

HALCYON AGRI CORPORATION LIMITED (Company Registration No.: 200504595D)

#### Unaudited Financial Statement for the Third Quarter Ended 30 September 2017

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

Consolidated Profit and Loss Accounts- Third Quarter 2017 ("Q3 2017") and 9 Months Ended 30 September 2017 ("9M 2017")

		Group			Group	
	Q3 2017	Q3 2016		9M 2017	9M 2016	
	(Unaudited)	(Unaudited)	Change	(Unaudited)	(Unaudited)	Change
	US\$'000	US\$'000	%	US\$'000	US\$'000	%
Continuing Operations						
Revenue	482,145	187,111	157.7	1,519,017	568,960	167.0
Cost of sales	(446,481)	(179,935)	148.1	(1,402,879)	(540,715)	159.4
Gross profit	35,664	7,176	397.0	116,138	28,245	311.2
Other income	330	517	(36.2)	934	1,623	(42.5)
Selling expenses	(9,477)	(2,834)	234.4	(25,097)	(9,096)	175.9
Administrative expenses	(11,192)	(5,796)	93.1	(43,722)	(19,602)	123.0
Administrative expenses - non-recurring	-	(3,239)	n/m	-	(7,447)	n/m
Operating profit/(loss)	15,325	(4,176)	n/m	48,253	(6,277)	n/m
Finance income	806	177	355.4	1,629	748	117.8
Finance costs	(6,552)	(6,951)	(5.7)	(19,222)	(20,516)	(6.3)
Share of profit of associate	2,566	-	n/m	9,835	-	n/m
Profit/(Loss) before taxation	12,145	(10,950)	n/m	40,495	(26,045)	n/m
Income tax (expense)/benefit	(3,418)	(1,050)	225.5	(10,950)	(210)	5,114.3
Profit/(Loss) from continuing operations	8,727	(12,000)	n/m	29,545	(26,255)	n/m
Discontinued Operation						
Loss from discontinued operation	(152)	-	n/m	(7,867)	-	n/m
Total profit/(loss) for the period	8,575	(12,000)	n/m	21,678	(26,255)	n/m
Profit/(Loss) attributable to:						
Owners of the Company						
<ul> <li>continuing operations, net of tax</li> </ul>	7,812	(12,108)	n/m	24,832	(26,733)	n/m
- discontinued operation, net of tax	(469)	-	n/m	(4,714)	-	n/m
	7,343	(12,108)	n/m	20,118	(26,733)	n/m
Non-controlling interests						
- continuing operations, net of tax	915	108	747.2	4,713	478	886.0
- discontinued operation, net of tax	317	-	n/m	(3,153)	-	n/m
	1,232	108	1,040.7	1,560	478	226.4
Earnings before interest, tax, depreciation						
and amortisation ("EBITDA")	21 200	(1 0 / 2)	~ /~	65 222	691	9,338.8
<ul> <li>continuing operations</li> <li>discontinued operation</li> </ul>	21,298 1,919	(1,843)	n/m n/m	65,222 (4,034)		9,338.8 n/m
				( ) /		,
Earnings/(Loss) per share ("EPS/LPS"):						
Basic and diluted EPS/(LPS) in US cents						
- continuing operations (refer item 6)	0.49	(1.64)	n/m	1.56	(4.13)	n/m
- discontinued operation	(0.03)	-	n/m	(0.30)	-	n/m
Adjusted EPS/(LPS) in US cents						
- continuing operations (refer item 6)	0.49	(0.76)	n/m	1.56	(1.68)	n/m
- discontinued operation	(0.03)	-	n/m	(0.30)	-	, n/m
	(0.00)		1	(1.00)		,

n/m - not meaningful

## 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 (cont'd)

	Group				Group			
	Q3 2017 (Unaudited)	Q3 2016 (Unaudited)	Change	9M 2017 (Unaudited)	9M 2016 (Unaudited)	Change		
	US\$'000	US\$'000	%	US\$'000	US\$'000	%		
Profit/(Loss) for the financial period	8,575	(12,000)	n/m	21,678	(26,255)	n/m		
Other comprehensive income								
Items that may be reclassified subsequently to profit and loss								
Exchange differences on translation of foreign operations	27,656	1,974	1,301.0	55,977	7,417	654.7		
Recognised in the profit and loss accounts on occurrence of hedged transactions	-	76	n/m	-	2,200	n/m		
Other comprehensive income for the financial period	27,656	2,050	1,249.1	55,977	9,617	482.1		
Total comprehensive income/(loss) for the financial period	36,231	(9,950)	n/m	77,655	(16,638)	n/m		
Total comprehensive income/(loss) attributable to:								
Owners of the Company	32,771	(10,402)	n/m	72,570	(18,033)	n/m		
Non-controlling interests	3,460	452	665.5	5,085	1,395	264.5		
	36,231	(9,950)	n/m	77,655	(16,638)	n/m		

Consolidated Statement of Comprehensive Income - Third Quarter 2017 ("Q3 2017") and 9 Months Ended 30 September 2017 ("9M 2017")

n/m - not meaningful

#### 1(a)(ii) Notes to Consolidated Profit and Loss Accounts

		Group	Group			
	Q3 2017 Q3 2016			9M 2017	9M 2016	
	(Unaudited)	(Unaudited)	Change	(Unaudited)	(Unaudited)	Change
	U\$\$'000	US\$'000	%	US\$'000	US\$'000	%
Continuing operations						
Amortisation of intangible asset	(20)	(18)	11.1	(59)	(53)	11.3
Cost of inventories recognised as an expense	(446,481)	(179,935)	148.1	(1,402,879)	(540,715)	159.4
Depreciation:						
-Cost of sales	(4,735)	(1,907)	148.3	(13,450)	(5,642)	138.4
-Selling expenses	(25)	(22)	13.6	(74)	(68)	8.8
-Administrative expenses	(1,215)	(386)	214.8	(3,424)	(1,205)	184.3
·	(5,975)	(2,315)	158.1	(16,948)	(6,915)	145.1
Employee benefits expenses:						
-Cost of sales	(11,812)	(4,027)	193.3	(34,129)	(12,875)	165.
-Selling expenses	(1,418)	(1,074)	32.0	(3,967)	(3,245)	22.
-Administrative expenses	(11,044)	(3,356)	229.1	(29,206)	(9,885)	195.
	(24,274)	(8,457)	187.0	(67,302)	(26,005)	158.
Finance cost:						
-Working capital loans	(1,648)	(1,800)	(8.5)	(5,537)	(5,956)	(7.
- Term loans	(3,123)	(3,462)	(9.8)	(8,692)	(9,599)	(9
-Medium Term Notes ("MTN")	(1,769)	(1,670)	5.9	(4,951)	(4,897)	1.
-Finance lease obligation	(12)	(19)	(36.8)	(42)	(64)	(34
	(6,552)	(6,951)	(5.7)	(19,222)	(20,516)	(6.
Foreign exchange gain/(loss):						
-Cost of sales	1,000	(577)	n/m	3,366	148	2,174.
-Administrative expenses	6,086	21	28,881.0	9,810	(2,027)	n/r
	7,086	(556)	n/m	13,176	(1,879)	n/n
Non-recurring expenses:						
-Acquisitions-related expenses	-	(2,160)	n/m	-	(3,454)	n/r
-Expense on Consent Solicitation Exercise ("CSE")	-	(18)	n/m	-	(785)	n/r
-Amortisation of fee incurred for syndicated loan facility	-	(1,061)	n/m	-	(3,208)	n/r
	-	(3,239)	n/m	-	(7,447)	n/r
Other income:						
-Fair value gain/(loss) on biological assets	12	431	(97.2)	(69)	1,305	n/r
-Others	318	86	269.8	1,003	318	215.
	330	517	(36.2)	934	1,623	(42.
Professional fees	(1,065)	(380)	180.3	(2,861)	(998)	186.

n/m - not meaningful

### **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

	Grou			any
	30 Sep 17	31 Dec 16	30 Sep 17	31 Dec 16
	Unaudited	Audited	Unaudited	Audited
ASSETS	US\$'000	US\$'000	US\$'000	US\$'000
Non-current assets				
Intangible assets	200,436	200,496	-	
Property, plant and equipment	224,549	244,826	1,039	20
Plantation related properties	339,850	281,703	-	
Biological assets	7,647	6,821	-	
Investment properties	24,355	39,791	-	
Deferred tax assets	13,162	13,227	549	
Deferred charges	240	207	-	
Other assets	2	259	-	
Loan receivables	3,640	3,209	-	
Investment in associates	-	189,700	-	
Investment in subsidiaries	-	-	615,640	615,64
Total non-current assets	813,881	980,239	617,228	615,84
Current assets				
Cash and bank balances	104,893	66,625	2,979	43
Trade receivables	137,166	98,066	-	
Loan and other receivables	76,039	60,669	481,267	372,05
Tax receivables	3,438	1,767	-	
Derivative financial instruments	23,070	30,889	-	
Inventories	340,955	319,973	-	
Consumable biological assets	65	134	-	
Assets of disposal group classified as held for	685,626	578,123	484,246	372,48
sale	297,668	-	-	
Total current assets	983,294	578,123	484,246	372,48
Fotal assets	1,797,175	1,558,362	1,101,474	988,33
LIABILITIES AND EQUITY Current liabilities				
Derivative financial instruments	2,109	58,786	-	
Trade payables	42,865	46,265	-	
Other payables	74,596	44,305	23,845	33,77
Loan payables	329,627	244,645	50,750	2,75
Provision for taxation	14,680	4,148	414	41
Finance lease obligation	488	497	488 75,497	46
Liabilities of disposal group classified as held	464,365	398,646	75,497	37,40
for sale	14,308	-	-	-
Total current liabilities	478,673	398,646	75,497	37,40
Net current assets	504,621	179,477	408,749	335,08
Non current liabilities				
Loan payables	406,637	460,372	299,754	357,65
Retirement benefit obligations	13,575	14,297	-	,
Deferred tax liabilities	25,088	34,763	-	2
Finance lease obligation	212	600	212	58
Other payables	1,850	1,850	-	
Total non current liabilities	447,362	511,882	299,966	358,26
Net assets	871,140	647,834	726,011	592,67
Capital and reserves				
Share capital	603,874	603,874	603,874	603,87
Perpetual securities	148,690	-	148,690	-
	455	455	-	
•		74,748	(26,553)	(11,20
Capital reserves	93,724			
Capital reserves Accumulated profits/(losses)	93,724 (25,873)	(78,325)	-	
Capital reserves Accumulated profits/(losses) Foreign currency translation reserves		-	-	592.67
Capital reserves Accumulated profits/(losses) Foreign currency translation reserves Equity attributable to owners of the Company	(25,873) 820,870	(78,325) 600,752	726,011	592,67
Capital reserves Accumulated profits/(losses) Foreign currency translation reserves Equity attributable to owners of the Company Non-controlling interests Total equity	(25,873)	(78,325)	-	592,67

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

#### Amount repayable in one year or less, or on demand

	As at 30 Sept (Unau		As at 31 Dec (Aud	ember 2016 ited)
	Secured	Unsecured	Secured	Unsecured
	US\$'000	US\$'000	US\$'000	US\$'000
Loan payables	219,761	109,866	141,246	103,399
Finance lease	488	-	497	-

#### Amount repayable after one year

	As at 30 Sept (Unau		As at 31 Dec (Aud	
	Secured US\$'000	Unsecured US\$'000	Secured US\$'000	Unsecured US\$'000
Loan payables	4,813	401,824	7,914	452,458
Finance lease	212	-	600	-

#### Details of any collateral

Working capital loans are secured by corporate guarantees from the Company and by a charge over some of the Group's property, plant and equipment and certain cash and bank balances.

Term loans are secured by a charge over certain of the Group's property, plant and equipment.

Finance leases are secured by the lessor's title to the leased assets.

### 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

	Gro	aup	Gro	up
	Q3 2017	Q3 2016	9M 2017	9M 2016
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	US\$'000	US\$'000	US\$'000	US\$'000
Operating activities:				
Profit/(loss) before taxation from continuing operations	12,145	(10,950)	40,495	(26,045)
Profit/(loss) before taxation from discontinued operation	192	-	(7,578)	-
Profit/(loss) before taxation	12,337	(10,950)	32,917	(26,045)
Adjustments for:				
Depreciation expense	6,854	2,315	19,517	6,915
Amortisation of intangible asset	20	18	59	53
Retirement benefit expense	830	406	1,994	1,266
Interest income	(816)	(177)	(1,644)	(748)
Interest expense	7,381	6,951	20,316	20,516
Fair value (gain)/loss on open forward commodities contracts and inventories, unrealised	(24,963)	6,883	3,691	388
Fair value (gain)/loss on biological assets	(24,903)	(431)	5,091	(1,305)
Unrealised foreign exchange (gain)/loss	(12)	(431)	- 05	2,027
Amortisation fee for syndicated loan facility	_	1,061	_	3,208
Gain on disposal of property, plant and equipment and		1,001		5,200
investment properties	(22)	-	(113)	-
Write off of property, plant and equipment	-	-	75	-
Share of profit of associates	(2,537)	-	(9,938)	-
Operating cash flows before working capital changes	(928)	6,055	66,943	6,275
Trade and other receivables	(5,356)	(160)	(64,820)	15,544
Inventories	41,463	2,357	(80,013)	19,115
Trade and other payables	4,465	2,400	17,290	(8,982)
Cash generated from/(used in) operations	39,644	10,652	(60,600)	31,952
Interest received	816	177	1,644	748
Interest paid	(2,180)	(1,843)	(6,321)	(6,042)
Tax (paid)/received Net cash generated from/(used in) operating activities	(2,581) 35,699	273 9,259	(4,183) (69,460)	730 27,388
Net cash generated from (used in) operating activities	33,033	9,239	(09,400)	27,388
Investing activities				
Acquisition of non-controlling interests	(1,606)	-	(2,856)	-
Option fee received from proposed disposal of an associate	540	-	5,943	-
Capital expenditure on property, plant and equipment	(45.740)	(1 500)	(40,225)	(5.020)
and plantation assets	(15,740)	(1,590)	(40,336)	(5,039)
Proceeds from disposal of property, plant and equipment and investment properties	443	-	547	-
Net cash used in investing activities	(16,363)	(1,590)	(36,702)	(5,039)
-				
Financing activities		(6.270)		(10.275)
Net repayment of syndicated loan facility - term loan	-	(6,370)	-	(18,375)
Net repayment of syndicated loan facility - working capital loan		(13,500)		(5,000)
Net proceed from issuance of perpetual securities		(13,500)	148,690	(3,000)
Net (repayment)/proceeds of term loans	(1 219)	-	22,390	_
Net (repayment)/proceeds of working capital loans	(1,219) (51,641)	4,391	78,184	(433)
Net repayment of Medium Term Notes ("MTN")	(87,291)	4,551	(87,291)	(433)
Interest paid on term loans and syndicated facility	(2,247)	(3,462)	(7,078)	(9,599)
Interest paid on MTN	(2,912)	(2,949)	(5,820)	(5,838)
Interest paid in advance to Trust Account - MTN	(=)3 ==)	(3,040)	(3,820)	(3,040)
Repayment of obligation under finance lease arrangement	(159)	(109)	(439)	(323)
Dividend paid to non-controlling interest	-		(183)	(166)
Increase in pledged deposits	(111)	-	(4,556)	-
Net cash generated/(used in) from financing activities	(145,580)	(25,039)	143,897	(42,774)
Net (decrease)/increase in cash and cash equivalents	(126,244)	(17,370)	37,735	(20,425)
Cash and cash equivalents at beginning of the period	231,455	66,691	66,625	70,541
Effects of exchange rate changes on the balance of		-,	·	·- ·
cash held in foreign currencies	1,868	(340)	2,719	(1,135)
Cash and cash equivalents at end of the period	107,079	48,981	107,079	48,981
Cash and bank balances comprise the following:				
Cash and cash equivalents:				
- Continuing operations	101,737	48,981	101,737	48,981
- Disposal group asset held for sale	5,342	-	5,342	-
	107,079	48,981	107,079	48,981
Fixed deposits - pledged:				
- Continuing operations	3,156	-	3,156	-
- Disposal group asset held for sale	1,590	-	1,590	-
	4,746	-	4,746	-
	111,825	48,981	111,825	48,981

# 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

Consolidated Statements of Changes in Equity as at 30 September 2017 and 30 September 2016

consolution statements of changes in Equity as at 50 Septem	bei 2017 and s	o Septembe	2010					
					Foreign			
Group (Unaudited)					currency		Non-	
<u></u>	Share	Perpetual	Capital	Accumulated	translation	Hedging	controlling	
	capital	securities	reserves	profit/(losses)	reserves	reserve	interests	Total
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Balance at 1 July 2017	603,874	148,690	455	86,176	(51,301)	-	48,621	836,51
Total comprehensive income for the period								
Profit for the period	-	-	-	7,343	-	-	1,232	8,57
Other comprehensive income	-	-	-	-	25,428	-	2,228	27,656
Total	-	-	-	7,343	25,428	-	3,460	36,23
Changes in ownership interests in subsidiaries								
Acquisition of non-controlling interests without a change								
in control	-	-	-	205	-	-	(1,811)	(1,606
Total	-	-	-	205	-	-	(1,811)	(1,606
Balance at 30 September 2017	603,874	148,690	455	93,724	(25,873)	-	50,270	871,140
Group (Unaudited)								
Balance at 1 July 2016	156,551	-	143	(10,262)	(53,110)	(65)	25,015	118,27
Total comprehensive loss for the period								
(Loss)/Profit for the period	-	-	-	(12,108)	-	-	108	(12,000
Other comprehensive (loss)/income	-	-	-	-	1,630	76	344	2,050
Total	-	-	-	(12,108)	1,630	76	452	(9,950
Transactions with owners, recognised directly in equity								
Issue of Company's share capital (net of share issuance cost)	230,598	-	-	-	-	-	-	230,598
Total	230,598	-	-	-	-	-	-	230,598
Balance at 30 September 2016	387,149	-	143	(22,370)	(51,480)	11	25,467	338,920
Company (Unaudited)								
Balance at 1 July 2017	603,874	148,690	_	(20,468)	_	_	_	732,096
Total comprehensive loss for the period	003,074	140,000	_	(20,400)	_			752,050
		_	_	(C 005)	_	-	-	10.005
Loss for the period Total	-	-	-	(6,085)		-	-	(6,085)
Balance at 30 September 2017	603,874	148,690		(6,085) (26,553)				726,011
Balance at 50 September 2017	005,874	146,090	-	(20,555)	-	-	-	720,011
Company (Unaudited)								
Balance at 1 July 2016	156,551	-	-	(6,345)	-	-	-	150,206
Total comprehensive loss for the period								
Loss for the period	-	-	-	(2,034)	-	-	-	(2,034
Total	-	-	-	(2,034)	-	-	-	(2,034
Transactions with owners, recognised directly in equity								
Issue of share capital (net of share issuance cost)	230,598	-	-	-	-	-	-	230,598
Total	230,598	-	-	-	-	-	-	230,598
Balance at 30 September 2016	387,149	-	-	(8,379)	-	-	-	378,770

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, 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 held against the total number of shares outstanding in a class that is listed as at the end of the current financial period on and as at the end of the current financial period on and as at the end of the current financial period for the against held against the total number of shares and the number of 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 current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current financial period reported on and as at the end of the current finan

	Number of ordinary shares	US\$'000
Issued and paid up	4 505 044 044	600 0 <b>7</b> 4
At 30 June 2017 and 30 September 2017	1,595,011,941	603,874

There were no outstanding options, convertibles, treasury shares or subsidiary holdings as at 30 September 2017 and 30 September 2016.

### 1(d)(iii) To show the 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

The Company did not hold any treasury shares as at 30 September 2017 and 31 December 2016. As such, the number of issued shares excluding treasury shares as at 30 September 2017 and 31 December 2016 were 1,595,011,941 shares.

### 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. There were no treasury shares during and as at the end of the current financial period reported on.

### 1(d)(v) 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. There were no subsidiary holdings during and 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 have not been reviewed or audited 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

Except as disclosed in paragraph 5, the financial statements have been prepared using the same accounting policies and methods of computation as presented in the audited financial statements for the financial year ended 31 December 2016.

# 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 applicable new and revised Financial Reporting Standards ("FRS") and Interpretations of Financial Reporting Standards ("INT FRS") which became effective for accounting periods beginning on or after 1 January 2017. The adoption of these new and revised FRS and INT FRS are assessed to have no material financial impact on the Group's financial statements for the current financial period reported on.

# 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

	Gro	oup	Group	
	Q3 2017	Q3 2016	9M 2017	9M 2016
Continuing operations	Unaudited	Unaudited	Unaudited	Unaudited
Profit/(Loss) attributable to owners of the Company (US\$'000)	7,812	(12,108)	24,832	(26,733)
Basic and diluted earnings/(loss) per share ("EPS/LPS") in US				
cents <sup>(1)</sup>	0.49	(1.64)	1.56	(4.13)
Adjusted EPS/(LPS) in US cents <sup>(2)</sup>	0.49	(0.76)	1.56	(1.68)
Adjusted EPS/(LPS) in SGD cents <sup>(3)</sup>	0.66	(1.03)	2.16	(2.29)

Notes:

- (1) The basic and diluted EPS/(LPS) for the periods under review have been computed based on the profit/(loss) attributable to owners of the Company and the weighted average number of ordinary shares in issue for the respective periods.
- (2) For comparative purposes, the adjusted EPS/(LPS) for the periods under review have been computed based on the profit/(loss) attributable to owners of the Company and number of ordinary shares in issue as at 30 September 2017 of 1,595,011,941 ordinary shares.
- (3) Translated at the average exchange rates for each respective period.

The basic and diluted EPS for Q3 2017, Q3 2016, 9M 2017 and 9M 2016 were the same as there were no potentially dilutive ordinary shares in issue as at 30 September 2017 and 30 September 2016.

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

	Gro	up	Com	pany
	30 September 2017 31 December 2016 3		30 September 2017	31 December 2016
	Unaudited	Audited	Unaudited	Audited
Net asset value per ordinary share based on issued share capital (US cents)	54.62	40.62	45.52	37.16
Net asset value per ordinary share based on issued share capital (SGD cents) <sup>(1)</sup>	72 55	58.74	61.30	52.74
centsy	73.55	58.74	61.30	53.74
Number of ordinary shares outstanding	1,595,011,941	1,595,011,941	1,595,011,941	1,595,011,941
outstanding	1,393,011,941	1,555,011,541	1,555,011,541	1,555,011,541

Note:

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

### REVIEW OF THE INCOME STATEMENT OF THE GROUP FOR Q3 2017 VS Q3 2016 AND 9M 2017 VS 9M 2016

#### Overview

Snapshot

#### **Operating financial statistics (continuing operations)**

		Q3 2017	Q3 2016	Change	9M 2017	9M 2016	Change
Total sales volume	tonnes	300,295	131,170	128.9%	834,472	432,983	92.7%
Revenue	US\$ million	482.1	187.1	157.7%	1,519.0	569.0	167.0%
Revenue per tonne	US\$	1,606	1,426	12.6%	1,820	1,314	38.5%
Gross profit	US\$ million	35.7	7.2	397.0%	116.1	28.2	311.2%
EBITDA	US\$ million	21.3	(1.8)	n/m	65.2	0.7	9338.8%
Net profit/(loss)	US\$ million	8.7	(12.0)	n/m	29.5	(26.3)	n/m

n/m - not meaningful

Q3 2017 and 9M 2017 results included the full quarter and nine months results of the new subsidiaries acquired in Q4 2016. As such, each item in the income statement for Q3 2017 and 9M 2017 has shown a significant movement as compared to Q3 2016 and 9M 2016.

#### <u>Revenue</u>

#### Q3 2017 vs Q3 2016

Revenue increased by US\$295.0 million or 157.7%, from US\$187.1 million in Q3 2016 to US\$482.1 million in Q3 2017 mainly due to the following reasons:

- (i) increase in revenue per tonne from US\$1,426 (Q3 2016) to US\$1,606 (Q3 2017), in line with the movement of the natural rubber market price during these periods; and
- (ii) higher sales volumes from 131,170 tonnes in Q3 2016 to 300,295 tonnes in Q3 2017, mainly due to contribution from the newly acquired assets and also, increased volume from our existing operations.

#### 9M 2017 vs 9M 2016

Revenue increased by US\$950.0 million or 167.0%, from US\$569.0 million in 9M 2016 to US\$1,519.0 million in 9M 2017 due to higher selling prices and higher sales volumes from 432,983 tonnes in 9M 2016 to 834,472 tonnes in 9M 2017 (as explained above). Selling prices increased as a result of the increase in the market price for natural rubber; revenue per tonne increased from US\$1,314 in 9M 2016 to US\$1,820 in 9M 2017.

#### Cost of sales

Cost of sales comprises the cost of procuring and processing raw materials into finished goods, and other incidental costs to transport the goods to customers (for sales not on FOB basis).

#### Q3 2017 vs Q3 2016 and 9M 2017 vs 9M 2016

Cost of sales increased by US\$266.5 million (9M 2017: US\$862.2 million) or 148.1% (9M 2017: 159.4%), from US\$179.9 million in Q3 2016 (9M 2016: US\$540.7 million) to US\$446.5 million in Q3 2017 (9M 2017: US\$1,402.9 million), due to the increase in sales volume and price of raw materials (in line with the increase in the market price for natural rubber).

<u>Gross profit</u>	Q3 2017	Q3 2016	Change	9M 2017	9M 2016	Change
Gross profit (US\$ million)	35.7	7.2	397.0%	116.1	28.2	311.2%
Sales volume (tonnes)	300,295	131,170	128.9%	834,472	432,983	92.7%
Gross profit per tonne (US\$)	119	55	117.1%	139	65	113.3%

#### Q3 2017 vs Q3 2016 and 9M 2017 vs 9M 2016

Gross profit increased by US\$28.5 million (9M 2017: US\$87.9 million) or 397.0% (9M 2017: 311.2%) from US\$7.2 million in Q3 2016 (9M 2016: US\$28.2 million) to US\$35.7 million in Q3 2017 (9M 2017: US\$116.1 million) mainly due to improved margins in the Processing Segment and contributions from the operations acquired in Q4 2016, offset by margin compression in the Distribution Segment due to volatile market prices.

#### Profit before tax

#### Q3 2017 vs Q3 2016 and 9M 2017 vs 9M 2016

Profit before tax in Q3 2017 was US\$12.1 million (9M 2017: US\$40.5 million), an increase of US\$23.1 million (9M 2017: an increase of US\$66.5 million) from the loss before tax of US\$11.0 million in Q3 2016 (9M 2016: loss before tax of US\$26.0 million).

The increase in profit before tax was mainly due to the increase in gross profit and share of profit of associate. The increase in profit before tax was offset by the increase in selling and administrative expenses, in line with the expanded operations after the acquisitions of GMG Group and Sinochem natural rubber assets in Q4 2016.

#### Profit after tax

#### Q3 2017 vs Q3 2016 and 9M 2017 vs 9M 2016

Profit after tax in Q3 2017 was US\$8.7 million (9M 2017: US\$29.6 million), an increase of US\$20.7 million (9M 2017: an increase of US\$55.8 million) from the loss after tax in Q3 2016 of US\$12.0 million (9M 2016: loss after tax of US\$26.3 million).

#### **Discontinued operation**

Discontinued operation refers to the Group's processing business in Thailand, under the brand name of Teck Bee Hang ("TBH"), which has been classified as asset held for sale under FRS105 *Non-Current Assets Held for Sale and Discontinued Operations*, following the Group's strategic review undertaken in H1 2017. The discontinued operation contributed to a US\$7.9 million loss after tax in 9M 2017 (Q3 2017: loss after tax of US\$0.2 million), with revenue of US\$127.0 million in 9M 2017 (Q3 2017: revenue of US\$31.6 million).

### REVIEW OF THE FINANCIAL POSITION OF THE GROUP AS AT 30 SEPTEMBER 2017 VS 31 DECEMBER 2016

#### Non-current assets

Non-current assets decreased by US\$166.3 million or 17.0% from 31 December 2016 (US\$980.2 million) to 30 September 2017 (US\$813.9 million), mainly due to the following factors:

- (i) decrease in investment in associates due to reclassification of the Group's investment in associate, SIAT S.A. of US\$212.8 million from non-current assets to current assets as assets of disposal group classified as held for sale;
- decrease of US\$15.4 million in investment properties mainly due to reclassification of TBH Group's investment properties of US\$16.5 million from non-current asset to current assets as assets of disposal group classified as held for sale; and
- (iii) these decreases were offset by increase of US\$37.9 million in property, plant and equipment and plantation related properties mainly due to capital expenditure of US\$40.3 million and foreign exchange difference in an aggregate of US\$45.2 million, as a result of strengthening of respective local currency in Indonesia, Malaysia, China and Africa, against US Dollar. This was offset by depreciation expense of US\$19.5 million and reclassification of TBH Group's property, plant and equipment of US\$27.6 million from non-current asset to current assets as assets of disposal group classified as held for sale.

#### Current assets

Current assets increased by US\$405.2 million or 70.1% from 31 December 2016 (US\$578.1 million) to 30 September 2017 (US\$983.3 million) mainly due to:

- (i) increase in cash and bank balances of US\$38.3 million mainly due to net proceeds received from issuance of perpetual securities, offset by repayment for redemption of S\$125 million MTN as announced on 31 July 2017;
- (ii) increase in trade and other receivables of US\$54.5 million. This was mainly due to higher outstanding balances in connection with the higher natural rubber prices in Q3 2017 compared to Q4 2016;
- (iii) increase in inventories of US\$21.0 million, mainly due to an increase in inventory holding;
- (iv) reclassification of investment in associate of US\$212.8 million and all non-current assets of TBH Group amounting to US\$46.2 million as part of assets of disposal group classified as held for sale totalling to US\$297.7 million; and
- (v) these increases were offset by decrease in derivative financial instruments of US\$7.8 million mainly due to lower valuation gain on open contracts as at 30 September 2017.

#### **Current liabilities**

Current liabilities increased by US\$80.0 million or 20.1% from 31 December 2016 (US\$398.6 million) to 30 September 2017 (US\$478.7 million), mainly due to:

- (i) increase in trade and other payables of US\$26.9 million. This was mainly due to increase in advances from customer and option fee received from proposed disposal of SIAT S.A. of €5.5 million (equivalent to US\$6.5 million);
- (ii) increase in loan payables of US\$85.0 million mainly due to higher utilisation of working capital loan, in line with higher account receivables and inventories;
- (iii) reclassification of all non-current liabilities of TBH group amounting to US\$9.6 million, as part of the liabilities within disposal group classified as held for sale, totalling to US\$14.3 million; and
- (iv) these increases were offset by a decrease in derivative financial instruments of US\$56.7 million, mainly due to lower valuation loss on open contracts.

The breakdown of the current loan payables are as follows:

(US\$ million)		30 September 2017	31 December 2016
Working capital loans		318.7	234.2
Term loans		10.9	10.4
	Total	329.6	244.6

#### Non-current liabilities

Non-current liabilities decreased by US\$64.5 million or 12.6% from 31 December 2016 (US\$511.9 million) to 30 September 2017 (US\$447.4 million), mainly due to redemption of MTN as mentioned above, offset by an additional drawdown of a term loan.

#### <u>Equity</u>

The Group's equity increased by US\$223.3 million from US\$647.8 million as at 31 December 2016 to US\$871.1 million as at 30 September 2017, mainly due to the net proceed of US\$148.7 million received from issuance of perpetual securities, the Group's 9M 2017 net income and foreign currency translation gain arising during the period.

#### Assets and liabilities of disposal group classified as held for sale

Assets and liabilities of disposal group classified as held for sale refer to the assets and liabilities of TBH group and the Group's investment in SIAT S.A., which are in the process of disposal. The key components are as follows:

	30 Sep 17
	Unaudited
	US\$'000
ASSETS	
Investment in associate	212,830
Property, plant and equipment	27,622
Investment properties	16,512
Cash and bank balances	6,931
Other working capital assets	33,773
Total assets	297,668
LIABILITIES	
Working capital liabilities	6,800
Deferred tax liabilities	7,508
	14,308
Net assets	283,360

#### Working capital

As at 30 September 2017, net working capital amounted to US\$221.5 million, as set out below:

(US\$ million)	30 September 2017	31 December 2016
Cash and bank balances	104.9	66.6
Trade receivables	137.2	98.1
Inventories	341.0	320.0
Less: Trade payables	(42.9)	(46.3)
Less: Working capital loans (current)	(318.7)	(234.2)
Net working capital	221.5	204.2

### REVIEW OF THE CASH FLOW STATEMENT OF THE GROUP FOR Q3 2017 VS Q3 2016 AND 9M 2017 VS 9M 2016

(US\$ million)	Q3 2017	Q3 2016	9M 2017	9M 2016
Net cash (used in)/generated from operating				
activities, before working capital changes	(4.9)	4.6	58.0	1.7
Changes in working capital	40.6	4.6	(127.4)	25.7
Net cash generated from/(used in) operating				
activities	35.7	9.2	(69.4)	27.4
Net cash used in investing activities	(16.4)	(1.6)	(36.7)	(5.0)
Net cash (used in)/generated from financing				
activities	(145.6)	(25.0)	143.9	(42.8)
Net (decrease)/ increase in cash and cash				
equivalents	(126.3)	(17.4)	37.8	(20.4)
Cash and cash equivalents at the beginning				
of the period	231.5	66.7	66.6	70.5
Effect of exchange rate changes on the				
balance of cash held in foreign currencies	1.9	(0.3)	2.7	(1.1)
Cash and cash equivalents at the end of the				
period	107.1	49.0	107.1	49.0

The following table sets out a summary of cash flows for Q3 2017, Q3 2016, 9M 2017 and 9M 2016:

#### Q3 2017 vs Q3 2016

The Group's cash and cash equivalents decreased by US\$126.3 million during Q3 2017. It recorded net cash inflow from operating activities of US\$35.7 million during Q3 2017.

Cash outflow from investing activities of US\$16.4 million was mainly due to capital expenditure on property, plant and equipment and plantation assets.

Net cash outflow from financing activities was US\$145.6 million, mainly due to repayment for redemption of \$125 million MTN and net repayment of various loans and payment of associated interest costs.

#### 9M 2017 vs 9M 2016

The Group's cash and cash equivalents increased by US\$37.8 million during 9M 2017. It recorded net cash outflow from operating activities of US\$69.4 million during 9M 2017.

Cash outflow from investing activities of US\$36.7 million was mainly due to capital expenditure on property, plant and equipment and plantation assets, offset by option fee received from proposed disposal of an associate.

Net cash inflow from financing activities was US\$143.9 million, mainly due to net proceeds from issuance of perpetual securities of US\$148.7 million and net proceeds from various loans, offset by repayment for MTN and payment of associated interest costs.

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

The Company did not issue any forecast or prospect statement.

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

The Group continues to realise the positive impact of certain post-merger cost tightening and revenue synergies which together with an improvement in operating leverage has benefited the Group's performance as seen in our Q3 2017 financials. While rubber markets continue to face short term price volatility, as was noted in FY 2016 and H1 2017, the Group is cautiously optimistic of business prospects in FY 2018.

Halcyon Agri believes that the dichotomy between the cost of rubber production as a specialised industrial product, and how it is priced via the various futures exchanges, presents an opportunity for the Group to be an aggregator in the sector as we reap the benefits of our scale, scope and reach. Following from the sale of the 35% stake in SIAT, the Group has received the purchase consideration of  $\pounds$ 187.0 million (net of the  $\pounds$ 5.5 million call option price previously received). The proceeds from the sale will provide the Group with additional resources to further strengthen our capital base and to continue investing in the diversification of our origination and processing bases in Indonesia and Africa, as well as grow our distribution capabilities globally.

#### 11. Dividend

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

No dividends have been declared or recommended for the current financial period.

#### (b) Corresponding Period of the Immediately Preceding Financial Year

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

No.

(c) Date 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 or recommended for the current financial period.

#### 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 does not have an IPT Mandate.

#### 14. Segmental information

Halcyon Agri is a global leader in natural rubber, supporting the world's growing mobility needs through the origination, production and distribution of natural rubber. The Group sources a broad range of grades from all major origins globally, operates 33 natural rubber processing facilities in Indonesia, Malaysia, Thailand, China and Africa, and distributes to an international customer base through its network of warehouses and sales offices in South East Asia, China, the United States of America and Europe.

The Group's supply chain model is designed to capture adjacent margins along the natural rubber value chain, as follows:

- Plantation Segment the management of mainly natural rubber estates, both owned by the Group and external third parties, employing latest agronomical models and best ecological practices to achieve world-leading sustainable yields.
- Processing Segment the procurement and processing of raw materials into high quality technically specified rubber ("TSR') in our 33 processing factories, with a strong focus on Corporate Social Responsibility ("CSR") and the development of premium grades.
- Distribution Segment the merchandising and distribution of natural rubber and latex from the Group's own factories as well as selected third party origins and grades.
- Corporate Segment covers group strategic management, corporate finance, group administration and legal matters, treasury, taxation and investment properties.

The results of the operating segments are reviewed continuously by the Group's executive team to optimise allocation of resources between the segments. Segmental performance is evaluated based on operating profit or loss which, in certain respects, as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements.

Segment assets and liabilities include items directly attributable to a segment as well as those that can be allocated on reasonable basis.

#### Segment information - Third Quarter 2017 ("Q3 2017") and Third Quarter 2016 ("Q3 2016")

	Plant	ation	Proce	ssing	Distrib	oution	Corp	orate	Elimin	ation	Consoli	idated
(US\$'000)	Q3 2017	Q3 2016	Q3 2017	Q3 2016	Q3 2017	Q3 2016						
Revenue to third party	79	20	203,806	103,692	278,260	83,399	-	-	-	-	482,145	187,111
Inter-segment revenue	7,915	-	109,365	11,164	459	2,731	2,535	2,182	(120,274)	(16,077)	-	-
Total revenue	7,994	20	313,171	114,856	278,719	86,130	2,535	2,182	(120,274)	(16,077)	482,145	187,111
Gross profit	2,328	20	25,766	5,203	7,972	1,953	2,535	2,182	(2,937)	(2,182)	35,664	7,176
Operating profit/(loss)	(291)	281	16,473	(1,407)	56	(1,348)	(694)	(1,702)	(219)	-	15,325	(4,176)
											000	477
Finance income											806	177
Finance cost											(6,552)	(6,951)
Share of profit of associate											2,566	-
Profit/(Loss) before taxation											12,145	(10,950)
Income tax expense											(3,418)	(1,050)
Profit/(Loss) from continuing operations, net of tax											8,727	(12,000)
Loss from discontinued operations, net of tax											(152)	-
Profit/(Loss) for the financial period											8,575	(12,000)
Total sales volume (tonnes)	5,529	-	197,785	85,265	168,811	62,189	-	-	(71,830)	(16,284)	300,295	131,170
Gross profit per tonne (US\$)	421	_	130	61	47	31	-	_	(71,050)	(10,204)	119	55
			150	01		51					115	
Other information (continuing operations):												
Depreciation expenses	1,351	31	4,261	2,221	101	51	262	12	-	-	5,975	2,315
Capital expenditure	12,612	584	2,034	856	349	67	11	83	-	-	15,006	1,590

#### Segment information - 9 Months of 2017 ("9M 2017") and 9 Months of 2016 ("9M 2016")

	Plantation		Proce	essing	Distribution		Corporate		Elimination		Consolidated	
(US\$'000)	9M 2017	9M 2016	9M 2017	9M 2016	9M 2017	9M 2016	9M 2017	9M 2016	9M 2017	9M 2016	9M 2017	9M 2016
Revenue to third party	169	48	683,401	298,824	835,447	270,088	-	-	-	-	1,519,017	568,960
Inter-segment revenue	21,358	-	368,868	41,244	4,605	14,456	7,605	6,545	(402,437)	(62,245)	-	-
Total revenue	21,527	48	1,052,269	340,068	840,052	284,544	7,605	6,545	(402,437)	(62,245)	1,519,017	568,960
Gross profit	7,303	48	97,341	17,050	11,897	11,147	7,605	6,545	(8,007)	(6,545)	116,138	28,245
Operating profit/(loss)	744	854	58,088	(1,471)	(10,134)	971	(226)	(6,641)	(219)	10	48,253	(6,277)
Finance income											1,629	748
Finance cost											(19,222)	(20,516)
Share of profit of associate											9,835	-
Profit/(Loss) before taxation											40,495	(26,045)
Income tax expense											(10,950)	(210)
Profit/(Loss) from continuing operations, net of tax											29,545	(26,255)
Loss from discontinued operations, net of tax											(7,867)	-
Profit/(Loss) for the financial period											21,678	(26,255)
Total sales volume (tonnes)	13,043	-	576,829	266,812	461,106	216,132	-	-	(216,506)	(49,961)	834,472	432,983
Gross profit per tonne (US\$)	560	-	169	64	26	52	-	-	-	-	139	65
Other information (continuing operations):												
Depreciation expenses	3,975	142	12,469	6,571	204	154	299	48	-	-	16,948	6,915
Capital expenditure	31,347	1,900	6,828	2,815	524	182	904	142	-	-	39,603	5,039
	Plant	ation	Proce	scing	Distribution		Corporate		Elimination		Consol	idated
	30 Sep 17		30 Sep 17	31 Dec 16	30 Sep 17	31 Dec 16	30 Sep 17	31 Dec 16	30 Sep 17	31 Dec 16	30 Sep 17	31 Dec 16
Segment Assets	434,871	376,564	1,129,422	824,222	382,622	352,090	1,850,390	1,661,244	(2,000,130)		1,797,175	1,558,362
Segment Liabilities	187,077	147,105	757,593	492,077	273,876	229,641	659,176	633,950	(951,687)	(592,245)	926,035	910,528
Sebucine Englinees		147,103	, 57, 555	-52,577	2,3,070	223,041	000,170	000,000	(331,037)	(332,2-3)	520,033	510,520

#### 15. Undertakings from Directors and executive officers pursuant to Rule 720(1)

The Company confirms that each of its directors and executive officers has provided and has not withdrawn, a duly signed undertaking in the format set out in Appendix 7.7 of the Listing Manual of the Singapore Exchange Securities Trading Limited.

#### 16. Negative Confirmation by the Board pursuant to Rule 705(5)

We, Robert Meyer and Pascal Demierre, hereby confirm on behalf of the Board of Directors (the "Board") of the Company that, to the best of our knowledge, nothing has come to the attention of the Board which may render the unaudited financial results for the third quarter and 9 months ended 30 September 2017 to be false or misleading in any material aspect.

**By Order of the Board** Robert Meyer Executive Director and CEO

Singapore, 3 November 2017