

BLUMONT

博诺有限公司

ANNUAL  
REPORT  
2018

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# CORPORATE INFORMATION

## BOARD COMPOSITION

- **Board of Directors**  
**Executive Directors:**  
Siaw Lu Howe  
(Executive Chairman and Chief Executive Officer)  
Lee Boon Teck  
(Executive Director and Chief Operating Officer)  
Kek Wei Na  
(Executive Director and Chief Financial Officer)

### **Non-Executive and Independent Directors:**

Calvin Lim Huan Kim  
(Lead Independent Director)  
Tan Gim Kang, Arran  
Aris Muhammad Rizal

- **Audit Committee**  
Calvin Lim Huan Kim  
(Chairman)  
Tan Gim Kang, Arran  
Aris Muhammad Rizal
- **Remuneration Committee**  
Calvin Lim Huan Kim  
(Chairman)  
Tan Gim Kang, Arran  
Aris Muhammad Rizal
- **Nominating Committee**  
Tan Gim Kang, Arran  
(Chairman)  
Calvin Lim Huan Kim  
Aris Muhammad Rizal

## COMPANY SECRETARY

Nor Hafiza Alwi, FCIS

## REGISTRAR

B.A.C.S. Private Limited  
8 Robinson Road  
#03-00 ASO Building  
Singapore 048544

## AUDITORS

**Moore Stephens LLP**  
Public Accountants and Chartered Accountants  
10 Anson Road, #29-15  
International Plaza  
Singapore 079903

Audit Partner in charge  
(appointment since financial year 2018)  
Mr. Christopher Bruce Johnson

## REGISTERED OFFICE

Apex @ Henderson  
201 Henderson Road  
#03-26/27  
Singapore 159545  
Tel : (65) 6332 9488  
Fax : (65) 6332 9489

## OPERATING SUBSIDIARIES

- Singapore  
Tria Holdings Pte. Ltd.  
Asphere Holdings Pte. Ltd.  
Adroit Innovations  
Investment Pte Ltd

Apex @ Henderson  
201 Henderson Road  
#03-26/27  
Singapore 159545

- **Malaysia**  
Raintree Rock Sdn. Bhd.  
Trackplus Sdn Bhd  
Gemisuria Corporation Sdn Bhd

No. 177-3, 3rd Floor,  
Jalan Sarjana  
Taman Connaught, Cheras  
56000 Kuala Lumpur  
Malaysia

- **Indonesia**  
PT Rel-ion Sterilization  
Services

Kampung Meriuk RT 002  
RW 002 Gandamekar  
West Cikarang  
Berkasi – West Java 17520  
Indonesia

- **Seychelles**  
Solid Base Limited

P.O. Box 1239  
Offshore Incorporations Centre  
Victoria, Mahe  
Seychelles

## NON-OPERATING SUBSIDIARIES

- Singapore  
G1 Investments Pte. Ltd.  
(struck off on 04 September 2018)

Apex @ Henderson  
201 Henderson Road  
#03-26/27  
Singapore 159545

- **British Virgin Islands**  
Powerlite Ventures Limited  
(dissolved on 26 March 2018)

c/o Apex @ Henderson  
201 Henderson Road  
#03-26/27  
Singapore 159545

## PRINCIPAL BANKERS

DBS Bank Ltd  
12 Marina Boulevard  
Level 3  
Marina Bay Financial Centre  
Tower 3  
Singapore 018982

HL Bank  
1 Wallich Street  
#29-01 Guoco Tower  
Singapore 078881

Malayan Banking Berhad,  
Singapore Branch  
2 Battery Road  
#21-01 Maybank Tower  
Singapore 049907

## BOARD OF DIRECTORS

### **MR. SIAW LU HOWE**

#### ***Executive Chairman and Chief Executive Officer***

Mr. Siaw Lu Howe was appointed Interim Chief Executive Officer on 5 September 2017 and subsequently re-designated as Executive Chairman and Chief Executive Officer of the Group on 6 December 2017. He has had over 20 years of experience in managing diverse businesses, such as in hospitality, real estate and mining services industries, primarily located in the state of Sarawak, Malaysia. Mr. Siaw has been a director at Sri Datai Construction (Sarawak) Sdn Bhd since 1995 and at Modal Sempura Sdn Bhd since 2009 and is currently advisor to Juara Cahya Sarawak Sdn Bhd, since 2015.

### **MR. LEE BOON TECK**

#### ***Executive Director and Chief Operating Officer***

Mr. Lee Boon Teck was appointed Executive Director and Chief Operating Officer of the Group on 6 December 2017. He has 17 years of banking experience covering full aspect of retail banking segment including private banking. Mr. Lee was based in Indonesia for a few years. He also has working exposure to countries like Thailand, Vietnam, Myanmar, Laos and Cambodia. He has extensive experience in the financial industry as well as good network.

### **MS. KEK WEI NA**

#### ***Executive Director and Chief Financial Officer***

Ms. Kek Wei Na was appointed Executive Director and Chief Financial Officer of the Group on 6 December 2017. She graduated with a Bachelor of Accountancy degree from Nanyang Business School, NTU Singapore. She has been an accredited member of the Institute of Singapore Chartered Accountants since 2012. She has had working experience in auditing, finance, real estate and mineral, oil and gas industries.

### **MR. CALVIN LIM HUAN KIM**

#### ***Lead Independent Director***

Mr. Calvin Lim Huan Kim was appointed Independent Non-Executive Director on 15 March 2004. He is the Chairman of the Audit Committee and Remuneration Committee and a member of Nominating Committee and Compensation Committee. He was the Managing Director of a major European multinational corporation in the specialty chemicals business. He also has extensive experience in financial matters as part of his job function as a Managing Director. He graduated with a Bachelor of Science in Chemical Engineering from the California State University Pomona in 1985.

### **MR. TAN GIM KANG, ARRAN**

#### ***Independent Non-Executive Director***

Mr. Tan Gim Kang, Arran was appointed Independent Non-Executive Director on 30 May 2014. He is the Chairman of the Nominating Committee and a member of the Audit Committee, Remuneration Committee and Compensation Committee. He has vast experience in the general civil and structural engineering, project management, construction management and traffic engineering and carpark management industry. Mr. Tan graduated with a Bachelor of Engineering (Civil) from the University of Canterbury in 1986.

### **MR. ARIS MUHAMMAD RIZAL**

#### ***Independent Non-Executive Director***

Mr. Aris Muhammad Rizal was appointed Independent Non-Executive Director on 10 October 2014. He is a member of the Audit Committee, Nominating Committee, Remuneration Committee and Compensation Committee since 10 October 2014. He holds a Bachelor of Engineering (Geological) from the University of Padjadjaran, Indonesia and is currently the Operational Manager at PT. Denichi Amina Selaras which is an Indonesian private company holding iron ore mining interests in Aie Dingin, West Sumatra, Indonesia which undertakes a wide array of activities including exploration.

# EXECUTIVE CHAIRMAN AND CHIEF EXECUTIVE OFFICER'S STATEMENT

**Dear Shareholders,**

On behalf of the Board of Directors (the "**Board**") of Blumont Group Ltd. ("**Blumont**" or the "Company" and together with its subsidiaries, the "**Group**"), I am pleased to present to you the Group's annual report for the financial year ended 31 December 2018 ("**FY2018**").

In FY2018, the Group had, true to its promise, conducted a business consolidation exercise upon a thorough management's review. This exercise included striking off / dissolving dormant subsidiaries, G1 Investments Pte. Ltd. and Powerlite Ventures Limited, as well as acquisition of Solid Base Limited and partially owned subsidiaries, Trackplus Sdn Bhd and PT Rel-ion Sterilization Services. This will allow the Group to better capitalize on gains and market cycles as and when available. The Group is now geared up for long term growth.

## **STERILIZATION BUSINESS**

Our sterilization business is a substantial revenue driver for the Group. In FY2018, we continue to focus on this business as we already have a strong foothold in the geographical region in which we operate. While we already have high operating capacity, we continue to identify performance gaps by which we are able to improve our operations incrementally. In the coming future, we hope to be able to do so even further.

## **INVESTMENT HOLDINGS**

We now exercise full control over our major assets, through the efforts that we have expended over the year. We are currently on a full lookout for opportunities that are most optimal for the Group's current situation.

## **BOUNDLESS OPPORTUNITIES**

Vast opportunities lie ahead of us, as we have a clean slate right now. Building a strong foundational reputation is just the first step. Identifying partnerships and businesses is another. It does require time, effort, patience, and most definitely a committed and interest-aligned management. Slowly but surely, the Group is progressing towards its unwavering goals of value-adding to its shareholders and stakeholders. Being in full control, the Group has vast horizons to look forward to.

## **SUPPORT FROM MAJOR SHAREHOLDER**

In FY2018, the Group's major shareholder continues to lend its support to the Group, and will continue to do so as and when appropriate.

## **THE WAY FORWARD**

On behalf of the Board, I would like to express my gratitude to every member of our Group once again. Our people have always been the foundation upon our progress. I wish to thank my fellow Board members and working partners for their valued input and support throughout the year. As we enter into the new financial year ahead, we will remain dedicated to maximizing shareholder returns by exploring and seizing opportunities for further business development. We endeavour to work towards further enhancing shareholders' value going forward. We appreciate all stakeholders and shareholders' trust towards a better future for Blumont in the years to come.

Yours sincerely,

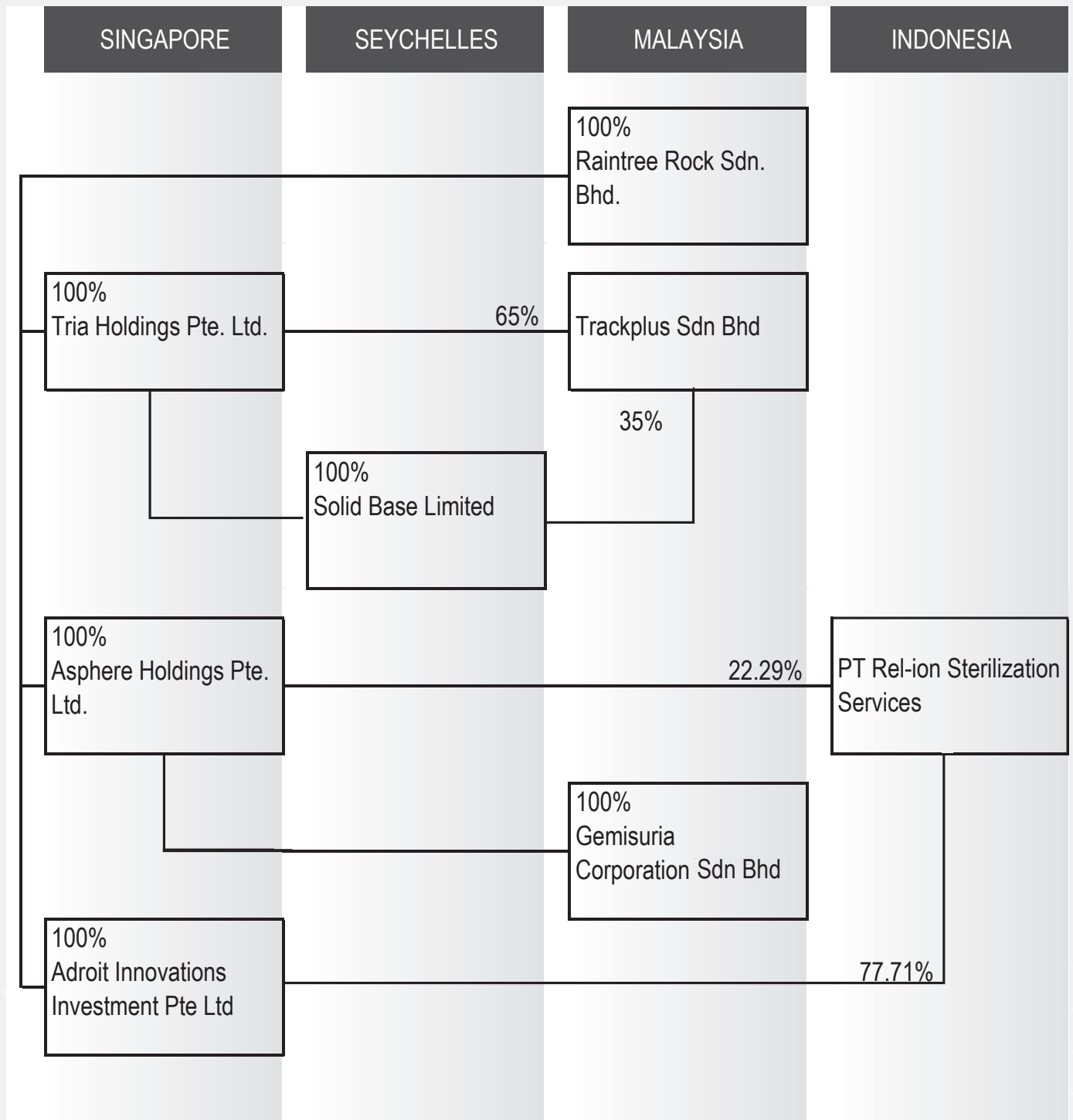
SIAW LU HOWE  
Executive Chairman and Chief Executive Officer

# GROUP STRUCTURE

As at 31 December 2018

# BLUMONT

博诺有限公司



# MISSION STATEMENT AND MANAGEMENT TEAM

## MISSION STATEMENT

To continue to re-engineer Blumont Group Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) into a niche strategic investor in businesses with the global market in mind, that can generate opportunities, scalability and growth for the Group.

## MANAGEMENT TEAM

### MR. SIAW LU HOWE

#### **Executive Chairman and Chief Executive Officer of Blumont Group Ltd.**

Mr. Siaw Lu Howe is responsible for setting the overall corporate direction, implementing the Group’s strategic plans as well as overseeing the overall operations of the Group.

### MR. LEE BOON TECK

#### **Chief Operating Officer of Blumont Group Ltd.**

Mr. Lee Boon Teck is responsible for managing the day-to-day operations of the Group, as well as overseeing the operations of the Malaysia subsidiaries.

### MS. KEK WEI NA

#### **Chief Financial Officer of Blumont Group Ltd.**

Ms. Kek Wei Na is responsible for managing the overall financials of the Group.

### MR. YUSMAN, SH

#### **Managing Director of PT Rel-ion Sterilization Services**

Mr. Yusman is responsible for the overall operational aspects and day-to-day management of PT Rel-ion Sterilization Services. He holds a degree in Law from the University of Tanjungpura, West Kalimantan, Indonesia.

# AUDITED FINANCIAL YEAR END SUMMARY

## The Group

### Consolidated Statement of Comprehensive Income – S\$

	<u>31 December 2018</u> 12 months	<u>31 December 2017</u> 12 months
Operating Revenue	3,919,553	3,697,557
Other Gains/(Losses) – net	1,126,371	(711,187)
Total Expenses	(4,484,727)	(5,125,702)
Income Tax Expense	(485,902)	(449,519)
Total Profit/(Losses): The Group	<u>75,295</u>	<u>(2,588,851)</u>
– Non-Controlling Interests	216,485	212,557
– Owners of the Company	(141,190)	(2,801,408)

## The Group

### Statements of Financial Position – S\$

	<u>31 December 2018</u>	<u>31 December 2017</u>
Total Assets	12,318,003	12,942,893
Total Liabilities	(8,966,944)	(7,223,491)
Net Assets	<u>3,351,059</u>	<u>5,719,402</u>
Intangible Assets	-	-
Net Tangible Assets – The Group	3,351,059	5,719,402
Equity: The Group	3,351,059	5,719,402
– Non-Controlling Interests	-	2,850,206
– Owners of the Company	3,351,059	2,869,196

## Owners of the Company

### Per Share Computation

	<u>31 December 2018</u>	<u>31 December 2017</u>
Number of Shares	27,570,762,183	27,570,762,183
Net Assets Value per Share – in cents	0.01	0.01
Net Tangible Assets per Share – in cents	0.01	0.01
Weighted Average Number of Shares	27,570,762,183	27,549,926,567
Loss per Share – in cents	(0.01)	(0.01)

## The Group

### Ratio Computation

	<u>31 December 2018</u>	<u>31 December 2017</u>
Return on Assets	0.6%	-20.0%
Return on Equity	2.2%	-45.3%



# CORPORATE GOVERNANCE REPORT

## **INTRODUCTION**

This report outlines the main corporate governance practices and procedures adopted by Blumont Group Ltd. (“**Blumont**” or “**Company**” and together with its subsidiaries, the “**Group**”) with specific reference to the Code of Corporate Governance 2012 (“**Code**”). The Group and the Board of Directors (“**Board**”) are committed to ensure and fully support the principles and guidelines of the Code that forms part of the continuing obligations as described in the Singapore Exchange Securities Trading Limited’s (“**SGX-ST**”) Listing Manual. The Board recognises that sound corporate governance practices are important to the proper functioning of the Group and enhances the interest of all shareholders.

This report describes the Company’s corporate governance practices that were in place throughout the financial year ended 31 December 2018 (“**FY2018**”), with specific reference to the Code. Where there are deviations from the Code, appropriate explanations are provided. The Company has complied with the principles of the Code where appropriate.

The Board is pleased to confirm that the Group has adhered to all principles and guidelines set out in the Code where appropriate.

### **The Code**

The Code is divided into four main sections, namely:

- (A) Board Matters
- (B) Remuneration Matters
- (C) Accountability and Audit
- (D) Shareholders Rights and Responsibilities

### **(A) BOARD MATTERS**

#### ***Principle 1: The Board’s Conduct of its Affairs***

***Every company should be headed by an effective Board to lead and control the Company. The Board is collectively responsible for the long-term success of the Company. The Board works with Management to achieve this objective and Management remains accountable to the Board.***

As of the date of this report, the Board of the Company comprises six (6) members (“**Directors**”), namely:

Mr. Siaw Lu Howe (Executive Chairman and Chief Executive Officer)  
 Mr. Lee Boon Teck (Executive Director and Chief Operating Officer)  
 Ms. Kek Wei Na (Executive Director and Chief Financial Officer)  
 Mr. Calvin Lim Huan Kim\* (Lead Independent Non-Executive Director)  
 Mr. Tan Gim Kang, Arran (Independent Non-Executive Director)  
 Mr. Aris Muhammad Rizal (Independent Non-Executive Director)

The profile of each Director is presented in the section headed “Board of Directors” of this Annual Report.

\* Mr. Calvin Lim Huan Kim will be retiring at the Company’s forthcoming Annual General Meeting to be held on 24 April 2019, pursuant to Article 110 of the Company’s Constitution.

# CORPORATE GOVERNANCE REPORT

Blumont is headed by competent Board members with diversified backgrounds and they collectively bring with them a wide range of experience. Each first-time Director brings to the Board specific industry knowledge and expertise.

Newly appointed Directors will be provided with a formal letter, setting out their duties and obligations and first-time Directors will be required to attend relevant training. The Company has in place general orientation-training programmes to ensure that every newly appointed and incoming Director of the Company is familiar with the Group's operations and governance practices including briefing on the Group's financial performance, strategies and action plans, corporate strategic direction, policies and activities.

Directors are also briefed and/or updated regularly on accounting and regulatory changes as well as changing commercial risks, where necessary, including but not limited to: (a) amendments to the SGX-ST Listing Manual and Code of Corporate Governance, (b) changes to the Companies Act, Cap. 50 and (c) changes to the Financial Reporting Standards.

In addition, the Board encourages its members to attend relevant seminars and courses to keep themselves updated on developments and changes in financial and regulatory requirements, and the business environment and outlook.

## Role of the Board of Directors

The Board establishes the corporate strategies for the Group and sets strategic directions and objectives for the Management, supervises them and monitors the performance of these objectives to enhance and build long term sustainable value for shareholders.

The Board has delegated the day-to-day management of the Group to the Management headed by the Executive Chairman and Chief Executive Officer to facilitate effective management. The principal functions of the Board are to, *inter alia*:

- provide entrepreneurial leadership, set strategic objectives, and ensure that the necessary financial and human resources are in place for the Company to meet its objectives;
- establish a framework of prudent and effective controls which enables risk to be assessed and managed including safeguarding of the shareholders' interest and the Company's assets;
- review and monitor the performance of Management;
- set the Group's values and standards (including ethical standards), and ensure that obligations to shareholders and other stakeholders are understood and met;
- consider sustainability issues, where applicable, in the formulation of its strategies;
- monitor and review the adequacy of the Company's internal control systems, risk management systems, compliance and financial reporting systems;
- approve the annual budgets, business plans, major funding proposals, financial restructuring, share issuance, investment and divestment proposals; and
- review the Group's financial performance.

The Board carries out its function directly or through various committees, which have been set up to support its role.

Each Director is expected, in the course of carrying out his/her duties, to act in good faith and consider at all times the interests of the Company.

# CORPORATE GOVERNANCE REPORT

The Board has established and delegated certain specific responsibilities to the following three (3) Board committees to support the role of the Board:

- Nominating Committee (“**NC**”);
- Remuneration Committee (“**RC**”); and
- Audit Committee (“**AC**”).

These committees function within clearly defined terms of references and operating procedures, which are reviewed on a regular basis. The effectiveness of these committees is also constantly monitored and reviewed by the Board. The roles and responsibilities of these committees are provided for in the latter sections of this report.

The Board accepts that while these Board committees have the authority to examine particular issues and will report to the Board their decisions and recommendations, the ultimate responsibility for the final decision on all matters lies with the entire Board.

## Board Meetings Held

The Board conducts meetings on a quarterly basis to coincide with the announcement of the Group’s quarterly and full-year results. Ad-hoc meetings are convened as warranted by particular circumstances.

In addition to these meetings, special corporate events and actions requiring the Board’s immediate approval were discussed over electronic mails and telephonic conference and resolved with Directors’ resolutions. The Company’s Constitution allows the Board to hold telephonic and video-conference meetings.

## Matters Requiring the Board’s Approval

The matters which require the Board’s approval, include but are not limited to:

- statutory requirements such as approval of annual report and financial statements;
- other requirements such as interim and annual results announcements;
- financial objectives and financial performance of the Group;
- corporate strategic direction, strategies and action plans;
- the setting of policies and key business initiatives;
- major funding, material acquisition, investments, disposal and divestments and other material transactions; and
- the appointment and removal of the company secretaries.

The Board has established financial authorisation and proper approval processes pertaining to the operating and capital expenditures, including acquiring and disposing of assets and investments. This includes proper procedures, guidelines, handbooks, policies and forms that are set forth and established for guidance, monitoring and review.

# CORPORATE GOVERNANCE REPORT

The number of Board and Board Committee meetings held in FY2018 and the attendance of each Director where relevant are as follows:

Name	Board of Directors		Nominating Committee (“NC”)		Remuneration Committee (“RC”)		Audit Committee (“AC”)	
	No. of Meetings		No. of Meetings		No. of Meetings		No. of Meetings	
	Held	Attended	Held	Attended	Held	Attended	Held	Attended
Mr. Siaw Lu Howe	4	4	NA	NA	NA	NA	NA	NA
Mr. Lee Boon Teck	4	4	NA	NA	NA	NA	NA	NA
Ms. Kek Wei Na	4	4	NA	NA	NA	NA	NA	NA
Mr. Calvin Lim Huan Kim	4	4	1	1	1	1	4	4
Mr. Tan Gim Kang, Arran	4	4	1	1	1	1	4	4
Mr. Aris Muhammad Rizal	4	4	1	1	1	1	4	4

NA: Not applicable

## Principle 2: Board Composition and Guidance

*There should be a strong and independent element on the Board, which is able to exercise objective judgment on corporate affairs independently, in particular, from Management and 10% shareholders. No individual or small group of individuals should be allowed to dominate the Board’s decision making.*

### Board Composition and Independent Directors

The Board comprises six (6) Directors, three (3) Directors being Executive Directors and three (3) Directors being Independent Non-Executive Directors.

The Company has adopted the Code’s definition of “Independent Director” and its guidance in respect of relationships which would deem a Director to be regarded as non-independent. The Company has the number of Independent Directors which complies with the Code’s requirement that at least half of the Board should be made up of Independent Directors, which brings a strong and independent element to the Board.

The functions of examining and assessment of the Board are delegated to the NC and its responsibilities and assessment are further discussed under the **Nominating Committee** heading, **Principle 4** and **Principle 5** as below.

As part of good corporate governance, the NC also reviews the independence of Independent Directors annually to ascertain the compliance to the Code’s definition of independence. Conversely, the NC has the discretion to determine that a Director is non-independent even if the Director does not fall under the circumstances set forth.

The criterion for independence is determined based on the definition as provided in the Code and Terms of Reference by examining the different relationships and no relationship that could interfere and/or view to interfere with the judgement of the Director is considered to be independent.

In addition, the Non-Executive Directors are constructively reviewing and assisting the Board to facilitate and develop proposals on strategy and review the performance of the Management in meeting on agreed objectives and monitoring the reporting of performance. On the effectiveness, the Independent Directors have the full access and co-operation from the Company’s Management and officers including on a regular basis, presentation and review of the financial performance. The Independent Directors have full discretion to have separate meetings and to invite any Directors or officers to the meetings and to meet without the presence of Management as and when warranted by certain circumstances.

# CORPORATE GOVERNANCE REPORT

The Independent Directors namely Mr. Calvin Lim Huan Kim, Mr. Tan Gim Kang, Arran and Mr. Aris Muhammad Rizal has each confirmed that they do not have any relationship with the Company, its related corporations, or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent business judgment with a view to the best interest of the Company.

Presently, Mr. Calvin Lim Huan Kim ("Mr. Calvin Lim") has served as an Independent Director of the Company for more than ten (10) years since his initial appointment in 2004. The Board has assessed his independence to a particularly rigorous review. Taking into account the views of the NC, the Board concurs that Mr. Calvin Lim continues to demonstrate strong independence in character and judgement in the discharge of his responsibilities as a Director of the Company. Based on the declaration of independence received from Mr. Calvin Lim, he has no association with management that could compromise his independence. After taking into account all these factors, and also having weighed the need for Board's refreshment against tenure for relative benefit, the Board has determined Mr. Calvin Lim to continue to be considered an Independent Director, notwithstanding he has served on the Board for more than ten (10) years from the date of his first appointment.

The NC is satisfied that the Independent Directors meet the criterion of being independent as set forth and each of them has the ability to act with independent judgement.

The composition of the Board takes into consideration the nature and scope of the Company's operations to ensure diversity and relevant skill sets for effective decision making. The Directors have varied qualifications and expertise in finance, accounting, business management, industry knowledge and strategic planning. After taking into account the scope and nature of the Company's operations as well as the diversified background and experience of the Directors, the NC and the Board is satisfied that the composition of the Board is of an appropriate size to facilitate effective decision making. The NC is also of the view that the current Board comprises persons who as a group provide capabilities required for the Board to be effective.

On an annual basis and upon notification by an Independent Director of a change in circumstances, the NC will review the independence of each Independent Director based on the criteria for independence defined in the Code and recommends to the Board as to whether the Director is to be considered independent. The NC has reviewed and determined that all the Independent Directors of the Company are independent.

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

***There should be a clear division of responsibilities between the leadership of the Board and the executives responsible for managing Company's business. No one individual represents a considerable concentration of power.***

Mr. Siaw Lu Howe is the Executive Chairman and Chief Executive Officer of the Group. The Company has adopted a single leadership structure taking into consideration the current size, scope and operations of the Group.

All major proposals and decisions made by the Executive Chairman and Chief Executive Officer are discussed and reviewed by the AC. His performance and appointment to the Board is reviewed periodically by the NC and his remuneration package is reviewed periodically by the RC. As the AC, NC and RC consist of all independent directors, the Board believes that there are sufficient strong and independent elements and adequate safeguards in place to balance the concentration of power and authority structure.

The Company has appointed Mr. Calvin Lim as the Lead Independent Director. The Lead Independent Director is available to shareholders in the event that contact through the normal channels to the Executive Chairman and Chief Executive Officer has failed to resolve or for which such contact is inappropriate.

# CORPORATE GOVERNANCE REPORT

Led by the Lead Independent Director, the Independent Directors of the Company would meet periodically, as and when necessary, without the presence of the other Directors, and the Lead Independent Director would provide feedback to the Executive Chairman and Chief Executive Officer after such meetings.

The Executive Chairman and Chief Executive Officer's functions and responsibilities are mainly to:

- lead the Board to ensure its effectiveness on all aspects of its role and set its agenda;
- ensure that the Board's meetings are held regularly;
- set the agenda and ensure that adequate time is available for discussion of all agenda items;
- ensure that the Directors receive accurate, timely and clear information;
- promote a culture of openness and debate at the Board;
- ensure effective communication with shareholders;
- encourage constructive relations between the Board and the Management;
- encourage constructive relations between Executive Directors and Non-Executive Directors;
- facilitate the effective contribution of Non-Executive Directors in particular;
- provide and advise the Board in its strategic direction of the Company; and
- promote high standards of corporate governance by ensuring compliance with the Company's guidelines on corporate governance.

The Executive Chairman and Chief Executive Officer is also responsible for the Company's strategic direction, to ensure the execution of strategic goals and oversee the day-to-day management of the Group.

## **Principle 4: Board Membership**

***There should be a formal and transparent process for the appointment and re-appointment of Directors to the Board.***

### **Nominating Committee**

As at the date of this report, the NC of the Company comprises three (3) members, namely:

- Mr. Tan Gim Kang, Arran (Chairman);
- Mr. Calvin Lim Huan Kim; and
- Mr. Aris Muhammad Rizal.

All members of the NC are Independent Directors and none of the NC members are associated with any substantial shareholders of the Company. The members meet at least once a year.

The Board is of the view that the current NC size and composition are appropriate and effective to provide the necessary objective inputs to the Board on appointment and re-appointment of Directors and other relevant matters to the Board. The Board will constantly examine the NC composition from time to time.

# CORPORATE GOVERNANCE REPORT

The NC has specific written Terms of Reference setting out their duties and responsibilities. The NC's main principal functions are as follows:

- review and assess candidates for directorships (including executive directorships) before making recommendations to the Board for the appointment of Directors;
- review and recommend the re-nomination of Directors in accordance with the Constitution at each annual general meeting and having regard to the Director's contribution and performance;
- ensure that at least half of the Board are made up of Independent Directors;
- determine annually whether or not a Director of the Company is independent;
- review of structure, composition and size of the Board;
- decide how the Board's performance is to be evaluated and propose objective performance criteria, subject to the approval of the Board; and
- assess the performance of the Board as a whole and contribution of each Director to the effectiveness of the Board.

The process for the selection and appointment of new Board members is as follows:

- the NC evaluates the balance of skills, knowledge and experience of the Board and, in light of such evaluation and in consultation with the Board, prepares a description of the role and the essential and desirable competencies for a particular appointment;
- the NC may engage consultants to undertake research on, or assess, candidates for new positions on the Board;
- the NC meets with short-listed candidate(s) to assess their suitability and to ensure that the candidate(s) are aware of the expectations; and
- the NC makes recommendations to the Board for approval.

The NC establishes the process for assessing the effectiveness of the Board and for assessing the contribution by each individual Director. It also makes recommendations to the Board on re-appointments of Directors based on their contributions and performance, a review of the range of expertise, skills and attributes of current Board members, and the needs of the Board.

The Board has placed each individual Director such that he/she is able to devote sufficient time and attention to discharge his/her duties and responsibilities as directors of the Company, bearing in mind his/her other commitments. In considering the nomination of directors for re-election and re-appointment, the NC will take into account, amongst others, the competing time commitments faced by the directors with multiple Board memberships.

In FY2018, the NC is satisfied that sufficient time and attention have been given by the Directors to the affairs of the Group, and there is presently no need to implement internal guidelines to address their competing time commitments. The NC is also of the opinion that the current Board size is adequate for the effective functioning of the Board.

Pursuant to the Constitution of the Company, one-third of the Directors are required to retire by rotation and submit themselves for re-election at each annual general meeting of the Company. The Constitution also provides that all the Directors shall retire by rotation at least once every three (3) years and such retiring Directors shall be eligible for re-election.

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According to the Company's Constitution, Mr. Calvin Lim Huan Kim and Mr. Tan Gim Kang, Arran shall be subject to retirement and re-election pursuant to Article 110 of the Constitution. Mr. Calvin Lim Huan Kim will not be seeking re-election at the Company's forthcoming annual general meeting ("AGM"). Accordingly, Mr. Calvin Lim Huan Kim will be retiring as an Independent Director of the Company at the conclusion of the AGM. Consequent to his retirement, he will also cease to be the Chairman of the AC and RC, and a member of the NC. The Company will be sourcing for a new Independent Director to fill the vacancy and to comply with the Code.

Mr Tan Gim Kang, Arran will submit himself for re-election at the AGM.

The Board has accepted the NC's recommendations.

There is no alternate director on the Board.

Key information regarding the Directors, including their present and past three years' directorships in other listed companies are set out in the section headed "Board of Directors" of this Annual Report.

## **Principle 5: Board Performance**

***There should be a formal assessment of the effectiveness of the Board as a whole and its board committees and the contribution by each Director to the effectiveness of the Board.***

The NC has adopted a formal process to assess the effectiveness of the Board as a whole and for assessing the contribution by each individual Director. This evaluation is to be carried out at least once a year. When a Director has multiple board representations, the Director would need to ensure that sufficient time and attention is given to the affairs of each company. Nevertheless, the NC will also review and assess whether the Director is able to and has been adequately carrying out the duties as a Director of the Company. Upon assessment, the NC will make recommendations for improvement, as and when required.

The Chairman of the Board will act on the results of the performance evaluation and recommendation, and where appropriate, propose new members to be appointed to the Board or seek the resignation of the Directors, in consultation with the NC.

For FY2018, the Directors were requested to complete an assessment checklist/form which focuses on the criterion on effectiveness and efficiency on the Board's access to information, evaluation of the size and composition of the Board, the Board's processes, procedures and compliance, accountability, Board's performance in connection to discharging its responsibilities and duties and Directors' standards of conduct. In addition, the Board also considered the qualitative measures such as the effectiveness of the Board in its monitoring role and the attainment of the strategic objectives set by the Board.

The individual assessment would include and aim to assess efficiency and effectiveness of each Director's continuous contribution to the Board and commitment to their roles and responsibilities in discharging their duties.

Upon reviewing the assessment, the NC is of the opinion that the Board and all its members have sufficiently contributed to the Board and Group during the year.

Each member of the NC shall abstain from voting on any resolutions and making any recommendations and/or participating in any deliberations of the NC in respect of the assessment of his/her performance or re-nomination as a Director.

Furthermore, the Board will continuously review and assess the current size and composition of the Board on the adequate ability to meet the Group's existing scope of needs and the nature of its operations for effective decision making. From time to time, the review of the appropriateness will take into consideration the changes in the nature and scope of the Group's operations, the background and experience of the Directors, as well as the regulatory environment.



# CORPORATE GOVERNANCE REPORT

## **Principle 6: Access to Information**

***In order to fulfill their responsibilities, Directors should be provided with complete, adequate and timely information prior to board meetings and on an on-going basis so as to enable them to make informed decisions to discharge their duties and responsibilities.***

The Board is provided with Board papers in advance before each Board Meeting, giving the background, explanatory information, justification for each decision and mandate sought by the Management, including, where applicable, pertinent financials, to enable them to be properly informed of matters to be discussed and/or approved.

All Directors have separate and independent access to the Management Team of the Group at all times and can communicate directly with the Management, the officers, the Company Secretary and external auditors on all matters as and when they deem necessary. They have full access to the Company's records and information and may obtain independent legal and other professional advice if they deem necessary in the discharge of their responsibilities properly. Such expenses are to be borne by the Company.

The Company Secretary and/or representative(s) from the Secretary's office will attend the Board Meetings and are responsible for recording the proceedings. In addition, the Company Secretary and/or a representative will assist the Chairman in ensuring that Board procedures are followed and reviewed so that the Board functions effectively, and the Company's Constitution and relevant rules and regulations, including requirements of the Singapore Companies Act and the SGX-ST, are complied with. The appointment and removal of the Company Secretary are decided by the Board as a whole.

## **(B) REMUNERATION MATTERS**

### **Principle 7: Procedures for Developing Remuneration Policies**

***There should be a formal and transparent procedure for developing policies on executive remuneration and for fixing remuneration packages of individual Directors. No Director should be involved in deciding his own remuneration.***

The Company had established a RC which comprises three (3) Directors, all of whom are independent Directors.

The members of the RC are:

- Mr. Calvin Lim Huan Kim (*Chairman*);
- Mr. Tan Gim Kang, Arran; and
- Mr. Aris Muhammad Rizal.

The Board is of the view that the current RC size and composition are appropriate and effective to provide the necessary objective inputs to the Board on reviewing and recommending to the Board a remuneration framework for the Board, Management and key employees as well as other compensation related matters to the Board. The Board will constantly examine the RC composition from time to time.

The RC is governed by the RC's Terms of Reference which describes the duties and responsibilities of the RC. The duties and functions of the RC are as follows:

- recommend to the Board a framework of remuneration for the Board, Management and key employees of the Company;
- recommend specific remuneration packages for each Director and the key management personnel of the Group;

# CORPORATE GOVERNANCE REPORT

- review of service contracts and/or employee contracts, where applicable;
- oversee and review the administration of the Blumont Employee Share Option Scheme 2013 (“**Blumont ESOS 2013**”) and Blumont Performance Share Plan (“**Blumont PSP**”) as defined in the Blumont Employee Share Option Scheme and Blumont Performance Share Plan, respectively through Compensation Committee (comprise of Mr. Calvin Lim Huan Kim, Mr. Tan Gim Kang, Arran and Mr. Aris Muhammad Rizal);
- recommend payment of fees to Non-Executive Directors based on the effort, time spent and responsibilities of the individual Director;
- review the Company’s obligations arising in the event of termination of the Executive Directors, Management and key employees’ contracts of service, to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous; and
- other acts as may be required by the SGX-ST and the Code from time to time.

The RC covers all aspects of remuneration, including but not limited to directors’ fees, salaries, allowances, bonuses, options, share-based incentives and awards, and benefits-in-kind, compensation/termination and gratuities. The members of the RC shall not be involved in the discussion and decision of their own remuneration. Each member of RC shall abstain from voting on any resolutions in respect of his/her own remuneration package.

The RC may obtain independent professional advice if it deems necessary in the discharge of its responsibilities properly. Such expenses are to be borne by the Company.

The Board has not engaged any external remuneration consultant to advise on remuneration matter for FY2018.

The Non-Executive Directors are paid a fixed director’s fee for their efforts, responsibilities, time spent and contribution to the Board. Directors’ fees are recommended by the Board for approval by shareholders at the Company’s AGMs.

The RC has proposed and recommended that the directors’ fees for the financial year ending 31 December 2019 to be up to S\$100,000, payable quarterly in arrears. The Board concurred with the RC’s proposal and recommended that the said directors’ fees be tabled for shareholders’ approval at the forthcoming AGM.

## **Principle 8: Level and Mix of Remuneration**

***The level and structure of remuneration should be aligned with the long-term interest and risk policies of the Company, and should be appropriate to attract, retain and motivate (a) the Directors to provide good stewardship of the Company, and (b) key management personnel to successfully manage the Company. However, companies should avoid paying more than necessary for this purpose.***

The review of the remuneration packages takes into consideration the long-term interests of the Group, the performance of the Group, overall assessment of the Board, the individual assessment of each Director, level of contribution to the Company and Board, taking into account factors such as, effort, time spent, responsibilities and duties of the Directors, carefully evaluating the costs and benefits of each incentive before recommendation to the Board for review and approval. Nevertheless, the RC will ensure that the Independent Directors are not over-compensated to the extent that their independence may be compromised.

During the year, the RC reviewed the compensation and remuneration packages such that the Directors and the Management were sufficiently compensated. In addition, the RC provided appropriate compensation packages at market rates for the Board and the Management of the Company to reward good performance, and to motivate the Directors and the Management.

# CORPORATE GOVERNANCE REPORT

## **Principle 9: Disclosure on Remuneration**

***The Company should provide clear disclosure on its remuneration policies, level and mix of remuneration, and the procedure for setting remuneration in the Company's Annual Report. It should provide disclosures in relation to its remuneration policies to enable investors to understand the link between remuneration paid to Directors and key management personnel, and performance.***

The Company recognises that clear disclosures in relation to its remuneration policies are important to enable investors to understand the link between remuneration paid/payable to the Directors, Management and officers of the Company and the performance of the Company. The Company's share incentive award plans, Blumont ESOS 2013 and Blumont PSP, are described below:

### Blumont ESOS 2013

At the Extraordinary General Meeting held on 22 April 2013, the members of the Company approved the Blumont ESOS 2013, for granting non-transferable options to employees (including executive directors) and non-executive directors of the Company.

The Blumont ESOS 2013 is administered by the Compensation Committee which is overseen by the Remuneration Committee.

The Blumont ESOS 2013 shall continue to be in force at the discretion of the Compensation Committee for a period of ten years from 22 April 2013. However, the period may be extended or terminated with the approval of shareholders at a general meeting of the Company and any relevant approvals which may then be required.

Under the Blumont ESOS 2013, options may be exercised after 1<sup>st</sup> anniversary of the date of grant and before the 5<sup>th</sup> anniversary of such date of grant for non-executive directors and the 10<sup>th</sup> anniversary of such date of grant for group employees.

The subscription price for each ordinary share in respect of which an option is exercisable shall be determined by the Compensation Committee as follows:

- (a) fixed at the market price equal to the average of the last dealt prices for the share on the Singapore Exchange Securities Trading Limited ("SGX-ST") for the three (3) consecutive trading days immediately preceding the date of grant of that option; or
- (b) set at a discount to a market price, provided that the maximum discount shall not exceed twenty per cent (20%) of the Market Price.

No share options under the Blumont ESOS 2013 have been granted in FY2018.

### Blumont PSP

At the Extraordinary General Meeting held on 22 April 2013, the members of the Company approved the Blumont PSP, for granting of incentive share awards to employees (including executive directors) and non-executive directors of the Company.

The Blumont PSP is administered by the Compensation Committee which is overseen by the Remuneration Committee.

The Blumont PSP shall continue to be in force at the discretion of the Compensation Committee for a period of ten years from 22 April 2013. However, the period may be extended or terminated with the approval of shareholders at a general meeting of the Company and any relevant approvals which may then be required.

A participants' award under the Blumont PSP will be determined at the sole discretion of the Compensation Committee. In considering an award to be granted to a participant, the Compensation

# CORPORATE GOVERNANCE REPORT

Committee may take into account, *inter alia*, the participant's performance and/or contribution to the Company.

Awards granted under the Blumont PSP will typically vest only after the satisfactory completion of performance-related award conditions and/or other conditions such as vesting period(s) applicable for the release of the award. No minimum vesting periods are prescribed under the Blumont PSP, and the length of the vesting period(s) in respect of each award will be determined on a case-by-case basis.

No awards under the Blumont PSP have been granted in FY2018.

The remuneration of each Director and key management personnel (who are not Directors and/or CEO of the Company) for FY2018 is disclosed below. The Board is of the opinion that given the confidentiality of and commercial sensitivity attached to remuneration matters and to be in line with the interests of the Company, the remuneration will not be disclosed in dollar terms.

A breakdown, showing the level and mix of each individual Director's remuneration for the financial year ended 31 December 2018 is as follows:

## Remuneration Band Below S\$250,000

Name	Director's Fees	Salary & Allowance	Bonus	Benefits in kind	Total
<b>Executive Directors</b>					
Mr. Siaw Lu Howe	-	100%	-	-	100%
Mr. Lee Boon Teck	-	100%	-	-	100%
Ms. Kek Wei Na	-	100%	-	-	100%
<b>Independent Non- Executive Directors</b>					
Mr. Calvin Lim Huan Kim	100%	-	-	-	100%
Mr. Tan Gim Kang, Arran	100%	-	-	-	100%
Mr. Aris Muhammad Rizal	100%	-	-	-	100%

The Company has no key management personnel in FY2018. The Executive Chairman and Chief Executive Officer, Chief Operating Officer and the Chief Financial Officer of the Company are also the Executive Directors of the Company.

For FY2018, there are no employees who are immediate family members of a Director or the Chief Executive Officer and Executive Chairman.

## (B) ACCOUNTABILITY AND AUDIT

### **Principle 10: Accountability**

***The Board should present a balanced and understandable assessment of the Company's performance, position and prospects.***

The Board recognises the importance and aims to provide the shareholders with a balanced and fair assessment of the Group's performance, position and prospects including the financial position, detailed explanatory analysis and the prospects of the Group when it announces the interim and annual financial statements.

The Board furnishes the shareholders with interim financial results within 45 days from the end of each quarter and annual financial results within 60 days from the financial year end.

In addition, periodic and timely announcement of the Group's developments, price sensitive public reports and information, reports to regulators and all necessary information are provided to the shareholders in order for them to better comprehend the Group's performance, position and prospects. The announcements submitted to shareholders and the public are in accordance with SGX-ST timeline and regulations.

The Management provides the Board with information on the Group's financial performance and position, on a timely basis to facilitate discussion and decision making, as well as to also enable the Board to make a balanced and informed assessment of the Company's performance, position and prospects.

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## **Principle 11: Risk Management and Internal Controls**

***The Board is responsible for the governance of risk. The Board should ensure that management maintains a sound system of risk management and internal controls to safeguard shareholders' interests and the Company's assets, and should determine the nature and extent of the significant risks which the Board is willing to take in achieving its strategic objectives.***

### **Internal Control Systems**

The Board determines the Company's levels of risk tolerance and risk policies, and oversees Management in the design, implementation and monitoring of the risk management and internal control systems.

The Board had, at least annually, reviewed the adequacy and effectiveness of the Company's risk management and internal control systems, including financial, operational, compliance and information technology controls. Such review(s) had been carried out internally.

As part of the annual statutory audit, the company's external auditor will highlight any material weakness in financial controls over the areas which are significant to the audit. Any material non-compliance or failures in internal control systems and recommendations for improvements are reported to the AC. The Committee also reviews the effectiveness of the actions taken by the Management on the recommendations made by the external auditors in this respect where necessary.

It is the opinion of the Board with the concurrence of the AC that the internal control systems, which address the Group's financial, operational, compliance and information technology controls and risks, maintained by the Group is in place, adequate and effective throughout the financial year and up to the date of the Annual Report. It provides reasonable, but not absolute, assurance against material financial misstatements or losses, as well as the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with appropriate legislation, regulations and best practices, and the identification and management of financial, operational and compliance risks.

The Board notes that all internal control systems contain inherent limitations and no internal control systems could provide absolute assurance against the occurrence of material errors, poor judgment in decision making, human error losses, fraud or other irregularities. However, other procedures, policies, guidelines and compliance regulations, as discussed in the Annual Report, are in place to mitigate any possible and/or suspected irregularities. Nothing has come to the attention of the AC, Board and/or the Management that there is any deficiency in the internal control systems that resulted in significant loss and/or material financial misstatements.

The Board has received assurance from the Chief Executive Officer and the Chief Financial Officer that the financial records have been properly maintained and that the financial statements give a true and fair view of the Company's operations and finances; and also an effective risk management and internal control systems (including financial, operational, compliance and information technology controls) have been put in place.

### **Risk Management**

The Company is aware that each business transaction carries risk whether internally and/or externally in the form of environmental, operational, financial and/or Management decision making risk. The operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems, or from external events. Other risks include legal risk and strategic risk (the risk of loss arising from poor strategic business decisions). The Company's financial risk management and policies are further outlined under heading "Financial Risk Management" in the "Financial Statements" section of this Annual Report.

# CORPORATE GOVERNANCE REPORT

The Group regularly reviews and improves its business and operations activities to identify areas of significant business risks as well as respond appropriately to control and mitigate these risks. The Company reviews all significant control policies and procedures and highlights all significant matters to the AC and the Board.

## **Principle 12: Audit Committee**

***The Board should establish an Audit Committee with written terms of reference which clearly set out its authority and duties.***

As at the date of this report, the Audit Committee (the “AC”) of the Company comprises three (3) members, all of whom are Independent Directors, namely:

- Mr. Calvin Lim Huan Kim (*Chairman*);
- Mr. Tan Gim Kang, Arran; and
- Mr. Aris Muhammad Rizal.

The members meet at least four (4) times in a year.

The AC has specific written Terms of Reference setting out their duties and responsibilities. The AC’s main principal functions are as follows:

- review the audit plan of the Company’s independent auditors and, if any, their report on any recommendations on internal accounting controls arising from the statutory audit;
- review the assistance given by the Company’s Management to the independent auditors;
- review the interim and annual financial statements of the Company and the consolidated financial statements of the Group for the financial year ended 31 December 2018 before their submission to the Board of Directors, as well as the independent auditors’ report on the Company and the Group;
- review the significant financial reporting issues and judgement so as to ensure the integrity of the financial statements of the Group and any formal announcements relating to the Group’s financial performance;
- review the effectiveness of the Group’s material internal control systems, including financial, operational, compliance, information technology controls and risk management;
- meet with the independent auditors, other committees, and/or the Management in separate executive sessions to discuss any matters that these groups believe should be discussed privately with the AC;
- review legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programmes and any reports received from regulators;
- review the scope and results of the external audit, cost effectiveness and the independence and objectivity of the independent auditors;
- review the nature and extent of non-audit services provided by the independent auditors;
- recommend to the Board the independent auditors to be nominated, approve the compensation and terms of engagement of the independent auditors;
- report actions and minutes of the AC to the Board with such recommendations as the AC considers appropriate; and

# CORPORATE GOVERNANCE REPORT

- review interested person transactions, if any, in accordance with the requirements of the SGX-ST's Listing Manual.

The AC has the power to conduct or authorise investigations into any matters within the AC's scope of responsibility. The AC is authorised to obtain independent professional advice if it deems necessary in the discharge of its responsibilities. Such expenses are to be borne by the Company.

The AC has full access to and co-operation of the Management, officers, Company Secretary, Directors and relevant external regulator and/or professional parties and has full discretion to invite any Director or officer to attend its meetings, and has been given reasonable resources to enable it to discharge its functions.

The AC also reviews any arrangement by which staff of the Group, or any other officers may, in confidence, raise concerns about possible and/or suspected fraud, irregularities, corruption, dishonest practices and/or improprieties in matters of financial reporting or other similar matters. The AC's objective is to ensure that arrangements are in place for the independent investigation of such matters and for appropriate follow up action and improvements, if necessary and required.

In 2006, the Company adopted the Whistle-Blowing Policy provided to the staff with well-defined and accessible channels within the Group to counter and mitigate any possible and/or suspected fraud. Proper written procedures, policies and guidelines are in place for making such reports in good faith, with confidence and will be treated fairly and be protected from reprimand. As at the date of this report and to the best of their knowledge and belief, nothing has come to the attention of the AC that may require any follow up and/or action plan.

All subsidiaries are audited by member firms of Moore Stephens International Limited of which Moore Stephens LLP, Singapore is also a member except for PT. Rel-ion Sterilization Services, which is audited by Paul Hadiwinata, Hidajat, Arsono, Retno, Palilingan & Rekan, Indonesia, a member firm of PKF International Limited; and Gemisuria Corporation Sdn Bhd, which is audited by KBCF Tan, Malaysia.

In evaluating the degree of reliance to be placed on the financial statements and auditor's reports on the subsidiaries, Moore Stephens LLP, Singapore has performed the necessary audit procedures, where appropriate for the purpose of reporting on the consolidated financial statements.

The AC and Board are of the view that these audit firms are adequately resourced, of appropriate standing within the international affiliation and are satisfied that the appointment would not compromise the standard and effectiveness of the audit of the Group and that the Company is in compliance with Rule 712, 715 and 716 of the Listing Manual of the SGX-ST.

The AC undertook a review of the independence and objectivity of the external auditors through discussions and reviewing the non-audit fees awarded to them. A disclosure of the fees paid in respect of audit and non-audit services for the past two years is disclosed in the "Financial Statements" section of this Annual Report, under Note 8. Having undertaken a review of the non-audit services provided in FY2018, the AC remains confident that the objectivity and independence of the external auditors are not in any way impaired by reason of the non-audit services they provide to the Group.

Throughout FY2018, the Board has assessed and reviewed, together with the assistance of NC, to ensure that the members of the AC are appropriately qualified to discharge their responsibilities. The Board's view is that adequate and reasonable assistance and support has been properly rendered by the Directors, Management and officers to the AC and that the AC has effectively and efficiently contributed to the Board and the Group. In addition, one (1) of the members of the AC has relevant accounting and related financial management expertise, experience, knowledge related to the business of the Group, as the Board interprets such qualification in its business judgement. The Board has determined that one member with relevant accounting and related financial management expertise, experience, knowledge related to the business of the Group is sufficient based on its current business operation scale. The Board will review the requirement of adding members with relevant accounting and related financial management, expertise, experience, knowledge related to the business of the Group. In FY2018, the AC held four (4) meetings to review and undertake the scope of work as set above. The independent auditor provides regular updates to the AC on changes

# CORPORATE GOVERNANCE REPORT

or amendments to accounting standards to enable the members of the AC to keep abreast of such changes and its corresponding impact on the financial statements, if any.

The AC has recommended to the Board of Directors the re-appointment of Messrs Moore Stephens LLP as the independent auditor of the Company. The independent auditor of the Company is in compliance with Rule 712(1) of the Listing Manual of the SGX-ST whereby “*the Company has appointed a suitable auditing firm to meet its audit obligations, having regard to the adequacy of the resources and experience of the auditing firm and the audit engagement partner assigned to the audit.*” The Board reviews the appointment of the independent auditor from time to time together with its committees and rigorously reviews the compliance with Rules of the Listing Manual of the SGX-ST.

## **Principle 13: Internal Audit**

***The Company should establish an internal audit function that is adequately resourced and independent of the activities it audits.***

The Board recognises it is responsible for designing, implementing and maintaining internal control systems and processes relevant to the preparation and fair presentation of financial statements that are free from material misstatements, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances, to safeguard shareholders’ investments and the Group’s businesses and assets.

Currently, the internal audit functions are subsumed under the finance team, with the relevant qualifications and experience, and that it is independent of the activities it audits. The AC has reviewed and is satisfied that the existing systems of internal control systems are adequate, taking into consideration the corporate structure and scope of the Group’s operations.

The key element in the Group’s internal system is the controls which Management exercises over expenditure for investments and capital spending, with the various levels of approvals documented in the authorisation limits granted by the Board.

The AC will review the adequacy of the internal audit function from time to time and will propose the engagement of an internal auditor or professional firm to carry out the internal audit function as and when the need arises taking into consideration the corporate structure and scope of the Group’s operations, or as required by legislation.

## **(C) SHAREHOLDERS RIGHTS AND RESPONSIBILITIES**

### **Principle 14:**

***Companies should treat all shareholders fairly and equitably, and should recognise, protect and facilitate the exercise of shareholders’ rights, and continually review and update such governance arrangements.***

The Company facilitates the exercise of ownership rights by all shareholders. In particular, the shareholders of the Company are sufficiently informed of changes in the Company’s businesses and developments that are price sensitive and would be likely to materially affect the price or value of the Company’s shares and those information are communicated to the shareholders on a timely basis via the SGXNet.

The Company also ensures that shareholders have the opportunity to participate effectively in and vote at general meetings of shareholders.

The shareholders would be informed of the rules, including voting procedures that govern general meetings of shareholders of the Company.



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The Board has not declared dividend payments for FY2018 after taken into account various factors including:

- the level of the available cash;
- the projected levels of capital expenditure and other investment plans; and
- the accumulated losses of the Company for the past years.

## **Principle 15: Communication with Shareholders**

***Companies should actively engage their shareholders and put in place an investor relations policy to promote regular, effective and fair communication with shareholders.***

The Board is mindful of the obligation to provide regular, effective and fair communication with shareholders. In line with the continuous obligations of the Company pursuant to the Rules of the Listing Manual of the SGX-ST, the Board's policy is that all shareholders should be equally informed of all major developments and the Company will make disclosure publicly to all shareholders as soon as practicable.

The Board provides shareholders with an assessment of the Company's performance, position and prospects via quarterly and annual results announcements and other ad-hoc announcements as required by the Singapore Exchange. The Company does not practice selective disclosure. Price sensitive information is first publicly released through SGXNet. In addition, The Company has taken steps to solicit and understand the views of shareholders through the Company's website.

Results and annual reports are announced and/or issued within the mandatory period. All the shareholders of the Company receive the annual report and the notice of the general meetings.

## **Principle 16: Conduct of shareholder meetings**

***Companies should encourage greater shareholder participation at general meetings of shareholders, and allow shareholders the opportunity to communicate their views on various matters affecting the company.***

Pursuant to the Code, all directors should attend general meetings of shareholders and the chairman of the Board should be present and available to address shareholders' queries at the meeting.

Shareholders are given the opportunity to opine their views and seek clarification on questions regarding the Group at the AGM and general meetings of the Company. The Directors, Management and the independent auditor are normally available at such meetings to address any relevant queries from the shareholders. Each distinct issue is proposed as a separate resolution. The Board considers general meetings as the main forum where dialogue with shareholders can be effectively conducted.

Shareholders have the opportunity to participate effectively and to vote in AGMs and general meetings. They are allowed to vote in person or by appointed proxy. The Constitution of the Company allows members of the Company to appoint not more than two (2) proxies to attend and vote on their behalf at the general meetings. *The Constitution of the Company does not allow a shareholder to vote in absentia.*

During general meetings, the resolutions on separate issues are disclosed separately and not bundled together unless the resolutions are interdependent and linked so as to form one significant proposal and clear explanation and reasons are to be provided together with its material implications.

For greater transparency, the Company has adopted poll voting for resolutions and disclosure of detailed voting outcomes for all shareholders' general meetings, including the appointment of independent scrutineers to oversee the voting process and enhance their disclosures on voting outcomes. An announcement of the detailed results of the number of votes cast for and against each resolution and the respective percentages will be made on the same day of the AGM.

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The Company adopts the practice of preparation of minutes, whereby there are substantial comments or queries from the shareholders and response from the Board and Management, and to make these minutes available to shareholders upon request. In addition, the Company practices transparency whereby the Chairmen of the Nominating, Remuneration and Audit Committee and the Company's independent auditors are present and available to address shareholders' questions and concerns about the conduct of the Company and/or audit and the preparation and contents of the Independent Auditors' Report.

## OTHER GOVERNANCE PRACTICES

### Material Contracts

There is no material contract of the Company and its subsidiaries, including loans, involving the interests of any Director or the controlling shareholders either still subsisting at the end of FY2018 or if not then subsisting, entered into since the end of the previous financial year, save as for those as announced via SGXNet and as outlined in the Annual Report under heading "Borrowings" in the "Financial Statements" section of this Annual Report.

### Interested Person Transactions

The Company has established procedures to ensure that all transactions with interested persons are reported in a timely manner to the AC and these interested persons transactions are conducted on an arm's length basis and are not prejudicial to the interests of the shareholders.

The Board and the AC will review all interested person transactions to be entered into to ensure that the relevant rules under Chapter 9 of the Listing Manual are complied with.

Except those as announced via SGXNet and as outlined in the Annual Report under headings **Trade and Other Payables and Related Party Transactions**, there is no other interested person transaction for FY2018.

Name of Interested Person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted during the financial year under review under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
Mr. Siaw Lu Howe	Nil	Nil

### Dealing in Securities

In line with Blumont's Best Practices Guide in Dealing in Securities (the "**Best Practices Guide**") adopted and reviewed from time to time, the Company has in place a code of conduct on share dealings by Officers. This code sets out the statutory restrictions on insider trading as well as the recommendations of the Best Practices Guide on securities transactions. This has been made known to the Officers, including the Directors, staff, any relevant body corporate and officers of the Company and the Group, not to deal during the period commencing one (1) month before the announcement of the Company's quarterly results or one (1) month before financial year, as the case may be, and ending on the date of the announcement of the relevant results.

# CORPORATE GOVERNANCE REPORT

The Officers have been informed that to deal in the Company's securities, as well as securities of other listed companies, when they are in possession of information that is not generally available but, if it were, would be likely materially to affect the price of those securities in relation to those securities and relates to any transaction (actual or expected) involving both those bodies corporate or involving one of them and securities of the other are prohibited and is a subject to the law. The Company, while having provided the window periods for dealing in the Company's securities, has its own internal compliance code in providing guidance to its officers with regards to dealing in the Company's securities including reminders that the law on insider trading is applicable at all times. In addition, an officer should also not deal in the Company's securities on short-term considerations.

In the opinion of the AC, to the best of their knowledge and belief, the Company complies with Blumont's Best Practices Guide.

# DIRECTORS' STATEMENT

For the financial year ended 31 December 2018

The directors present their statement to the members together with the audited consolidated financial statements of Blumont Group Ltd. (the "Company") and its subsidiaries (the "Group") for the financial year ended 31 December 2018 and the statement of financial position of the Company as at 31 December 2018.

In the opinion of the directors,

- (a) the consolidated financial statements of the Group and the statement of financial position of the Company are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2018 and of the financial performance, changes in equity and cash flows of the Group for the year then ended on that date; 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.

## 1 Directors

The directors of the Company in office at the date of this statement are as follows:

Siaw Lu Howe	Executive Chairman and Chief Executive Officer
Lee Boon Teck	Executive Director and Chief Operating Officer
Kek Wei Na	Executive Director and Chief Financial Officer
Calvin Lim Huan Kim	Lead Independent Director
Tan Gim Kang, Arran	Independent Non-Executive Director
Aris Muhammad Rizal	Independent Non-Executive Director

## 2 Arrangements to Enable Directors to Acquire Shares or Debentures

Except as disclosed under "Share Options" in this report, neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate.

**DIRECTORS' STATEMENT**

For the financial year ended 31 December 2018

**3 Directors' Interests in Shares or Debentures**

The following directors, who held office at the end of the financial year, had, according to the register of directors' shareholdings, required to be kept under Section 164 of the Singapore Companies Act, Chapter 50, an interest in shares of the Company as stated below:

	Holdings registered in the name of director			Holdings in which a director is deemed to have an interest		
	At 1.1.2018 / date of appointment	At 31.12.2018	At 21.1.2019	At 1.1.2018 /date of appointment	At 31.12.2018	At 21.1.2019
	<b>The Company</b> <i>Number of ordinary shares</i>					
Calvin Lim Huan Kim	21,700,000	21,700,000	21,700,000	–	–	–
Tan Gim Kang, Arran	15,000,000	15,000,000	15,000,000	–	–	–
Aris Muhammad Rizal	10,000,000	10,000,000	10,000,000	–	–	–
Siaw Lu Howe	–	–	–	22,131,184,204	22,131,184,204	22,131,184,204

Siaw Lu Howe, who by virtue of his interest of not less than 20% of the issued share capital of the Company, is deemed to have an interest in the whole of the issued share capital of the Company's wholly owned subsidiaries.

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

**4 Share Options**Blumont Employee Share Option Scheme 2013 (the "Blumont ESOS 2013")

At the Extraordinary General Meeting held on 22 April 2013, the members of the Company approved the Blumont ESOS 2013, for granting of non-transferable options to employees (including executive directors) and non-executive directors of the Company.

The Blumont ESOS 2013 is administered by the Compensation Committee which is overseen by the Remuneration Committee whose members are Calvin Lim Huan Kim (Chairman), Tan Gim Kang, Arran, and Aris Muhammad Rizal.

The Blumont ESOS 2013 shall continue to be in force at the discretion of the Compensation Committee for a period of ten years from 22 April 2013. However, the period may be extended or terminated with the approval of shareholders at a general meeting of the Company and any relevant approvals which may then be required.

Under the Blumont ESOS 2013, options may be exercised after the 1<sup>st</sup> anniversary of the date of grant and before the 5<sup>th</sup> anniversary of such date of grant for non-executive directors and the 10<sup>th</sup> anniversary of such date of grant for group employees.

# DIRECTORS' STATEMENT

For the financial year ended 31 December 2018

## 4 Share Options (cont'd)

### Blumont Employee Share Option Scheme 2013 (the "Blumont ESOS 2013") (cont'd)

The subscription price for each ordinary share in respect of which an option is exercisable shall be determined by the Compensation Committee as follows:

- (i) fixed at the market price equal to the average of the last dealt prices for the share on the Singapore Exchange Securities Trading Limited ("SGX-ST") for the three (3) consecutive trading days immediately preceding the date of grant of that option; or
- (ii) set at a discount to a market price, provided that the maximum discount shall not exceed twenty per cent (20%) of the market price.

No share options under the Blumont ESOS 2013 have been granted during and as at the financial years ended 31 December 2018 and 2017.

Except as disclosed above,

- there were no share options granted by the Company or its subsidiaries during the financial year;
- there were no shares issued by virtue of the exercise of options to take up unissued shares of the Company or its subsidiaries during the financial year; and
- there were no unissued shares of the Company or its subsidiaries under option at the end of the financial year.

### Blumont Performance Share Plan (the "Blumont PSP")

At the Extraordinary General Meeting held on 22 April 2013, the members of the Company approved the Blumont PSP, for granting of incentive share awards to employees (including executive directors) and non-executive directors of the Company.

The Blumont PSP is administered by the Compensation Committee which is overseen by the Remuneration Committee whose members are Calvin Lim Huan Kim (Chairman), Tan Gim Kang, Arran, and Aris Muhammad Rizal.

The Blumont PSP shall continue to be in force at the discretion of the Compensation Committee for a period of ten years from 22 April 2013. However, the period may be extended or terminated with the approval of shareholders at a general meeting of the Company and any relevant approvals which may then be required.

**DIRECTORS' STATEMENT**

For the financial year ended 31 December 2018

**4 Share Options (cont'd)**Blumont Performance Share Plan (the "Blumont PSP") (cont'd)

A participants' award under the Blumont PSP will be determined at the sole discretion of the Compensation Committee. In considering an award to be granted to a participant, the Compensation Committee may take into account, *inter alia*, the participant's performance and/or contribution to the Company.

Awards granted under the Blumont PSP will typically vest only after the satisfactory completion of performance-related award conditions and/or other conditions such as vesting period(s) applicable for the release of the award. No minimum vesting periods are prescribed under the Blumont PSP, and the length of the vesting period(s) in respect of each award will be determined on a case-by-case basis.

On 13 June 2017, the Company granted 4,120,000,000 performance shares to directors and employees of the Company. The shares were issued and allotted at S\$0.001 per share on 19 June 2017. On 1 December 2017, the Company applied to the High Court of the Republic of Singapore to seek declaration that the allotment and issuance of 4,075,000,000 performance shares at S\$0.001 per share was void. On 26 January 2018, the High Court of the Republic of Singapore granted an order in terms of the application made by the Company. As a result, the allotment and issuance of 4,075,000,000 performance shares has been declared void, and the allotment and issuance of 45,000,000 performance shares has been validated and confirmed.

The Company has made applications and filings to the SGX-ST, CDP and Accounting and Corporate Regulatory Authority to make the necessary rectifications to the Company's records and statutory registers.

**5 Audit Committee**

The members of the Audit Committee ("AC") at the date of this statement are as follows:

Calvin Lim Huan Kim (Chairman)  
Tan Gim Kang, Arran  
Aris Muhammad Rizal

The AC has performed its functions in accordance with Section 201B(5) of the Singapore Companies Act, Chapter 50, including the following:

- (i) reviewed the audit plan of the Company's independent auditors and, if any, their report on any recommendations on internal accounting controls arising from the statutory audit;
- (ii) reviewed the assistance given by the Company's management to the independent auditors;

# DIRECTORS' STATEMENT

For the financial year ended 31 December 2018

## 5 Audit Committee (cont'd)

- (iii) reviewed the quarterly and annual statement of financial position of the Company and the consolidated financial statements of the Group for the financial year ended 31 December 2018 before their submission to the Board of Directors, as well as the independent auditors' report on the statement of financial position of the Company and the consolidated financial statements of the Group;
- (iv) reviewed the significant financial reporting issues and judgments so as to ensure the integrity of the financial statements of the Group and any formal announcements relating to the Group's performance;
- (v) reviewed the effectiveness of the Group's material internal control systems, including financial, operational, compliance and information technology controls and risk management;
- (vi) met with the independent auditors, other committees, and/or the management in separate executive sessions to discuss any matters that these groups believe should be discussed privately with the AC;
- (vii) reviewed legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programmes and any reports received from regulators;
- (viii) reviewed the scope and results of the external audit, cost effectiveness and independence and objectivity of the independent auditors;
- (ix) reviewed the nature and extent of non-audit services provided by the independent auditors;
- (x) recommended to the Board of Directors the independent auditors to be nominated, approved the compensation and terms of engagement of the auditors;
- (xi) reported actions and minutes of the AC to the Board of Directors with such recommendations as the AC considered appropriate; and
- (xii) reviewed interested person transactions, if any, in accordance with the requirements of the SGX-ST's Listing Manual.

The AC, having reviewed all non-audit services provided by the independent auditors to the Group is satisfied that the nature and extent of such services would not affect the independence and objectivity of the independent auditors. The AC has also conducted a review of interested person transactions.

The AC convened four meetings during the year. The AC has also met with the independent auditors, without the presence of the Company's management, at least once a year. The attendance of the meetings are disclosed in the Corporate Governance Report in the Company's Annual Report.



# DIRECTORS' STATEMENT

For the financial year ended 31 December 2018

## 5 Audit Committee (cont'd)

It is the opinion of the Board of Directors with the concurrence of the AC that the system of internal controls, which addresses the Group's financial, operational, compliance and information technology risks, maintained by the Group is in place and adequate throughout the financial year and up to the date of this report.

The Company confirms that Rules 712 and 715 of the SGX-ST's Listing Manual have been complied with.

Further details regarding the AC are disclosed in the Corporate Governance Report in the Company's Annual Report.

The AC has recommended to the Board of Directors the nomination of Moore Stephens LLP for re-appointment as external auditors of the Company at the forthcoming Annual General Meeting of the Company.

## 6 Independent Auditors

The independent auditors, Moore Stephens LLP, have expressed their willingness to accept re-appointment as auditors.

On behalf of the Board of Directors,

.....  
SIAW LU HOWE  
Executive Chairman and Chief Executive Officer

.....  
CALVIN LIM HUAN KIM  
Lead Independent Director

Singapore  
29 March 2019

# INDEPENDENT AUDITOR'S REPORT

To the members of Blumont Group Ltd.  
(Incorporated in Singapore)

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Blumont Group Ltd. (the “Company”) and its subsidiaries (the “Group”), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 December 2018, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the “Act”) and Singapore Financial Reporting Standards (International) (SFRS(I)s) so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2018 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority (“ACRA”) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (“ACRA Code”) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

# INDEPENDENT AUDITOR'S REPORT

To the members of Blumont Group Ltd.  
(Incorporated in Singapore)

(cont'd)

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our audit addressed the key audit matter
Net realisable value of development property	
<p><u>Risk identified</u></p> <p>We refer to Notes 3(n), 4(a)(iv) and 16 to the financial statements.</p> <p>The Group's development property amounted to S\$4,584,510 as at 31 December 2018.</p> <p>The development property held for sale is stated at the lower of its cost and net realisable value. Management estimates the net realisable value based on an assessment which is inherently subject to significant judgment and estimates.</p>	<p><u>Our response</u></p> <p>Our procedures are designed to challenge the appropriateness of the valuation of the development property. These procedures included, amongst others:</p> <ul style="list-style-type: none"> <li>• discussed with management the basis of their estimated net realisable value and reviewing the stage of development of the development property;</li> <li>• assessed the reliability of the source used by management;</li> <li>• performed independent research on the fair value of the development property; and</li> <li>• considered the adequacy of the Group's disclosure concerning the uncertainty of the carrying value of the development property.</li> </ul> <p><u>Our findings</u></p> <p>We are satisfied with the assessment performed by management and the methodology used was found to be appropriate and comparable to the methods used for similar properties. We considered that the Group's disclosures for the development property to be appropriate.</p>

# INDEPENDENT AUDITOR'S REPORT

To the members of Blumont Group Ltd.  
(Incorporated in Singapore)

(cont'd)

## Key Audit Matters (cont'd)

Key Audit Matter	How our audit addressed the key audit matter
Valuation of investment property held for sale	
<p><u>Risk identified</u></p> <p>We refer to Notes 3(p), 4(a)(v) and 17 to the financial statements.</p> <p>The Group's assets held for sale comprising investment property amounted to S\$1,187,280 at 31 December 2018. The valuation of investment property involves significant judgment and estimation.</p>	<p><u>Our response</u></p> <p>Our audit procedures included, amongst others, discussion with management on the basis of their fair value. We also assessed the reliability of the source used by management and performed independent research on the fair value of the investment property held for sale.</p> <p><u>Our findings</u></p> <p>We concluded that the fair value attributed to the investment property held for sale to be reasonable.</p>

## Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of Management and Directors 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 Act and SFRS(I)s, 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 financial statements and to maintain accountability of assets.

# INDEPENDENT AUDITOR'S REPORT

To the members of Blumont Group Ltd.  
(Incorporated in Singapore)

(cont'd)

## **Responsibilities of Management and Directors for the Financial Statements (cont'd)**

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

# INDEPENDENT AUDITOR'S REPORT

To the members of Blumont Group Ltd.  
(Incorporated in Singapore)

(cont'd)

## Auditor's Responsibilities for the Audit of the Financial Statements (cont'd)

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## 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.

The engagement partner on the audit resulting in this independent auditor's report is Christopher Bruce Johnson.

**Moore Stephens LLP**  
Public Accountants and  
Chartered Accountants

Singapore  
29 March 2019

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

	Note	Group	
		2018 S\$	2017 S\$
<b>Revenue</b>	5	3,919,553	3,697,557
Other gains/(losses) - net	6	1,126,371	(711,187)
<b>Expenses</b>			
- Raw materials and consumables used	15	(90,528)	(99,031)
- Employee benefits	7	(1,828,873)	(2,383,117)
- Others	8	(2,245,971)	(2,572,287)
- Impairment loss on financial assets		-	(4,015)
- Finance costs	9	(319,355)	(67,252)
Total expenses		(4,484,727)	(5,125,702)
<b>Profit/(Loss) before income tax</b>		561,197	(2,139,332)
Income tax	10	(485,902)	(449,519)
<b>Profit/(Loss) for the year</b>		75,295	(2,588,851)
<b>Other comprehensive (loss)/income</b>			
<i>Items that will not be reclassified subsequently to profit or loss:</i>			
Actuarial gain/(loss) on defined benefit plans	22	33,967	(128,447)
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Foreign currency translation loss			
- Loss on translating foreign operations		(2,069,066)	(352,628)
- Reclassified to profit or loss on striking-off of a subsidiary		881,367	907,069
Net change in fair value of financial assets, available-for-sale		-	199
Other comprehensive (loss)/gain, net of tax		(1,153,732)	426,193
<b>Total comprehensive loss for the year</b>		(1,078,437)	(2,162,658)
<b>Profit/(Loss) for the year attributable to:</b>			
Owners of the Company		(141,190)	(2,801,408)
Non-controlling interests	18(f)	216,485	212,557
		75,295	(2,588,851)
<b>Total comprehensive (loss)/income for the year attributable to:</b>			
Owners of the Company		(1,275,378)	(2,273,059)
Non-controlling interests		196,941	110,401
		(1,078,437)	(2,162,658)
<b>Loss per share (S\$ cents)</b>	11		
- Basic		(0.0005)	(0.0102)
- Diluted		(0.0005)	(0.0102)

The accompanying notes from an integral part of the financial statements

# STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2018

	Note	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
		S\$	S\$ (reported under SFRS(I))	S\$ (reported under SFRS(I))	S\$	S\$ (reported under SFRS(I))	S\$ (reported under SFRS(I))
<b>ASSETS</b>							
<b>Current assets</b>							
Cash and bank							
balances	12	673,690	929,704	497,849	85,678	522,491	36,876
Other financial assets	13	120,259	80,040	133,400	120,259	80,040	-
Trade and other							
receivables	14	579,748	602,832	672,715	-	25,103	5,618
Other current assets	15	142,855	992,064	372,676	27,908	83,607	115,752
Development property	16	4,584,510	4,581,730	4,651,424	-	-	-
Assets held for sale	17	1,187,280	1,186,560	1,426,114	-	-	-
		<u>7,288,342</u>	<u>8,372,930</u>	<u>7,754,178</u>	<u>233,845</u>	<u>711,241</u>	<u>158,246</u>
<b>Non-current assets</b>							
Investments in							
subsidiaries	18	-	-	-	104,454	104,454	250,519
Loans to subsidiaries	18	-	-	-	11,132,983	8,016,435	8,149,744
Other financial assets	13	-	625	32,355	-	625	32,355
Property and							
equipment	19	4,721,269	4,272,983	4,701,471	39,704	18,456	160,294
Deferred tax assets	23	308,392	296,355	237,294	-	-	-
		<u>5,029,661</u>	<u>4,569,963</u>	<u>4,971,120</u>	<u>11,277,141</u>	<u>8,139,970</u>	<u>8,592,912</u>
<b>Total Assets</b>		<u>12,318,003</u>	<u>12,942,893</u>	<u>12,725,298</u>	<u>11,510,986</u>	<u>8,851,211</u>	<u>8,751,158</u>
<b>LIABILITIES</b>							
<b>Current liabilities</b>							
Trade and other							
payables	20	2,133,407	3,298,362	3,468,741	2,154,041	1,895,535	2,418,790
Borrowings	21	605,123	2,134,936	32,736	-	1,500,000	32,736
Loan from a							
subsidiary	18	-	-	-	3,390,000	2,562,892	611,392
Current income tax							
liabilities		148,587	42,688	36,400	-	-	-
		<u>2,887,117</u>	<u>5,475,986</u>	<u>3,537,877</u>	<u>5,544,041</u>	<u>5,958,427</u>	<u>3,062,918</u>
<b>Non-current liabilities</b>							
Trade and other							
payables	20	-	-	500,000	-	-	-
Defined benefit plan	22	1,011,913	1,002,567	799,060	-	-	-
Borrowings	21	5,067,914	744,938	51,205	4,532,335	-	51,205
		<u>6,079,827</u>	<u>1,747,505</u>	<u>1,350,265</u>	<u>4,532,335</u>	<u>-</u>	<u>51,205</u>
<b>Total Liabilities</b>		<u>8,966,944</u>	<u>7,223,491</u>	<u>4,888,142</u>	<u>10,076,376</u>	<u>5,958,427</u>	<u>3,114,123</u>
<b>Net Assets</b>		<u>3,351,059</u>	<u>5,719,402</u>	<u>7,837,156</u>	<u>1,434,610</u>	<u>2,892,784</u>	<u>5,637,035</u>
<b>EQUITY</b>							
<b>Equity attributable to owners of the Company</b>							
Share capital	24	127,338,850	127,338,850	127,293,946	127,338,850	127,338,850	127,293,946
Reserves	25	(4,018,266)	(4,607,352)	(6,197,813)	-	199	-
Accumulated losses		(119,969,525)	(119,862,302)	(115,998,782)	(125,904,240)	(124,446,265)	(121,656,911)
		<u>3,351,059</u>	<u>2,869,196</u>	<u>5,097,351</u>	<u>1,434,610</u>	<u>2,892,784</u>	<u>5,637,035</u>
Non-controlling	18(f),						
interests	26	-	2,850,206	2,739,805	-	-	-
<b>Total Equity</b>		<u>3,351,059</u>	<u>5,719,402</u>	<u>7,837,156</u>	<u>1,434,610</u>	<u>2,892,784</u>	<u>5,637,035</u>

The accompanying notes from an integral part of the financial statements



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

	Attributable to owners of the Company					Non-controlling interests	Total equity
	Share capital	Fair value reserve	Currency translation reserve	Other reserves	Accumulated losses		
	S\$	S\$	S\$	S\$	S\$	S\$	S\$
<b>Group</b>							
<b>Balance at 1 January 2018</b>	127,338,850	199	(4,585,109)	(22,442)	(119,862,302)	2,869,196	5,719,402
Adjustment on initial application of SFRS(I) 9	-	(199)	-	-	-	(199)	(199)
<b>Adjusted balance at 1 January 2018</b>	127,338,850	-	(4,585,109)	(22,442)	(119,862,302)	2,868,997	5,719,203
(Loss)/Profit for the year	-	-	-	-	(141,190)	(141,190)	75,295
Other comprehensive (loss)/income, net of tax:							
Foreign currency translation loss	-	-	(1,168,155)	-	-	(1,168,155)	(1,187,699)
Actuarial gain on defined benefit plan	-	-	-	-	33,967	33,967	33,967
<b>Total comprehensive (loss)/income for the year</b>	-	-	(1,168,155)	-	(107,223)	(1,275,378)	(1,078,437)
Acquisition of additional interest in subsidiaries	-	-	-	1,757,440	-	1,757,440	(1,289,707)
<b>Balance at 31 December 2018</b>	127,338,850	-	(5,753,264)	1,734,998	(119,969,525)	3,351,059	3,351,059

The accompanying notes form an integral part of the financial statements

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

Group	Note	Attributable to owners of the Company							Total equity
		Share capital	Fair value reserve	Currency translation reserve	Other reserves	Accumulated losses	Attributable to owners of the Company	Non-controlling interests	
		S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$
<b>Balance at 1 January 2017</b>		127,293,946	-	(5,213,075)	(984,738)	(115,998,782)	5,097,351	2,739,805	7,837,156
Loss for the year		-	-	-	-	(2,801,408)	(2,801,408)	2,12,557	(2,588,851)
Other comprehensive (loss)/ income, net of tax:									
Foreign currency translation gain/(loss)		-	-	627,966	-	-	627,966	(73,525)	554,441
Net change in fair value of financial assets, available-for-sale		-	199	-	-	-	199	-	199
Actuarial loss on defined benefit plan		-	-	-	-	(99,816)	(99,816)	(28,631)	(128,447)
<b>Total comprehensive (loss)/ income for the year</b>		-	199	627,966	-	(2,901,224)	(2,273,059)	110,401	(2,162,658)
Issue of shares	24	45,000	-	-	-	-	45,000	-	45,000
Share issue expense	24	(96)	-	-	-	-	(96)	-	(96)
Striking-off a dormant subsidiary transferred to accumulated losses		-	-	-	962,296	(962,296)	-	-	-
<b>Balance at 31 December 2017</b>		127,338,850	199	(4,585,109)	(22,442)	(119,862,302)	2,869,196	2,850,206	5,719,402

The accompanying notes from an integral part of the financial statements

**CONSOLIDATED STATEMENT OF CASH FLOWS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

	Note	Group	
		2018 S\$	2017 S\$
<b>Cash Flows from Operating Activities</b>			
Profit/(Loss) before income tax		561,197	(2,139,332)
Adjustments for:			
Unrealised foreign exchange gain		(47,080)	(68,602)
Write-off of property and equipment	6	4,483	837
Depreciation of property and equipment	8	591,118	541,109
Allowance for impairment loss on financial assets		-	4,015
(Gain)/Loss on striking-off a dormant subsidiary	6	(881,491)	907,059
Interest expense	9	319,355	67,252
Interest income	6	(3,167)	(1,709)
Gain on disposal of property and equipment	6	-	(13,312)
Fair value (gain)/loss on financial assets, at fair value through profit or loss	6	(40,020)	53,336
Fair value gain on assets held for sale	6	-	(8,089)
Loss on disposal of debt, instrument to equity, available-for-sale	6	-	4,902
Share-based compensation expenses	24	-	45,000
Write-off of financial assets, at fair value through profit or loss	6	-	24
Write-off of payables		(3,435)	-
Operating cash flow before working capital changes		500,960	(607,510)
Changes in working capital:			
Receivables		79,721	(669,610)
Payables		211,441	143,066
Inventories and development properties		-	199,807
Cash generated from/(used in) operations		792,122	(934,247)
Income tax paid		(910,586)	(1,167,622)
<b>Net cash used in operating activities</b>		<b>(118,464)</b>	<b>(2,101,869)</b>
<b>Cash Flows from Investing Activities</b>			
Proceeds from disposal of property and equipment		-	149,584
Purchase of property and equipment		(503,875)	(620,390)
Proceeds from disposal of financial assets, available-for-sale		-	23,012
Proceeds from disposal of asset held for sale		-	272,900
Interest received		3,167	1,709
<b>Net cash used in investing activities</b>		<b>(500,708)</b>	<b>(173,185)</b>

The accompanying notes from an integral part of the financial statements

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

	Note	Group	
		2018 S\$	2017 S\$
<b>Cash Flows from Financing Activities</b>			
Repayment of finance lease liabilities		-	(83,941)
Repayment of borrowings	21(c)	(739,172)	(77,505)
Payment of share issue expenses		-	(96)
Proceeds from borrowings	21(c)	1,277,335	2,957,379
Interest paid		(146,146)	(67,252)
<b>Net cash generated from financing activities</b>		<b>392,017</b>	<b>2,728,585</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(227,155)</b>	<b>453,531</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>929,704</b>	<b>497,849</b>
Effect of changes in foreign exchange rates on cash and cash equivalents		(28,859)	(21,676)
<b>Cash and cash equivalents at the end of the year</b>	12	<b>673,690</b>	<b>929,704</b>

## Non-cash transactions

During the current financial year ended 31 December 2018, the non-cash transactions were as follows:

	Group 2018 S\$
Acquisition of additional interest in a subsidiary (Note 18(e)(i))	1,200,000
Acquisition of subsidiaries, net of cash acquired (Note 18(e)(ii))	1,055,000
Less: Amount paid on behalf by ultimate shareholder and offset against amount due to ultimate shareholder (Note 21(c))	(2,255,000)
	-

The accompanying notes from an integral part of the financial statements

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

## 1 General Information

Blumont Group Ltd. (the “Company”) is a public limited company incorporated and domiciled in Singapore and is listed on the Mainboard of the Singapore Exchange Securities Trading Limited (“SGX-ST”). The address of the Company’s registered office and principal place of business is Apex @ Henderson, 201 Henderson Road, #03-26/27, Singapore 159545.

The principal activity of the Company is that of investment holding. The principal activities of its subsidiaries are disclosed in Notes 18.

The ultimate holding company is Ultimate Horizon Pte. Ltd., which is incorporated in Singapore.

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”)

The Group has adopted SFRS(I) on 1 January 2018 and has prepared its first set of financial statements under SFRS(I) for the financial year ended 31 December 2018. As a result, the audited financial statements for the year ended 31 December 2017 was the last set of financial statements prepared under the previous Financial Reporting Standards in Singapore (“SFRS”).

In adopting SFRS(I), the Group is required to apply all the specific transition requirements in SFRS(I) 1 *First-time Adoption of Singapore Financial Reporting Standards (International)*. Under SFRS(I) 1, these financial statements are required to be prepared using accounting policies that comply with SFRS(I) effective as at 31 December 2018. The same accounting policies are applied throughout all periods presented in these financial statements, subject to the mandatory exceptions and optional exemptions under SFRS(I) 1.

The Group’s opening statement of financial position has been prepared as at 1 January 2017, which is the Group’s date of transition to SFRS(I)s.

### Optional exemptions applied on adoption of SFRS(I)

For first-time adopters, SFRS(I) 1 allows the exemptions from the retrospective application of certain requirements under SFRS(I). The Group has applied the following exemptions:

- SFRS(I) 3 *Business Combinations* has not been applied to business combinations that occurred before the date of transition on 1 January 2017. The same classification as in its previous SFRS financial statements has been adopted.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

### Optional exemptions applied on adoption of SFRS(I) (cont’d)

For first-time adopters, SFRS(I) 1 allows the exemptions from the retrospective application of certain requirements under SFRS(I). The Group has applied the following exemptions: (cont’d)

- SFRS(I) 1-21 *The Effects of Changes in Foreign Exchange Rates* has not been applied retrospectively to fair value adjustments and goodwill from business combinations that occurred before the date of transition to SFRS(I) on 1 January 2017. Such fair value adjustments and goodwill continue to be accounted for using the same basis as under SFRS 21.
- The Group has not reassessed the determination of whether an arrangement contained a lease in accordance with SFRS(I) INT 4 *Determining whether an Arrangement contains a Lease*.
- The Group has elected to apply the requirements in the SFRS(I) 1-23 *Borrowing Costs* from the date of transition to SFRS(I) on 1 January 2017. Borrowing costs that were accounted for previously under SFRS prior to the date of transition are not restated.
- The Group elected the short-term exemption to adopt SFRS(I) 9 on 1 January 2018. Accordingly, the information presented for 2017 is presented, as previously reported, under SFRS 39 *Financial Instruments: Recognition and Measurement*. Arising from this election, the Group is exempted from complying with SFRS(I) 7 *Financial Instruments: Disclosures* to the extent that the disclosures as required by SFRS(I) 7 to items within the scope of SFRS(I) 9.

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)**

Reconciliation of the Group’s equity

Consolidated Statements of Financial Position	31 December 2017			1 January 2018		
	SFRS	SFRS(I) 1	SFRS(I) 15	SFRS(I)s	SFRS(I) 9	SFRS(I)s
	S\$	S\$	S\$	S\$	S\$	S\$
<b>ASSETS</b>						
<b>Current assets</b>						
Cash and bank balances	929,704	-	-	929,704	-	929,704
Other financial assets	80,040	-	-	80,040	426	80,466
Trade and other receivables	602,832	-	-	602,832	-	602,832
Other current assets	992,064	-	-	992,064	-	992,064
Development property	4,581,730	-	-	4,581,730	-	4,581,730
Assets held for sale	1,186,560	-	-	1,186,560	-	1,186,560
	<u>8,372,930</u>	-	-	<u>8,372,930</u>	<u>426</u>	<u>8,373,356</u>
<b>Non-current assets</b>						
Other financial assets	625	-	-	625	(625)	-
Property and equipment	4,272,983	-	-	4,272,983	-	4,272,983
Deferred tax assets	296,355	-	-	296,355	-	296,355
	<u>4,569,963</u>	-	-	<u>4,569,963</u>	<u>(625)</u>	<u>4,569,338</u>
<b>Total Assets</b>	<u>12,942,893</u>	-	-	<u>12,942,893</u>	<u>(199)</u>	<u>12,942,694</u>
<b>LIABILITIES</b>						
<b>Current liabilities</b>						
Trade and other payables	3,298,362	-	-	3,298,362	-	3,298,362
Borrowings	2,134,936	-	-	2,134,936	-	2,134,936
Current income tax liabilities	42,688	-	-	42,688	-	42,688
	<u>5,475,986</u>	-	-	<u>5,475,986</u>	-	<u>5,475,986</u>
<b>Non-current liabilities</b>						
Trade and other payables	-	-	-	-	-	-
Defined benefit plan	1,002,567	-	-	1,002,567	-	1,002,567
Borrowings	744,938	-	-	744,938	-	744,938
	<u>1,747,505</u>	-	-	<u>1,747,505</u>	-	<u>1,747,505</u>
<b>Total Liabilities</b>	<u>7,223,491</u>	-	-	<u>7,223,491</u>	-	<u>7,223,491</u>
<b>Net Assets</b>	<u>5,719,402</u>	-	-	<u>5,719,402</u>	<u>(199)</u>	<u>5,719,203</u>
<b>EQUITY</b>						
<b>Equity attributable to owners of the Company</b>						
Share capital	127,338,850	-	-	127,338,850	-	127,338,850
Reserves	(4,607,352)	-	-	(4,607,352)	(199)	(4,607,551)
Accumulated losses	(119,862,302)	-	-	(119,862,302)	-	(119,862,302)
	<u>2,869,196</u>	-	-	<u>2,869,196</u>	<u>(199)</u>	<u>2,868,997</u>
Non-controlling interests	2,850,206	-	-	2,850,206	-	2,850,206
<b>Total Equity</b>	<u>5,719,402</u>	-	-	<u>5,719,402</u>	<u>(199)</u>	<u>5,719,203</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

Reconciliation of the Group’s equity

Consolidated Statements of Financial Position	1 January 2017			
	SFRS S\$	SFRS(I) 1 S\$	SFRS(I) 15 S\$	SFRS(I)s S\$
<b>ASSETS</b>				
<b>Current assets</b>				
Cash and bank balances	497,849	-	-	497,849
Other financial assets	133,400	-	-	133,400
Trade and other receivables	672,715	-	-	672,715
Other current assets	372,676	-	-	372,676
Development property	4,651,424	-	-	4,651,424
Assets held for sale	1,426,114	-	-	1,426,114
	<u>7,754,178</u>	-	-	<u>7,754,178</u>
<b>Non-current assets</b>				
Other financial assets	32,355	-	-	32,355
Property and equipment	4,701,471	-	-	4,701,471
Deferred tax assets	237,294	-	-	237,294
	<u>4,971,120</u>	-	-	<u>4,971,120</u>
<b>Total Assets</b>	<u>12,725,298</u>	-	-	<u>12,725,298</u>
<b>LIABILITIES</b>				
<b>Current liabilities</b>				
Trade and other payables	3,468,741	-	-	3,468,741
Borrowings	32,736	-	-	32,736
Current income tax liabilities	36,400	-	-	36,400
	<u>3,537,877</u>	-	-	<u>3,537,877</u>
<b>Non-current liabilities</b>				
Trade and other payables	500,000	-	-	500,000
Defined benefit plan	799,060	-	-	799,060
Borrowings	51,205	-	-	51,205
	<u>1,350,265</u>	-	-	<u>1,350,265</u>
<b>Total Liabilities</b>	<u>4,888,142</u>	-	-	<u>4,888,142</u>
<b>Net Assets</b>	<u>7,837,156</u>	-	-	<u>7,837,156</u>
<b>EQUITY</b>				
<b>Equity attributable to owners of the Company</b>				
Share capital	127,293,946	-	-	127,293,946
Reserves	(6,197,813)	-	-	(6,197,813)
Accumulated losses	(115,998,782)	-	-	(115,998,782)
	<u>5,097,351</u>	-	-	<u>5,097,351</u>
Non-controlling interests	2,739,805	-	-	2,739,805
<b>Total Equity</b>	<u>7,837,156</u>	-	-	<u>7,837,156</u>



**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)**

Reconciliation of the Company’s equity

Statements of Financial Position	31 December 2017			1 January 2018		
	SFRS S\$	SFRS(I) 1 S\$	SFRS(I) 15 S\$	SFRS(I)s S\$	SFRS(I) 9 S\$	SFRS(I)s S\$
<b>ASSETS</b>						
<b>Current assets</b>						
Cash and bank balances	522,491	-	-	522,491	-	522,491
Other financial assets	80,040	-	-	80,040	426	80,466
Trade and other receivables	25,103	-	-	25,103	-	25,103
Other current assets	83,607	-	-	83,607	-	83,607
	<u>711,241</u>	<u>-</u>	<u>-</u>	<u>711,241</u>	<u>426</u>	<u>711,667</u>
<b>Non-current assets</b>						
Investments in subsidiaries	104,454	-	-	104,454	-	104,454
Loans to subsidiaries	8,016,435	-	-	8,016,435	-	8,016,435
Other financial assets	625	-	-	625	(625)	-
Property and equipment	18,456	-	-	18,456	-	18,456
	<u>8,139,970</u>	<u>-</u>	<u>-</u>	<u>8,139,970</u>	<u>(625)</u>	<u>8,139,345</u>
<b>Total Assets</b>	<u>8,851,211</u>	<u>-</u>	<u>-</u>	<u>8,851,211</u>	<u>(199)</u>	<u>8,851,012</u>
<b>LIABILITIES</b>						
<b>Current liabilities</b>						
Trade and other payables	1,895,535	-	-	1,895,535	-	1,895,535
Borrowings	1,500,000	-	-	1,500,000	-	1,500,000
Loan from a subsidiary	2,562,892	-	-	2,562,892	-	2,562,892
	<u>5,958,427</u>	<u>-</u>	<u>-</u>	<u>5,958,427</u>	<u>-</u>	<u>5,958,427</u>
<b>Total Liabilities</b>	<u>5,958,427</u>	<u>-</u>	<u>-</u>	<u>5,958,427</u>	<u>-</u>	<u>5,958,427</u>
<b>Net Assets</b>	<u>2,892,784</u>	<u>-</u>	<u>-</u>	<u>2,892,784</u>	<u>(199)</u>	<u>2,892,585</u>
<b>EQUITY</b>						
<b>Equity attributable to owners of the Company</b>						
Share capital	127,338,850	-	-	127,338,850	-	127,338,850
Reserves	199	-	-	199	(199)	-
Accumulated losses	(124,446,265)	-	-	(124,446,265)	-	(124,446,265)
<b>Total Equity</b>	<u>2,892,784</u>	<u>-</u>	<u>-</u>	<u>2,892,784</u>	<u>(199)</u>	<u>2,892,585</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

Reconciliation of the Company’s equity

### Statements of Financial Position

	1 January 2017			
	SFRS S\$	SFRS(I) 1 S\$	SFRS(I) 15 S\$	SFRS(I)s S\$
<b>ASSETS</b>				
<b>Current assets</b>				
Cash and bank balances	36,876	-	-	36,876
Trade and other receivables	5,618	-	-	5,618
Other current assets	115,752	-	-	115,752
	<u>158,246</u>	-	-	<u>158,246</u>
<b>Non-current assets</b>				
Investments in subsidiaries	250,519	-	-	250,519
Loans to subsidiaries	8,149,744	-	-	8,149,744
Other financial assets	32,355	-	-	32,355
Property and equipment	160,294	-	-	160,294
	<u>8,592,912</u>	-	-	<u>8,592,912</u>
<b>Total Assets</b>	<u>8,751,158</u>	-	-	<u>8,751,158</u>
<b>LIABILITIES</b>				
<b>Current liabilities</b>				
Trade and other payables	2,418,790	-	-	2,418,790
Borrowings	32,736	-	-	32,736
Loan from a subsidiary	611,392	-	-	611,392
	<u>3,062,918</u>	-	-	<u>3,062,918</u>
<b>Non-current liabilities</b>				
Borrowings	51,205	-	-	51,205
	<u>51,205</u>	-	-	<u>51,205</u>
<b>Total Liabilities</b>	<u>3,114,123</u>	-	-	<u>3,114,123</u>
<b>Net Assets</b>	<u>5,637,035</u>	-	-	<u>5,637,035</u>
<b>EQUITY</b>				
<b>Equity attributable to owners of the Company</b>				
Share capital	127,293,946	-	-	127,293,946
Accumulated losses	(121,656,911)	-	-	(121,656,911)
<b>Total Equity</b>	<u>5,637,035</u>	-	-	<u>5,637,035</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

### (a) First-time adoption of SFRS(I) and adoption of new standards

There were no material impact to the Group’s statement of comprehensive income on adoption of SFRS(I).

#### Notes to the reconciliation of equity

##### A. SFRS(I) 1

In adopting SFRS(I) in 2018, the Group has applied the transition requirements in SFRS(I) 1 with 1 January 2017 as the date of transition. SFRS(I) 1 generally requires that the Group applies SFRS(I) that are effective as at 31 December 2018 on a retrospective basis, as if such accounting policy had always been applied, subject to the mandatory exceptions and optional exemptions in SFRS(I) 1. The application of the mandatory exceptions and the optional exemptions in SFRS(I) 1 did not have any significant impact on the financial statements. There were no material adjustments to the Group’s statement of cash flows arising from the transition from SFRS to SFRS(I).

##### B. SFRS(I) 15

SFRS(I) 15 establishes a five-step model to account for revenue arising from contracts with customers, and introduces new contract cost guidance. Under SFRS(I) 15, revenue is recognised at an amount that reflects the consideration which an entity expects to be entitled in exchange for transferring goods or services to a customer. The Group adopted SFRS(I) 15 in its financial statements using the retrospective approach. The adoption of SFRS(I) 15 has not had a significant impact on the Group’s statement of comprehensive income.

##### C. SFRS(I) 9

SFRS(I) 9 Financial Instruments sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. It also introduces a new ‘expected credit loss’ (ECL) model and a new general hedge accounting model. The Group adopted SFRS(I) 9 from 1 January 2018.

The Group has elected to apply the short-term exemption to adopt SFRS(I) 9 on 1 January 2018. Accordingly, requirements of SFRS 39 *Financial Instruments: Recognition and Measurement* will continue to apply to financial instruments up to the financial year ended 31 December 2017 (Accounting policies Note 3(r)). Additionally, the Group is exempted from complying with SFRS(I) 7 for the comparative period to the extent that the disclosures required by SFRS(I) 7 relate to the items within the scope of SFRS(I) 9. As a result, the requirements under SFRS are applied in place of the requirements under SFRS(I) 7 and SFRS(I) 9 to comparative information about items within the scope of the SFRS(I) 9.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

### (a) First-time adoption of SFRS(I) and adoption of new standards (cont’d)

#### Notes to the reconciliation of equity (cont’d)

#### C. SFRS(I) 9 (cont’d)

Changes in accounting policies resulting from the adoption of SFRS(I) 9 have been generally applied by the Group retrospectively, except as described below:

- The following assessments were made on the basis of facts and circumstances that existed at 1 January 2018.
  - The determination of the business model within which a financial asset is held;
  - The determination of whether the contractual terms of a financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding;
  - The designation of an equity investment that is not held-for-trading as at FVOCI; and
  - The designation and revocation of previous designations of certain financial assets and financial liabilities measured at FVPL.
- If a debt investment has a low credit risk at 1 January 2018, the Group had assumed that the credit risk on the asset has not increased significantly since its initial recognition.

The adoption of SFRS(I) 9 has not had a significant effect on the Group’s accounting policies for financial liabilities.

Details of their impact on the Group’s consolidated financial statements as well as the new requirements are described below.

#### (i) Classification of financial assets and financial liabilities

Under SFRS(I) 9, financial assets are classified in the following categories: measured at amortised cost, FVOCI (debt instrument), FVOCI (equity instrument); or FVPL. The classification of financial assets under SFRS(I) 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. SFRS(I) 9 eliminates the previous SFRS 39 categories of held-to-maturity, loans and receivables and available-for-sale. Under SFRS(I) 9, derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

### (a) First-time adoption of SFRS(I) and adoption of new standards (cont’d)

#### Notes to the reconciliation of equity (cont’d)

#### C. SFRS(I) 9 (cont’d)

#### (i) Classification of financial assets and financial liabilities (cont’d)

On 1 January 2018 (the date of initial application of SFRS(I) 9), the following table and the accompanying notes below explain the original measurement categories under SFRS 39 and the new measurement categories under SFRS(I) 9 for the affected class of the Group’s financial assets as at 1 January 2018.

	Group		Carrying amount		Differences
	Measurement category		SFRS 39	SFRS(I) 9	
	SFRS 39	SFRS(I) 9	S\$	S\$	
<u>Non-current financial assets</u>					
Other financial assets					
- Listed equity security	AFS	FVPL	625	426	(199)
<u>Current financial assets</u>					
Trade receivables	Loans and receivables (amortised cost)	Amortised cost	249,411	249,411	-
Other financial assets					
- Listed equity security	FVPL	FVPL	80,040	80,040	-
Cash and bank balances	Loans and receivables (amortised cost)	Amortised cost	929,704	929,704	-
<u>Non-current financial liabilities</u>					
Borrowings	Financial liabilities (amortised cost)	Amortised cost	744,938	744,938	-
<u>Current financial liabilities</u>					
Trade and other payables	Financial liabilities (amortised cost)	Amortised cost	3,298,362	3,298,362	-
Borrowings	Financial liabilities (amortised cost)	Amortised cost	2,134,936	2,134,936	-

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

- (a) First-time adoption of SFRS(I) and adoption of new standards (cont’d)

### Notes to the reconciliation of equity (cont’d)

- C. SFRS(I) 9 (cont’d)

- (i) Classification of financial assets and financial liabilities (cont’d)

	Company		Carrying amount		Differences S\$
	Measurement category		SFRS 39	SFRS(I) 9	
	SFRS 39	SFRS(I) 9	S\$	S\$	
<u>Non-current financial assets</u>					
Other financial assets					
- Listed equity security	AFS	FVPL	625	426	(199)
<u>Current financial assets</u>					
Other financial assets					
- Listed equity security	FVPL	FVPL	80,040	80,040	-
Cash and bank balances	Loans and receivables (amortised cost)	Amortised cost	522,491	522,491	-
<u>Current financial liabilities</u>					
Trade and other payables					
	Financial liabilities (amortised cost)	Amortised cost	1,895,535	1,895,535	-
Borrowings	Financial liabilities (amortised cost)	Amortised cost	1,500,000	1,500,000	-

- (a) Trade receivables

Trade receivables that were classified as loans and receivables under SFRS 39 are now classified at amortised cost.

- (b) Available-for-sale equity securities

For quoted equity securities, the Group has elected to present fair value changes on these equity investments in profit or loss under SFRS(I) 9. Accordingly, these assets are categorised as “Equity investments at fair value through profit or loss”.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

- (a) First-time adoption of SFRS(I) and adoption of new standards (cont’d)

### Notes to the reconciliation of equity (cont’d)

#### C. SFRS(I) 9 (cont’d)

- (ii) Impairment of financial assets

SFRS(I) 9 replaces the ‘incurred loss’ model in FRS 39 with an ‘expected credit loss’ (ECL) model. The new impairment model applies to financial assets measured at amortised cost, but not to equity investments.

The application of SFRS(I) 9 impairment requirements at 1 January 2018 does not have a significant effect on the Group’s and the Company’s financial statements. Additional information about how the Group and the Company measure the allowance for impairment is described in Note 28(b).

- (iii) Transition impact on equity

The following table summarises the impact of transition to SFRS(I) 9 on fair value reserve at 1 January 2018.

	<b>Group S\$</b>
<u>Fair value reserve</u>	
Closing balance as at 31 December 2017 (SFRS 39)	199
Fair value changes on AFS remeasured at FVPL	<u>(199)</u>
Opening balance as at 1 January 2018 (SFRS(I) 9)	<u>-</u>

#### D. Impact on the Statement of cash flows

There were no material adjustments to the Group’s statement of cash flows arising from the transition from FRS to SFRS (I) and the initial application of SFRS (9) and SFRS (I) 15.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

### (b) SFRS(I)s and SFRS(I) INTs issued but not yet effective

At the date of authorisation of these financial statements, the following standards have been issued and are relevant to the Group and Company but are not yet effective:

Description		Effective for annual periods beginning on or after
SFRS(I) 16	<i>Leases</i>	1 January 2019
SFRS(I) INT 23	<i>Uncertainty over Income Tax Treatments</i>	1 January 2019
Annual Improvements to SFRS(I)s 2015-2017 Cycle		
- Amendments to SFRS(I) 3	<i>Business Combinations</i>	1 January 2019
- Amendments to SFRS(I) 1-12	<i>Income Taxes</i>	1 January 2019
- Amendments to SFRS(I) 1-23	<i>Borrowing Costs</i>	1 January 2019

Except for amendments to SFRS(I) 16, the directors expect that the adoption of the other standards above will have no material impact on the financial statements in the period of initial application.

#### SFRS(I) 16 *Leases*

SFRS(I) 16 sets out a revised framework for the recognition, measurement, presentation and disclosure of leases, and replaces SFRS(I) 1-17 *Leases*, SFRS(I) INT 4 *Determining whether an Arrangement contains a Lease*, SFRS(I) INT 1-15 *Operating Leases – Incentives*; and SFRS(I) INT 1-27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. SFRS(I) 16 requires lessees to recognise right-of-use assets and lease liabilities for all leases with a term of more than 12 months, except where the underlying asset is of low value. The right-of-use asset is depreciated and interest expense is recognised on the lease liability. The accounting requirements for lessors have not been changed substantially, and continue to be based on classification as operating and finance leases. Disclosure requirements have been enhanced for both lessors and lessees.

The Group plans to adopt SFRS(I) 16 on 1 January 2019 based on a permitted transition approach that does not restate comparative information, but recognises the cumulative effect of initially applying SFRS(I) 16 as an adjustment to the opening balance of retained earnings on 1 January 2019. The Group will elect the transition option to record, in respect of leases previously classified as operating leases, the right-of-use asset on 1 January 2019 at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments as at 31 December 2018. The Group also plans to adopt an expedient offered by SFRS(I) 16, exempting the Group from having to reassess whether pre-existing contracts contain a lease.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 2 Application of Singapore Financial Reporting Standards (International) (“SFRS(I)s”) (cont’d)

- (b) SFRS(I)s and SFRS(I) INTs issued but not yet effective (cont’d)

SFRS(I) 16 *Leases* (cont’d)

The Group does not expect any significant impact on the financial statements. However, some additional disclosures will be required from next year.

## 3 Significant Accounting Policies

- (a) Basis of Preparation

The consolidated financial statements of the Group and the statement of financial position of the Company have been prepared in accordance with the Singapore Financial Reporting Standards (International) (“SFRS(I)s”) as issued by Accounting Standards Council. These are the Group’s first financial statements prepared in accordance with SFRS(I) and SFRS(I) 1 *First-time adoption of Singapore Financial Reporting Standards (International)* has been applied. In the previous financial years, the financial statements were prepared in accordance with Financial Reporting Standards (FRS). An explanation of how the transition to SFRS(I) and application of SFRS(I) 9 and SFRS(I) 15 have affected the reported financial position, financial performance and cash flows is provided in Note 2(a). These financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and in preparing the opening SFRS(I) statements of financial position at 1 January 2017 for the purposes of the transition to SFRS(I), unless otherwise indicated. The accounting policies have been applied consistently by Group entities.

The preparation of financial statements in conformity with SFRS(I) requires management to exercise its judgment in the process of applying the Group’s accounting policies. It also requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities at the reporting date, and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management’s best knowledge of current events and actions, actual results may ultimately differ from these estimates. Critical accounting estimates and assumptions used that are significant to the financial statements and areas involving a higher degree of judgment or complexity, are disclosed in Note 4 Critical Accounting Judgments and Key Sources of Estimation Uncertainty.

The financial statements are presented in Singapore dollars (“S\$”), which is the functional currency of the Company.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (b) Going Concern Assumption

As at 31 December 2018, the Company is in a net current liability position of S\$5,310,196 (which includes a loan from a 100% owned subsidiary of S\$3,390,000). This condition may cast significant doubt on the ability of the Company to continue as a going concern and to realise its assets and discharge its liabilities in the ordinary course of business. Nevertheless, the directors of the Company believe that the use of the going concern assumption in the preparation and presentation of the financial statements for the financial year ended 31 December 2018 remains appropriate after taking into account the following factors:

- For the financial year ended 31 December 2018, the Group has generated a profit for the year of S\$75,295 and as of that date is in a net current asset position of S\$4,401,225.
- The ultimate holding company has undertaken to provide continuing financial support to the Company and will not demand for repayment of the loan due within 12 months from the reporting year end date.

### (c) Group Accounting

#### Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group 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. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

Goodwill on acquisitions of subsidiaries and businesses, represents the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition date fair value of any previously held equity interest in the acquiree over the fair value of the investee's identifiable net assets acquired. Goodwill on acquisitions of subsidiaries is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment loss. Gains and losses on the disposal of subsidiaries, include the carrying amount of goodwill relating to the entity sold.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (c) Group Accounting (cont'd)

#### Subsidiaries (cont'd)

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions - that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals of interest in subsidiaries to non-controlling interests without loss of control are also recorded in equity.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (c) Group Accounting (cont'd)

#### Subsidiaries (cont'd)

When the Group loses control of a subsidiary, it:

- derecognises the assets (including any goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost;
- derecognises the carrying amount of any non-controlling interest (including any components of other comprehensive income attributable to them);
- recognises the fair value of the consideration received;
- recognises the fair value of any investment retained in the former subsidiary at its fair value;
- re-classifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate; and
- recognises any resulting difference as a gain or loss in profit or loss.

### (d) Investments in Subsidiary Companies

Investments in subsidiary companies are carried at cost less accumulated impairment losses in the statement of financial position of the Company.

On disposal of investments in subsidiaries, the difference between the net disposal proceeds and the carrying amount of the investments are recognised in profit or loss.

### (e) Revenue Recognition

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring promised services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised service to the customer, which is when the customer obtains control of the service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

#### (i) Rendering of services

Revenue is recognised when the sterilisation process of customer products is completed. The amount of revenue recognised is based on the pre-negotiated price, which comprises the contractual price, net of any pre-negotiated upfront volume discounts and adjusted for expected returns. The Group recognizes the refunds due to expected returns from customers as refund liabilities. The corresponding amounts are adjusted against revenue in the period in which the returns occur. Payment of the transaction price is due within the credit terms given by the Group upon completion of sterilisation of customers' products.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (e) Revenue Recognition (cont'd)

#### (ii) Sale of development properties

Revenue from the sale of development properties is recognised when control over the property has been transferred to the buyer, either over time or at a point in time, depending on the contractual terms.

For development properties whereby the Group has an enforceable right to payment for performance completed to date, revenue from construction of development properties is recognised over time on a cost-to-cost method, i.e. based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs. The directors consider that this input method is an appropriate measure of the progress towards complete satisfaction of these performance obligations under SFRS(I) 15.

For development properties whereby the Group does not have an enforceable right to payment for performance completed to date, revenue is recognised when the buyer obtains control of the asset, usually upon transfer of legal title.

#### (iii) Rental income

Rental income from operating leases (net of any incentives given to the lessees) is recognised on a straight-line method over the lease term as set out in specific rental agreements.

#### (iv) Property management fees

Property management fees are recognised when services are rendered under the terms of the contract.

#### (v) Dividend income

Dividend income is recognised when the right to receive payment is established.

#### (vi) Interest income

Interest income is recognised on a time proportion basis using the effective interest method.

### (f) Leases

#### Lessee - Finance leases

Leases where the Group assumes substantially all risks and rewards incidental to ownership of the leased assets are classified as finance leases.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (f) Leases (cont'd)

#### Lessee - Finance leases (cont'd)

The leased assets and the corresponding lease liabilities (net of finance charges) under finance leases are recognised in the statement of financial position as property and equipment and borrowings respectively, at the inception of the leases based on the lower of the fair value of the leased assets and the present value of the minimum lease payments.

Each lease payment is apportioned between the finance expense and the reduction of the outstanding lease liability. The finance expense is recognised in profit or loss on the basis that reflects a constant periodic rate of interest on the finance lease liability.

#### Lessee - Operating leases

Leases where substantially all risks and rewards incidental to ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are recognised in profit or loss on a straight-line basis over the period of the leases.

When a lease is terminated before the lease period expires, any payment made (or received) by the Group as penalty is recognised as an expense (or income) when termination takes place.

Contingent rents are recognised as an expense in profit or loss when incurred.

### (g) Foreign Currencies

#### (i) Functional and presentation currency

The individual financial statements of each entity in the Group are presented in the currency of the primary economic environment in which the entity operates (its functional currency).

The financial statements are presented in Singapore Dollars ("S\$"), which is the functional currency of the Company.

#### (ii) Transactions and balances

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

At the statement of financial position date, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (g) Foreign Currencies (cont'd)

#### (ii) Transactions and balances (cont'd)

Currency translation differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the statement of financial position date are recognised in profit or loss, unless they arise from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations.

Those currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve in the consolidated financial statements and transferred to profit or loss as part of the gain or loss on disposal of the foreign operation.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange difference on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on monetary items receivables from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items.

#### (iii) Translation of Group entities' financial statements

The results and financial positions of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated at the closing rates at the statement of financial position date;
- Income and expenses are translated at average exchange rate (unless the average is not a reasonable approximation of the cumulative effect of the rate prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transaction); and
- All resulting exchange differences are recognised in other comprehensive income and accumulated in the currency translation reserve.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (g) Foreign Currencies (cont'd)

#### (iii) Translation of Group entities' financial statements (cont'd)

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation or a disposal involving loss of control over a subsidiary that includes a foreign operation), all of the exchange differences accumulated in equity in respect of that foreign operation attributable to the owners of the Company are reclassified to profit or loss.

In addition, in relation to partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposal of associate that do not result in the Group losing significant influence), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

### (h) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

### (i) Employee Benefits

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

#### (i) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (i) Employee Benefits (cont'd)

#### (ii) Defined benefit plan

A subsidiary in the Group has an unfunded defined benefit plan covering substantially all of their eligible permanent employees in accordance with a subsidiary in the Group's Collective Labour Agreement and Labour Law No. 13/2003 of Indonesia. The cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actual gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur.

Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings/(accumulated losses) and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Remeasurement of the net defined benefit liability/(asset) in other comprehensive income.

The Group presents the first two components of defined benefit costs in profit or loss in "employee benefits". Curtailment gains and losses are accounted for as past service costs.

#### (iii) Share-based compensation

The Group operates an equity-settled, share-based compensation plan. The fair value of the employee services received in exchange for the grant of options is recognised as an expense with a corresponding increase in the share-based payment reserve over the vesting period.

The total amount to be recognised over the vesting period is determined by reference to the fair value of the options granted on the date of the grant. Non-market vesting conditions are included in the estimation of the number of shares under options that are expected to become exercisable on the vesting date.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (i) Employee Benefits (cont'd)

#### (iii) Share-based compensation (cont'd)

At the statement of financial position date, the Group revises its estimates of the number of shares under options that are expected to become exercisable on the vesting date and recognises the impact of the revision of the estimates in profit or loss, with a corresponding adjustment to the share-based payment reserve over the remaining vesting period.

The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for options that do not ultimately vest, except for options where vesting is conditional upon a market condition, which are treated as vested irrespective of whether or not the market condition is satisfied, provided that all other performance and/or service conditions are satisfied. The share-based payment reserve is transferred to retained earnings/(accumulated losses) upon expiry of the share options. When the options are exercised, the share-based payment reserve is transferred to share capital if new shares are issued, or to treasury shares if the options are satisfied by the reissuance of treasury shares.

In situations where equity instruments are issued and some or all of the goods or services received by the entity as consideration cannot be specifically identified, the unidentified goods or services received (or to be received) are measured as the difference between the fair value of the share-based payment and the fair value of any identifiable goods or services received at the grant date. This is then capitalised or expensed as appropriate.

### (j) Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

#### (i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the consolidated statement of comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the statement of financial position date.

#### (ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (j) Income Tax (cont'd)

#### (ii) Deferred tax (cont'd)

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associate, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the statement of financial position date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the statement of financial position date.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the statement of financial position date, to recover or settle the carrying amount of its tax assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (j) Income Tax (cont'd)

#### (ii) Deferred tax (cont'd)

The Group recognises a previously unrecognised deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at the date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would either be treated as a reduction to goodwill (as long as it does not exceed goodwill) if it is incurred during the measurement period or in profit or loss.

#### (iii) Current and deferred tax for the year

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where the current and deferred tax arises from the initial accounting for a business combination, the tax effect is taken into account in the accounting for the business combination.

### (k) Property and Equipment

#### (i) Measurement

Property and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Construction-in-progress are carried at cost less any impairment losses. Depreciation of construction-in-progress, on the same basis as other assets, commences when the assets are ready for their intended use.

#### (ii) Depreciation

Freehold land has an unlimited useful life and therefore is not depreciated.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and construction-in-progress) less their residual values (if any) over their estimated useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at each financial year end, with the effect of any changes in estimate accounted for on a prospective basis.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (k) Property and Equipment (cont'd)

#### (ii) Depreciation (cont'd)

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

The carrying values of property and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year and adjusted as appropriate at the statement of financial position date. The effects of any revision are recognised in profit or loss when the changes arise.

The following useful lives are used in the calculation of depreciation:

	<u>Useful lives</u>
Freehold building	20 years
Renovations	3 years
Furniture and fittings	5 years
Office, computer and other equipment	3, 5 and 8 years
Cobalt isotope	10 years
Motor vehicles	7 and 8 years

#### (iii) Subsequent expenditure

Subsequent expenditure related to property and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

#### (iv) Disposal

An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

The gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (l) Investment Properties

Investment properties, which are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes and land that is held for long-term capital appreciation or for a current indeterminate use), are measured initially at its cost, including transaction costs.

Subsequent to initial recognition, investment properties are measured at fair value, determined annually by independent professional valuers on the highest-and-best use basis. Gains and losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is capitalised and the carrying amounts of the replaced components are recognised in profit or loss. The cost of maintenance, repairs and minor improvements is recognised in profit or loss when incurred.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in profit or loss in the year of retirement or disposal.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use.

When the use of a property changes from owner-occupied to investment property, the property is remeasured to fair value and reclassified accordingly. Any gain arising on remeasurement is recognised in profit or loss to the extent that it reverses a previous impairment loss on the specific property, with any remaining gain recognised in other comprehensive income and presented in the revaluation reserve in equity. Any loss is recognised immediately in profit or loss.

When the property is sold, the related amount in the revaluation reserve is transferred to retained earnings/(accumulated losses).

### (m) Impairment of Non-financial Assets

Non-financial assets are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (m) Impairment of Non-financial Assets (cont'd)

At the statement of financial position date, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any), on an individual asset.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

An assessment is made at each statement of financial position date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (n) Development Properties

Development properties are those properties, which are held with the intention of development and sale in the ordinary course of business. These are stated at the lower of cost plus, where appropriate, a portion of attributable profit, and estimated net realisable value, net of progress billings. Net realisable value represents the estimated selling price less costs to be incurred in selling the properties.

The cost of properties under development comprise specifically identified costs, including acquisition costs, development expenditure, borrowing costs and other related expenditure. Borrowing costs payable on loans funding a development property are also capitalised, as part of the cost of the development property until the completion of development.

### (o) Inventories

Inventories are stated at the lower of cost and net realisable value, using the weighted average method. Inventories comprise materials and supplies to be consumed in the rendering of sterilisation services.

Net realisable value is the estimated selling price of sterilisation services less all estimated costs of completion and cost necessary to make the sale. Allowance for stock obsolescence is made for obsolete or slow moving inventories.

### (p) Assets Held for Sale

Non-current assets are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of the assets' previous carrying amount and fair value less costs to sell, except for specified assets in SFRS(I) 5 which continue to be measured in accordance with the Group's accounting policies, including deferred tax assets, assets arising from employee benefits, investment properties measured at fair value, financial assets within the scope of SFRS(I) 9 and contractual rights under insurance contracts.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (p) Assets Held for Sale (cont'd)

The assets are not depreciated or amortised while they are classified as held for sale. Any impairment loss on initial classification and subsequent measurement is recognised as an expense. Any subsequent increase in fair value less costs to sell (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.

Non-current assets that cease to be classified as held for sale is measured at the lower of:

- its carrying amount before the asset was classified as held for sale, adjusted for any depreciation, amortisation or revaluation that would have been recognised had the asset not been classified as held for sale; and
- its recoverable amount at the date of the subsequent decision not to sell.

Any required adjustment to the carrying amount of the non-current assets that cease to be classified as held for sale is recognised in profit or loss in the period in which the decision not to sell is made.

### (q) Financial Assets – Accounting policies are applicable from 1 January 2018

#### (i) Classification and measurement

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss (FVPL), and
- those to be measured at amortised cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows. The Group reclassifies debt investments when and only when its business model for managing those assets changes.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(q) Financial Assets – Accounting policies are applicable from 1 January 2018 (cont'd)

(i) Classification and measurement (cont'd)

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

### Initial Recognition

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Trade receivables are measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of a third party, if the trade receivables do not contain a significant financing component at initial recognition.

### Subsequent Measurement

(a) Debt instruments

Debt instruments mainly comprise of cash and cash equivalents, trade and other receivables, listed and unlisted debt securities. Subsequent measurement of debt instruments depends on the group's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Group classifies its debt instruments:

### Amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. For debt instrument that is measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss. Impairment losses are deducted from the gross carrying amount of these assets and are presented as separate line item in the statement of profit or loss.

Interest income is recognised in profit or loss and is included in the "other gains/(losses), net" line item.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(q) Financial Assets – Accounting policies are applicable from 1 January 2018 (cont'd)

### Subsequent Measurement (cont'd)

(a) Debt instruments (cont'd)

#### FVPL

Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises. For a debt investment that is measured at FVPL that is not part of a designated hedging relationship, exchange differences are recognised in profit or loss. Interest income from these financial assets is included in “other gains/(losses), net” using the effective interest rate method.

In addition, debt instruments that meet either the amortised cost criteria or the FVOCI criteria may be designated as at FVPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

(b) Equity instruments

The Group subsequently measures all equity investments at fair value. On initial recognition of an equity instrument that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value of equity investments in OCI and there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Designation at FVOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognised by an acquirer in a business combination.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(q) Financial Assets – Accounting policies are applicable from 1 January 2018 (cont'd)

### Subsequent Measurement (cont'd)

(b) Equity Instruments (cont'd)

Dividends from such investments continue to be recognised in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of profit or loss as applicable.

Changes in fair value of equity instruments at FVOCI are recognised in other comprehensive income. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments, instead, they will be transferred to retained earnings.

(ii) Impairment

The Group assesses on a forward looking basis the expected credit losses associated with the following financial instruments:

- financial assets measured at amortised costs;
- financial assets measured at FVPL; and
- contract assets (as defined in SFRS(I) 15).

Loss allowances of the Group are measured on either of the following bases:

- 12-month ECLs – represents the ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECLs – represents the ECLs that will result from all possible default events over the expected life of a financial instrument or contract asset.

The impairment methodology applied depends on whether there has been a significant increase in credit risk.

### Simplified approach - Trade receivables

The Group applies the simplified approach to provide ECLs for all trade receivables as permitted by SFRS(I) 9. The simplified approach requires expected lifetime losses to be recognised from initial recognition of the receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(q) Financial Assets – Accounting policies are applicable from 1 January 2018 (cont'd)

(ii) Impairment (cont'd)

### General approach - Other financial instruments

The Group applies the general approach to provide for ECLs on all other financial instruments which requires the loss allowance to be measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs. In assessing whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information that is reasonable and supportable, including the Group's historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Group's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(q) Financial Assets – Accounting policies are applicable from 1 January 2018 (cont'd)

(ii) Impairment (cont'd)

### Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired.

Evidence that a financial asset is credit-impaired includes the observable data about the following events:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or past due event (e.g. being more than 90 days past due);
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower or a concession(s) that the lender(s) would not otherwise consider (e.g. the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise);
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

### Measurement of ECLs

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

### Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(q) Financial Assets – Accounting policies are applicable from 1 January 2018 (cont'd)

(iii) Recognition and derecognition

Financial assets are recognised when, and only when the Group becomes party to the contractual provisions of the instruments. All regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVOCI, the cumulative gain or loss previously accumulated in the fair value adjustment reserve is reclassified to profit or loss. On derecognition of an investment in equity instrument, the difference between the carrying amount and sales proceeds is recognised in profit or loss if there was no election made to recognise air value changes in other comprehensive income. If the Group has elected on initial recognition to measure the equity instrument at FVOCI, the cumulative gain or loss previously accumulated in the fair value adjustment reserve is not reclassified to profit or loss, but is transferred to retained earnings.

Trade receivables that are factored out to banks and other financial institutions with recourse to the Group are not derecognised until the recourse period has expired and the risks and rewards of the receivables have been fully transferred. The corresponding cash received from the financial institutions is recorded as borrowings.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (r) Financial Assets – Accounting policies applied until 31 December 2017

As disclosed in Note 2(a), the Group has applied SFRS(I) 9 retrospectively, but has elected not to restate comparative information. As a result, the comparative information provided continues to be accounted for in accordance with the group's previous accounting policy.

#### (i) Classification

Until 31 December 2017, the Group classified its financial assets in the following categories: at fair value through profit or loss, loans and receivables and available-for-sale. The classification depends on the nature of the asset and the purpose for which the assets were acquired. Management determines the classification of its financial assets at initial recognition.

#### *Financial assets, at fair value through profit or loss*

This category had two sub-categories: financial assets held for trading, and those designated at fair value through profit or loss at inception.

A financial asset was classified as held for trading if it is acquired principally for the purpose of selling it in the short term. Financial assets designated as at fair value through profit or loss at inception were those that are managed and their performances were evaluated on a fair value basis, in accordance with a documented group investment strategy.

Assets in this category were presented as current assets if they are either held for trading or were expected to be realised within twelve months after the statement of financial position date.

#### *Loans and receivables*

Loans and receivables were non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

They were presented as current assets, except for those expected to be realised later than twelve months after the statement of financial position date which were presented as non-current assets.

Loans and receivables were presented as "trade and other receivables", "deposits" disclosed under "other current assets", "loans to subsidiaries" and "cash and bank balances" in the statement of financial position.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(r) Financial Assets – Accounting policies applied until 31 December 2017 (cont'd)

(i) Classification (cont'd)

### *Financial assets, available-for-sale*

Financial assets, available-for-sale were non-derivatives that were either designated in this category or not classified in any of the other categories. These were presented as non-current assets unless management intends to dispose of the assets within twelve months after the statement of financial position date.

(ii) Recognition and derecognition

Regular way purchases and sales of financial assets were recognised on a trade date - the date on which the Group commits to purchase or sell the asset.

The Group derecognised a financial asset only when the contractual rights to the cash flows from the financial asset had expired, or had been transferred and transferred substantially all the risks and rewards of ownership of the financial asset to another entity.

If the Group neither transferred nor retained substantially all the risks and rewards of ownership and continued to control the transferred asset, the Group recognised its retained interest in the asset and an associated liability for amounts it may have to pay.

If the Group retained substantially all the risks and rewards of ownership of a transferred financial asset, the Group continued to recognise the financial asset and also recognised a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of consideration received was recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset was transferred to profit or loss.

(iii) Initial measurement

Financial assets were initially recognised at fair value plus transaction costs except for financial assets at fair value through profit or loss, which were recognised at fair value. Transaction costs for financial assets at fair value through profit or loss were recognised immediately as an expense in profit or loss.

(iv) Subsequent measurement

Financial assets, both available-for-sale and at fair value through profit or loss, were subsequently carried at fair value. Loans and receivables were subsequently carried at amortised cost using the effective interest method.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(r) Financial Assets – Accounting policies applied until 31 December 2017 (cont'd)

(iv) Subsequent measurement (cont'd)

Changes in the fair values of financial assets, at fair value through profit or loss, including the effects of currency translation, interest and dividends, were recognised in profit or loss when the changes arise.

Interest and dividend income on financial assets, available-for-sale were recognised separately in income.

Gains and losses arising from changes in fair value of available-for-sale debt investments were recognised in other comprehensive income with the exception of impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses which were recognised directly in profit or loss.

Changes in fair values of available-for-sale equity securities (i.e. non-monetary items) were recognised in other comprehensive income and accumulated in the fair value reserve, together with the related currency translation differences.

The cumulative gain or loss previously recognised in other comprehensive income was reclassified from equity to profit or loss as a reclassification adjustment when the financial asset was derecognised.

(v) Impairment

### *Loans and receivables*

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy, and default or significant delay in payments were objective evidence that these financial assets were impaired.

The carrying amount of these assets was reduced through the use of an impairment allowance account which was calculated as the difference between the carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. When the asset became uncollectible, it was written off against the allowance account. Subsequent recoveries of amounts previously written off were recognised against the same line item in profit or loss.

The allowance for impairment loss account was reduced through profit or loss in a subsequent period when the amount of impairment loss decreased and the related decrease can be objectively measured. The carrying amount of the asset previously impaired was increased to the extent that the new carrying amount does not exceed the amortised cost had no impairment been recognised in prior periods.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

(r) Financial Assets – Accounting policies applied until 31 December 2017 (cont'd)

(v) Impairment (cont'd)

### *Financial assets, available-for-sale*

In addition to the objective evidence of impairment described above, a significant or prolonged decline in the fair value of an equity security below its cost was considered as an indicator that an available-for-sale equity investment is impaired.

If any evidence of impairment existed, the cumulative loss that was previously recognised in other comprehensive income was reclassified to profit or loss. The cumulative loss was measured as the difference between the acquisition cost (net of any principal repayments and amortisation) and the current fair value, less any impairment loss previously recognised as an expense.

The impairment losses recognised as an expense on equity investments were not reversed through profit or loss.

(s) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the statement of financial position date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (t) Financial Liabilities

The Group shall recognise a financial liability on its statement of financial position when, and only when, the Group becomes a party to the contractual provisions of the instrument.

Financial liabilities are recognised initially at fair value.

Financial liabilities are classified as “other financial liabilities”.

#### *Other financial liabilities*

Other financial liabilities (including borrowings, trade and other payables and loan from a subsidiary), are initially measured at fair value, plus any direct attributable transaction costs and are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integrated part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period to the net carrying amount on initial recognition.

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least twelve months after the reporting period.

#### Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

### (u) Related Parties

A related party is defined as follows:

A related party is a person or entity that is related to the entity that is preparing its financial statements (“reporting entity”).

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (u) Related Parties (cont'd)

- a. A person or a close member of that person's family is related to the Group and Company if that person:
  - i. has control or joint control over the reporting entity;
  - ii. has significant influence over the reporting entity; or
  - iii. is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
  
- b. An entity is related to the Group and the company if any of the following conditions applies:
  - i. the entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
  - ii. one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
  - iii. both entities are joint ventures of the same third party;
  - iv. one entity is a joint venture of a third entity and the other entity is an associate of the third entity;
  - v. the entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity;
  - vi. the entity is controlled or jointly controlled by a person identified in (a);
  - vii. a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
  - viii. The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

### (v) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the executive personnel responsible for allocating resources and assessing performance of the operating segments.

### (w) Cash and Cash Equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, and deposits with financial institutions which are subject to an insignificant risk of change in value.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 3 Significant Accounting Policies (cont'd)

### (x) Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are charged to equity, net of any tax effects.

## 4 Critical Accounting Judgments and Key Sources of Estimation Uncertainty

In the application of the Group's accounting policies, which are described in Note 3 above, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The 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 if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

### (a) Critical judgments in applying accounting policies

In addition to Note 3(b), the application of judgments in the process of applying the Group's accounting policies that are expected to have a significant effect on the amounts recognised in the financial statements are as follows:

#### (i) Impairment of Investments in Subsidiaries

Investments in subsidiaries (including loans to subsidiaries which are in substance part of the net investments in subsidiaries) are tested for impairment whenever there is any objective evidence or indication that these investments may be impaired. In determining whether there is objective evidence of impairment, the Company considers factors such as the subsidiaries' financial performance, financial position and the overall economic environment in which the subsidiaries operate.

The carrying amounts of the Company's net investments in subsidiaries as at 31 December 2018 and the movements in the relevant allowances for impairment loss during the financial year are disclosed in Note 18.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 4 Critical Accounting Judgments and Key Sources of Estimation Uncertainty (cont'd)

### (a) Critical judgments in applying accounting policies (cont'd)

#### (ii) Impairment of Trade and Other Receivables

##### *Loss allowance for trade receivables*

The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit losses (ECLs). The ECLs on trade receivables are estimated using a provision matrix which involves grouping receivables according to historical loss patterns (e.g. customer rating or product or by geographical location) and applying a historic provision rate which is based on days past due for groupings of various customer segments that have similar loss patterns. In devising such a provision matrix, the Group uses its historical credit loss experience with forward-looking information (adjusted as necessary to reflect current conditions and forecast economic conditions) to estimate the lifetime expected credit losses on the trade receivables. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in Note 14.

#### (iii) Income Taxes

The Group is subject to income taxes in numerous jurisdictions. In determining the income tax liabilities, management is required to estimate the amount of capital allowances, deductibility of certain expenses and taxability of certain income in each relevant tax jurisdictions. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities based on estimates of whether additional taxes will be due. Where the final tax outcome is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

The carrying amount of the Group's current income tax liabilities as at 31 December 2018 is S\$148,587 (2017: S\$42,688). The Group's deferred taxes are disclosed in Note 23. For the financial year ended 31 December 2018, the Group has recognised income tax expense of S\$485,902 (2017: S\$449,519) (Note 10).

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 4 Critical Accounting Judgments and Key Sources of Estimation Uncertainty (cont'd)

### (a) Critical judgments in applying accounting policies (cont'd)

#### (iv) Net Realisable Value of Development Property

Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realisable value. The development property, which is held by the Group with the intention of development and sale in the ordinary course of business, is stated at the lower of cost plus, where appropriate, a portion of attributable profit, less progress billings and estimated net realisable value. Net realisable value represents the estimated selling price less costs to be incurred in selling the properties.

As at 31 December 2018, the carrying amount of the Group's development property amounted to S\$4,584,510 (2017: S\$4,581,730), and no allowance for impairment loss is required for the development property as disclosed in Note 16.

#### (v) Valuation of Investment Property Held for Sale

The Group will classify a non-current asset as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when:

- the sale is highly probable and the asset is available for immediate sale in its present condition; and
- the management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within 1 year from the date of classification.

The Group measures an investment property classified as held for sale at fair value.

As at 31 December 2018, the Group's investment property held for sale amounted to S\$1,187,280 (2017: S\$1,186,560), carried at fair value as disclosed in Note 17.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 4 Critical Accounting Judgments and Key Sources of Estimation Uncertainty (cont'd)

### (b) Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty as at the statement of financial position date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

#### (i) Defined Benefit Plan

The present value of employee compensation depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used include the discount rate, rate of future salary increase and rate of resignation. Any changes in these assumptions will impact the carrying amount of employee compensation.

In determining the appropriate discount rate, management considers the interest rates of high quality corporate bonds with extrapolated maturities corresponding to the expected duration of the defined benefit obligations. These corporate bonds generally have an AA rating with low risk of default. The interest rate is used to determine the present value of estimated future cash outflows expected to be required to settle employee compensation. Management does not expect any variable changes in the assumptions used to determine the present value of employee compensation on an actuarial basis will result in the amount determined to be materially different. A 1% increase or decrease in the discount rate used in calculating the employee compensation would have no significant impact on the amount recognised by the Group during the financial year.

The carrying amount of the Group's employee compensation as at 31 December 2018 is disclosed in Note 22.

## 5 Revenue

	Group	
	2018 S\$	2017 S\$
Revenue from sterilisation contracts (a)	3,892,269	3,586,170
Revenue from sale of development property (b)	-	80,264
Rental income (a), (Note 17(c))	-	4,816
Revenue from property management fees (a)	27,284	26,307
	3,919,553	3,697,557

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 5 Revenue (cont'd)

- (a) The Group derives revenue from the transfer of services at a point in time, when the Group satisfies a performance obligation and the customers obtain control of the services.
- (b) In the previous financial year 31 December 2017, the Group recognised revenue from sale of development property overtime or at a point in time as described in note 3(e)(i).

## 6 Other Gains/(Losses) - Net

	Group	
	2018	2017
	S\$	S\$
Profit/(Loss) arising from investment holding:		
Fair value gain/(loss) on financial assets, at fair value through profit or loss - net	40,020	(53,336)
Write-off of financial assets, at fair value through profit or loss	-	(24)
	40,020	(53,360)
Currency exchange gain - net	170,374	178,036
Fair value gain on assets held for sale (Note 17)	-	8,089
Interest income		
- bank balances	3,167	1,502
- others	-	207
	3,167	1,709
Loss on disposal of financial assets	-	(4,902)
Gain on disposal of property and equipment	-	13,312
Write-off of property and equipment	(4,483)	(837)
Gain/(Loss) on striking-off a dormant subsidiary	881,491	(907,059)
Write-off of other payables	3,435	-
Miscellaneous income	32,367	53,825
	1,126,371	(711,187)

## 7 Employee Benefits

	Group	
	2018	2017
	S\$	S\$
Short-term employee benefits	1,624,009	2,206,258
Post-employment benefits	45,900	40,469
Other long-term employee benefits (Note 22)	158,964	136,390
	1,828,873	2,383,117

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**8 Other Expenses**

	Group	
	2018	2017
	S\$	S\$
Audit fees:		
- auditors of the Company	98,682	93,000
- other auditors	7,019	12,940
Non-audit fees:		
- auditors of the Company	12,000	-
Legal, professional and consultancy fees	589,386	708,614
Depreciation of property and equipment (Note 19)	591,118	541,109
Rental expense - operating leases	127,562	236,923
Upkeep expenses	145,686	263,323
Directors' fees	97,866	142,461
Travelling expenses	19,706	97,368
Marketing and advertising	13,099	110,881
Provision for/(Write-back of) withholding tax expense	53,162	(137,562)
Others	490,685	503,230
	2,245,971	2,572,287

Legal, professional and consultancy fees were mainly incurred for the Group's proposed acquisition of Samadhi Retreats Pte Ltd during the financial year ended 31 December 2018, and for Group's various acquisitions and disposal of investments, Blumont Performance Share Plan and litigation during the financial year ended 31 December 2017.

**9 Finance Costs**

	Group	
	2018	2017
	S\$	S\$
Interest expense		
- loans from banks	144,404	63,689
- loan from a shareholder	174,735	986
- finance lease liabilities	-	2,567
- others	216	10
	319,355	67,252

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 10 Income Tax

	Group	
	2018 S\$	2017 S\$
Income tax expense comprised:		
Current income tax	523,344	484,668
Deferred tax (Note 23)	(39,747)	(45,922)
	<u>483,597</u>	<u>438,746</u>
Under provision in prior years:		
Current income tax	-	1,682
Deferred tax (Note 23)	2,305	9,091
	<u>2,305</u>	<u>10,773</u>
	<u>485,902</u>	<u>449,519</u>

The reconciliation of the income tax expense and the product of accounting loss multiplied by the Singapore statutory income tax rate is as follows:

	Group	
	2018 S\$	2017 S\$
Profit/(Loss) before income tax	561,197	(2,139,332)
Tax at the statutory tax rate of 17% (2017: 17%)	95,403	(363,686)
Effect of different tax rates in other countries	144,113	127,009
Tax effect of non-taxable income*	(196,564)	(88,003)
Tax effect of non-deductible expenses**	398,106	691,697
Deferred tax assets not recognised	42,539	71,729
Under provision of income tax in prior years	2,305	10,773
	<u>485,902</u>	<u>449,519</u>

\* attributable mainly to currency exchange gain and gain on striking-off a dormant subsidiary (2017: currency exchange gain and write-back of provision of withholding tax) recognised by the Group.

\*\* attributable mainly to non-deductible expenses of Indonesia, Malaysia and Singapore operations (2017: non-deductible expenses of Malaysia and Singapore operations and loss on striking-off a dormant subsidiary) recognised by the Group.

The income tax rate used for the reconciliation above is the corporate income tax rate of 17% payable by the Company and other Singapore companies of the Group on taxable profits under tax laws in that jurisdiction. Taxation for the Group's operations in other jurisdictions are either not material or have no taxable profits.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 11 Loss per Share

### (a) Basic loss per share

Basic loss per share is calculated on the net loss attributable to owners of the Company of S\$141,190 (2017: S\$2,801,408) divided by the weighted average number of ordinary shares of 27,570,762,183 (2017: 27,549,926,567) in issue during the financial year.

### (b) Diluted loss per share

Diluted loss per share is calculated on the net loss attributable to owners of the Company of S\$141,190 (2017: S\$2,801,408) divided by the weighted average number of ordinary shares of 27,570,762,183 (2017: 27,549,926,567) in issue during the financial year after adjustment for the effects of all dilutive potential ordinary shares.

Diluted loss per share is the same as the basic loss per share as there were no dilutive potential ordinary shares outstanding as at 31 December 2018 and 2017.

## 12 Cash and Bank Balances

	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
Cash at bank and on hand	673,690	929,704	497,849	85,678	522,491	36,876

## 13 Other Financial Assets

	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
<b>Equity investments measured at fair value through profit or loss</b>						
Listed equity securities (a)	120,259	80,040	133,400	120,259	80,040	-
<b>Available-for-sale financial assets</b>						
Listed equity securities	-	625	32,355	-	625	32,355
Current	120,259	80,040	133,400	120,259	80,040	-
Non-current	-	625	32,355	-	625	32,355
	120,259	80,665	165,755	120,259	80,665	32,355

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 13 Other Financial Assets (cont'd)

- (a) These equity investments measured at fair value through profit or loss (FVPL) were designated at FVPL at inception by management.

## 14 Trade and Other Receivables

	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
Trade receivables						
- third parties (a)	256,262	249,411	309,688	-	-	-
Other receivables						
- third parties (b)	453,102	483,032	492,462	121,701	146,804	127,319
Less: Allowance for impairment loss (b)	(129,616)	(129,611)	(129,435)	(121,701)	(121,701)	(121,701)
Other receivables - net	323,486	353,421	363,027	-	25,103	5,618
Total trade and other receivables	579,748	602,832	672,715	-	25,103	5,618

- (a) Trade receivables from third parties are non-interest bearing and repayable within the normal trade credit terms of 30 to 60 days (2017: 30 to 60 days).
- (b) As at 31 December 2018, the Group and the Company's other receivables - third parties include a receivable from a third party with a carrying amount of S\$129,616 and S\$121,701 respectively (2017: S\$129,611 and S\$121,701 respectively). The Group and the Company has impaired S\$129,616 and S\$121,701 respectively (2017: S\$129,611 and S\$121,701 respectively) based on management's assessment of the recoverable amount of the said receivable as at the financial year end.

The Group's credit risk exposure in relation to trade receivables under SFRS(I) 9 as at 31 December 2018 are set out in the provision matrix as presented below.

	Trade receivables past due (days)			Total S\$
	Current S\$	< 60 days S\$	> 60 days S\$	
Group				
Expected credit loss rate	0.05%	0.10%	0.30%	
Trade receivables – gross carrying amount at default	139,939	104,825	11,498	256,262
Loss allowance – lifetime ECL	_*	_*	_*	_*
				256,262

- \* Loss allowance for trade receivables measured at an amount equal to lifetime expected credit losses (ECL) is immaterial.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 14 Trade and Other Receivables (cont'd)

Allowance for impairment losses on trade receivables has been measured at an amount equal to expected credit losses as disclosed in the accounting policy Note 3(q)(ii). Allowance for impairment losses for other receivables has been measured at an amount equal to 12-month expected credit losses (ECL) as disclosed in the accounting policy Note 3(q)(ii). The Group has regarded all receivables over 90 days past due as defaulted and credit-impaired because historical experience has indicated that these receivables are generally not recoverable. Exact percentage will depend on the impairment test. There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

The movements in credit loss allowance for impairment of other receivables during the year are as follows:

	<b>Group 12-month ECL S\$'000</b>	<b>Company 12-month ECL S\$'000</b>
At 1 January 2018 per SFRS 39	129,611	121,701
Adjustment on initial application of SFRS(I) 9	-	-
At 1 January 2018 per SFRS(I) 9	129,611	121,701
Impairment loss recognised in profit or loss during the year		
- Currency translation differences	5	-
At 31 December 2018 per SFRS(I) 9	129,616	121,701

### Previous accounting policy for impairment of other receivables

As at 31 December 2017, other receivables disclosed above include amounts which are past due at the end of the reporting period but for which the Group has not recognised an allowance for impairment losses because there has not been a significant change in credit quality and the amounts are still considered recoverable. The Group does not hold any collateral or other credit enhancements over these balances nor does it have a legal right of offset against any amounts owed by the Group to the counterparty.

	<b>Group 2017 S\$</b>	<b>Group 1 January 2017 S\$</b>
<u>Ageing of past due but not impaired</u>		
< 60 days	118,217	115,111
> 60 days	-	1,236
Total	118,217	116,347

	<b>Group 2017</b>
<u>Movement in the loss allowance</u>	
Balance at beginning of the year	129,435
Currency translation differences	176
Balance at end of the year	129,611

In determining the recoverability of other receivable, the Group considers any change in the credit quality of the other receivable from the date the credit was initially granted up to the end of the reporting period.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 15 Other Current Assets

	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
Inventories	1,364	1,422	1,039	-	-	-
Deposits	62,649	104,985	149,462	20,212	63,140	91,151
Prepayments	78,842	885,657	222,175	7,696	20,467	24,601
Total other assets	142,855	992,064	372,676	27,908	83,607	115,752

The cost of inventories recognised as an expense and included in “Raw materials and consumables used” amounted to S\$90,528 (2017: S\$99,031) during the financial year.

Prepayments relate mainly to payments to acquire property and equipment - cobalt isotope of RP7,794,750,665 (S\$771,680) during the previous financial year ended 31 December 2017.

## 16 Development Property

	Group	
	2018 S\$	2017 S\$
Balance at the beginning of the year	4,581,730	4,651,424
Transfer from property and equipment* (Note 19)	-	29,297
Disposal of development property*	-	(29,297)
Development cost transferred to profit or loss	-	(170,511)
Currency exchange difference	2,780	100,817
Balance at the end of the year - property for development representing leasehold land, at cost	4,584,510	4,581,730

\* During the financial year ended 31 December 2017, a development property with a carrying amount of RM91,198 (S\$29,297) previously classified as property and equipment that was previously developed by a subsidiary of the Group and used as office premises was transferred to development property when it was sold for RM250,000 (S\$80,264).



**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**16 Development Property (cont'd)**

Details of the Group's development property are as follows:

Description and Location	Usage	Tenure, (unexpired terms) and Land Area (square metre)	Stage of Completion and (Expected Year of Completion)	Effective Interest in Property	Net Book Value	
					%	2018 S\$
Leasehold land Malaysia H.S. (D) 181352, P.T. No. 948, Section 13, Town of Shah Alam, District of Petaling, Selangor	Commercial	Leasehold, (83 years) 7,863 sq. metre	-	100	4,584,510	4,581,730

Management has the intention to undertake development plans for the leasehold land and has classified the land as development property accordingly as at 31 December 2018. Management has assessed the net realisable value of the development in view of the planned future development of the land, at not less than RM18.0 million (S\$6.0 million) as at 31 December 2018. The valuation was arrived at by reference to market evidence of transaction prices for similar properties. The fair value measurement for the development property has been classified under Level 3 of the fair value hierarchy, as defined in Note 28(d).

The following table shows the information about fair value measurements using significant unobservable inputs (Level 3) as at 31 December 2018:

Valuation techniques	Unobservable inputs	Relationship of unobservable inputs to fair value
Market comparable approach	Price per square foot*	The higher the price per square foot, the higher the fair value

\* The price per square foot is obtained from market price comparables which are dependent on the difference in the nature, location or condition of the specific property. No estimated construction costs have been included in the valuation technique.

A significant increase/(decrease) in market price based on management's assumptions would result in a significantly higher/(lower) fair value measurement.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 17 Assets Held for Sale

	Group	
	2018 S\$	2017 S\$
<u>Investment properties</u>		
Balance at the beginning of the year	1,186,560	1,426,114
Disposal	-	(280,160)
Fair value gain recognised in profit or loss (Note 6)	-	8,089
Currency translation differences	720	32,517
Balance at end of the year	1,187,280	1,186,560

- (a) During the financial year ended 31 December 2017, the Group disposed the condominium unit at Clear Water Residences for RM0.85 million (approximately S\$0.28 million).
- (b) On 15 September 2015, the Group entered into a sale and purchase agreement for the disposal of the unit number B-37-01 (the "Property") at Suasana Sentral Condominium for a total cash consideration of RM3.6 million (S\$1.2 million). A deposit of RM0.6 million (S\$0.2 million) was received in the financial year ended 31 December 2015. Accordingly, this investment property was reclassified to assets held for sale as at 31 December 2015.

In the financial year ended 31 December 2016, a legal suit was filed against the Group in respect of the sale of the Property. As at the date of these financial statements, the litigation is still ongoing. The details are disclosed in Note 31.

- (c) Investment properties classified under assets held for sale are leased to non-related parties under operating leases.

	Group	
	2018 S\$	2017 S\$
The following amounts are recognised in profit or loss:		
Rental income from investment properties (Note 5)	-	4,816
Direct operating expenses (including repairs and maintenance) arising from rental generating properties	12,257	13,302

- (d) Investment properties classified as assets held for sale are carried at fair value as at the statement of financial position date as determined by reference to market evidence of transaction prices of similar properties in the vicinity.

The fair value of the Group's investment properties as at the statement of financial position date approximates the carrying amount, as assessed by the management. In estimating the fair value of the properties, the highest and best use of the properties is their current use.

During the financial year, management has determined the fair values of the investment properties held to be S\$1,187,280 (2017: S\$1,186,560) and no fair value gain or loss was recognised (2017: fair value gain of S\$8,089) in profit or loss. The fair value of investment properties was classified under Level 3 of the fair value hierarchy, as defined in Note 28(d).

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**17 Assets Held for Sale (cont'd)**

<u>Valuation techniques</u>	<u>Unobservable inputs</u>	<u>Relationship of unobservable inputs to fair value</u>
Market comparable approach	Price per square foot*	The higher the price per square foot, the higher the fair value

\* The price per square foot is obtained from market price comparables which are dependent on the difference in the nature, location or condition of the specific property. The valuation process was performed by the Accountant, and reviewed by Finance Manager and Chief Financial Officer.

If the above unobservable inputs to the valuation models were 5% higher/lower while all the other variables were held constant, the carrying amount of the asset held for sale would increase/decrease by S\$59,000.

- (e) For the purposes of measuring deferred taxes for investment properties that are measured using a fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. Management has reviewed the Group's investment property portfolio and concluded that none of the Group's investment properties are held under a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, rather than through sale. Therefore, management has determined that the 'sale' presumption is not rebutted. As a result, the Group did not recognise any deferred taxes on changes in fair value of the investment properties, as the Group is not subject to any income taxes on the fair value changes of the investment properties on disposal.

**18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary**

	<b>2018</b>	<b>Company 2017</b>	<b>1 January 2017</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
Investments in subsidiaries (a)	104,456	5,390,706	5,390,834
Less: Allowance for impairment loss	(2)	(5,286,252)	(5,140,315)
	<u>104,454</u>	<u>104,454</u>	<u>250,519</u>
Loans to subsidiaries (b)	14,015,960	11,698,717	41,458,826
Less: Allowance for impairment loss	(2,882,977)	(3,682,282)	(33,309,082)
	<u>11,132,983</u>	<u>8,016,435</u>	<u>8,149,744</u>
Loan from a subsidiary	<u>3,390,000</u>	<u>2,562,892</u>	<u>611,392</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary (cont'd)

### (a) Investments in subsidiaries

Movements in investments in subsidiaries and allowance for impairment loss during the financial year are as follows:

	2018	Company 2017	1 January 2017
	S\$	S\$	S\$
<i>Unquoted equity shares, at cost</i>			
Balance at the beginning of the year	5,390,706	5,390,834	5,390,836
Written off during the year (ii)	(5,286,250)	(128)	(2)
Balance at the end of the year	104,456	5,390,706	5,390,834
<i>Allowance for impairment loss</i>			
Balance at the beginning of the year	5,286,252	5,140,315	974,551
Impairment recognised during the year (i)	-	146,065	4,165,766
Allowance written off during the year (ii)	(5,286,250)	(128)	(2)
Balance at the end of the year	2	5,286,252	5,140,315
Carrying amount of investments in subsidiaries	104,454	104,454	250,519

(i) As at 31 December 2017, the Company impaired S\$146,065 of its investments in subsidiaries to profit or loss based on management's judgment of the fair value of the relevant subsidiaries' net assets and liabilities as at the financial year end. The fair value was classified under Level 2 of the fair value hierarchy, as defined in Note 28(d).

(ii) As at 31 December 2018, the Company has written off the allowance for impairment loss of S\$5,286,250 (2017: S\$128) in relation to its investment in subsidiaries that have been struck off from the Register of Companies.

### (b) Loans to subsidiaries

As at 31 December 2018, the loans to subsidiaries consist of interest-free loan receivables of S\$14,015,960 (2017: S\$11,698,717).

The loans receivables are interest-free, unsecured and settlement is neither planned nor likely to occur in the foreseeable future. As the amounts are, in substance, a part of the Company's net investments in the equity of the subsidiaries, they are stated at cost less impairment losses.

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary (cont'd)**

## (b) Loans to subsidiaries (cont'd)

Movements in the allowance for impairment loss of loans to subsidiaries during the financial year are as follows:

	2018	Company 2017	1 January 2017
	S\$	S\$	S\$
Balance at the beginning of the year	3,682,282	33,309,082	51,119,306
Write-back of impairment during the year (i)	(799,305)	(26,596)	(6,190,792)
Allowance written off during the year (ii)	-	(29,600,204)	(11,619,432)
Balance at the end of the year	<u>2,882,977</u>	<u>3,682,282</u>	<u>33,309,082</u>

- (i) As at 31 December 2018, the Company had written back an allowance for impairment loss of S\$799,305 (2017: S\$26,596) of its loans to subsidiaries to profit or loss based on management's judgment of the recoverable amount of the loans to the relevant subsidiaries as at the financial year end.
- (ii) As at 31 December 2017, the Company had written-off an allowance for impairment loss of S\$29,600,204 in relation to the loans to two subsidiaries.

## (c) Loan from a subsidiary

The loan from a subsidiary bears interest at between 9% and 10% (2017: 9% and 10%) per annum and is repayable on demand or when the cashflow permits (repayment term) and the interest will continue to accrue until repayment of the respective principal is made.

## (d) Details of the Group's subsidiaries are as follows:

Name of companies Country of business/incorporation	Principal activities	Effective equity held by the Group		
		2018	2017	1 January 2017
		%	%	%
Adroit Innovations Investment Pte Ltd <sup>(a)</sup> Singapore	Investment holding	100	100	100
G1 Investments Pte. Ltd. <sup>(f)</sup> Singapore	Investment holding	-	100	100

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary (cont'd)**

(d) Details of the Group's subsidiaries are as follows: (cont'd)

Name of companies Country of business/incorporation	Principal activities	Effective equity held by the Group		
		2018 %	2017 %	1 January 2017 %
<u>Held by the Company (cont'd)</u>				
Tria Holdings Pte. Ltd. <sup>(a)</sup> Singapore	Investment holding	100	100	100
Asphere Holdings Pte. Ltd. <sup>(a)</sup> Singapore	Investment holding	100	100	100
Phelago Holdings Pte. Ltd. Singapore	Investment holding	-	-	100
Raintree Rock Sdn. Bhd. <sup>(b)</sup> Malaysia	Investment holding	100	100	100
Powerlite Ventures Limited <sup>(g)</sup> British Virgin Islands	Investment holding	-	100	100
Blumont Copper Pte. Ltd. Singapore	Investment holding and copper mining	-	-	100
<u>Held by Adroit Innovations Investment Pte Ltd</u>				
PT Rel-ion Sterilization Services <sup>(c)</sup> Indonesia	Sterilisation and polymerisation services	77.71	77.71	77.71
<u>Held by Tria Holdings Pte. Ltd.</u>				
Trackplus Sdn Bhd <sup>(b)</sup> Malaysia	Property development	65	65	65
Solid Base Limited <sup>(e)</sup> Seychelles	Investment holding	100	-	-
<u>Held by Solid Base Limited.</u>				
Trackplus Sdn Bhd <sup>(b)</sup> Malaysia	Property development	35	-	-
<u>Held by Asphere Holdings Pte. Ltd.</u>				
Gemisuria Corporation Sdn Bhd <sup>(d)</sup> Malaysia	Property development	100	100	100

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary (cont'd)**

(d) Details of the Group's subsidiaries are as follows: (cont'd)

Name of companies Country of business/incorporation	Principal activities	Effective equity held by the Group		
		2018 %	2017 %	1 January 2017 %
Held by <u>Asphere Holdings Pte. Ltd.</u> (cont'd)				
PT Rel-ion Sterilization Services <sup>(c)</sup> Indonesia	Sterilisation and polymerisation services	22.29	-	-

(a) Audited by Moore Stephens LLP, Singapore.

(b) Audited by Moore Stephens Associates PLT, Malaysia, a member firm of Moore Stephens International Limited of which Moore Stephens LLP is also a member.

(c) Audited by Paul Hadiwinata, Hidajat, Arsono, Retno, Palilungan &amp; Rekan, Indonesia.

(d) Audited by KBCF Tan, Malaysia.

(e) No audit requirement in the country of incorporation.

(f) G1 Investments Pte. Ltd. was struck off the Register of Companies on 4 September 2018 pursuant to Section 344A of the Act.

(g) Powerlite Ventures Limited was dissolved from the register of Corporate Affairs of the British Virgin Island on 26 March 2018 pursuant to the BVI Business Companies Act, 2004.

(e) Acquisition of additional interest in a subsidiary

- (i) During the year, the Group transacted with the non-controlling interest shareholder of PT Rel-ion Sterilization Services ("PTRI") that in return for a cash consideration of S\$1,200,000;
- the non-controlling interest shareholder will waive an existing payable by the Group amounting to S\$965,293; and
  - the non-controlling interest shareholder will transfer the remaining 22.29% equity interest in PTRI to the Group.

Following the additional acquisition, the Group has increased its equity interest in PTRI from 77.71% to 100%. The Group recorded the difference between the cash payment of S\$1,200,000 and the liability settled of S\$965,293 as the consideration paid for this acquisition.

The following summarises the effect of the change in the ownership interest in PTRI on the equity attributable to owners of the Company:

	<b>Group 2018 S\$</b>
Consideration paid to non-controlling interest	234,707
Carrying amount of non-controlling interests acquired (Note 26)	<u>(1,613,652)</u>
Change in interest in subsidiary recognised in equity under other reserves (Note 25(b)(iii))	<u>(1,378,945)</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary (cont'd)

(e) Acquisition of additional interest in a subsidiary (cont'd)

- (ii) On 19 September 2018, the Group acquired 100% equity interest in Solid Base Limited ("SBL") which owns 35% interest in Trackplus Sdn Bhd ("Trackplus") for a cash consideration of S\$1,055,000. Following the acquisition, the Group has increased its equity interest in Trackplus from 65% to 100%.

The following summarises the effect of the change in the ownership interest in Trackplus on the equity attributable to owners of the Company:

	<b>Group 2018 S\$</b>
Consideration paid to non-controlling interest	1,055,000
Carrying amount of non-controlling interests acquired (Note 26)	<u>(1,433,495)</u>
Change in interest in subsidiary recognised in equity under other reserves (Note 25(b)(iii))	<u>(378,495)</u>

(f) Details of material non-controlling interests of the Group

Name of companies (Country of business/ incorporation)	Proportion of ownership interests and voting rights held by non-controlling interests			Profit/(Loss) allocated to non-controlling interests		Accumulated non-controlling interests		
	2018	2017	1 January 2017	2018	2017	2018	2017	1 January 2017
	%	%	%	S\$	S\$	S\$	S\$	S\$
PT Rel-ion Sterilization Services (Indonesia)	-	22.29	22.29	228,025	291,385	-	1,432,039	1,273,915
Trackplus Sdn Bhd* (Malaysia)	-	35.00	35.00	(11,540)	(78,828)	-	1,418,167	1,465,890
				<u>216,485</u>	<u>212,557</u>	-	<u>2,850,206</u>	<u>2,739,805</u>

- \* The accumulated non-controlling interest of S\$1,418,167 of Trackplus Sdn Bhd as at 31 December 2017 includes the non-controlling interest share of the fair value adjustment on acquisition of Trackplus Sdn Bhd in prior years of S\$1,084,384.



**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary (cont'd)**

## (f) Details of material non-controlling interests of the Group (cont'd)

Summarised financial information for each subsidiary that has non-controlling interests that are material to the Group is set out below. The summarised financial information represents amounts before inter-company eliminations:

	2017	1 January 2017
	S\$	S\$
<u>PT Rel-ion Sterilization Services</u>		
Current assets	4,311,958	1,855,813
Non-current assets	4,550,881	4,741,556
Current liabilities	(690,752)	(83,125)
Non-current liabilities	(1,747,506)	(799,060)
Equity attributable to owners of the Company	4,992,542	4,441,269
Non-controlling interests	1,432,039	1,273,915
Revenue	3,568,170	3,668,344
Profit for the year	1,307,247	1,298,294
Profit attributable to owners of the Company	1,015,862	823,041
Profit attributable to non-controlling interests	291,385	475,253
Profit for the year	1,307,247	1,298,294
Other comprehensive loss attributable to owners of the Company	(99,816)	(45,288)
Other comprehensive loss attributable to non-controlling interests	(28,631)	(12,990)
Other comprehensive loss for the year	(128,447)	(58,278)
Total comprehensive income attributable to owners of the Company	916,046	777,753
Total comprehensive income attributable to the non-controlling interests	262,754	462,263
Total comprehensive income for the year	1,178,800	1,240,016
Net cash outflow from operating activities	(915,456)	(605,911)
Net cash outflow from investing activities	(671,035)	(620,311)
Net cash inflow from financing activities	1,509,447	-
Net cash outflow for the year	(77,044)	(1,226,222)

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 18 Investments in Subsidiaries/Loans to Subsidiaries/Loan from a Subsidiary (cont'd)

(f) Details of material non-controlling interests of the Group (cont'd)

	2017	1 January 2017
	S\$	S\$
<u>Trackplus Sdn Bhd</u>		
Current assets	1,483,648	1,642,727
Non-current assets	-	-
Current liabilities	(620,380)	(582,108)
Non-current liabilities	-	-
Equity attributable to owners of the Company	561,124	689,402
Non-controlling interests	302,144	371,217
Revenue	-	-
Loss for the year	(225,224)	(35,168)
Loss attributable to owners of the Company	(146,396)	(22,859)
Loss attributable to non-controlling interests	(78,828)	(12,309)
Loss for the year	(225,224)	(35,168)
Other comprehensive income attributable to owners of the Company	-	-
Other comprehensive income attributable to the non-controlling interests	-	-
Other comprehensive income for the year	-	-
Total comprehensive loss attributable to owners of the Company	(146,396)	(22,859)
Total comprehensive loss attributable to the non-controlling interests	(78,828)	(12,309)
Total comprehensive loss for the year	(225,224)	(35,168)
Net cash (outflow)/inflow from operating activities	(22,897)	93,361
Net cash inflow/(outflow) from financing activities	18,138	(90,547)
Net cash (outflow)/inflow for the year	(4,759)	2,814

During the financial year ended 31 December 2018, the Group did not pay dividends (2017: Nil) to a non-controlling shareholder of a subsidiary.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 19 Property and Equipment

Group 2018 Cost	Freehold land	Freehold building	Renovations	Furniture and fittings	Office, computer and other equipment	Cobalt isotope	Motor vehicles	Construction in-progress	Total
	S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$
At 1 January	844,995	1,033,384	75,068	9,257	1,557,376	3,109,557	651,815	310,730	7,592,182
Additions	-	141,711	67,563	-	55,623	953,762	-	28,411	1,247,070
Transfer	-	301,688	-	-	-	-	-	(301,688)	-
Disposals/Write-off	-	-	(75,068)	(5,565)	(6,651)	(213,810)	(63,680)	-	(364,774)
Currency translation differences	(39,860)	(63,577)	-	8	(71,292)	(149,606)	(26,908)	(498)	(351,733)
At 31 December	805,135	1,413,206	67,563	3,700	1,535,056	3,699,903	561,227	36,955	8,122,745
<u>Accumulated depreciation</u>									
At 1 January	-	385,176	71,461	7,090	881,966	1,643,265	330,241	-	3,319,199
Depreciation during the year (Note 8)	-	56,501	36,452	250	129,602	305,657	62,656	-	591,118
Disposals/Write-off	-	-	(75,068)	(3,649)	(4,105)	(213,810)	(63,660)	-	(360,292)
Currency translation differences	-	(18,392)	-	9	(40,302)	(77,878)	(11,986)	-	(148,549)
At 31 December	-	423,285	32,845	3,700	967,161	1,657,234	317,251	-	3,401,476
<u>Net carrying amount</u>									
At 31 December	805,135	989,921	34,718	-	567,895	2,042,669	243,976	36,955	4,721,269

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 19 Property and Equipment (cont'd)

Group 2017 Cost	Freehold land	Freehold building	Renovations	Furniture and fittings	Office, computer and other equipment	Cobalt isotope	Motor vehicles	Construction in-progress	Total
	S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$
At 1 January	913,277	1,021,068	79,504	9,245	1,439,326	3,360,834	1,053,054	157,199	8,033,507
Additions	-	-	-	-	245,618	-	68,561	306,211	620,390
Transfer	-	129,991	-	-	-	-	-	(129,991)	-
Disposals/Write-off	-	-	(4,419)	-	(15,770)	-	(423,468)	-	(443,657)
Transferred to development property (Note 16)	-	(44,501)	-	-	-	-	-	-	(44,501)
Currency translation differences	(68,282)	(73,174)	(17)	12	(111,798)	(251,277)	(46,332)	(22,689)	(573,557)
At 31 December	844,995	1,033,384	75,068	9,257	1,557,376	3,109,557	651,815	310,730	7,592,182
<u>Accumulated depreciation</u>									
At 1 January	-	380,319	54,258	6,078	827,930	1,529,492	533,959	-	3,332,036
Depreciation during the year (Note 8)	-	49,238	21,639	1,000	130,915	236,577	101,740	-	541,109
Disposals/Write-off	-	-	(4,419)	-	(13,685)	-	(287,212)	-	(305,316)
Transferred to development property (Note 16)	-	(15,204)	-	-	-	-	-	-	(15,204)
Currency translation differences	-	(29,177)	(17)	12	(63,194)	(122,804)	(18,246)	-	(233,426)
At 31 December	-	385,176	71,461	7,090	881,966	1,643,265	330,241	-	3,319,199
<u>Net carrying amount</u>									
At 31 December	844,995	648,208	3,607	2,167	675,410	1,466,292	321,574	310,730	4,272,983
At 1 January 2017	913,277	640,749	25,246	3,167	611,396	1,831,342	519,095	157,199	4,701,471

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**19 Property and Equipment (cont'd)**

	Renovations S\$	Furniture and fittings S\$	Office, computer and other equipment S\$	Motor vehicle S\$	Total S\$
<b>Company</b>					
<b>2018</b>					
<u>Cost</u>					
At 1 January	75,069	8,700	50,371	-	134,140
Additions	67,563	-	-	-	67,563
Disposal/Write-off	(75,069)	(5,000)	(2,500)	-	(82,569)
At 31 December	67,563	3,700	47,871	-	119,134
<u>Accumulated depreciation</u>					
At 1 January	71,462	6,533	37,689	-	115,684
Depreciation during the year	36,452	250	6,696	-	43,398
Disposal/Write-off	(75,069)	(3,083)	(1,500)	-	(79,652)
At 31 December	32,845	3,700	42,885	-	79,430
<u>Net carrying amount</u>					
At 31 December	34,718	-	4,986	-	39,704
<b>2017</b>					
<u>Cost</u>					
At 1 January	75,069	8,700	45,792	323,488	453,049
Additions	-	-	8,036	-	8,036
Disposal/Write-off	-	-	(3,457)	(323,488)	(326,945)
At 31 December	75,069	8,700	50,371	-	134,140
<u>Accumulated depreciation</u>					
At 1 January	49,822	5,533	29,444	207,956	292,755
Depreciation during the year	21,640	1,000	10,454	23,106	56,200
Disposal/Write-off	-	-	(2,209)	(231,062)	(233,271)
At 31 December	71,462	6,533	37,689	-	115,684
<u>Net carrying amount</u>					
At 31 December	3,607	2,167	12,682	-	18,456
At 1 January 2017	25,247	3,167	16,348	115,532	160,294

As at 31 December 2018, the Group's loans from a bank are secured by the Group's freehold land and freehold building, which have a carrying amount of S\$1,795,056 (2017: S\$1,493,203) (Note 21).

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 20 Trade and Other Payables

	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
<u>Current</u>						
Other payables (a)	1,152,311	1,902,253	1,691,005	1,134,471	903,777	695,437
Amounts due to directors (b)	78,600	44,100	27,181	78,600	44,100	27,181
Deposit payable	368,717	370,793	3,267	-	2,300	2,300
Interest payable	175,721	2,512	-	614,423	2,512	-
Accrued operating expenses (c)	358,058	978,704	1,747,288	326,547	942,846	1,693,872
	2,133,407	3,298,362	3,468,741	2,154,041	1,895,535	2,418,790
<u>Non-current</u>						
Other payables (a)	-	-	500,000	-	-	-
Total trade and other payables	2,133,407	3,298,362	3,968,741	2,154,041	1,895,535	2,418,790

- (a) The Group's other payables include professional fees and general legal advice (2017: payable to a non-controlling shareholder of a subsidiary for the additional acquisition of shares in that subsidiary, professional fees in relation to the additional acquisition of shares and general legal advice).
- (b) The amounts due to directors are unsecured, interest-free and repayable on demand in cash.
- (c) As at 31 December 2017, accrued operating expenses include a provision for withholding tax in relation to the Wintercrest Financing Loans interest payables amounting to S\$0.5 million.

The Company received two demand notes from the Inland Revenue Authority of Singapore ("IRAS") on 8 February 2017 to pay the outstanding withholding taxes and late payment penalty of S\$1.2 million. The Company was unable to repay this amount and had written to IRAS to request for the deferment of payment of the outstanding withholding tax for a period of one year from 15 January 2017, or alternatively to pay the outstanding withholding tax in instalments over a one-year period, and to waive the late payment penalty and interest arising from the non-payment of the outstanding withholding tax. On 21 November 2017, IRAS granted a new repayment schedule to the Company, but did not waive the late payment penalties in full.

As at 31 December 2018, the Company has fully paid the total outstanding amount of withholding tax.

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**21 Borrowings**

	Group			Company		
	2018	2017	1 January 2017	2018	2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
<b>Current</b>						
Loans from banks (a)	605,123	1,134,936	-	-	500,000	-
Loan from a shareholder (b)	-	1,000,000	-	-	1,000,000	-
Finance lease liabilities	-	-	32,736	-	-	32,736
	<u>605,123</u>	<u>2,134,936</u>	<u>32,736</u>	<u>-</u>	<u>1,500,000</u>	<u>32,736</u>
<b>Non-current</b>						
Loans from banks (a)	535,579	744,938	-	-	-	-
Loan from a shareholder (b)	4,532,335	-	-	4,532,335	-	-
Finance lease liabilities	-	-	51,205	-	-	51,205
	<u>5,067,914</u>	<u>744,938</u>	<u>51,205</u>	<u>4,532,335</u>	<u>-</u>	<u>51,205</u>
Total borrowings	<u>5,673,037</u>	<u>2,879,874</u>	<u>83,941</u>	<u>4,532,335</u>	<u>1,500,000</u>	<u>83,941</u>

- (a) Loans from banks are secured over the Group's freehold land and freehold building (Note 19). The loans from banks bear an interest between 10% and 11.5% (2017: 3.59% and 10%) per annum.
- (b) Loan from a shareholder bears interest of 3% (2017: 3%) per annum. The loan will mature on 31 December 2020.
- (c) The reconciliation of movements of the Group's liabilities to the Group's cash flows arising from financing activities is presented below:

	At 1 January S\$	Cash flows Proceeds S\$	Repayments S\$	Non-cash changes S\$	At 31 December S\$
<b>2018</b>					
Loans from banks	1,879,874	-	(739,172)	-	1,140,702
Loan from a shareholder	1,000,000	1,277,335	-	2,255,000	4,532,335
	<u>2,879,874</u>	<u>1,277,335</u>	<u>(739,172)</u>	<u>2,255,000</u>	<u>5,673,037</u>
<b>2017</b>					
Loans from banks	-	1,957,379	(77,505)	-	1,879,874
Finance lease liabilities	83,941	-	(83,941)	-	-
Loan from a shareholder	-	1,000,000	-	-	1,000,000
	<u>83,941</u>	<u>2,957,379</u>	<u>(161,446)</u>	<u>-</u>	<u>2,879,874</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 22 Defined Benefit Plan

	Group	
	2018	2017
	S\$	S\$
Present value of unfunded obligations	1,011,913	1,002,567

Movements in the present value of the defined benefit obligations during the financial year are as follows:

	Group	
	2018	2017
	S\$	S\$
Defined benefit obligations at the beginning of the year	1,002,567	799,060
Benefits paid by the plan	(56,588)	(33,414)
Current service costs	74,468	71,690
Excess of benefit paid	19,881	6,713
Interest on obligations	62,871	57,502
Actuarial loss recognised in other comprehensive income	(33,967)	128,447
Currency translation differences	(57,319)	(27,431)
Defined benefit obligations at the end of the year	1,011,913	1,002,567

The amounts recognised in profit or loss during the financial year are as follows:

	Group	
	2018	2017
	S\$	S\$
Current service costs	74,468	71,690
Interest on obligations	62,871	57,502
Amortisation of past services cost - non vested	1,744	485
Excess of benefit paid	19,881	6,713
Total, included in "Employee Benefits" (Note 7)	158,964	136,390

Actuarial loss recognised in other comprehensive income during the financial year are as follows:

	Group	
	2018	2017
	S\$	S\$
Amount accumulated in accumulated gains at the beginning of the year	254,803	151,810
Recognised during the year	(33,967)	128,447
Currency translation differences	(11,885)	(25,454)
Amount accumulated in accumulated gains at the end of the year	208,951	254,803



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 22 Defined Benefit Plan (cont'd)

Principal actuarial assumptions at the end of the financial year are as follows:

	<b>Group</b> 2018 and 2017
Valuation method	Projected Unit Credit based on Actuarial Cost Method
Mortality rate	TMI 2011 (2017: TMI 2011)
Discount rate	8.2% (2017: 6.72%)
Future salary increase	10%
Disability rate	1% from TMI 2011 (2017: 1% from TMI 2011)
Resignation rate	3% per annum up to age 25 years old, decrease linearly to 1% per annum at age 45 years old and thereafter
Normal retirement age	55 years old
Retirement rate	100% at normal retirement age

The Group has no significant exposure from changes in the principal actuarial assumptions disclosed above. Thus, no sensitivity analysis is presented.

## 23 Deferred Taxes

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis. The amounts, determined after appropriate offsetting, are shown in the consolidated statement of financial position as follows:

	<b>Group</b>	
	<b>2018</b>	<b>2017</b>
	<b>S\$</b>	<b>S\$</b>
To be settled after one year		
- Deferred tax assets	(308,392)	(296,355)
Net balance at the end of the year	<u>(308,392)</u>	<u>(296,355)</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 23 Deferred Taxes (cont'd)

The movements in the deferred tax assets and liabilities (on an aggregated basis) during the financial year are as follows:

	Group	
	2018 S\$	2017 S\$
Balance at the beginning of the year	(296,355)	(237,294)
Tax credited to:		
- profit or loss (Note 10)	(37,442)	(36,831)
- other comprehensive income	11,322	(42,815)
	(26,120)	(79,646)
Currency translation differences	14,083	20,585
Balance at the end of the year	(308,392)	(296,355)

Deferred tax assets are recognised for employee benefit provision and capital allowances carried forward to the extent that realisation of related tax benefits through future taxable profits is probable.

The Group and the Company had the following unrecognised tax losses and capital allowances which can be carried forward and used to offset against future taxable income subject to meeting certain statutory tax requirements by those group entities in their respective countries of incorporation:

	Group		Company	
	2018 S\$	2017 S\$	2018 S\$	2017 S\$
Capital allowances	74,663	72,512	-	-
Tax losses	32,808,067	46,785,270	31,557,393	31,557,393
	32,882,730	46,857,782	31,557,393	31,557,393

The tax losses have no expiry date. The Group's and the Company's deferred tax benefits of approximately S\$5,603,317 and S\$5,364,757 respectively (2017: S\$7,984,798 and S\$5,364,757 respectively) arising from these unutilised tax losses and unabsorbed capital allowances have not been recognised in the financial statements as the Group and the Company have assessed that it is not probable that taxable profits will be available against which the unutilised tax losses and unabsorbed capital allowances can be utilised.

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**24 Share Capital**

	2018		Group and Company 2017		1 January 2017	
	Number of ordinary shares	S\$	Number of ordinary shares	S\$	Number of ordinary shares	S\$
<i>Ordinary shares issued and fully paid</i>						
Balance at the beginning of the year	27,570,762,183	127,338,850	27,525,762,183	127,293,946	4,514,224,998	107,095,362
Issue of shares	-	-	45,000,000	45,000	23,011,537,185	20,232,340
Share issue expense	-	-	-	(96)	-	(33,756)
Balance at the end of the year	27,570,762,183	127,338,850	27,570,762,183	127,338,850	27,525,762,183	127,293,946

**(a) Share options****Blumont Employee Share Option Scheme 2013 (the "Blumont ESOS 2013")**

At an Extraordinary General Meeting held on 22 April 2013, the members of the Company approved the Blumont ESOS 2013, for granting of non-transferable options to employees (including executive directors) and non-executive directors of the Company.

The Blumont ESOS 2013 is administered by the Compensation Committee which is overseen by the Remuneration Committee whose members are Calvin Lim Huan Kim (Chairman), Tan Gim Kang, Arran, and Aris Muhammad Rizal.

The Blumont ESOS 2013 shall continue to be in force at the discretion of the Compensation Committee for a period of 10 years from 22 April 2013. However, the period may be extended or terminated with the approval of shareholders at a general meeting of the Company and any relevant approvals which may then be required.

Under the Blumont ESOS 2013, options may be exercised after the 1<sup>st</sup> anniversary of the date of grant and before the 5<sup>th</sup> anniversary of such date of grant for non-executive directors and the 10<sup>th</sup> anniversary of such date of grant for group employees.

The subscription price for each ordinary share in respect of which an option is exercisable shall be determined by the Compensation Committee as follows:

- (i) fixed at the market price equal to the average of the last dealt prices for the share on the Singapore Exchange Securities Trading Limited ("SGX-ST") for the three (3) consecutive trading days immediately preceding the date of grant of that option; or
- (ii) set at a discount to a market price, provided that the maximum discount shall not exceed twenty per cent (20%) of the market price.

No share options under the Blumont ESOS 2013 have been granted during and as at the financial year ended 31 December 2018 and 2017.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 24 Share Capital (cont'd)

### (a) Share options (cont'd)

#### Blumont Performance Share Plan (the "Blumont PSP")

At the Extraordinary General Meeting held on 22 April 2013, the members of the Company approved the Blumont PSP, for granting of incentive share awards to employees (including executive directors) and non-executive directors of the Company.

The Blumont PSP is administered by the Compensation Committee which is overseen by the Remuneration Committee whose members are Calvin Lim Huan Kim (Chairman), Tan Gim Kang, Arran, and Aris Muhammad Rizal.

The Blumont PSP shall continue to be in force at the discretion of the Compensation Committee for a period of 10 years from 22 April 2013. However, the period may be extended or terminated with the approval of shareholders at a general meeting of the Company and any relevant approvals which may then be required.

A participants' award under the Blumont PSP will be determined at the sole discretion of the Compensation Committee. In considering an award to be granted to a participant, the Compensation Committee may take into account, *inter alia*, the participant's performance and/or contribution to the Company.

Awards granted under the Blumont PSP will typically vest only after the satisfactory completion of performance-related award conditions and/or other conditions such as vesting period(s) applicable for the release of the award. No minimum vesting periods are prescribed under the Blumont PSP, and the length of the vesting period(s) in respect of each award will be determined on a case-by-case basis.

No incentive share awards under the Blumont PSP have been granted during the financial year ended 31 December 2018.

On 13 June 2017, the Company granted 4,120,000,000 performance shares to directors and employees of the Company. The shares were issued and allotted at S\$0.001 per share on 19 June 2017. On 1 December 2017, the Company applied to the High Court of the Republic of Singapore to seek declaration that the allotment and issuance of 4,075,000,000 performance shares at S\$0.001 per share was void. On 26 January 2018, the High Court of the Republic of Singapore granted an order in terms of the application made by the Company. As a result, the allotment and issuance of 4,075,000,000 performance shares has been declared void, and the allotment and issuance of 45,000,000 performance shares has been validated and confirmed. Accordingly, S\$45,000 was recognised as share-based payment expense in the profit or loss for the financial year ended 31 December 2017.

The Company has made applications and filings to the SGX-ST, CDP and Accounting and Corporate Regulatory Authority to make the necessary rectifications to the Company's records and statutory registers.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 24 Share Capital (cont'd)

### (b) Capital management

The Group's objectives when managing capital are:

- to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The capital structure of the Group consists of equity attributable to owners of the Company, comprising share capital, reserves, accumulated losses and net debts, which includes borrowings net of cash and bank balances.

The Group sets the amount of capital in proportion to risk. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debts.

Consistently, the Group monitors capital on the basis of the net debt-to-adjusted capital ratio. This ratio is calculated as net debt over adjusted capital. Net debt is calculated as total debt (as shown in the statement of financial position) less income tax and deferred tax liabilities and cash and bank balances. Adjusted capital comprises all components of equity attributable to owners of the Company (i.e. share capital, reserves and accumulated losses).

There were no changes in the Group's approach to capital management during the current and previous financial years.

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

The Group's net debt-to-adjusted capital ratio as at the statement of financial position date is as follows:

	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
Net debt	8,144,667	6,251,099	4,353,893	9,990,698	5,435,936	3,077,247
Total equity	3,351,059	2,869,196	5,097,351	1,434,610	2,892,784	5,637,035
Adjusted capital	11,495,726	9,120,295	9,451,244	11,425,308	8,328,720	8,714,282
Net debt-to-adjusted capital ratio	70.8%	68.5%	46.1%	87.4%	65.3%	35.3%

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 25 Reserves

	2018	Group 2017	1 January 2017	2018	Company 2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
(a) Composition:						
Fair value reserve	-	199	-	-	199	-
Currency translation reserve	(5,753,264)	(4,585,109)	(5,213,075)	-	-	-
Other reserves	1,734,998	(22,442)	(984,738)	-	-	-
	<u>(4,018,266)</u>	<u>(4,607,352)</u>	<u>(6,197,813)</u>	<u>-</u>	<u>199</u>	<u>-</u>

(b) Movements during the financial year are as follows:

	Group and Company	
	2018	2017
	S\$	S\$
(i) <u>Fair value reserve</u>		
Balance at the beginning of the year	199	-
Adjustment on initial application of SFRS(I) 9	(199)	-
Adjusted balance at the beginning of the year	-	-
Net change in fair value of financial assets, available-for-sale	-	199
Balance at the end of the year	<u>-</u>	<u>199</u>

	Group		Company	
	2018	2017	2018	2017
	S\$	S\$	S\$	S\$
(ii) <u>Currency translation reserve</u>				
Balance at the beginning of the year	(4,585,109)	(5,213,075)	-	-
Foreign exchange translation (loss)/gain	(1,168,155)	627,966	-	-
Balance at the end of the year	<u>(5,753,264)</u>	<u>(4,585,109)</u>	<u>-</u>	<u>-</u>

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**25 Reserves (cont'd)**

	Group		Company	
	2018 S\$	2017 S\$	2018 S\$	2017 S\$
(iii) <u>Other reserves</u>				
Balance at the beginning of the year	(22,442)	(984,738)	-	-
Acquisition of additional interest in subsidiaries*	1,757,440	-	-	-
Reclassified to accumulated losses upon striking-off of a dormant subsidiary	-	962,296	-	-
Balance at the end of the year	1,734,998	(22,442)	-	-

\* Consists of acquisition of additional interest in PTRI (Note 18(e)(i)) and Trackplus (Note 18(e)(ii)) of S\$1,378,945 and S\$378,495 respectively.

**26 Non-Controlling Interests**

	Group	
	2018 S\$	2017 S\$
Balance at the beginning of the year	2,850,206	2,739,805
Share of comprehensive income for the year	196,941	110,401
Acquisition of additional interest in subsidiaries*	(3,047,147)	-
Balance at the end of the year	-	2,850,206

\* Consists of acquisition of additional interest in PTRI and Trackplus of S\$1,613,652 (Note 18(e)(i)) and S\$1,433,495 (Note 18(e)(ii)) respectively.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 27 Commitments

- (a) Operating Lease Commitments - where the Group is a lessee

The Group leases an office and certain office equipment from non-related parties under non-cancellable operating leases. The operating lease expenses charged to profit or loss during the financial year are disclosed in Note 8.

The future aggregate minimum lease payable under non-cancellable operating leases contracted for as at the statement of financial position date but not recognised as liabilities in the financial statements is analysed as follows:

	Group	
	2018	2017
	S\$	S\$
Not later than one year	55,560	116,371
Later than one year but not later than five years	11,670	67,230
	67,230	183,601

The leases entered into by the Group do not include any contingent rentals, renewal purchase option or any escalation clauses.

- (b) Others

The Company has given an undertaking to provide continuing financial support to certain subsidiaries of the Group for the next twelve months from the date of authorisation of their financial statements.

## 28 Financial Risk Management

The Group's and the Company's activities is exposed to market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk arising in the normal course of the Group's and the Company's business. The Group's and the Company's overall risk management strategy seeks to minimise potential adverse effects from the unpredictability of financial markets on the Group's and the Company's financial performance.

The Company's Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group and the Company. Risk management is carried out by the Group's executive management.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

### (a) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rate, interest rate and equity prices will affect the Group's and 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.

#### (i) Currency risk

The Group and the Company operates internationally and is subject to various currency exposures, primarily with respect to the Indonesian Rupiah ("IDR"), Malaysian Ringgit ("RM"), United States Dollar ("USD"), Australian Dollar ("AUD") and Thailand Baht ("THB"). Currency risk arises from recognised assets and liabilities and net investments in foreign operations.

The Group and the Company has certain investments in foreign operations, whose net assets are exposed to currency translation risk. Currency exposures to the net assets of the Group's and the Company's foreign operations in Malaysia and Indonesia are kept at a minimal level. The Group and the Company does not presently hedge this foreign exchange exposure.

Generally, recognised assets and liabilities are denominated in currencies that match the cash flows generated by the underlying operations of the Group and the Company, primarily in Singapore Dollar, IDR, RM, USD, AUD and THB. This provides an economic hedge without derivatives being entered into and therefore hedge accounting is not applied in these circumstances. The Group and the Company monitors exposure of foreign currency risk on an ongoing basis by reviewing the liquid assets and liabilities held in currencies other than the Singapore Dollar to ensure that the net exposure are within acceptable parameters.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

### (a) Market Risk (cont'd)

#### (i) Currency risk (cont'd)

The Group's and the Company's currency exposure based on the information provided to key management as at the statement of financial position date is as follows:

### 2018

Group	Singapore Dollar S\$	Indonesian Rupiah S\$	Malaysian Ringgit S\$	Thailand Baht S\$	Australian Dollar S\$	United States Dollar S\$	Total S\$
Trade and other receivables	-	578,092	1,656	-	-	-	579,748
Cash and cash equivalents	93,714	572,846	5,006	-	-	2,124	673,690
Other financial assets	120,060	-	-	-	199	-	120,259
Trade and other payables	(1,699,402)	(16,749)	(382,729)	(12,118)	(4,667)	(17,742)	(2,133,407)
Borrowings	(4,532,335)	(1,140,702)	-	-	-	-	(5,673,037)
Net financial liabilities	(6,017,963)	(6,513)	(376,067)	(12,118)	(4,468)	(15,618)	(6,432,747)
Less: Net financial liabilities denominated in the respective entities' functional currency	6,025,995	6,513	376,067	-	-	-	6,408,575
Currency exposure	8,032	-	-	(12,118)	(4,468)	(15,618)	(24,172)
<b>Company</b>							
Cash and cash equivalents	85,678	-	-	-	-	-	85,678
Loans to subsidiaries	11,132,983	-	-	-	-	-	11,132,983
Other financial assets	120,060	-	-	-	199	-	120,259
Loan from a subsidiary	(3,390,000)	-	-	-	-	-	(3,390,000)
Borrowings	(4,532,335)	-	-	-	-	-	(4,532,335)
Trade and other payables	(2,119,514)	-	-	(12,118)	(4,667)	(17,742)	(2,154,041)
Net financial assets/(liabilities)	1,296,872	-	-	(12,118)	(4,468)	(17,742)	1,262,544
Less: Net financial (assets)/liabilities denominated in the Company's functional currency	(1,296,872)	-	-	-	-	-	(1,296,872)
Currency exposure	-	-	-	(12,118)	(4,468)	(17,742)	(34,328)

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

### (a) Market Risk (cont'd)

#### (i) Currency risk (cont'd)

2017

Group	Singapore Dollar S\$	Indonesian Rupiah S\$	Malaysian Ringgit S\$	Australian Dollar S\$	United States Dollar S\$	Total S\$
Trade and other receivables	25,103	576,102	1,627	-	-	602,832
Cash and cash equivalents	543,484	285,024	99,023	-	2,173	929,704
Other financial assets	80,040	-	-	625	-	80,665
Trade and other payables	(2,852,002)	(14,761)	(413,186)	(5,046)	(13,367)	(3,298,362)
Borrowings	(1,500,000)	(1,379,874)	-	-	-	(2,879,874)
Net financial liabilities	(3,703,375)	(533,509)	(312,536)	(4,421)	(11,194)	(4,565,035)
Less: Net financial liabilities denominated in the respective entities' functional currency	3,711,558	531,875	312,536	-	-	4,555,969
Currency exposure	8,183	(1,634)	-	(4,421)	(11,194)	(9,066)
<b>Company</b>						
Trade and other receivables	25,103	-	-	-	-	25,103
Cash and cash equivalents	522,491	-	-	-	-	522,491
Loans to subsidiaries	8,016,435	-	-	-	-	8,016,435
Other financial assets	80,040	-	-	625	-	80,665
Loan from a subsidiary	(2,562,892)	-	-	-	-	(2,562,892)
Borrowings	(1,500,000)	-	-	-	-	(1,500,000)
Trade and other payables	(1,875,488)	(1,634)	-	(5,046)	(13,367)	(1,895,535)
Net financial assets/ (liabilities)	2,705,689	(1,634)	-	(4,421)	(13,367)	2,686,267
Less: Net financial (assets)/ liabilities denominated in the Company's functional currency	(2,705,689)	-	-	-	-	(2,705,689)
Currency exposure	-	(1,634)	-	(4,421)	(13,367)	(19,422)

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

(a) Market Risk (cont'd)

(i) Currency risk (cont'd)

### 1 January 2017

Group	Singapore Dollar S\$	Indonesian Rupiah S\$	Malaysian Ringgit S\$	Australian Dollar S\$	United States Dollar S\$	Total S\$
Trade and other receivables	17,053	652,249	3,413	-	-	672,715
Cash and cash equivalents	70,410	391,853	33,163	-	2,423	497,849
Other financial assets	133,400	-	-	32,355	-	165,755
Trade and other payables	(3,434,837)	(46,725)	(453,127)	(19,588)	(14,464)	(3,968,741)
Borrowings	(83,941)	-	-	-	-	(83,941)
Net financial (liabilities)/ assets	(3,297,915)	997,377	(416,551)	12,767	(12,041)	(2,716,363)
Less: Net financial liabilities/(assets) denominated in the respective entities' functional currency	3,306,159	(997,377)	416,551	-	-	2,725,333
Currency exposure	8,244	-	-	12,767	(12,041)	8,970
<b>Company</b>						
Trade and other receivables	5,618	-	-	-	-	5,618
Cash and cash equivalents	36,876	-	-	-	-	36,876
Loans to subsidiaries	8,149,744	-	-	-	-	8,149,744
Other financial assets	-	-	-	32,355	-	32,355
Loan from a subsidiary	(611,392)	-	-	-	-	(611,392)
Borrowings	(83,941)	-	-	-	-	(83,941)
Trade and other payables	(2,384,738)	-	-	(19,588)	(14,464)	(2,418,790)
Net financial assets/ (liabilities)	5,112,167	-	-	12,767	(14,464)	5,110,470
Less: Net financial (assets)/liabilities denominated in the Company's functional currency	(5,112,167)	-	-	-	-	(5,112,167)
Currency exposure	-	-	-	12,767	(14,464)	(1,697)

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**28 Financial Risk Management (cont'd)**(a) **Market Risk (cont'd)**(i) *Currency risk (cont'd)*

A 1% strengthening of the Singapore Dollar against the following foreign currencies at the statement of financial position date would (decrease)/increase loss before tax and equity by the amounts shown below. This analysis assumes that all other variables, in particular interest and tax rates, remain constant. The analysis was performed on the same basis for 2018, as indicated below:

	<b>Group</b>		<b>Company</b>	
	<b>Profit before tax S\$</b>	<b>Equity S\$</b>	<b>Loss before tax S\$</b>	<b>Equity S\$</b>
<u>2018</u>				
United States Dollar	156	156	(177)	(177)
Australian Dollar	45	45	(45)	(45)
Thailand Baht	121	121	(121)	(121)
<u>2017</u>				
United States Dollar	(134)	(134)	(134)	(134)
Australian Dollar	(50)	(44)	(50)	(44)
Indonesian Rupiah	16	16	16	16

A 1% weakening of the Singapore Dollar against the above foreign currencies would have had the equal but opposite effect to the amounts shown above, on the basis that all other variables, in particular interest and tax rates, remain constant.

(ii) *Price risk*

The Group and the Company is exposed to equity securities price risk from its investments held, which are classified on the statement of financial position as financial assets, at fair value through profit or loss. However, the exposure is not significant to the Group and the Company.

(iii) *Cash flow and fair value interest rate risk*

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

### (a) Market Risk (cont'd)

#### (iii) Cash flow and fair value interest rate risk (cont'd)

The Group's and the Company's exposure to interest rates arises from fixed interest-bearing financial assets and financial liabilities with prevailing interest rates. Fixed interest-bearing financial assets primarily relates to cash and bank balances while interest-bearing financial liabilities at prevailing rates mainly relates to financing facilities. The interest rates and repayment terms are disclosed in the respective notes to the financial statements.

For the Group's borrowings at variable rates, if the interest rates increase/decrease by 1% with all other variables including the tax rate being constant, the profit after income tax will decrease/increase by approximately S\$9,000 as a result of higher/lower interest expense on these borrowings.

### (b) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group and the Company, and arises principally from the Group's and the Company's receivables from customers and investment securities.

The carrying amount of financial assets in the statement of financial position represents the Group's and the Company's respective maximum exposure to credit risk, before taking into account any collateral held. For trade and other receivables, the Group and the Company has a credit policy in place and monitors credit evaluation and exposure to credit risk on an ongoing basis. The counterparty's payment pattern and credit exposure are continuously monitored at the entity level by the respective management and at the Group level.

#### (i) Trade and other receivables

As disclosed in Note 3(q)(ii), the Group uses a provision matrix to measure the lifetime expected credit loss allowance for trade receivables. In measuring the expected credit losses, trade receivables are grouped based on their shared credit risk characteristics and numbers of days past due.

The Group and the Company does not require any collateral in respect of trade and other receivables.

The maximum exposure to credit risk for trade and other receivables as at the statement of financial position date by geographic region is as follows:

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**28 Financial Risk Management (cont'd)**

## (b) Credit Risk (cont'd)

(i) *Trade and other receivables (cont'd)*

	Group		Company	
	2018 S\$	2017 S\$	2018 S\$	2017 S\$
Singapore	-	25,103	-	25,103
Malaysia	1,656	1,627	-	-
Indonesia	578,092	576,102	-	-
	<u>579,748</u>	<u>602,832</u>	<u>-</u>	<u>25,103</u>

The trade and other receivables of the Group comprised 8 debtors (2017: 7 debtors) that individually represent 23% (2017: 22%) of trade and other receivables. There is no concentration of customer risk at the Company level.

(ii) *Other financial assets*

The Group and the Company limits its exposure to credit risk on other financial assets by investing only in liquid marketable securities and with counterparties that have good credit ratings. Management does not expect any counterparty to fail to meet its obligations.

(iii) *Cash and bank balances*

The Group and the Company held cash and bank balances of S\$673,690 and S\$85,678 respectively as at 31 December 2018 (2017: S\$929,704 and S\$522,491 respectively), which represents their maximum credit exposure on these assets. The cash at bank are held with banks with good credit ratings.

Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The Group uses a similar approach for assessment of ECLs for cash and cash equivalents to those used for debt investments. The amount of the allowance on cash and cash equivalents was immaterial.

SFRS 39 - financial assets that are neither past due nor impaired

As at 31 December 2017 and 1 January 2017, trade and other receivables that are neither past due nor impaired are with credit-worthy debtors. Cash at banks and short-term deposits and other financial assets are placed or entered into with reputable financial institutions and counterparties.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

### (c) Liquidity Risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's and the Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's and the Company's reputation.

The Group and the Company monitors its liquidity risk by maintaining sufficient cash and marketable securities and the ability to close out market positions at a short notice. Where necessary, fund raising exercise will be considered through right issues and private placements. Further discussion on the Group's liquidity risk is disclosed in Note 3(b).

The table below summarises the maturity profile of the Group's and the Company's financial liabilities as at the statement of financial position date based on contractual undiscounted payments.

	Carrying amounts	Contractual amounts	< 1 year	1 - 5 years	> 5 years
	S\$	S\$	S\$	S\$	S\$
<b>Group</b>					
<u>2018</u>					
Trade and other payables	2,133,407	2,133,407	2,133,407	-	-
Borrowings	5,673,037	6,138,097	853,126	5,284,971	-
	<u>7,806,444</u>	<u>8,271,504</u>	<u>2,986,533</u>	<u>5,284,971</u>	<u>-</u>
<u>2017</u>					
Trade and other payables	3,298,362	3,298,362	3,298,362	-	-
Borrowings	2,879,874	3,173,869	2,284,836	889,033	-
	<u>6,178,236</u>	<u>6,472,231</u>	<u>5,583,198</u>	<u>889,033</u>	<u>-</u>
<u>1 January 2017</u>					
Trade and other payables	3,968,741	3,968,741	3,468,741	500,000	-
Borrowings	83,941	87,661	35,088	52,573	-
	<u>4,052,682</u>	<u>4,056,402</u>	<u>3,503,829</u>	<u>552,573</u>	<u>-</u>



**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**28 Financial Risk Management (cont'd)**

## (c) Liquidity Risk (cont'd)

	Carrying amounts S\$	Contractual amounts S\$	< 1 year S\$	1 - 5 years S\$	> 5 years S\$
<b>Company</b>					
<u>2018</u>					
Trade and other payables	2,154,041	2,154,041	2,154,041	-	-
Borrowings	4,532,335	4,804,275	135,970	4,668,305	-
Loan from a subsidiary	3,390,000	3,390,000	3,390,000	-	-
	<u>10,076,376</u>	<u>10,348,316</u>	<u>5,680,011</u>	<u>4,668,305</u>	<u>-</u>
<u>2017</u>					
Trade and other payables	1,895,535	1,895,535	1,895,535	-	-
Borrowings	1,500,000	1,545,552	1,545,552	-	-
Loan from a subsidiary	2,562,892	2,562,892	2,562,892	-	-
	<u>5,958,427</u>	<u>6,003,979</u>	<u>6,003,979</u>	<u>-</u>	<u>-</u>
<u>1 January 2017</u>					
Trade and other payables	2,418,790	2,418,790	2,418,790	-	-
Borrowings	83,941	87,661	35,088	52,573	-
Loan from a subsidiary	611,392	611,392	611,392	-	-
	<u>3,114,123</u>	<u>3,117,843</u>	<u>3,065,270</u>	<u>52,573</u>	<u>-</u>

## (d) Fair Value of the Group's and the Company's Financial Assets and Liabilities that are Measured at Fair Value on a Recurring Basis

The Group and the Company categories fair value measurement using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- (i) quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date (Level 1);
- (ii) inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2); and
- (iii) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

- (d) Fair Value of the Group's and the Company's Financial Assets and Liabilities that are Measured at Fair Value on a Recurring Basis (cont'd)

The following table presents the Group's and the Company's financial assets and financial liabilities measured at fair value as at the statement of financial position date by level of the fair value measurement hierarchy:

	Level 1 S\$	Level 2 S\$	Level 3 S\$	Total S\$
<b>Group</b>				
<u>2018</u>				
Financial assets at fair value through profit or loss				
- Listed equity securities	120,259	-	-	120,259
<u>2017</u>				
Financial assets at fair value through profit or loss				
- Listed equity securities	80,040	-	-	80,040
Financial assets, available-for-sale				
- Quoted equity investments	625	-	-	625
<u>1 January 2017</u>				
Financial assets at fair value through profit or loss				
- Listed equity securities	133,400	-	-	133,400
Financial assets, available-for-sale				
- Quoted equity investments	32,355	-	-	32,355

**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**28 Financial Risk Management (cont'd)**

- (d) Fair Value of the Group's and the Company's Financial Assets and Liabilities that are Measured at Fair Value on a Recurring Basis (cont'd)

	Level 1 S\$	Level 2 S\$	Level 3 S\$	Total S\$
<b>Company</b>				
<u>2018</u>				
Financial assets at fair value through profit or loss				
- Listed equity securities	120,259	-	-	120,259
<u>2017</u>				
Financial assets at fair value through profit or loss				
- Listed equity securities	80,040	-	-	80,040
Financial assets, available-for-sale				
- Quoted equity investments	625	-	-	625
<u>1 January 2017</u>				
Financial assets, available-for-sale				
- Quoted equity investments	32,355	-	-	32,355

The fair value of financial instruments traded in active markets (such as trading securities) is based on quoted market prices as at the statement of financial position date. The quoted market price used for financial assets held by the Group and the Company is the current bid price. If third party information, such as broker quotes or pricing services, is used to measure fair value, then the valuation team assess and review the evidence obtained from the third parties to support the conclusion that such valuation meet the requirements of SFRS(I), including the level in fair value hierarchy the resulting fair value estimate should be classified. These financial instruments are included in Level 1.

As at the date of these financial statements, based on the prevailing quoted market prices, the Group's listed security classified under financial assets, at fair value through profit or loss had no fair value gain or loss (2017: Nil).

- (e) Fair Value of the Group's and the Company's Financial Assets and Liabilities that are not Measured at Fair Value on a Recurring Basis (but Fair Value Disclosure is Required)

- (i) Non-derivative financial liabilities

The carrying amounts of borrowings approximate its fair value as they bear interest at rates which approximate the current incremental borrowing rate for similar type of lending and borrowing arrangements.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

- (e) Fair Value of the Group's and the Company's Financial Assets and Liabilities that are not Measured at Fair Value on a Recurring Basis (but Fair Value Disclosure is Required) (cont'd)

- (i) Non-derivative financial liabilities (cont'd)

### Fair Value of Non-current Borrowings

	Group			Company		
	2018	2017	1 January 2017	2018	2017	1 January 2017
	S\$	S\$	S\$	S\$	S\$	S\$
Loans from banks	435,126	575,958	-	-	-	-
Finance lease liabilities	-	-	49,277	-	-	49,277

The above fair values of finance lease liabilities were determined from cash flow analyses, discounted at market borrowing rates of an equivalent instrument as at the date of the statement of financial position which management expects to be available to the Group and the Company as follows:

	Group			Company		
	2018	2017	1 January 2017	2018	2017	1 January 2017
	%	%	%	%	%	%
Loans from banks	5.33	5.28	-	-	-	-
Finance lease liabilities	-	-	5.00	-	-	5.00

The fair value of the loan from a shareholder of S\$4,532,335 (2017: S\$1,000,000) is not considered to be materially different from its carrying amount.

The carrying amount of the non-current other payable approximates its fair value as the effect of discounting is not material.

- (ii) Other financial assets and liabilities

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

- (f) Valuation Policies and Procedures

The Group and the Company has established a control framework with respect to the measurement of fair values. This framework includes the finance team that reports directly to the Chief Financial Officer, and has overall responsibility for all significant fair value measurements, including Level 3 fair values.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 28 Financial Risk Management (cont'd)

### (f) Valuation Policies and Procedures (cont'd)

The finance team regularly reviews significantly unobservable inputs and valuation adjustments. If third party confirmation, such as broker quotes or pricing services, is used to measure fair value, then the finance team assesses and documents the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of SFRS(I), including the level in the fair value hierarchy the resulting fair value estimate should be classified.

Significant valuation issues are reported to the Company's Audit Committee.

## 29 Related Party Transactions

A related party is defined as follows:

- (a) A person or a close member of that person's family is related to the Group and the Company if that person:
  - (i) Has control or joint control over the Company;
  - (ii) Has significant influence over the Company; or
  - (iii) Is a member of the key management personnel of the Group or the Company or of a parent of the Company.
  
- (b) An entity is related to the Group and the Company if any of the following conditions apply:
  - (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
  - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - (iii) Both entities are joint venture of the same third party.
  - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.
  - (vi) The entity is controlled or jointly controlled by a person identified in (a);
  - (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
  - (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

There are no other related party transactions other than as disclosed in Notes 20 and 21 to these financial statements and below during the current and previous financial years.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 29 Related Party Transactions (cont'd)

### (a) Key management compensation

The remuneration of directors of the Company and directors of the Group's subsidiaries, who are the key management personnel of the Group, is as follows:

	Group	
	2018	2017
	S\$	S\$
Directors' fees	80,000	146,567
Short-term employee benefits	669,017	1,118,361
Retainer fees	-	11,237
Post-employment benefits	24,899	9,862
	773,916	1,286,027
<i>Comprised:</i>		
Directors of the Company	524,480	1,095,383
Directors of the Group's subsidiaries	249,436	190,644
	773,916	1,286,027

No share options were granted to the directors of the Company during the financial years ended 31 December 2018 and 2017.

## 30 Operating Segments

Management has determined four reportable segments, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Company's Chief Executive Officer review internal management reports on at least a quarterly basis. The Group's reportable segments are as follows:

- Investment holding - investment in transferable securities including but not limited to marketable shares, warrants and debentures etc.
- Sterilisation - providing contract sterilisation and polymerisation services to food packaging, medical devices, cosmetic raw materials and consumers products.
- Property - development of properties for sale, long-term holding of properties for rental and related income.
- Mineral and energy resources - exploration, exploitation, development and production of mineral and energy resources and investments in mineral and energy resources projects, entities and companies.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 30 Operating Segments (cont'd)

Information regarding the results of each reportable segment is included below. Performance is measured based on segment (loss)/profit before income tax, as included in the internal reports that are reviewed by the Company's Chief Executive Officer.

Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of the segments.

### Information about reportable segments

	Investment holding	Sterilisation	Property	Total
	S\$	S\$	S\$	S\$
<b>Group</b>				
<b>2018</b>				
<b>External revenues</b>	-	3,892,269	27,284	3,919,553
Segment results	(1,184,469)	2,747,464	(94,492)	1,468,503
Interest income	-	3,167	-	3,167
Finance costs	(190,301)	(128,839)	(215)	(319,355)
Depreciation	(43,398)	(547,720)	-	(591,118)
<b>Reportable segment (loss)/profit before income tax</b>	(1,418,168)	2,074,072	(94,707)	561,197
<b>Other material non-cash items</b>				
- fair value gain on financial assets, at fair value through profit or loss	40,020	-	-	40,020
<b>Other material items</b>				
Capital expenditure				
- property and equipment	67,563	1,179,507	-	1,247,070
<b>Segment assets</b>	523,969	5,917,452	5,568,190	12,009,611
Unallocated assets - deferred tax assets				308,392
<b>Consolidated total assets</b>				12,318,003
<b>Segment liabilities</b>				
Unallocated liabilities:	6,266,263	2,169,365	382,729	8,818,357
- current income tax liabilities				148,587
<b>Consolidated total liabilities</b>				8,966,944

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 30 Operating Segments (cont'd)

Information about reportable segments (cont'd)

	Investment holding	Sterilisation	Property	Mineral and energy resources	Total
	S\$	S\$	S\$	S\$	S\$
<b>Group</b>					
<u>2017</u>					
<b>External revenues</b>	-	3,586,170	111,387	-	3,697,557
Segment results	793,439	2,296,309	(260,639)	(4,361,789)	(1,532,680)
Interest income	207	1,502	-	-	1,709
Finance costs	(5,079)	(62,163)	(10)	-	(67,252)
Depreciation	(56,200)	(481,297)	(3,612)	-	(541,109)
<b>Reportable segment (loss)/ profit before income tax</b>	732,367	1,754,351	(264,261)	(4,361,789)	(2,139,332)
<b>Other material non-cash items</b>					
- fair value loss on financial assets, at fair value through profit or loss	(53,336)	-	-	-	(53,336)
<b>Other material items</b>					
Capital expenditure					
- property and equipment	8,036	612,354	-	-	620,390
<b>Segment assets</b>	1,046,741	5,995,342	5,604,455	-	12,646,538
Unallocated assets - deferred tax assets					296,355
<b>Consolidated total assets</b>					<u>12,942,893</u>
<b>Segment liabilities</b>	3,474,067	2,395,570	413,186	897,980	7,180,803
Unallocated liabilities:					
- current income tax liabilities					42,688
<b>Consolidated total liabilities</b>					<u>7,223,491</u>



**NOTES TO THE FINANCIAL STATEMENTS**

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

**30 Operating Segments (cont'd)**Geographical segments

The Group's four business segments operate in four main geographical areas - Singapore (country of domicile), Malaysia and Indonesia.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets are based on the geographical location of the assets or the underlying investments held.

Geographical information

	<b>External revenues</b>	<b>Non-current assets *</b>
	<b>S\$</b>	<b>S\$</b>
<b>Group</b>		
<u>2018</u>		
Singapore	-	39,704
Malaysia	27,284	-
Indonesia	3,892,269	4,681,565
	<u>3,919,553</u>	<u>4,721,269</u>
<u>2017</u>		
Singapore	-	19,081
Malaysia	111,387	-
Indonesia	3,586,170	4,254,527
	<u>3,697,557</u>	<u>4,273,608</u>

\* Non-current assets exclude deferred tax assets.

Information about major customers

Included in revenue arising from sterilisation services of approximately S\$3.89 million (2017: S\$3.59 million) are revenues of approximately S\$1.70 million (2017: S\$1.20 million) which arose from sales to the Group's seven (2017: five) largest customers.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 31 Litigation

### Suasana Sentral Condominium

On 26 April 2016, the Group was notified that it had on 22 April 2016, been served with a writ of summons (the "Writ of Summons") and a statement of claim filed in the High Court of Malaya in Kuala Lumpur (the "Legal Proceedings"). The Writ of Summons was filed on behalf of Suresh Kumar ("SK"-First Plaintiff), Vigneswari Gopalan ("VG"-Second Plaintiff) and Libertare Sdn Bhd (Third Plaintiff), collectively known as the "Plaintiffs" against the Group, Ones central Park Sdn Bhd and Pendaftar Hakmilik Tanah Wilayah Persekutuan Kuala Lumpur (the Land Title Registrar of the Federal Territory of Kuala Lumpur) as the defendants. The Legal Proceedings was triggered due to the strata title registered in the name of and held by one of the Group's subsidiaries, Raintree Rock Sdn Bhd ("Raintree Rock"), for the property at Unit B-37-01 Suasana Sentral Condominium (the "Property") was a wrong strata title. On the grounds that the Group could not and was not in a position to register and perfect the transfer of the Property in favour of the purchasers (first and second Plaintiffs), the Group terminated the Sale and Purchase Agreement ("SPA") previously entered into to sell the Property and offered to refund all deposits paid thus far. The first and second Plaintiffs refused to accept the termination and instead filed the Legal Proceedings against the Group.

In the legal proceeding, the Plaintiffs are seeking, *inter alia*, a declaration that the Group and the other defendants take steps to effect rectification of the strata title of the property, an order for specific performance by the Group of the SPA, subject to the Court varying certain terms of the SPA, including the purchase price, or, in lieu of specific performance, a refund of deposits paid by the Plaintiffs, together with liquidated damages of RM600,000 and damages for misrepresentation.

The first and second Plaintiffs, through their Company who is the third Plaintiff, are the tenant of the Property and continue to remain in occupation of the Property despite the termination of the SPA and has been holding over the Property without any payment of rental since January 2016. Hence, the Group has filed a counterclaim against the Plaintiffs for the delivery of vacant possession of the Property and for all unpaid rentals and double rental. The Group has also filed a claim in the counterclaim against the Developer of the Property, i.e. Onesentral Park Sdn Bhd pleading, *inter alia*, negligence by the Developer in the issuance and allocation of the wrong strata title to the wrong unit resulting in damages to the Group. As such, the Group seeks against the Developer for, *inter alia*, an order for rectification of the strata title, an indemnity for all loss and damages as may be suffered by the Group. The Developer is defending the Group's claims.

The Group successfully rectified the strata title during the current financial year ended 31 December 2018. The Group is currently seeking legal advice and will, in consultation with its solicitors, take such necessary steps to defend the Legal Proceedings. Based on the legal advice from its solicitors, the Group is of the opinion that provisions are not required in respect of these matters, as it is not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement. The Group does not expect the outcome of the litigation to have a material effect on the Group's financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

## 32 Other Matters

On 2 April 2014, the Company announced that G1 Investments Pte. Ltd., a wholly owned subsidiary of the Company, has received a notice dated 2 April 2014 from the Commercial Affairs Department of the Singapore Police Force (the “CAD”) requiring the subsidiary’s assistance with the CAD’s investigations into an offence under the Securities and Futures Act, Chapter 289 (the “SFA”).

Further to the announcements on 2 April 2014, the Company announced that the Company and G1 Investments Pte. Ltd. have each received notice dated 29 April 2014 from CAD requiring their respective assistances with the CAD’s investigations into an offence under the SFA.

There have been no further development or requests from CAD since then up to the date of these financial statements. G1 Investments Pte. Ltd. was struck off the Register of Companies on 4 September 2018.

## 33 Authorisation of Financial Statements

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Blumont Group Ltd. on 29 March 2019.

# STATISTICS OF SHAREHOLDINGS

As at 14 March 2019

Issued share capital	:	S\$127,338,850
Class of shares	:	Ordinary shares
Number of shares	:	27,570,762,183
Number of treasury shares	:	Nil
Number of subsidiary holdings	:	Nil
Voting Rights	:	One vote per share

## DISTRIBUTION OF SHAREHOLDINGS BY SIZE OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	Percentage of Shareholders %	No. of Shares Held	Percentage of Shares Held %
1 - 99	65	1.01	735	0.00
100 – 1,000	418	6.48	391,334	0.00
1,001 – 10,000	1,119	17.33	7,319,639	0.03
10,001 – 1,000,000	4,365	67.62	833,919,105	3.02
1,000,001 AND ABOVE	488	7.56	26,729,131,370	96.95
<b>Total</b>	<b>6,455</b>	<b>100.00</b>	<b>27,570,762,183</b>	<b>100.00</b>

## SUBSTANTIAL SHAREHOLDER

As shown in the Register of Substantial Shareholders

Name of Shareholders	No. of Shares		Percentage (%)
	Direct Interest	Deemed Interest	
Ultimate Horizon Pte. Ltd.	22,131,184,204	–	80.27
Siaw Lu Howe <sup>(1)</sup>	–	22,131,184,204	80.27

(1) Mr Siaw Lu Howe is deemed interested in the shares held by Ultimate Horizon Pte. Ltd.

## PUBLIC FLOAT

Based on information available to the Company as at 14 March 2019, approximately 19.56% of the issued ordinary shares of the Company is held by the public and, therefore, Rule 723 of the Listing Manual issued by the Singapore Exchange Securities Trading Limited is complied with.

**STATISTICS OF SHAREHOLDINGS**

As at 14 March 2019

**TOP TWENTY SHAREHOLDERS**

<b>NO.</b>	<b>Name of Shareholders</b>	<b>No. of Shares</b>	<b>Percentage %</b>
1	Raffles Nominees (Pte) Ltd	22,187,943,903	80.48
2	Citibank Nominees Singapore Pte Ltd	380,508,423	1.38
3	Goh Seh Kiat	301,628,208	1.09
4	OCBC Securities Private Ltd	285,554,798	1.04
5	Phillip Securities Pte Ltd	260,960,844	0.95
6	Ho Beng Siang	244,500,000	0.89
7	UOB Kay Hian Pte Ltd	238,117,450	0.86
8	CGS-CIMB Securities (Singapore) Pte Ltd	175,218,899	0.64
9	Maybank Kim Eng Securities Pte. Ltd.	104,720,941	0.38
10	Ng Kim Huatt	100,000,000	0.36
11	DBS Nominees Pte Ltd	97,593,016	0.35
12	Lim & Tan Securities Pte Ltd	94,624,743	0.34
13	ABN Amro Clearing Bank N.V.	89,108,100	0.32
14	RHB Securities Singapore Pte Ltd	75,446,570	0.27
15	Tjiong Boen Ngiap @ Bushar Tomi Or Oey Mi Ling @ Mery Widjaya	54,000,000	0.19
16	United Overseas Bank Nominees Pte Ltd	45,960,250	0.17
17	Lim Cheng Hiap Or Lim Chee Seng	40,000,000	0.14
18	Fong Chee Khuen	35,000,000	0.13
19	Koh Yew Choo	32,338,000	0.12
20	Long Sa Kow	32,225,800	0.12
	<b>Total</b>	<b>24,875,449,945</b>	<b>90.22</b>

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at Cavenagh Room II & III, 3<sup>rd</sup> Storey, Four Points by Sheraton Singapore, Riverview, 382 Havelock Road, Singapore 169629 on Wednesday, 24 April 2019 at 2.00 p.m. for the purpose of transacting the following businesses:

## AS ORDINARY BUSINESSES

- |    |   |                     |
|----|---|---------------------|
| 1. | To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2018 together with the Directors' Statement and Independent Auditor's Report thereon.  | <b>Resolution 1</b> |
| 2. | To approve the payment of Directors' fees of up to S\$100,000 for the financial year ending 31 December 2019, to be paid quarterly in arrears.  | <b>Resolution 2</b> |
| 3. | To record the retirement of Mr Calvin Lim Huan Kim, a Director retiring pursuant to Article 110 of the Company's Constitution, who has decided not to seek re-election as a Director of the Company and will retire at the conclusion of the forthcoming AGM. <i>[See Explanatory Note (i)]</i> |                     |
| 4. | To re-elect Mr Tan Gim Kang, Arran, a Director retiring pursuant to Article 110 of the Company's Constitution and who, being eligible, offers himself re-election as a Director of the Company. <i>[See Explanatory Note (ii)]</i>  | <b>Resolution 3</b> |
| 5. | To re-appoint Messrs Moore Stephens LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.  | <b>Resolution 4</b> |

## AS SPECIAL BUSINESSES

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without modifications:

- |    |  |                     |
|----|--|---------------------|
| 6. | <b>Authority to allot and issue shares</b> | <b>Resolution 5</b> |
|----|--|---------------------|

That pursuant to Section 161 of the Companies Act, Chapter 50, and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), authority be and is hereby given for the Directors of the Company (the "**Directors**") at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:

- |     |   |
|-----|---|
| (a) | (i) issue shares in the capital of the Company (" <b>Shares</b> ") whether by way of rights, bonus or otherwise; and/or   |
|     | (ii) make or grant offers, agreements or options (collectively, " <b>Instruments</b> ") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares, |

at any time and upon such terms and conditions and for such purposes as the Directors of the Company may in their absolute discretion deem fit; and

# NOTICE OF ANNUAL GENERAL MEETING

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,

provided that:

- (1) the aggregate number of Shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per centum (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:
- (a) new Shares arising from the conversion or exercise of any convertible securities;
- (b) new Shares arising from exercising share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed; and
- (c) any subsequent bonus issue, consolidation or subdivision of shares;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Singapore Companies Act, Chapter 50 and the Constitution for the time being of the Company; and
- (4) unless revoked or varied by the Company in a 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 earlier.  
*[See Explanatory Note (iii)]*

# NOTICE OF ANNUAL GENERAL MEETING

7. **Authority to issue shares under the Blumont Employee Share Option Scheme 2013 and the Blumont Performance Share Plan** **Resolution 6**

That authority be and is hereby given to the Directors of the Company to offer and grant options in accordance with the Blumont Employee Share Option Scheme 2013 (the “**Blumont ESOS 2013**”) and/or to grant awards in accordance with the Blumont Performance Share Plan (the “**Blumont PSP**”) and allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the options under the Blumont ESOS 2013 and/or the vesting of awards under the Blumont PSP, provided always that the aggregate number of additional shares to be allotted and issued pursuant to the Blumont ESOS 2013 and the Blumont PSP shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time.

*[See Explanatory Note (iv)]*

8. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

## By Order of the Board

Siaw Lu Howe  
Executive Chairman and Chief Executive Officer

9 April 2019  
Singapore

### Explanatory Notes:

- (i) Mr Calvin Lim Huan Kim will retire as an Independent Director of the Company at the conclusion of the forthcoming AGM. Upon retirement, Mr Calvin Lim Huan Kim will cease to be the Chairman of the Audit and Remuneration Committees and a member of the Nominating Committee. The Company will be sourcing for a new Independent Director to fill the vacant position following the retirement of Mr Calvin Lim Huan Kim.
- (ii) Mr Tan Gim Kang, Arran will, upon re-election as a Director of the Company, remain as the Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees. Mr Tan Gim Kang, Arran is considered independent for the purpose of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited. Detailed information on Mr Tan Gim Kang, Arran can be found under the sections entitled “Board of Directors”, “Corporate Governance Report” and “Directors’ Statement” of the Annual Report 2018. Apart from the above disclosure, there are no relationships (including immediate family relationships) between Mr Tan Gim Kang, Arran and the other Directors or the Company or its shareholders.
- (iii) Ordinary Resolution 5 proposed in item no. 6 is to empower the Directors, from the date of the passing of Ordinary Resolution 5 to the date of the next Annual General Meeting, to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to an amount not exceeding in total 50% of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, with a sub-limit of 20% of the issued shares (excluding treasury shares) for issues other than on a pro rata basis to shareholders.
- (iv) Ordinary Resolution 6 proposed in item no. 7 above, if passed, will empower the Directors to allot and issue shares in the Company of up to a number not exceeding in total fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time pursuant to the exercise of the options under the Blumont ESOS 2013 and vesting of the share awards under Blumont PSP.



# NOTICE OF ANNUAL GENERAL MEETING

## Notes:

1. A member who is not a relevant intermediary is entitled to appoint not more than 2 proxies to attend, speak and vote on his behalf at the annual general meeting. A proxy need not be a member of the Company.
2. Where a member of the Company appoints more than one proxy, the proportion of his/her Shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named or at the Company's option to treat the instrument of proxy as invalid.
3. For any member who acts as an intermediary pursuant to Section 181(6) of the Companies Act, Chapter 50, who is either:
  - (a) a banking corporation licensed under the Banking Act (Chapter 19) or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity;
  - (b) a capital markets services licence holder which provides custodial services for securities and holds shares in that capacity; and
  - (c) Central Provident Fund ("CPF") Board established by the Central Provident Fund Act (Chapter 36), in respect of shares purchased on behalf of CPF investors.

You are entitled to appoint one or more proxies to attend and vote at the meeting. The proxy need not be a member of the Company. Please note that if any of your shareholdings are not specified in the list provided by the intermediary to the Company, the Company may have the sole discretion to disallow the said participation of the said proxy of the forthcoming annual general meeting.

4. The instrument appointing a proxy or proxies must be under the hand of the appointor 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 seal or under the hand of an officer or attorney duly authorised.
5. A body corporate 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 annual general meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.
6. The instrument appointing a proxy or proxies must be deposited at the office of the Company's Share Registrar at 8 Robinson Road, #03-00 ASO Building, Singapore 048544, not less than forty-eight (48) hours before the time appointed for holding the Annual General Meeting.

## PERSONAL DATA PRIVACY:

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder'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 Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 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 shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder 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 shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

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**BLUMONT GROUP LTD.**  
(Company Registration No.: 199302554G)  
(Incorporated in the Republic of Singapore)

**PROXY FORM  
ANNUAL GENERAL MEETING**

**IMPORTANT:**

1. Relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 may appoint more than 2 proxies to attend, speak and vote at the Annual General Meeting.
2. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investors") (as may be applicable) may attend and cast his vote(s) at the Meeting in person. CPF and SRS Investors who are unable to attend the Meeting but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the Meeting.
3. This Proxy Form is not valid for use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

\*I/We \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport No.)  
of \_\_\_\_\_ (Address)

being \*a member/members of **BLUMONT GROUP LTD.** (the "**Company**"), hereby appoint:

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

and/or (delete as appropriate)

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

or failing \*him/them, the Chairman of the Annual General Meeting ("AGM") as \*my/our proxy/proxies to vote for \*me/us on \*my/our behalf, at the AGM to be held at Cavenagh Room, II & III, 3<sup>rd</sup> Storey, Four Points by Sheraton Singapore, Riverview, 382 Havelock Road, Singapore 169629 on Wednesday, 24 April 2019 at 2.00 p.m. and at any adjournment thereof. \*I/We direct \*my/our proxy/proxies to vote for or against the Ordinary Resolutions to be proposed at the AGM as indicated hereunder. If no specified direction as to voting is given, the \*proxy/proxies may vote or abstain from voting at \*his/their discretion, as \*he/they may on any other matter arising at the AGM.

No.	Ordinary Resolutions	For#	Against#
1.	Adoption of the Audited Financial Statements for the financial year ended 31 December 2018 together with the Directors' Statement and Independent Auditors' Report thereon.		
2.	Approval of payment of Directors' fees of up to S\$100,000 for the financial year ending 31 December 2019, to be paid quarterly in arrears.		
3.	Re-election of Mr Tan Gim Kang Arran as a Director of the Company.		
4.	Re-appointment of Messrs Moore Stephens LLP as Auditors and to authorise the Directors to fix their remuneration.		
5.	Authority to allot and issue shares.		
6.	Authority to issue shares under the Blumont Employee Share Option Scheme 2013 and the Blumont Performance Share Plan.		

\* Delete accordingly.

# If you wish to exercise all your votes "For" or "Against", please tick (✓) within the box provided. Otherwise, please indicate the number of votes "For" or "Against" for each resolution within the box provided.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Shares in	Shares
(a) CDP Register	
(b) Register of Members	

\_\_\_\_\_  
Signature(s) of Member(s) or Common Seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF**



**PERSONAL DATA PRIVACY:**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the shareholder accepts and agrees to the personal data privacy terms as set out in the Notice of Annual General Meeting dated 9 April 2019.

**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 81SF of the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register as well as 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 who is not a relevant intermediary is entitled to appoint not more than 2 proxies to attend, speak and vote on his behalf at the annual general meeting.
3. Where a member of the Company appoints more than one proxy, the proportion of his/her Shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named or at the Company's option to treat the instrument of proxy as invalid.
4. For any member who acts as an intermediary pursuant to Section 181(6) of the Companies Act, Chapter 50, who is either:
  - (a) a banking corporation licensed under the Banking Act (Chapter 19) or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity;
  - (b) a capital markets services licence holder which provides custodial services for securities and holds shares in that capacity; and
  - (c) Central Provident Fund ("CPF") Board established by the Central Provident Fund Act (Chapter 36), in respect of shares purchased on behalf of CPF investors.

You are entitled to **appoint one or more proxies** to attend and vote at the meeting. The proxy need not be a member of the Company. Please note that if any of your shareholdings are not specified in the list provided by the intermediary to the Company, the Company may have the sole discretion to disallow the said participation of the said proxy at the forthcoming annual general meeting.

5. The instrument appointing a proxy or proxies must be lodged at the office of the Company's Share Registrar at 8 Robinson Road, #03-00 ASO Building, Singapore 048544 not less than 48 hours before the time appointed for the annual general meeting.
6. The instrument appointing a proxy or proxies must be under the hand of the appointor 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 seal or under the hand of an officer or attorney duly authorised.
7. A body corporate 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 annual general meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.
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 appointor are not ascertainable from the instructions of the appointor 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 Shareholder, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the annual general meeting, as certified by The Central Depository (Pte) Limited to the Company.

AFFIX  
POSTAGE  
STAMP  
HERE

The Share Registrar  
**BLUMONT GROUP LTD.**  
c/o B.A.C.S Private Limited  
8 Robinson Road  
#03-00 ASO Building  
Singapore 048544

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# BLUMONT

博诺有限公司

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Company Registration No.199302554G

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