

Unaudited First Quarter Financial Statement and Related Announcement for the Quarter Ended 31 December 2015

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

1(a) Consolidated Statement of Comprehensive Income for the first quarter ended 31 December 2015

	1 st Qtr 2016 \$'000	1 st Qtr 2015 \$'000	+/(-) %
Revenue	89,181	101,980	(13)
Cost of sales	(83,705)	(92,205)	(9)
Gross profit	5,476	9,775	(44)
Other income [note (a)]	388	2,046	(81)
Expenses - Distribution expenses - Administrative expenses - Finance costs - Other operating expenses Share of results of joint venture Profit before tax [note (b)] Income tax expense Profit net of tax Other comprehensive income:	(1,031) (1,530) (377) (1,721) 42 1,247 (229) 1,018	(1,353) (2,687) (329) (880) (611) 5,961 (1,205) 4,756	(24) (43) 15 96 n.m. (79) (81) (79)
- Fair value losses on available-for-sale financial assets - Net exchange gain on hedge of net investment in foreign operation - Foreign currency translation Other comprehensive income for the financial period, net of tax	195 (211) (16)	(26) - (486) (512)	n.m. n.m. (57) (97)
Total comprehensive income for the financial period	1,002	4,244	(76)
Profit net of tax attributable to: Owners of the parent Non-controlling interests	1,018	4,755 1 4,756	(79) n.m. (79)
Total comprehensive income attributable to: Owners of the parent Non-controlling interests	1,003 (1) 1,002	4,246 (2) 4,244	(76) n.m. (76)

n.m. denotes not meaningful.

	The Group		
	1 st Qtr 2016 \$'000	1 st Qtr 2015 \$'000	+/(-)
Note (a) - Other income	\$ 000	\$ 000	/0
Sundry income	1	5	(80)
Interest income	13	7	86
Government grant	33	-	n.m.
Foreign exchange gain, net [1]	-	291	n.m.
Fair value changes on currency forward contracts [2]	341	1,743	(80)
Total	388	2,046	(81)
		,	. ` ′
Note (b) - Profit before tax is arrived at after charging /			
(crediting) the following:			
Interest expense on borrowings	377	329	15
Depreciation of property, plant and equipment	1,543	1,454	6
Rental expense on operating leases	1,290	1,180	9
Allowance for impairment of receivables, net		306	n.m.
Provision for onerous contracts [4]	(1,735)	57	n.m.
Foreign exchange loss, net [1]	1,129	-	n.m.
Share options expense [3]	´ -	31	n.m.
Reversal of allowance for inventory obsolescence	(545)	(720)	(24)

n.m. denotes not meaningful.

Comments on Group Profit and Loss

- [1] The Group and the Company have transactional currency exposures arising from purchases which are denominated in a currency other than the respective functional currencies of the Group entities. The foreign currencies in which these transactions are denominated are mainly US Dollar, Malaysian Ringgit and Euro.
- [2] Currency forward contracts are mostly used to hedge exposure to foreign currency exchange risk arising from purchases of steel which are mainly denominated in US Dollar. As the Group did not adopt hedge accounting under FRS 39, changes to fair value of foreign currency forward contracts are recognised immediately in the statement of comprehensive income.
- [3] Share options expense relates to the fair value of share options granted to employees of the company pursuant to the BRC Share Option Scheme 2011. All share options granted to employees have fully vested in the second quarter of previous financial year.
- [4] Provision for onerous contracts are made for sales contracts under which the costs to meet the obligations are expected to exceed the sales value. These provisions are released when the contractual obligations are met or when the costs to meet the obligations no longer exceed the sales value.

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 Con	npany
	December	September	December	September
	2015	2015	2015	2015
	\$'000	\$'000	\$'000	\$'000
Current assets				
Inventories	60,604	92,391	55,335	85,969
Trade and other receivables	74,226	68,851	69,760	64,361
Amount due from subsidiaries	-	, -	2,636	2,648
Prepayments	6,882	5,499	6,882	5,465
Deposits	494	499	477	482
Derivative financial instruments	341	699	341	699
Cash and cash equivalents	9,016	13,940	8,018	12,000
•	151,563	181,879	143,449	171,624
Non-current assets				
Property, plant and equipment	73,014	71,395	63,245	61,743
Investment in subsidiaries	-	-	23,507	23,507
Investment in joint venture	10,303	10,555	6,076	6,076
Loan to investee company	2,021	2,021	2,021	2,021
Available-for-sale financial assets	1,952	1,952	1,952	1,952
	87,290	85,923	96,801	95,299
Total assets	238,853	267,802	240,250	266,923
Current liabilities				
Trade and other payables	31,408	39,915	30,674	39,489
Amount due to a subsidiary	-	-	67	67
Advances received / prepayments	2,897	2,820	2,897	2,820
Loan and borrowings	12,421	33,244	10,338	28,703
Current income tax liabilities	2,682	2,460	2,699	2,470
	49,408	78,439	46,675	73,549
Non-current liabilities				
Provision for retirement benefits	409	489	409	489
Loan and borrowings	13,061	13,664	13,061	13,664
Deferred income tax liabilities	7,348	7,348	7,348	7,348
	20,818	21,501	20,818	21,501
Total liabilities	70,226	99,940	67,493	95,050
Net assets	168,627	167,862	172,757	171,873
Share capital and reserves		_		
Share capital	68,011	68,011	68,011	68,011
Treasury shares	(926)	(689)	(926)	(689)
Capital reserve	597	597	597	597
Fair value adjustment reserve	(80)	(80)	(80)	(80)
Share option reserve	974	974	974	974
Foreign currency translation reserve	(2,131)	(2,116)	-)/ -
Retained earnings	102,239	101,221	104,181	103,060
Equity attributable to owners of parent	168,684	167,918	172,757	171,873
Non-controlling interests	(57)	(56)	-	-
		167.960	152 555	171 972
Total equity	168,627	167,862	172,757	171,873

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

Amount repayable in one year or less, or on demand

	Decemb	per 2015	Septem	ber 2015
	Secured \$'000	Unsecured \$'000	Secured \$'000	Unsecured \$'000
Bills payable	-	4,050	-	22,324
Finance lease liabilities	8,371	· -	10,920	-
	8,371	4,050	10,920	22,324

Amount repayable after one year

	Decemb	per 2015	Septem	ber 2015
	Secured \$'000	Unsecured \$'000	Secured \$'000	Unsecured \$'000
Finance lease liabilities	3,061	_	3,664	-
Convertible bonds	-	10,000	-	10,000
	3,061	10,000	3,664	10,000

Details of any collateral

Finance lease liabilities of \$11.4 million (Sept 2015: \$14.6 million) are secured by certain plant and equipment. The carrying amount of plant and equipment held under finance leases is \$19.3 million (Sept 2015: \$19.7 million) at the balance sheet date.

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

	1 st Qtr 2016	1 st Qtr 2015
	\$'000	\$'000
Cash flows from operating activities	·	•
Profit before tax	1,247	5,961
Adjustments for:	,	
Share of results of joint venture	(42)	611
Reversal of allowance for inventory obsolescence	(545)	(720)
Depreciation of property, plant and equipment	1,543	1,454
Loss on disposal of property, plant and equipment	32	-
Allowance for impairment of trade receivables	-	306
Fair value changes on derivatives	(341)	(1,743)
Share options expense	-	31
Provision for onerous contracts	(1,735)	57
Unrealised exchange differences	280	(473)
Interest expense	377	329
Interest income	(13)	(7)
Operating cash flow before working capital change	803	5,806
Changes in working capital		
Trade and other receivables	(5,375)	(6,106)
Inventories	32,332	4,370
Prepayments and deposits	(679)	1,701
Trade and other payables	(6,694)	12,180
Cash flows from operations	20,387	17,951
Income tax (paid)/refund	(7)	66
Retirement benefits paid	(80)	<u>-</u> _
Net cash flows from operating activities	20,300	18,017
Cash flows from investing activities		
Purchases of property, plant and equipment	(3,195)	(7,639)
Interest received	13	7
Net cash flows used in investing activities	(3,182)	(7,632)
Cook flows from financing activities		
Cash flows from financing activities Purchase of treasury shares	(237)	
Repayment of bank loan	(231)	(750)
Repayment of balls payable	(18,274)	(14,556)
Repayment of finance lease	(3,152)	(581)
Interest paid	(377)	(329)
Net cash flows used in financing activities	(22,040)	(16,216)
The cush nows used in infancing activities	(22,040)	(10,210)
Net decrease in cash and cash equivalents	(4,922)	(5,831)
Cash and cash equivalents at beginning of financial period	13,940	22,606
Effects of exchange rate changes on cash and cash equivalents	(2)	(12)
Cash and cash equivalents at end of financial period	9,016	16,763

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

Statement of changes in Equity – Group

			Attributa	able to Own	ers of Parent				Non- controlling	Equity, Total
•	Share capital	Treasury shares	Capital reserve	Fair value reserve	Share option reserve	<u>Currency</u> <u>translation</u>	Retained earnings	<u>Total</u>	<u>interests</u>	
	\$'000	\$'000	\$'000	\$'000	\$'000	<u>reserve</u> \$'000	\$'000	\$'000	\$'000	\$'000
Balance at 1 October 2014	67,931	(190)	597	(6)	932	(439)	97,962	166,787	(3)	166,784
Profit, net of tax	-	-	-	-	-	(587)	4,756	4,169	1	4,170
Other comprehensive income for the financial year	-	-	-	(26)		103	-	77	(3)	74
Total comprehensive income for the financial year	-	-	-	(26)		(484)	4,756	4,246	(2)	4,244
Grant of equity-settled share options scheme to employees	-	-	-	-	31	-	-	31	-	31
Total contributions by and distribution to owners	-	-	-	-	31		-	31		31
Balance at 31 December 2014	67,931	(190)	597	(32)	963	(923)	102,718	171,064	(5)	171,059
Balance at 1 October 2015	68,011	(689)	597	(80)	974	(2,116)	101,221	167,918	(56)	167,862
Profit, net of tax	-	-	-	-	-	=	1,018	1,018	-	1,018
Other comprehensive income for the financial year	-	-	-	-	-	(15)	-	(15)	(1)	(16)
Total comprehensive income for the financial year		-	-		-	(15)	1,018	1,003	(1)	1,002
Purchase of treasury shares		(237)		_				(237)		(237)
Total contributions by and distribution to owners	-	(237)	-		-	-	-	(237)		(237)
Balance at 31 December 2015	68,011	(926)	597	(80)	974	(2,131)	102,239	168,684	(57)	168,267

Statement of changes in Equity-Company

	Share capital \$'000	Treasury shares \$'000	Capital reserve \$'000	Fair value reserve \$'000	Share option reserve \$'000	Retained earnings \$'000	<u>Total</u> \$'000
Balance at 1 October 2014	67,931	(190)	597	(6)	932	97,025	166,289
Profit, net of tax	-	-	-	-	-	5,884	5,884
Other comprehensive income for the financial year	-	-	-	(26)	-	-	(26)
Total comprehensive income for the financial year	-	-		(26)		5,884	5,858
Grant of equity-settled share options scheme to employees	-	-	-	-	31	-	31
Total contributions by and distribution to owners	-	-	-	-	31	-	31
Balance at 31 December 2014	67,931	(190)	597	(32)	963	102,909	172,178
D. 1 1 2015	60.011	(600)	507	(00)	07.4	102.060	171 072
Balance at 1 October 2015 Profit, net of tax	68,011	(689)	597	(80)	974	103,060	171,873 1,121
Total comprehensive income for the financial	-	-	-	-	-	1,121	1,121
year	-	-	-		-	1,121	1,121
Purchase of treasury shares	-	(237)	-	-	-	-	(237)
Total contributions by and distribution to owners	_	(237)	-	-	-	-	(237)
Balance at 31 December 2015	68,011	(926)	597	(80)	974	104,181	172,757

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

Number of issued shares (excluding treasury shares)

As at 1 October 2015	186,978,189
Purchase of treasury shares	(337,500)
As at 31 December 2015	186,640,689

Share Options

The BRC Share Option Scheme 2011 (the 'Option Scheme') for employees of the Company was approved by members of the Company at the Extraordinary General Meeting held on 25 January 2011.

Movement of share options during the 3 months ended 31 December 2015

Outstanding at 1 October 2015	5,546,600
- Exercised between October 2015 to December 2015	-
Outstanding at 31 December 2015	5,546,600

Convertible Bonds

The Company issued S\$10,000,000 equity-linked redeemable convertible bonds on 16 May 2014. The total net proceeds of S\$10,000,000 had been used to pay off part of the Company's existing trust receipts.

The convertible bonds outstanding as at 31 December 2015 were as follows:

Principal amount outstanding	Maturity date	Conversion price as
		at 31 Dec 2015
Convertible bonds due 2019		
S\$10 million at 5 percent per annum	16 May 2019	S\$1.00

Assuming all convertible bonds are fully converted based on the conversion price, the number of new shares to be issued will be 10,000,000, representing 5.36% of the total number of shares in issue (excluding treasury shares) as at 31 December 2015.

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.

31 December 2015 30 September 2015

Total number of issued shares 186,640,689 186,978,189

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

Movement of treasury shares during the financial year ended 31 December 2015

Outstanding as at 1 October 2015	983,500
Purchase of treasury shares	337,500
Outstanding as at 31 December 2015	1,321,000

2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard

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 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

Except as disclosed in paragraph 5 below, the Group has applied the same accounting policies and methods of computation to the financial statements for the current financial period and the most recent audited annual financial statements for the financial year ended 30 September 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

The Group has adopted the new or revised Singapore Financial Reporting Standards ("FRS") and Interpretations of FRS ("INT FRS") which became effective for the current financial year, where applicable. The adoption of these FRS and INT FRS did not result in any substantial changes to the Group's accounting policies and there is no material impact on the financial statements of the Group since 1 October 2015.

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

The Group

Earnings per ordinary share (cents)	1 st Qtr 2016	1 st Qtr 2015*
- Basic	0.54	2.54
- Diluted basis	0.54	2.41

^{*} The computations of comparative earnings per share and weighted average number of shares were adjusted for the effect of share consolidation.

Earnings per ordinary share were calculated based on weighted average number of shares during the period.

Weighted average number of shares for basic earnings per share computation as of 31 December 2015 and 31 December 2014 were 186,640,689 and 187,617,812 shares respectively excluding treasury shares.

Weighted average number of shares for diluted earnings per share computation as of 31 December 2015 and 31 December 2014 were 186,640,689 and 197,646,768 shares respectively excluding treasury shares.

The following which were outstanding as at balance sheet date were not included in the calculation of diluted earnings per share because they are antidilutive for the period presented: (i) 5.5 million share options granted to employees in 2013 under the BRC Share Option Scheme 2011 and (ii) \$10 million redeemable convertible bonds issued on 16 May 2014.

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

Net asset value per ordinary share (cents)

	December 2015	September 2015
The Group	90.35	89.78
The Company	92.56	91.92

Net asset value per ordinary share was calculated based on 186,640,689 shares as at 31 December 2015 and 186,978,189 shares as at 30 September 2015.

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss 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. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

GROUP INCOME STATEMENT

Revenue

Despite delivering a higher volume of steel, revenue for the current quarter (1Q16) decreased by 13% to S\$89.2 million when compared to the corresponding period in the previous financial year (1Q15) as a result of lower unit selling prices due to intense competition amid a down trending market environment.

Gross profit and gross profit margin

Intensifying competition has also continued to put strong downward pressure on profits and margins.

Consequently, gross profit for 1Q16 decreased by 44% quarter-on-quarter from \$\$9.8 million to \$\$5.5 million; similarly, gross profit margin as a percentage of sales fell to 6.1% from 9.6%.

Distribution cost and administrative expenses

The decrease in distribution and administrative expenses was mainly a result of lower personnel costs.

Finance costs

Despite having a lower level of borrowings, finance costs rose largely because interest rates were higher.

Other operating expenses

The increase in other operating expenses in 1Q16 as compared to 1Q15 was mainly due to a realised foreign exchange loss of S\$1.1 million in 1Q16 as compared to a realised foreign exchange gain of S\$0.3 million taken up as other income in 1Q15. Such an increase was partly offset by the absence of bad debts provision at the Company level (1Q15: S\$0.3 million).

Share of results of joint venture

The Group's share of results from the investment in the joint venture in China ("JV") has shown a positive figure as compared to a loss recorded in the corresponding period in the previous financial year. This was mainly due to an absence of JV bad debts provision in 1Q16 (1Q15: S\$0.8 million).

GROUP BALANCE SHEET & CASH FLOW

As at 31 December 2015, the Group's balance sheet remained strong with net assets of \$\$168.6 million and net asset value per ordinary share of 90.35 Singapore cents.

The Group's trade and other receivables increased by S\$5.4 million to S\$74.2 million which was in tandem with the higher sales in first quarter of the current year compared to the last quarter in the previous financial year (4Q15).

The Group's inventories fell S\$31.8 million to S\$60.6 million due to lower inventory levels as well as decreased unit costs which were in line with falling steel prices.

The Group's property, plant and equipment increased by S\$1.6 million to S\$74 million due to the purchase of machinery during the quarter.

The Group's trade and other payables were lower by \$\$8.5 million due to fewer unpaid shipments for imported raw materials and a lower provision for onerous contracts.

Net cash flows of S\$20.3 million generated from operating activities were mainly used for purchases of plant and equipment of S\$3.2 million, and repayment of borrowings of S\$21.4 million.

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

The Group's results for 1Q16 were in line with the commentary in paragraph 10 of the previous Results Announcement.

10. A commentary at the date of the announcement of the 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

Singapore

After breaking records for 4 consecutive years from 2011 to 2014, where total construction demand in Singapore averaged S\$35.2 billion a year¹, such demand fell significantly to only S\$27.2 billion in the last year (2015)². This was also below the lower bound forecast of the Building and Construction Authority (BCA), which had expected that construction contracts for the Singapore built environment sector to be between S\$29 billion and S\$36 billion in 2015. According to the BCA, this was mainly due to the rescheduling of some major infrastructure projects from the last quarter of 2015 to 2016, as well as a marked slowdown in contract volume for new private buildings in the second half of 2015 amid a continued softening property market.

For 2016, the BCA forecasted that total construction demand in Singapore would reach between S\$27.0 billion and S\$34.0 billion, with 65% of this projected to come from the public sector, particularly from civil engineering works, which are expected to more than double from S\$5.4 billion in 2015 to between S\$10.7 billion and S\$12.9 billion in 2016. On the other hand, private residential construction demand could halve from S\$3.9 billion in 2015 to S\$2.0 billion in 2016 if the lower bound of BCA's forecast comes true.

Table – Singapore Total Construction Demand (S\$ billion)

Sector	2016 (forecast)	2015 (preliminary)	2014 (preliminary)
Industrial	4.0-5.4	5.4	5.6
Commercial	1.9-2.5	2.2	3.8
Private Residential	2.0-3.4	3.9	5.9
Public Residential	4.5-4.7	3.8	5.0
Civil Engineering	10.7-12.9	5.4	10.2
Institutional & Others	3.9-5.2	6.6	7.2

Source: Building & Construction Authority, Singapore

The above table clearly shows that, with the exception of construction demand for civil engineering projects, demand for all the other sectors has moderated, some more significantly than others, since 2014. Excluding construction demand for civil engineering projects, total construction demand for 2016 is projected to be between S\$16.3 billion and S\$21.2 billion only, compared to S\$21.9 billion in 2015 and S\$27.5 billion in 2014.

On the supply side, ferocious market competition is expected to prevail in 2016, as excess capacity in the reinforcing steel industry will continue to put pressure on prices and margins in a soft and downward trending property and construction market.

All in all, we can expect that the next 12 months will be challenging and volatile.

¹ Total construction demand from 2011 to 2014 was \$\$35.5 billion, \$\$30.8 billion, \$\$35.8 billion and \$\$38.8 billion respectively.

² http://www.bca.gov.sg/Newsroom/others/BCA Media Release Prospects 150116.pdf

China

The Chinese economy had in recent months, suffered a stock market crash, currency devaluation and capital flight and a significant slowdown in growth, as it continues making the difficult transition from an economy that is export-oriented to one driven by consumption. The progress of the Group's Joint Venture in China is expected to be stifled by such difficult macroeconomic conditions.

Malaysia

We are cautiously optimistic about the Group's Malaysia business in the coming 12 months.

11. Dividend

(a) Current Financial Period Reported On

Nil.

(b) Corresponding Period of the Immediately Preceding Financial Year

Nil.

(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 or recommended for the financial period ended 31 December 2015.

13. Interested person transactions

The group does not have a general mandate from shareholders for interested person transactions pursuant to Rule 920 of the listing manual of the Singapore Exchange Securities Trading Limited.

14. Confirmation pursuant to Rule 705(5) of the SGX Listing Manual

We, Lim Siak Meng and Seah Kiin Peng, being two directors of BRC Asia Limited, do hereby confirm on behalf of the Board of 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 unaudited financial results for the first quarter ended 31 December 2015 to be false or misleading in any material aspects.

15. Confirmation that the issuer has procured undertakings for all its directors and executive officers (in 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 format that set out in Appendix 7.7 under Rule 720(1) of the listing manual.

On behalf of the Board of Directors

Lim Siak Meng Group Managing Director

Seah Kiin Peng Executive Director

Singapore

12 February 2016