)	-	(4)
Total comprehensive income for the period	-	671	(4)	(4)	-	667
At 30-06-2017	13,964	12,810	1,267	34	1,233	28,041
At 01-04-2016	13,964	17,677	2,974	23	2,951	34,615
Profit for the period	-	904	-	-	-	904
Other comprehensive income						
Exchange differences on translating foreign operations	-	-	19	19	-	19
Total comprehensive income for the period	-	904	19	19	-	923
At 30-06-2016	13,964	18,581	2,993	42	2,951	35,538

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.

The Company	Share capital S\$'000	Retained earnings S\$'000	Total equity S\$'000
At 01-04-2017	13,964	3,368	17,332
Profit for the period	-	59	59
Other comprehensive income for the period	-	-	-
Total comprehensive income for the period	-	59	59
At 30-06-2017	13,964	3,427	17,391
	=======================================	0,427	17,331
At 01-04-2016	13,964	6,529	20,493
At 01-04-2016 Loss for the period			
		6,529	20,493
Loss for the period		6,529	20,493

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.

Ordinary shares

	Number of shares	S\$'000
Issued and fully paid ordinary shares as at 30 June 2017 and 31 March 2017	121,374,700	13,964

There were no treasury shares, subsidiary holdings, outstanding options and/or other convertibles as at 30 June 2017 and 30 June 2016.

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 30-06-2017	As at 31-03-2017
Total number of issued shares	121,374,700	121,374,700

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.

Not applicable. There were no treasury shares during and as at the end of the current financial period reported on

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.

Not applicable. There were no subsidiary holdings during and as at the end of the current financial period reported on.

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

The figures in this announcement have not been audited or reviewed by the Group's auditor.

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.

Save as disclosed in paragraph 5 below, the Group has consistently applied the same accounting policies and methods of computation in the financial statements for the current reporting period as those used in the most recently audited financial statements for the financial year ended 31 March 2017.

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.

The Group adopted the new and revised Financial Reporting Standards ("FRS") and Interpretations to FRS ("INT FRS") that are relevant to its operations, which took effect from financial periods beginning on or after 1 April 2017. Changes to the Group's accounting policies have been made as required in accordance with the transitional provisions in the respective FRS and INT FRS.

The adoption of the new and revised FRS and INT FRS did not result in any substantial changes to the Group's and the Company's accounting policies and has no material impact on the financial statements for the current financial period reported on.

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.

Basic earnings per ordinary share ("EPS") is computed by dividing the earnings attributable to owners of the Company in each financial period by the weighted average number of ordinary shares in issue during the respective financial periods.

EPS after deducting any provision for preference dividends : -	The Group First Quarter Ended	
	1Q2018	1Q2017
(a) Based on weighted average number of ordinary shares in issue (Singapore cents); and	0.55	0.74
(b) On a fully diluted basis (Singapore cents)	0.55	0.74

Number of shares used in the respective computations of EPS :-	The Group First Quarter Ended		
	1Q2018	1Q2017	
(a) Based on weighted average number of ordinary shares in issue ; and	121,374,700	121,374,700	
(b) On a fully diluted basis	121,374,700	121,374,700	
(b) On a fully diluted basis	121,374,700	121,374,7	

The basic and diluted EPS for the financial periods ended 30 June 2017 and 30 June 2016 are the same as there are no potentially dilutive shares in issue as at 30 June 2017 and 30 June 2016.

- 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. 7

	The Group		Company	
	30-06-2017	31-03-2017	30-06-2017	31-03-2017
Net asset value per ordinary share based on total number of issued shares as at the end of the financial period reported on	S\$0.23	S\$0.23	S\$0.14	S\$0.14
Total number of issued shares as at the end of the financial period reported on	121,374,700	121,374,700	121,374,700	121,374,700

- 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.

Revenue

The Group's revenue increased from approximately S\$18.6 million for the financial period from 1 April 2016 to 30 June 2016 ("1Q2017") to approximately S\$20.6 million for the period from 1 April 2017 to 30 June 2017 ("1Q2018"), an increase of approximately S\$2.0 million or 10.7%.

Revenue from retail outlets increased by approximately \$\$2.0 million or 10.7% mainly due to revenue contribution from new outlets and an increase in revenue from existing outlets, partially offset by absence of revenue from closed outlets.

As at 30 June 2017, the Group operated a total of 89 outlets in Singapore as compared to 85 outlets as at 30 June 2016.

The Group's signature puff products remained the major contributor to its revenue and accounted for approximately 33.6% of the Group's revenue in 1Q2018, as compared to approximately 33.2% in 1Q2017.

Cost of sales and gross profit

Cost of sales increased by approximately S\$1.1 million or 15.1% mainly due to the higher revenue generated by the Group and higher food cost for 1Q2018.

The Group's gross profit increased by approximately \$\$924,000 or 8.0%. The Group's gross profit margin decreased from approximately 62.4% in 1Q2017 to 60.9% in 1Q2018, mainly due to higher food cost in 1Q2018.

Operating Expenses

Selling and distribution expenses

Selling and distribution ("**S & D**") expenses increased by approximately S\$1.1 million or 13.9%. S & D expenses in 1Q2018 amounted to approximately 42.1% of revenue as compared to approximately 40.9% of revenue in 1Q2017.

The increase in S & D expenses as a percentage of revenue was largely attributable to an increase in staff cost of approximately \$\$405,000; higher outlet rental expenses of approximately \$396,000 and higher advertising, outlet utilities and packaging expenses of approximately \$\$166,000.

Administrative expenses

Administrative expenses increased by approximately S\$212,000 or 8.0%. The increase in administrative expenses was mainly due to:

- (a) an increase in head office staff costs of approximately S\$107,000 arising from wage adjustment; and
- (b) an increase in general repair and maintenance expenses, and travelling expenses of approximately \$\$116,000.

Other expenses

The decrease in other expenses of approximately S\$170,000 in 1Q2018 was mainly due to foreign exchange gain of approximately S\$46,000 compared to foreign exchange losses of approximately S\$119,000 in 1Q2017, pursuant to foreign exchange revaluation gain for RM-denominated loans to our Malaysian operations.

As a result of the above, total operating expenses increased by approximately S\$1.1 million or 10.4%. Total operating expenses amounted to approximately 56.8% of revenue in 1Q2018 and 57.0% in 1Q2017 respectively.

Finance costs

Finance costs increased by approximately S\$17,000 mainly due to loan taken to finance the construction and renovation of factory facilities.

Share of results of joint venture

The increase was due to start-up losses of approximately S\$31,000 for a new joint venture in the United Kingdom.

Profit before tax

The Group's profit before tax decreased from approximately \$\$1.2 million in 1Q2017 to approximately \$\$914,000 in 1Q2018, a decrease of approximately \$\$240,000 or 20.8%.

Balance Sheet

Non-current assets

The Group's non-current assets increased by approximately \$\$2.3 million or 7.7% mainly due to the following:

- (a) purchase of fixed assets mainly for additions of plant and equipment and renovation costs for the Group's new factory facility in Singapore; partially offset by depreciation expenses and assets written off for 1Q2018;
- (b) an investment in a United Kingdom joint venture of approximately S\$537,000, partially offset by start-up losses of approximately S\$31,000 for the joint venture;
- (c) an increase in long term deposits mainly due to additional lease deposits paid to secure new outlets, and reclassification of short term lease deposits to long term upon lease renewals, in accordance with the respective lease tenures.

Current assets

The Group's current assets increased by approximately S\$680,000 or 3.3% mainly due to:

- (a) an increase in trade and other receivables mainly due to non-retail credit sales during 1Q2018;
- (b) an increase in deposits mainly due to tender deposits for new outlets offset by reclassification of lease deposits from short term to long term in accordance with the lease tenures; and
- (c) an increase in prepayment due to advance payments for equipment purchase and renewal of insurance policies.

The increase in current assets was partially offset by a decrease of \$\$388,000 in cash and bank balances. The decrease in cash and bank balances was mainly due to purchase of property, plant and equipment, repayment of bank loans and finance leases, and investment in a United Kingdom joint venture of approximately \$\$537,000 during 1Q2018, partially offset by cash generated from operations and proceeds from bank loans.

Current liabilities

The Group's current liabilities increased by approximately S\$2.5 million or 15.3% mainly due to the following:

- (a) an increase in trade and other payables mainly due to increase in period-end billings by trade suppliers and contractors;
- (b) an increase in provision due to provision for reinstatement cost for new outlets;
- (c) an increase in bank loans of approximately S\$1.6 million mainly due to proceeds from bank loan for the construction and renovation of the Singapore factory; and
- (d) an increase in provision for taxation mainly due to tax expenses provided for the current period.

Non-current liabilities

The Group's non-current liabilities decreased by approximately S\$155,000 or 2.2% mainly due to repayment of bank loans and finance lease offset by an increase in deferred tax liabilities during 1Q2018.

Net working capital

As at 30 June 2017, the Group had a positive net working capital of approximately S\$2.5 million as compared to approximately S\$4.3 million as at 31 March 2017.

Cash flow

For 1Q2018, the Group generated an operating profit before working capital changes of approximately S\$2.1 million. Net cash generated from operating activities, inclusive of working capital changes, amounted to approximately S\$1.5 million in 1Q2018.

In 1Q2018, net cash used in investing activities amounted to approximately \$\$3.2 million. This was mainly attributable to additions of plant and equipment and renovation costs for the Group's new factory facility in Singapore and investment in a joint venture in the United Kingdom.

Net cash from financing activities amounted to approximately S\$1.2 million in 1Q2018. This was mainly due to proceeds from bank loan of approximately S\$1.6 million for the construction and renovation of the Singapore factory, offset by repayments of bank loan and finance lease liabilities, including interest paid during the period.

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

Not applicable. No forecast or prospect statement had been previously disclosed to shareholders.

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 Group expects operating lease expenses (rental) and labour and raw material costs to remain high in the next reporting period and the next 12 months, and believes that the labour market will continue to remain tight. The Group will be integrating its factory in Iskandar Malaysia and its expanded factory facilities in Singapore at 2 and 4 Woodlands Terrace in the coming months. These will provide the Group with a platform to expand its product range and increase its production efficiency, and grow its business both locally and regionally.

11 Dividend.

(a) Current financial period reported on.

Whether an interim (final) ordinary dividend has been declared (recommended) for the current financial period reported on?

Nil

(b) Corresponding period of the immediately preceding financial year.

None

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

No dividend has been declared/recommended for the current financial period reported on.

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 its shareholders for recurrent interested person transactions.

14 Negative confirmation by the Board pursuant to Rule 705(5) of the Listing Manual

We, Han Keen Juan and Lim Tao-E William, being two of the Directors of Old Chang Kee Ltd., do hereby confirm on behalf of the Board of Directors of the Company (the "**Board**") that, to the best of our knowledge, nothing has come to the attention of the Board which may render the unaudited financial statements for the first quarter ended 30 June 2017 to be false or misleading in any material aspects.

15 Confirmation pursuant to Rule 720(1) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("Catalist Rules").

The Company confirms that it has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Rules.

On behalf of the Board:

Han Keen Juan Lim Tao-E William Director Director

BY ORDER OF THE BOARD

Adrian Chan Pengee Company Secretary

14 August 2017

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

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

The contact person for the Sponsor is Ms Jennifer Tan, Senior Manager, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).