

Amplefield Limited

(Incorporated in the Republic of Singapore)

(Company Registration No. 198900188N))

**Unaudited Financial Statement and Dividend Announcement
For the Three Months Ended 31 March 2018**

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.*

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

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

- 1(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year**

	Group		
	Three Months Ended		
	31 March 18 (Unaudited) S\$'000	31 March 2017 (Unaudited) S\$'000	Change %
Revenue	2,088	251	>100
Construction costs	(1,492)	-	N.M.
Employee benefits expense	(68)	(43)	58
Depreciation and amortization	(1)	(1)	-
Rental expense	(55)	(6)	>100
Other expenses	(135)	(75)	80
Finance costs	(57)	(68)	(16)
Profit before tax	280	58	>100
Income tax expense	(9)	(5)	80
Profit for the period	271	53	>100
Other comprehensive income: Exchange differences on translating foreign operation and other currency translation differences, net of tax	(26)	10	N.M.
Other comprehensive income, net of tax	(26)	10	N.M.
Total comprehensive income for the period	245	63	>100
Profit attributable to:			
Equity holders of the Company	242	51	>100
Non-controlling interests	29	2	>100
	271	53	>100
Total comprehensive income attributable to:			
Equity holders of the Company	216	61	>100
Non-controlling interests	29	2	>100
	245	63	>100

N.M. – Not meaningful

1(a)(ii) Notes to Consolidated Statement of Comprehensive Income

Total profit for the financial period is stated after charging/(crediting) the following:	Three Months Ended	
	31 March 2018 (Unaudited) S\$'000	31 March 2017 (Unaudited) S\$'000
Interest on borrowings	57	68
Depreciation on property, plant and equipment	1	1

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

	Group		Company	
	31 March 2018 (Unaudited) S\$'000	30 September 2017 (Audited) S\$'000	31 March 2018 (Unaudited) S\$'000	30 September 2017 (Audited) S\$'000
ASSETS				
Non-current assets				
Other receivables	24,676	24,985	55,584	54,201
Investments in subsidiaries	-	-	28,338	28,338
Investments in associate	14	-	-	-
Prepaid land lease	4,557	4,554	-	-
Amount due from associates	647	-	-	-
Property, plant and equipment	49	52	-	-
Investment properties	19,771	19,778	-	-
Goodwill	1,475	1,475	-	-
Total non-current assets	51,189	50,844	83,922	82,539
Current assets				
Cash and bank balances	3,312	294	1,474	15
Trade receivables	3,754	1,256	-	-
Other receivables	44,385	44,224	-	-
Prepaid land lease	52	52	-	-
Non current assets classified as held for sale	1,081	3,212	-	-
Total current assets	52,584	49,038	1,474	15
Total assets	103,773	99,882	85,396	82,554
EQUITY AND LIABILITIES				
Equity				
Share capital	68,246	41,182	68,246	41,182
Retained earnings	321	(142)	(3,301)	(3,201)
Translation reserve	(4,562)	(4,576)	-	-
Equity holders of the Company	64,005	36,464	64,945	37,981
Non-controlling interests	7,542	7,500	-	-
Total equity	71,547	43,964	64,945	37,981
Non-current liabilities				
Other payables	20,080	43,916	20,081	43,847
Bank borrowings – secured	1,840	3,040	-	-
Deferred tax liabilities	44	44	-	-
Total non-current liabilities	21,964	47,000	20,081	43,847
Current liabilities				
Trade payables	2,692	732	-	-
Other payables	5,012	5,671	370	726
Bank borrowings – secured	2,474	2,462	-	-
Current tax liabilities	44	53	-	-
	10,222	8,918	370	726
Total liabilities	32,186	55,918	20,451	44,573
Total equity and liabilities	103,773	99,882	85,396	82,554

1(b)(ii) Aggregate amount of group's borrowings and debt securities**Amount repayable in one year or less, or on demand**

As at 31 March 2018 (Unaudited)		As at 30 September 2017 (Audited)	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
2,474	-	2,462	-

Amount repayable after one year

As at 31 March 2018 (Unaudited)		As at 30 September 2017 (Audited)	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
1,840	-	3,040	-

Details of any collateral

The secured bank borrowings are secured by (a) a real estate mortgage over the investment properties located in LIMA Technology Center, Lipa City, Batangas, the Philippines; (b) a continuing suretyship agreement executed by the Company, CAM Mechatronic (Philippines) Inc. (formerly, a subsidiary company), Amplefield Land Phils Inc (an associated company) and the Company's controlling shareholder/a former director; and (c) motor vehicles with a carrying amount of \$43,000.

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

	Three Months Ended	
	31 March 2018	31 March 2017
	(Unaudited)	(Unaudited)
	S\$'000	S\$'000
Cash flows from operating activities		
Profit before tax from operations	280	58
Adjustments for:		
Depreciation on property, plant and equipment	1	1
Interest expense	57	68
Operating cash flows before working capital changes	338	127
Change in working capital		
(Increase)/decrease in receivables	(1,381)	570
Amount due from associate	(17)	-
(Decrease)/ increase in payables	(69)	100
Cash (used in)/generated from operations	(1,467)	797
Income tax paid	(23)	(119)
Net cash (used in)/ generated from operating activities	(1,490)	678
Cash flows from investing activity		
Net proceeds from disposal of asset	76	-
Net cash generated from investing activity	76	-
Cash flows from financing activities		
Repayment of bank borrowings	(603)	(684)
Payment of interest on bank borrowings	(57)	(68)
Net cash generated from/(used in) financing activities	(660)	(752)
Net decrease in cash and cash equivalents	(2,074)	(74)
Cash and cash equivalents at beginning of financial period	5,372	128
Effects of exchange rates change on cash and cash equivalents	14	10
Cash and cash equivalents at end of financial period	<u>3,312</u>	<u>64</u>
Cash and cash equivalents comprises:		
Cash and bank balances	<u>3,312</u>	<u>64</u>
Cash and bank balances at the end of financial period	<u>3,312</u>	<u>64</u>

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

Statement of Changes in Equity Group

(Unaudited)	Share Capital	Retained earnings	Translation reserve	Total attributable to equity holders	Non-controlling interests	Total equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
	0					
Balance as at 1 October 2017	41,182	(142)	(4,576)	36,464	7,500	43,964
Profit for the period	-	221	-	221	13	234
Other comprehensive income	-	-	40	40	-	40
Increase in share capital, net of costs	27,064	-	-	27,064	-	27,064
Balance as at 31 December 2017	68,246	79	(4,536)	63,789	7,513	71,302
Profit for the period	-	242	-	242	29	271
Other comprehensive income	-	-	(26)	(26)	-	(26)
Balance as at 31 March 2018	68,246	321	(4,562)	64,005	7,542	71,547
(Unaudited)						
Balance as at 1 October 2016	41,182	467	(3,491)	35,158	275	38,433
Profit for the period	-	16	-	16	2	18
Other comprehensive income	-	-	(181)	(181)	-	(181)
Acquisition of additional interest of a subsidiary	-	-	-	-	(275)	(275)
Balance as at 31 December 2016	41,182	483	(3,672)	37,993	2	37,995
Profit for the period	-	51	-	51	2	53
Other comprehensive income	-	-	10	10	-	10
Balance as at 31 March 2017	41,182	534	(3,662)	38,054	4	38,058

Statement of Changes in Equity Company

(Unaudited)

	Share capital	Accumulated Losses	Total equity
	S\$'000	S\$'000	S\$'000
Balance as at 1 October 2017	41,182	(3,201)	37,981
Loss for the period	-	(50)	(50)
Issuance of new shares	27,064	-	27,064
Balance as at 31 December 2017	68,246	(3,251)	64,995
Loss for the period	-	(50)	(50)
Balance as at 31 March 2018	68,246	(3,301)	64,945

(Unaudited)

	Share capital	Accumulated Losses	Total equity
	S\$'000	S\$'000	S\$'000
Balance as at 1 October 2016	41,182	(2,917)	38,265
Loss for the period	-	(50)	(50)
Balance as at 31 December 2016	41,182	(2,967)	38,215
Loss for the period	-	(50)	(50)
Balance as at 31 March 2017	41,182	(3,017)	38,165

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

Shares Capital – Ordinary Shares

	Number of issued shares	Issued and paid-up share capital (S\$)
Balance as at 31 December 2017 and 31 March 2018	900,617,536	68,245,967

Warrants

Pursuant to the renounceable rights issue completed on 19 December 2017 (the “**Rights Issue**”), the Company has 369,824,145 outstanding warrants, convertible into 369,824,145 ordinary shares of the Company as at 31 March 2018 (31 March 2017: nil).

Save for as disclosed above, the Company did not have any treasury shares, subsidiary holdings or other convertible instruments as at 31 March 2018 and 31 March 2017.

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

	As at 31 March 2018	As at 30 September 2017
Total number of issued shares	900,617,536	345,881,146

The Company did not have any treasury shares as at 31 March 2018 and 30 September 2017.

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

Not applicable. The Company did not have any treasury shares during, and at the end of, the financial period reported on.

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

Not applicable. The Company did not have any subsidiary holdings during, and at the end of, the financial period reported on.

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

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

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

Not applicable. The figures have not been audited or reviewed by the Company's auditors.

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

Except as disclosed in paragraph 5 below, the accounting policies and methods of computation adopted in the financial statements for the reporting period are consistent with those disclosed in the most recently audited combined financial statements for the financial year ended 30 September 2017.

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

The Group has adopted all the applicable new and revised Singapore Financial Reporting Standards ("SFRS") and Interpretations of Financial Reporting Standards ("INT FRS") that are mandatory for the accounting periods beginning on or after 1 October 2017. The adoption of these new and revised SFRS and INT FRS did not result in any substantial change to the Group's and the Company's accounting policies and has no significant impact on the financial statements for the current financial reporting period.

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

Earnings per share ("EPS")	Group	
	Three Months Ended	
	31 March 2018 (Unaudited)	31 March 2017 (Unaudited)
Profit attributable to equity holders of the Company (S\$)	242,000	51,000
Weighted average number of ordinary shares in issue	900,617,536	345,881,146
Basic EPS (cents per share)	0.027	0.015
Fully diluted EPS (cents per share)	0.027 ⁽¹⁾	0.015 ⁽²⁾

Notes:-

- (1) The basic and fully diluted EPS was the same, as it is assumed that there are no potential ordinary shares are to be converted from the Warrants as the conversion price is higher than the prevailing market price as at 31 March 2018.
- (2) The basic and fully diluted EPS was the same as there were no dilutive ordinary securities in issue as at 31 March 2017.

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

Net asset value ("NAV")	Group		Company	
	31 March 2018 (Unaudited)	30 September 2017 (Audited)	31 March 2018 (Unaudited)	30 September 2017 (Audited)
NAV (S\$)	64,005,000	36,464,000	64,945,000	37,981,000
Number of ordinary shares in issue	900,617,536	345,881,146	900,617,536	345,881,146
NAV per ordinary share (S\$ cents)	7.11	10.54	7.21	10.98

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss:-

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

Review for the performance of the Group for the three months ended 31 March 2018 ("2Q2018") as compared to the three months ended 31 March 2017 ("2Q2017").

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Revenue

The Group's revenue increased from \$0.25 million in 2Q2017 to \$2.1 million in 2Q2018 due to higher occupancy rates resulting in rental collected of \$0.45 million (2Q2017: \$0.25 million) from investment properties in the Philippines ("**Amplefield SME Park**") as well as contribution from the construction business in Vietnam of \$1.64 million (2Q2017: Nil).

Expenses

The construction costs of \$1.49 million in 2Q2018 was due to the construction project in Vietnam from which the construction revenue was derived.

Employees benefit expenses increased from \$43,000 in 2Q2017 to \$68,000 in 2Q2018 from the consolidation of Citybuilders Pte Ltd ("**Citybuilders**"), being a subsidiary as compared to an associate in 2Q2017.

Rental expense increased from \$6,000 in 2Q2017 to \$55,000 in 2Q2018 due mainly to the shifting of the Group's corporate offices to new and bigger premises.

Other expenses comprised professional fees, utilities, transportation and travel, maintenance, regulatory costs, and other administrative costs. The increase in other expenses from \$75,000 in 2Q2017 to \$135,000 in 2Q2018 was due mainly to the consolidation of Citybuilders, higher professional fees as well as higher operating costs for Amplefield SME Park due to increased number of tenants.

Finance costs comprised interest expenses which decreased from \$68,000 in 2Q2017 to \$57,000 in 2Q2018 due to lower bank borrowings.

Profit before income tax

In view of the abovementioned, the Group made a profit before tax of \$280,000 in 2Q2018 compared to a profit of \$58,000 in 2Q2017.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

The comparative performance for both the assets and liabilities are based on the Group's financial statements as at 31 March 2018 and 30 September 2017.

Non-current assets

Non-current other receivables comprised mainly as follows (i) \$13.25 million arising from security deposit with a related party, (ii) \$11.22 million due from former subsidiary, CAM Mechatronic (Philippines), Inc., and (iii) \$0.19 million due from former associate, CAM Venture Development Inc for advances for working capital prior to the disposal which was completed on 30 May 2016. The decrease in non-current other receivables by \$0.36 million was due to reclassification of amount owing by Amplefield Land (Philippines) Inc. ("**ALI**") to "Amount due from associates" after the completion of the acquisition of 40% of ALI on 15 November 2017.

The amount due from associates increased to \$0.63 million due to reclassification from other receivables of \$0.36 million as explained above as well as further payments of \$0.27 million by the Group on behalf of the associated company for its costs and expenses.

Investment in associate of \$14,000 arose from equity interest held in ALI from the completion of the acquisition of 40% interest in the associate company on 15 November 2017.

The decrease in investment properties by \$76,000 was due mainly to the disposal of equipment related to the Group's operations.

Current assets

Trade receivables increased from \$1.3 million as at 30 September 2017 to \$3.8 million as at 31 March 2018 in line with higher billings.

Assets held for sale decreased from \$3.2 million as at 30 September 2017 to \$1.1 million as at 31 March 2018 due to disposal of some of the investment properties located in Johor, Malaysia for cash during the first quarter of the current financial year.

Cash and bank balances increased from \$0.3 million as at 30 September 2017 to \$3.3 million as at 31 March 2018 due to net funds of \$4.5 million raised from the Rights Issue and proceeds of \$2.2 million from the disposal of assets held for sale less outgoings and payments to creditors.

Non-current liabilities

Non-current other payables comprised mainly non-trade payables of \$19.82 million due to Regional Connexion Limited. The decrease from \$43.9 million to \$20.1 million as at 31 March 2018 due mainly to setting off \$22.6 million of the indebtedness against the subscription of rights shares by Olander Limited, the controlling shareholder of the Company as well as the payment of \$1.3 million for balance of amount outstanding.

Current liabilities

Trade payables increased by \$2.7 million due mainly to increased construction activities in Vietnam. Other payables decreased from \$5.7 million to \$5.0 million due mainly to payments to creditors.

CONSOLIDATED STATEMENT OF CASH FLOWS

The net cash used in operating activities was \$1.5 million in 2Q2018 mainly to increase in trade receivables from higher construction activities during the financial period.

The net cash from investing activities of \$76,000 comprised mainly of net proceeds from the disposal of surplus equipment.

The net cash used in financing activities was \$0.66 million in 2Q2018 and was due to repayment of bank borrowings of \$0.6 million and interest payment of \$57,000 on bank borrowings.

In view of the above, the cash and cash equivalents decreased from \$5.4 million as at 31 December 2017 to \$3.3 million as at 31 March 2018.

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

Not applicable. No forecast or prospect statement had been previously disclosed to shareholders.

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

The economies of the countries in which the Group is operating remain positive. As such, barring unforeseen circumstances, the Group is well positioned to capitalize on our existing projects or any potential projects where it is operating.

11. Dividend

If a decision regarding dividend has been made: -

(a) Whether an interim (final) dividend has been declared (recommended); and

No dividend has been declared or recommended for 2Q2018.

**(b)(i) Amount per share (cents)
(Optional) Rate (%)**

Not applicable.

**(b)(ii) Previous corresponding period (cents)
(Optional) Rate (%)**

Not applicable. No dividend has been declared or recommended for 2Q2017.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not applicable.

(d) The date the dividend is payable.

Not applicable.

(e) The date on which Registrable Transfers receive by the Company (up to 5.00pm) will be registered before entitlements to the dividend are determined.

Not applicable.

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

No dividend has been declared or recommended for 2Q2018.

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

The Company has obtained a general mandate from shareholders for interested person transactions.

There were no IPTs exceeding S\$100,000 for the financial period under review.

14. Use of Proceeds

The Company refers to the net proceeds amounting to S\$27.1 million (after deducting estimated costs and expenses incurred in connection with the Rights Issue of approximately S\$0.7 million) completed on 19 December 2017.

As at the date of this announcement, the status on the use of the net proceeds is as follows:

Use of Proceeds	Amount allocated	Amount utilised	Balance
	(S\$m)	(S\$m)	(S\$m)
Set-off of the indebtedness	22.6	22.6 ⁽¹⁾	-
To partially finance the current and future construction projects of the designated land parcels in Vietnam by way of a loan to be extended into Citybuilders	2.4	-	2.4
Exploration of and investment in new project opportunities under the Group's property development and construction business	0.9	-	0.9
Working capital	1.2	1.2	-
Total	27.1	23.8⁽²⁾	3.3

Notes:

(1) As disclosed in the circular dated 31 October 2017 (the "**Circular**"), the Company has set-off S\$22.6 million of the indebtedness against the subscription by Olander Ltd and Dato Yap's provisional allotment in full by way of the Rights Issue. Excluding the S\$22.6 million settlement for indebtedness, the net proceeds received by the Company was S\$4.5 million.

(2) \$1.2 million utilised for working capital consisted of payment to suppliers and creditors.

The above utilisations are in accordance with the intended use of the net proceeds and percentage allocated, as stated in the Circular.

The Board will continue to update in periodic announcements on the utilisation of the balance of the proceeds from the Rights Issue as and when the proceeds are materially disbursed and provide a status report on such use in its annual report and its quarterly and full year financial results announcements.

15. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Listing Manual

The Company confirms that it has procured undertakings from all of its directors and executive officers in the required format.

16. Negative Confirmation by the Board Pursuant to Rule 705(5) of the Catalist Listing Manual

The Board of Directors of the Company confirms, to the best of their knowledge, nothing has come to their attention which may render the unaudited financial results for the three months ended 31 March 2018 to be false or misleading in any material aspect.

BY ORDER OF THE BOARD

Woon Ooi Jin
Executive Director
4 May 2018