


GSH CORPORATION LIMITED
Third Quarter and Nine Months Financial Statements for the Period Ended 30/09/2017
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.
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the 3rd Quarter and 9 Months Ended 30 September

	3rd Quarter Ended 30 September			9 months Ended 30 September		
	30.9.2017	30.9.2016	+/-	30.9.2017	30.9.2016	+/-
	Unaudited S\$'000	Unaudited S\$'000	%	Unaudited S\$'000	Unaudited S\$'000	%
Revenue	20,973	28,375	(26.1%)	72,531	69,504	4.4%
Cost of sales	(6,169)	(13,521)	(54.4%)	(31,921)	(35,428)	(9.9%)
Gross profit	14,804	14,854	(0.3%)	40,610	34,076	19.2%
Gross profit margin	71%	52%	36.5%	56%	49%	14.3%
Other income	294	616	(52.3%)	77,193	1,646	Nm
Distribution and selling expenses	(665)	(1,209)	(45.0%)	(2,373)	(2,839)	(16.4%)
Administrative expenses	(5,342)	(5,386)	(0.8%)	(19,990)	(15,331)	30.4%
Other expenses	(10)	(6)	66.7%	(57)	(50)	14.0%
Operating profit	9,081	8,869	2.4%	95,383	17,502	Nm
Amortisation and depreciation	(2,417)	(2,067)	16.9%	(6,860)	(6,216)	10.4%
Exchange loss	86	789	(89.1%)	(12,864)	(13,538)	(5.0%)
Finance expenses	(3,531)	(5,246)	(32.7%)	(14,765)	(13,285)	11.1%
Finance income	618	1,674	(63.1%)	2,581	4,239	(39.1%)
Net change in fair value of financial derivatives	(161)	(1,100)	(85.4%)	12,191	15,664	(22.2%)
Share of profit of equity-accounted investee	1,214	-	Nm	3,121	-	Nm
Profit before tax	4,890	2,919	67.5%	78,787	4,366	Nm
Taxation	(1,958)	(1,902)	2.9%	(3,488)	(4,241)	(17.8%)
Profit for the period	2,932	1,017	Nm	75,299	125	Nm
Attributable to:						
Owners of the Company	2,050	103	Nm	72,377	(304)	Nm
Non-controlling interests	882	914	(3.5%)	2,922	429	Nm
	2,932	1,017	Nm	75,299	125	Nm

	3rd Quarter Ended 30 September			9 months Ended 30 September		
	30.9.2017 Unaudited S\$'000	30.9.2016 Unaudited S\$'000	+/- %	30.9.2017 Unaudited S\$'000	30.9.2016 Unaudited S\$'000	+/- %
Profit for the period	2,932	1,017	Nm	75,299	125	Nm
Other comprehensive income:						
<u>Items that may be reclassified subsequently to profit or loss:</u>						
Realisation of foreign currency translation reserve arising from disposal of a subsidiary	-	-	Nm	930	-	Nm
Translation differences relating to financial statements of foreign subsidiaries	(38)	248	Nm	(1,596)	961	Nm
Exchange differences on monetary items forming part of net investments in a foreign operation	38	(465)	Nm	(286)	(265)	8.0%
Total comprehensive income for the period	2,932	800	Nm	74,347	821	Nm
Attributable to:						
Owners of the Company	2,035	(71)	Nm	71,703	119	Nm
Non-controlling interests	897	871	3.0%	2,644	702	Nm
	2,932	800	Nm	74,347	821	Nm

Nm - Not meaningful

Notes to Group profit and loss account

1 a(i) Pre-tax profit of the Group is arrived at after charging/(crediting) the following:

	3rd Quarter Ended 30 September			9 Months Ended 30 September		
	30.09.2017	30.09.2016	+/-	30.09.2017	30.09.2016	+/-
	Unaudited S\$'000	Unaudited S\$'000	%	Unaudited S\$'000	Unaudited S\$'000	%
Personnel expenses	6,076	5,519	10.1%	21,108	14,704	43.6%
Operating lease expenses	165	268	(38.4%)	585	808	(27.6%)
Non-executive directors' fees	79	81	(2.5%)	231	244	(5.3%)
Executive directors' remuneration	361	198	82.3%	4,448	771	Nm
Depreciation of property, plant & equipment	2,417	2,067	16.9%	6,860	6,216	10.4%
Foreign exchange (gain)/loss	(86)	(789)	(89.1%)	12,864	13,538	(5.0%)
Rental income	(391)	(397)	(1.5%)	(1,316)	(1,050)	25.3%
Write back of allowance for inventory obsolescence	(2)	(10)	(80.0%)	(5)	(24)	(79.2%)
Reversal of impairment loss on trade receivables	(2)	(38)	(94.7%)	(2)	(29)	(93.1%)
Adjustment of gain/(gain) on disposal of a subsidiary	412	-	Nm	(74,511)	-	Nm

Nm - Not meaningful

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

CONSOLIDATED FINANCIAL POSITION as at 30 SEPTEMBER

	Group		Company	
	30.9.2017 Unaudited S\$'000	31.12.2016 Audited S\$'000	30.9.2017 Unaudited S\$'000	31.12.2016 Audited S\$'000
ASSETS				
Property, plant and equipment	394,461	397,415	28,641	21,689
Investment property	5,769	6,158	-	-
Investment in subsidiaries	-	-	313	260
Investment in associated company	44,095	-	-	-
Non-current assets	444,325	403,573	28,954	21,949
Development property	216,687	783,370	-	-
Inventories	891	737	-	-
Trade receivables	1,843	5,124	19	1,283
Other receivables, deposits and prepayments	15,845	5,993	6,393	3,284
Amounts due from subsidiaries (non-trade)	-	-	281,731	356,152
Fixed deposits	166,065	303,883	159,500	284,704
Cash and bank balances	19,358	13,232	5,179	2,982
Current assets	420,689	1,112,339	452,822	648,405
Total assets	865,014	1,515,912	481,776	670,354
EQUITY				
Share capital	343,458	343,458	343,458	343,458
Treasury shares	(5,131)	(5,131)	(5,131)	(5,131)
Reserves	59,470	7,356	36,716	(26,258)
Equity attributable to equity holders of the Company	397,797	345,683	375,043	312,069
Non-controlling interests	56,304	92,451	-	-
Total equity	454,101	438,134	375,043	312,069
LIABILITIES				
Other payables and accruals	-	2,176	-	-
Loans and borrowings	240,311	235,091	79,966	72,559
Redeemable preference shares	417	419	-	-
Deferred tax liabilities	57,195	62,939	-	-
Non current liabilities	297,923	300,625	79,966	72,559
Trade payables	3,639	8,057	-	-
Other payables and accruals	45,901	41,063	11,581	15,173
Loans and borrowings	61,342	650,511	814	244,268
Amounts due to subsidiaries (non-trade)	-	-	14,227	13,948
Amounts due to related parties	311	64,448	-	-
Provision for taxation	1,652	737	-	-
Derivative financial liabilities	145	12,337	145	12,337
Current liabilities	112,990	777,153	26,767	285,726
Total liabilities	410,913	1,077,778	106,733	358,285
Total equity and liabilities	865,014	1,515,912	481,776	670,354

Note 1

In Q22017, the Group has recognised the gain on disposal of Plaza Ventures Pte Ltd ("PVPL") as it has fulfilled the conditions precedent and other substantive obligations pursuant to the sale and purchase agreement.

Effect of disposal on the financial position of the Group

	S\$'000
Development property	545,194
Trade and other receivables	12,621
Cash and cash equivalents	38,654
Trade and other payables (including amount due to related parties)	(151,946)
Loan and borrowings	(359,691)
Deferred tax liabilities	(5,669)
Identified net assets	<u>79,163</u>
Non-controlling interest	(38,791)
Realisation of foreign currency translation reserve	930
Gain on disposal of PVPL	<u>74,511</u>
Total consideration	115,813
Repayment of amounts due to the Group	79,989
Portion of amounts due to the Group for which payment is deferred	(7,046)
Cash and cash equivalents disposed of	<u>(38,654)</u>
Net cash inflow	<u><u>150,102</u></u>

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 September 2017			As at 31 December 2016		
Secured	Unsecured	Total	Secured	Unsecured	Total
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
61,342	-	61,342	650,511	-	650,511

Amount repayable after one year

As at 30 September 2017			As at 31 December 2016		
Secured	Unsecured	Total	Secured	Unsecured	Total
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
181,019	59,709	240,728	175,512	59,998	235,510

Total borrowings*

As at 30 September 2017			As at 31 December 2016		
Secured	Unsecured	Total	Secured	Unsecured	Total
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
242,361	59,709	302,070	826,023	59,998	886,021
- Attributable to owners of the Company		262,975	- Attributable to owners of the Company		664,424
- Attributable to non-controlling interests		39,095	- Attributable to non-controlling interests		221,597

Less: Cash and cash equivalents

As at 30 September 2017			As at 31 December 2016		
As shown in the statement of financial position	Included in assets classified as held for sale	Total	As shown in the statement of financial position	Included in assets classified as held for sale	Total
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
185,423	-	185,423	317,115	-	317,115
		S\$'000			S\$'000
- Attributable to owners of the Company		182,313	- Attributable to owners of the Company		307,158
- Attributable to non-controlling interests		3,110	- Attributable to non-controlling interests		9,957

Net borrowings

As at 30 September 2017		As at 31 December 2016	
S\$'000		S\$'000	
116,647		568,906	
		S\$'000	S\$'000
- Attributable to owners of the Company		80,662	357,266
- Attributable to non-controlling interests		35,985	211,640

Details of any collateral

As at 30 September 2017, the Group's borrowings were secured by legal charges on certain of the Group's development properties, property, plant and equipment, pledge of fixed deposits and bank balances of S\$12,750,000 (FY2016: S\$271,796,000).

*Including redeemable preference shares

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

GROUP CONSOLIDATED STATEMENT OF CASH FLOWS

	GROUP		GROUP	
	3rd Quarter Ended 30 September		9 Months Ended 30 September	
	2017	2016	2017	2016
	Unaudited	Unaudited	Unaudited	Unaudited
	S\$'000	S\$'000	S\$'000	S\$'000
Cash flows from operating activities				
Profit for the period	2,932	1,017	75,299	125
Adjustment for:				
Depreciation of property, plant & equipment	2,417	2,067	6,860	6,216
Interest expense	3,531	5,246	14,765	13,285
Interest income	(618)	(1,674)	(2,581)	(4,239)
Write back of allowance for inventory obsolescence	(2)	(10)	(5)	(24)
Loss on disposal of property, plant & equipment	3	(5)	36	(12)
Reversal of impairment loss on trade receivables	(2)	(38)	(2)	(29)
Unrealised foreign exchange gain arising from revaluation of fixed deposit pledged	27	(983)	72	13,305
Gain on disposal of a subsidiary	412	-	(74,511)	-
Share of profit of equity-accounted investee	(1,214)	-	(3,121)	-
Net change in fair value of financial derivatives	161	1,100	145	(15,664)
Tax expense	1,958	1,902	3,488	4,241
Operating profit before working capital changes	9,605	8,622	20,445	17,204
Change in				
Development property	(5,938)	(12,519)	23,040	(33,125)
Inventories	(41)	95	(149)	288
Trade and other receivables	(192)	(2,525)	(14,560)	22,660
Trade and other payables	(2,537)	2,553	7,961	(5,987)
Cash from operations	897	(3,774)	36,737	1,040
Tax paid, net	(1,063)	(368)	(2,338)	(446)
Net cash (used in)/from operating activities	(166)	(4,142)	34,399	594
Cash flows from investing activities				
Purchase of property, plant and equipment	(571)	(884)	(1,647)	(1,742)
Payment for investment in associated company	-	-	(40,974)	-
Payment of remaining consideration on acquisition of subsidiaries	-	(8,633)	-	(17,353)
Decrease in deposit pledged	(5,207)	(787)	246,637	15,992
Interest received	735	144	4,997	2,133
Proceeds from disposal of property, plant and equipment	5	-	5	3
Disposal of a subsidiary, net of cash disposed of	133,424	-	150,102	-
Net cash from/(used in) investing activities	128,386	(10,160)	359,120	(967)

	GROUP		GROUP	
	3rd Quarter Ended 30 September		9 Months Ended 30 September	
	2017	2016	2017	2016
	Unaudited	Unaudited	Unaudited	Unaudited
	S\$'000	S\$'000	S\$'000	S\$'000
Cash flows from financing activities				
Finance expense paid (including amounts capitalised in development property)	(3,167)	(5,713)	(18,247)	(20,288)
Proceeds of finance lease obligations	-	282	251	498
Payment of finance lease obligations	(101)	(85)	(281)	(238)
Proceeds from borrowings	5,948	8,172	40,292	91,605
Repayment of borrowings	(9,505)	(4,669)	(268,643)	(52,610)
Purchase of treasury shares	-	(3,284)	-	(4,820)
Dividend paid	(19,589)	-	(19,589)	(988)
Net cash (used in)/from financing activities	(26,414)	(5,297)	(266,217)	13,159
Net increase in cash and cash equivalents	101,806	(19,599)	127,302	12,786
Effect of exchange rate changes on balances held in foreign currencies	(5)	(285)	51	64
Cash and cash equivalents at beginning of the period	70,872	112,514	45,320	79,780
Cash and cash equivalents at end of the period (Note A)	172,673	92,630	172,673	92,630

	GROUP		GROUP	
	3rd Quarter Ended 30 September		9 Months Ended 30 September	
	2017	2016	2017	2016
	Unaudited	Unaudited	Unaudited	Unaudited
	S\$'000	S\$'000	S\$'000	S\$'000
Note A: Cash and cash equivalents comprise:				
Fixed deposits	166,065	339,201	166,065	339,201
Cash and bank balances	19,358	11,074	19,358	11,074
	185,423	350,275	185,423	350,275
Less: fixed deposits pledged	(12,750)	(257,645)	(12,750)	(257,645)
Cash and cash equivalents	172,673	92,630	172,673	92,630

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.

Statement of changes in Equity as at 30 September 2017

Group	Attributable to owners of Company						Non-controlling interest	Total Equity
	Share capital	Treasury Shares	Asset		Accumulated profits	Total		
			revaluation reserves	Translation reserves				
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
At 1 January 2017	343,458	(5,131)	4,132	(41,011)	44,235	345,683	92,451	438,134
Total comprehensive income for the year								
Loss for the period	-	-	-	-	(1,350)	(1,350)	(314)	(1,664)
Other comprehensive income								
Foreign currency translation differences relating to foreign operations	-	-	-	(4,312)	-	(4,312)	(1,234)	(5,546)
Exchange differences on monetary items forming part of net investment in a foreign operation	-	-	-	(1,421)	-	(1,421)	-	(1,421)
Total other comprehensive income, net of tax	-	-	-	(5,733)	-	(5,733)	(1,234)	(6,967)
Total comprehensive income for the year	-	-	-	(5,733)	(1,350)	(7,083)	(1,548)	(8,631)
As at 31 March 2017	343,458	(5,131)	4,132	(46,744)	42,885	338,600	90,903	429,503
Total comprehensive income for the year								
Profit for the period	-	-	-	-	71,677	71,677	2,354	74,031
Other comprehensive income								
Foreign currency translation differences realised on disposal of a subsidiary	-	-	-	930	-	930	-	930
Foreign currency translation differences relating to foreign operations	-	-	-	3,047	-	3,047	941	3,988
Exchange differences on monetary items forming part of net investment in a foreign operation	-	-	-	1,097	-	1,097	-	1,097
Total other comprehensive income, net of tax	-	-	-	5,074	-	5,074	941	6,015
Total comprehensive income for the year	-	-	-	5,074	71,677	76,751	3,295	80,046
Balances carried forward	343,458	(5,131)	4,132	(41,670)	114,562	415,351	94,198	509,549

Statement of changes in Equity as at 30 September 2017

Group	Attributable to owners of Company						Non-controlling interest	Total Equity
	Share capital	Asset				Total		
		Treasury Shares	revaluation reserves	Translation reserves	Accumulated profits			
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
Balances brought forward	343,458	(5,131)	4,132	(41,670)	114,562	415,351	94,198	509,549
Transactions with owners, recognised directly in equity								
Changes in ownership interests in a subsidiary								
Disposal of a subsidiary with non-controlling interests	-	-	-	-	-	-	(38,827)	(38,827)
Total transactions with owners	-	-	-	-	-	-	(38,827)	(38,827)
As at 30 June 2017	343,458	(5,131)	4,132	(41,670)	114,562	415,351	55,371	470,722
Total comprehensive income for the year								
Profit for the period	-	-	-	-	2,050	2,050	882	2,932
Other comprehensive income								
Foreign currency translation differences relating to foreign operations	-	-	-	(53)	-	(53)	15	(38)
Exchange differences on monetary items forming part of net investment in a foreign operation	-	-	-	38	-	38	-	38
Total other comprehensive income, net of tax	-	-	-	(15)	-	(15)	15	-
Total comprehensive income for the year	-	-	-	(15)	2,050	2,035	897	2,932
Transactions with owners, recognised directly in equity								
Contribution by and distributions to owners								
Dividends declared and paid	-	-	-	-	(19,589)	(19,589)	-	(19,589)
Total contribution by and distributions to owners	-	-	-	-	(19,589)	(19,589)	-	(19,589)
Changes in ownership interests in a subsidiary								
Disposal of a subsidiary with non-controlling interests	-	-	-	-	-	-	36	36
Total changes in ownership interests in a subsidiary	-	-	-	-	-	-	36	36
Total transactions with owners	-	-	-	-	(19,589)	(19,589)	36	(19,553)
As at 30 September 2017	343,458	(5,131)	4,132	(41,685)	97,023	397,798	56,304	454,101

Statement of changes in Equity as at 30 September 2016

Group	Attributable to owners of Company							
	Share capital	Treasury Shares	Asset		Accumulated profits	Total	Non-controlling interest	Total Equity
			revaluation reserves	Translation reserves				
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
At 1 January 2016	343,458	-	4,132	(36,707)	48,861	359,744	93,369	453,113
Total comprehensive income for the year								
Profit for the period	-	-	-	-	2,779	2,779	17	2,796
Other comprehensive income								
Foreign currency translation differences relating to foreign operations	-	-	-	7,161	-	7,161	2,232	9,393
Exchange differences on monetary items forming part of net investment in a foreign operation	-	-	-	1,159	-	1,159	-	1,159
Total other comprehensive income, net of tax	-	-	-	8,320	-	8,320	2,232	10,552
Total comprehensive income for the year	-	-	-	8,320	2,779	11,099	2,249	13,348
As at 31 March 2016	343,458	-	4,132	(28,387)	51,640	370,843	95,618	466,461
Total comprehensive income for the year								
Loss for the period	-	-	-	-	(3,186)	(3,186)	(502)	(3,688)
Other comprehensive income								
Foreign currency translation differences relating to foreign operations	-	-	-	(6,764)	-	(6,764)	(1,916)	(8,680)
Exchange differences on monetary items forming part of net investment in a foreign operation	-	-	-	(959)	-	(959)	-	(959)
Total other comprehensive income, net of tax	-	-	-	(7,723)	-	(7,723)	(1,916)	(9,639)
Total comprehensive income for the year	-	-	-	(7,723)	(3,186)	(10,909)	(2,418)	(13,327)
Balances carried forward	343,458	-	4,132	(36,110)	48,454	359,934	93,200	453,134

Statement of changes in Equity as at 30 September 2016

Group	Attributable to owners of Company							Non-controlling interest	Total Equity
	Share capital	Treasury Shares	Asset		Accumulated profits	Total	S\$'000		
			revaluation reserves	Translation reserves					
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000		
Balances brought forward	343,458	-	4,132	(36,110)	48,454	359,934	93,200	453,134	
Transactions with owners, recognised directly in equity									
Contributions by and distributions to owners									
Purchase of treasury shares	-	(1,536)	-	-	-	(1,536)	-	(1,536)	
Dividends declared and paid	-	-	-	-	(988)	(988)	-	(988)	
Total transactions with owners	-	(1,536)	-	-	(988)	(2,524)	-	(2,524)	
As at 30 June 2016	343,458	(1,536)	4,132	(36,110)	47,466	357,410	93,200	450,610	
Total comprehensive income for the year									
Profit for the period	-	-	-	-	103	103	914	1,017	
Other comprehensive income									
Foreign currency translation differences relating to foreign operations	-	-	-	291	-	291	(43)	248	
Exchange differences on monetary items forming part of net investment in a foreign operation	-	-	-	(465)	-	(465)	-	(465)	
Total other comprehensive income, net of tax	-	-	-	(174)	-	(174)	(43)	(217)	
Total comprehensive income for the year	-	-	-	(174)	103	(71)	871	800	
Transactions with owners, recognised directly in equity									
Contributions by and distributions to owners									
Purchase of treasury shares	-	(3,284)	-	-	-	(3,284)	-	(3,284)	
Total transactions with owners	-	(3,284)	-	-	-	(3,284)	-	(3,284)	
As at 30 September 2016	343,458	(4,820)	4,132	(36,284)	47,569	354,055	94,071	448,126	

Statements of changes in Equity as at 30 September 2017**Company**

	Share capital S\$'000	Treasury Share S\$'000	Accumulated losses S\$'000	Total S\$'000
As at 1 January 2017	343,458	(5,131)	(26,258)	312,069
Total comprehensive income for the period				
Loss for the period	-	-	(2,410)	(2,410)
Total comprehensive income for the period	-	-	(2,410)	(2,410)
As at 31 March 2017	343,458	(5,131)	(28,668)	309,659
Total comprehensive income for the period				
Profit for the period	-	-	86,491	86,491
Total comprehensive income for the period	-	-	86,491	86,491
As at 30 June 2017	343,458	(5,131)	57,823	396,150
Total comprehensive income for the period				
Loss for the period	-	-	(1,518)	(1,518)
Total comprehensive income for the period	-	-	(1,518)	(1,518)
Transactions with owners, recognised directly in equity				
Contributions by and distributions to owners				
Dividends declared and paid	-	-	(19,589)	(19,589)
Total transactions with owners	-	-	(19,589)	(19,589)
As at 30 September 2017	343,458	(5,131)	36,716	375,043
As at 1 January 2016	343,458	-	(25,678)	317,780
Total comprehensive income for the period				
Profit for the period	-	-	3,444	3,444
Total comprehensive income for the period	-	-	3,444	3,444
As at 31 March 2016	343,458	-	(22,234)	321,224
Total comprehensive income for the period				
Loss for the period	-	-	(1,666)	(1,666)
Total comprehensive income for the period	-	-	(1,666)	(1,666)
Transactions with owners, recognised directly in equity				
Contributions by and distributions to owners				
Purchase of treasury shares	-	(1,536)	-	(1,536)
Dividends declared and paid	-	-	(988)	(988)
Total transactions with owners	-	(1,536)	(988)	(2,524)
As at 30 June 2016	343,458	(1,536)	(24,888)	317,034
Total comprehensive income for the period				
Loss for the period	-	-	(1,271)	(1,271)
Total comprehensive income for the period	-	-	(1,271)	(1,271)
Transactions with owners, recognised directly in equity				
Contributions by and distributions to owners				
Purchase of treasury shares	-	(3,284)	-	(3,284)
Total transactions with owners	-	(3,284)	-	(3,284)
As at 30 September 2016	343,458	(4,820)	(26,159)	312,479

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.

Details changes in the company's share capital arising from share buy-backs are as follows:

	Number of shares issued and fully paid	Share capital S\$'000	Number of treasury shares	Treasury shares S\$'000
As at 1 January 2017	1,977,036,050	343,458	(18,102,700)	(5,131)
Purchase of treasury shares	-	-	-	-
As at 31 March 2017	1,977,036,050	343,458	(18,102,700)	(5,131)
Purchase of treasury shares	-	-	-	-
As at 30 June 2017	1,977,036,050	343,458	(18,102,700)	(5,131)
Purchase of treasury shares	-	-	-	-
As at 30 September 2017	1,977,036,050	343,458	(18,102,700)	(5,131)

	Number of shares issued and fully paid	Share capital S\$'000	Number of treasury shares	Treasury shares S\$'000
As at 1 January 2016	1,977,036,050	343,458	-	-
Purchase of treasury shares	-	-	-	-
As at 31 March 2016	1,977,036,050	343,458	-	-
Purchase of treasury shares	-	-	(6,072,700)	(1,536)
As at 30 June 2016	1,977,036,050	343,458	(6,072,700)	(1,536)
Purchase of treasury shares	-	-	(10,997,000)	(3,284)
As at 30 September 2016	1,977,036,050	343,458	(17,069,700)	(4,820)

The percentage of the aggregate number of treasury shares held against the total number of shares issued as at 30 September 2017 is 0.92% (30 September 2016: 0.86%).

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.

	30.09.2017
Total number of issued shares	1,977,036,050
Total number of treasury shares	(18,102,700)
Total number of issued shares (excluding treasury shares)	<u>1,958,933,350</u>
	30.09.2016
Total number of issued shares	1,977,036,050
Total number of treasury shares	(17,069,700)
Total number of issued shares (excluding treasury shares)	<u>1,959,966,350</u>

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.

There were no sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

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

There were no sales, transfers, disposal, cancellation and/or use of subsidiary holdings 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 figures have not been audited or reviewed by the Company's 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 issuer's most recently audited annual financial statements have been applied.

Except as disclosed in Note 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those applied in the Group's most recently audited financial statements for the year ended 31 December 2016.

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 adopted a number of new standards, amendments to standards and interpretations that are effective for annual periods beginning on 1 January 2016. The adoption of these new standards, amendments to standards and interpretations did not result in any significant impact on the financial statements of the Group.

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.

	3rd Quarter Ended 30 September			9 Months Ended 30 September		
	30.09.2017	30.09.2016	+/- %	30.09.2017	30.09.2016	+/- %
Earnings per ordinary share of the Group based on net profit/(loss) attributable to shareholders:-						
i) Based on weighted average number of shares (cents)	0.105	0.005	Nm	3.695	(0.008)	Nm
-Weighted average number of shares ('000)	1,958,933	1,969,890		1,958,933	3,874,498	
ii) On a fully diluted basis (cents)	0.105	0.005	Nm	3.695	(0.008)	Nm
-Adjusted weighted average number of shares ('000)	1,958,933	1,969,890		1,958,933	3,874,498	

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 financial period reported on; and (b) immediately preceding financial year.

	Group			Company		
	30.09.2017 (S\$ cents)	31.12.2016 (S\$ cents)	+/- %	30.09.2017 (S\$ cents)	31.12.2016 (S\$ cents)	+/- %
Net asset value per ordinary share	20.31	17.65	15.1%	19.15	15.93	20.2%

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.

Profit and Loss

The Group recorded revenue of S\$20.9 million in Q32017, compared to S\$28.4 million in Q32016, and an operating profit of S\$9.1 million in Q32017, compared to S\$8.9 million in Q32016. It posted a net profit after tax of S\$2.9 million in Q32017, compared to S\$1.0 million in Q32016.

In Q32017, our property business registered no revenue, compared to S\$9.1 million in Q32016, during which there was a revenue recognition from GSH Plaza, that has since been completed.

The launch of the Group's Eaton Residences project in Kuala Lumpur, Malaysia was well received and the sales of its units will be progressively recognized over the construction period of the project, starting from Q42017.

Our hospitality business grew by 8% from S\$19.2 million in Q32016 to S\$20.8 million in Q32017, due mainly to the increase in room occupancy and average room rates, at our two hotels in Sutera Harbour Resort in Kota Kinabalu, Sabah.

The Group had entered into a loan and deposit arrangement ("LDA") with a bank, which had a foreign exchange exposure. This exposure was fully hedged with a financial derivative. The LDA lapsed in Q22017, consequentially, the finance expenses and finance income reduced.

After the completion of the Group's investment into the food logistics hub (Henan Zhongyuan) on 10 March 2017 ("Henan Investment"), the Group recorded S\$1.2 million share of profit from the associated company in Q32017.

Balance Sheet

Investment in associated company of S\$44.1 million was recorded as of 30 September 2017, following the legal completion of the Henan Investment in March 2017.

With the lapse of the LDA in Q22017, the loan of S\$243.3 million was repaid, from the corresponding deposit. Hence, derivative financial liabilities, fixed deposits, and loan and borrowings, were reduced.

In Q22017, the Group derecognized the assets and liabilities of its 51% owned subsidiary, Plaza Ventures Pte Ltd ("PVPL"), as it had fulfilled the conditions precedent and other substantive obligations, pursuant to the sale and purchase agreement. Consequently, corresponding assets and liabilities items reduced (see page 5).

The increase in other receivables, deposits and prepayments, was due mainly to the remaining S\$7.0 million receivables, in relation to the disposal of PVPL, which was subsequently received in October 2017.

Cash Flow Analysis

For the third quarter ended 30 September 2017, the operating profit before working capital changes, was S\$9.6 million. However, after adjusting for working capital changes, the Group recorded a net cash outflow from operating activities, of S\$0.2 million.

The Group registered a net cash inflow from investing activities of S\$128.4 million, which was due mainly to the remaining proceeds of S\$133.4 million received from the disposal of PVPL.

The Group recorded a net cash outflow from financing activities of S\$26.4 million, which was due mainly to the payment of dividend of S\$19.6 million.

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

Not applicable.

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

There are no new significant trends and competitive conditions.

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 financial year?

No

(c) Date payable

Not Applicable

(d) Books closure date

Not Applicable

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

No dividend has been declared in respect of 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 Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Company does not have a general mandate for IPTs.

14. Segment Analysis

SEGMENT ANALYSIS

	3 Months Ended 30 September 2017				3 Months Ended 30 September 2016			
	<u>Hospitality</u>	<u>Property</u>	<u>Others*</u>	<u>Total</u>	<u>Hospitality</u>	<u>Property</u>	<u>Others*</u>	<u>Total</u>
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Segment revenue	20,825	-	914	21,739	19,249	9,126	750	29,125
Elimination of inter-segment revenue	(16)	-	(750)	(766)	-	-	(750)	(750)
External revenue	20,809	-	164	20,973	19,249	9,126	-	28,375
Interest income	223	21	374	618	90	96	1,488	1,674
Interest expense	(2,025)	(557)	(949)	(3,531)	(2,805)	(601)	(1,840)	(5,246)
Depreciation	(2,016)	(246)	(155)	(2,417)	(2,008)	(9)	(50)	(2,067)
Reportable segment profit/(loss) before tax	7,279	(145)	(2,244)	4,890	4,302	637	(2,020)	2,919
Tax expense	(1,959)	1	-	(1,958)	(1,551)	(351)	-	(1,902)
Reportable segment profit/(loss) after tax	5,320	(144)	(2,244)	2,932	2,751	286	(2,020)	1,017
Share of profit of equity-accounted investee	-	1,214	-	1,214	-	-	-	-
Reportable segment assets	384,043	284,888	196,083	865,014	400,557	839,197	317,239	1,556,993
Reportable segment liabilities	(208,900)	(109,510)	(92,503)	(410,913)	(225,372)	(564,847)	(318,648)	(1,108,867)

* General corporate activities

Geographical Information

	Revenue		Non-current assets	
	3 months ended 30 Sep		3 months ended 30 Sep	
	2017	2016	2017	2016
	S\$'000	S\$'000	S\$'000	S\$'000
Malaysia	20,809	19,249	368,471	385,501
China	-	-	44,095	-
Singapore	164	9,126	25,990	663
Middle East	-	-	5,769	7,793
Total	20,973	28,375	444,325	393,957

SEGMENT ANALYSIS

	9 Months Ended 30 September 2017				9 Months Ended 30 September 2016			
	Hospitality S\$'000	Property S\$'000	Others* S\$'000	Total S\$'000	Hospitality S\$'000	Property S\$'000	Others* S\$'000	Total S\$'000
Segment revenue	55,766	17,185	2,630	75,581	46,780	22,724	2,767	72,271
Elimination of inter-segment revenue	(16)	(650)	(2,384)	(3,050)	-	-	(2,767)	(2,767)
External revenue	55,750	16,535	246	72,531	46,780	22,724	-	69,504
Interest income	416	80	2,085	2,581	306	330	3,603	4,239
Interest expense	(6,236)	(4,134)	(4,395)	(14,765)	(7,523)	(1,909)	(3,853)	(13,285)
Depreciation	(6,019)	(553)	(288)	(6,860)	(6,054)	(15)	(147)	(6,216)
Reportable segment profit/(loss) before tax	14,213	75,373	(10,799)	78,787	5,980	645	(2,259)	4,366
Tax expense	(3,996)	508	-	(3,488)	(3,629)	(612)	-	(4,241)
Reportable segment profit/(loss) after tax	10,217	75,881	(10,799)	75,299	2,351	33	(2,259)	125
Share of profit of equity-accounted investee	-	3,121	-	3,121	-	-	-	-
Reportable segment assets	384,043	284,888	196,083	865,014	400,557	839,197	317,239	1,556,993
Reportable segment liabilities	(208,900)	(109,510)	(92,503)	(410,913)	(225,372)	(564,847)	(318,648)	(1,108,867)

* General corporate activities

Geographical Information

	Revenue		Non-current assets	
	9 months ended 30 Sep 2017 S\$'000	2016 S\$'000	9 months ended 30 Sep 2017 S\$'000	2016 S\$'000
Malaysia	55,751	46,780	368,471	385,501
China	-	-	44,095	-
Singapore	16,780	22,724	25,990	663
Middle East	-	-	5,769	7,793
Total	72,531	69,504	444,325	393,957

15. Negative Assurance Confirmation Under Rule 705(5) of the Listing Manual

We, Gilbert Ee Guan Hui and Kenneth Goi Kok Ming, being the two Executive Directors of GSH Corporation Limited, do hereby confirm on behalf of the directors of the Company that, to the best of their knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the 3Q2017 financial results to be false or misleading in any material respect.

16. 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 it has procured the undertakings.

BY ORDER OF THE BOARD

Lee Tiong Hock
Company Secretary
10 November 2017