

PART 1 - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

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

The Board of Directors of F J Benjamin Holdings Ltd wishes to announce the unaudited results of the Group for the year ended 30 June 2019 (FY 2019).

	-----GROUP-----		Change %
	FY2019 \$'000	FY2018 \$'000	
Turnover	131,509	165,981	(21)
Cost of goods sold	(66,841)	(89,685)	(25)
Gross Profit	64,668	76,296	(15)
Other income, net	102	1,382	(93)
Staff costs	(21,377)	(25,847)	(17)
Rental of premises	(22,307)	(27,434)	(19)
Advertising and promotion	(1,988)	(3,012)	(34)
Depreciation of furniture, fixtures and equipment	(3,153)	(3,223)	(2)
Other operating expenses	(11,879)	(15,097)	(21)
OPERATING PROFIT	4,066	3,065	33
Interest expenses	(938)	(1,382)	(32)
	3,128	1,683	86
Foreign exchange gain, net	651	2,312	(72)
Share of results of associate, net of tax	(1,673)	(3,056)	(45)
PROFIT BEFORE TAX	2,106	939	124
Income tax expenses	(1,929)	(2,174)	(11)
NET PROFIT / (LOSS) FOR THE YEAR	177	(1,235)	nm

OPERATING PROFIT IS STATED AFTER CHARGING/(CREDITING):-

Loss on disposal of furniture, fixtures and equipment	900	445
Allowance for doubtful debts and bad debts written off	6	140
Reversal for inventory obsolescence and inventories written off	(95)	(143)
Reversal of allowance for inventory obsolescence	(577)	(1,627)
Provision for impairment in investment securities	-	167

nm - not meaningful

1(aii) CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	GROUP		
	FY2019	FY2018	Change
	\$'000	\$'000	%
Profit / (Loss) for the year	177	(1,235)	nm
Other comprehensive income			
Item that may be reclassified subsequently to profit or loss:			
Foreign currency translation	(488)	(207)	nm
Share of other comprehensive income of associate, net of tax	212	198	7
Total comprehensive income for the year	(99)	(1,244)	(92)

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

	-----GROUP-----			-----COMPANY-----		
	30-Jun-19 \$'000	30-Jun-18 \$'000 Restated	1-Jul-17 \$'000 Restated	30-Jun-19 \$'000	30-Jun-18 \$'000	1-Jul-17 \$'000
NON-CURRENT ASSETS						
Furniture, fixtures and equipment	8,236	9,475	10,131	1	-	33
Subsidiaries	-	-	-	31,050	23,054	11,102
Investment in associate	21,586	22,609	23,932	-	-	-
Other receivables	-	648	1,024	-	-	-
Deferred tax assets	266	434	719	-	-	-
	<u>30,088</u>	<u>33,166</u>	<u>35,806</u>	<u>31,051</u>	<u>23,054</u>	<u>11,135</u>
CURRENT ASSETS						
Inventories	32,410	31,645	40,620	-	-	-
Investment securities	-	-	167	-	-	-
External trade debtors	2,647	3,089	4,380	-	-	-
Trade debts due from associate	11,646	14,358	9,884	-	-	-
Other debtors	11,452	11,762	13,788	19,169	14,057	31,752
Loan to related party of associate	5,500	5,500	5,500	-	-	-
Prepayments and advances	575	497	435	50	25	3
Tax recoverable	59	113	751	-	-	-
Cash on hand and at banks	7,722	9,298	7,204	3,039	2,796	3,236
	<u>72,011</u>	<u>76,262</u>	<u>82,729</u>	<u>22,258</u>	<u>16,878</u>	<u>34,991</u>
CURRENT LIABILITIES						
Trade and other creditors	28,582	33,584	45,941	10,843	2,500	3,736
Finance lease creditors	442	425	324	-	-	27
Bank borrowings	18,409	20,973	28,893	-	-	-
Provision for taxation	402	804	-	-	-	-
	<u>47,835</u>	<u>55,786</u>	<u>75,158</u>	<u>10,843</u>	<u>2,500</u>	<u>3,763</u>
NET CURRENT ASSETS	24,176	20,476	7,571	11,415	14,378	31,228
NON-CURRENT LIABILITIES						
Finance lease creditors	362	735	734	-	-	-
Bank borrowings	1,134	-	-	-	-	-
Deferred tax liabilities	-	40	40	-	-	-
	<u>1,496</u>	<u>775</u>	<u>774</u>	<u>-</u>	<u>-</u>	<u>-</u>
NET ASSETS	52,768	52,867	42,603	42,466	37,432	42,363
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY						
Share capital	176,955	176,955	165,447	176,955	176,955	165,447
Foreign currency translation reserve	(695)	(207)	-	-	-	-
Other reserves	410	198	-	-	-	-
Accumulated losses	(123,902)	(124,079)	(122,844)	(134,489)	(139,523)	(123,084)
TOTAL EQUITY	52,768	52,867	42,603	42,466	37,432	42,363

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

	-----GROUP-----	
	30-Jun-19 \$'000	30-Jun-18 \$'000
Amount repayable in one year or less, or on demand		
- Unsecured	17,591	21,398
- Secured	1,260	-
Amount repayable after one year		
- Unsecured	362	735
- Secured	1,134	-
Total borrowings	20,347	22,133
Cash on hand and at banks	(7,722)	(9,298)
Net borrowings	12,625	12,835

The secured term loan in FY19 was secured by second legal mortgage over a personal property of a Director of the Group and personal guarantees from certain Directors of the Group.

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

	-----GROUP-----	
	FY2019 \$'000	FY2018 \$'000
CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit before tax	2,106	939
Adjustments for:		
Depreciation of furniture, fixtures and equipment	3,153	3,223
Share of results of associate, net of tax	1,673	3,056
Currency realignment	(48)	(833)
Loss on disposal of furniture, fixtures and equipment	900	445
Interest income	(256)	(222)
Interest expense	938	1,382
Provision for impairment in investment securities	-	167
Reversal of inventory obsolescence and inventories written off, net	(672)	(1,770)
Allowance for doubtful debts and bad debts written off, net	6	140
OPERATING CASH FLOWS BEFORE WORKING CAPITAL CHANGES	7,800	6,527
Decrease/ (Increase) in debtors	3,768	(699)
Increase in prepayments and advances	(78)	(62)
(Increase) / Decrease in inventories	(93)	10,935
Decrease in creditors	(5,002)	(8,722)
CASH FLOW GENERATED FROM OPERATIONS	6,395	7,979
Interest received	36	-
Income tax paid	(2,143)	(413)
NET CASH FLOWS GENERATED FROM OPERATING ACTIVITIES	4,288	7,566
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of furniture, fixtures and equipment	(3,086)	(2,740)
Proceeds from disposal of furniture, fixtures and equipment	194	543
Investment in associate	-	(1,356)
NET CASH FLOWS USED IN INVESTING ACTIVITIES	(2,892)	(3,553)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from issuance of rights cum warrants	-	8,118
Shares issuance expenses	-	(435)
Repayment of bank borrowings	(900)	(10,661)
Proceeds from bank borrowings	1,064	6,294
Repayment of obligations under finance leases	(440)	(403)
Interest paid	(938)	(1,382)
NET CASH FLOWS (USED IN)/ GENERATED FROM FINANCING ACTIVITIES	(1,214)	1,531
Net increase in cash and cash equivalents	182	5,544
Cash and cash equivalents at beginning of financial year	6,185	538
Net effect of exchange rate changes on opening cash and cash equivalents	(164)	103
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL YEAR	6,203	6,185
Cash and cash equivalents comprise the following:		
Cash on hand and at banks	7,722	9,298
Bank overdrafts	(1,519)	(3,113)
	6,203	6,185

1(d) (i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Share Capital	Foreign Currency Translation Reserve	Other Reserves	Accumulated Losses	Total Equity
	\$'000	\$'000	\$'000	\$'000	\$'000
GROUP					
At 1 July 2018					
- As previously reported	176,955	(28,448)	198	(95,838)	52,867
- Effects of adopting SFRS(I) 1	-	28,241	-	(28,241)	-
- Restated opening balance	176,955	(207)	198	(124,079)	52,867
Profit for the year	-	-	-	177	177
<u>Other comprehensive income</u>					
Foreign currency translation	-	(488)	-	-	(488)
Share of other comprehensive income of associate, net of tax	-	-	212	-	212
Total comprehensive income for the financial year	-	(488)	212	177	(99)
At 30 June 2019	176,955	(695)	410	(123,902)	52,768
At 1 July 2017					
- As previously reported	165,447	(28,241)	-	(94,603)	42,603
- Effects of adopting SFRS(I) 1	-	28,241	-	(28,241)	-
- Restated opening balance	165,447	-	-	(122,844)	42,603
Loss for the year	-	-	-	(1,235)	(1,235)
<u>Other comprehensive income</u>					
Foreign currency translation	-	(207)	-	-	(207)
Share of other comprehensive income of associate, net of tax	-	-	198	-	198
Total comprehensive income for the financial year	-	(207)	198	(1,235)	(1,244)
Issuance of rights cum warrants	11,943	-	-	-	11,943
Share issuance expenses	(435)	-	-	-	(435)
Total transactions with owners	11,508	-	-	-	11,508
At 30 June 2018	176,955	(207)	198	(124,079)	52,867
COMPANY					
At 1 July 2018	176,955	-	-	(139,523)	37,432
Profit for the year, representing total comprehensive income for the financial year	-	-	-	5,034	5,034
At 30 June 2019	176,955	-	-	(134,489)	42,466
At 1 July 2017	165,447	-	-	(123,084)	42,363
Loss for the year, representing total comprehensive income for the financial year	-	-	-	(16,439)	(16,439)
Issuance of rights cum warrants	11,943	-	-	-	11,943
Share issuance expenses	(435)	-	-	-	(435)
Total transactions with owners	11,508	-	-	-	11,508
At 30 June 2018	176,955	-	-	(139,523)	37,432

1(d) (ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares and number of subsidiary holdings, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

	30-Jun-19	30-Jun-18
Total number of issued shares	909,935,771	909,935,771
Number of shares that may be issued on exercise of warrants	682,451,828	682,451,828

Pursuant to the Rights cum Warrants issue, the Company allotted and issued 341,225,914 Rights shares and 682,451,828 free detachable Warrants on 5 April 2018 and 6 April 2018 respectively. The new shares shall rank pari passu in all aspect with all existing issued shares.

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

As at 30 June 2019: 909,935,771

As at 30 June 2018: 909,935,771

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

There is no sale, transfer, disposal, cancellation and/or use of treasury shares as at the end of the current financial year reported on.

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

There is no sale, transfer, disposal, cancellation and/or use of subsidiary holdings as at the end of the current financial year reported on.

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

The figures have not been audited or reviewed by the auditors.

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

Not applicable.

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

Except as disclosed in item 5 below, the Company and the Group have applied the same accounting policies and methods of computation as in the most recent audited annual financial statements.

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

The Group has adopted the new financial reporting framework, Singapore Financial Reporting Standards (International) ("SFRS(I)") on 1 July 2018 and has prepared its financial information under SFRS(I) for the financial year ended 30 June 2019.

In adopting SFRS(I), the Group has applied all of the specific transition requirements in SFRS(I) 1 First-time Adoption of SFRS(I). The adoption of the new and revised standards and interpretations did not have any significant impact on the Group's financial statements. The Group has elected the option to reset its cumulative translation differences for foreign operations to be zero on 1 July 2017. As a result, cumulative translation losses of \$28,241,000 were reclassified from foreign currency translation reserve to accumulated losses as at 1 July 2017.

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

	GROUP	
	FY2019	FY2018
(a) Basic (cents)	0.02	(0.18)
(b) Diluted (cents)	0.02	(0.18)

The basic and diluted earnings per share is computed based on the weighted average number of ordinary shares in issue during the financial year of 909,935,771 (FY18: 671,354,351).

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

	GROUP	COMPANY
Net asset value per ordinary share based on issued share capital as at:		
(a) current financial year reported on (cents)	5.80	4.67
(b) immediately preceding financial year (cents)	5.81	4.11

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

(a) any significant factors that affected the turnover, costs and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and

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

Review of Results for Full Year Ended 30 June 2019 (FY19)

The Group returned to profitability with net profit after tax of \$177,000 after a sustained period of restructuring. Reflecting the improved quality of business, Group operating profit was 33% higher at \$4.1 million for the financial year ended 30 June 2019 (FY19), from \$3.1 million the year before. Lower share of loss from the Group's associate company in Indonesia also helped to improve Group pre-tax profit to \$2.1 million.

Foreign exchange gain was \$651,000 compared to \$2.3 million in last financial year.

Overall, Group revenue was 21% lower at \$131.5 million. In FY18, the Group closed loss-making businesses which accounted for \$29.3 million of the \$34.5 million decline in revenue. The smaller revenue base also resulted from \$4.4 million reduction in sales to our Indonesian associate which has slowed down purchases as a result of tighter inventory management.

Revenue from the Group's on-going business declined marginally by one per cent to \$119.6 million from \$120.4 million before as Chinese New Year fell in early February this year, resulting in a shorter festive spending period from Christmas. The 2019 Great Singapore Sale (GSS) was launched in the third week of June instead of at the start of the month. This resulted in slower sales in the period leading up to GSS.

With a healthier business all round following the discontinuance of low-yielding brands, more targeted inventory management and an absence of rampant industry discounting, gross profit margin improved from 46% to 49%.

Group operating expenses fell 19% to \$60.7 million following cost controls and closure of non performing stores and brands, resulting in total savings of \$13.9 million.

In Indonesia, our associate company saw a three per cent year-on-year decline due to slower spending ahead of the Indonesian elections in April and street protests and riots in May when the election results were announced. Gross margin eased one percentage point. The Group's share of loss stood at \$1.7 million, down from \$3.1 million in FY18.

(ii) Balance Sheet

Inventory increased marginally by two per cent to \$32.4 million partly due to stocks received before year end for a new brand that was launched in August 2019.

Net borrowings totalled \$12.6 million as at 30 June 2019 (\$12.8 million at 30 June 2018) with gearing at 24%.

(iii) Cash Flows

As at 30 June 2019, the Group generated net cash flows of \$4.3 million from operating activities, invested \$3.1 million in shop fittings and repaid bank borrowings and interest expense of \$1.2 million.

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

Not applicable.

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

The Group launched its online omni-channel Superdry platform in Singapore in July and on the back of the encouraging performance, will roll out a similar platform in Malaysia in 2Q FY20. In early August, we also opened a Fauré Le Page heritage leather goods store in Singapore's Ngee Ann City and the response has been good.

Due to the present global uncertainties, the Group will continue to be vigilant in managing costs and inventory. Management is of the opinion that barring unforeseen circumstances, and following the actions taken in these last few years, the Group's present pace of recovery could be maintained.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period report on?

None.

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediate preceding financial year?

None.

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommendeded, a statement to that effect.

Not applicable.

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

The Company does not have an IPT mandate.

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

Not applicable for full year results announcement.

15. Confirmation pursuant to Rule 720(1) of the Listing Manual.

The Company has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1).

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

16. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year

For the financial year ended 30 June 2019

	Ongoing Retail	Distribution	Export	Discontinued operation	Corporate and Others	Group
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Sales to external consumers	111,751	7,943	11,815	-	-	131,509
Segment results	6,416	110	697	-	(2,762)	4,461
Interest income						256
Interest expense						(938)
Share of results of associates, net of tax						(1,673)
Profit before tax						2,106
Income tax expenses						(1,929)
Net profit for the year						177

For the financial year ended 30 June 2018

	Ongoing Retail	Distribution	Export	Discontinued operation	Corporate and Others	Group
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Sales to external consumers	119,299	12,446	16,415	17,821	-	165,981
Segment results	4,991	879	1,526	583	(2,824)	5,155
Interest income						222
Interest expense						(1,382)
Share of results of associate, net of tax						(3,056)
Profit before tax						939
Income tax expenses						(2,174)
Net loss for the year						(1,235)

17. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Please refer to item 8.

18. A breakdown of sales

	-----GROUP-----		
	FY2019	FY2018	Change
	\$'000	\$'000	%
Sales reported for first half year	69,138	91,838	(25)
Profit after tax before deducting non-controlling interests reported for first half year	476	19	nm
Sales reported for second half year	62,371	74,143	(16)
Loss after tax before deducting non-controlling interests reported for second half year	(299)	(1,254)	(76)

19. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

	Latest Full Year \$'000	Previous Full Year \$'000
Ordinary	-	-
Preference	-	-
Total	-	-

20. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

<i>Name</i>	<i>Age</i>	<i>Family relationship with any director, CEO and/or substantial shareholder</i>	<i>Current position and duties, and the year the position was first held</i>	<i>Details of changes in duties and position held, if any, during the year</i>
Eli Manasseh Benjamin	69	Brother of Frank Benjamin, Non-Executive Chairman	Group Chief Executive Officer since 5 May 2006	Nil
Mavis Benjamin	80	Wife of Frank Benjamin and substantial shareholder	Executive Vice President – Store & Planning since 1996	Nil
Douglas Jackie Benjamin	55	Son of Frank Benjamin	Group Chief Operating Officer since 1 September 2012	Nil

21. First quarter results for financial period ending 30 September 2019

The Company expects to announce its first quarter results ending 30 September 2019 in the week of 4 November 2019.

BY ORDER OF THE BOARD

Karen Chong Mee Keng
 Company Secretary
 28 August 2019