

First Quarter Ended 31 March 2019 Financial Statements and Related Announcement

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1. Unaudited Financial Statements

1((a)(i)	Statement	of	Compre	hensive	Income ((Group)	
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T(a)(t) Statement of Comprehensive Income (Group)	1st Quarter ended 31.3.2019 RM'000	1st Quarter ended 31.3.2018 RM'000	Change %
Revenue	29,938	8,530	>100%
Cost of sales	(22,512)	(10,348)	>100%
Gross profit/(loss)	7,426	(1,818)	<-100%
Other income	13,554	549,454	(98%)
Administrative expenses	(8,017)	(7,536)	6%
Other operating expenses	(2,403)	(2,784)	(14%)
Operating profit	10,560	537,316	(98%)
Finance costs	(7,566)	(12,633)	(40%)
Share of results of equity accounted joint ventures, net of tax	(872)	(984)	(11%)
Share of results of equity accounted associate, net of tax	(1,662)	(2,055)	(19%)
Profit before tax	460	521,644	(100%)
Income tax expense	(55)	205	<-100%
Profit for the financial period	405	521,849	(100%)



	1st Quarter ended 31.3.2019 RM'000	1st Quarter ended 31.3.2018 RM'000	Change %
Other comprehensive income			
Exchange differences on translating foreign operations	7,579	63,737	(88%)
Fair value loss on available-for-sale	(162)	(2,890)	(94%)
Other comprehensive income for the			
financial period, net of tax	7,417	60,847	(88%)
Total comprehensive income for the financial period	7,822	582,696	(99%)
Profit attributable to:			
Owners of the parent	420	522,476	(100%)
Non-controlling interest	(15)	(627)	(98%)
Profit for the financial period	405	521,849	(100%)
Total comprehensive income attributable to:			
Owners of the parent	7,837	583,323	(99%)
Non-controlling interest	(15)	(627)	(98%)
Total comprehensive income for the financial period	7,822	582,696	(99%)



1(a)(ii) Notes to the Statement of Comprehensive Income			
	1st Quarter	1st Quarter	
	ended	ended	~-
	31.3.2019	31.3.2018	Change
	RM'000	RM'000	%
Other income			
Gain on disposal of asset-held-for-sale	-	1,164	(100%)
Impairment of trade receivables written back	188	-	n.m.
Interest income	702	473	48%
Inventories written back	12,244	-	n.m.
Miscellaneous	420	1,953	(78%)
Rental income	-	377	(100%)
Waiver of debts		545,487	(100%)
	13,554	549,454	(98%)
Profit before tax			
The following amounts have been included in arriving at proft before tax:			
Selling and administrative expenses			
Amortisation of prepaid land lease payments	67	67	0%
Depreciation of property, plant and equipment	5,898	3,480	69%
Other operating expenses			
Foreign exchange loss, net	1,659	142	n.m.
Legal and professional expenses	744	_	n.m.
Restructuring expenses	<u> </u>	2,641	n.m.
Income tax expense			
•		/A = -1	
Current income tax	55	(205)	n.m.

n.m.: Not meaningful



1(b)(i) Statement of Financial Position

	Group		Company	
	31.3.2019 RM'000	31.12.2018 RM'000	31.3.2019 RM'000	31.12.2018 RM'000
ASSETS				
Non-current assets				
Property, plant and equipment	618,903	613,249	-	-
Prepaid land lease payments	6,796	6,863	-	-
Investment in joint ventures	2,154	3,024	-	-
Investment in an associate	21,226	22,888	-	-
	649,079	646,024	-	-
Current assets				
Inventories	148,224	147,284	-	-
Trade and other receivables	54,776	86,742	-	-
Prepayments	17,294	11,459	41	53
Fixed deposits	37,872	40,872	-	-
Cash and bank balances	64,879	68,808	289	318
	323,045	355,165	330	371
TOTAL ASSETS	972,124	1,001,189	330	371
EQUITY AND LIABILITIES				
Equity				
Share capital	3,484	3,417	3,484	3,417
Share premium	300,417	297,796	300,417	297,796
Treasury shares	(4,097)	(4,097)	(4,097)	(4,097)
Other reserves	294,360	286,595	859,336	778,608
Accumulated losses	(1,046,952)	(1,047,372)	(1,858,525)	(1,779,064)
	(452,788)	(463,661)	(699,385)	(703,340)
Non-controlling interest	5,182	5,197	<u> </u>	
Total equity	(447,606)	(458,464)	(699,385)	(703,340)
Non-current liabilities				
Deferred tax liabilities	220	220	-	-
Trade and other payables	135,379	143,711	-	-
Loans and borrowings	1,006,748	1,009,516	665,580	670,223
	1,142,347	1,153,447	665,580	670,223



1(b)(i) Statement of Financial Position (contd.)

	Gro	up	Company		
	31.3.2019 RM'000	31.12.2018 RM'000	31.3.2019 RM'000	31.12.2018 RM'000	
Current liabilities					
Trade and other payables	277,383	306,206	34,135	33,488	
-	277,383	306,206	34,135	33,488	
Total liabilities	1,419,730	1,459,653	699,715	703,711	
TOTAL EQUITY AND LIABILITIES	972,124	1,001,189	330	371	

1(b)(ii) Aggregate amount of Group's Borrowings and Debt Securities

	As at 31	.3.2019	As at 31.12.2018		
	Secured RM'000	Unsecured RM'000	Secured RM'000	Unsecured RM'000	
Amount repayable in one year or					
less, or on demand			100,870	908,646	
Amount repayable after one year	91,568	915,180	-	-	

Details of any collaterals

The Group borrowings are primarily secured by fixed deposits, proceeds from sale of vessels, and charges over certain properties and assets.



1(c) Statement of Cash Flows (Group)

	1st Quarter	1st Quarter
	ended	ended
	31.3.2019	31.3.2018
	RM'000	RM'000
Operating activities	4.60	
Profit before tax	460	521,644
Adjustments for:		
Amortisation of prepaid land lease payments	67	67
Depreciation of property, plant and equipment	5,898	3,480
Gain on disposal of property, plant and equipment	-	(1,164)
Impairment of trade and other receivables written back	(188)	-
Inventories written back	(12,244)	-
Interest expense	7,566	12,633
Interest income	(702)	(473)
Share grant expense	348	-
Share of results of equity accounted joint ventures, net of tax	872	984
Share of results of equity accounted associate, net of tax	1,662	2,055
Unrealised (gain) / loss on foreign exchange	1,808	3,537
Waiver of debts	- [(545,487)
Total adjustments	5,087	(524,368)
Operating cash flows before working	5 5 4 7	(2.724)
capital changes	5,547	(2,724)
Changes in working capital:		
Changes in inventories	(1,181)	(60,105)
Changes in receivables	42,454	(7,387)
Changes in prepayments	(5,916)	(1,326)
Changes in contract assets	-	38,484
Changes in payables	(35,041)	(107,576)
Changes in contract liabilities	-	(668)
Total changes in working capital	316	(138,578)
Interest paid	(1,455)	(3,488)
Taxes paid, net of refund		331
Net cash flows from / (used in) operating activities	4,408	(144,459)
Investing activities		
Acquisition of property, plant and equipment	(6,188)	(386)
Interest received	702	473
Proceeds from available-for-sale financial assets	-	120
Net cash flows (used in) / from investing activities	(5,486)	207
,	(3, 3, 3)	
Financing activities		
Repayments of term loans	(1,952)	(8,080)
Increase in fixed deposits pledged		33
Net cash flows used in financing activities	(1,952)	(8,047)
100 cash 110 its used in infuneing activities	(1,732)	(0,017)



1(c) Statement of Cash Flows (Gro	(aı	(Contd.)	į
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1(c) Statement of Cash Flows (Group) (Contd.)	1st Quarter ended 31.3.2019 RM'000	1st Quarter ended 31.3.2018 RM'000
Net decrease in cash and cash equivalents	(3,030)	(152,299)
Effects of foreign exchange rate changes	(3,899)	(6,490)
Cash and cash equivalents at 1 January	106,709	183,023
Cash and cash equivalents at 31 March	99,780	24,234
Cash and cash equivalents comprise the following as at the statements of financial p	osition date:	
Fixed deposits with licensed banks	37,872	23,505
Cash and bank balances	64,879	61,267
Bank overdrafts	-	(37,033)
	102,751	47,739
Less: Restricted fixed deposits with licensed banks	(2,971)	(23,505)
Total cash and cash equivalents	99,780	24,234



1(d)(i) Statements of Changes in Equity

I(u)(i) Statements of Changes in Equity	Share capital RM'000	Share premium RM'000	Treasury shares RM'000	Foreign currency translation reserve RM'000	Available- for-sale reserve RM'000	Share grant reserve RM'000	Accumulated losses RM'000	Equity attributable to owners of the parent RM'000	Non- controlling interest RM'000	Total equity RM'000
Group										
At 1 January 2018	81,192	82,347	(4,097)	320,986	(2,372)	-	(2,138,467)	(1,660,411)	1,496	(1,658,915)
Adoption of IFRS 15		-	-	996	-	-	(19,370)	(18,374)	-	(18,374)
At 1 January 2018, restated	81,192	82,347	(4,097)	321,982	(2,372)	-	(2,157,837)	(1,678,785)	1,496	(1,677,289)
Profit for the period	-	-	-	-	-	-	522,476	522,476	(627)	521,849
Other comprehensive income	-	-	-	63,737	-	-	-	63,737	-	63,737
Fair value loss on available for-										
sales	-	-	-	-	(2,890)	-	-	(2,890)	-	(2,890)
At 31 March 2018	81,192	82,347	(4,097)	385,719	(5,262)	-	(1,635,361)	(1,095,462)	869	(1,094,593)
At 1 January 2019,										
previously reported	3,417	297,796	(4,097)	290,996	(4,401)	-	(1,047,372)	(463,661)	5,197	(458,464)
Profit for the period	-	-	-	-	-	-	420	420	(15)	405
Other comprehensive income	-	-	-	7,579	-	-	-	7,579	-	7,579
Fair value loss on available for-										
sales	-	-	-	-	(162)	-	-	(162)	-	(162)
Allotment and issuance of the										
Term Loan Shares	67	2,621	-	-	-	-	-	2,688	-	2,688
Share grant plan expenses		-	-	-	-	348	-	348	-	348
At 31 March 2019	3,484	300,417	(4,097)	298,575	(4,563)	348	(1,046,952)	(452,788)	5,182	(447,606)



1(d)(i) Statements of Changes in Equity (Contd.)

Company	Share capital RM'000	Share premium RM'000	Share grant reserve RM'000	Treasury shares RM'000	Contributed surplus RM'000	Accumulated losses RM'000	Equity attributable to owners of the parent RM'000
At 1 January 2018	81,192	82,347	-	(4,097)	778,608	(2,515,853)	(1,577,803)
Profit for the period	· -	-	-	-	_	42,515	42,515
At 31 March 2018	81,192	82,347	-	(4,097)	778,608	(2,473,338)	(1,535,288)
At 1 January 2019	3,417	297,796	-	(4,097)	858,988	(1,859,444)	(703,340)
Profit for the period	-	-	-	-	-	919	919
Share grant plan expenses	-	-	348	-	-	-	348
Allotment and issuance of the Term Loan Shares	67	2,621	=	-	-	=	2,688
At 31 March 2019	3,484	300,417	348	(4,097)	858,988	(1,858,525)	(699,385)

Note:

There were 70,179,408 share granted in 1Q of FY2019 under the Nam Cheong Management Incentive Plan ("NCMI Plan").



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

Pursuant to the terms of the NCL Scheme, the NCD Scheme and the NCI Scheme (collectively the "Scheme"), an aggregate of 126,358,100 term loan shares have been issued and allotted on 18 January 2019.

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

As at 31 March 2019 and 31 March 2018, the total number of issued shares excluding treasury shares was 7,144,298,867 and 2,096,465,885 respectively.

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

There were no movement in the treasury shares during 1Q 2019. As at 31 March 2019, total of 6,678,597 treasury shares were held as treasury shares by the Company.

2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard)

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 matter)

Not applicable.

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

The accounting policies and methods of computation for the current reporting period adopted are consistent with those stated in the Annual Report for the financial year ended 31 December 2018.



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 accounting policies and methods of computation for the current reporting period adopted are consistent with those stated in the Annual Report for the financial year ended 31 December 2018.

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

)	Group
1st Quarter	1st Quarter
ended	ended
31.3.2018	31.3.2019

Earnings / (loss) per ordinary shares of the Group for the financial period based on net profit / (loss) attributable to shareholders:

(i)	Based on weighted average		
	number of ordinary shares in issue (Sen)	0.01	24.92
	Weighted average number of shares	7,112,007,353	2,096,465,885
(ii)	On a fully diluted basis (Sen)	0.01	24.92
	Adjusted weighted average number of shares	7,133,840,946	2,096,465,885

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

	Group			Company			
As at to-date, the Group has utilised	As at 31.3.2019	As at 31.12.2018	As at 31.3.2019	As at 31.12.2018			
Net asset value per ordinary share (Sen)	(6.3)	(6.5)	(9.8)	(10.0)			
Ordinary shares in issue	7,144,298,867	7,017,940,767	7,144,298,867	7,017,940,767			



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 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. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

Review of Group Performance

(a) Statements of comprehensive income (Group)

1Q 2019 vs 1Q 2018

1Q 2019			1Q 2018			Variance					
		Gross	Gross Profit			Gross	Gross Profit				
Reveni	ıe	Profit	Margin	Revenu	ue	Loss	Margin	Revenu	ıe	Gross P	Profit
RM'000	%	RM'000	%	RM'000	%	RM'000	RM'000	RM'000	%	RM'000	%
-	0%	-	n.m.	-	0%	-	n.m.	-	n.m.	-	n.m.
29,938	100%	7,426	25%	8,530	100%	(1,818)	(21%)	21,408	251%	9,244	(508%)
29,938	100%	7,426	25%	8,530	100%	(1,818)	(21%)	21,408	251%	9,244	(508%)

Shipbuilding Vessel Chartering Total

For the first quarter ended 31 March 2019 ("1Q 2019"), the Group recorded a higher revenue of RM30.0 million as compared to RM8.5 million recorded during the previous corresponding first quarter ended 31 March 2018 ("1Q 2018"). The revenue from vessel chartering segment has shown significant improvement with the increase of 251%, mainly attributed to a larger fleet and higher utilisation rates achieved during the period.

Conversely, the shipbuilding segment did not register any revenue for both 1Q 2019 and 1Q 2018 as there was no vessel scheduled for delivery during the period.

NAM CHEONG LIMITED (Incorporated in Bermuda) (Company Registration Number 25458)



8. (contd.)

Review of Group Performance (Contd.)
(a) Statements of comprehensive income (Group) (Contd.)

1Q 2019 vs 1Q 2018

The Group has shown significant improvement by recorded a gross profit of RM7.4 million in 1Q 2019 as compared to gross loss of RM1.8 million in 1Q 2018 mainly due to a larger fleet and higher utilisation rates from vessel chartering segment.

Other income was lower at RM13.6 million in 1Q 2019 as compared to RM549.5 million in 1Q 2018 mainly due to the absence of the waiver of debts of RM545.5 million recorded in 1Q 2018.

Administrative expenses increased by RM0.5 million or 6% to RM8.0 million during 1Q 2019 as compared to RM7.5 million in 1Q 2018, primarily due to increase in vessel chartering activities which was consistent with the increase in revenue.

Finance costs decreased by RM5.1 million to RM7.6 million in 1Q 2019 as compared to RM12.6 million recorded in 1Q 2018, mainly as a result of the adjustment of interest expense in accordance with the Scheme of Arrangements.

Share of result in joint ventures and associate recorded net losses of RM0.9 million and RM1.7 million respectively in 1Q 2019 due to low vessel utilisation rate.

Mainly as a result of the absence in waiver of debts recorded during previous corresponding quarter, the Group registered a lower net profit after tax of RM0.4 million in 1Q 2019 as compared to net profit after tax of RM521.8 million in 1Q 2018.



8. (contd.)

Review of Group Performance (contd.) (b) Statements of financial position (Group)

Total Assets

Total assets of the Group decreased by 3% or RM29.3 million from RM1.0 billion as of 31 December 2018 ("FY2018") to RM971.9 million in 1Q 2019 mainly due to the decrease in trade and other receivables of RM32.2 million.

Total Liabilities

Total liabilities of the Group decreased by 2.7% or RM39.9 million from RM1.46 billion in FY 2018 to RM1.42 billion in 1Q 2019 mainly due to the decrease in trade and other payables of RM37.2 million.

(c) Statement of Cash Flows (Group)

1Q 2019 vs 1Q 2018

Net cash flows from operating activities of RM4.4 million in 1Q 2019 was mainly due to decrease in receivables of RM42.5 million which was partially offset with decrease in payables of RM35.0 million and interest paid of RM1.5 million.

Net cash flows used in investing activities of RM5.5 million in 1Q 2019 was mainly due to acquisition of property, plant and equipment of RM6.2 million.

Net cash flows used in financing activities of RM2.0 million in 1Q 2019 was mainly due to repayment of term loans.

Use of Proceeds

As at the date of this Report, the net proceeds of approximately S\$14.3 million from the Rights Issue have been utilised as follows:

Application of Rights Issue Net Proceeds	Amount (S\$ million)
Net proceeds	22.00
Repayment of the Cash Out Option pursuant to the Schemes	$(3.2)^1$
Operations for the Group	$(0.1)^1$
Settlement with trade creditors in the course of the operations of the Group	(11.0)
Balance as at the date of this report	7.7

The above utilisation of the Net Proceeds is in accordance with the stated use and within the amount allocated for the operations of the Group, as previously stated in the Offer Information Statement dated 3 September 2018.

The balance S\$0.1 million originally allocated for the repayment of the Cash Out Option pursuant to the Schemes has been reallocated towards the other intended use of the Net Proceeds, being for use in the operations of the Group. This balance amount is due to a reduction in the S\$ equivalent of the Total Cash Out Payment (being approximately US\$2.4 million) as a result of the exchange rate between US\$ and S\$ at the time of payment of the Cash Out Option.



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

There is no material change from the previous prospect statement.

10. A commentary at the date of the announcement of the 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

According to the Petronas Activity Outlook 2019-2021, a positive outlook is expected for anchor handling tug supply vessels (AHTS), platform supply vessels (PSV), as well as accommodation and maintenance vessels. A pickup in drilling and development activities is also expected to bolster demand for AHTS and PSV.

Meanwhile, a positive outlook for the Maintenance, Construction, and Modification (MCM) segment and an expected increase in man hours required in the brownfield Hook-up & Commissioning (HUC) segment further boost expected demand for accommodation and maintenance vessels.

In response to the uptick in the offshore and marine activities in Malaysia, the Group has been deploying its vessels for charter in Malaysian waters, and expects the vessel chartering unit to continue its growth momentum. The Group will continue to monitor and review the shipbuilding schedule for the remaining vessels which have yet to be delivered, including potential deferment and cancellation plans, through ongoing communication and consultation with its stakeholders.

11. Dividend

(a) Current Financial Period Reported On Any dividend declared for the current financial period reported on?

None.

(b) Corresponding Period of the Immediately Preceding Financial Year Any dividend declared for the corresponding period of the immediately preceding financial year?

None.

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. If no dividend has been declared (recommended), a statement to that effect and the reason(s) for the decision

No dividend has been declared in the period under review as the Company is working through its restructuring arrangement and wishes to enhance the financial strength of the Company.

NAM CHEONG LIMITED (Incorporated in Bermuda) (Company Registration Number 25458)



13. General mandate relating to interested person transactions

The Group has not obtained a general mandate from shareholders for interested person transactions.

14. Confirmation pursuant to Appendix 7.7 under Rule 720(1) of the Listing Manual

The Board of Directors of Nam Cheong Limited hereby confirms that the undertakings from all its directors and executive officers as required in the format as set out in Appendix 7.7 under Rule 720(1) of the Listing Manual were procured.

15. Confirmation from the Board

We, the undersigned, hereby confirm that to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the unaudited financial statements of the Group and of the Company for the three months ended 31 March 2019 to be false or misleading in any material aspect.

On behalf of the Board of Directors

Tan Sri Datuk Tiong Su Kouk Executive Chairman **Leong Seng Keat**Chief Executive Officer

Singapore 14 May 2019