

Half Year Financial Statement And Dividend Announcement for the Period Ended 30 June 2014 (Unaudited)

PART I INFORMATION REQUIRED FOR ANNOUNCEMENT OF HALF YEAR RESULTS ENDED 30 JUNE 2014

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

Group	HY2014 US\$'000	HY2013 US\$'000	Increase / (Decrease) %
Revenue	922	1,031	-11%
Other income (net)	127	300	-58%
Employees compensation	(1,196)	(1,071)	12%
Rental expenses	(1)	(27)	-96%
Depreciation, amortisation and impairment charges	(114)	(15)	660%
Subcontractor fees	(246)	(632)	-61%
Finance costs	(112)	(13)	762%
Other expenses	(364)	(280)	30%
Total expenses	(2,033)	(2,038)	0%
Share of gain / (loss) of associated companies	619	(44)	N.M.
Loss before income tax	(365)	(751)	-51%
Income tax credit / (expense)	6	(64)	N.M.
Net loss	(359)	(815)	-56%
Attributable to:			
Equity holders of the Company	(359)	(815)	-56%
	(359)	(815)	-56%

1(a)(ii) Statement of comprehensive income for the six months ended 30 June 2014

	HY2014 US\$'000	HY2013 US\$'000	Increase / (Decrease) %
Net loss for the period	(359)	(815)	-56%
Other comprehensive income/(loss), after tax			
Financial assets, available-for-sale			
- Fair value gains/(losses)	353	(45)	N.M.
Currency translation differences	331	(623)	N.M.
Total comprehensive income/(losses) for the period	325	(1,483)	-122%
Attributable to:			
Equity holders of the Company	325	(1,483)	-122%
	325	(1,483)	-122%

1(a)(iii) Extraordinary/Exceptional Items
Nil.

1(a)(iv) Adjustments for under or over provision of tax in respect of prior years

There were no material adjustments for under or overprovision of tax in respect of prior years.

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

	Group		Company	
	As at 30 June 2014 US\$'000	As at 31 December 2013 US\$'000	As at 30 June 2014 US\$'000	As at 31 December 2013 US\$'000
ASSETS				
Current assets				
Cash and cash equivalents	804	1,303	103	34
Trade and other receivables	421	1,307	-	-
Available-for-sale financial assets	383	367	-	-
	<u>1,608</u>	<u>2,977</u>	<u>103</u>	<u>34</u>
Non-current assets				
Investment Property	4,547	4,427	-	-
Property, plant and equipment	2,060	2,021	-	-
Intangible assets	27	29	-	-
Investment in associated companies	2,787	2,064	-	-
Investment in subsidiaries	-	-	6,927	6,927
Available-for-sale financial assets	3,105	2,358	-	-
Transferable club memberships (cost)	72	69	-	-
Other receivables	271	284	-	-
Deferred income tax assets	233	303	-	-
	<u>13,102</u>	<u>11,555</u>	<u>6,927</u>	<u>6,927</u>
Total assets	<u>14,710</u>	<u>14,532</u>	<u>7,030</u>	<u>6,961</u>
LIABILITIES				
Current liabilities				
Trade and other payables	370	574	132	132
Borrowings	-	474	-	-
	<u>370</u>	<u>1,048</u>	<u>132</u>	<u>132</u>
Non-current liabilities				
Borrowings	5,463	5,263	655	450
Retirement benefits	720	554	-	-
Other payables	229	64	21	-
	<u>6,412</u>	<u>5,881</u>	<u>676</u>	<u>450</u>
Total liabilities	<u>6,782</u>	<u>6,929</u>	<u>808</u>	<u>582</u>
NET ASSETS	<u>7,928</u>	<u>7,603</u>	<u>6,222</u>	<u>6,379</u>
EQUITY				
Capital and reserves attributable to equity holders of the company				
Share capital	12,667	12,667	12,667	12,667
Treasury shares	(994)	(994)	(994)	(994)
Other reserves	1,028	344	-	-
Accumulated losses	(4,773)	(4,414)	(5,451)	(5,294)
	<u>7,928</u>	<u>7,603</u>	<u>6,222</u>	<u>6,379</u>
Total equity	<u>7,928</u>	<u>7,603</u>	<u>6,222</u>	<u>6,379</u>

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

	As at 30 June 2014 US\$'000	As at 31 December 2013 US\$'000
Amount repayable in one year		
Secured	-	474
Unsecured	-	-
Amount repayable after one year		
Secured	5,463	5,263
Unsecured	-	-
	<u>5,463</u>	<u>5,737</u>

Details of any collaterals

The credit facilities for the Group were secured by the following :

1. Land and building of its wholly owned subsidiary, Oniontech Co., Ltd.
2. Personal guarantee given by a director.
3. Corporate guarantee from a subsidiary to third party

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

	HY2014 US\$'000	HY2013 US\$'000
Cash flows from operating activities		
Net loss	(359)	(815)
Adjustments for:		
Income tax expense / (credit)	(6)	64
Depreciation on property, plant and equipment	52	12
Depreciation on investment property	59	-
Amortisation of intangible assets	3	3
(Gain)/Loss on disposal of financial assets, available-for-sale	(7)	(234)
Interest income	(33)	(32)
Interest expense	133	13
Provision for retirement benefits	150	218
Share of (gain) / loss of associated companies	(619)	44
Dividend income from available-for-sale financial assets	-	(5)
Currency translation differences	27	(155)
Operating cash flow before working capital change	(600)	(887)
Change in working capital		
Trade and other receivables	966	878
Trade and other payables	(58)	(272)
Cash provided by / (used in) operations	308	(281)
Interest received	16	32
Net cash provided by / (used in) operating activities	324	(249)
Cash flows from investing activities		
Increase in short-term bank deposits pledged	(6)	-
Purchases of financial assets, available-for-sale	(503)	-
Proceeds from disposal of financial assets, available-for-sale	262	604
Proceeds from loans receivables	7	46
Restricted government grant funds	17	10
Payments for retirement benefits	(7)	(79)
Guaranteed deposits received/(paid)	-	(30)
Additions of intangible assets	-	(6)
Additions to property, plant and equipment	(32)	(1,628)
Net cash used in investing activities	(262)	(1,083)

Cash flows from financing activities		
Repayment of borrowings	(493)	(580)
Proceeds from borrowings	-	2,153
Interest paid	(112)	(13)
Net cash (used in) / provided by financing activities	(605)	1,560
Net (decrease)/increase in cash and cash equivalents	(543)	229
Cash and cash equivalents at the beginning of the financial period	1,303	801
Effects of currency translation on cash and cash equivalents	38	8
Cash and cash equivalents at the end of the financial period	798	1,038

Note:

For the purpose of consolidated cash flow statement, cash and cash equivalents comprise the following:

Bank and cash balances per balance sheet	804	1,038
Less: short-term bank deposits pledged	(6)	-
Cash and cash equivalents per consolidated cash flow statements	798	1,038

- 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 capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Group	Attributable to equity holders of the Company				
	Share capital	Treasury shares	Other reserves	(Accumulated losses)	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Balance at 1 January 2014	12,667	(994)	344	(4,414)	7,603
Total comprehensive income/(loss) for the period	-	-	684	(359)	325
Balance at 30 June 2014	12,667	(994)	1,028	(4,773)	7,928
Balance at 1 January 2013	12,667	(994)	737	(1,745)	10,665
Total comprehensive loss for the period	-	-	(668)	(815)	(1,483)
Balance at 30 June 2013	12,667	(994)	69	(2,560)	9,182
Company	Share capital	Treasury shares	Other reserves	(Accumulated losses)	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Balance at 1 January 2014	12,667	(994)	-	(5,294)	6,379
Total comprehensive loss for the period	-	-	-	(157)	(157)
Balance at 30 June 2014	12,667	(994)	-	(5,451)	6,222
Balance at 1 January 2013	12,667	(994)	-	(5,036)	6,637
Total comprehensive loss for the period	-	-	-	(54)	(54)
Balance at 30 June 2013	12,667	(994)	-	(5,090)	6,583

- 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.

There was no change in the Company's share capital since the end of 31 December 2013 to 30 June 2014 and there are no outstanding options or convertibles as at 30 June 2014 and 30 June 2013. The number of shares held as treasury shares as at 30 June 2014 and 30 June 2013 remains unchanged at 12,374,000 shares.

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

	As at 30 June 2014	As at 31 December 2013
Total number of issued shares excluding treasury shares ('000)	157,408	157,408
Total number of treasury shares ('000)	12,374	12,374

- 1(d)(iv) **A statement showing all sales, transfer, disposal, cancellation and/or use of treasury shares as at end of the current financial period reported on.**
There was no sale, transfer, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.
2. **Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.**
The figures for the financial period ended 30 June 2014 reported on have not been audited or reviewed.
3. **Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).**
Not applicable.
4. **Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.**
Except as disclosed in Note 5 below, the Group has applied substantially the same accounting policies and methods of computation as disclosed in the financial year ended 31 December 2013.
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 adopted various new/revised Financial Reporting Standards (FRS) and Interpretations of FRSs (INT FRSs) which took effect for the financial year beginning on 1 January 2014. The adoption of these new/revised FRS and INT FRSs did not result in any significant impact on the financial statements of the Group.
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:-**

	HY2014	HY2013
	USD cents	USD cents
(a) Based on the weighted average number of ordinary shares in issue; and	(0.23)	(0.52)
(b) On a fully diluted basis (detailing any adjustments made to the losses).	(0.23)	(0.52)

(a) Basic losses per share

The basic loss per share is calculated by dividing the net losses attributable to the equity holders of the Company by the weighted average number of ordinary shares in issue as follows:

Loss attributable to equity holders of the Company (USD'000)	(359)	(815)
Weighted average number of ordinary shares ('000)	157,408	157,408
Basic losses per share (USD cents)	(0.23)	(0.52)

(b) Diluted losses per share

For the purpose of calculating diluted losses per share during the comparative period, it is calculated by adjusting the weighted average number of ordinary shares outstanding by assuming the conversion of all potentially dilutive ordinary shares. The Company has no outstanding convertible securities or options and the diluted losses per share is the same as the basic losses per share.

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 30	As at 31	As at 30	As at 31
	June	December	June	December
	2014	2013	2014	2013
Net asset value (US\$'000)	7,928	7,603	6,222	6,379
Ordinary shares in issue ('000)	157,408	157,408	157,408	157,408
Net asset value/Share (US\$ cents)	5.04	4.83	3.95	4.05

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-**
 - (a) **any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**
 - (b) **any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

Income Statement

Revenue decreased by 11% from US\$1.03 million in the first half financial year ended 30 June 2013("HY2013") to US\$0.92 million in the first half financial year ended 30 June 2014("HY2014") mainly due to a decrease in System Integration sales.

Other income decreased by US\$0.17 million or 58% from US\$0.30 million in HY2013 to US\$0.13 million in HY2014, mainly due to lower gain recorded on disposal of available-for-sale financial assets in HY2014.

Total expenses decreased marginally by less than 1% from US\$2.04million in HY2013 to US\$2.03 million in HY2014. Subcontractor fee decreased by US\$0.38million due to a decrease in sales. Employee compensation increased by US\$0.13 million due to increments in salary and other expenses increased by US\$0.08million due to an increase in professional fees incurred. Depreciation, amortisation and impairment charges increased by US\$0.10 million due to building purchased in December 2013. Finance costs increased by US\$0.10million due to the borrowing incurred in December 2013 for the building.

The Group recorded a share of gain of associated companies of US\$0.62million mainly due to the share of profit from TS Investment Corp.

A net loss of US\$0.36 million was recorded in HY2014, as compared with a net loss of US\$0.82 million in HY2013, mainly due to the higher share of gain of associated companies partially offset by the decrease in revenue and other income in HY2014.

Balance Sheet and Statement of Cash Flow

Compared to 31 December 2013, the Group's cash and cash equivalents balances have decreased by US\$0.50million, from US\$1.30 million to US\$0.80 million as at 30 June 2014. Compared to 31 December 2013, the decrease in trade and other receivables from US\$1.31 million to US\$0.42million as at 30 June 2014 was mainly due to a decrease in sales.

Investment in associated companies increased in HY2014 by US\$0.72million mainly due to the share of profit from TS Investment Corp. in HY2014. Available-for-sale financial assets (non-current) increased by US\$0.75million from US\$2.36million as at 31 December 2013 to US\$3.11million as at 30 June 2014 mainly due to an increase in fair value and new purchases in HY2014. The decrease of US\$0.27 million in borrowings in HY2014 was mainly due to repayment of borrowings amounting to US\$0.49million.

In HY2014, the Group's net cash provided by operating activities amounted to US\$0.32 million mainly due to net cash outflow before changes in working capital of US\$0.60million and a decrease in trade and other payables of US\$0.06million partially offset by a decrease in trade and other receivables of US\$0.97million. Net cash utilised in investing activities amounted to US\$0.26million in HY2014 mainly due to less proceeds from disposal of available-for-sale financial assets of US\$0.26million partially offset by purchases of available-for-sale financial assets of US\$0.50million. Net cash used in financing activities of US\$0.61 million in HY2014 was mainly due to repayment of bank borrowings. As a result of the above, there was a net decrease in cash and cash equivalents of US\$0.54 million for the six month financial period ended 30 June 2014.

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

There was no prospect statement or forecast made previously.

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 business conditions in our industry continues to be challenging and competitive. We're paying attention for cost controls and expanding relevant project for tax refund system for foreign travelers to get refund conveniently and Seoul tour app & internet site. At the extraordinary general meeting held on 16th July 2014, we had obtained shareholders' approval to diversify our business into property development.

11. **If a decision regarding dividend has been made:-**
(a) Current Financial Period Reported On
Any dividend recommended for the current financial period reported on?
None
(b) Corresponding Period of the Immediately Preceding Financial Year
None
(c) Date of Payable
Not applicable
(d) Books closure date
Not applicable
12. **If no dividend has been declared (recommended), a statement to that effect.**
No dividend has been declared/recommendeded for the half year ended 30 June 2014.
13. **If the Group has obtained a general mandate from shareholders for IPTs, 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.**

Company has not obtained any general mandate from shareholders for interested person transactions.

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 shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
NIL	NIL	NIL

Confirmation by the Board on financial results pursuant to Rule 705 (5) of Section B: Rules of Catalist of the Listing Manual of the Singapore Exchange Securities Trading Limited

We, Ong Boon Chuan and Lee Jei Hoon, being directors of Edition Ltd ("the Company") do hereby confirm for and on behalf of the Board of Directors of the Company 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 financial results for the half year ended 30 June 2014 to be false or misleading in any material aspects.

On behalf of the Board of Directors

Ong Boon Chuan
Director and Chief Executive Officer
07-Aug-14

Lee Jei Hoon
Director and Chief Financial Officer

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("Sponsor"), SAC Capital Private Limited, for compliance with the relevant rules of the Exchange. The Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms. Alicia Kwan (Telephone: +65-6221-5590) 1 Robinson Road, #21-02 AIA Tower, Singapore 048542.