TRANSIT-MIXED CONCRETE LTD

ANNUAL REPORT
2015

QUALITY

VALUE

SERVICE

Contents

OUR VISION

To meet the increasing needs of the construction industry through profitable growth and to maintain an increasing core of loyal, satisfied customers by delivering good quality, service and value.

OUR MISSION

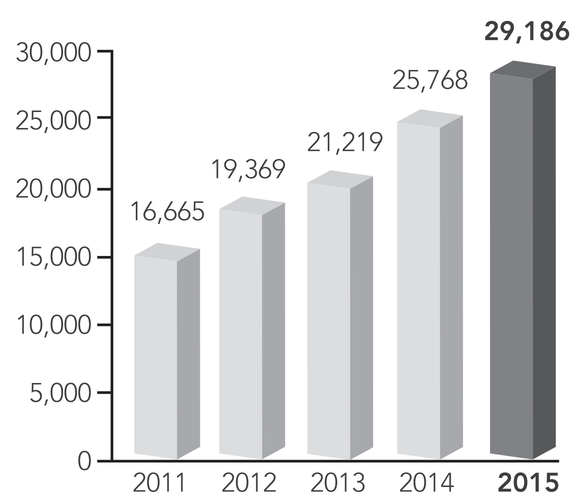
To work closely with our customers to ensure that we continue to meet their expectations.

FINANCIAL HIGHLIGHTS

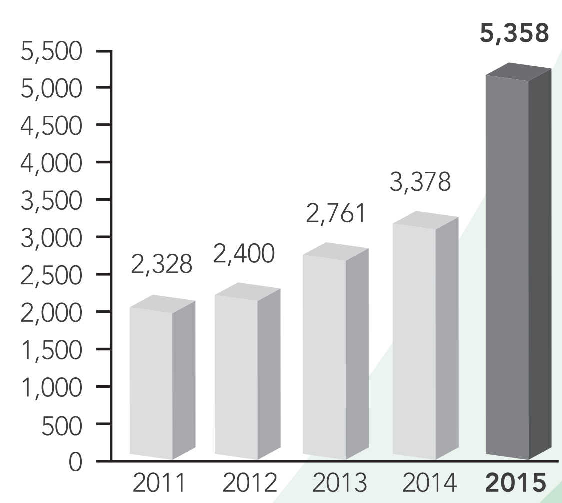
Financial year ended 28 February

	2011	2012	2013	2014	**2015**
	$'000	$'000	$'000	$'000	**$'000**
Revenue	16,665	19,369	21,219	25,768	**29,186**
Profit before income tax	2,293	2,265	2,636	4,145	**5,732**
Profit for the year	2,433	2,459	2,784	3,519	**5,490**
Profit attributable to owners of the company	2,328	2,400	2,761	3,378	**5,358**
Earnings per share (cents)	3.34	3.45	3.97	4.85	**7.70**
Shareholders' equity	15,323	15,983	17,309	18,895	**22,104**
Total assets	22,136	25,257	26,973	30,637	**33,314**
Total liabilities	5,802	8,698	9,086	11,045	**10,406**
Net asset value per ordinary share (cents)	22.02	22.97	24.87	27.15	**31.76**

Revenue
($'000)



Profit Attributable to Owners of the Company
($'000)



CEO'S STATEMENT

Dear Valued Shareholders,

On behalf of the Board of Directors, it is with great pleasure that I present you our annual report for the Financial Year ended 28 February 2015 ("FY2015").

For the year under review, business conditions have been favourable for your company. With an increase in concrete pumping sales arising from the increase in construction activities of infrastructure projects as well as private and public housing projects in Singapore and Malaysia, Group turnover marked an increase of 13% to $29.2 million for FY2015 compared with $25.8 million for FY2014. On the back of strengthened revenue, gross profit increased 40%, from $5.9 million in the previous year to $8.3 million in the year in review. All in, Group profit attributable to owners grew 59% to $5.4 million from $3.4 million achieved the year before.

We were able to achieve such substantial progress with our strong business network, core skills and a conducive business environment. According to the Building and Construction Authority (BCA), the total construction demand in Singapore for 2014 set a new booming record of $37.7 billion. This was fuelled by a higher volume of institutional and civil engineering construction contracts. Such projects include Sengkang General and Community Hospital, Tampines Town Hub and the awarding of various large contracts for the construction of the Thomson-East Coast MRT line as well as land preparation works for the upcoming Changi Airport development.

Followed by an exceptionally strong performance in 2014, BCA expects that construction demand for 2015 will reach between $29 billion to $36 billion.

OUTLOOK AND STRATEGY

According to BCA's report in January 2015, public sector projects will compose about 60% or about $18-21 billion of construction demand in 2015. Such public sector demand is attributed to an increase in industrial projects and the sustained pipeline of institutional and civil engineering works. Meanwhile, public housing projects are anticipated to moderate this year due to a more stabilized public housing market.

As for private sector demand, the BCA forecasts a moderation to $11-15 billion compared to $18 billion last year. The less promising environment is based on a slowdown in private home sales and an unpredictable global market. In addition, given uneven global economic conditions thus far, the broader Singapore economy is projected to expand modestly at a pace of 2.0 to 4.0% for 2015, notes the Ministry of Trade and Industry in a February 2015 forecast.

To leverage on economic prospects in the growing Indonesian economy, the Group in July 2014 partnered with PT Acset Indonusa Tbk, a public-listed company in Indonesia, to incorporate an Indonesian joint-venture company named PT ATMC Pump Services. This joint-venture will be looking to explore opportunities in the market for concrete pumping services in Indonesia. The above transaction does not have any material impact on the consolidated net tangible assets and earnings per share of the Company during FY2015.

In sum, despite global uncertainties and barring unforeseen circumstances, we look forward to the continued development of the regional construction industry while maintaining a positive outlook for our Group. We anticipate that this benign regional environment will positively impact our performance and result in profitability for the new financial year.

DIVIDENDS

To thank our shareholders for their support, the Board is proposing a final dividend of 2 cents per share to be approved at the upcoming Annual General Meeting. Together with our interim dividend of 1.5 cents per share, total dividends over the year in review, if approved, will be 3.5 cents per share.

CONCLUSION

Given a positive outlook by BCA and a good performance of the Group for the year in review, we remain optimistic in seizing opportunities this coming FY2016. Despite fluctuations in the growth of the Singapore economy, we are resolute in strengthening our capabilities and exploring viable business opportunities to achieve sustainable growth.

In conclusion, on behalf of the Board, we would like to express our appreciation to our fellow directors, management and staff, as well as customers and business associates, for their advice and encouragement over the year. We look forward to the year ahead.

CHUA ENG HIM
Chief Executive Officer

OPERATING AND FINANCIAL REVIEW

Financial and Operational Highlights

For FY2015, the Group recorded a sales turnover of $29.2 million, a 13% increase compared with $25.8 million in the previous year. The improvement was mainly attributed to an increase in concrete pumping sales arising from the increase in construction activities of infrastructure projects and private and public housing projects in Singapore and Malaysia. On the back of better sales, the Group achieved gross profit of $8.3 million, an improvement of 40% compared with the previous year's $5.9 million. This resulted in Group profit attributable to owners growing 59% to $5.4 million from $3.4 million the year before.

Together with the increase in sales, trade and other receivables were up from $7.2 million to $8.2 million. Trade and other payables were down from $6.3 million to $5.3 million due to payment made to payables for plant and equipment. Cash and cash equivalents of the Group improved to $1.9 million. Overall, the Group's gearing also eased from 17% to 15% in FY2015.

The Group's return on equity improved to 24%, compared with 18% for the previous year. On a per share basis, earnings climbed from 4.85 cents in FY2014 to 7.70 cents, a 2.85 cents increase in FY2015 while net asset value as of 28 February 2015 rose to 31.76 cents from 27.15 cents a year before.

Geographically, Singapore continued to be our revenue driver with its growth of 15%, from $18.7 million in FY2014 to $21.5 million this FY2015. Sales from Malaysia grew by about 8% from $7.1 million in FY2014 to $7.7 million. Singapore remained the bulk contributor of FY2015 revenue, about 74%, while Malaysia contributed about 26%.

BUSINESS SEGMENTS

Ready-Mixed Concrete

Revenue for this segment amounted to $7.4 million, compared to about $7.0 million in FY2014. This was boosted mainly by the buoyant construction activities in the Iskandar Region in Johor Bahru.

However, owing to the fall of sales in Singapore and lower gain on disposal of plant and equipment, reportable segment profit before income tax slid to $659,000 in FY2015 from $751,000 in FY2014.

Concrete Pumping Services

The Concrete Pumping Services segment saw an increase in revenue of $3.4 million over the year in review, from $16.6 million in FY2014 to about $20.0 million in FY2015.This was due to the increase in construction activities of infrastructure projects and private and public housing projects in Singapore and Malaysia. Our major projects in this segment included Tanjong Pagar Centre, Mapletree Business City (Phase 2), Changi Airport Terminal 4, SLNG Terminal (Phase 3) and Duo Residences – mixed development.

This led to a strong improvement in the reportable segment profit before income tax to $5.5 million in FY2015, from $3.4 million the year before.

Waste Management

Sales in the Waste Management segment registered as $1.8 million in FY2015, a decrease from $2.2 million in the previous period. Our major projects included cleaning contracts at SIA Engineering Company Ltd, Changi Airport (Terminal 1,2, and 3), Nanyang Technological University, Ngee Ann Polytechnic, Republic Polytechnic and groups of about 100 schools.

The reportable segment profit before income tax was $190,000 in FY2015, a moderation from $329,000 achieved in FY2014.

BOARD OF DIRECTORS

TAN KOK HIANG, 65

is the Chairman of the Board. He was appointed an independent non-executive director of the Company since 25 September 1997 and is the Chairman of the Audit, Nominating and Remuneration Committees. He was last elected as a director on 26 June 2013 and his next re-election will be in June 2016. As on 28 February 2015, he has served as a director for 17 years 4 months. He is presently also an independent director of 3 other public companies namely EnviroHub Holdings Ltd, ICP Ltd and LHT Holding Ltd. He does not hold any other principal commitments and his directorship in listed companies in the preceding three years included Viz Branz Limited and Food Junction Holdings Ltd. Mr Tan has more than 30 years of experience in accounting, finance, strategic planning and risks management. He holds a Bachelor of Accountancy (Honours) degree from the University of Singapore and is a member of the Singapore Institute of Directors.

CHUA ENG HIM, 65

is the Chief Executive Officer ("CEO"). He is a non-independent executive director of the Company and a member of the Nominating Committee. Mr Chua, as CEO cum director of the Company is not subject to retirement by rotation. He has been holding the position since 5 May 1980. As on 28 February 2015, he has served as a director for 34 years 10 months. He also holds directorship in all the related corporations. He does not hold any other principal commitments or any directorships in other listed companies over the preceding three years. Mr Chua graduated in 1971 from the University of Singapore with a Bachelor of Science. As the CEO of the Company, he oversees all activities, in particular the marketing and financial aspects, of the Company. He also takes an active role in the management of the Company's subsidiaries.

YAP BOH LIM, 77

is a founding member and has been a director of the Company since it was incorporated on 31 August 1979. He is a non-independent non-executive director and a member of the Audit Committee. As on 28 February 2015, he has served as a director for 35 years 6 months. He also holds directorship in a number of related corporations. Pursuant to Section 153(6) of the Companies Act, Cap. 50, Mr Yap is subject to annual re-appointment as a director to hold office until the next AGM. There is no relationship (including immediate family relationship) between Mr Yap and the other directors of the Company or its 10% shareholders. He does not hold any other principal commitments or any directorships in other listed companies over the preceding three years. He is a Barrister-at-Law and had since 2005 retired from practice.

TAN HWEE YONG, 56

was appointed an independent non-executive director of the Company on 18 May 2007 and is a member of the Audit, Nominating and Remuneration Committees. He was last elected as a director on 27 June 2012 and his next re-election will be in June 2015. As on 28 February 2015, he has served as a director for 7 years 9 months. Currently, he is the executive director of Bernard Valuers & Real Estate Consultants Pte Ltd and does not hold any other principal commitments. In the preceding 3 years, he was also an independent director of Viz Branz Ltd. He holds a Bachelor of Science degree in Estate Management from the National University of Singapore and a Master of Commerce degree in Accounting from the University of Adelaide. Mr Tan has more than 20 years of experience in property valuation, agency, management and consultancy.

LOW WING HONG, 49

was appointed a non-independent non-executive director of the Company on 29 August 2007 and is a member of the Remuneration Committee. He was last elected as a director on 25 June 2014 and his next re-election will be in June 2017. As on 28 February 2015, he has served as a director for 7 years 6 months. There is no relationship (including immediate family relationship) between Mr Low and the other directors of the Company. His present directorships include 4 other private companies. Currently, he is the Investment Manager of Kheng Leong Company (Pte) Ltd. Other than this, he does not hold any principal commitments or any directorships in other listed companies over the preceding 3 years. Mr Low holds a Bachelor of Accountancy degree from the National University of Singapore. He has more than 20 years of experience in investment management and tax and business advisory.

YAP ENG CHING, 49, ALTERNATE TO YAP BOH LIM

was appointed an alternate director to Mr Yap Boh Lim on 15 September 2009. Currently, he is a Rehabilitation Physician with the National Healthcare Group. Other than Mr Yap Boh Lim, there is no relationship (including immediate family relationship) between Mr Yap and the other directors of the Company or its 10% shareholders. He does not hold any other principal commitments or any directorships in other listed companies over the preceding three years. He holds a Bachelor of Medicine and Surgery degree from the University of Bristol, UK. He is a Member of the Royal College of Physicians Ireland, and a Fellow of the Academy of Medicine Singapore.

KEY MANAGEMENT PERSONNEL

Loke Kai Hoong

Mr Loke is the General Manager of the Company. He holds a Bachelor of Business from the Royal Melbourne Institute of Technology and a Diploma in Mechanical Engineering from the Singapore Polytechnic. Mr Loke joined the Company in April 1996. He oversees the Group's operations and is responsible for the development and management of the Group's waste management business.

Chen Lee Lee

Ms Chen is the Finance Manager of the Company. She oversees all the financial and accounting functions of the Group. Ms Chen has more than 20 years of working experience in the auditing, accounting and administration field. Ms Chen joined the Company in May 1998 and is a member of the Institute of Singapore Chartered Accountants.

Kek Yong Hock

Mr Kek is the Marketing Manager responsible for the marketing of ready-mixed concrete and concrete pumping services. He is also responsible for providing technical assistance to the customers. Mr Kek has been with the Company for more than 20 years and holds a diploma in Civil Engineering from the Singapore Polytechnic.

Lee Kim Keow

Mr Lee is the Operations Manager in charge of installation and maintenance of plant and equipment. He has been with the Company for more than 20 years. Mr Lee is involved in all aspects of production and operation activities.

Yeo Tin Check

Mr Yeo is the Pump Operations Manager responsible for the effective use of manpower and equipment in the concrete pumping services business segment, in particularly with the deployment and allocation of the concrete pumping equipment to the Group's projects. He has been with the Company for more than 20 years.

CORPORATE INFORMATION

Board of Directors
Mr Tan Kok Hiang (Chairman)
Mr Chua Eng Him (Chief Executive Officer)
Mr Yap Boh Lim
Mr Low Wing Hong
Mr Tan Hwee Yong
Dr Yap Eng Ching (Alternate to Mr Yap Boh Lim)

Audit Committee
Mr Tan Kok Hiang (Chairman)
Mr Tan Hwee Yong
Mr Yap Boh Lim
Dr Yap Eng Ching (Alternate to Mr Yap Boh Lim)

Nominating Committee
Mr Tan Kok Hiang (Chairman)
Mr Tan Hwee Yong
Mr Chua Eng Him

Remuneration Committee
Mr Tan Kok Hiang (Chairman)
Mr Tan Hwee Yong
Mr Low Wing Hong

Company Secretary
Ms Chen Lee Lee

Company Registration No.
197902587H

Registered Office
150 Changi Road #03-05
Guthrie Building
Singapore 419973
Tel: (65) 63443922
Fax: (65) 63420990
Website: www.tmcltd.com.sg
Email: tmcltd@tmcltd.com.sg

Registrar & Share Transfer Office
M & C Services Private Limited
112 Robinson Road #05-01
Singapore 068902

Auditors
KPMG LLP
Public Accountants and Chartered Accountants
16 Raffles Quay #22-00
Hong Leong Building
Singapore 048581
Partner-in-charge: Mr Iyer Venkatachalam Venkiteswaran
(wef Financial Year ended 28 February 2013)

Principal Banker of the Group
United Overseas Bank Limited
80 Raffles Quay
UOB Plaza 1
Singapore 048624

CORPORATE GOVERNANCE STATEMENT

The Company is committed to adhering to the principles and guidelines of the Code of Corporate Governance 2012 ("Code") so as to ensure greater transparency and protection of shareholders' interests. This statement describes the Company's corporate governance practices with specific reference to the Code and describes any deviation from any guideline of the Code together with an appropriate explanation.

Board Matters

Principle 1: The Board's Conduct of Affairs

The Board meets regularly throughout the year on a quarterly basis. Ad-hoc meetings are convened when circumstances require. The Articles of Association (the "Articles") of the Company provides for telephonic and video-conference meetings. The number of Board meetings held in the financial year, as well as the attendance of the directors at meetings, is disclosed below:-

Directors' Attendance At Board And Board Committee Meetings For FY2015

	Board		Audit Committee ("AC")		Nominating Committee ("NC")		Remuneration Committee ("RC")	
Name	No. of Meetings Held	No. of Meetings Attended	No. of Meetings Held	No. of Meetings Attended	No. of Meetings Held	No. of Meetings Attended	No. of Meetings Held	No. of Meetings Attended
Tan Kok Hiang	4	4	4	4	1	1	1	1
Chua Eng Him	4	4	–	–	1	1	–	–
Tan Hwee Yong	4	4	4	4	1	1	1	1
Yap Boh Lim/Yap Eng Ching	4	4	4	4	–	–	–	–
Low Wing Hong	4	4	–	–	–	–	1	1

The Board oversees the business affairs of the Group. Apart from its statutory responsibilities, it approves the Group's strategic plans, key operational initiatives, nominations of directors, annual budgets, major investments, divestment proposals, funding decisions and reviews the financial performance and announcements of the Group. Specific Board approval is required for any investments or expenditures exceeding $250,000.

All the directors are appropriately qualified and experienced to discharge their responsibilities. The Company will initiate relevant training for directors, particularly on relevant new laws, regulations and changing commercial risks, from time to time.

Principle 2: Board Composition and Guidance

The Board comprises 5 directors, 2 of whom are independent non-executive directors. The NC reviews the independence of each director annually in accordance with the Code's definition of what constitutes an independent director. For FY2015, the NC is of the view that independent directors made up at least one-third of the Board and that no individual or small group of individuals dominates the Board's decision making.

While the Company's Articles allows for the appointment of a maximum of 9 directors, the NC is of the view that the current Board size of 5 directors is appropriate, taking into account the nature and scope of the Company's operations.

CORPORATE GOVERNANCE STATEMENT

Independent Directors

1 of our independent directors, namely Mr Tan Kok Hiang, has served on the Board for more than 9 years as an independent director. His independence has been thoroughly and rigorously reviewed by the NC and the Board. The Board is satisfied that Mr Tan Kok Hiang is considered independent as he has met all the conditions and criteria of independence under the Code. Mr Tan Kok Hiang has no relationship with the Company, its related corporations, its 10% shareholders or its officers and does not receive any compensation from the Group or any of its related corporations for the provision of services other than the fixed fee which is approved by shareholders at the Annual General Meeting ("AGM"). The Board is assured that Mr Tan Kok Hiang is independent in character and judgement and there are no relationships or circumstances which are likely to affect, or could appear to affect, his judgement.

The Board comprises directors who as a group provide core competencies such as accounting or finance, business or management experience, industry knowledge, strategic planning experience and customer-based experience or knowledge. The Board takes into account the need for progressive refreshing of the Board.

Principle 3: Chairman and Chief Executive Officer ("CEO")

There is a clear division of responsibilities between the Chairman and the CEO, which ensures there is a balance of power and authority at the top of the Group. The Group keeps the posts of Chairman and CEO separate and these positions are held by Mr Tan Kok Hiang and Mr Chua Eng Him respectively.

The Board has delegated the day-to-day running of the Group to the CEO while the Chairman is primarily responsible for the effective working of the Board.

The Chairman's responsibilities include leading the Board to ensure its effectiveness on all aspects of its role, setting its agenda and ensuring that adequate time is available for discussion of all agenda items, in particular strategic issues, promoting a culture of openness and debate at the Board, ensuring that the directors receive complete, adequate and timely information, ensuring effective communication with shareholders, encouraging constructive relations within the Board and between the Board and Management, facilitating the effective contribution of non-executive directors in particular and promoting high standards of corporate governance.

Principle 4: Board Membership

The NC was established in March 2002. The NC comprises 3 members, 2 of whom, including the Chairman are independent non-executive directors.

The role of the NC is to oversee the appointment and induction process for directors. It is responsible for reviewing the composition of the Board and making recommendations to the Board on the appropriate skill mix, personal qualities and experience required for the effective performance of the Board. The NC is also tasked with the selection, appointment and succession planning process of the Group's CEO and helps to ascertain that independent directors meet the criteria set out in the Code.

Under the Articles, not less than one-third of the directors are to retire from office by rotation at each AGM of the Company. The CEO who is also a director is not subject to retirement by rotation. The Board agreed that the Articles shall not be amended to provide for retirement of the CEO as the position of CEO is specialised and requires an experienced and knowledgeable person to perform the day-to-day running of the Group's operation.

Candidates are selected for their character, judgement, business experience and acumen. Scientific expertise, prior government service and familiarity with national and international issues affecting business are also among the relevant criteria. Final approval of a candidate is determined by the full Board.

CORPORATE GOVERNANCE STATEMENT

The NC does not prescribe the maximum number of listed company board representations which directors may hold. Where a director has multiple listed company board representations, the NC will evaluate whether or not a director is able to and has been adequately carrying out his or her duties as director of the Company.

The Board comprises suitably qualified members as follows:

	Date of appointment	Nature of appointment	Prime function/ Other functions	Last re-election	Academic and professional qualifications
Tan Kok Hiang	25/9/97	Independent, non-executive	Chairman of Board, AC, NC and RC	26/6/13	Bachelor of Accountancy (Hons), University of Singapore
Chua Eng Him	5/5/80	Executive	CEO and member of NC	N.A.	Bachelor of Science, University of Singapore
Yap Boh Lim	31/8/79	Non-executive	Member of AC	25/6/14	Barrister-at-Law
Tan Hwee Yong	18/5/07	Independent, non-executive	Member of AC, NC and RC	27/6/12	Bachelor of Science, National University of Singapore
Low Wing Hong	29/08/07	Non-executive	Member of RC	25/6/14	Bachelor of Accountancy, National University of Singapore
Yap Eng Ching (Alternate to Yap Boh Lim)	15/9/09	Non-executive	Alternate to Yap Boh Lim	N.A.	Bachelor of Medicine and Surgery University of Bristol, UK

Principle 5: Board Performance

The NC has established a formal framework of assessment process to assess each director's contribution to the effectiveness of the Board. The assessment parameter includes attendance at meetings of the Board and Board committees, intensity of participation at meetings, the quality of interventions and special contributions.

In assessing Board performance as a whole, the NC adopted both quantitative and qualitative criteria such as return on equity and evaluation of Board performance against strategic goals.

Principle 6: Access to Information

Directors receive a regular supply of information from management about the Group so that they are equipped to play as full a part as possible in Board meetings. Detailed Board papers are prepared for each Board meeting and are normally circulated a week in advance of each meeting. The Board papers include sufficient information from management on financial, business and corporate issues to enable the directors to be properly briefed on issues to be considered at Board meetings. Information provided includes background or explanatory information relating to matters to be brought before the Board, copies of disclosure documents, budgets, forecasts and monthly internal financial statements.

All directors have unrestricted access to the Company's records and information and receive detailed financial and operational reports from senior management during the year to enable them to carry out their duties. Directors also liaise with senior management as required, and may consult with other employees and seek additional information on request.

In addition, directors have separate and independent access to the advice and services of the Company Secretary, who is responsible to the Board for ensuring that established procedures and relevant statutes and regulations are complied with. The Company Secretary attends all Board meetings and is responsible to ensure that Board procedures are followed and that applicable rules are complied with.

Should directors, either individually or as a group, in the furtherance of their duties, need independent professional advice, the professional advisor selected must be approved by the Board. The cost of such professional advice shall be borne by the Company.

Remuneration Matters

Principle 7: Procedures for developing Remuneration Policies

The RC was established in March 2002. The RC comprises 3 members, all non-executive, 2 of whom, including the Chairman are independent directors.

The RC reviews and approves recommendations on remuneration policies and packages for the Board and key management personnel. The review covers all aspects of remuneration, including but not limited to directors' fees, salaries, allowances, bonuses, options and benefits-in-kind. The RC's recommendations are made in consultation with the Chairman of the Board and submitted for endorsement by the entire Board.

Annual reviews of the compensation of directors are also carried out by the RC to ensure that the executive directors and key management personnel are appropriately rewarded, giving due regard to the financial and commercial health and business needs of the Group.

Principle 8: Level and Mix of Remuneration

The CEO's remuneration package includes a variable bonus element which is performance-related. The Chairman and the non-executive directors have no service contracts.

Directors' fees are set in accordance with a remuneration framework comprising basic fees and attendance fees. Executive directors do not receive directors' fees. Non-executive directors are paid directors' fees, subject to approval at the AGM.

Principle 9: Disclosure on Remuneration

The Group's remuneration policy is to provide compensation packages at market rates which reward successful performance to attract, retain and motivate key management personnel and directors. The remuneration packages offered by the Group are comparable to those of other companies of similar size and nature. For FY2015, subject to shareholders' approval, it is proposed that directors' fees of $100,000 be paid. A breakdown of the directors' remuneration is also disclosed on page 59.

The remuneration of the directors of the Company for FY2015 is as follows:-

	Total Remuneration $'000	Fee %	Salary %	Bonus %	Total %
Chua Eng Him	476	–	26	74	100
Tan Kok Hiang	31	100	–	–	100
Yap Boh Lim	23	100	–	–	100
Tan Hwee Yong	26	100	–	–	100
Low Wing Hong	20	100	–	–	100

CORPORATE GOVERNANCE STATEMENT

The remuneration of the top 5 key management personnel of the Group (who are not directors or the CEO) for FY2015 is as follows:-

	Salary %	Bonus %	Total %
Below $250,000			
Loke Kai Hoong	79	21	100
Chen Lee Lee	79	21	100
Kek Yong Hock	79	21	100
Lee Kim Keow	85	15	100
Yeo Tin Check	84	16	100

The Company does not disclose in aggregate the total remuneration paid to the top 5 key management personnel of the Group (who are not directors or the CEO) for the purpose of maintaining confidentiality of staff remuneration matters.

For FY2015, the Company and its subsidiaries do not have any employee who is an immediate family member of a director or the CEO whose remuneration exceeds $50,000.

The RC does not prescribe any termination, retirement and post-employment benefits that may be granted to directors and key management personnel.

The CEO's remuneration package is linked to Group's performance. It includes a variable bonus element which is performance-related to ensure that he is fairly remunerated. The remuneration paid to key management personnel is not performance-related.

The Company does not have any employee share scheme.

Accountability And Audit

Principle 10: Accountability

In presenting the annual financial statements and interim announcements to shareholders, it is the aim of the Board to provide shareholders with a balanced and comprehensible assessment of the Group's position and prospects. Management currently provides the Board with appropriate detailed management accounts of the Group's performance, position and prospects on a monthly basis. The Board releases the Group's half and full-year results via the SGXNET and annual reports are issued within the mandatory period.

Principle 11: Risk Management and Internal Controls

The Board is responsible for ensuring that management maintains a sound system of risk management and internal controls to safeguard shareholders' interests and the Company's assets. The Board regularly reviews the adequacy and effectiveness of the Group's risk management and internal control systems. Based on the internal controls established and maintained by the Group, work performed by the internal and external auditors, and reviews performed by management, various Board committees and the Board, the AC and the Board are satisfied with the adequacy and effectiveness of the internal controls, including financial, operational, compliance and information technology controls, and risk management systems.

The Board has also received assurance from the CEO and the senior management that overall, the risk management and internal control system within the Group is adequate to ensure the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances.

CORPORATE GOVERNANCE STATEMENT

The Board acknowledges that it is responsible for the overall internal control framework, but recognises that no cost effective internal control system will preclude all errors and irregularities, as a system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss.

Risk assessment and evaluation takes place as an integral part of the annual strategic planning cycle. Having identified the risks to achievement of their strategic objectives, each business is required to document the management and mitigating actions in place and proposals in respect of each significant risk.

Principle 12: Audit Committee ("AC")

The AC comprises 3 directors, all non-executive, the majority of whom, including the Chairman are independent. The Chairman of the AC, Mr Tan Kok Hiang, is a non-practising certified public accountant. The other members, Mr Yap Boh Lim is a Barrister-at-Law while Mr Tan Hwee Yong is a licensed appraiser. The NC is of the view that the members of the AC have relevant accounting or related financial management expertise or experience to discharge their responsibilities.

Specifically, the AC:

1) reviews the audit plans and scope of audit examination of the external auditors and approves the audit plans of the internal auditors;

2) evaluates the overall effectiveness of both the internal and external audits through regular meetings with each group of auditors;

3) reviews the adequacy of the internal audit function;

4) determines that no restrictions are being placed by management upon the work of the internal and external auditors;

5) evaluates the adequacy of the internal control systems of the Group by reviewing written reports from the internal and external auditors, and management's responses and actions to correct any deficiency;

6) evaluates adherence to the Group's administrative, operating and annual accounting controls;

7) reviews the annual and interim financial statements and announcements to shareholders before submission to the Board for adoption;

8) reviews interested person transactions (as defined in Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST")) to ensure that they are on normal commercial terms and not prejudicial to the interests of the Company or its minority shareholders;

9) discusses with the external auditors any suspected fraud or irregularity or failure of internal controls or suspected infringement of any Singapore or other applicable laws, rules and regulations; and

10) considers other matters as requested by the Board.

The AC is authorised to investigate any matter within its terms of reference, and has full access to management and also full discretion to invite any director or executive officer to attend its meetings, as well as reasonable resources to enable it to discharge its function properly. Annually, the AC meets with the internal auditors and the external auditors separately, without the presence of management. This is to review the adequacy of audit arrangements, with particular emphasis on the scope and quality of their audits, the independence and objectivity of the external auditors and the observations of the auditors.

The aggregate amount of fees paid to the external auditors amounted to approximately $78,000 for audit services and $3,000 for non-audit services.

CORPORATE GOVERNANCE STATEMENT

The AC has undertaken a review of all non-audit services provided by the auditors and confirm that they would not, in the AC's opinion, affect the independence of the auditors.

The Company has put in place a whistleblower policy and procedures which provide employees with well defined and accessible channels within the Group through which employees may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters. The policy aims to encourage reporting of such matters in good faith, with the confidence that retaliatory action will not be taken against any employee who has made reports of violations or suspected violations. The AC ensures that arrangements are in place for the independent investigation of such matters and for appropriate follow up action.

Principle 13: Internal Audit

The Group outsourced its internal audit function to a reputable auditing firm. The internal auditors report directly to the Chairman of the AC on audit matters and to the CEO on administrative matters. The AC carries out review of the effectiveness of the Group's material internal controls, including financial, operational and compliance controls and risk management.

The AC, on an annual basis, assesses the effectiveness of the internal auditors by examining the scope of the internal auditors' work, quality of their reports, their relationship with the external auditors and their independence of the areas reviewed.

Shareholder Rights And Responsibilities

Principle 14: Shareholder Right
Principle 15: Communication with Shareholders
Principle 16: Conduct of Shareholder Meetings

All shareholders of the Company receive the annual report and notice of AGM. The notice is also published in newspapers and announced via the SGXNET. At AGMs, shareholders are given the opportunity to communicate their views on various matters affecting the Company. The Chairmen of the Board committees and external auditors will be present and available to address relevant queries by shareholders. The Articles allows a member of the Company to appoint one or two proxies to attend and vote instead of the member.

Dealings In Securities

The Company has adopted the best practices on dealing in securities set out in the SGX-ST Listing Manual, whereby there should be no dealings in the Company's securities by its officers during the period commencing one month prior to the announcement of Company's annual or half-year results and ending on the date of announcement of the relevant results. Directors and executives are also expected to observe insider trading laws at all times even when dealing in securities within the permitted trading period and are discouraged from dealing in the Company's securities on short-term considerations.

Interested Person Transactions

The Company has adopted internal procedures, in accordance with Chapter 9 of the SGX-ST Listing Manual, to identify and report and where necessary, review and seek approval for interested person transactions. The Company has an existing agreement for the lease of office premises with a director of the Company, Mr Chua Eng Him. Rental paid under this agreement for FY2015 amounted to $79,762 for the Group and the Company. This interested person transaction has been reviewed by the AC.

DIRECTORS' REPORT

We are pleased to submit this annual report to the members of the Company together with the audited financial statements for the financial year ended 28 February 2015.

Directors

The directors in office at the date of this report are as follows:-

Yap Boh Lim
Chua Eng Him
Tan Kok Hiang
Tan Hwee Yong
Low Wing Hong
Yap Eng Ching (Alternate to Yap Boh Lim)

Directors' interests

According to the register kept by the Company for the purposes of Section 164 of the Singapore Companies Act, Chapter 50 (the Act), particulars of interests of directors who held office at the end of the financial year (including those held by their spouses and infant children) in shares, debentures, warrants and share options in the Company and related corporations (other than wholly-owned subsidiaries) are as follows:

	Holdings in the name of the director, spouse or infant children		**Other holdings in which the director is deemed to have an interest**	
	At beginning of the year	**At end of the year**	**At beginning of the year**	**At end of the year**
Company				
Ordinary shares fully paid				
Chua Eng Him	20,731,566	20,731,566	–	–
Yap Boh Lim	15,252,104	15,252,104	–	–
Subsidiaries				
Crescent Concrete Sdn. Bhd.				
Ordinary shares of RM1.00 each fully paid				
Chua Eng Him	–	–	1,330,000	1,330,000
Yap Boh Lim	–	–	1,330,000	1,330,000

By virtue of Section 7 of the Act, Chua Eng Him and Yap Boh Lim are deemed to have interests in all wholly-owned subsidiaries of Transit-Mixed Concrete Ltd at the beginning and at the end of the financial year.

Except as disclosed in this report, no director who held office at the end of the financial year had interests in shares, debentures, warrants or share options of the Company or of related corporations, either at the beginning or at the end of the financial year.

DIRECTORS' REPORT

There was no change in any of the above-mentioned interests in the Company between the end of the financial year and 21 March 2015.

Neither at the end of, nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Except for salaries, bonuses and fees and those benefits that are disclosed in this report and in note 22 to the financial statements, since the end of the last financial year, no director has received, or become entitled to receive, a benefit by reason of a contract made by the Company or a related corporation with the director, or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

Share options

During the financial year, there were:

(i) no options granted by the Company or its subsidiaries to any person to take up unissued shares in the Company or its subsidiaries; and

(ii) no shares issued by virtue of any exercise of option to take up unissued shares of the Company or its subsidiaries.

As at the end of the financial year, there were no unissued shares of the Company or its subsidiaries under option granted by the Company or its subsidiaries.

Audit committee

The members of the Audit Committee during the financial year and at the date of this report comprise two independent directors and a non-executive director as follows:

Tan Kok Hiang	(Chairman, independent and non-executive director)
Tan Hwee Yong	(Independent and non-executive director)
Yap Boh Lim	(Non-executive director)

The Audit Committee performs the functions specified in Section 201B of the Act, the Singapore Exchange Securities Trading Limited (SGX-ST) Listing Manual and the Code of Corporate Governance.

The Audit Committee has held four meetings since the last directors' report. In performing its functions, the Audit Committee met with the Company's external and internal auditors to discuss the scope of their work, the results of their examination and evaluation of the Group's internal accounting control system.

The Audit Committee also reviewed the following:

- assistance provided by the Company's officers to the external and internal auditors;
- half-yearly financial information and annual financial statements of the Group and the Company prior to their submission to the directors of the Company for adoption; and
- interested person transactions (as defined in Chapter 9 of the SGX-ST Listing Manual).

DIRECTORS' REPORT

The Audit Committee has full access to management and is given the resources required for it to discharge its functions. It has full authority and discretion to invite any director or executive officer to attend its meetings. The Audit Committee also recommends the appointment of the external auditors and reviews the level of audit and non-audit fees.

The Audit Committee is satisfied with the independence and objectivity of the external auditors and has recommended to the Board of Directors that the auditors, KPMG LLP, be nominated for re-appointment as auditors at the forthcoming Annual General Meeting of the Company.

In appointing our auditors for the Company, subsidiaries and significant associated companies, we have complied with Rules 712 and 715 of the SGX Listing Manual.

Internal controls

Based on the internal controls established and maintained by the Group, work performed by the internal and external auditors, and reviews performed by management, various Board Committees and the Board, the Audit Committee and the Board are of the opinion that the Group's internal controls, addressing financial, operational and compliance risks, were adequate as at 28 February 2015.

Auditors

The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Board of Directors

Chua Eng Him
Director

Yap Boh Lim
Director

29 May 2015

STATEMENT BY DIRECTORS

In our opinion:

(a) the financial statements set out on pages 25 to 69 are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 28 February 2015 and the results, changes in equity and cash flows of the Group for the year ended on that date in accordance with the provisions of the Singapore Companies Act, Chapter 50 and Singapore Financial Reporting Standards; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The Board of Directors has, on the date of this statement, authorised these financial statements for issue.

On behalf of the Board of Directors

Chua Eng Him
Director

Yap Boh Lim
Director

29 May 2015

INDEPENDENT AUDITORS' REPORT

Members of the Company
Transit-Mixed Concrete Ltd

Report on the financial statements

We have audited the accompanying financial statements of Transit-Mixed Concrete Ltd (the Company) and its subsidiaries (the Group), which comprise the statements of financial position of the Group and the Company as at 28 February 2015, the statement of comprehensive income, statement of changes in equity and statement of cash flows of the Group and the statement of comprehensive income and statement of changes in equity of the Company for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 25 to 69.

Management's responsibility for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act, Chapter 50 (the Act) and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheets and to maintain accountability of assets.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements of the Group and the statement of financial position, statement of comprehensive income and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards to give a true and fair view of the state of affairs of the Group and of the Company as at 28 February 2015 and the results, changes in equity and cash flows of the Group and the results and changes in equity of the Company for the year ended on that date.

INDEPENDENT AUDITORS' REPORT

Members of the Company
Transit-Mixed Concrete Ltd

Report on other legal and regulatory requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
29 May 2015

STATEMENTS OF FINANCIAL POSITION

As at 28 February 2015

	Note	Group 2015 $	Group 2014 $	Company 2015 $	Company 2014 $
Non-current assets					
Plant and equipment	4	21,781,714	21,663,410	2,841,175	2,042,816
Investment in subsidiaries	5	–	–	12,740,060	12,740,060
Deferred tax asset	12	370,000	115,000	370,000	115,000
Total non-current assets		22,151,714	21,778,410	15,951,235	14,897,876
Current assets					
Inventories	7	1,062,970	1,062,076	–	–
Trade and other receivables	8	8,199,909	7,232,851	1,521,779	2,278,198
Cash and cash equivalents	9	1,899,294	563,964	524,540	1,326
Total current assets		11,162,173	8,858,891	2,046,319	2,279,524
Total assets		33,313,887	30,637,301	17,997,554	17,177,400
Equity attributable to owners of the Company					
Share capital	10	11,190,764	11,190,764	11,190,764	11,190,764
Reserves	11	10,913,595	7,704,636	3,564,510	1,435,190
Total equity attributable to owners of the Company		22,104,359	18,895,400	14,755,274	12,625,954
Non-controlling interests	6	803,825	696,406	–	–
Total equity		22,908,184	19,591,806	14,755,274	12,625,954
Non-current liabilities					
Deferred tax liabilities	12	1,834,288	1,499,566	–	–
Finance lease obligations	13	1,158,468	662,837	–	–
Total non-current liabilities		2,992,756	2,162,403	–	–
Current liabilities					
Trade and other payables	14	5,291,208	6,282,849	3,242,280	3,154,206
Current tax liabilities		39,856	75,714	–	–
Finance lease obligations	13	2,081,883	1,127,289	–	–
Bank overdrafts	9	–	1,397,240	–	1,397,240
Total current liabilities		7,412,947	8,883,092	3,242,280	4,551,446
Total liabilities		10,405,703	11,045,495	3,242,280	4,551,446
Total equity and liabilities		33,313,887	30,637,301	17,997,554	17,177,400

The accompanying notes form an integral part of these financial statements.

STATEMENTS OF COMPREHENSIVE INCOME

Year ended 28 February 2015

	Note	Group 2015 $	Group 2014 $	Company 2015 $	Company 2014 $
Revenue	15	29,186,110	25,768,467	1,086,858	2,342,308
Cost of sales	16	(20,911,012)	(19,839,700)	(381,862)	(1,452,444)
Gross profit		8,275,098	5,928,767	704,996	889,864
Other income	17	145,671	375,417	5,013,253	1,943,231
Selling, general and administrative expenses	16	(2,548,981)	(2,038,737)	(1,711,723)	(1,151,427)
Net finance costs	18	(140,052)	(120,755)	(44,482)	(66,001)
Profit before income tax		5,731,736	4,144,692	3,962,044	1,615,667
Income tax (expense)/credit	19	(241,304)	(625,334)	255,000	(13,000)
Profit for the year		5,490,432	3,519,358	4,217,044	1,602,667
Other comprehensive income					
Items that are or may be reclassified subsequently to profit or loss:					
Foreign currency translation differences for foreign operations		(86,330)	(74,703)	–	–
		(86,330)	(74,703)	–	–
Total comprehensive income for the year		5,404,102	3,444,655	4,217,044	1,602,667
Profit attributable to:					
Owners of the Company		5,358,185	3,378,337	4,217,044	1,602,667
Non-controlling interests	6	132,247	141,021	–	–
Profit for the year		5,490,432	3,519,358	4,217,044	1,602,667
Total comprehensive income attributable to:					
Owners of the Company		5,296,683	3,326,449	4,217,044	1,602,667
Non-controlling interests		107,419	118,206	–	–
Total comprehensive income for the year		5,404,102	3,444,655	4,217,044	1,602,667
Earnings per share (cents)					
- basic and fully diluted	20	7.70	4.85		

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 28 February 2015

	Share capital $	Foreign currency translation reserve $	Retained earnings $	Total attributable to owners of the Company $	Non-controlling interests $	Total $
Group						
2014						
At 1 March 2013	11,190,764	(105,688)	6,223,645	17,308,721	578,200	17,886,921
Total comprehensive income for the year						
Profit for the year	–	–	3,378,337	3,378,337	141,021	3,519,358
Other comprehensive income, net of tax						
Foreign currency translation differences for foreign operations	–	(51,888)	–	(51,888)	(22,815)	(74,703)
Total other comprehensive income for the year	–	(51,888)	–	(51,888)	(22,815)	(74,703)
Total comprehensive income for the year	–	(51,888)	3,378,337	3,326,449	118,206	3,444,655
Contributions by and distributions to owners						
Final tax-exempt dividend to owners of 1 cent per share in respect of 2013	–	–	(695,908)	(695,908)	–	(695,908)
Interim tax-exempt dividend to owners of 1.5 cents per share in respect of 2014	–	–	(1,043,862)	(1,043,862)	–	(1,043,862)
Total contributions by and distributions to owners	–	–	(1,739,770)	(1,739,770)	–	(1,739,770)
At 28 February 2014	11,190,764	(157,576)	7,862,212	18,895,400	696,406	19,591,806

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 28 February 2015

	Share capital $	Foreign currency translation reserve $	Retained earnings $	Total attributable to owners of the Company $	Non-controlling interests $	Total $
Group						
2015						
At 1 March 2014	11,190,764	(157,576)	7,862,212	18,895,400	696,406	19,591,806
Total comprehensive income for the year						
Profit for the year	–	–	5,358,185	5,358,185	132,247	5,490,432
Other comprehensive income, net of tax						
Foreign currency translation differences for foreign operations	–	(61,502)	–	(61,502)	(24,828)	(86,330)
Total other comprehensive income for the year	–	(61,502)	–	(61,502)	(24,828)	(86,330)
Total comprehensive income for the year	–	(61,502)	5,358,185	5,296,683	107,419	5,404,102
Contributions by and distributions to owners						
Final tax-exempt dividend to owners of 1.5 cents per share in respect of 2014	–	–	(1,043,862)	(1,043,862)	–	(1,043,862)
Interim tax-exempt dividend to owners of 1.5 cents per share in respect of 2015	–	–	(1,043,862)	(1,043,862)	–	(1,043,862)
Total contributions by and distributions to owners	–	–	(2,087,724)	(2,087,724)	–	(2,087,724)
At 28 February 2015	11,190,764	(219,078)	11,132,673	22,104,359	803,825	22,908,184

The accompanying notes form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

Year ended 28 February 2015

	Share capital $	Retained earnings $	Total $
Company			
2014			
At 1 March 2013	11,190,764	1,572,293	12,763,057
Profit for the year representing total comprehensive income for the year	–	1,602,667	1,602,667
Contributions by and distributions to owners			
Final tax-exempt dividend to owners of 1 cent per share in respect of 2013	–	(695,908)	(695,908)
Interim tax-exempt dividend to owners of 1.5 cents per share in respect of 2014	–	(1,043,862)	(1,043,862)
Total contributions by and distributions to owners	–	(1,739,770)	(1,739,770)
At 28 February 2014	11,190,764	1,435,190	12,625,954
2015			
At 1 March 2014	11,190,764	1,435,190	12,625,954
Profit for the year representing total comprehensive income for the year	–	4,217,044	4,217,044
Contributions by and distributions to owners			
Final tax-exempt dividend to owners of 1.5 cents per share in respect of 2014	–	(1,043,862)	(1,043,862)
Interim tax-exempt dividend to owners of 1.5 cents per share in respect of 2015	–	(1,043,862)	(1,043,862)
Total contributions by and distributions to owners	–	(2,087,724)	(2,087,724)
At 28 February 2015	11,190,764	3,564,510	14,755,274

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 28 February 2015

	Note	Group 2015 $	Group 2014 $
Cash flows from operating activities			
Profit before income tax		5,731,736	4,144,692
Adjustments for:			
Depreciation of plant and equipment	4	3,221,295	2,947,917
Write-off of plant and equipment	4	342,000	–
Gain on disposal of plant and equipment	17	(64,500)	(242,223)
Interest income	17	(34)	(12,485)
Interest expense	18	140,052	120,755
		9,370,549	6,958,656
Changes in:			
Inventories		(894)	(103,227)
Trade and other receivables		(967,058)	(1,511,996)
Trade and other payables		(201,697)	297,820
Cash generated from operations		8,200,900	5,641,253
Income taxes paid		(197,439)	(183,844)
Net cash from operating activities		8,003,461	5,457,409
Cash flows from investing activities			
Interest received		34	12,485
Purchase of plant and equipment*	4	(1,190,842)	(2,108,236)
Proceeds from disposal of plant and equipment		186,057	326,456
Net cash used in investing activities		(1,004,751)	(1,769,295)
Cash flows from financing activities			
Interest expense paid		(140,052)	(120,755)
Repayment of finance lease liabilities		(2,028,890)	(1,257,519)
Repayment of bank loan		–	(256,104)
Dividends paid		(2,087,724)	(1,739,770)
Net cash used in financing activities		(4,256,666)	(3,374,148)
Net increase in cash and cash equivalents		2,742,044	313,966
Cash and cash equivalents at beginning of the year		(833,276)	(1,117,805)
Effects of exchange rate fluctuations on cash held		(9,474)	(29,437)
Cash and cash equivalents at end of the year	9	1,899,294	(833,276)

Significant non-cash transactions:

* During the year, the Group acquired plant and equipment of $1,748,969 (2014: $2,538,913) on credit from the Group's suppliers. These amounts remain outstanding as at balance sheet date. The Group also acquired plant and equipment of $3,479,115 (2014: $2,135,937) under finance lease arrangements which were paid by the bank directly to the Group's suppliers. These non-cash transactions have been excluded from the investing and financing cash flows.

The accompanying notes form an integral part of these financial statements.

These notes form an integral part of the financial statements.

The financial statements were authorised for issue by the Board of Directors on 29 May 2015.

1. Domicile and activities

Transit-Mixed Concrete Ltd (the Company) is incorporated in Singapore. The address of the Company's registered office is 150 Changi Road #03-05, Guthrie Building, Singapore 419973.

The principal activities of the Company are those of an investment holding company, the supply of ready-mixed concrete and the trading of raw materials for the production of ready-mixed concrete. The principal activities of the subsidiaries are set out in note 5 to the financial statements.

The consolidated financial statements for the year ended 28 February 2015 relates to the Company and its subsidiaries (referred to as the "Group" or "group entities").

2. Basis of preparation

2.1 Statement of compliance

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (FRS).

2.2 Basis of measurement

The financial statements have been prepared on the historical and/or amortised cost basis except for certain financial assets and liabilities which are measured at fair value, as described in the accounting policies below.

2.3 Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The consolidated financial statements are presented in Singapore dollars, which is the functional currency of the Company.

2.4 Use of estimates and judgements

The preparation of financial statements in conformity with FRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are discussed below:

NOTES TO THE FINANCIAL STATEMENTS

Year ended 28 February 2015

2. Basis of preparation (cont'd)

2.4 Use of estimates and judgements (cont'd)

(a) Depreciation of plant and equipment

The costs of plant and equipment are depreciated on a straight-line basis over their expected useful lives after giving effect to an estimated residual value. The Group reviews annually the estimated useful lives and residual values of plant and equipment based on factors that include asset utilisation, internal technical evaluation, technological changes, anticipated use of the assets and related industry benchmark information.

It is possible that the future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned. A reduction in the estimated useful lives and/or residual values of plant and equipment would increase depreciation expense and decrease non-current assets. In case of significant changes in estimated useful lives and/or residual values, depreciation is adjusted prospectively over the remaining useful lives.

(b) Allowance for doubtful debts

The Group reviews the collectability of its trade receivables monthly, by taking into account the length of the Group's relationship with debtors, their payment behaviour and known market factors. The Group's estimate for its allowance for doubtful debts could require change based on changing circumstances, including changes in the economy or in the particular circumstances of individual customers. Differences between this assessment and actual payments by debtors will affect the period in which these differences occur.

At 28 February 2015, the Company had receivables of $1,247,105 (2014: $1,751,494) due from its subsidiaries, which are repayable on demand. These balances are also regularly assessed for impairment. When assessing for impairment, management has taken into account the subsidiaries' current business plans and whether these receivables are expected to be settled in the foreseeable future.

(c) Impairment assessment of plant and equipment

Plant and equipment are tested for impairment when circumstances indicate that there may be a potential impairment. Factors considered important and could trigger an impairment review include: significant fall in market values; a significant underperformance relative to historical or projected future operating results; significant changes in the use of the assets or the strategy for the overall business, including assets that are decided to be phased out or replaced and assets that are damaged or taken out of use; significant negative industry or economic trends. Changes in any of these factors could result in a material change to future estimates of the recoverable value of these plant and equipment.

2.5 Changes in accounting policies

Subsidiaries

As a result of the adoption of FRS 110, the Group has changed its accounting policy for determining whether it has control over and consequently whether it consolidates its investees. FRS 110 introduces a new control model that is applicable to all investees, by focusing on whether the Group has power over an investee, exposure or rights to variable returns from its involvement with the investee and the ability to use its power to affect those returns. In particular, FRS 110 requires the Group to consolidate investees that it controls on the basis of *de facto* circumstances.

In accordance with the transitional provisions of FRS 110, the Group re-assessed the control conclusion for its investees at 1 March 2014. The application of the standard had no significant impact on the control conclusion for all the group's investees.

2. Basis of preparation (cont'd)

2.5 Changes in accounting policies (cont'd)

Disclosure of interests in other entities

FRS 112 Disclosure of Interests in Other Entities, which sets out the disclosures required to be made in respect of all forms of an entity's interests in other entities, including subsidiaries, joint arrangements, associates and unconsolidated structured entities. The adoption of this standard resulted in more extensive disclosures being made in the Group's financial statements in respect of its interests in other entities; as FRS 112 is primarily a disclosure standard, there was no financial impact on the results and financial position of the Company and Group when the Group adopted FRS 112 in 2014. This has been presented in note 6.

On 1 March 2014, the Group adopted other new or amended FRS and interpretations to FRS ("INT FRS") that are mandatory for application from that date. The adoption of these new or amended FRS and INT FRS did not result in substantial changes to the Group's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

3. Summary of significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, except as explained in Note 2.5, which addresses changes in accounting policies.

3.1 Consolidation

Business combinations

Business combinations are accounted for using the acquisition method in accordance with FRS 103 *Business Combination* as at the acquisition date, which is the date on which control is transferred to the Group.

The Group measures goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any NCI in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the pre-existing equity interest in the acquiree,

over the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed. Any goodwill that arises is tested annually for impairment.

When the excess in negative, a bargain purchase gain is recognised immediately in profit or loss.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

3. Summary of significant accounting policies (cont'd)

3.1 Consolidation (cont'd)

Business combinations (cont'd)

Any contingent consideration payable is recognised at fair value at the acquisition date and included in the consideration transferred. If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

When share-based payment awards (replacement awards) are required to be exchanged for awards held by the acquiree's employees (acquiree's awards) and relate to past services, then all or a portion of the amount of the acquirer's replacement awards is included in measuring the consideration transferred in the business combination. This determination is based on the market-based value of the replacement awards compared with the market-based value of the acquiree's awards and the extent to which the replacement awards relate to past and/or future service.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation are measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets, at the acquisition date. The measurement basis taken is elected on a transaction-by-transaction basis. All other non-controlling interests are measured at acquisition-date fair value, unless another measurement basis is required by FRSs.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners and therefore no adjustments are made to goodwill and no gain or loss is recognised in profit or loss. Adjustments to non-controlling interests arising from transactions that do not involve the loss of control are based on proportionate amount of the net assets of subsidiary.

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from intra-group transactions are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

3. Summary of significant accounting policies (cont'd)

3.1 Consolidation (cont'd)

Accounting for subsidiaries by the Company

Investments in subsidiaries are stated in the Company's statement of financial position at cost less accumulated impairment losses. On disposal of investments in subsidiaries, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

3.2 Foreign currencies

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities (Singapore Dollar, Malaysian Ringgit and Chinese Yuan Renminbi) at the exchange rate at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising on retranslation are recognised in profit or loss, within selling, general and administrative expenses.

Foreign operations

The assets and liabilities of foreign operations are translated to Singapore dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Singapore dollars at exchange rates at the dates of the transactions. Equity items are translated at historical transaction rates.

Foreign currency differences are recognised in other comprehensive income, and presented in the foreign currency translation reserve (translation reserve) in equity. However, if the operation is a non-wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation. These are recognised in other comprehensive income, and are presented in the translation reserve in equity.

3.3 Financial instruments

Non-derivative financial assets

The Group initially recognises loans and receivables and deposits on the date that they are originated. All other financial assets (including assets designated at fair value through profit or loss) are recognised initially on the trade date, which is the date that the Group becomes a party to the contractual provisions of the instrument.

3. Summary of significant accounting policies (cont'd)

3.3 Financial instruments (cont'd)

Non-derivative financial assets (cont's)

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Group classifies non-derivative financial assets as loans and receivables.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Loans and receivables comprise cash and cash equivalents, and trade and other receivables, excluding prepayments.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and short-term deposits with maturities of three months or less from the acquisition date that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments. For the purpose of the statement of cash flows, bank overdrafts that are repayable on demand and that form an integral part of the Group's cash management are included in cash and cash equivalents.

Non-derivative financial liabilities

The Group classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognised initially on the trade date, which is the date that the Group becomes a party to the contractual provisions of the instrument and are measured initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method.

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Other financial liabilities comprise trade and other payables, financial lease obligations and bank overdrafts.

3. Summary of significant accounting policies (cont'd)

3.3 Financial instruments (cont'd)

Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

Intra-group financial guarantees in the separate financial statements

Financial guarantee contracts are financial instruments issued by the Company that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to meet payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees are recognised initially at fair value and are classified as financial liabilities. Subsequent to initial measurement, the financial guarantees are stated at the higher of the initial fair value less cumulative amortisation and the amount that would be recognised if they were accounted for as contingent liabilities. When financial guarantees are terminated before their original expiry date, the carrying amount of the financial guarantee is transferred to profit or loss.

3.4 Plant and equipment

Recognition and measurement

Items of plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of plant and equipment have different useful lives, they are accounted for as separate items (major components) of plant and equipment.

The gain or loss on disposal of an item of plant and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss.

Subsequent costs

The cost of replacing a component of an item of plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised. The costs of the day-to-day servicing of plant and equipment are recognised in the profit or loss as incurred.

Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

3. Summary of significant accounting policies (cont'd)

3.4 Plant and equipment (cont'd)

Depreciation (cont'd)

Depreciation is recognised as an expense in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of plant and equipment, unless it is included in the carrying amount of another asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

Depreciation is recognised from the date that the plant and equipment are installed and are ready for use.

The estimated useful lives for the current and comparative years are as follows:

Plant and machinery	2 to 10 years
Office equipment, furniture and fittings	5 to 10 years
Motor vehicles	5 to 10 years
Computers	1 to 2 years
Trucks and mixers	5 to 10 years
Concrete pumps	5 to 10 years
Renovation and electrical installations	1 to 5 years

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

3.5 Leased assets

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Other leases are operating leases and are not recognised in the Group's statement of financial position.

3.6 Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle or on weighted average basis and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

3.7 Impairment

Non-derivative financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that a loss event has occurred after the initial recognition of that asset, and that the loss events had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

3. Summary of significant accounting policies (cont'd)

3.7 Impairment (cont'd)

Non-derivative financial assets (cont'd)

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, adverse changes in the payment status of borrowers or issuers in the Group, economic conditions that correlate with defaults or the disappearance of an active market for a security.

Loans and receivables

The Group considers evidence of impairment for loans and receivables at both a specific asset and collective level. All individually significant loans and receivables are assessed for specific impairment. All individually significant loans and receivables found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Loans and receivables that are not individually significant are collectively assessed for impairment by grouping together loans and receivables with similar risk characteristics.

In assessing collective impairment, the Group uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows, discounted at the asset's original effective interest rate. Losses are recognised in profit or loss and reflected in an allowance account against loans and receivables. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When the Group considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Group's non-financial assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated to reduce the carrying amounts of the assets in the CGU on a *pro rata* basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3. Summary of significant accounting policies (cont'd)

3.8 Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

Employee leave entitlement

Employee entitlements to annual leave are recognised as a liability when they accrue to the employees. The estimated liability for leave is recognised for services rendered by employees up to the balance sheet date.

3.9 Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

3.10 Revenue recognition

Sale of goods

Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognised when significant risks and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

The transfer of risk and rewards occur upon delivery to the customers.

Rendering of services

Revenue from services performed is recognised as and when the services are performed.

Rental revenue

Revenue from rental is being accrued straight-line over the rental term or by usage (production), depending on the contractual arrangement.

3. Summary of significant accounting policies (cont'd)

3.10 Revenue recognition (cont'd)

Interest income

Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Dividend income

Dividend income is recognised in profit or loss on the date that the Group's right to receive payment is established.

3.11 Leases payment

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease payments made.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

Determining whether an arrangement contains a lease

At inception of an arrangement, the Group determines whether such an arrangement is or contains a lease. This will be the case if the following two criteria are met:

- the fulfilment of the arrangement is dependent on the use of that specific asset or assets; and
- the arrangement contains a right to use the asset(s).

At inception or upon reassessment of the arrangement, the Group separates payments and other consideration required by such an arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Group concludes for a finance lease that it is impracticable to separate the payments reliably, an asset and a liability are recognised at an amount equal to the fair value of the underlying asset. Subsequently, the liability is reduced as payments are made and an imputed finance charge on the liability is recognised using the Group's incremental borrowing rate.

3.12 Finance costs

Finance costs comprise interest expense on borrowings. Interest expense is recognised in profit or loss, using the effective interest method. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

3. Summary of significant accounting policies (cont'd)

3.13 Income tax

Tax expense comprises current and deferred tax. Current tax and deferred tax is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and

- temporary differences related to investments in subsidiaries where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary differences will not reverse in the foreseeable future.

The measurement of deferred taxes reflects the tax consequences that would follow the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

In the ordinary course of business, there are many transactions and calculations for which the ultimate tax treatment is uncertain. Therefore, the Group recognises tax liabilities based on estimates of whether additional taxes and interest will be due. These tax liabilities are recognised when the Group believes that certain positions may not be fully sustained upon review by tax authorities, despite the Group's belief that its tax return positions are supportable. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors including interpretations of tax law and prior experience.

This assessment relies on estimates and assumptions and may involve a series of multifaceted judgments about future events. New information may become available that causes the Group to change its judgment regarding the adequacy of existing tax liabilities, such changes to tax liabilities will impact tax expense in the period that such a determination is made.

3. Summary of significant accounting policies (cont'd)

3.14 Dividend distribution

Dividend distribution to the Group's shareholders is recognised as liability in the period in which the dividends are approved by the Company's shareholders. Dividends distributed in advance are presented as interim dividend.

3.15 Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

3.16 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Group's CEO (the chief operating decision maker) to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Group's CEO include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly head office expenses and income.

Segment capital expenditure is the total cost incurred during the year to acquire plant and equipment.

3.17 Future changes in accounting policies

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 March 2014, and have not been applied in preparing these financial statements. None of these are expected to have a significant effect on the financial statements of the Group and the Company. The Group does not plan to adopt these standards early.

4. Plant and equipment

Group	Plant and machinery $	Office equipment, furniture and fittings $	Motor vehicles $	Computers $	Trucks and mixers $	Concrete pumps $	Renovation and electrical installations $	Total $
Cost								
At 1 March 2013	2,373,255	123,346	1,950,477	207,505	349,545	30,528,198	59,563	35,591,889
Additions	495,076	30,129	1,136,165	4,503	–	3,344,892	–	5,010,765
Disposals	(403,461)	–	(300,552)	–	–	(367,529)	–	(1,071,542)
Translation adjustments	(43,512)	(3,167)	(32,759)	(34)	–	(12,496)	–	(91,968)
At 28 February 2014	2,421,358	150,308	2,753,331	211,974	349,545	33,493,065	59,563	39,439,144
At 1 March 2014	2,421,358	150,308	2,753,331	211,974	349,545	33,493,065	59,563	39,439,144
Additions	30,154	1,000	899,805	6,427	–	2,942,626	–	3,880,012
Disposals	(134,315)	–	(52,922)	–	–	(612,887)	–	(800,124)
Write-off	–	–	–	–	–	(342,000)	–	(342,000)
Translation adjustments	(30,908)	(3,037)	(59,614)	(24)	–	(21,563)	–	(115,146)
At 28 February 2015	2,286,289	148,271	3,540,600	218,377	349,545	35,459,241	59,563	42,061,886
Accumulated depreciation								
At 1 March 2013	1,543,710	106,743	1,154,138	207,316	153,433	12,636,926	59,563	15,861,829
Depreciation charge for the year	202,190	7,480	245,512	3,337	26,246	2,463,152	–	2,947,917
Disposals	(394,815)	–	(259,595)	–	–	(332,899)	–	(987,309)
Translation adjustments	(33,054)	(2,356)	(6,569)	(31)	–	(4,693)	–	(46,703)
At 28 February 2014	1,318,031	111,867	1,133,486	210,622	179,679	14,762,486	59,563	17,775,734
At 1 March 2014	1,318,031	111,867	1,133,486	210,622	179,679	14,762,486	59,563	17,775,734
Depreciation charge for the year	207,366	9,499	332,448	4,565	19,109	2,648,308	–	3,221,295
Disposals	(118,486)	–	(48,345)	–	–	(511,736)	–	(678,567)
Translation adjustments	(18,766)	(2,251)	(9,298)	(24)	–	(7,951)	–	(38,290)
At 28 February 2015	1,388,145	119,115	1,408,291	215,163	198,788	16,891,107	59,563	20,280,172
Carrying amounts								
At 1 March 2013	829,545	16,603	796,339	189	196,112	17,891,272	–	19,730,060
At 28 February 2014	1,103,327	38,441	1,619,845	1,352	169,866	18,730,579	–	21,663,410
At 28 February 2015	898,144	29,156	2,132,309	3,214	150,757	18,568,134	–	21,781,714

4. Plant and equipment (cont'd)

Company	Plant and machinery	Office equipment, furniture and fittings	Motor vehicles	Computers	Trucks and mixers	Concrete pumps	Renovation and electrical installations	Total
	$	$	$	$	$	$	$	$
Cost								
At 1 March 2013	16,100	45,918	617,146	163,975	137,228	7,235,403	59,563	8,275,333
Additions	–	–	182,845	–	–	–	–	182,845
Disposals	–	–	(213,601)	–	–	(110,000)	–	(323,601)
At 28 February 2014	16,100	45,918	586,390	163,975	137,228	7,125,403	59,563	8,134,577
At 1 March 2014	16,100	45,918	586,390	163,975	137,228	7,125,403	59,563	8,134,577
Additions	–	–	83,698	–	–	1,270,276	–	1,353,974
Disposals	–	–	–	–	–	(205,746)	–	(205,746)
Write-off	–	–	–	–	–	(342,000)	–	(342,000)
At 28 February 2015	16,100	45,918	670,088	163,975	137,228	7,847,933	59,563	8,940,805
Accumulated depreciation								
At 1 March 2013	16,100	42,464	579,127	163,975	115,215	5,177,474	59,563	6,153,918
Depreciation charge for the year	–	1,120	29,214	–	7,137	180,711	–	218,182
Disposals	–	–	(181,339)	–	–	(99,000)	–	(280,339)
At 28 February 2014	16,100	43,584	427,002	163,975	122,352	5,259,185	59,563	6,091,761
At 1 March 2014	16,100	43,584	427,002	163,975	122,352	5,259,185	59,563	6,091,761
Depreciation charge for the year	–	1,120	9,907	–	–	182,011	–	193,038
Disposals	–	–	–	–	–	(185,169)	–	(185,169)
At 28 February 2015	16,100	44,704	436,909	163,975	122,352	5,256,027	59,563	6,099,630
Carrying amounts								
At 1 March 2013	–	3,454	38,019	–	22,013	2,057,929	–	2,121,415
At 28 February 2014	–	2,334	159,388	–	14,876	1,866,218	–	2,042,816
At 28 February 2015	–	1,214	233,179	–	14,876	2,591,906	–	2,841,175

Group:

Concrete pumps, plant and machinery and motor vehicles with carrying amounts of $4,117,109 (2014: $1,558,688), $305,079 (2014: $719,385) and $1,574,613 (2014: $624,217) respectively are held under non-cancellable finance leases with 24 to 36 months lease terms.

5. Investment in subsidiaries

	Company 2015 $	Company 2014 $
Investment in subsidiaries, at cost	13,395,880	13,395,880
Impairment losses	(655,820)	(655,820)
	12,740,060	12,740,060

Management of the Group performed a review of the recoverable amounts in the investment in its subsidiaries in accordance with the accounting policy stated in Note 3.7. The subsidiaries impaired in prior years have remained inactive with no/minimal revenue generating activities, resulting in no significant change in the recoverable amounts of the subsidiaries. Management has assessed that the estimated recoverable amounts of the other subsidiaries are more than the carrying amounts, hence no impairment is considered necessary.

Details of the subsidiaries are as follows:

Name of subsidiary	Principal activities	Place of incorporation and business	Effective equity interest held by the Group 2015 %	Effective equity interest held by the Group 2014 %
Chian Hua Singapore Pte Ltd [3]	Rental of pump equipment	Singapore	100	100
TMC (Beijing) Materials Co Ltd. [3]	Inactive	People's Republic of China	100	100
TMC Concrete Pumping Services Pte. Ltd. [1]	Supply of concrete pumping services	Singapore	100	100
TMC Waste Management Pte. Ltd. [1]	Provision of waste management services	Singapore	100	100
Transit-Mixed Concrete (M) Sdn. Bhd. [2] and its subsidiaries	Supply of ready-mixed concrete and provision of batching services	Malaysia	100	100
Crescent Concrete Sdn. Bhd. [2]	Manufacture of concrete and related products	Malaysia	66.5	66.5
Optocorp Sdn. Bhd. [3] and its subsidiaries	Inactive	Malaysia	100	100
Mustajab Ilmu Sdn. Bhd. [3]	Rental of truck mixers	Malaysia	100	100
Warta Suci Sdn. Bhd. [3]	Rental of truck mixers	Malaysia	100	100

5. Investment in subsidiaries (cont'd)

Name of subsidiary	Principal activities	Place of incorporation and business	Effective equity interest held by the Group	
			2015	2014
			%	%
Pinespeed Sdn. Bhd. [3] and its subsidiaries	Inactive	Malaysia	100	100
Persiaran Makmur Sdn. Bhd. [3]	Rental of truck mixers	Malaysia	100	100
Prestige Portfolio Sdn. Bhd. [3]	Rental of truck mixers	Malaysia	100	100

[1] Audited by KPMG LLP Singapore.

[2] Audited by member firms of KPMG International.

[3] Audited by other certified public accountants. These subsidiaries are not significant under rule 718 of the SGX-ST Listing Manual (a subsidiary or associated company is considered significant if its net tangible assets represent 20% or more of the issuer's consolidated net tangible assets, or its pre-tax profits account for 20% or more of the issuer's consolidated pre-tax profit). In accordance with rule 716 of the SGX-ST Listing Manual, the Audit Committee and Board of Directors of the Company confirmed that they are satisfied that the appointment of different auditors for its subsidiaries would not compromise the standard and effectiveness of the audit of the Company.

6. Non-controlling interests

The following subsidiary has material non-controlling interests.

Name of subsidiary	Principal activities	Place of incorporation and business	Ownership interest held by non-controlling interests	
			2015	2014
			%	%
Crescent Concrete Sdn. Bhd.	Manufacture of concrete and related products	Malaysia	33.5	33.5

6. Non-controlling interests (cont'd)

The following summarises the financial information of the Group's subsidiary with material non-controlling interests, based on its consolidated financial statements prepared in accordance with FRS, modified for fair value adjustments on acquisition and differences in the Group's accounting policies.

Name of NCI	Crescent Concrete Sdn. Bhd.	Intra-group elimination	Total
	$	$	$
2015			
NCI percentage	**33.5%**		
Revenue	7,169,616		
Profit	394,770		
Total comprehensive income	394,770		
Attributable to NCI:			
- Profit	132,247	–	132,247
- **Total comprehensive income**	132,247	–	132,247
Non-current assets	2,011,485		
Current assets	2,915,996		
Non-current liabilities	596,162		
Current liabilities	1,931,841		
Net assets	2,399,478		
Net assets attributable to NCI	803,825	–	803,825
Cash flows from operating activities	567,700		
Cash flows from investing activities	(117,471)		
Cash flows from financing activities, before dividends to NCI	(309,602)		
Net increase in cash and cash equivalents	140,627		

6. Non-controlling interests (cont'd)

Name of NCI	Crescent Concrete Sdn. Bhd.	Intra-group elimination	Total
	$	$	$
2014			
NCI percentage	**33.5%**		
Revenue	6,387,329		
Profit	420,958		
Total comprehensive income	420,958		
Attributable to NCI:			
- Profit	141,021	–	141,021
- **Total comprehensive income**	141,021	–	141,021
Non-current assets	1,545,548		
Current assets	3,063,610		
Non-current liabilities	441,797		
Current liabilities	2,088,537		
Net assets	2,078,824		
Net assets attributable to NCI	696,406	–	696,406
Cash flows from operating activities	825,763		
Cash flows from investing activities	(496,613)		
Cash flows from financing activities, before dividends to NCI	(167,224)		
Net increase in cash and cash equivalents	161,926		

7. Inventories

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Raw materials and consumables	135,147	106,609	–	–
Spare parts and accessories	927,823	955,467	–	–
	1,062,970	1,062,076	–	–

During the year, inventories recognised as cost of sales amounted to $1,569,407 (2014: $1,636,280). The write-down of inventories recognised as an expense amounted to $142,587 (2014: $102,976).

8. Trade and other receivables

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Trade receivables	7,755,037	6,892,130	134,987	376,506
Deposit receivables	180,701	191,172	71,704	71,740
Other receivables	146,865	92,698	67,983	78,458
Amounts due from subsidiaries				
- non-trade	–	–	1,119,561	1,264,002
- trade	–	–	127,544	487,492
Allowance for doubtful receivables	(750)	–	–	–
	8,081,853	7,176,000	1,521,779	2,278,198
Prepayments	118,056	56,851	–	–
	8,199,909	7,232,851	1,521,779	2,278,198

The non-trade amounts due from subsidiaries are unsecured, interest-free and repayable on demand. There is no impairment losses recorded in relation to the outstanding balances.

The ageing of trade and other receivables, excluding prepayments at the reporting date is as follows:

	2015		2014	
	Gross	Impairment losses	Gross	Impairment losses
	$	$	$	$
Group				
Not past due	2,826,771	–	2,235,931	–
Past due 0 - 30 days	2,291,313	–	2,327,226	–
Past due 31 - 120 days	2,650,027	–	1,627,540	–
More than > 120 days	314,492	(750)	985,303	–
	8,082,603	(750)	7,176,000	–
Company				
Not past due	1,469,219	–	1,936,966	–
Past due 0 - 30 days	22,097	–	224,897	–
Past due 31 - 120 days	18,233	–	116,335	–
More than > 120 days	12,230	–	–	–
	1,521,779	–	2,278,198	–

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Year ended 28 February 2015

8. Trade and other receivables (cont'd)

The movements in impairment allowance in respect of trade receivables during the year were as follows:

	Group	
	2015	**2014**
	$	**$**
At 1 March 2014	–	77,589
Impairment loss recognised	(750)	(33,785)
Impairment allowance utilised during the year	–	(44,734)
Translation difference	–	930
At 28 February 2015	(750)	–

Based on past default rates other than the specific allowances provided above, the Group believes that no impairment allowance is necessary in respect of the trade and other receivables as these receivables are due from customers and other counterparties that have a good payment record with the Group.

9. Cash and cash equivalents

	Group		Company	
	2015	**2014**	**2015**	**2014**
	$	**$**	**$**	**$**
Cash at bank and in hand	1,899,294	562,835	524,540	1,326
Fixed deposits	–	1,129	–	–
Cash and cash equivalents in the statements of financial position	1,899,294	563,964	524,540	1,326
Bank overdrafts used for cash management purposes	–	(1,397,240)	–	(1,397,240)
Cash and cash equivalents in the statement of cash flows	1,899,294	(833,276)	524,540	(1,395,914)

The weighted average effective interest rates per annum relating to fixed deposits and bank overdrafts for the Group is 2.55% (2014: 2.55%) and 6% (2014: 6%) respectively, at the reporting date.

The bank overdraft is secured by a debenture incorporating fixed and floating charges over all present and future assets of the Company.

10. Share capital

	2015		2014	
	No. of shares	$	No. of shares	$
Group and Company				
In issue at 1 March and 28 February	69,590,800	11,190,764	69,590,800	11,190,764

All issued ordinary shares are fully paid, with no par value. All shares rank equally with regard to the Company's residual assets.

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, obtain new borrowings or sell assets to reduce borrowings.

The Board of Directors monitors the return on capital, which the Group and Company defines as net income divided by equity. As the Company is also an investment holding company, its capital is assessed together with its subsidiaries on a consolidated basis.

When monitoring capital, the Group also takes into account its gearing ratio:

	Group	
	2015 $	2014 $
Bank overdrafts	–	1,397,240
Finance lease liabilities	3,240,351	1,790,126
Debt	3,240,351	3,187,366
Total equity attributable to owners of the Group and Company	22,104,359	18,895,400
Gearing ratio (Debt/total capital)	15%	17%

There were no changes in the Group's approach to capital management during the year. The Group is not subject to externally imposed capital requirements.

11. Reserves

	Group		Company	
	2015 $	2014 $	2015 $	2014 $
Foreign currency translation reserve	(219,078)	(157,576)	–	–
Retained earnings	11,132,673	7,862,212	3,564,510	1,435,190
	10,913,595	7,704,636	3,564,510	1,435,190

The foreign currency translation reserve comprises foreign currency differences arising from the translation of the financial statements of foreign operations.

12. Deferred tax liabilities/(assets)

Movements in deferred tax liabilities/(assets) of the Group and the Company (after offsetting of balances) during the year were as follows:

	Balance as at 1 March $	Recognised in profit or loss (note 19) $	Balance as at 28 February $
2015			
Group			
Deferred tax liabilities			
Accelerated tax depreciation	2,545,683	51,656	2,597,339
Unabsorbed wear and tear allowances	(915,997)	28,066	(887,931)
Unutilised losses	(245,120)	–	(245,120)
	1,384,566	79,722	1,464,288
Company			
Deferred tax (assets)			
Accelerated tax depreciation	279,453	39,547	319,000
Unabsorbed wear and tear allowances	(394,453)	(294,547)	(689,000)
	(115,000)	(255,000)	(370,000)
2014			
Group			
Deferred tax liabilities			
Accelerated tax depreciation	1,765,512	780,171	2,545,683
Unabsorbed wear and tear allowances	(516,653)	(399,344)	(915,997)
Unutilised losses	(245,120)	–	(245,120)
Others	(6,311)	6,311	–
	997,428	387,138	1,384,566
Company			
Deferred tax (assets)			
Accelerated tax depreciation	227,423	52,030	279,453
Unabsorbed wear and tear allowances	(349,112)	(45,341)	(394,453)
Others	(6,311)	6,311	–
	(128,000)	13,000	(115,000)

Deferred tax liabilities and assets are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same tax authority.

13. Finance lease obligations

	Group 2015 $	Group 2014 $
Non-current portion	1,158,468	662,837
Current portion	2,081,883	1,127,289
	3,240,351	1,790,126

In FY2015, the Group entered into twelve hire purchase agreements at effective interest rates of 2.38% – 6.80% per annum with a term of 24 to 36 months. The agreements are used to finance 80% of the purchased cost of newly acquired plant and machinery. The carrying amount of leased assets of $5,996,801 (2014: $2,902,290) is disclosed in note 4.

In FY2014, the Group entered into two hire purchase agreements at effective interest rates of 2.65% and 6.80% per annum with a term of 24 months and 36 months respectively. The agreements are used to finance 80% of the purchased cost of newly acquired plant and machinery.

	Future minimum lease payments 2015 $	Interest 2015 $	Principal 2015 $	Future minimum lease payments 2014 $	Interest 2014 $	Principal 2014 $
Group						
Within one year	2,177,022	95,139	2,081,883	1,179,330	52,041	1,127,289
Between one and five years	1,227,955	69,487	1,158,468	709,212	46,375	662,837
	3,404,977	164,626	3,240,351	1,888,542	98,416	1,790,126

Intra-group financial guarantees comprise guarantees given by the Company to a bank in respect of finance lease facilities amounting to $2,210,661 (2014: $1,061,413) granted to wholly-owned subsidiaries which expire within 2 years. The fair value of the financial guarantees is estimated by measuring the interest rate charged on these financial guarantees using the market interest rate. At the reporting dates, the fair value of the financial guarantees has been assessed to be insignificant.

14. Trade and other payables

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Trade payables	2,324,294	2,222,246	9,284	266,829
Accruals	536,792	577,798	338,442	360,777
Employee benefits	551,494	425,073	551,494	425,073
Payables for plant and equipment	1,748,969	2,538,913	1,016,220	–
Other payables	129,659	518,819	64,777	70,417
Amounts due to subsidiaries				
- trade	–	–	–	166,000
- non-trade	–	–	1,262,063	1,865,110
	5,291,208	6,282,849	3,242,280	3,154,206

The non-trade amounts due to subsidiaries are unsecured, interest-free and repayable on demand. The payables for plant and equipment have a credit term of 3 to 6 months.

15. Revenue

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Sale of products	8,763,783	8,119,692	230,514	1,245,780
Rendering of services	20,422,327	17,648,775	856,344	1,096,528
	29,186,110	25,768,467	1,086,858	2,342,308

16. Profit before tax

Profit before tax is derived at after charging:

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Direct materials and services purchased	6,318,516	6,111,841	189,385	1,069,026
Wages and salaries expenses	5,011,886	5,051,994	519,934	498,543
Depreciation expense	3,221,295	2,947,917	193,038	218,182
Operating lease expenses	614,106	578,893	–	–
Defined contribution plans (Central Provident Fund)	257,766	270,030	62,011	59,293
Bad and doubtful debt expense	16,077	38,483	2,227	–
Net foreign currency exchange (gain)/loss	(9,374)	51,044	234	22,252

17. Other income

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Bad debts recovered	–	34,451	–	–
Gain/(loss) on disposal of plant and equipment	64,500	242,223	(7,065)	45,938
Interest income on bank deposits	34	1,210	5	–
Interest income on overdue receivables	–	11,275	–	–
Management fee income from subsidiaries	–	–	744,000	840,000
Dividends from subsidiaries	–	–	4,224,000	1,000,000
Government grants	57,217	55,325	45,676	40,325
Other miscellaneous income	23,920	30,933	6,637	16,968
	145,671	375,417	5,013,253	1,943,231

18. Net finance costs

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Finance costs:				
- Bank overdraft	44,482	66,001	44,482	66,001
- Finance lease liabilities	95,570	54,754	–	–
	140,052	120,755	44,482	66,001

19. Income tax expense/(credit)

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Current tax expense/(credit)				
- Current year	150,732	199,730	–	–
- Under provision in prior years	10,850	38,466	–	–
	161,582	238,196	–	–
Deferred tax expense/(credit)				
- Movements in temporary differences	122,136	187,711	(336,202)	(82,537)
- (Over)/under provision in prior years	(42,414)	199,427	81,202	95,537
	79,722	387,138	(255,000)	13,000
Total tax expense/(credit)	241,304	625,334	(255,000)	13,000

19. Income tax expense/(credit) (cont'd)

Reconciliation of effective tax rate

	Group		Company	
	2015	**2014**	**2015**	**2014**
	$	**$**	**$**	**$**
Profit before income tax	5,731,736	4,144,692	3,962,044	1,615,667
Income tax at 17% (2014: 17%)	974,395	704,598	673,547	274,663
Effect of different tax rates in foreign jurisdictions	54,826	71,954	–	–
Tax effects of:				
- Expenses not deductible for tax purposes	36,015	231,313	7,032	15,848
- Income not subject to tax		–	(718,080)	(170,000)
- Tax incentive	(792,368)	(620,424)	(298,701)	(203,048)
- Under provision of current tax in respect of prior years	10,850	38,466	–	–
- (Over)/under provision of deferred tax in respect of prior years	(42,414)	199,427	81,202	95,537
	241,304	625,334	(255,000)	13,000

Tax incentive

On 18 February 2011, the Minister of Finance announced in his Budget Speech a new tax scheme called the Productivity and Innovation Credit scheme ("PIC"), which allows businesses that invest in a range of productivity and innovation activities to claim enhanced deductions and/or allowances at 400% of expenditure incurred for each category of activity from years of assessment 2011 to 2018. Accordingly, the tax charge of the Company and the Group for the years ended 28 February 2015 and 28 February 2014 had been reduced based on the above tax incentives.

20. Earnings per share

The calculation of basic and fully diluted earnings per share is based on the following:

		Group	
	Note	**2015**	**2014**
Net profit attributable to ordinary shareholders		5,358,185	3,378,337
Weighted average number of ordinary shares:	10	69,590,800	69,590,800

21. Commitments

a) *Capital commitments*

Capital expenditure contracted for at the end of the reporting period but not yet incurred is as follows:

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Plant and equipment	143,000	264,073	–	–

b) *Operating lease commitments – the Group and the Company as lessee*

The Group and the Company have commitments for future minimum lease payments under non-cancellable operating leases for staff accommodations and various sites. The leases typically run for a period of one to three years, with an option to renew the lease after that date. None of the leases include contingent rentals.

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Payable within 1 year	770,722	694,097	79,762	79,762
Payable after 1 year but within 5 years	81,047	118,303	–	79,762
	851,769	812,400	79,762	159,524

Included in the future aggregate minimum lease payments of the Group and Company are $79,762 (2014: $159,524) which will be payable to key management personnel.

c) *Investment in joint venture*

In July 2014, the Company and PT Acset Indonusa Tbk, a public listed company in Indonesia, incorporated a joint venture company in Indonesia named as PT ATMC Pump Services (“the JV Company”) for the purpose of carrying out the business of providing concrete pumping services in Indonesia.

The percentage of the total issued share capital of the JV Company will be held by the Company and PT Acset in the proportions of 45% and 55% respectively. The JV Company has an initial authorized capital of Rp. 14 billion (approximately S$1.5 million) and an initial issued and paid up capital of Rp. 3.5 billion (approximately S$376,000).

The capital remains unpaid as at the financial year end.

22. Related party transactions

Key management personnel compensation

Key management personnel compensation included in selling, general and administrative expenses comprises:

	Group		Company	
	2015	2014	2015	2014
	$	$	$	$
Executive director				
- Salaries and other short-term benefits	469,557	318,312	469,557	318,312
- Post-employment benefits (employer portion of defined contribution plan - CPF)	6,025	5,950	6,025	5,950
Non-executive directors				
- Fees	100,000	90,000	100,000	90,000
	575,582	414,262	575,582	414,262

Other transactions with key management personnel

The Company has an existing agreement for the lease of its office premises with a director of the Company, Mr Chua Eng Him. Rental paid under this agreement for the financial year amounted to $79,762 (2014: $79,762) for the Group and Company, which has been reviewed by the Audit Committee.

Other related party transactions

Other than those transactions disclosed elsewhere in the financial statements, the following were significant transactions with related parties, based on terms agreed between the parties:

	Company	
	2015	2014
	$	$
With subsidiaries:		
- Management fee income (within other income)	744,000	840,000
- Equipment rental income (within revenue)	842,400	853,800
- Sale of plant and equipment	10,519	12,200
- Backcharge of office rental expense	79,762	79,764
- Backcharge of production overheads	–	(166,000)

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Year ended 28 February 2015

23. Financial risk management

Overview

The Group and Company have exposures to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's and Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

Risk management framework

The Group has a system of controls in place to create an acceptable balance between the cost of risks occurring and cost of managing the risks. Management continually monitors the Group's and Company's risk management process to ensure that an appropriate balance between risk and control is achieved. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's and Company's activities.

The Audit Committee oversees how management monitors compliance with the Group's and Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group/Company. The Audit Committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad-hoc reviews of risk management controls and procedures, the result of which are reported to the Audit Committee.

The Group's and Company's activities expose it to credit risk, liquidity risk and foreign currency risk. The Group's and Company's overall risk management strategy seeks to minimise any adverse effects from the unpredictability of financial markets on the Group's and Company's financial performance. At the reporting date, the Group and Company do not have any significant interest rate risk exposure.

Credit risk

Credit risk is the potential financial loss resulting from the failure of a debtor or a counterparty to settle its financial and contractual obligations to the Group/Company as and when they fall due.

The Group and Company have a credit policy in place which establishes credit limits for customers and monitors outstanding balances on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. If the customers are independently rated, these ratings are used. Otherwise, the credit quality of customers is assessed after taking into account its financial position and the Group's past experience with the customer. The Group does require the customer to provide personal guarantees in respect of certain trade and other receivables.

The Group and Company establish an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. This allowance is a specific loss that relates to individually significant exposures. The allowance account in respect of trade and other receivables is used to record impairment losses unless the Group/Company is satisfied that no recovery of the amount owing is possible. At that point, the financial asset is considered irrecoverable and the amount charged to the allowance is written off against the carrying amount of the impaired financial asset.

At the reporting date, there were no significant concentrations of credit risk due to the Group's many varied customers. In relation to the Company, its major receivables are due from its subsidiaries.

23. Financial risk management (cont'd)

Credit risk (cont'd)

The Group's and Company's customers are predominantly involved in the construction industry. The maximum exposure to credit risk is represented by the respective carrying amounts of each financial asset.

Cash and fixed deposits are placed with banks and financial institutions which are regulated.

Liquidity risk

The Group and Company monitor the liquidity risk and maintain a level of cash and cash equivalents (including bank overdraft) as deemed adequate to finance its operations and to mitigate the effects of fluctuations in cash flow.

Typically, the Group and Company ensure that they have sufficient cash on demand to meet expected operational expenses for a period of 60 days; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted.

The following are the expected contractual undiscounted cash outflows of financial liabilities, including interest payments:

			Cash flows			
	Note	Carrying amount	Contractual cash flows	Within 6 months/ on demand	Within 6-12 months	Within 1 to 5 years
		$	$	$	$	$
Group						
2015						
Trade and other payables	14	5,291,208	5,291,208	5,291,208	–	–
Finance lease liabilities	13	3,240,351	3,404,977	1,088,511	1,088,511	1,227,955
		8,531,559	8,696,185	6,379,719	1,088,511	1,227,955
2014						
Bank overdrafts	9	1,397,240	1,397,240	1,397,240	–	–
Trade and other payables	14	6,282,849	6,282,849	6,282,849	–	–
Finance lease liabilities	13	1,790,126	1,888,542	589,665	589,665	709,212
		9,470,215	9,568,631	8,269,754	589,665	709,212

23. Financial risk management (cont'd)

Liquidity risk (cont'd)

			Cash flows			
	Note	Carrying amount	Contractual cash flows	Within 6 months/ on demand	Within 6-12 months	Within 1 to 5 years
		$	$	$	$	$
Company						
2015						
Trade and other payables	14	3,242,280	3,242,280	3,242,280	–	–
Intra-group financial guarantee	13	–	2,210,661	2,210,661	–	–
		3,242,280	5,452,941	5,452,941	–	–
2014						
Bank overdrafts	9	1,397,240	1,397,240	1,397,240	–	–
Trade and other payables	14	3,154,206	3,154,206	3,154,206	–	–
Intra-group financial guarantee	13	–	1,061,413	1,061,413	–	–
		4,551,446	5,612,859	5,612,859	–	–

Except for the cash flow arising from the intra-group financial guarantee, it is not expected that the cash flows included in the maturity analysis of the Group and the Company could occur significantly earlier, or at significantly different amounts.

Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rate will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Foreign currency risk

Risk management policy

The Group and Company incur foreign currency risk on payables for plant and equipment which are denominated in Chinese Yuan Renminbi and United States dollars. The Group's and Company's exposure to foreign currency risk is closely monitored by management on an ongoing basis. The Group does not use any derivative financial instruments to hedge against the foreign currency risk.

23. Financial risk management (cont'd)

Foreign currency risk (cont'd)

At 28 February 2015, the Group's exposure to foreign currencies, other than the respective functional currencies of the Group's entities, is as follows:

	RMB $
28 February 2015	
Payables for plant and equipment	(1,016,220)

	USD $
28 February 2014	
Payables for plant and equipment	(2,199,376)

Sensitivity analysis

A strengthening/(weakening) of the Singapore dollar, as indicated below, against the above foreign currencies at 28 February would have increased/(decreased) profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the end of the reporting period. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecasted sales and purchases. The analysis is performed on the same basis for 2014, as indicated below:

	Profit or (loss) $
28 February 2015	
RMB	101,622
28 February 2014	
USD	219,938

A 10% weakening of the Singapore dollar against the above foreign currencies would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

23. Financial risk management (cont'd)

Sensitivity analysis (cont'd)

At 28 February 2015, the Company's exposure to foreign currencies is as follows:

	RMB $
28 February 2015	
Payables for plant and equipment	(1,016,220)
28 February 2014	
Payables for plant and equipment	–

A strengthening/(weakening) of the Singapore dollar, as indicated below, against the Chinese Yuan Renminbi at 28 February would have increased/(decreased) profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Company considered to be reasonably possible at the end of the reporting period. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecasted sales and purchases. The analysis is performed on the same basis for 2014, as indicated below:

	Profit or (loss) $
28 February 2015	
RMB	101,622
28 February 2014	
RMB	–

A 10% weakening of the Singapore dollar against the Chinese Yuan Renminbi would have had the equal but opposite effect to the amounts shown above, on the basis that all other variables remain constant.

Fair values

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at reporting date.

i) Finance leases

For finance leases, the fair values are derived by reference to the rates applicable to similar loan and lease agreements as at the balance sheet date.

ii) Other financial assets and liabilities

The carrying amounts of other financial assets and liabilities which include cash and cash equivalents, trade and other receivables, trade and other payables and bank overdrafts with a maturity of less than one year are assumed to approximate their fair values because of the short period to maturity.

23. Financial risk management (cont'd)

Financial instrument by category – Fair values versus carrying amounts

The fair values of financial assets and liabilities, together with the carrying amounts shown in the statement of financial position, are as follows:

	Note	Loans and receivables $	Other financial liabilities $	Total carrying amount $	Fair value $
Group					
28 February 2015					
Financial assets					
Cash and cash equivalents	9	1,899,294	–	1,899,294	1,899,294
Trade and other receivables (excluding prepayments)	8	8,081,853	–	8,081,853	8,081,853
		9,981,147	–	9,981,147	9,981,147
Financial liabilities					
Trade and other payables	14	–	(5,291,208)	(5,291,208)	(5,291,208)
Finance lease liabilities	13	–	(3,240,351)	(3,240,351)	(3,240,351)
		–	(8,531,559)	(8,531,559)	(8,531,559)
28 February 2014					
Financial assets					
Cash and cash equivalents	9	563,964	–	563,964	563,964
Trade and other receivables (excluding prepayments)	8	7,176,000	–	7,176,000	7,176,000
		7,739,964	–	7,739,964	7,739,964
Financial liabilities					
Bank overdrafts	9	–	(1,397,240)	(1,397,240)	(1,397,240)
Trade and other payables	14	–	(6,282,849)	(6,282,849)	(6,282,849)
Finance lease liabilities	13	–	(1,790,126)	(1,790,126)	(1,790,126)
		–	(9,470,215)	(9,470,215)	(9,470,215)

23. Financial risk management (cont'd)

Financial instrument by category – Fair values versus carrying amounts (cont'd)

	Note	Loans and receivables $	Other financial liabilities $	Total carrying amount $	Fair value $
Company					
28 February 2015					
Financial assets					
Cash and cash equivalents	9	524,540	–	524,540	524,540
Trade and other receivables	8	1,521,779	–	1,521,779	1,521,779
		2,046,319	–	2,046,319	2,046,319
Financial liabilities					
Trade and other payables	14	–	(3,242,280)	(3,242,280)	(3,242,280)
		–	(3,242,280)	(3,242,280)	(3,242,280)
28 February 2014					
Financial assets					
Cash and cash equivalents	9	1,326	–	1,326	1,326
Trade and other receivables	8	2,278,198	–	2,278,198	2,278,198
		2,279,524	–	2,279,524	2,279,524
Financial liabilities					
Bank overdrafts	9	–	(1,397,240)	(1,397,240)	(1,397,240)
Trade and other payables	14	–	(3,154,206)	(3,154,206)	(3,154,206)
		–	(4,551,446)	(4,551,446)	(4,551,446)

24. Segment reporting (Group)

Operating segments

The Group has three reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they cater to different markets and customer base. For each of the strategic business units, the Group's Chief Operating Decision Maker (CODM) reviews internal management reports on a monthly basis. The following summary describes the operations in each of the Group's reportable segments:

Ready-mixed concrete	:	Manufacture and supply of ready-mixed concrete.
Concrete pumping services	:	Supply of concrete pumping services.
Waste management	:	Provision of waste management services.

24. Segment reporting (Group) (cont'd)

Operating segments (cont'd)

The accounting policies of the reportable segments are the same as described in note 3.

Information regarding the results of each reportable segment is included below. Performance is measured based on profit from operating activities before unallocated corporate expenses, unallocated other income and tax, as included in the internal management reports that are reviewed by the Group's CODM. Segment profit from operating activities is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

Information about reportable segments

	Ready-mixed concrete		Concrete pumping services		Waste management		Total	
	2015	2014	2015	2014	2015	2014	2015	2014
	$	$	$	$	$	$	$	$
External revenues	7,400,130	6,984,173	19,948,464	16,551,611	1,837,516	2,232,683	29,186,110	25,768,467
Inter-segment revenue - pump rental	–	–	992,928	1,033,701	–	–	992,928	1,033,701
Inter-segment revenue - pump parts	–	–	119,388	116,907	–	–	119,388	116,907
Interest income	34	12,485	–	–	–	–	34	12,485
Finance expense	(58,805)	(16,459)	(79,082)	(99,100)	(2,165)	(5,196)	(140,052)	(120,755)
Depreciation	(268,684)	(104,248)	(2,783,240)	(2,640,568)	(169,371)	(203,101)	(3,221,295)	(2,947,917)
Income tax (expense)/ credit	(137,055)	(152,442)	(91,249)	(431,102)	(13,000)	(41,790)	(241,304)	(625,334)
Reportable segment profit before income tax	658,798	751,101	5,507,982	3,353,655	190,444	329,111	6,357,224	4,433,867
Other material non-cash items:								
- Gain on disposal of plant and equipment	59,723	125,795	4,777	116,428	–	–	64,500	242,223
- Bad debts recovered	–	34,451	–	–	–	–	–	34,451
Reportable segment assets	4,907,945	4,271,583	27,352,743	25,188,981	1,053,199	1,176,737	33,313,887	30,637,301
Capital expenditure	801,331	1,312,988	3,026,322	3,598,586	52,359	99,191	3,880,012	5,010,765
Reportable segment liabilities	3,493,823	5,061,835	6,733,357	5,754,245	178,523	229,415	10,405,703	11,045,495

One customer contributed $1,466,000 to the revenue of the concrete pumping services segment in 2015 (2014: $2,302,000).

24. Segment reporting (Group) (cont'd)

Reconciliations of reportable segment revenues, profit or loss, assets and liabilities and other material items

	2015 $	2014 $
Revenue		
Total revenue for reportable segments	30,298,426	26,919,075
Elimination of inter-segment revenue	(1,112,316)	(1,150,608)
Consolidated revenue	29,186,110	25,768,467
Profit or loss		
Total profit or loss for reportable segments	6,357,224	4,433,867
Unallocated amounts:		
- Other corporate expenses	(625,488)	(289,175)
Consolidated profit before income tax	5,731,736	4,144,692
Assets		
Total assets for reportable segments/Consolidated total assets	33,313,887	30,637,301
Liabilities		
Total liabilities for reportable segments/Consolidated total liabilities	10,405,703	11,045,495

Geographical segments

The Ready-Mixed Concrete, Concrete Pumping Services and Waste Management segments are managed and operate primarily in Singapore and Malaysia. In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment non-current assets are based on the geographical location of the assets.

Geographical information

	Revenue $	Non-current assets $
2015		
Singapore	21,475,585	19,671,522
Malaysia	7,710,525	2,480,192
	29,186,110	22,151,714
2014		
Singapore	18,661,878	19,901,670
Malaysia	7,106,589	1,876,740
	25,768,467	21,778,410

25. Subsequent events

After the reporting date, the directors proposed a final dividend of 2 cents (2014: 1.5 cent) per share, amounting to $1,391,816 (2014: $1,043,862). The dividend has not been provided for as at the reporting date.

ANALYSIS OF SHAREHOLDINGS

As at 15 May 2015

Summary of Shareholdings by Size

Size of shareholdings	No. of shareholders	% of shareholders	No. of shares	% of issued share capital
1 to 99	0	0.00	0	0.00
100 to 1,000	564	52.42	559,492	0.81
1,001 to 10,000	372	34.57	2,054,300	2.95
10,001 to 1,000,000	135	12.55	12,317,798	17.70
1,000,001 and above	5	0.46	54,659,210	78.54
Total	1,076	100	69,590,800	100

No. of treasury shares: Nil

Shareholdings Held in Hands of Public

25.17% of the shareholding is held in the hands of the public and Rule 723 of the Listing Manual is complied with.

Top 20 Shareholders

No.	Name of shareholders	No. of shares	% of issued share capital
1	Chua Eng Him	20,154,566	28.96
2	Kheng Leong Company (Pte) Ltd	15,252,104	21.92
3	Yap Boh Lim	15,252,104	21.92
4	SBS Nominees Pte Ltd	3,000,000	4.31
5	Chan Yin Lan	1,000,436	1.44
6	Bank of Singapore Nominees Pte Ltd	1,000,000	1.44
7	Woodlands Transport Service Pte Ltd	1,000,000	1.44
8	WTS Logistics & Trading Pte Ltd	1,000,000	1.44
9	A-Power Engineering Pte Ltd	937,000	1.34
10	Cheong Wai Ngan Gillian	724,000	1.04
11	Hee Geok Lin	577,000	0.83
12	DBS Nominees Pte Ltd	562,000	0.81
13	Chua Wee Keng	499,000	0.72
14	Chua Seng Guan	479,359	0.69
15	HSBC (Singapore) Nominees Pte Ltd	455,000	0.65
16	Chua Hoong Tat Franz	321,000	0.46
17	Teh Lee Pang William	200,000	0.29
18	Chua Keng Hoon	199,180	0.28
19	Khoo Lee Ean	170,000	0.24
20	United Overseas Bank Nominees Pte Ltd	152,400	0.22
	Total	62,935,149	90.44

ANALYSIS OF SHAREHOLDINGS

As at 15 May 2015

Substantial Shareholders

Substantial shareholders	Direct interest No. of shares	Direct interest % of total issued shares	Deemed interest No. of shares	Deemed interest % of total issued shares
Chua Eng Him	20,154,566	28.96	577,000[(1)]	0.83
Kheng Leong Company (Private) Limited	15,252,104	21.92	–	–
Wee Ee Cheong	–	–	15,252,104[(2)]	21.92
Wee Ee Chao	–	–	15,252,104[(3)]	21.92
Wee Ee Lim	–	–	15,252,104[(4)]	21.92
Wee Investments (Pte) Limited	–	–	15,252,104[(5)]	21.92
Yap Boh Lim	15,252,104	21.92	–	–

Notes

(1) Mr Chua Eng Him is deemed to have an interest in the 577,000 shares held by his wife.

(2) Mr Wee Ee Cheong is deemed to have an interest in the 15,252,104 shares held by Kheng Leong Company (Private) Limited.

(3) Mr Wee Ee Chao is deemed to have an interest in the 15,252,104 shares held by Kheng Leong Company (Private) Limited.

(4) Mr Wee Ee Lim is deemed to have an interest in the 15,252,104 shares held by Kheng Leong Company (Private) Limited.

(5) Wee Investments (Pte) Limited is deemed to have an interest in the 15,252,104 shares held by Kheng Leong Company (Private) Limited.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 35th annual general meeting of Transit-Mixed Concrete Ltd will be held at Istana Room 3, Level 2, Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 on Wednesday, 24 June 2015 at 10.00 a.m. to transact the following business:-

ORDINARY BUSINESS

1 To receive and adopt the audited financial statements for the year ended 28 February 2015 and the reports of the directors and auditors thereon.

2 To declare a one-tier tax exempt final dividend of 2 cents per ordinary share for the year ended 28 February 2015.

3 To re-appoint Mr Yap Boh Lim as a director of the Company to hold office until the next annual general meeting of the Company pursuant to Section 153(6) of the Companies Act, Cap. 50.

Note: Mr Yap Boh Lim, if re-appointed as a director, will remain a member of the audit committee and Dr Yap Eng Ching will continue to act as his alternate. Mr Yap Boh Lim is a non-independent director. Key information on Mr Yap Boh Lim and Dr Yap Eng Ching is set out on pages 8 & 9 of the annual report.

4 To re-elect Mr Tan Hwee Yong, a director who will retire by rotation pursuant to Article 89 of the Articles of Association of the Company and who, being eligible, will offer himself for re-election.

Note: Mr Tan Hwee Yong, if re-elected as a director, will remain a member of the audit committee, nominating committee and remuneration committee. Mr Tan Hwee Yong is an independent director. Key information on Mr Tan Hwee Yong is set out on page 9 of the annual report.

5 To re-appoint KPMG LLP as auditors of the Company and to authorise the directors to fix their remuneration.

SPECIAL BUSINESS

6 To consider and, if thought fit, to pass with or without modifications, the following resolution as ordinary resolution:-

"That directors' fees of S$100,000 for the year ended 28 February 2015 be and are hereby approved." (2014: S$90,000)

7 To consider and, if thought fit, to pass with or without modifications, the following resolution as ordinary resolution:-

"That pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Singapore Exchange Securities Trading Limited, authority be and is hereby given to the directors of the Company to allot and issue shares and convertible securities in the Company (whether by way of rights, bonus or otherwise) at any time and from time to time thereafter to such persons and upon such terms and conditions and for such purposes as the directors may in their absolute discretion deem fit, provided always that the aggregate number of shares and convertible securities to be issued pursuant to this resolution does not exceed 50% of the total number of issued shares (excluding treasury shares) in the capital of the Company as at the date of the passing of this resolution, of which the aggregate number of shares and convertible securities to be issued other than on a pro rata basis to shareholders of the Company does not exceed 20% of the total number of issued shares (excluding treasury shares) in the capital of the Company as at the date of the passing of this resolution, and for the purpose of this resolution, the total number of issued shares (excluding treasury shares) shall be based on the total number of issued shares (excluding treasury shares) in the capital of the Company at the time this resolution is passed (after adjusting for new shares arising from the conversion or exercise of convertible securities or exercise of share options or vesting of share awards which are outstanding or subsisting at the time this resolution is passed and any subsequent bonus issue, consolidation or subdivision of the Company's shares), and unless revoked or varied by the Company in general meeting, such authority shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier."

NOTICE OF ANNUAL GENERAL MEETING

OTHER BUSINESS

8 To transact such other business as can be transacted at an annual general meeting of the Company.

By Order of the Board

Chen Lee Lee
Company Secretary

Singapore
5 June 2015

Note

A member of the Company entitled to attend and vote at the above meeting may appoint a proxy to attend and vote on his behalf and such proxy need not be a member of the Company. The instrument appointing a proxy must be lodged at the registered office of the Company at 150 Changi Road #03-05, Guthrie Building, Singapore 419973 not less than 48 hours before the time fixed for the holding of the meeting.

Statement pursuant to Article 52 of the Company's Articles of Association

The ordinary resolution proposed in item 6 above is to approve the payment of directors' fees for the year ended 28 February 2015.

The ordinary resolution proposed in item 7 above is to authorise the directors from the date of the above meeting until the date of the next annual general meeting, to allot and issue shares and convertible securities in the Company. The aggregate number of shares and convertible securities which the directors may allot and issue under this resolution shall not exceed 50% of the total number of issued shares (excluding treasury shares) in the capital of the Company at the time this resolution is passed. For issues of shares and convertible securities other than on a pro rata basis to all shareholders, the aggregate number of shares and convertible securities to be issued shall not exceed 20% of the total number of issued shares (excluding treasury shares) in the capital of the Company at the time this resolution is passed.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the annual general meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the annual general meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the annual general meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTICE OF BOOKS CLOSURE AND DIVIDEND PAYMENT DATES

NOTICE IS HEREBY GIVEN that the share transfer books and register of members of the Company will be closed on 25 August 2015 for the purpose of determining members' entitlements to a one-tier tax exempt final dividend of 2 cents per ordinary share for the year ended 28 February 2015.

Duly completed transfers received by the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902 up to 5.00 p.m. on 24 August 2015 will be registered before entitlements to the dividend are determined.

Members whose securities accounts with The Central Depository (Pte) Limited are credited with shares at 5.00 p.m. on 24 August 2015 will be entitled to the dividend.

The dividend, if approved by members at the 35th annual general meeting of the Company to be held on 24 June 2015, will be paid on 10 September 2015.

By Order of the Board

Chen Lee Lee
Company Secretary

Singapore
5 June 2015

TRANSIT-MIXED CONCRETE LTD

(Incorporated In The Republic Of Singapore)
Company Registration No. 197902587H

Important

1 For investors who have used their CPF monies to buy Transit-Mixed Concrete Ltd shares, this report is forwarded to them at the request of their CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.

2 This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the notice of annual general meeting dated 5 June 2015.

PROXY FORM

I/We ______________________________ NRIC/Passport No. ______________

of ____

being a member/members of Transit-Mixed Concrete Ltd hereby appoint:-

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

as my/our proxy/proxies to attend and to vote for me/us on my/our behalf and, if necessary, to demand a poll, at the 35th annual general meeting of the Company to be held at Istana Room 3, Level 2, Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 on Wednesday, 24 June 2015 at 10.00 a.m. and at any adjournment thereof.

(Please indicate with an "X" in the spaces provided whether you wish your vote(s) to be cast for or against the resolutions as set out in the notice of annual general meeting. In the absence of specific directions, the proxy/proxies will vote or abstain as he/they may think fit, as he/they will on any other matter arising at the annual general meeting.)

No.	Resolutions	For	Against
	Ordinary Business		
1	To receive and adopt the audited financial statements and reports		
2	To declare a one-tier tax exempt final dividend		
3	To re-appoint Mr Yap Boh Lim as director		
4	To re-elect Mr Tan Hwee Yong as director		
5	To re-appoint KPMG LLP as auditors and to authorise the directors to fix their remuneration		
	Special Business		
6	To approve directors' fees		
7	To authorise the directors to allot and issue shares and convertible securities		

Dated this __________ day of ________________ 2015

Total Number of Shares Held

____
Signature(s) of Member(s) or Common Seal

IMPORTANT
PLEASE READ NOTES OVERLEAF

NOTES

1 Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 130A of the Companies Act, Cap. 50), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.

2 A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote in his stead. A proxy need not be a member of the Company.

3 Where a member appoints two proxies, he shall specify the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy, failing which the appointment shall be deemed to be alternative.

4 The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 150 Changi Road #03-05, Guthrie Building, Singapore 419973, not later than 10.00 a.m. on Monday, 22 June 2015.

5 The instrument appointing a proxy or proxies must be under the hand of the appointer or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised.

6 Where an instrument appointing a proxy or proxies is signed on behalf of a member by an attorney, the letter or power of attorney or a duly certified copy thereof shall (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

7 A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting in accordance with Section 179 of the Companies Act, Cap. 50.

8 The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument appointing a proxy or proxies. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointer, is not shown to have shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the meeting, as provided by The Central Depository (Pte) Limited to the Company.

TMC

TRANSIT-MIXED CONCRETE LTD

150 Changi Road #03-05 Guthrie Building Singapore 419973
Tel: 6344 3922 Fax: 6342 0990
Company Registration No.:197902587H