Hor Kew Corporation Limited

BUILDING A BRAND NEW FUTURE

ANNUAL REPORT 2019

CONTENTS

OUR VISION

Our vision is to be a top-notched integrated building group in the region, leveraging on prefabrication technology and operational excellence to provide high value-added services to our customers.

OUR MISSION

We are fully dedicated to customers' satisfaction. We pledge ourselves to a policy of responding sensitively to our customers' progressive needs.

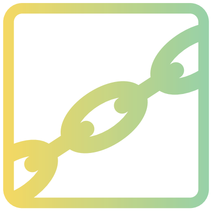
We commit ourselves to on-time completion of our projects, and to continuous improvement in our quality and cost effectiveness through employee re-training and effective utilisation of resources.

OUR CORE VALUES

INTEGRITY
The cornerstone of our success.

quick
ADAPTATION
to changing environments.
The fittest survivor is the most flexible.

corporate, social and environmental
RESPONSIBILTY
We build for you. We contribute to society.



continual
PERSEVERANCE
The spirit of tenacity will see us through.

HOR KEW CORPORATION LIMITED IS A BUILDING CONSTRUCTION GROUP, PROVIDING AN INTEGRATED RANGE OF CONSTRUCTION RELATED PRODUCTS AND SERVICES.

The Group's origin can be traced back to 1979 when Hor Kew Private Limited became the main business vehicle.

In 1983, the Group was awarded the first main building contract. This contract, with a value of $28.5 million, was for the building of eight blocks of residential apartments.

In 1986, the Group embarked on the first property development project. Since then, the Group has completed several property development projects.

In 1990, the Group diversified its operations vertically and started the business of manufacturing and supply of prestressed and precast reinforced concrete building components as well as prefinished architectural precast components.

In 1994, the Group further enhanced its vertical integration by venturing into the manufacturing and supply of prefabricated architectural metal component business.

The Group also has precast and prefabrication operations in Malaysia.

The vertical integration of the Group's operations continues till today, as this enhances better control over the quality and progress of building projects undertaken, thus providing high value-added services to its customers.

Over the years, the Group has successfully completed many projects, and has achieved and received numerous awards.

By leveraging on its steady track record and expertise in the construction industry, the Group has grown to become a main board public listed construction group in Singapore.

DEAR SHAREHOLDERS,

For the past two financial years, depressed tender prices for the precast sector coupled with high raw material prices caused the Group to incur substantial losses. In response, we had stepped up on various cost savings measures, improved our procurement practices, and streamlined our production processes. Our efforts have borne fruits, for the Group has successfully turned profitable. For the financial year ended 31 December 2019 (FY2019), the Group made a profit after tax of $0.9 million, and this is an extremely encouraging result for us.

The Group has been successful in its cost savings initiatives, but it will continue its focus on closely monitoring and vigilantly controlling our raw material and staff costs. At the same time, we will continue exploring ways to raise productivity levels and better work processes.

CONTINUOUS PRODUCT INNOVATION TO ENSURE CONTINUED SUCCESS OF OUR BUSINESS

The Group has always invested heavily in Research & Development to stay competitive. We have commenced production of Prefabricated Prefinished Volumetric Construction (PPVC) products, as in-line with the Government's direction for the construction industry. PPVC is becoming increasingly mandatory in the tender of HDB projects, so we believe that our early adoption will give us a competitive edge in project tenders.

Our metal prefabrication segment prides itself on its ability to constantly expand its product offerings. It has added the pocket door system to its product catalogue and production will begin in the coming financial year. Another new product, metal sliding doors, are being installed for use in handicap toilets. Other than metal, our metal prefabrication plant has also branched into sale of products made from other materials, such as timber doors in industrial buildings. It started to offer the unplasticized polyvinyl chroide (uPVC) door and frame last year, and this year it started fabricating uPVC sliding doors for residential use as well.

Besides offering new products, we also keep on enhancing the designs of existing products to fulfill regulatory requirements and also keep ahead of the competition. For example, we have lately enhanced the designs of our double-tiered bicycle rack and letter box, thereby winning us new project tenders.

The above is a testament of our ability to evolve to suit changing customer needs. Our new products have always received positive feedback from customers, yet we keep working on further improving their designs in our continuous pursuit for excellence.

LOCAL ECONOMY AND INDUSTRY OUTLOOK AND OUR BUSINESS STRATEGIES

The tender prices for the precast concrete business have been on an uptrend since last year and this has benefitted us greatly as our newer projects enjoy higher profit margins than those clinched earlier. However, we continue to be cautious in our new tenders by only bidding for projects that we are confident will still remain profitable should raw material prices rise significantly. Cost control and production efficiency will continue to be our top priorities. Last but not least, we have been emphasizing on tight credit control and will continue to do so.

Our efforts to build a more diversified project portfolio via tender of more commercial and industrial projects, have paid off in the form of higher profit margins than public housing projects. We hope to expand our business in this direction.

While the business has improved over last year, uncertainties still abound in the local economy and the construction industry. The COVID-19 virus has ravaged many sectors of the economy, but we expect this to cause minimal negative impact on our business operations. The resulting lower loan interest rates are expected to greatly reduce the Group's interest costs in the coming financial year. We are confident that continued efforts to modify our business strategies to adapt to the changing environment shall ensure our Group's continued success.

CONCLUSION

On behalf of the Board of Directors, I would like to thank our business partners and customers for their continued support. To our shareholders, my gratitude for your trust in Hor Kew. Last but not least, my earnest appreciation to all my colleagues for the hard work and dedication you have put in. Let us work together for a better 2020 and beyond!

MR BENJAMIN AW CHI-KEN
Executive Chairman & CEO

尊敬的股东，

在过去的两个财政年度，预制行业低迷的招标价加上原材料的高价格使得集团蒙受巨额的损失。为应对，我们加强了各成本控制措施，提升采购程序，及简化工作程序。我们的努力取得了成果，成功让集团实现盈利。截至2019年12月31日的财年（2019财年），集团录得税后盈利为90万元，是非常鼓舞的一组成绩。

集团在成本控制措施中取得成效，但仍会继续专注于密切监察及严格控制原材料及劳工成本。同时，我们亦会继续寻找提升生产效率和更好的工作程序的方法。

持续产品创新，以确保生意持续成功

集团向来极力投资于研发项目以保持竞争力。我们已开始生产预建预成的体积结构（PPVC），由于这与政府对建筑行业的发展方向一致。P-PVC逐渐成为项目投标的强制性标准，我们因此认为本集团的较早采纳这些产品会为我们在项目投标中带来竞争优势。
本集团的预制金属分部以能不断扩大其产品系列的能力引以为傲。该分部已把竖式移门系统添加到产品目录中，并在来年开始投入生产。另一种新产品，金属推拉门，正在安装，用于残疾人士厕所。除金属外，我们的预制金属厂还销售其他材料制成的产品，例如工业建筑中的木门。该分部去年开始提供未塑化聚乙烯（uPVC）的门和门框，而今年亦开始生产用于住宅的uPVC推拉门。

除了推出新产品，我们也不断完善现有产品的设计以满足法规要求，并在竞争中保持领先地位。举例，我们近期改进了双层单车置架和信箱的设计，从而为集团赢得了新的项目招标。

以上证实了我们能够顺应客户需求的转变作出相对调整的能力。集团推出的新产品一直都获得客户的好评，但我们仍会不懈的完善产品设计以精益求精。

本地经济和行业前景及经营策略

预制混凝土业务的投标价自去年以来处于上升趋势，这使我们受益匪浅，因为我们的新项目比较早前获得的项目享有更高的利润率。尽管如此，我们将继续保持谨慎，只对那些我们有信心就算在原材料成本大幅度上升的情况下仍会赚得利润的项目进行投标。成本控制和生产效率将仍是我们的首要任务。最后，我们一直强调于紧缩信贷控制，并将继续这么做。

我们通过招标更多商业及工业项目建立一个更多元化的项目组合的努力已以比公共建屋项目更高的利润率得到回报。我们希望业务能朝这个方向扩展。

虽然生意在过去一年里有所起色，但本地经济和建筑业还存在许多不确定因素。2019年新型冠状病毒已肆虐了各经济领域，但我们预计这不会对集团的业务造成太大的负面影响。由疫情导致的较低贷款利率预计将大大的降低集团在下一个财年的利息成本。我们有信心，不断努力修改经营战略以应对不断变化的环境将有助我们确保集团的持续成功。

结语

我谨代表董事会感谢一如既往地支持我们的每位商业伙伴与客户。对我们的股东，我为你们对好逑的信任致以万分谢意。　　最后，对我的同事们，我也由衷地珍惜你们所付出的努力及奉献。　让我们携手努力，共创一个更美好的2020年与未来。

胡志庆先生
执行主席兼执行总裁

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

The Group generated revenue of $64.4 million in FY2019 as compared to $50.1 million in FY2018, an increase of $14.3 million. This increase was due to higher volume of prefabrication activities.

The Group recorded a gross profit of $6.5 million in FY2019 compared to a gross loss of $15.3 million in FY2018, mainly due to higher profit margins for newer project and stabilizing of raw material costs.

Other income increased from $2.2 million to $4.2 million mainly due to gain on transfer of completed development properties held for sale to investment properties of $1.9 million.

General and administrative expenses decreased by $3.6 million to $9.4 million in FY2019. This was mainly due to decreases in foreign exchange loss of $1.4 million and administrative staff cost of $0.6 million. There was also an impairment loss on property, plant and equipment of $0.8 million in FY2018 but not in FY2019.

Finance costs increased from $1.5 million in FY2018 to $2.1 million in FY2019 mainly due to additional loans during the year as well as higher interest rates on our borrowings.

The Group recorded a profit before tax of $0.5 million in FY2019 (FY2018: loss before tax of $30.6 million).

The Group provided tax credit of $0.4 million in FY2019 after taking into consideration of available tax allowances and reliefs, and over-provision of income tax in prior years (FY2018: tax expense of $0.2 million).

Profit after tax of the Group for FY2019 was $0.9 million (FY2018: loss after tax of $30.8 million).

The Group had a comprehensive loss of $22,000 from unfavourable currency movements in foreign subsidiaries compared to gain of $41,000 in FY2018.

The Group reported total comprehensive income of $0.9 million in FY2019 (FY2018: total comprehensive loss of $30.8 million).

STATEMENT OF FINANCIAL POSITION

Property, plant and equipment fell by $2.7 million mainly due to depreciation. Investment properties increased $5.3 million due to transfer of completed development properties held for sale at fair value of $5.3 million. Non-current trade receivables mainly comprising of retention sums increased by $1.8 million. Overall non-current assets increased by $5.7 million.

Current assets of the Group decreased by $3.8 million from FY2018 mainly due to transfer of completed development properties held for sale to investment properties under non-current assets. Trade receivables increased by $1.9 million and inventories increased by $0.9 million mainly due to increase in business volume. Cash fell by $3.0 million from FY2018.

Total assets of the Group increased by $1.9 million from FY2018 to $170.0 million as at 31 December 2019.

Provision for onerous contracts decreased by $4.5 million while total borrowings increased by $6.2 million.

Total liabilities of the Group increased by $1.0 million from FY2018 and stood at $110.0 million as at 31 December 2019.

Shareholders' equity of the Group increased by $0.9 million and recorded at $60.1 million as at 31 December 2019, mainly due to profit after tax of $0.9 million in FY2019.

STATEMENT OF CASH FLOWS

The Group used $0.6 million in its operating activities and $3.5 million in its investing activities.

The Group had a net cash inflow of $1.5 million from its financing activities.

Net cash of the Group decreased by $2.6 million and stood at $2.0 million as at 31 December 2019.

MR BENJAMIN AW CHI-KEN
Executive Chairman And CEO

Mr Benjamin Aw Chi-Ken was appointed as the Executive Chairman and CEO on 30 March 2020. Mr Benjamin Aw is responsible for the overall strategic decisions of the Group.

He is also overseeing the business development, corporate matters, financial planning, general management and investment decisions of the Group.

Prior to joining the Group, Mr Benjamin Aw started his career by working in the banks as a Personal Financial Adviser and Relationship Manager with both offshore financial institutions and a local bank. In addition to his banking experience, Mr Benjamin Aw has accumulated more than 8 years of hands on experience as a professional in mechanical and electrical elevator transportation systems and the construction industry holding various positions in regional, managerial, agencies and manufacturers roles.

Mr Benjamin Aw holds a Bachelor of Arts degree with First Class Honours in Accounting and Finance from University of North London, London, United Kingdom and a Degree in Masters of Science in Finance from The City University, London, United Kingdom.

Mr Benjamin Aw was first appointed to the Board of Directors on 27 February 2014 and last re-elected on 26 April 2018.

He will be due for re-election at the forthcoming Annual General Meeting.

MS ELICIA AW YING YING
Executive Director

Ms Elicia Aw Ying Ying is an Executive Director and is responsible for directing the day to day business operations as well as the strategic management of the Group's subsidiaries Prefab Technology Pte Ltd, Prefab Technology 3 Pte Ltd, Prefab Technology Sdn Bhd and Prefab Metal Sdn Bhd.

Ms Elicia Aw joined the Group in 2002 as a Project Manager and in year 2011 was appointed as the General Manager of Prefab Technology Pte Ltd and Prefab Technology 3 Pte Ltd. She continues to play a pivotal role in overseeing and directing the design and manufacture of prestressed and precast reinforced concrete building components as well as the prefabricated architectural metal components.

Ms Elicia Aw holds a Bachelor of Engineering (Civil) degree with Honours from the National University of Singapore.

Ms Elicia Aw was first appointed to the Board of Directors on 27 February 2014 and last re-elected on 29 April 2019.

DR LOW SEOW CHAY
Non-Executive And Independent Director

Dr Low Seow Chay is a Non-Executive and Independent Director of the Company.

Dr Low is the Chairman of the Company's Audit Committee, and a member of the Nominating Committee and Remuneration Committee.

Currently, he is Independent Director of CASA Holdings Ltd, LK Technology Holdings Ltd and Hai Leck Holdings Ltd. He was an Independent Director of Sun Corporation before it was taken over by Cosco Investment (Singapore) Ltd and held the office of Board member of the Housing and Development Board.

Dr Low holds a Doctorate degree in Mechanical Engineering from University of Manchester, United Kingdom.

Dr Low was first appointed to the Board of Directors on 3 April 2000 and last re-elected on 26 April 2018.

MR LEE SEN CHOON
Non-Executive And Independent Director

Mr Lee Sen Choon is a Non-Executive and Independent Director of the Company.

Mr Lee is also a member of the Company's Audit Committee, Nominating Committee and Remuneration Committee.

He is the Managing Partner of UHY Lee Seng Chan & Co and has more than 30 years of experience in the areas of accounting, auditing, taxation and corporate secretarial practices. In addition, Mr Lee is a director of Singapore Chinese High School and Hwa Chong International School. Mr Lee is also the Chairman of the School Advisory Committee of Xingnan Primary School. He sits on the boards of two other public listed companies as Independent Directors.

Mr Lee holds a Bachelor of Science degree with Honours from the Nanyang University and a Post-graduate Diploma in Management from University of Salford. He is also a fellow member of the Institute of Chartered Accountants in England and Wales, as well as a practicing member of the Institute of Singapore Chartered Accountants.

Mr Lee was first appointed to the Board of Directors on 1 January 2003 and last re-elected on 27 April 2017.

He will be due for re-election at the forthcoming Annual General Meeting.

MR WILLIAM CHEW YEW MENG
Non-Executive And
Independent Director

Mr William Chew Yew Meng is a Non-Executive and Independent Director of the Company.

He is a member of the Company's Audit Committee, and Chairman of the Nominating Committee and Remuneration Committee.

Mr William Chew is a Partner and Principal Consultant with The Resource Group, which he co-founded to provide consultancy in Human Management and Development. He is concurrently the Executive Director of FAST, a non-profit organization providing social support, humanitarian aid and skills training for foreign domestic workers. He was the founding member of FAST and formerly its Vice President.

Mr William Chew holds a Master Degree in Mass Communication from Oklahoma City University, United States of America and holds a post graduate in Training and Development from ITD, United Kingdom.

As the Charter President of the Lions Club of Singapore Centennial, Mr William Chew is actively involved in serving the needy and the community.

Mr William Chew was first appointed to the Board of Directors on 3 April 2000 and last re-elected on 29 April 2019.

MR DENNIS AW KHOON HWEE
Non-Executive And
Non-Independent Director

Mr Dennis Aw Khoon Hwee is a Non-Executive And Non-Independent Director.

Having been with the organisation since 1983, Mr Dennis Aw helped to propel the Group to diversified interests in construction, prefabrication and property development from its general construction origins.

Mr Dennis Aw holds a Diploma in Building from the Singapore Polytechnic and a Bachelor of Business Administration degree from the Royal Melbourne Institute of Technology, Australia.

Mr Dennis Aw was first appointed to the Board of Directors on 10 November 1999 and last re-elected on 26 April 2007.

He resigned as Executive Chairman & CEO and relinquished his position as a member of the Remuneration Committee and Nominating Committee on 30 March 2020.

MR MICHAEL SOH CHIA YANG

Mr Michael Soh Chia Yang is the Financial Controller and is responsible for the Group's accounting, tax planning, banking and compliance with financial reporting and regulatory requirements.

Prior to joining the Group in 2017, Mr Michael Soh had 14 years of experience covering audit, financial reporting and operational accounting. His audit experience came from two of the Big Four accounting firms and his accounting experience came from a local listed company, a German Multinational Corporation and an established shipping company.

Mr Michael Soh holds a Bachelor of Accountancy degree from the Nanyang Technological University.

MS AW LAY SIM

Ms Aw Lay Sim is the Group Human Resource Director. She oversees the human resource, administration and information technology functions of the Group as well as facility management of the investment property in Singapore.

Having been with the organisation since 1984, Ms Aw has accumulated more than 30 years of hands-on experience in the building and construction industry. She plays a pivotal role in ensuring due compliance in respect of the various legal and statutory requirements relating to the employment of foreign workers in Singapore as well as other human resource, administrative, information technology and facilities management matters.

Ms Aw holds a Bachelor of Arts (Economics and Geography) degree from the Wilfrid Laurier University, Canada.

MR STEVEN AW SOON HWEE

Mr Steven Aw Soon Hwee is the Managing Director of Prefab Technology Pte Ltd, the Group's subsidiary engaged in the design and manufacture of prestressed and precast reinforced concrete building components.

Having joined the organisation since 1983, he oversees the day-to-day operational matters of the subsidiary and is responsible for the overall strategic business decisions and development of it.

Mr Steven Aw has a wealth of more than 30 years of experience in the building and construction industry and his contribution towards the prefabrication division has significantly enhanced the overall objectives and goals of the Group.

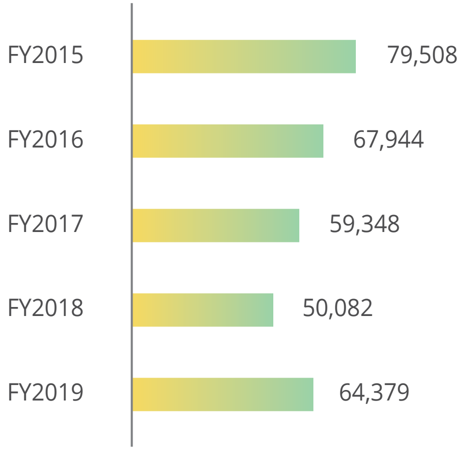
SUMMARISED FINANCIAL HIGHLIGHTS

	2015 $'000	2016 $'000	2017 $'000 (Restated)	2018 $'000	2019 $'000
Financial Performance					
Revenue	79,508	67,944	59,348	50,082	**64,379**
(Loss) / Profit before Tax	(2,553)	1,563	(3,463)	(30,636)	**520**
(Loss) / Profit Attributable to Shareholders	(2,040)	1,503	(3,288)	(30,848)	**900**
Assets and Liabilities					
Non-Current Assets	86,912	86,536	85,098	85,902	**91,573**
Net Current Assets	34,712	39,281	12,009	7,739	**2,293**
Non-Current Liabilities	(28,818)	(31,376)	(5,528)	(34,421)	**(33,768)**
Equity and Non-Controlling Interests	92,806	94,441	91,579	59,220	**60,098**
Per Share Basis					
Net Assets Per Share ($)	1.78	1.81	1.76	1.14	**1.15**
Basic (Loss) / Earnings Per Share (cents)	(3.92)	2.89	(6.31)	(59.25)	**1.73**

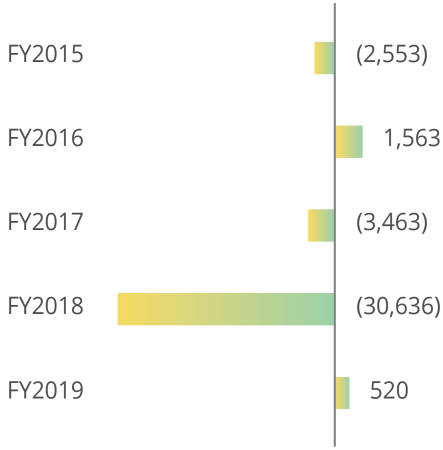
1. On 23 July 2015, the Company completed a share consolidation of every 15 existing issued ordinary shares into 1 consolidated ordinary share.

2. On 1 January 2018, the Group adopted SFRS(I) 1 and SFRS(I) 15 retrospectively. The financial performance, assets and liabilities, net assets per share and basic loss per share for 2017 have been restated as a result of this adoption.

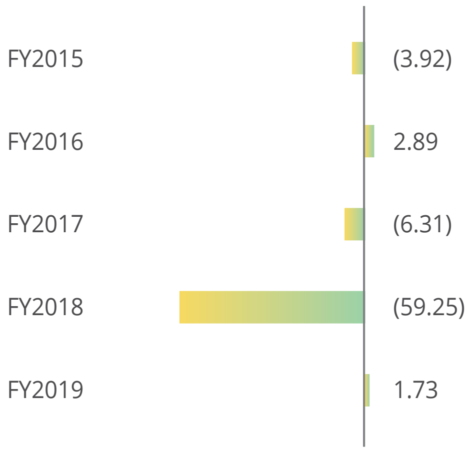
REVENUE
($'000)



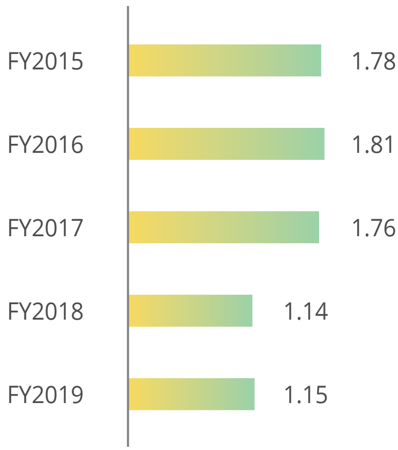
(LOSS) / PROFIT BEFORE TAX
($'000)



BASIC (LOSS) / EARNINGS PER SHARE (EPS)
(cents)



NET ASSETS PER SHARE
($)



DIRECTORS

Executive

Benjamin Aw Chi-Ken
(Executive Chairman and Chief Executive Officer)
Elicia Aw Ying Ying

Non-Executive and Independent

Dr Low Seow Chay
Lee Sen Choon
William Chew Yew Meng

Non-Executive and Non-Independent

Dennis Aw Khoon Hwee

COMPANY SECRETARIES

Koh Ee Koon
Judy Koh Geok Hoon

REGISTERED OFFICE

66 Kallang Pudding Road
#07-01 Hor Kew Business Centre
Singapore 349324

REGISTRAR AND SHARE TRANSFER OFFICE

RHT Corporate Advisory Pte. Ltd.
30 Cecil Street
#19-08 Prudential Tower
Singapore 049712

INDEPENDENT AUDITOR

Baker Tilly TFW LLP
Chartered Accountants of Singapore
600 North Bridge Road
#05-01 Parkview Square
Singapore 188778
Partner-in-charge: Tay Guat Peng
(Appointed since financial year ended 31 December 2018)

BANKERS

United Overseas Bank Limited
DBS Bank Limited

CORPORATE STRUCTURE

Hor Kew Corporation Limited

- 100% HOR KEW PRIVATE LIMITED
  - 100% OXLEY LIGHTS PTE LTD
    - 100% OXLEY LIGHTS DEVELOPMENT PTE LTD
- 100% HOR KEW LAND PTE LTD
- 100% PREFAB TECHNOLOGY PTE LTD
- 100% PREFAB TECHNOLOGY 3 PTE LTD
- 100% PREFAB TECHNOLOGY SDN BHD
- 100% PREFAB METAL SDN BHD
- 100% PARK VALE DESIGN & DEVELOPMENT PTE LTD
- 100% PREFAB TECHNOLOGY 8 PTE LTD
- 100% ABX LAND SDN BHD
- 99% GPX LAND SDN BHD

The Board of Directors (the "Board") of Hor Kew Corporation Limited (the "Company") and its subsidiary companies (collectively, the "Group") are committed to maintaining a high standard of corporate governance which is essential to the long term sustainability of the Group's business and performance.

This report outlines the Group's corporate governance processes and practices that were in place throughout the financial year ended 31 December 2019, with specific reference to the principles and provisions of the Code of Corporate Governance 2018 (the "Code"), which forms part of the continuing obligations of the Listing Rules of the Singapore Exchange Securities Trading Limited ("SGX-ST").

The Board believes that for the financial year ended 31 December 2019, the Company has generally adhered to the principles, provisions and recommendations as set out in the Code and where there are deviations from the Code, the reasons for the deviations are explained accordingly.

A. BOARD MATTERS

The Board's Conduct of Affairs

Principle 1: *The company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the company.*

Provision 1.1 of the Code: Directors are fiduciaries who act objectively in the best interests of the Company

The primary function of the Board is to protect and enhance long term value and returns for all shareholders. Besides carrying out its statutory responsibilities, the Board's role is to:

- guide the formulation of the Group's overall long-term strategic plans and performance objectives as well as operational initiatives;
- establish and oversee the processes of evaluating the adequacy of internal controls, risk management, financial reporting and compliance;
- review and approve annual budgets, major funding proposals, investment and divestment proposals;
- monitor the performance of the Management;
- set the Company's values and standards (including ethical standards), and ensure that obligations to shareholders and other stakeholders are understood and duly met;
- consider sustainability issues such as environmental and social factors; and
- assume responsibility for corporate governance.

Provision 1.2 of the Code: Directors' induction, training and development

Newly appointed Directors are provided with background information about the Company and the Group and are invited to visit the Group's operations and facilities to have a good understanding of the Group's business and operations.

Board members are encouraged to attend seminars and receive training to improve themselves in the discharge of their duties as Directors. In addition, the Company works closely with professionals to apprise Directors with updates on risk management and key changes to relevant regulatory requirements and accounting standards.

Provision 1.3 of the Code: Matters requiring Board's approval

Although the day-to-day management of the Company is delegated to the Executive Directors, the approval of the Board is required for matters such as corporate restructuring, mergers and acquisitions, major investments and divestments, material acquisitions and disposals of assets, major corporate policies on key areas of operations, major corporate actions such as share issuance, the release of the Group's results and announcement to shareholders, declaration of dividends and interested person transactions.

Provision 1.4 of the Code: Board Committees

To assist it in the execution of its responsibilities, the Board has established three Board committees, namely Audit Committee ("AC"), Nominating Committee ("NC") and Remuneration Committee ("RC") with clearly defined terms of reference. These terms of reference are reviewed on a regular basis, along with the committee structures and membership, to ensure their continued relevance.

Provision 1.5 of the Code: Board Meetings and Attendance

The Board met four times during the financial year to discuss key activities and business strategies, review the operations and performance, as well as address key policy matters of the Group. All Directors were furnished with relevant information beforehand in order to enable them to obtain further explanations where necessary, and be adequately briefed prior to the respective meetings. Minutes of the meetings are also available to the respective Board members. In addition, ad-hoc and non-scheduled meetings are convened by Board members to deliberate on urgent and substantive matters. The Company's Constitution allows for telephone, audio and video conferencing, or other electronic means of communication to facilitate participation at the meetings of the Board.

Details of Directors' attendance at Board and Board Committee meetings held during the financial year ended 31 December 2019 are summarised as follows:

ATTENDANCE AT BOARD AND BOARD COMMITTEE MEETINGS

	Board	Audit Committee	Nominating Committee	Remuneration Committee
Number of meetings held	4	4	2	2
Name of Director	ATTENDANCE			
Benjamin Aw Chi-Ken	4	NA	NA	NA
Elicia Aw Ying Ying	4	NA	NA	NA
Dr Low Seow Chay	4	4	2	2
Lee Sen Choon	4	4	2	2
William Chew Yew Meng	4	4	2	2
Dennis Aw Khoon Hwee	0	NA	0	0

Matters that are specifically reserved to the Board for its decision making are:

(a) financial results announcements, annual financial statements and report;

(b) material acquisition and disposal of assets and investments;

(c) major investment and funding decisions;

(d) share issuances, dividends and other distributions to shareholders;

(e) convening shareholders' meetings;

(f) capital expenditure exceeding a prescribed limit; and

(g) interested person transactions of a material nature.

Provision 1.6 of the Code: Access to information

The Board receives complete and adequate information on an on-going basis. Management provides the Executive Chairman and CEO with monthly management accounts and the rest of the Board members with quarterly management accounts. The agenda for Board meetings is prepared in consultation with the Executive Chairman and CEO and is circulated one week in advance of each meeting to Board members.

Where decisions to be taken by the Board require specialised knowledge or expert opinion, the Board obtains independent professional advice as and when necessary to enable it or the Independent Directors to discharge their duties and responsibilities effectively.

Provision 1.7 of the Code: Access to Management and Company Secretary

Management personnel who can provide additional insight into the matters at hand are invited to be present at the relevant time during a Board meeting. Furthermore, the Board has separate and independent access to the Company Secretary and senior executives, and there is no restriction of access to the senior management team of the Company or the Group at all times in carrying out its duties. Non-Executive Directors have also been invited to various functions whereby they may be informally introduced to officers of the Group.

The Company Secretary attends all formal Board meetings and ensures that Board procedures are followed, and that all applicable rules and regulations are complied with. The minutes of Board and Audit Committee meetings are circulated to the Board. The appointment and removal of the Company Secretary is subject to the approval of the Board.

Board Composition and Guidance

Principle 2: *The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the company.*

Provision 2.1 of the Code: Director independence

Provision 2.2 of the Code: Independent directors make up a majority of the Board

Provision 2.3 of the Code: Non-executive directors make up a majority of the Board

Provision 2.4 of the Code: Board Composition

The Board has six members, comprising three Independent and Non-Executive Directors, two Executive Directors and one Non-Independent and Non-Executive Director as follows:

Benjamin Aw Chi-Ken	(Executive Chairman and CEO)
Elicia Aw Ying Ying	(Executive Director)
Dr Low Seow Chay	(Independent and Non-Executive Director)
Lee Sen Choon	(Independent and Non-Executive Director)
William Chew Yew Meng	(Independent and Non-Executive Director)
Dennis Aw Khoon Hwee	(Non-Independent and Non-Executive Director)

The Board has examined its size and is satisfied that it is an appropriate size for effective decision making, taking into account the nature and scope of the Company's operations.

The Independent Directors currently make up half of the Board. The Board deems the current Independent Directors competent as they are respected individuals from different backgrounds whose core competencies, qualifications, skills and experiences are extensive and complementary to the Company.

Each Director has been appointed on the strength of his calibre, experience, grasp of corporate strategy and potential to contribute to the Company and its businesses. As each of the Directors brings valuable insights from different perspectives vital to the strategic interests of the Company, the Board considers that its Directors possess the necessary competencies to provide Management with a diverse and objective perspective on issues so as to lead and govern the Company effectively.

The Board recognises that Independent Directors may over time develop significant insights in the Group's business and operations, and can continue to provide noteworthy and valuable contribution to the Board.

The independence of the Independent Directors must be based on the substance of their professionalism, integrity, and objectivity, and not merely based on form; such as the number of years which they have served on the Board.

Currently, Dr Low Seow Chay, Mr Lee Sen Choon and Mr William Chew Yew Meng have served on the Board for more than nine years from the date of their first appointment.

The Board has subjected their independence status to a particularly rigorous review.

The Board is of the view that Dr Low Seow Chay, Mr Lee Sen Choon and Mr William Chew Yew Meng have demonstrated strong independent character and judgement over the years in discharging their duties and responsibilities as Independent Directors of the Company with the utmost commitment in upholding the interest of the non-controlling shareholders. They have expressed individual viewpoints, debated issues and objectively scrutinized and challenged Management. They have sought clarification and amplification as they deemed necessary, including through direct access to the Management.

Taking into account the above, and also having weighed the need for the Board's refreshment against tenure for relative benefit, the Board has affirmed that Dr Low Seow Chay, Mr Lee Sen Choon and Mr William Chew Yew Meng continue to be considered Independent Directors, notwithstanding they have served on the Board for more than nine years.

As there is strong independent element on the Board and given the size of the Board, the Board is of the view that it is not necessary or cost-effective to have independent directors to make up a majority of the Board.

Provision 2.5 of the Code: Meeting of Independent Directors without Management

Once a year, a formal session is arranged for the Non-Executive Directors (NEDs) to meet without the presence of Management and Executive Directors to review any matters that might be raised privately.

Chairman and Chief Executive Officer

Principle 3: *There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.*

Provision 3.1 of the Code: Separation of the roles of the Chairman and the Chief Executive Officer ("CEO")

Provision 3.2 of the Code: Division of responsibilities between the Chairman and CEO

Provision 3.3 of the Code: Lead Independent Director

The Board is of the view that, based on the Group's current scope and nature of operations, it is in the best interests of the Group to adopt a single leadership structure, whereby the Chairman and CEO (or equivalent) is the same person, so as to facilitate effective decision-making for the needs of the Group's business.

The corporate governance duties of the Chairman and CEO include:

1. leading the Board to ensure its effectiveness on all aspects of its role and setting its agenda;

2. promoting high standards of corporate governance;

3. ensuring that the Directors receive complete, accurate, timely and clear information;

4. ensuring effective communication with shareholders;

5. encouraging constructive relations within the Board;

6. facilitating effective contribution of Non-Executive Directors;

7. encouraging constructive relations between the Board and Management;

8. facilitating the effective contribution of Non-Executive Directors in particular; and

9. promoting a culture of openness and debate at the Board level

All major proposals and decisions made by the Executive Chairman and CEO are discussed and reviewed by the AC. His performance and appointment to the Board is reviewed periodically by the NC and his remuneration package is reviewed periodically by the RC. As the AC consists of all independent directors and majority of the NC and RC members are independent directors, the Board believes that there are sufficient strong and independent elements and adequate safeguards in place against an uneven concentration of power and authority in a single individual.

In view that the Chairman and CEO is the same person, the Board has appointed Dr Low Seow Chay as the Lead Independent Director of the Board since 12 November 2013 to work closely with other Independent Directors as and when necessary and meet with them without the presence of other Directors to discuss matters that are decided at Board meetings.

Board Membership

Principle 4: *The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.*

Provision 4.1 of the Code: Role of the NC

Provision 4.2 of the Code: Composition of NC

The NC comprises the three Independent and Non-Executive Directors who have been tasked with the authority and responsibility to devise an appropriate process to review and evaluate the performance of the Board as a whole as well as each Director on the Board. The chairman of the NC is an Independent and Non-Executive Director, and is not a substantial shareholder or directly or indirectly, associated with a substantial shareholder of the Company. The members of the NC are as follows:

William Chew Yew Meng	(Chairman)
Dr Low Seow Chay	(Lead Independent Director)
Lee Sen Choon	

The primary responsibilities of the NC are:

1. To make recommendations to the Board on the appointment of new Executive and Non-Executive Directors, including making recommendations on the composition of the Board generally and the balance between Executive and Non-Executive Directors appointed to the Board, as well as ensuring that there are procedures in place for the selection and appointment of Directors.

2. To regularly review the Board structure, size and composition and make recommendations to the Board with regard to any adjustments that are deemed necessary.

3. To be responsible for assessing nominees or candidates for appointment or election to the Board, determining whether or not such nominees or candidates have the requisite qualifi cations and whether or not they are independent.

4. To determine, on an annual basis, if a Director is independent. If the NC determines that a Director, who has one or more of the relationships as set out in the Code is in fact independent, the NC would disclose in full, the nature of the Director’s relationship and bear responsibility for explaining why the Director should be considered independent.

5. To recommend Directors who are retiring by rotation to be nominated for re-election.

6. To decide whether or not a Director is able to and has been adequately carrying out his duties as a Director of the Company, particularly when he has multiple board representations.

7. To be responsible for assessing the effectiveness of the Board as a whole and the contribution of each Director to the effectiveness of the Board.

Provision 4.3 of the Code: Board renewal and succession planning

The Company does not have a formal criterion of selection for the appointment of new Director to the Board. When the need for a new Director arises, or where it is considered that the Board would benefit from the services of a new Director with particular skills or to replace a retiring Director, the NC, in consultation with the Board, will determine the selection criteria and will select candidates with the appropriate expertise and experience for the position. In its search and nomination process for new Director, the NC may rely on search companies, personal contacts and recommendations for the right candidates. The NC ensures that the newly appointed Director is aware of their duties and obligations.

Board appointments are made by the Board after the NC has, upon reviewing the resume of the proposed Director and conducting appropriate interviews, recommended the appointment to the Board. The NC is also in charge of re- nominating the Directors, having regard to their contribution and performance. Pursuant to the Constitution of the Company, one-third of the Directors shall retire from office at the Company's annual general meeting every year, provided that all Directors shall retire from office at least once every three years. Newly appointed Director by the Board is required to retire at the next annual general meeting following his appointment. Retiring Director is eligible to offer themselves for re-election. Each member of the NC abstains from voting on any resolutions and making any recommendations and/or participating in any deliberations of the NC in respect of the assessment of his own performance or re-nomination as Director.

Provision 4.4 of the Code: Circumstances affecting Director's independence

As described under Principle 2 of this report, the Company has put in place a process to ensure the continuous monitoring of the independence of the Directors. Each independent Director is required annually to complete a checklist to confirm his independence. Further, the NC determines annually, and as and when circumstances require, whether a director is independent, taking into consideration the disclosures by the Directors of any relationships with the Company, its related corporations, its substantial shareholders or its officers and the checklist completed by each independent director. Having made its review, the NC is of the view that all independent directors have satisfied the criteria for independence.

Provision 4.5 of the Code: Multiple listed company directorships and other principal commitments

All Directors are required to declare their board representations. The NC has reviewed the contribution by each Director taking into consideration the Director's number of listed board representations and other principal commitments. The NC and the Board are of the view that, setting maximum number of listed company board representation that a Director may hold is not meaningful, as long as the Director is able to devote sufficient time and attention to the Company's affairs. As such, the Board does not propose the maximum number of listed company board representations which Directors may hold until such need arises. Notwithstanding the number of listed company board representations and other principal commitments some of the Directors are holding, the NC considers the conduct of meeting, the decision-making process, attendance and participation of each board member to be satisfactory.

Board Performance

Principle 5: *The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.*

Provision 5.1 and 5.2 of the Code: Assessment of effectiveness of the Board and Board Committees and assessing the contribution by individual directors

The Company does not have any alternate directors currently. Alternate directors will be appointed as and when the Board deems necessary. Circumstances which warrant such appointments may include health, age related concerns as well as Management succession plans.

With the Board's approval, the NC has decided for the financial year under review on how the Board's performance is to be evaluated as a whole, and proposed objective performance criteria including Board composition, size and expertise, Board information and timeliness, as well as Board commitment and accountability. In assessing each Director's performance and contribution to the effectiveness of the Board, the NC takes into consideration factors such as attendance, preparedness, participation and candour.

The NC met twice during the financial year under review on 27 February 2019 and 13 May 2019. Each member of the NC abstains from voting on any resolution in respect of the assessment of his own performance or re-nomination as a Director. Details of Board members' qualifications and experience including the year of initial appointment and last re-election, are presented in this Annual Report under the heading "Board of Directors".

The NC is of the opinion that the independence of the non-executive Directors is maintained and that each Director has contributed to the effectiveness of the Board as a whole. The Board has accepted the NC's nomination and has recommended the following Directors, who have given their consents for re-elections, to be put forward for reelection at the forthcoming Annual General Meeting:-

Benjamin Aw Chi-Ken (Retiring pursuant to Article 104)
Lee Sen Choon (Retiring pursuant to Article 104)

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information as set out in Appendix 7.4.1 relating to the above Directors to be put forward for re-election at the forthcoming Annual General Meeting is disclosed below:-

Name of Director	**Benjamin Aw Chi-Ken**	**Lee Sen Choon**
Date of first appointment	27 February 2014	1 January 2003
Date of last re-appointment (if applicable)	26 April 2018	27 April 2017
Age	41	69
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board, having considered the recommendation of the Nominating Committee and succession planning, and having assessed Benjamin Aw Chi-Ken's working experiences and leaderships in the Group, is of the view that Benjamin Aw Chi-Ken has the requisite experiences to assume the responsibilities as Executive Director of the Company.	The Board, having considered the recommendation of the Nominating Committee and having assessed Mr Lee Sen Choon's experiences, is of the view that Mr Lee Sen Choon has the requisite knowledge and experiences to assume the responsibilities as Independent Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Executive Director and responsible for the overall strategic decisions of the Group. He is also overseeing the business development, corporate matters, financial planning, general management and investment decisions of the Group.	Non-Executive.
Job Title (e.g. Lead ID, AC Chairman, AC member etc.)	Executive Chairman & CEO.	Independent Director, Member of the Audit Committee, Nominating Committee and Remuneration Committee.

Name of Director	Benjamin Aw Chi-Ken	Lee Sen Choon
Professional qualifications	Bachelor of Arts degree (First Class Honours) in Accounting and Finance from University of North London, London, United Kingdom. Degree in Masters of Science in Finance from The City University, London, United Kingdom.	Bachelor of Science (Honours) from Nanyang University Post-graduate Diploma in Management from University of Salford. Fellow member of the Institute of Chartered Accountants in England and Wales. Practicing member of the Institute of Singapore Chartered Accountants.
Working experience and occupation(s) during the past 10 years	Prior to joining the Group, Mr Benjamin Aw started his career by working in the banks as a Personal Financial Adviser and Relationship Manager with both offshore financial institutions and a local bank. In addition to his banking experience, Mr Benjamin Aw has accumulated more than 8 years of hands on experience as a professional in mechanical and electrical elevator transportation systems and the construction industry holding various positions in regional, managerial, agencies and manufacturers roles.	Mr Lee Sen Choon is the Managing Partner of UHY Lee Seng Chan & Co and has more than 30 years of experience in the areas of accounting, auditing, taxation and corporate secretarial practices. In addition, Mr Lee is the Director of Singapore Chinese High School and Hwa Chong International School. Mr Lee is also the Chairman of the School Advisory Committee of Xingnan Primary School. He sits on the boards of two other public listed companies as Independent Directors.
Shareholding interest in the listed issuer and its subsidiaries	Yes.	No.

Name of Director	Benjamin Aw Chi-Ken	Lee Sen Choon
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Brother of Ms Elicia Aw Ying Ying, Executive Director of Hor Kew Corporation Limited. Nephew of Mr Dennis Aw Khoon, Non-executive director. Nephew of Mr Aw Soon Hwee, substantial shareholder of Hor Kew Corporation Limited. Son of Dr Aw Leng Hwee (deceased), substantial shareholder of Hor Kew Corporation Limited.	No.
Conflict of interest (including any competing business)	No.	No.
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes.	Yes.
Other Principal Commitments* Including Directorships# * "Principal Commitments" has the same meaning as defined in the Code. # These fields are not applicable for announcements of appointments pursuant to Listing Rule 704(8)		
Past (for the last 5 years)	No.	Ex-Chairman of the Board of Directors of Singapore Chinese High School.

Name of Director	Benjamin Aw Chi-Ken	Lee Sen Choon
Present	Executive Director of XJ Elevator Engineering Private Limited, XJ Elevator Private Limited, Hor Kew Holdings Pte Ltd, Hor Kew International Pte Ltd, Hor Kew Pte Ltd, Hor Kew Land Pte Ltd, Oxley Lights Pte Ltd, Oxley Lights Development Pte Ltd, Prefab Technology Pte Ltd, Prefab Technology 3 Pte Ltd, Prefab Technology 8 Pte Ltd, Park Vale Design & Development Pte Ltd, ABX Land Sdn Bhd and GPX Land Sdn Bhd.	Managing Partner of UHY Lee Seng Chan & Co. Director/Member of UHY Lee Tax Services Pte. Ltd. and UHY Lee Advisory Pte Ltd. Director of Leta Enterprise Sdn Bhd, LSC & Brothers Pte Ltd, LSC Capital Pte. Ltd., LSC Management Consultants Pte Ltd, Ming Hwa Industry Sdn Bhd, Spiral Holdings Sdn Bhd, Transco Sdn Bhd, Singapore Chinese High School and Hwa Chong International School. Non-Executive Independent Director of Best World International Limited and Soon Lian Holdings Limited. Alternate Director of Shanghai Welfare Group Co Ltd. Chairman of the School Advisory Committee of Xingnan Primary School.

Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.

Name of Director	Benjamin Aw Chi-Ken	Lee Sen Choon
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No

Name of Director	Benjamin Aw Chi-Ken	Lee Sen Choon
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No

Name of Director	Benjamin Aw Chi-Ken	Lee Sen Choon
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :— (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or (ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or (iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or (iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No

Name of Director	Benjamin Aw Chi-Ken	Lee Sen Choon
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No
Disclosure applicable to the appointment of Director only.		
Any prior experience as a director of an issuer listed on the Exchange? If yes, please provide details of prior experience. If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange.	Yes. Mr Benjamin Aw Chi-Ken is currently the Executive Chairman & CEO of the Company, which is listed on the SGX-ST.	Yes. Other than the Company, Mr Lee Sen Choon is currently also a Non-Executive Independent Director of the following companies listed on the SGX-ST: - Best World International Limited - Soon Lian Holdings Limited
Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable)	Not Applicable. This is a re-election of a director, and Mr Benjamin Aw Chi-Ken has prior experience as a director of an issuer listed on the SGX-ST.	Not Applicable. This is a re-election of a director, and Mr Lee Sen Choon has prior experience as a director of an issuer listed on the SGX-ST.

REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

Principle 6: *The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.*

Provision 6.1 of the Code: RC to recommend remuneration framework and packages

Provision 6.2 of the Code: Composition of RC

The RC ensures that there is a formal and transparent procedure for fixing the remuneration packages of individual Directors and senior executives. The RC comprises the following three Independent and Non-Executive Directors and the Executive Chairman and CEO. The chairman of the RC is an Independent and Non-Executive Director:

William Chew Yew Meng	(Chairman)
Dr Low Seow Chay	
Lee Sen Choon	

The overriding principle is that no Director should be involved in deciding his own remuneration. The RC has adopted written terms of reference that define its membership, roles, functions and administration.

The primary responsibilities of the RC are as follows:

1. To review and recommend to the Board in consultation with the Chairman of the Board, a framework of remuneration and to determine the specific remuneration packages and terms of employment for each of the Executive Directors and senior executives (those reporting directly to the Executive Chairman and CEO) and employees related to the Executive Directors and substantial shareholders of the Company.

2. To review and recommend to the Board in consultation with the Chairman of the Board, any long term incentive schemes which may be set up from time to time and to do all acts necessary in connection therewith.

3. To carry out its duties in the manner that it deems expedient, subject always to any regulations or restrictions that may be imposed upon the RC by the Board from time to time.

4. As part of its review, the RC shall ensure that:

    (i) all aspects of remuneration including but not limited to Directors' fees, salaries, allowances, bonuses, share options and benefits-in-kind should be covered.

(ii) the remuneration packages should be comparable within the industry and comparable companies and shall include a performance-related element coupled with appropriate and meaningful measures of assessing individual Executive Directors' and senior executives' performance.

(iii) the remuneration packages of employees related to Executive Directors and substantial shareholders are in line with the Group's staff remuneration guidelines and commensurate with their respective job scopes and levels of responsibility.

Provision 6.3 of the Code: RC to consider and ensure all aspects of remuneration are fair

The Group advocates a performance based remuneration system for Executive Directors and key executives that is flexible and responsive to the market, comprising a base salary and other fixed allowances, as well as variable performance bonus and participation in any long-term incentive scheme involving the offer of shares or grant of options.

In determining such remuneration packages, the RC will ensure that they are adequate by considering, in consultation with the Executive Chairman and CEO, amongst other things, the respective individual's responsibilities, skills, expertise and contribution to the Group's performance, and whether they are competitive and sufficient to ensure that the Group is able to attract and retain the best available executive talent, meanwhile keeping tabs that they are not excessive.

The RC has adopted a framework which consists of a base fee to remunerate Non-Executive Directors based on their appointments and roles in the respective Committees, as well as the fees payable by comparable companies. Fees for the Non-Executive Directors will be tabled at the forthcoming Annual General Meeting to be held on 29 June 2020 (the "AGM") for shareholders' approval.

Provision 6.4 of the Code: Expert advice on remuneration

The members of the RC are familiar with executive compensation matters as they have prior experience in managing businesses and/or are holding other directorships. The RC has access to expert advice regarding executive compensation matters, if required. The Board did not engage any external remuneration consultant to advise on remuneration matters for FY2019.

Level and Mix of Remuneration

Principle 7: *The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the company.*

Provision 7.1 and 7.3 of the Code: Remuneration of Executive Directors and key management personnel are appropriately structured to link rewards to performance

The RC has reviewed the terms and conditions of all service agreements and recommended to the Board any changes to such terms and conditions at the expiry of such service agreements. All recommendations by the RC are submitted for endorsement by the full Board. The RC confirms that there is no onerous termination clause in any of the service agreements.

The Executive Director(s) owe fiduciary duties to the Company. The Company should be able to avail itself to remedies against the Executive Director(s) in the event of such breach of fiduciary duties. The Company does not make use of contractual provisions to allow the Company to reclaim incentive components of remuneration from Executive Director(s) and key management personnel in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Company.

Provision 7.2 of the Code: Remuneration of Non-Executive Directors dependent on contribution, effort, time spent and responsibilities

The Independent Directors receive directors' fees for their effort and time spent, responsibilities and contribution to the Board, subject to shareholders' approval at annual general meetings. The Independent Directors are not over-compensated to the extent that their independence may be compromised.

Disclosure on Remuneration

Principle 8: *The company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation.*

Provision 8.1 and 8.3 of the Code: Remuneration disclosures of Directors and key management personnel; Details of employee share schemes

A breakdown showing the level and mix of each Director's remuneration for the financial year ended 31 December 2019 is set out below:

REMUNERATION BANDS OF DIRECTORS AND TOP EXECUTIVES

Remuneration Bands/ Name of Director	Salary(1) %	Bonus/ Profit-sharing %	Directors' Fees (2) %	Total %
$750,000 to below $1,000,000				
Dennis Aw Khoon Hwee	82	18	–	100
$250,000 to below $500,000				
Benjamin Aw Chi-Ken	97	3	–	100
Elicia Aw Ying Ying	93	7	–	100
Below $250,000				
Dr Low Seow Chay	–	–	100	100
Lee Sen Choon	–	–	100	100
William Chew Yew Meng	–	–	100	100

The Board is aware of the recommendation of the Code that the Company should fully disclose the remuneration of each individual director and the CEO on a named basis. However, the Company does not believe it is in its interest to disclose such details having regard to the highly competitive human resource environment and the confidential nature of remuneration matters.

The Board is of the view that the information disclosed in the Annual Report would be sufficient for the shareholders to have an adequate understanding of the Company's remuneration policies and practices.

Name of top key management personnel (who is not a director)	**Salary (1) %**	**Bonus/ Profit-sharing %**	**Total %**
Below $250,000			
Steven Aw Soon Hwee (3)	98	2	100
Aw Lay Sim (3)	90	10	100
Michael Soh Chia Yang	98	2	100

Notes:

(1) Salary is inclusive of allowances, Central Provident Fund contribution and benefits-in-kind.

(2) Directors' fees are only payable after approval by shareholders at the forthcoming Annual General Meeting.

(3) Steven Aw Soon Hwee and Aw Lay Sim are the siblings of Dennis Aw Khoon Hwee.

The aggregate remuneration paid to the top three (2018: three) key management personnel of the Group amounted to $514,000 (2018: $471,000) for the financial year ended 31 December 2019.

The Board is aware of the recommendation of the Code that the Company should report to the shareholders each year on the remuneration of at least the top five key management personnel (who are not also directors or the CEO). However, the Group's key management team comprises of Executive Directors and three key management personnel. The Board is of the view that the current size of the key management team is appropriate, taking into account the nature and scope of the operations of the Group.

The Company does not have any employee share scheme.

Provision 8.2 of the Code: Remuneration disclosures of related employees

No other employee, other than Steven Aw Soon Hwee and Aw Lay Sim, whose remuneration exceeded $100,000 during the financial year is an immediate family member of a Director or the CEO.

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

Principle 9: *The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the company and its shareholders.*

Provision 9.1 of the Code: Board determines the nature and extent of risks

The Group has established a Risk Assessment Framework for the identification of key risks within the Group's business, namely Business and Strategic Risks, Financial Risks and Operational Risks.

The Group recognises risk management as a collective effort beginning with the individual subsidiaries and business units, followed by the operating segments and ultimately the Management and the Board, working as a team. A self-assessment process, conducted regularly by the Management, was introduced to ensure that the Group's risk management controls are effective.

Minimum acceptable controls have been implemented to enhance the Group's internal control function in areas such as finance, operations, compliance and information technology. The internal control measures aim to ensure that the Group's assets are safeguarded, proper accounting records are maintained, and that financial information used within the business and for publication is reliable.

The risk management system has been integrated throughout the Group and has become an essential part of its business planning and monitoring process. On an annual basis, the Management reports to the Board on the Group's risk profile, evaluates results and counter-measures to mitigate or transfer identified potential risks so as to ensure that the process is operating effectively as planned.

Provision 9.2 of the Code: Assurance from CEO, CFO and other key management personnel

The Board has received written assurances from the CEO and the Financial Controller ("FC") that:

(a) the financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances; and

(b) an effective risk management and internal control system has been put in place to ensure compliance with all the relevant regulatory requirements.

Based on the framework of risk management controls and internal controls established and maintained by the Group, the work performed by the Management and the review undertaken by the independent auditor as part of its statutory audit, the written assurances from the CEO and FC that the financial records have been properly maintained, the Board, with the concurrence of the AC, is of the opinion that the Group's internal control and risk management system in place are effective and adequate to address financial, operational, compliance and information technology controls risks which the Group considers relevant and material to its operations.

Audit Committee

Principle 10: *The Board has an Audit Committee ("AC") which discharges its duties objectively.*

Provision 10.1 of the Code: Duties of AC

Provision 10.2 of the Code: Composition of AC

Provision 10.3 of the Code: AC does not comprise former partners or directors of the Company's auditing firm

Provision 10.5 of the Code: AC meets with the auditors without the presence of Management annually

The role of the AC is to assist the Board in the execution of its corporate governance responsibilities within the established Board's references and requirements. The financial statements, accounting policies and system of internal accounting controls are responsibilities that fall under the ambit of the AC. The AC has its set of written terms of reference defining its scope of authority and its major functions.

The AC comprises three members who are all Non-Executive and Independent Directors as follows:

Dr Low Seow Chay (Chairman)
Lee Sen Choon
William Chew Yew Meng

The members of the AC collectively have expertise or experience in financial management, and are qualified to discharge the AC's responsibilities.

In performing its functions, the AC has explicit authority to investigate any matter within its terms of reference, full access to and co-operation from the Management, and has been given full discretion to invite any Director or executive officer to attend its meetings, as well as reasonable resources to enable it to discharge its functions properly.

The main functions of the AC are as follows:

1. Reviews the audit plan of the independent auditor of the Company and the co-operation given by the Management to the independent auditor;

2. Reviews the quarterly, half-yearly and full-year announcements on the financial performance and financial position of the Group and the Company before their submission to the Board;

3. Reviews the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company and independent auditor's report on those financial statements before their submission to the Board;

4. Reviews the effectiveness of the Group's material internal controls, including financial, operational and compliance controls and risk management;

5. Meets with the independent auditor, other committees and Management in separate executive sessions to discuss any matters that these groups believe should be discussed privately with the AC;

6. Reviews legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programmes, and any reports received from regulators;

7. Reviews the cost effectiveness and the independence and objectivity of the independent auditor;

8. Reviews the nature and extent of non-audit services, if any, provided by the independent auditor;

9. Recommends to the Board the independent auditor to be nominated, approves the compensation of the independent auditor, and reviews the scope and results of the audit;

10. Reports actions and minutes of the AC to the Board with such recommendations as the AC considers appropriate; and

11. Reviews interested person transactions in accordance with the requirements of the SGX-ST Listing Manual.

The AC has the expressed power to conduct or authorise investigations into any matters within its terms of reference. Minutes of the AC meetings are regularly submitted to the Board for its information and review.

The AC convened four meetings during the financial year. The AC meets with the independent auditor, without the presence of the Company's Management, at least once a year.

The Company has complied with Rule 712 and Rule 716 of the SGX-ST Listing Manual in relation to the appointment of its independent auditor. In accordance to Rule 716 of the SGX-ST Listing Manual, the Board and the AC confirm that they are satisfied that the appointment of different auditing firms for its subsidiary companies would not compromise the standard and effectiveness of the audit of the Group.

The Company's independent auditor, Baker Tilly TFW LLP ("Baker Tilly"), carry out their annual statutory audit to the extent of their scope as laid out in their audit plan. Internal control weaknesses noted during their audit, and their recommendations for improvement thereof are reported to the AC.

The Management will follow up on the independent auditor's recommendations as part of its role in the review of the Group's internal control system.

There was no non-audit related work carried out by the independent auditor in the current financial year, and accordingly, no non-audit fees were paid to Baker Tilly.

For the financial year ended 31 December 2019, remuneration paid or payable to Baker Tilly in relation to audit services are detailed as below:–

	2019 **$'000**	2018 $'000
Fee for audit services	**120**	120

The AC has recommended to the Board that Baker Tilly be nominated for re-appointment as Independent Auditor at the forthcoming Annual General Meeting.

None of the AC members are former partners or directors of Baker Tilly.

The Company has implemented a whistle blowing policy which provides the mechanism by which staff of the Group may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters.

Provision 10.4 of the Code: Primary reporting line of the internal audit function is to AC; Internal audit function has unfettered access to Company's documents, records, properties and personnel

The AC and the Board have evaluated the merits of setting up an internal audit function during the financial year and are of the opinion that having regard to the scope and nature of the Group's operations and cost-effectiveness of operating such a function, the existing system of internal controls in place are adequate to mitigate against normal operational risks. Accordingly, no formal internal audit function has been set up during the financial year.

Nonetheless, the AC and the Board recognise the importance of the internal audit function and will continue to review the necessity of setting up such a function in the future.

SHAREHOLDER RIGHTS AND ENGAGEMENT

Shareholder Rights and Conduct of General Meetings

Principle 11: *The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects.*

Provision 11.1 of the Code: Company provides shareholders with the opportunity to participate effectively and vote at general meetings

Provision 11.2 of the Code: Separate resolution on each substantially separate issue

Provision 11.4 of the Code: Company's Constitution allow for absentia voting of shareholders

To facilitate participation by shareholders, all general meetings of the Company are held in Singapore. Shareholders have the opportunity to participate effectively in and to vote at general meetings of shareholders. Shareholders are informed of the rules, including voting procedures that govern general meetings of shareholders. Separate resolutions are proposed on each substantially separate issue, for approval by shareholders at general meetings. The Company's Constitution provides that shareholders of the Company are allowed to vote in person or by way of duly appointed proxies.

All shareholders of the Company will receive the Annual Report and Notice of Annual General Meeting. Shareholders are encouraged to participate actively at the Annual General Meeting through an open question-and-answer session.

The Company's independent auditor will also be present to address any shareholders' queries about the conduct of the audit and the preparation and content of the auditor's report.

Voting for all resolutions at general meetings will be conducted by poll and the voting results, including the total numbers and percentages of votes cast for or against each resolution are announced via the SGXNET on the same day.

Provision 11.3 of the Code: All Directors attend general meetings

All Directors are required to attend the Annual General Meeting and the Chairman of the Board and the respective Chairman of the AC, NC and RC are present and available to address shareholders' queries or concerns from the shareholders.

Provision 11.5 of the Code: Minutes of general meeting are published on the Company's corporate website

The Company Secretary prepares minutes of general meetings which include substantial and relevant comments or queries from shareholders and responses from the Board and the Management, and such minutes are available to shareholders upon their request.

The Company does not publish minutes of general meetings of shareholders on its corporate website as contemplated by Provision 11.5 of the Code. There are potential adverse implications for the Company if the minutes of general meetings are published to the public at large (outside the confines of a shareholders' meeting), including risk of litigation if defamatory statements are made during the meeting. The Company is of the view that its position is consistent with the intent of Principle 11 of the Code as shareholders have a right to attend general meetings either in person or by proxy, where they may exercise their right to speak and vote and have the opportunity to communicate their views on various matters affecting the Company. Further, shareholders, including those who did not attend the relevant general meeting, have a statutory right to be furnished copies of minutes of general meetings in accordance with Section 189 of the Companies Act. The Company is therefore of the view that, consistent with the intent of Principle 11 of the Code, as between themselves, shareholders are treated fairly and equitably by the Company.

Provision 11.6 of the Code: Dividend policy

The Company does not have a fixed dividend policy. The form, frequency and amount of dividends will depend on the Company's earnings, financial conditions, results of operations, capital requirements, cash flow, general business condition, development plans and other factors as the Directors may deem appropriate. Notwithstanding the foregoing, any pay-out of dividends would be clearly communicated to shareholders via announcements released on SGXNET.

Engagement with Shareholders

Principle 12: *The company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the company.*

Provision 12.1 of the Code: Company provides avenues for communication between the Board and shareholders

Provision 12.2 and 12.3 of the Code: Company has in place an investor relations policy and the policy sets out mechanism of communication between the shareholders and the Company

The Company maintains full and adequate disclosure, in a timely manner, of material events and matters concerning its businesses through SGXNET, public announcements, circulars to shareholders and annual reports.

The Company does not practise selective disclosure of material information. Quarterly, half yearly and full year financial results and price sensitive information is disclosed in an accurate and comprehensive manner through SGXNET on a timely basis.

MANAGING STAKEHOLDERS RELATIONSHIPS

Engagement with Stakeholders

Principle 13: *The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served.*

Provision 13.1 and 13.2 of the Code: Engagement with material stakeholder groups

Provision 13.3 of the Code: Corporate website to engage stakeholders

DEALING IN SECURITIES

The Company has adopted an internal code based on Rule 1207 (19) of the SGX-ST Listing Manual in relation to dealings in the securities of the Company.

Pursuant to the internal code, Directors and officers of the Company are prohibited from dealing in the Company's securities during the period commencing one month before the announcement of the Company's full-year results and two weeks before the announcement of the quarterly results and at any time when in possession of any unpublished material price sensitive information. It has been highlighted that Directors and officers are expected to observe insider trading laws at all times. They are also advised not to deal in the Company's securities on short-term considerations.

INTERESTED PERSON TRANSACTIONS ("IPT")

As a listed company on the Singapore Exchange, the Company is required to comply with Chapter 9 of the Singapore Exchange Listing Manual on interested person transactions. To ensure compliance with Chapter 9, the AC, as well as the Board, meets quarterly to review if the Company will be entering into any interested person transaction. If the Company is intending to enter into an interested person transaction, the AC and the Board will ensure that the transaction is carried out based on normal commercial terms and will not be prejudicial to the interest of the Company and its minority shareholders.

The Company does not have a general mandate from shareholders for IPT pursuant to Rule 920 of the Listing Manual of the SGX-ST.

When a potential conflict of interest arises, the director concerned does not participate in discussions and refrains from exercising any influence over other members of the Board.

The AC has reviewed the IPTs entered into during the financial year ended 31 December 2019 by the Group and the aggregate values of IPT conducted during the financial year under review are as follows:–

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than $100,000)
Triton Metal Supplies Pte Ltd	Director of Triton Metal Supplies Pte Ltd has family relationship with Executive Directors of the Company	$148,000	NIL

MATERIAL CONTRACTS

Except as disclosed in the IPT section above, there were no material contracts entered into by the Company and any of its subsidiary companies involving the interests of the Chief Executive Officer, any Director or controlling shareholder during the financial year ended 31 December 2019.

FINANCIAL CONTENTS

The directors are pleased to present their statement to the members together with the audited consolidated financial statements of Hor Kew Corporation Limited (the "Company") and its subsidiary corporations (collectively, the "Group") and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 December 2019.

In the opinion of the directors:

(i) the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company as set out on pages 55 to 150 are properly drawn up so as to give a true and fair view of the financial position of the Group and the Company as at 31 December 2019, and of the financial performance, changes in equity and cash flows of the Group and changes in equity of the Company for the financial year then ended in accordance with the provisions of the Companies Act, Chapter 50 (the "Act") and Singapore Financial Reporting Standards (International); and

(ii) at the date of this statement, after considering the measures taken by the Group and the Company with respect to the Group's and the Company's ability to continue as going concerns as described in Note 3 to the financial statements, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

Directors

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

Benjamin Aw Chi-Ken (Executive Chairman and Chief Executive Officer)
Elicia Aw Ying Ying
Dennis Aw Khoon Hwee
Dr Low Seow Chay
Lee Sen Choon
William Chew Yew Meng

Arrangements to enable directors to acquire benefits

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Directors' interests in shares or debentures

The directors of the Company holding office at the end of the financial year had no interests in the shares and debentures of the Company and/or related corporations as recorded in the Register of Directors' Shareholdings kept by the Company under Section 164 of the Act except as follows:

Name of directors and corporations in which interest are held	Shareholdings registered in the name of director			Shareholdings in which the director is deemed to have an interest		
	At 1.1.2019	At 31.12.2019	At 21.1.2020	At 1.1.2019	At 31.12.2019	At 21.1.2020
The Company						
(Ordinary shares)						
Dennis Aw Khoon Hwee	5,413,499	5,413,499	5,413,499	17,093,821	17,093,821	17,093,821
Benjamin Aw Chi-Ken	2,550,337	2,550,337	2,550,337	–	–	–
Elicia Aw Ying Ying	611,625	611,625	611,625	–	–	–
Dr Low Seow Chay	4,166	4,166	4,166	–	–	–
Subsidiary corporation						
GPX Land Sdn. Bhd.						
(Ordinary shares)						
Dennis Aw Khoon Hwee	–	–	–	499,960	499,960	499,960

By virtue of Section 7 of the Act, the director, Dennis Aw Khoon Hwee is deemed to have an interest in the shares held by the Company in all of its wholly-owned subsidiary corporations.

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

Share options

No option to take up unissued shares of the Company or its subsidiary corporations was granted during the financial year.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company or its subsidiary corporations whether granted before or during the financial year.

There were no unissued shares of the Company or its subsidiary corporations under option at the end of the financial year.

Audit Committee

The Audit Committee ("AC") at the date of this statement comprises three (3) directors, all of whom are independent. The AC members are as follows:

Dr Low Seow Chay (Chairman)
Lee Sen Choon
William Chew Yew Meng

The Audit Committee carried out its functions in accordance with Section 201B(5) of the Singapore Companies Act. Their functions are detailed in the Report on Corporate Governance.

In performing its functions, the Audit Committee met with the Company's independent auditors to discuss the scope of their work, the results of their examination and evaluation of the Company's internal accounting control system.

The Audit Committee also reviewed the following:

- Assistance provided by the Company's management to the independent auditor;
- Quarterly financial information and annual financial statements of the Group and the Company prior to their submission to the directors of the Company for adoption; and
- Interested person transactions (as defined in Chapter 9 of the SGX Listing Manual).

The Audit Committee is satisfied with the independence and objectivity of the independent auditor and has recommended to the Board that Baker Tilly TFW LLP be nominated for re-appointment as independent auditor of the Company at the forthcoming Annual General Meeting.

Independent auditor

The independent auditor, Baker Tilly TFW LLP, has expressed its willingness to accept re-appointment.

On behalf of the Board of Directors

Benjamin Aw Chi-Ken Executive Chairman and Chief Executive Officer	Elicia Aw Ying Ying Executive Director

Singapore

9 April 2020

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Hor Kew Corporation Limited (the "Company") and its subsidiary companies (the "Group") as set out on pages 55 to 150, which comprise the statements of financial position of the Group and the Company as at 31 December 2019, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group and the statement of changes in equity of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2019 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and of the changes in equity of the Company for the financial year ended on that date.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

As disclosed in Note 3 to the financial statements, as at 31 December 2019, the Group's and the Company's current liabilities of $76,182,000 (2018: $74,543,000) and $34,852,000 (2018: $25,965,000) respectively exceeded their current assets (excluding development properties) of $59,552,000 (2018: $63,325,000) and $10,910,000 (2018: $16,123,000) respectively. For the financial year ended on that date, the Group reported net cash used in operating activities of $604,000.

These factors indicate the existence of a material uncertainty that may cast significant doubt on the Group's and the Company's ability to continue as going concerns. The directors of the Company, for the reasons as disclosed in Note 3 to the accompanying financial statements, have determined that it is appropriate for the financial statements to be prepared on a going concern basis. Our opinion is not modified in respect of this matter.

Report on the Audit of the Financial Statements (cont'd)

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be key audit matters to be communicated in our report.

1 Impairment of trade receivables

As disclosed in Note 14 to the financial statements, the net carrying amount of the Group's trade receivables stated at $28,515,000 (2018: $24,845,000), after deducting impairment losses of $7,068,000 (2018: $7,939,000), accounted for approximately 17% (2018: 15%) of the Group's total assets as at 31 December 2019.

Management determines the expected credit losses ("ECL") of trade receivables by applying the simplified approach and uses the provision matrix to measure the lifetime ECL for trade receivables. The Group categorises its trade receivables by its past due status and segregates debtors regarded as credit-impaired where one or more credit impairment events have occurred. The ECL rates for each category of debtors are estimated based on historical credit loss experience adjusted as appropriate to reflect current conditions and forecasts of future economic conditions. The measurement of allowance for ECL for trade receivables is considered to be a key audit matter as it requires management to exercise judgement and make assumptions with respect to past events, current conditions and forecasts of future economic conditions as disclosed in Notes 3 and 36 to the financial statements.

Our procedures to address the key audit matter

We obtained an understanding and evaluated the Group's ECL assessment for trade receivables. We assessed the reasonableness of management's judgement and assumptions applied in the ECL model such as management's determination of historical credit loss rates, the application of respective ECL rates for each category of past due status of debtors and debtors regarded as credit-impaired, and management's consideration of current and future economic conditions specific to its trade receivables. We checked the arithmetic accuracy of management's computation of ECL and tested management's categorisation of debtors by their past due status.

We also reviewed the adequacy of disclosures relating to the ECL assessment of trade receivables and the Group's credit risk made in the financial statements.

Report on the Audit of the Financial Statements (cont'd)

Key Audit Matters (cont'd)

2 Provision for onerous contracts

The Group entered into contracts with customers to deliver precast concrete and prefabricated metal components. Due to rising cost of materials, the unavoidable aggregate costs to fulfil certain contracts are higher than the economic benefits expected to be received. As at 31 December 2019, the provision for onerous contracts of the Group amounted to $1,533,000 (2018: $6,017,000) as disclosed in Note 27 to the financial statements.

As disclosed in Note 3 to the financial statements, the Group estimated a provision for its non-cancellable contracts in relation to the Group's prefabrication activities by calculating the difference between the total contract sum to be earned and the unavoidable aggregate costs the Group is obligated to incur in order to meet the remaining obligations of the contracts.

Significant judgements were made by management (i) to estimate the total contract costs to complete, which were used to determine the Group's recognition of the provision for the onerous contracts and (ii) to determine when it is probable that the unavoidable aggregate costs of meeting the obligations under the contracts exceed the economic benefits expected to be received.

Our procedures to address the key audit matter

We examined on-going and new contracts signed during the financial year through discussions with management and review of contract documentation (including correspondences with customers).

We compared the contract revenue against the estimated total contract costs to identify projects that are loss-making.

In relation to actual costs incurred for loss-making projects, we agreed the related costs incurred to relevant suppliers' invoices.

In relation to estimated total contract costs for loss-making projects, we:

- discussed with the quantity surveyors to assess the reasonableness of estimated total contract costs;
- evaluated management's underlying assumptions made using our understanding of past completed projects; and
- agreed the unavoidable cost to meet the remaining obligations for each contract by substantiating costs that have been budgeted to quotations from and contracts with suppliers.

We also assessed the adequacy and appropriateness of the disclosures made in the financial statements.

Report on the Audit of the Financial Statements (cont'd)

Other Information

Management is responsible for the other information. The other information comprises the information included in the Annual Report 2019, but does not include the financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I), and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

Report on the Audit of the Financial Statements (cont'd)

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

Report on the Audit of the Financial Statements (cont'd)

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

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

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

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

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Tay Guat Peng.

Baker Tilly TFW LLP
Public Accountants and
Chartered Accountants
Singapore

9 April 2020

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Year ended 31 December 2019

	Note	Group 2019 $'000	Group 2018 $'000
Revenue	5	**64,379**	50,082
Cost of sales		**(57,856)**	(65,421)
Gross profit/(loss)		**6,523**	(15,339)
Interest income		**406**	447
Other income	6	**4,171**	2,248
Expenses			
General and administrative expenses		**(9,378)**	(12,948)
Finance costs	7	**(2,073)**	(1,545)
Net impairment losses on financial and contract assets		**871**	(3,499)
Profit/(loss) before tax	8	**520**	(30,636)
Tax credit/(expense)	9	**380**	(212)
Profit/(loss) for the financial year		**900**	(30,848)
Other comprehensive (loss)/income:			
Items that are or may be reclassified subsequently to profit or loss:			
Currency translation differences arising from consolidation		**(22)**	41
Items that will not be reclassified subsequently to profit or loss:			
Fair value loss on financial assets at fair value through other comprehensive income		**–**	(3)
Other comprehensive (loss)/income for the financial year, net of tax		**(22)**	38
Total comprehensive income/(loss) for the financial year		**878**	(30,810)
		Cents	Cents
Earnings/(loss) per share	10		
Basic		**1.73**	(59.25)
Diluted		**1.73**	(59.25)

The accompanying notes form an integral part of these financial statements.

STATEMENTS OF FINANCIAL POSITION

As at 31 December 2019

		Group		Company	
		2019	2018	**2019**	2018
	Note	**$'000**	$'000	**$'000**	$'000
Non-current assets					
Property, plant and equipment	11	**42,916**	45,635	**144**	230
Investment properties	12	**39,989**	34,723	**–**	–
Investment in subsidiary companies	13	**–**	–	**48,383**	34,261
Trade receivables	14	**7,350**	5,544	**–**	–
Loan to a third party	15	**1,318**	–	**–**	–
Total non-current assets		**91,573**	85,902	**48,527**	34,491
Current assets					
Development properties	17	**18,923**	18,957	**–**	–
Completed development properties held for sale		**–**	3,384	**–**	–
Inventories	18	**8,998**	8,062	**–**	–
Trade receivables	14	**21,165**	19,301	**–**	–
Other receivables	19	**1,237**	1,141	**8,596**	14,970
Contract assets	16	**195**	472	**2,016**	1,090
Financial assets at fair value through other comprehensive income	20	**18**	18	**16**	17
Cash and cash equivalents	21	**27,939**	30,947	**282**	46
Total current assets		**78,475**	82,282	**10,910**	16,123
Total assets		**170,048**	168,184	**59,437**	50,614
Non-current liabilities					
Borrowings	22	**31,455**	31,789	**–**	–
Hire purchase payables	23	**–**	164	**–**	–
Deferred tax liabilities	24	**2,313**	2,468	**–**	–
Total non-current liabilities		**33,768**	34,421	**–**	–

The accompanying notes form an integral part of these financial statements.

	Note	Group		Company	
		2019	2018	**2019**	2018
		$'000	$'000	**$'000**	$'000
Current liabilities					
Trade payables	25	**27,600**	26,147	**–**	–
Other payables	26	**3,631**	3,809	**34,798**	25,668
Contract liabilities	16	**3,817**	4,648	**–**	–
Borrowings	22	**39,314**	32,752	**54**	–
Hire purchase payables	23	**–**	677	**–**	77
Provisions	27	**1,533**	6,017	**–**	–
Derivative financial instruments	28	**275**	261	**–**	–
Tax payables		**12**	232	**–**	220
Total current liabilities		**76,182**	74,543	**34,852**	25,965
Total liabilities		**109,950**	108,964	**34,852**	25,965
Net assets		**60,098**	59,220	**24,585**	24,649
Equity					
Share capital	29	**68,323**	68,323	**68,323**	68,323
Other reserves	30	**(6,361)**	(6,339)	**3**	4
Accumulated losses		**(1,864)**	(2,764)	**(43,741)**	(43,678)
Total equity		**60,098**	59,220	**24,585**	24,649

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
Year ended 31 December 2019

	Share capital $'000	Other reserves $'000	Accumulated profits/ (losses) $'000	Total equity $'000
Group				
Balance at 1 January 2018	68,323	(6,377)	28,084	90,030
Loss for the financial year	–	–	(30,848)	(30,848)
Other comprehensive income/(loss):				
Currency translation differences arising from consolidation	–	41	–	41
Fair value loss on financial assets at fair value through other comprehensive income	–	(3)	–	(3)
Other comprehensive income for the financial year, net of tax	–	38	–	38
Total comprehensive income/(loss) for the financial year	–	38	(30,848)	(30,810)
Balance at 31 December 2018	68,323	(6,339)	(2,764)	59,220
Profit for the financial year	–	–	900	900
Other comprehensive loss for the financial year, net of tax				
- Currency translation differences arising from consolidation	–	(22)	–	(22)
Total comprehensive (loss)/income for the financial year	–	(22)	900	878
Balance at 31 December 2019	**68,323**	**(6,361)**	**(1,864)**	**60,098**

The accompanying notes form an integral part of these financial statements.

	Share capital $'000	Other reserves $'000	Accumulated profits/ (losses) $'000	Total equity $'000
Company				
Balance at 1 January 2018	68,323	7	1,330	69,660
Loss for the financial year	–	–	(45,008)	(45,008)
Other comprehensive loss for the financial year, net of tax				
- Fair value loss on financial assets at fair value through other comprehensive income	–	(3)	–	(3)
Total comprehensive loss for the financial year	–	(3)	(45,008)	(45,011)
Balance at 31 December 2018	68,323	4	(43,678)	24,649
Loss for the financial year	–	–	(63)	(63)
Other comprehensive loss for the financial year, net of tax				
- Fair value loss on financial assets at fair value through other comprehensive income	–	(1)	–	(1)
Total comprehensive loss for the financial year	–	(1)	(63)	(64)
Balance at 31 December 2019	**68,323**	**3**	**(43,741)**	**24,585**

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2019

	Group	
	2019	2018
	$'000	$'000
Cash flows from operating activities		
Profit/(loss) before tax	**520**	(30,636)
Adjustments for:		
Depreciation of property, plant and equipment	**6,815**	5,786
Dividend income	**(1)**	(1)
Fair value loss on derivative financial instruments	**14**	261
Fair value loss on investment properties	**34**	124
Gain on disposal of property, plant and equipment	**(56)**	–
Gain on transfer of completed development properties held for sale to investment properties	**(1,916)**	–
Impairment loss on property, plant and equipment	**–**	824
Interest expense	**2,073**	1,545
Interest income	**(406)**	(447)
Provision for onerous contracts	**–**	6,017
Unrealised loss on foreign exchange	**749**	2,033
Operating cash flows before working capital changes	**7,826**	(14,494)
Changes in operating assets and liabilities:		
Inventories	**(936)**	(1,056)
Receivables	**(3,764)**	(780)
Contract assets	**277**	3,985
Contract liabilities	**(831)**	4,648
Payables	**(3,229)**	11,368
Currency translation adjustments	**51**	241
Cash (used in)/generated from operations	**(606)**	3,912
Income tax refunded	**2**	13
Net cash (used in)/generated from operating activities	**(604)**	3,925
Cash flows from investing activities		
Dividends received	**1**	1
Proceeds from disposal of property, plant and equipment	**94**	–
Purchases of property, plant and equipment (Note A)	**(2,291)**	(6,554)
Loan to a third party	**(1,300)**	–
Net cash used in investing activities	**(3,496)**	(6,553)

The accompanying notes form an integral part of these financial statements.

	Group	
	2019	2018
	$'000	$'000
Cash flows from financing activities		
Drawdown of borrowings	**20,828**	12,606
Interest paid	**(2,049)**	(1,518)
Repayment of borrowings	**(17,263)**	(5,674)
Repayment of hire purchase payables	**–**	(437)
Placement of fixed deposits pledged	**–**	(2,456)
Net cash generated from financing activities	**1,516**	2,521
Net decrease in cash and cash equivalents	**(2,584)**	(107)
Cash and cash equivalents at beginning of financial year	**4,587**	4,728
Effects of exchange rate changes on cash and cash equivalents	**(5)**	(34)
Cash and cash equivalents at end of financial year	**1,998**	4,587
Cash and cash equivalents are represented by:		
Cash and cash equivalents on the consolidated statement of financial position (Note 21)	**27,939**	30,947
Fixed deposits pledged (Note 21)	**(25,829)**	(26,191)
Bank overdrafts (Note 22)	**(112)**	(169)
Cash and cash equivalents per consolidated statement of cash flows	**1,998**	4,587
Note A - Purchases of property, plant and equipment ("PPE")		
Aggregate cost of PPE acquired (Note 11)	**3,055**	6,577
Less: PPE financed by hire purchase arrangements	**–**	(23)
Less: Additions to right-of-use assets	**(764)**	–
Net cash outflow for purchases of PPE	**2,291**	6,554

The accompanying notes form an integral part of these financial statements.

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

1 Corporate information

Hor Kew Corporation Limited (the “Company”) (Co. Reg. No. 199903415K) is domiciled and incorporated in Singapore as a private limited liability company on 18 June 1999. It was converted to a public company on 29 March 2000 and is listed on the Singapore Exchange Securities Trading Limited.

The registered office and principal place of business of the Company is located at 66 Kallang Pudding Road, #07-01 Hor Kew Business Centre, Singapore 349324.

The principal activity of the Company is that of investment holding. The principal activities of the subsidiary companies are disclosed in Note 4. There have been no significant changes in the nature of these activities during the financial year.

2 Summary of significant accounting policies

2.1 Basis of preparation

The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company, are presented in Singapore dollar (“$”) (rounded to the nearest thousand ($’000) except when otherwise indicated), and have been prepared in accordance with the provisions of the Companies Act, Chapter 50 and Singapore Financial Reporting Standards (International) (“SFRS(I)”). The financial statements have been prepared under the historical cost convention except as disclosed in the following accounting policies.

The preparation of financial statements in conformity with SFRS(I) requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management’s best knowledge of current events and actions and historical experiences and various other factors that are believed to be reasonable under the circumstances, actual results may ultimately differ from those estimates.

Use of estimates and judgements

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

2 Summary of significant accounting policies (cont'd)

2.1 Basis of preparation (cont'd)

Use of estimates and judgements (cont'd)

The areas involving a higher degree of judgement in applying accounting policies, or areas where assumptions and estimates have a significant risk of resulting in material adjustment within the next financial year are disclosed in Note 3.

The carrying amounts of cash and cash equivalents, trade and other current receivables and payables approximate their respective fair values due to the relatively short-term maturity of these financial instruments.

New and revised standards

In the current financial year, the Group has adopted all the new and revised SFRS(I) and SFRS(I) Interpretations ("SFRS(I) INT") that are relevant to its operations and effective for the current financial year.

The adoption of these new and revised SFRS(I) and SFRS(I) INT did not have any material effect on the financial performance or position of the Group except as disclosed below:

SFRS(I) 16 Leases

When the Group is the lessee

SFRS(I) 16 replaces the existing SFRS(I) 1-17 *Leases* for financial periods beginning 1 January 2019. It reforms lessee accounting by introducing a single lessee accounting model. Lessees are required to recognise all leases on their statements of financial position to reflect their rights to use leased assets (a "right-of-use" asset) and the associated obligations for lease payments (a lease liability), with limited exemptions for short term leases (less than 12 months) and leases of low value items. In addition, the nature of expenses related to those leases will change as SFRS(I) 16 replaces the straight-line operating lease expense with depreciation charge of right-of-use asset and interest expense on lease liability.

On adoption of SFRS(I) 16, the Group and the Company recognised lease liabilities in relation to leases which had previously been classified as "Operating Leases" under SFRS(I) 1-17 *Leases*. These liabilities were measured at the present value of the remaining lease payments, discounted using the Group's and the Company's incremental borrowing rates as at 1 January 2019. The weighted average lessee's incremental borrowing rate applied to the lease liabilities on 1 January 2019 was 2.38%.

2 Summary of significant accounting policies (cont'd)

2.1 Basis of preparation (cont'd)

New and revised standards (cont'd)

SFRS(I) 16 Leases (cont'd)

When the Group is the lessee (cont'd)

	Group 2019 $'000	Company 2019 $'000
Operating lease commitments disclosed as at 31 December 2018 (Note 32)	1,463	–
Discounted using the weighted average lessee's incremental borrowing rate	(346)	–
Add: Finance lease liabilities recognised as at 31 December 2018 (Note 23)	841	77
Lease liabilities recognised as at 1 January 2019	1,958	77

The associated right-of-use assets were measured at the amount equal to the lease liability on adoption. As at 1 January 2019, included within property, plant and equipment was right-of-use assets of $11,151,000. Arising from the adoption of SFRS(I) 16, right-of-use asset and lease liabilities of $12,268,000 and $1,958,000 respectively for the Group, and lease liabilities of $77,000 for the Company were recognised on the statements of financial position on 1 January 2019.

In applying SFRS(I) 16 for the first time, the Group and the Company have used the following practical expedients permitted by the standard:

- use of a single discount rate to a portfolio of leases with reasonably similar characteristics;
- exclude initial direct costs for the measurement of the right-of-use asset at the date of initial application; and
- use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

2 Summary of significant accounting policies (cont'd)

2.1 Basis of preparation (cont'd)

New and revised standards (cont'd)

SFRS(I) 16 Leases (cont'd)

W***hen the Group is the lessor***

There are no material changes to accounting by the Group as a lessor.

New standards, amendments to standards and interpretations that have been issued at the end of the reporting period but are not yet effective for the financial year ended 31 December 2019 have not been applied in preparing these financial statements. None of these are expected to have a significant effect on the financial statements of the Group.

2.2 Foreign currencies

Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which that entity operates (the "functional currency"). The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are presented in Singapore dollar, which is the Company's functional and presentation currency.

Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Currency translation gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss, except for currency translation differences on net investment in foreign operations and borrowings and other currency instruments qualifying as net investment hedges for foreign operations, which are recognised in other comprehensive income and accumulated in the currency translation reserve within equity in the consolidated financial statements. The currency translation reserve is reclassified from equity to profit or loss on disposal of the foreign operation.

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

2 Summary of significant accounting policies (cont'd)

2.2 Foreign currencies (cont'd)

Translation of Group entities' financial statements

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

(i) Assets and liabilities are translated at the closing rates at the end of the reporting period;

(ii) Income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and

(iii) All resulting exchange differences are recognised in other comprehensive income and accumulated in the currency translation reserve within equity.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations (including monetary items that, in substance, form part of the net investment in foreign entities), and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income and accumulated in the currency translation reserve within equity.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

On disposal of a foreign operation/entity, the cumulative amount of the currency translation reserve relating to that particular foreign operation/entity is reclassified from equity and recognised in profit or loss when the gain or loss on disposal is recognised.

2.3 Subsidiary companies

Subsidiary companies are entities controlled by the Group. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

In the Company's statement of financial position, investment in subsidiary companies are accounted for at cost less accumulated impairment losses. On disposal of the investment, the difference between disposal proceeds and the carrying amount of the investment is recognised in profit or loss.

2 Summary of significant accounting policies (cont'd)

2.4 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiary companies at the end of the reporting period. Subsidiary companies are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

The financial statements of the subsidiary companies are prepared for the same reporting date as the parent company. Consistent accounting policies are applied for like transactions and events in similar circumstances.

Intragroup balances and transactions, including income, expenses and dividends, are eliminated in full. Profits and losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full.

Business combinations are accounted for using the acquisition method. The consideration transferred for the acquisition comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary company. Acquisition-related costs are recognised as expenses as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

Any excess of the fair value of the consideration transferred in the business combination, the amount of any non-controlling interest in the acquiree (if any) and the fair value of the Group's previously held equity interest in the acquiree (if any), over the fair value of the net identifiable assets acquired is recorded as goodwill. In instances where the latter amount exceeds the former and the measurement of all amounts has been reviewed, the excess is recognised as gain on bargain purchase in profit or loss on the date of acquisition.

Non-controlling interests are that part of the net results of operations and of net assets of a subsidiary company attributable to the interests which are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and statement of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary company, even if this results in the non-controlling interests having a deficit balance.

2 Summary of significant accounting policies (cont'd)

2.4 Basis of consolidation (cont'd)

For non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation, the Group elects on an acquisition-by-acquisition basis whether to measure them at fair value, or at the non-controlling interests' proportionate share of the acquiree's net identifiable assets, at the acquisition date. All other non-controlling interests are measured at acquisition-date fair value or, when applicable, on the basis specified in another standard.

In business combinations achieved in stages, previously held equity interests in the acquiree are remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

Changes in the Company's ownership interest in subsidiary company that do not result in a loss of control are accounted for as equity transactions (i.e. transactions with owners in their capacity as owners). The carrying amount of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributable to the equity holders of the Company.

When a change in the Company's ownership interest in subsidiary company results in a loss of control over the subsidiary company, the assets and liabilities of the subsidiary company including any goodwill, non-controlling interest and other components of equity related to the subsidiary company are derecognised. Amounts recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to accumulated profits if required by a specific SFRS(I).

Any retained equity interest in the previous subsidiary company is remeasured at fair value at the date that control is lost. The difference between the carrying amount of the retained interest at the date control is lost, and its fair value is recognised in profit or loss.

2.5 Property, plant and equipment

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and any accumulated impairment losses.

The Group elected the optional exemption in SFRS(I) 1 to measure the freehold properties and leasehold land and buildings at 1 January 2017 at fair value and use that fair value as its deemed cost.

2 Summary of significant accounting policies (cont'd)

2.5 Property, plant and equipment (cont'd)

Land and buildings are initially recorded at cost. Prior to 2017, freehold land are subsequently stated at revalued amount less any accumulated impairment losses while freehold properties and leasehold land and buildings are subsequently stated at revalued amount less accumulated depreciation and any accumulated impairment losses. Subsequent to 2017, upon election of the optional exemption in SFRS(I), freehold land are subsequently stated at cost less any accumulated impairment losses while freehold properties and leasehold land and buildings are subsequently stated at deemed cost less accumulated depreciation and any accumulated impairment losses.

The cost of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Dismantlement, removal or restoration costs are included as part of the cost of property, plant and equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the asset.

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised.

On disposal of a property, plant and equipment, the difference between the net disposal proceeds and its carrying amount is taken to profit or loss.

Depreciation

No depreciation is provided on freehold land.

Leasehold land and buildings are amortised evenly over the terms of the leases, expire at various dates in 2020 and 2027.

2 Summary of significant accounting policies (cont'd)

2.5 Property, plant and equipment (cont'd)

Depreciation (cont'd)

Depreciation is calculated on a straight-line basis to write off the cost or revalued amount of other property, plant and equipment over their expected useful lives. The estimated useful lives are as follows:

	Years
Freehold properties	50
Motor vehicles	3 to 8
Moulds	1 to 5
Office equipment, furniture and fittings	1 to 10
Plant and machinery and factory equipment	3 to 12
Renovation	5

The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at the end of each reporting period. The effects of any revision are recognised in profit or loss when the changes arise.

Fully depreciated assets are retained in the financial statements until they are no longer in use.

2.6 Investment properties

Investment properties include those portions of properties that are held to earn rental income and/or for capital appreciation or for a currently indeterminate use. Investment properties comprise completed investment properties and properties that are being constructed or developed for future use as investment properties.

Investment properties are initially recognised at cost and subsequently carried at fair value, determined annually by professional valuers on the highest-and-best-use basis. Changes in fair values are recognised in profit or loss.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

2 Summary of significant accounting policies (cont'd)

2.6 Investment properties

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

Transfers are made to or from investment property only when there is a change in use. When transfer is made between investment property and development property, its carrying amount at the date of transfer becomes its carrying amount for subsequent accounting.

On disposal of an investment property, the difference between the disposal proceeds and the carrying amount is recognised in profit or loss.

2.7 Impairment of non-financial assets excluding goodwill

At the end of each reporting period, the Group assesses the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A previously recognised impairment loss for an asset other than goodwill is only reversed if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. A reversal of an impairment loss is recognised immediately in profit or loss.

2 Summary of significant accounting policies (cont'd)

2.8 Development properties

Development properties are properties held or developed for sale in the ordinary course of business. Development properties are measured at the lower of cost and net realisable value. The costs are assigned by using specific identification which includes acquisition costs, development expenditure, capitalised borrowing costs and other costs directly attributable to the development activities. Net realisable value represents the estimated selling price less cost to complete and costs to be incurred in selling the property.

2.9 Inventories

Inventories are stated at the lower of cost and net realisable value. Raw materials are stated at cost on a weighted average basis. The cost of finished goods and work-in-progress includes raw materials, direct labour, other direct costs and related production overheads based on normal operating capacity but excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

2.10 Financial assets

Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date - the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit or loss) are added to the fair value of the financial assets on initial recognition. Transaction costs directly attributable to acquisition of financial assets at fair value through profit or loss are recognised immediately in profit or loss. Trade receivables without a significant financing component is initially measured at transaction prices.

2 Summary of significant accounting policies (cont'd)

2.10 Financial assets (cont'd)

Classification and measurement

All financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets. The Group classifies its financial assets in the following measurement categories:

- Amortised cost;
- Fair value through other comprehensive income ("FVOCI"); and
- Fair value through profit or loss ("FVTPL").

The classification is based on the entity's business model for managing the financial asset and the contractual cash flow characteristics of the financial assets.

The Group reclassifies financial assets when and only when its business model for managing those assets changes.

Subsequent measurement

i) Debt instruments

Debt instruments include cash and cash equivalents, loan to a third party, trade receivables and other receivables (excluding prepayments).

The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired. Interest income from these financial assets is included in interest income using the EIR method.

2 Summary of significant accounting policies (cont'd)

2.10 Financial assets (cont'd)

Subsequent measurement (cont'd)

ii) Derivatives

Derivatives are classified and measured as financial assets at FVTPL. Movements in fair values are recognised in profit or loss in the period in which it arises and presented in "general and administrative expenses".

iii) Equity instruments

For equity investments which are not held for trading or not a contingent consideration recognised by an acquirer in a business combination, the Group may make an irrevocable election (on an investment by investment basis) to designate equity investments as at FVOCI.

The Group has designated all of its equity investments that are not held for trading as at FVOCI at initial recognition. Gains and losses arising from changes in fair value of these equity investments classified as FVOCI are presented as "fair value gains/losses" in other comprehensive income and accumulated in fair value reserve and will never be reclassified to profit or loss. On disposal of an equity investment, the difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income. Fair value reserve relating to the disposed asset would be transferred to retained earnings upon disposal. Dividends from equity investments are recognised in profit or loss and presented in "other income". Equity investments classified as FVOCI are not subject to impairment assessment.

Impairment

The Group recognises an allowance for expected credit losses ("ECLs") for financial assets carried at amortised cost. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

The impairment methodology applied depends on whether there has been a significant increase in credit risk. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL).

For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

2 Summary of significant accounting policies (cont'd)

2.10 Financial assets (cont'd)

Impairment (cont'd)

For trade receivables and contract assets that do not have a significant financing component, the Group applies a simplified approach to recognise a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted as appropriate for current conditions and forward-looking factors specific to the debtors and the economic environment.

If the Group has measured the loss allowance for a financial asset at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date.

The Group recognises an impairment gain or loss in profit or loss for all financial assets with a corresponding adjustment to their carrying amount through a loss allowance account.

2.11 Cash and cash equivalents in the consolidated statement of cash flows

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value, bank overdrafts that form an integral part of the Group's cash management, other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and excludes pledged fixed deposits. Bank overdrafts are included in current borrowings on the statement of financial position.

2.12 Financial liabilities

Financial liabilities include trade payables, other payables (excluding provision for unutilised annual leave), borrowings and derivative financial instruments.

Financial liabilities are recognised on the statement of financial position when, and only when, the Group becomes a party to the contractual provisions of the financial instruments.

Financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities other than derivatives, directly attributable transaction costs.

Subsequent to initial recognition, derivatives are measured at fair value. Other financial liabilities (except for the financial guarantees) are measured at amortised cost using the effective interest method.

2 Summary of significant accounting policies (cont'd)

2.12 Financial liabilities (cont'd)

For financial liabilities other than derivatives, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process. Any gains or losses arising from changes in fair value of derivatives are recognised in profit or loss. Net gains or losses on derivatives include exchange differences. A financial liability is derecognised when the obligation under the liability is extinguished.

2.13 Financial guarantees

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due.

Financial guarantee contracts are initially recognised at their fair values plus transaction costs. Financial guarantees are classified as financial liabilities.

Subsequent to initial measurement, the financial guarantees are stated at the higher of the amount initially recognised less cumulative amount of income recognised in accordance with the principles of SFRS(I) 15 and the amount of expected loss computed using the impairment methodology under SFRS(I) 9.

2.14 Provisions for other liabilities

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past event, and it is probable that an outflow of economic resources will be required to settle that obligation and the amount can be estimated reliably. Provisions are measured at the management's best estimate of the expenditure required to settle the obligation at the end of the reporting period. Where the effect of the time value of money is material, the amount of the provision shall be discounted to present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and risks specific to the obligation.

When discounting is used, the increase in the provision due to passage time is recognised as a finance cost in profit or loss.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

2 Summary of significant accounting policies (cont'd)

2.15 Derivative financial instruments

Derivative financial instruments are initially measured at fair value on the contract date, and are remeasured to fair value at the end of the subsequent reporting period. Changes in the fair value of derivative financial instruments that are not designated or do not qualify for hedge accounting are recognised in profit or loss as they arise.

2.16 Share capital

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

2.17 Revenue recognition

Sale of precast and prefabricated components

The Group manufactures and supplies precast and prefabricated components to customers. The Group recognises revenue when (or as) a performance obligation is satisfied i.e. when "control" of the goods underlying the particular performance obligation is transferred to customers. A performance obligation represents a good (or a bundle of goods) that is distinct or a series of distinct goods that are substantially the same. The Group recognises revenue over time by measuring the progress towards complete satisfaction of performance obligations. The Group has determined that the output method based on units delivered reflects the over-time transfer of control to customers and when the Group has the right to consideration from the customers. The amount of revenue recognised is based on the contractual price. The Group will progressively bills its customer in accordance with the billing terms in the sales contracts. No element of financing is deemed present.

Contract assets relate to the Group's rights to consideration for work completed but not billed at the reporting date. Contract liabilities relate to advance consideration received from customers and billings in excess of revenue recognised to-date. Contract liabilities are recognised as revenue as and when the Group satisfies the performance obligations under its contracts.

Where a retention sum is withheld by the customer in accordance with the contract or the industry practices, it is classified as receivables as the retention sum provides the customer with assurance that the related product sold will function as intended because it complies with agreed-upon specifications.

Property development activities

Revenue from sales of completed development properties held for sale is recognised when the customer obtains control of the asset, upon transfer of legal title. Revenue from these sales is recognised based on the price specified in the contract.

2 Summary of significant accounting policies (cont'd)

2.17 Revenue recognition (cont'd)

Construction revenue

The Group is in the business of construction including residential and commercial properties, and infrastructure. As the Group has enforceable right to payment for performance completed to date, revenue is recognised over time, based on the construction and other costs incurred to date as a proportion of the estimated total construction and other costs to be incurred. Management considers that this input method is an appropriate measure of the progress towards complete satisfaction of these performance obligations.

Progress billings to customer are based on a payment schedule in the contract and are based upon achievement of specified construction milestones. A contract asset is recognised when the Group has performed under the contract but has not yet billed the customer. A contract liability is recognised when the Group has not yet performed under the contract but has received advanced payment from the customer. Contract assets are transferred to receivables when the right to consideration become unconditional. Contract liabilities are recognised as revenue as the Group performs under the contract.

Incremental costs of obtaining a contract are capitalised if these costs are recoverable. Costs to fulfil a contract are capitalised if the costs relate directly to the contract, generate or enhance resources used in satisfying the contract and are expected to be recovered. Other contract costs are expensed as incurred. The Group has elected to recognise the incremental costs of obtaining a contract as an expense when incurred if the amortisation period of the asset that the entity otherwise would have recognised is one year or less.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue. An impairment loss is recognised in profit or loss to the extent that the carrying amount of the capitalised contract costs exceeds the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the contract costs relates less the costs that relate directly to providing the goods that have not been recognised as expenses.

Management fee

Management fee income is recognised when services are rendered. A contract asset is recognised when the Company has performed under the contract but has not yet billed the customer. Contract assets are transferred to receivables when the right to consideration become unconditional.

Rental income

Lease payments from operating leases are recognised on a straight-line basis over the lease term.

2 Summary of significant accounting policies (cont'd)

2.17 Revenue recognition (cont'd)

Dividend income

Dividend income is recognised when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be reliably measured.

Interest income

Interest income is recognised using the effective interest method.

2.18 Leases

The accounting policies for leases before 1 January 2019 are as follows:

When the Group entity is the lessee

Finance leases

Leases of property, plant and equipment where the Group assumes substantially all the risks and rewards incidental to ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased asset or the present value of the minimum lease payments. Each lease payment is allocated between reduction of the outstanding liability and finance charges. The corresponding leases liabilities, net of finance charges, are included in hire purchase payables. The finance charge is recognised in profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The assets acquired under finance leases are depreciated over the shorter of the useful life of the assets or the lease term.

Operating leases

Leases where a significant portion of the risks and rewards incidental to ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are recognised in profit or loss on a straight-line basis over the period of the lease. Contingent rents, if any, are charged as expenses in the periods in which they are incurred.

When an operating lease is terminated before the lease period expires, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place.

2 Summary of significant accounting policies (cont'd)

2.18 Leases (cont'd)

The accounting policies for leases before 1 January 2019 are as follows (cont'd):

When the Group entity is the lessor

Operating leases

Leases where the Group entity retains substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Rental income (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term.

The accounting policies for leases from 1 January 2019 onwards are as follows:

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

When the Group entity is the lessee

The Group applies a single recognition and measurement approach for all contracts that are, or contain, a lease, except for short-term leases (i.e. for leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and leases of low-value assets (e.g. leases of tablet and personal computers, small items of office equipment and telephones). For these exempted leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

Lease liabilities

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise fixed lease payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

2 Summary of significant accounting policies (cont'd)

2.18 Leases (cont'd)

The accounting policies for leases from 1 January 2019 onwards are as follows (cont'd):

When the Group entity is the lessee (cont'd)

Lease liabilities (cont'd)

The lease liability is presented within "borrowings" in the statements of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability using the effective interest method, and reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement date, initial direct cost, less any lease incentive received.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under SFRS(I) 1-37 *Provisions, Contingent Liabilities and Contingent Assets*. To the extent that the cost relates to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are subsequently measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the shorter period of the lease term and useful life of the underlying asset. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The depreciation starts at the commencement date of the lease.

2 Summary of significant accounting policies (cont'd)

2.18 Leases (cont'd)

The accounting policies for leases from 1 January 2019 onwards are as follows (cont'd):

When the Group entity is the lessee (cont'd)

Right-of-use assets (cont'd)

The right-of use assets (except for those which meets the definition of an investment property) are presented within "property, plant and equipment" in the statements of financial position. Right-of-use asset which meets the definition of an investment property are presented within "investment properties" and accounted in accordance with Note 2.6. The Group applies SFRS(I) 1-36 *Impairment of Assets* to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in Note 2.7.

When the Group entity is the lessor

Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

2.19 Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Where the grant relates to an asset, the fair value is recognised as deferred capital grant on the statement of financial position and is amortised to profit or loss over the expected useful life of the relevant asset by equal annual instalments.

When the grant relates to an expense item, it is recognised in profit or loss over the period necessary to match them on a systematic basis to the costs that it is intended to compensate.

2 Summary of significant accounting policies (cont'd)

2.20 Employee benefits

Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund in Singapore, and will have no legal or constructive obligation to pay further contributions once the contributions have been paid. Contributions to defined contribution plans are recognised as an expense in the period in which the related service is performed.

Employee leave entitlement

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period.

2.21 Borrowing costs

Borrowing costs, which comprise interest and other costs incurred in connection with the borrowing of funds, are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are recognised in profit or loss using the effective interest method.

2.22 Income taxes

Income tax on the profit or loss for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to items recognised outside profit or loss, either in other comprehensive income or directly in equity in which the tax is also recognised outside profit or loss (either in other comprehensive income or directly in equity respectively).

Current tax is the expected tax payable or recoverable on the taxable income for the current year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable or recoverable in respect of previous years. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

2 Summary of significant accounting policies (cont'd)

2.22 Income taxes (cont'd)

Deferred income tax is provided using the liability method, on all temporary differences at the end of the reporting period arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except where the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination, and at the time of the transaction, affects neither the accounting nor taxable profit or loss.

Deferred income tax is provided on temporary differences arising on investment in subsidiary companies, except where the timing of the reversal of the temporary difference can be controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on currently enacted or substantively enacted tax rates at the end of the reporting period.

Deferred income tax is measured based on the tax consequence that will follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amounts of its assets and liabilities except for investment properties. Investment property measured at fair value is presumed to be recovered entirely through sale.

2.23 Dividends

Interim dividends are recorded during the financial year in which they are declared payable.

Final dividends are recorded in the financial statements in the period in which they are approved by the Company's shareholders.

2.24 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incurs expenses, including revenues and expenses that relate to transactions with other components of the Group. Operating segments are reported in a manner consistent with the internal reporting provided to the Group's chief operating decision maker for making decisions about allocating resources and assessing performance of the operating segments.

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

Critical judgements in applying the Group's accounting policies

In the process of applying the Group's accounting policies, which are described in Note 2, management has made the following judgements that have the most significant effect on the amounts recognised in the financial statements (apart from those involving estimations):

Going concern assumption

As at 31 December 2019, the Group's and the Company's current liabilities of $76,182,000 (2018: $74,543,000) and $34,852,000 (2018: $25,965,000) respectively exceeded their current assets (excluding development properties) of $59,552,000 (2018: $63,325,000) and $10,910,000 (2018: $16,123,000) respectively. For the financial year ended on that date, the Group reported net cash used in operating activities of $604,000.

These factors indicate the existence of a material uncertainty that may cast significant doubt about the Group's and Company's ability to continue as going concerns. The ability of the Group and Company to continue as going concerns is dependent on the Group's and Company's ability to generate sufficient cash flows to pay its debts and obligation as and when they fall due. In the opinion of the directors, the Group and the Company are able to continue as going concerns for at least a period of 12 months from the date these financial statements were approved as the Group has sufficient unutilised banking facilities available for future use should the need arise.

If the Group and Company are unable to continue in operational existence for the foreseeable future, the Group may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the statements of financial position. In addition, the Group and Company may have to provide for further liabilities that might arise and to reclassify non-current assets and liabilities as current assets and liabilities. No such adjustments have been made to these financial statements.

3 Critical accounting judgements and key sources of estimation uncertainty (cont'd)

Critical judgements in applying the Group's accounting policies (cont'd)

Functional currency

The Group measures foreign currency transactions in the respective functional currencies of the Company and its subsidiary companies. In determining the functional currencies of the entities in the Group, judgement is required by management to determine the primary economic environment in which the entities operate, the entities' process of determining sales prices and the currency of the country whose competitive forces and regulations mainly influences the prices of its goods and services. Management has assessed that prices are mainly denominated and settled in the respective local currency of the entities of the Group. In addition, most of the entities' cost base is mainly denominated in their respective local currency. Therefore, management concluded that the functional currency of the entities of the Group is their respective local currency.

Determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of leasehold land, the following factors are considered to be most relevant:

- If any leasehold improvements are expected to have a significant remaining value, the Group typically includes the extension option in lease liabilities; and

- Otherwise, the Group considers other factors including its historical lease periods and the costs and business disruption required to replace the leased asset.

The assessment of reasonable certainty to exercise extension options is only revised if a significant change in circumstances occurs which affects this assessment, and that is within the control of the lessee. During the current financial year, the financial effect of revising lease terms to reflect the effect of exercising extension options was an increase in recognised lease liabilities and right-of-use assets of $117,000.

3 Critical accounting judgements and key sources of estimation uncertainty (cont'd)

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Calculation of loss allowance

When measuring ECL, the Group and Company use reasonable and supportable forward-looking information, which is based on assumptions and forecasts of future economic conditions. Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

The Group uses a provision matrix to calculate ECL for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The Group determined the ECL of trade receivables by using a provision matrix that is based on its historical observed default rates. The Group estimates the expected credit loss rates for each category of past due status of the debtors based on historical credit loss experience, adjusted as appropriate to reflect current conditions and forecasts of future economic conditions.

As the calculation of loss allowance on trade receivables and other receivables is subject to assumptions and forecasts, any changes to these estimations will affect the amounts of loss allowance recognised and the carrying amounts of receivables. Details of ECL measurement and carrying value of trade receivables, loan to a third party, contract assets, other receivables and amounts due from subsidiary companies at the end of the reporting period are disclosed in Notes 36, 14, 15, 16 and 19 respectively.

Property, plant and equipment

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives, after taking into account their estimated residual values.

The Group reviews the useful lives and residual values of property, plant and equipment at the end of each reporting period in accordance with the accounting policy in Note 2.5. The estimation of the useful lives and residual values involves assumptions concerning the future and estimations of the assets common life expectancies and expected level of usage. Any changes in the expected useful lives of these assets would affect the carrying amount of property, plant and equipment, and the depreciation charge for the financial year.

The carrying amounts of the Group's and the Company's property, plant and equipment at the end of the reporting period and the depreciation charge for the financial year are disclosed in Note 11.

3 Critical accounting judgements and key sources of estimation uncertainty (cont'd)

Key sources of estimation uncertainty (cont'd)

Allowance for inventories

Management determines whether an allowance is required for any shortfall in net realisable value of inventories by reviewing the inventory listing on a periodic basis. The review involves a comparison of the carrying value of the inventory items with the respective net realisable value as well as the forecasted demand for the inventories. Following the review, management sets up the necessary allowance for any shortfall in the net realisable value of the inventories.

The carrying amounts of the Group's inventories at the end of the reporting period and the amount of inventories written down for the financial year are disclosed in Note 18.

Impairment of investments in subsidiary companies

Management assesses impairment of investments in subsidiary companies whenever events or changes in circumstances indicate that the carrying amount of the investment may not be recoverable or indicate that the recoverable amount of the investment may be higher than the carrying amount. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and value in use) of the investment is estimated to determine the impairment loss or write-back of impairment. Fair value less cost to sell calculation is based on observable market prices or market valuations less incremental costs for disposing asset. When value in use calculations are undertaken, management must estimate the expected future cash flows from the investment or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows.

The carrying amount of the Company's investments in subsidiary companies at the end of the reporting period and impairment losses for the financial year are disclosed in Note 13.

Provision for onerous contracts

The Group has significant on-going and new contracts to deliver precast and prefabricated components. A provision for onerous contract is recognised when it is probable that the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received.

Significant judgement is used to estimate the total costs of fulfilling the contracts. In making these estimates, management has relied on the expertise of the quantity surveyors to determine the estimated total costs.

The provision for onerous contracts recognised for the financial year is disclosed in Note 27.

3 Critical accounting judgements and key sources of estimation uncertainty (cont'd)

Key sources of estimation uncertainty (cont'd)

Estimating the incremental borrowing rate for leases

The Group uses the incremental borrowing rate to measure the lease liabilities because the interest rate implicit in the lease is not readily determinable. The incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The incremental borrowing rate therefore reflects what the Group "would have to pay", which requires estimation when no observable rates are available (such as for subsidiary companies that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the incremental borrowing rate using observable inputs such as market interest rates, when available and is required to make certain entity-specific estimates, such as the subsidiary company's stand-alone credit rating. Any change in estimation of incremental borrowing rate may have a significant impact to the determination of lease liabilities and right-of-use asset at the date of initial application of SFRS(I) 16. The carrying amount of lease liabilities and right-of-use assets are disclosed in Notes 22 and 11 respectively.

4 Group entities

The subsidiary companies at 31 December are:

Name of entity (Country of incorporation/ place of business)	**Principal activities**	**Ownership interest 2019 %**	Ownership interest 2018 %
Subsidiary companies held by the Company			
Hor Kew Private Limited (Singapore)	Investment holding	**100**	100
Hor Kew Land Pte Ltd (Singapore)	Dormant	**100**	100
Park Vale Design & Development Pte Ltd (Singapore) [(1)]	Dormant	**100**	100
Prefab Technology Pte Ltd (Singapore)	Design, manufacture and sale of prestressed and precast reinforced concrete building components	**100**	100

4 Group entities (cont'd)

The subsidiary companies at 31 December are (cont'd):

Name of entity (Country of incorporation/ place of business)	Principal activities	Ownership interest 2019 %	2018 %
Subsidiary companies held by the Company (cont'd)			
Prefab Technology 3 Pte Ltd (Singapore)	Design, manufacture and sale of prefabricated architectural metal components	**100**	100
Prefab Technology 8 Pte Ltd (Singapore) (1)	Rental of machinery	**100**	100
GPX Land Sdn. Bhd. (Malaysia) (2)	Dormant	**99**	99
ABX Land Sdn. Bhd. (Malaysia) (2)	Property investment and development	**100**	100
Prefab Technology Sdn. Bhd. (Malaysia) (3)	Design, manufacture and sale of precast concrete building components	**100**	100
Prefab Metal Sdn. Bhd. (Malaysia) (3)	Design, manufacture and sale of prefabricated metal components	**100**	100
Subsidiary company held by Hor Kew Private Limited			
Oxley Lights Pte Ltd (Singapore)	Investment holding	**100**	100
Subsidiary company held by Oxley Lights Pte Ltd			
Oxley Lights Development Pte Ltd (Singapore)	Property investment and development	**100**	100

All the companies are audited by Baker Tilly TFW LLP, Singapore except for the following:

(1) Audited by T S Choo & Co, Singapore

(2) Audited by Baker Tilly Malaysia, independent member firm of Baker Tilly International in Malaysia

(3) Audited by Tee & Partners, Malaysia

4 Group entities (cont'd)

In accordance to Rule 716 of the Singapore Exchange Securities Trading Limited Listing Manual, the Board of Directors of the Company and Audit Committee confirmed that they are satisfied that the appointment of different auditing firms for its subsidiary companies would not compromise the standard and effectiveness of the audit of the Group.

5 Revenue

The following table provides a disaggregation disclosure of the Group's revenue by primary geographical market, major product or service lines and timing of revenue recognition.

	Construction		Prefabrication		Total	
	2019	2018	**2019**	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000	**$'000**	$'000
Primary geographical market						
Singapore	**–**	2,412	**64,379**	47,670	**64,379**	50,082
Major product or service line						
Sale of goods	**–**	–	**64,379**	47,670	**64,379**	47,670
Contract revenue	**–**	2,412	**–**	–	**–**	2,412
	–	2,412	**64,379**	47,670	**64,379**	50,082
Timing of revenue recognition						
Over time	**–**	2,412	**64,379**	47,670	**64,379**	50,082

	2019	2018
	$'000	$'000
Revenue recognised during the financial year from:		
Amounts included in contract liabilities at the beginning of the financial year	**4,648**	–

5 Revenue (cont'd)

The Group applies the practical expedient in SFRS(I) 15 and does not disclose information about its remaining performance obligation if:

- The performance obligation is part of a contract that has an original expected duration of one year or less; or
- The Group has a right to invoice a customer in an amount that corresponds directly with its performance to date, and it recognises revenue in that amount.

6 Other income

	Group	
	2019	2018
	$'000	$'000
Dividend income	**1**	1
Gain on disposal of property, plant and equipment	**56**	–
Gain on transfer of completed development properties held for sale to investment properties	**1,916**	–
Rental income from:		
- investment properties (Note 12)	**876**	939
- others	**78**	189
Sales of scrap materials	**327**	272
Sundry income	**917**	847
	4,171	2,248

7 Finance costs

	Group	
	2019	2018
	$'000	$'000
Interest expense on:		
- bank overdrafts	**2**	1
- bills payables and trust receipts	**119**	33
- fixed advance facility	**101**	53
- hire purchases	**–**	50
- lease liabilities	**78**	–
- term loans	**1,773**	1,408
	2,073	1,545

8 Profit/(loss) before tax

	Group	
	2019	2018
	$'000	$'000
Profit/(loss) before tax is arrived at after charging/(crediting):		
Auditors' remuneration paid/payable to:		
- auditor of the Company	**120**	120
- other auditors of the Group*	**23**	20
Depreciation of property, plant and equipment (Note 11)	**6,815**	5,786
Directors' fees	**104**	104
Fair value loss on derivative financial instruments (Note 28)	**14**	261
Fair value loss on investment properties (Note 12)	**34**	124
Fees for non-audit services paid to:		
- auditor of the Company	**–**	–
- other auditors of the Group	**–**	–
Impairment loss on property, plant and equipment	**–**	824
Impairment loss on trade receivables	**621**	3,806
Inventories written down (Note 18)	**6**	613
Loss on foreign exchange	**869**	2,227
Provision for onerous contracts (Note 27)	**–**	6,017
Rental expense	**243**	656
Reversal of inventories written down (Note 18)	**–**	(38)
Write-back of impairment loss on trade receivables	**(1,492)**	(307)
Staff costs**	**10,632**	12,034

* Includes independent member firm of the Baker Tilly International network.

8 Profit/(loss) before tax (cont'd)

	Group	
	2019	2018
	$'000	$'000
** Staff costs		
Short-term employee benefits	**10,369**	11,645
Contribution to defined contribution plans	**263**	389
Total staff costs	**10,632**	12,034

9 Tax (credit)/expense

	Group	
	2019	2018
	$'000	$'000
Income tax:		
- current year	**8**	2
- (over)/under provision in respect of prior years	**(233)**	210
	(225)	212
Deferred income tax (Note 24):		
- current year	**(155)**	–
	(380)	212

9 Tax (credit)/expense (cont'd)

The income tax (credit)/expense on the results of the financial year differs from the amount of income tax determined by applying the domestic rates applicable to profit/(loss) in the countries where the Group operates due to the following factors:

	Group	
	2019	2018
	$'000	$'000
Profit/(loss) before tax	**520**	(30,636)
Tax at the domestic rates applicable to profit/(loss) in the countries where the Group operates	**247**	(5,600)
Expenses not deductible for tax purposes	**530**	571
Income not subject to tax	**(326)**	(5)
Deferred tax assets not recognised	**397**	5,038
Utilisation of deferred tax assets not recognised previously	**(995)**	(2)
(Over)/under provision of taxation in respect of prior years	**(233)**	210
	(380)	212

The above tax reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction.

The statutory income tax rate applicable is 17% (2018: 17%) for companies incorporated in Singapore and 24% (2018: 24%) for companies incorporated in Malaysia.

At the end of the reporting period, the Group has potential tax benefits arising from unabsorbed tax losses and unabsorbed capital allowances of approximately $35,411,000 (2018: $35,782,000) and $2,565,000 (2018: $5,279,000) respectively, that are available for carry-forward to offset against future taxable profits and/or taxable temporary differences of the companies in which the tax losses and unabsorbed capital allowances differences arose, subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation of the respective countries in which the companies operate.

9 Tax (credit)/expense (cont'd)

The potential deferred tax assets on the following deductible temporary differences have not been recognised in the financial statements at the end of the reporting period:

	Group	
	2019	2018
	$'000	$'000
Unabsorbed tax losses	**35,411**	35,782
Unabsorbed capital allowances	**2,565**	5,279
Accelerated tax depreciation	**3,335**	2,468
Others	**29**	21
	41,340	43,550

The potential deferred tax assets have not been recognised in the financial statements as it is not probable that the future taxable profits and/or taxable temporary differences in these companies will be available and sufficient to allow these deductible temporary differences to be realised in the foreseeable future.

10 Earnings/(loss) per share

The calculation of the basic and diluted earnings/(loss) per share attributable to the ordinary equity holders of the Company is based on the following:

	Group	
	2019	2018
	$'000	$'000
Profit/(loss) for the financial year attributable to equity holders of the Company	**900**	(30,848)
	'000	'000
Weighted average number of ordinary shares in issue		
- Basic weighted average	**52,067**	52,067
- Fully diluted weighted average	**52,067**	52,067

10 Earnings/(loss) per share (cont'd)

Basic earnings/(loss) per share is calculated based on the Group's profit/(loss) for the financial year attributable to equity holders of the Company divided by the weighted average number of ordinary shares in issue during the financial year.

The diluted earnings per share is the same as the basic earnings per share as there is no dilutive share outstanding during the relevant period.

Earnings/(loss) per share of the Group for the current year reported on and the immediately preceding financial year are as follows:

	Group	
	2019	2018
	Cents	Cents
Basic earnings/(loss) per share	**1.73**	(59.25)
Diluted earnings/(loss) per share	**1.73**	(59.25)

11 Property, plant and equipment

	Freehold properties $'000	Leasehold land and buildings $'000	Plant and machinery and factory equipment $'000	Motor vehicles $'000	Office equipment, furniture and fittings $'000	Renovation $'000	Moulds $'000	Total $'000
Group - 2019								
Cost								
At 1 January 2019	30,732	14,000	9,677	2,588	2,408	823	5,609	65,837
Recognition of right-of-use assets at initial application of SFRS(I) 16	–	1,117	–	–	–	–	–	1,117
Additions	203	458	92	109	20	–	2,173	3,055
Written off	–	–	–	–	–	–	(871)	(871)
Currency translation differences	(25)	(2)	(7)	–	–	–	(14)	(48)
Disposals	–	–	(408)	(354)	–	–	–	(762)
Reclassification	(1,308)	1,308	–	–	–	–	–	–
At 31 December 2019	**29,602**	**16,881**	**9,354**	**2,343**	**2,428**	**823**	**6,897**	**68,328**
Accumulated impairment loss								
At 1 January 2019 and 31 December 2019	**824**	**65**	**-**	**-**	**-**	**-**	**-**	**889**
Accumulated depreciation								
At 1 January 2019	727	4,163	6,369	1,610	2,182	807	3,455	19,313
Depreciation charge	442	2,616	614	329	81	10	2,723	6,815
Written off	–	–	–	–	–	–	(871)	(871)
Currency translation differences	–	–	(4)	–	–	–	(6)	(10)
Disposals	–	–	(393)	(331)	–	–	–	(724)
At 31 December 2019	**1,169**	**6,779**	**6,586**	**1,608**	**2,263**	**817**	**5,301**	**24,523**
Net carrying value								
At 31 December 2019	**27,609**	**10,037**	**2,768**	**735**	**165**	**6**	**1,596**	**42,916**

11 Property, plant and equipment (cont'd)

	Freehold properties $'000	Leasehold land and buildings $'000	Plant and machinery and factory equipment $'000	Motor vehicles $'000	Office equipment, furniture and fittings $'000	Renovation $'000	Moulds $'000	Total $'000
Group - 2018								
Cost								
At 1 January 2018	28,566	14,000	8,671	2,559	2,368	823	2,927	59,914
Additions	2,223	–	1,025	29	40	–	3,260	6,577
Written off	–	–	–	–	–	–	(537)	(537)
Currency translation differences	(57)	–	(19)	–	–	–	(41)	(117)
At 31 December 2018	30,732	14,000	9,677	2,588	2,408	823	5,609	65,837
Accumulated impairment loss								
At 1 January 2018	–	65	–	–	–	–	–	65
Impairment loss	824	–	–	–	–	–	–	824
At 31 December 2018	824	65	–	–	–	–	–	889
Accumulated depreciation								
At 1 January 2018	337	2,097	5,595	1,273	2,093	790	1,915	14,100
Depreciation charge	392	2,066	780	338	90	18	2,102	5,786
Written off	–	–	–	–	–	–	(537)	(537)
Currency translation differences	(2)	–	(6)	(1)	(1)	(1)	(25)	(36)
At 31 December 2018	727	4,163	6,369	1,610	2,182	807	3,455	19,313
Net carrying value								
At 31 December 2018	29,181	9,772*	3,308*	978*	226	16	2,154	45,635

* Includes right-of-use assets of $11,151,000.

11 Property, plant and equipment (cont'd)

(i) Freehold properties comprise the following:

a) Geran Mukim 99 Lot 388 in the Mukim of Senai ("Freehold Property I")

The property erected on the freehold land at Geran Mukim 99 Lot 388 in the Mukim of Senai, District of Kulai, Johor Bahru, Malaysia is a single-storey detached factory with a double-storey office annex, a single-storey detached factory, a guard house, a pump house and a bin centre associated with concrete fabrication.

b) Geran Mukim 98 Lot 389 in the Mukim of Senai ("Freehold Property II")

The property erected on the freehold land at Geran Mukim 98 Lot 389 in the Mukim of Senai, District of Kulai, Johor Bahru, Malaysia is a double-storey detached office cum guard house, a single-storey open-sided fabrication yard, one block of three-storey cabin, a power substation and a bin centre associated with concrete fabrication.

c) 66 Kallang Pudding Road ("Freehold Property III")

The property erected on the freehold land at 66 Kallang Pudding Road, Singapore 349324 is an 8-storey multiple-user industrial complex with a 2-storey carpark.

Freehold Property III comprises a portion that is used as corporate office of the Group which are accounted for under property, plant and equipment, and another portion is held to earn rental income and/or for capital appreciation which are accounted for under investment properties (Note 12).

(ii) Leasehold land and buildings comprise the following:

a) 66 Sungei Kadut Street 1 ("Leasehold Property I")

A precast fabrication factory with two 2-storey office buildings, a single storey factory building and a 2-storey factory building with a 4-storey extension which includes staff dormitories situated at 66 Sungei Kadut Street 1, Sungei Kadut Industrial Estate, Singapore 729367. The land lease is for 30 years starting from 16 January 1990.

b) 99 Pioneer Road ("Leasehold Property II")

A part single/part 3-storey Type 'D8' standard detached factory with mezzanine level and 2 open-sided sheds situated at 99 Pioneer Road, Jurong Industrial Estate, Singapore 639580. The land lease is for 30 years starting from 1 December 1997.

11 Property, plant and equipment (cont'd)

(ii) Leasehold land and buildings comprise the following: (cont'd)

c) Geran Mukim 270 Lot 1265 and Geran Mukim 271 Lot 1266 in the Mukim of Senai ("Leasehold Property III")

The property erected on the leasehold land at Geran Mukim 270 Lot 1265 and Geran Mukim 271 Lot 1266 in Mukim of Senai, District of Kulai, Johor Bahru, Malaysia is a single-storey open-sided fabrication yard with two container offices, one block of two-storey cabin hostel with toilet facilities, a guard house and a storeroom built of corrugated metal sheets. The land lease expires on 31 May 2022.

(iii) The net carrying value of freehold properties and leasehold land and buildings amounting to $20,487,000 (2018: $20,750,000) and $8,764,000 (2018: $9,772,000) are mortgaged to banks to secure banking facilities of the Group (Note 22).

(iv) For the financial year ended 31 December 2018, a subsidiary company carried out a review of the recoverable amount of its freehold properties because of its continuous loss-making position. The recoverable amount of the freehold properties was determined on the basis of its fair value less cost of disposal. The fair values of the freehold properties were determined based on the desktop valuation performed by a professional valuer using a direct comparison with recent sales transactions of comparable freehold properties within the vicinity and elsewhere at the end of the reporting period. Adjustments are made for differences in factors such as locations, physical characteristics and time element. This fair value measurement was categorised in the Level 3 of the fair value hierarchy. As a result of the review, an impairment loss of $824,000 was recognised in profit or loss for the financial year ended 31 December 2018.

(v) As at 31 December 2019, the net carrying value of the Group's property, plant and equipment under right-of-use assets were $10,894,000 (1.1.2019: $12,268,000) (Note 33).

(vi) At 31 December 2018, the net carrying value of the Group's property, plant and equipment acquired under hire purchase agreements (classified as finance lease under SFRS(I) 1-17) amounted to $1,379,000 (Note 23).

(vii) At the end of the reporting period, motor vehicles of the Group with net carrying value of $328,000 (2018: $491,000) are registered in the name of the directors and key management of the Group who held in trust for the Group.

11 Property, plant and equipment (cont'd)

	Office equipment, furniture and fittings $'000	Motor vehicles $'000	Renovation $'000	Total $'000
Company - 2019				
Cost				
At 1 January 2019 and 31 December 2019	**493**	**418**	**176**	**1,087**
Accumulated depreciation				
At 1 January 2019	482	199	176	857
Depreciation charge	2	84	–	86
At 31 December 2019	**484**	**283**	**176**	**943**
Net carrying value				
At 31 December 2019	**9**	**135**	**–**	**144**
Company - 2018				
Cost				
At 1 January 2018	482	418	176	1,076
Additions	11	–	–	11
At 31 December 2018	493	418	176	1,087
Accumulated depreciation				
At 1 January 2018	480	115	176	771
Depreciation charge	2	84	–	86
At 31 December 2018	482	199	176	857
Net carrying value				
At 31 December 2018	11	219	–	230

11 Property, plant and equipment (cont'd)

Company (cont'd)

(i) As at 31 December 2019, the net carrying value of the Company's property, plant and equipment under right-of-use assets were $82,000 (1.1.2019: $120,000) (Note 33).

(ii) At 31 December 2018, the net carrying value of the Company's property, plant and equipment acquired under hire purchase agreements (classified as finance lease under SFRS(I) 1-17) amounted to $120,000 (Note 23).

(iii) At the end of the reporting period, motor vehicles of the Company with net carrying value of $135,000 (2018: $219,000) are registered in the name of the director and key management of the Company who held in trust for the Company.

12 Investment properties

	Group	
	2019	2018
	$'000	$'000
At 1 January	**34,723**	34,847
Transfer from completed development properties held for sale	**5,300**	–
Fair value loss recognised in profit or loss	**(34)**	(124)
At 31 December	**39,989**	34,723

The following amounts are recognised in profit or loss:

Fair value loss on investment properties	**(34)**	(124)
Rental income (Note 6)	**876**	939
Direct operating expenses arising from investment properties that generated rental income	**335**	304

12 Investment properties (cont'd)

The investment properties held by the Group at the end of the reporting period are as follows:

		Group	
		2019	2018
		$'000	$'000
Properties	**Tenure**		
Property 1	70 years from 1993, 44 years remaining	**1,027**	1,061
Property 2	Freehold	**33,662**	33,662
Property 3	Freehold	**5,300**	–
		39,989	34,723

Property 1

Property 1 comprises commercial office units located at 23B, 23C, 23G, 23H, 23J and 23K, Fuhua Complex of Quanzhou, The People's Republic of China. Property 1 are leased out to non-related parties under cancellable operating leases.

At the end of the reporting period, the fair value of the Property 1 is determined based on the desktop valuation performed by a professional valuer. In valuing the portions of the property which are vacant, Direct Market Comparison Method of valuation was adopted whereby comparisons based on actual sales or offerings of comparable properties have been made. Comparable properties with similar character, location, sizes and so on are analysed and carefully weighted against all respective advantages and disadvantages of the properties in order to arrive at a fair comparison of value. In respect of the portions of the property which are subject to existing tenancies, the income method of valuation was adopted whereby the net rental income derived from the existing tenancies are capitalised at appropriate term yields and due allowance has been made on the reversionary interests. This fair value measurement is categorised in the Level 3 of the fair value hierarchy.

Property 2

Property 2 comprises the portion of 8-storey multiple-user industrial complex with a 2-storey carpark located at 66 Kallang Pudding Road, Singapore 349324 which are held to earn rental income and/or for capital appreciation (Note 11(i)(c)). Property 2 is mortgaged to bank to secure banking facilities of the Group (Note 22).

12 Investment properties (cont'd)

Property 2 (cont'd)

At the end of the reporting period, the fair value of the Property 2 is determined based on the desktop valuation performed by a professional valuer using a direct comparison with recent transactions of comparable properties within the vicinity at the end of the reporting period. The valuer has taken into consideration the prevailing market conditions and have made due adjustments for differences between the property and the comparables in terms of locations, size, layout and other factors affecting its value. This fair value measurement is categorised in the Level 3 of the fair value hierarchy.

Property 3

Property 3 comprises 2 apartment units, #02-06 and #02-07 One Oxley Rise, Singapore 238714 which are held to earn rental income and/or for capital appreciation. Property 3 is mortgaged to bank to secure banking facilities of the Group (Note 22).

At the end of the reporting period, the fair value of the Property 3 is determined based on the desktop valuation performed by a professional valuer using a direct comparison with recent transactions of comparable properties within the vicinity at the end of the reporting period. The valuer has taken into consideration the prevailing market conditions and have made due adjustments for differences between the property and the comparables in terms of locations, size, layout and other factors affecting its value. This fair value measurement is categorised in the Level 3 of the fair value hierarchy.

The following table shows the significant unobservable inputs used in the valuation model:

Description	**Fair value $'000**	**Valuation technique**	**Significant unobservable input (1)**	**Range**
2019				
Property 1	1,027	Direct comparison method	Price per square metre (2)	$1,200 to $1,300
		Income method	Capitalisation rate (3)	4.50%
Property 2	33,662	Direct comparison method	Price per square metre (2)	$11,600 to $12,700
Property 3	5,300	Direct comparison method	Price per square metre (2)	$18,600 to $21,200

12 Investment properties (cont'd)

Property 3 (cont'd)

Description	Fair value $'000	Valuation technique	Significant unobservable input [1]	Range
2018				
Property 1	1,061	Direct comparison method	Price per square metre [2]	$1,200 to $1,300
		Income method	Capitalisation rate [3]	4.50%
Property 2	33,662	Direct comparison method	Price per square metre [2]	$7,700 to $11,400

(1) The significant unobservable input of the properties are yet to be adjusted for any differences in terms of locations, tenure, physical characteristics or condition of the specific properties by the professional valuer.

(2) Any significant isolated increases (decreases) in the significant unobservable input would result in a significantly higher (lower) fair value measurement.

(3) Any significant isolated increases (decreases) in the significant unobservable input would result in a significantly lower (higher) fair value measurement.

13 Investment in subsidiary companies

	Company	
	2019	2018
	$'000	$'000
Unquoted equity shares at cost	**54,198**	40,098
Impairment losses	**(37,964)**	(37,964)
	16,234	2,134
Loans due from subsidiary companies	**32,149**	32,127
	48,383	34,261

13 Investment in subsidiary companies (cont'd)

During the financial year, the Company subscribed for the following new ordinary shares in the following subsidiary company:

Date	Name of company	Number of ordinary shares	Total consideration $'000
2019			
23 August	Prefab Technology Pte Ltd	**14,100,000**	**14,100**

Movements in impairment losses on investment in subsidiary companies during the financial year are as follows:

	Company	
	2019	2018
	$'000	$'000
At 1 January	**37,964**	27,454
Impairment made and recognised in profit or loss	**–**	10,510
At 31 December	**37,964**	37,964

See Note 4 for details of subsidiary companies.

In 2018, management performed an impairment test for the investment in certain subsidiary companies as these companies had been making significant losses and were in net liability positions. Full impairment loss of $10,510,000 was recognised to write-down these subsidiary companies.

Management determined that owing to the nature of the activities of the subsidiary companies, the loans due from subsidiary companies are quasi-equity in nature, non-interest bearing and are therefore included in the investment in subsidiary companies. The settlements of the quasi-equity loans are neither planned nor likely to occur in the foreseeable future and accordingly, the amounts are stated at cost.

14 Trade receivables

	Group	
	2019	2018
	$'000	$'000
Third party receivables	**32,178**	29,314
Related party receivables	**3,405**	3,470
	35,583	32,784
Impairment loss on trade receivables	**(7,068)**	(7,939)
	28,515	24,845
Represented by:		
- Non-current	**7,350**	5,544
- Current	**21,165**	19,301
	28,515	24,845

Trade receivables are non-interest bearing and are generally on 30 to 90 days (2018: 30 to 90 days) credit terms. Included in trade receivables are retention sums withheld by customers amounted to $9,070,000 (2018: $7,840,000).

During the financial year, write-back of impairment loss on trade receivables amounted to $871,000 (2018: impairment loss of $3,499,000) was recognised.

15 Loan to a third party

The loan to a third party is unsecured and repayable in full on 10 October 2022. The loan bears interest of 9% per annum payable every quarter starting on 14 January 2020.

The loan approximates to its fair value at the end of the reporting period.

16 Contract assets and liabilities

The Group receives payments from customers based on a billing schedule, as established in contracts. Contract assets relate to the Group's rights to consideration for work completed but not billed at the reporting date on the Group's prefabrication metal services and construction business. The Company's contract assets relate to management service performed but not billed at the reporting date. Contract liabilities relate to advance consideration received from customers and billings in excess of revenue recognised to-date. Contract liabilities are recognised as revenue as and when the Group satisfies the performance obligations under its contracts.

The following table provides information about contract assets and contract liabilities from contracts with customers.

	2019	2018	1.1.2018
	$'000	$'000	$'000
Group			
Trade receivables with contracts with customers	**28,515**	24,845	26,021
Contract assets	**195**	472	4,457
Contract liabilities	**3,817**	4,648	–
Company			
Contract assets	**2,016**	1,090	2,468

Significant changes in the contract assets balances during the financial year are as follows:

	Contract assets	
	2019	2018
	$'000	$'000
Group		
Contract assets reclassified to trade receivables	**472**	4,335
Company		
Contract assets reclassified to other receivables	**1,090**	2,468

17 Development properties

	Group	
	2019	2018
	$'000	$'000
Unsold development properties:		
At 1 January	**18,957**	18,998
Currency translation differences	**(34)**	(41)
At 31 December	**18,923**	18,957

Development properties comprise 6 parcels of vacant residential lands and 3 parcels of vacant commercial lands located within Kota Seriemas, Nilai, Negeri Sembilan, Malaysia with total land areas of 741,554 square metres. The Group intends to develop a township on these land, but yet to commence any development activities as at 31 December 2019.

18 Inventories

	Group	
	2019	2018
	$'000	$'000
Raw materials	**3,518**	2,879
Work-in-progress	**477**	412
Finished goods	**5,003**	4,771
	8,998	8,062

The following amounts are recognised in profit or loss:

Inventories recognised as an expense in cost of sales	**34,421**	34,774
Inclusive of the following:		
- Inventories written down (Note 8)	**6**	613
- Reversal of inventories written down (Note 8)	**–**	(38)

In 2018, the Group recognised a reversal of $38,000 being part of inventories written down made in prior years, as the inventories were sold above the carrying amounts.

19 Other receivables

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Amount due from a director	**48**	–	**–**	–
Amounts due from subsidiary companies	**–**	–	**45,941**	52,444
Sundry receivables	**1,525**	1,596	**125**	6
Impairment loss on receivables	**(893)**	(893)	**(37,500)**	(37,500)
	680	703	**8,566**	14,950
Sundry deposits	**215**	192	**–**	–
Prepayments	**342**	246	**30**	20
	1,237	1,141	**8,596**	14,970

The amount due from a director and amounts due from subsidiary companies are non-trade in nature, unsecured, interest-free and payable on demand.

20 Financial assets at fair value through other comprehensive income

This represents quoted equity securities listed in Singapore which are not held for trading. Accordingly, management has elected to designate this investment in equity shares at fair value through other comprehensive income. It is the Group's strategy to hold this investment for long-term purposes.

21 Cash and cash equivalents

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Cash and bank balances	**2,110**	4,756	**282**	46
Fixed deposits	**25,829**	26,191	**–**	–
	27,939	30,947	**282**	46

Fixed deposits are placed for periods between 1 and 12 months (2018: 1 and 12 months) and bear interest rates ranging from 0.63% to 3.20% (2018: 1.53% to 3.30%) per annum. Fixed deposits of $25,829,000 (2018: $26,191,000) are pledged to banks to secure banking facilities of the Group (Note 22).

22 Borrowings

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Non-current				
Term Loan A	**25,000**	25,000	**–**	–
Term Loan B	**394**	659	**–**	–
Term Loan C	**1,813**	2,090	**–**	–
Term Loan D	**4,529**	5,272	**–**	–
Lease liabilities	**951**	–	**–**	–
Current portion of term loan	**(1,232)**	(1,232)	**–**	–
	31,455	31,789	**–**	–
Current				
Bank overdrafts	**112**	169	**–**	–
Bills payables and trust receipts	**2,308**	1,271	**–**	–
Short term loans	**29,380**	27,280	**–**	–
Fixed advance facility	**5,400**	2,800	**–**	–
Lease liabilities	**882**	–	**54**	–
Current portion of term loan	**1,232**	1,232	**–**	–
	39,314	32,752	**54**	–

The Group's borrowings are secured by legal mortgages over certain freehold properties (Note 11), leasehold land and buildings (Note 11), certain investment properties (Note 12), fixed deposits (Note 21) and a corporate guarantee from the Company.

Term Loan A is also secured by an assignment of all rights, title, benefits and interests in connection with any insurance policies, leases, tenancy agreements and/or sale and purchase agreements with respect to the investment property.

Term Loan A is repayable on 31 October 2021. The Term Loan A bears interest rate of 1.20% (2018: 1.20%) per annum above the Association of Banks in Singapore (ABS) Swap offer rate. The effective interest rate is 3.16% (2018: 3.10%) per annum.

Term Loan B is repayable by 20 quarterly principal instalments. The first principal instalment commenced on 5 September 2017. The Term Loan B bears interest rate of 1.25% (2018: 1.25%) per annum above the bank's Cost of Fund. The effective interest rate is 5.11% (2018: 5.30%) per annum.

22 Borrowings (cont'd)

Term Loan C is repayable in 84 monthly instalments up to 2026. The Term Loan C bears fixed interest rate of 6.5% (2018: 2.38%) per annum.

Term Loan D is repayable in 56 monthly instalments commencing from 5 September 2018 with a bullet balance payment at the end. The Term Loan D bears interest rate of 1.75% (2018: 1.75%) per annum above the bank's Cost of Fund. The effective interest rate is 3.83% (2018: 3.65%) per annum.

The bank overdrafts bore effective interest rate of 5.00% (2018: 5.00%) per annum.

The bills payables and trust receipts bear effective interest rates ranging from 1.75% to 4.86% (2018: 4.25% to 4.46%) per annum.

The short term loans bear effective interest rates ranging from 2.22% to 3.08% (2018: 2.05% to 2.96%) per annum.

The fixed advance facility is repayable on 10 January 2020 and bears interest rate of 1.30% (2018: 1.30%) per annum above the 1-month Singapore Interbank Offered Rate (SIBOR) rate. The effective interest rate is 3.05% (2018: 2.90%) per annum.

In the financial year ended 31 December 2019, a subsidiary company did not fulfil certain financial covenants on its bills payables with a carrying amount of $118,000. Accordingly, the outstanding balance was presented as a current liability in the statement of financial position as at 31 December 2019.

The carrying amounts of current borrowings approximate their fair values at the end of the reporting period.

Based on the discounted cash flow analysis using a discount rate based upon market lending rate for similar borrowings which the management expects would be available to the Group at the end of the reporting period, the fair values of the fixed rate borrowings at the end of the reporting period approximate their carrying values as there are no significant changes in the market lending interest rates available to the Group at the end of the reporting period. The floating rate borrowings are instruments that are repriced to market interest rates on or near the end of the reporting period. Accordingly, the fair values of these borrowings, determined from discounted cash flow analysis using market lending rates for similar borrowings which the management expects would be available to the Group at the end of the reporting period, would approximate their carrying amounts at the end of the reporting period. This fair value measurement for disclosure purposes is categorised in the Level 3 of the fair value hierarchy.

22 Borrowings (cont'd)

Reconciliation of movements of liabilities to cash flows arising from financing activities:

	Term loans $'000	Bills payables and trust receipts $'000	Fixed advance facility $'000	Lease liabilities $'000	Hire purchase payables (Note 23) $'000	Total $'000
Balance at 1 January 2018	55,770	631	1,000	–	1,253	58,654
Changes from financing cash flows:						
- Drawdown	5,462	5,144	2,000	–	–	12,606
- Repayments	(972)	(4,502)	(200)	–	(437)	(6,111)
- Interest paid	(1,380)	(33)	(53)	–	(52)	(1,518)
Non-cash changes:						
- Currency translation differences	41	(2)	–	–	4	43
- Interest expense	1,408	33	53		50	1,544
- Interest payable	(28)	–	–		–	(28)
- Acquisition of property, plant and equipment	–	–	–	–	23	23
Balance at 31 December 2018	60,301	1,271	2,800	–	841	65,213
Reclassification of hire purchase payables	–	–	–	841	(841)	–
Adoption of SFRS(I) 16	–	–	–	1,117	–	1,117
Changes from financing cash flows:						
- Drawdown	4,800	11,728	4,300	–	–	20,828
- Repayments	(3,912)	(10,763)	(1,700)	(888)	–	(17,263)
- Interest paid	(1,749)	(119)	(101)	(78)	–	(2,047)
Non-cash changes:						
- Currency translation differences	(73)	72	–	(1)	–	(2)
- Interest expense	1,773	119	101	78	–	2,071
- Interest payable	(24)	–	–	–	–	(24)
- Acquisition of property, plant and equipment	–	–	–	764	–	764
Balance at 31 December 2019	**61,116**	**2,308**	**5,400**	**1,833**	**–**	**70,657**

23 Hire purchase payables

Hire purchase payables were reclassified to lease liabilities on 1 January 2019 arising from the adoption of SFRS(I) 16. The impact of adoption is disclosed in Note 2.1. As at 31 December 2018, the Group leased certain plant and machinery and factory equipment and motor vehicles from non-related parties under hire purchase arrangements. The hire purchase payables of the Group were effectively secured over leased plant and machinery and factory equipment and motor vehicles, as the legal title is retained by the lessor and will be transferred to the Group upon full settlement of the hire purchase payables. The net carrying value of plant and machinery and factory equipment and motor vehicles acquired under hire purchase arrangements are disclosed in Note 11(vi). The hire purchase agreements had effective interest rates ranging from 3.40% to 6.26% per annum.

Future minimum lease payments under hire purchase arrangements together with the present value of the minimum lease payments based on contractual repayment obligations are as follows:

	Group 2018	
	Minimum lease payments $'000	Present value $'000
Not later than one financial year	449	413
Later than one financial year but not later than five financial years	434	419
Later than five financial years	9	9
Total minimum lease payments	892	841
Less: Future finance charges	(51)	–
Present value of minimum lease payments	841	841

	Company 2018	
	Minimum lease payments $'000	Present value $'000
Not later than one financial year	25	23
Later than one financial year but not later than five financial years	57	54
Total minimum lease payments	82	77
Less: Future finance charges	(5)	–
Present value of minimum lease payments	77	77

23 Hire purchase payables (cont'd)

Certain of the Group's and the Company's hire purchase arrangements were callable finance leases, therefore the amounts were classified under current liabilities instead of based on the scheduled repayment dates. The Group's and the Company's hire purchase payables are classified in the statements of financial position as follows:

	Group	Company
	2018	2018
	$'000	$'000
Current	677	77
Non-current	164	–
	841	77

Based on the discounted cash flows using market interest rates for similar finance lease agreements at the end of the reporting period, the fair values of finance lease liabilities at the end of the reporting period approximate their carrying amounts as the market interest rates at the end of the reporting period are close to the effective interest rates of the Group's existing finance lease liabilities. This fair value measurement for disclosure purposes is categorised in the Level 3 of the fair value hierarchy.

24 Deferred tax liabilities

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

The movements in the deferred tax accounts are as follows:

	Group	
	2019	2018
	$'000	$'000
At 1 January	**2,468**	2,468
Tax credited to profit or loss (Note 9)	**(155)**	–
At 31 December	**2,313**	2,468

24 Deferred tax liabilities (cont'd)

The following are the major deferred tax assets and liabilities recognised by the Group and the movements thereon, during the current and prior reporting periods:

	Accelerated tax/ (accounting) depreciation $'000	Revaluation gain of property, and plant equipment $'000	Total $'000
Group			
At 1 January 2018	(84)	2,552	2,468
Tax charged/(credited) to profit or loss	9	(9)	–
At 31 December 2018	(75)	2,543	2,468
Tax charged/(credited) to profit or loss	69	(224)	(155)
At 31 December 2019	**(6)**	**2,319**	**2,313**

25 Trade payables

	Group	
	2019	2018
	$'000	$'000
Third party payables	**26,880**	25,343
Sub-contractors' retention sum	**720**	804
	27,600	26,147

26 Other payables

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Accrued operating expenses	**2,659**	2,835	**420**	203
Amounts due to subsidiary companies	**–**	–	**34,350**	25,435
Deposits received	**205**	243	**–**	–
Sundry payables	**767**	731	**28**	30
	3,631	3,809	**34,798**	25,668

The amounts due to subsidiary companies are non-trade in nature, unsecured, interest-free and payable on demand.

27 Provisions

	Group	
	2019	2018
	$'000	$'000
Provision for onerous contracts		
At 1 January	**6,017**	–
(Utilisation of)/provisions made during the financial year	**(4,484)**	6,017
At 31 December	**1,533**	6,017

The Group has entered into contracts with customers to deliver precast concrete and prefabricated metal components. Due to the rising cost of materials, the aggregate costs to fulfil certain contracts are higher than the economic benefits expected to be received. As such, a provision for onerous contracts was recognised.

Significant judgements were made by management to estimate the total contract costs to complete, which were used to determine (i) the Group's recognition of the provision for the onerous contract and (ii) when it is probable that the total unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received. In making these estimates, management has relied on the expertise of quantity surveyors to determine the estimated total contract cost and also on past experience of completed projects. The estimated total contract costs is reviewed every reporting period and adjusted where necessary, with the corresponding effect of change being recognised prospectively from the date of change.

28 Derivative financial instruments

	Group					
	2019			2018		
	Contract/ Nominal amount	**Fair value**		Contract/ Nominal amount	Fair value	
		Assets	**Liabilities**		Assets	Liabilities
	$'000	**$'000**	**$'000**	$'000	$'000	$'000
Non-hedging instruments						
- Interest rate swap	**25,000**	**–**	**275**	25,000	–	261

The Group's fair value of interest rate swap contract was provided by a reputable financial institution, which was calculated as the present value of the estimated future cash flows based on observable yield curves, and their fair values were estimated to be approximately $275,000 (2018: $261,000).

Loss in the fair value of non-hedging interest rate swap contract amounting to $14,000 (2018: $261,000) had been recognised in profit or loss for the financial year (Note 8).

29 Share capital

	Group and Company	
	2019	2018
	$'000	$'000
Issued and fully paid capital		
52,066,937 ordinary shares with no par value	**68,323**	68,323

All issued shares are fully paid ordinary shares with no par value.

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction.

30 Other reserves

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Fair value reserve	**2**	2	**3**	4
Currency translation reserve	**(6,363)**	(6,341)	**–**	–
	(6,361)	(6,339)	**3**	4

Fair value reserve

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
At 1 January	**2**	5	**4**	7
Fair value loss on financial assets at fair value through other comprehensive income	**–**	(3)	**(1)**	(3)
At 31 December	**2**	2	**3**	4

Fair value reserve represents fair value adjustments on quoted equity securities classified as financial assets at fair value through other comprehensive income.

Currency translation reserve

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
At 1 January	**(6,341)**	(6,382)	**–**	–
Net currency translation differences of financial statements of foreign subsidiary companies	**(22)**	41	**–**	–
At 31 December	**(6,363)**	(6,341)	**–**	–

Currency translation reserve arises from the translation of foreign subsidiary companies' financial statements whose functional currencies are different from the presentation currency of the Group.

31 Segmental information

For management purposes, the Group is organised into business units based on their products and services. The operating segments of the Group are as follows:

(i) The property investment and development segment is involved in the development, sales and leasing of residential, commercial and industrial properties.

(ii) The construction segment is in the business of constructing residential, institutional, industrial and commercial properties as the main contractor.

(iii) The prefabrication segment is in the business of design, manufacture and sales of prestressed and reinforced concrete building components as well as prefabricated architectural metal components.

(iv) Others segment comprises mainly the Group level corporate services and treasury functions.

31 Segmental information (cont'd)

The segment information provided to management for the operating segments are as follows:

Group
2019

	Property investment and development $'000	Construction $'000	Prefabrication $'000	Others $'000	Eliminations $'000	Consolidated $'000
Revenue:						
Sales to external customers	-	-	64,379	-	-	64,379
Intersegment sales	-	-	-	2,016	(2,016)	-
Total revenue	-	-	64,379	2,016	(2,016)	64,379
Results:						
Segment profit/(loss)	1,162	(936)	630	(336)	-	520
Tax credit						380
Profit for the financial year						900
Other significant non-cash expenses:						
Impairment loss on trade receivables	-	-	621	-	-	621
Depreciation of property, plant and equipment	1	81	6,384	349	-	6,815
Fair value loss on derivative financial instruments	14	-	-	-	-	14
Fair value loss on investment properties	-	34	-	-	-	34
Gain on transfer of completed development properties held for sale to investment properties	(1,916)	-	-	-	-	(1,916)
Write-back of impairment loss on trade receivables	(15)	-	(1,477)	-	-	(1,492)
Segment assets	81,340	3,869	75,379	9,460	-	170,048
Unallocated assets						-
Total assets						170,048
Segment assets includes:						
Additions to non-current assets	3	-	3,052	-	-	3,055
Segment liabilities	25,671	31,311	50,139	504	-	107,625
Unallocated liabilities						2,325
Total liabilities						109,950

31 Segmental information (cont'd)

The segment information provided to management for the operating segments are as follows (cont'd):

Group
2018

	Property investment and development $'000	Construction $'000	Prefabrication $'000	Others $'000	Eliminations $'000	Consolidated $'000
Revenue:						
Sales to external customers	–	2,412	47,670	–	–	50,082
Intersegment sales	–	–	–	1,090	(1,090)	–
Total revenue	–	2,412	47,670	1,090	(1,090)	50,082
Results:						
Segment loss	(1,866)	(3,970)	(24,451)	(349)	–	(30,636)
Tax expense						(212)
Loss for the financial year						(30,848)
Other significant non-cash expenses:						
Impairment loss on trade receivables	71	–	3,735	–	–	3,806
Impairment of property, plant and equipment	–	–	824	–	–	824
Provision for onerous contracts	–	–	6,017	–	–	6,017
Depreciation of property, plant and equipment	1	81	5,355	349	–	5,786
Fair value loss on derivative financial instruments	261	–	–	–	–	261
Fair value loss on investment properties	–	124	–	–	–	124
Write-back of impairment loss on trade receivables	–	–	(307)	–	–	(307)
Segment assets	79,602	3,662	72,756	12,164	–	168,184
Unallocated assets						–
Total assets						168,184
Segment assets includes:						
Additions to non-current assets	–	–	6,566	11	–	6,577
Segment liabilities	25,691	29,334	50,929	310	–	106,264
Unallocated liabilities						2,700
Total liabilities						108,964

31 Segmental information (cont'd)

Segment results

Management monitors the operating results of its operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Income taxes are managed on a group basis and are not allocated to operating segments. Sales between operating segments are on terms agreed by the group companies concerned.

Segment assets

The amounts provided to the management with respect to total assets are measured in a manner consistent with that of the financial statements. Management monitors the assets attributable to each segment for the purposes of monitoring segment performance and for allocating resources between segments. All assets are allocated to reportable segments other than deferred tax assets and tax recoverable which are classified as unallocated assets.

Segment liabilities

The amounts provided to the management with respect to total liabilities are measured in a manner consistent with that of the financial statements. All liabilities are allocated to the reportable segments based on the operations of the segments other than deferred tax liabilities and tax payables. These liabilities are classified as unallocated liabilities.

Geographical information

Revenue and non-current assets information based on the geographical location of customers and assets respectively are as follows:

	Group			
	Sales to external customers		**Non-current assets**	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Singapore	**64,379**	50,082	**61,192**	56,303
The People's Republic of China	**–**	–	**1,027**	1,061
Malaysia	**–**	–	**20,686**	22,994
	64,379	50,082	**82,905**	80,358

Non-current assets information presented above are non-current assets as presented on the statement of financial position excluding financial instruments.

31 Segmental information (cont'd)

Information about major customers

Revenue from major customers which amounts to more than 10% of the Group's revenue are as follows:

	Group	
	2019	2018
	$'000	$'000
Prefabrication segment - 3 (2018: 2) external customers		
- Customer 1	**9,593**	–
- Customer 2	**–**	5,699
- Customer 3	**11,794**	5,079
- Customer 4	**10,557**	–
	31,944	10,778

32 Operating lease commitments

a) Where the Group is a lessee

The Group leases land and buildings under non-cancellable operating lease arrangements. The leases, which have renewal options, expire at various dates in 2020 and 2027.

The Group also leases office equipment under non-cancellable operating lease arrangements, which do not have purchase nor renewal options.

Commitments in relation to non-cancellable operating leases contracted for at the end of the reporting period, but not recognised as liabilities, are as follows:

	Group
	2018
	$'000
Not later than one financial year	395
Later than one financial year but not later than five financial years	492
Later than five financial years	576
	1,463

32 Operating lease commitments (cont'd)

a) **Where the Group is a lessee (cont'd)**

Lease term does not contain restrictions on the Group's activities concerning dividends and additional debt.

As disclosed in Note 2.1, the Group has adopted SFRS(I) 16 on 1 January 2019. These lease payments have been recognised as right-of-use assets and lease liabilities on the statements of financial position as at 1 January 2019, except for short-term and low value assets leases.

b) **Where the Group is a lessor**

The Group leases out commercial office units to non-related parties under non-cancellable operating lease arrangements.

The future minimum lease receivables under non-cancellable operating leases contracted for at the end of the reporting period, but not recognised as receivables, are as follows:

	Group 2018 $'000
Not later than one financial year	501
Later than one financial year but not later than five financial years	244
	745

33 Leases

a) **The Group as a lessee**

<u>Nature of the Group's leasing activities</u>

The Group's leasing activities comprise the following:

(i) The Group leases various motor vehicles, plant and equipment and also makes annual lease payments for leasehold land. The right-of-use of these assets are classified as property, plant and equipment (Note 11).

(ii) In addition, the Group leases certain office equipment. These leases are short-term and/or low-value items. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

33 Leases (cont'd)

a) The Group as a lessee (cont'd)

Nature of the Group's leasing activities (cont'd)

The maturity analysis of the lease liabilities is disclosed in Note 36.

Information about leases for which the Group is a lessee is presented below:

Carrying amount of right-of-use assets

The carrying amount of right-of-use assets are as follows:

	Group		Company	
	31.12.2019	1.1.2019	**31.12.2019**	1.1.2019
	$'000	$'000	**$'000**	$'000
Classified within property, plant and equipment				
Leasehold land and building	**10,037**	10,889	**–**	–
Motor vehicles	**507**	797	**82**	120
Plant and equipment	**350**	582	**–**	–
	10,894	12,268	**82**	120

33 Leases (cont'd)

a) The Group as a lessee (cont'd)

Amounts recognised in profit or loss

	Group 2019 $'000	Company 2019 $'000
Depreciation charge for the financial year		
Leasehold land and building	2,616	–
Motor vehicles	290	38
Plant and equipment	232	–
	3,138	38
Lease expense not included in the measurement of lease liabilities		
Lease expense - short-term leases	216	–
Lease expense - low value assets leases	27	–
Total (Note 8)	243	–
Interest expense on lease liabilities	78	–

Total cash flow for leases amounted to $1,209,000.

b) The Group as a lessor

Nature of the Group's leasing activities - Group as a lessor

The Group leased out its investment properties to various third parties for monthly lease payments. The lease is classified as an operating lease because the risk and rewards incidental to ownership of the assets are not substantially transferred.

Rental income from investment properties are disclosed in Note 12.

33 Leases (cont'd)

b) The Group as a lessor (cont'd)

Nature of the Group's leasing activities - Group as a lessor (cont'd)

The following table shows the maturity analysis of the undiscounted lease payments to be received:

	2019
	$'000
Less than one year	**893**
1 to 2 years	**609**
2 to 3 years	**227**
Total undiscounted lease payments	**1,729**

34 Contingent liabilities

Financial guarantees

	Company	
	2019	2018
	$'000	$'000
Guarantees issued for banking facilities granted to subsidiary companies	**124,374**	140,046
Amounts of banking facilities utilised by subsidiary companies	**69,740**	66,074

Management has assessed the fair values of these financial guarantees to have no material financial impact on the financial performance for the financial years ended 31 December 2019 and 31 December 2018.

35 Related party transactions

a) In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties, who are not members of the Group during the financial year on terms agreed by the parties concerned:

	Group	
	2019	2018
	$'000	$'000
Sales of goods to a related party	**–**	2,118
Maintenance fee charged by a related party	**–**	14
Backcharges to a related party	**2**	69
Backcharges from a related party	**146**	2,022

Related parties comprise mainly companies which are controlled by the Company's directors and their close family members.

The outstanding balances with related parties at the end of the reporting period are disclosed in Note 14.

b) Key management personnel compensation

Total key management personnel compensation is analysed as follows:

	Group	
	2019	2018
	$'000	$'000
Directors of the Company:		
- short-term employee benefits	**1,478**	1,323
- contribution to defined contribution plans	**36**	45
- directors' fees	**98**	98
	1,612	1,466
Other key management personnel:		
- short-term employee benefits	**484**	440
- contribution to defined contribution plans	**30**	31
	514	471
	2,126	1,937

35 Related party transactions (cont'd)

b) Key management personnel compensation (cont'd)

In addition, benefits in kind amounting to $33,000 (2018: $42,000) are in respect of motor vehicles used by the directors and key management of the Group.

The number of directors and other key management personnel, and their remuneration bands are as follows:

	Number of directors		**Number of other key management personnel**	
	2019	2018	**2019**	2018
Above $1,000,000	**–**	–	**–**	–
$750,000 to below $1,000,000	**1**	1	**–**	–
$500,000 to below $750,000	**–**	–	**–**	–
$250,000 to below $500,000	**2**	1	**–**	–
Below $250,000	**3**	4	**3**	3
	6	6	**3**	3

The remuneration of key management personnel is determined by the Remuneration Committee, having regard to the performance of individuals and market trends.

36 Financial instruments

Categories of financial instruments

Financial instruments at their carrying amounts at the end of the reporting period are as follows:

	Group		Company	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Financial assets:				
Financial assets at amortised costs	**58,667**	56,687	**8,848**	14,996
Financial assets at fair value through other comprehensive income	**18**	18	**16**	17
Financial liabilities:				
Financial liabilities at amortised cost	**101,895**	95,240	**34,833**	25,732
Derivative financial instruments	**275**	261	**–**	–

Financial risk management objectives and policies

The Group and the Company are exposed to financial risks arising from the operations and the use of financial instruments. The key financial risks include foreign currency risk, credit risk, interest rate risk, liquidity risk and market price risk. The Board of Directors reviews and agrees policies and procedures for the management of these risks. The Audit Committee provides independent oversight to the effectiveness of the risk management process.

The following sections provide details regarding the Group's and the Company's exposure to the above-mentioned financial risks, and the objectives, policies and processes for the management of these risks.

Foreign currency risk

The Group has currency exposures arising from transactions, assets and liabilities that are denominated in currencies other than the respective functional currencies of the entities in the Group. The foreign currencies in which the Group's currency risk arises are Australian dollar ("AUD"), Chinese Yuan ("CNY") and Singapore dollar ("SGD"). The Company has no significant exposure to foreign currency risk as nearly all of its transactions are in Singapore dollar. The Group and the Company do not hedge their net position.

The Company and its subsidiary companies maintain their respective books and accounts in their functional currencies. As a result, the Group is subjected to transaction and translation exposures resulting from currency exchange rate fluctuations. However, to minimise such foreign currency exposures, the Group uses currency borrowings and natural hedges.

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Foreign currency risk (cont'd)

At the end of the reporting period, the Group has the following significant financial assets and financial liabilities denominated in foreign currencies based on information provided to key management.

	AUD $'000	CNY $'000	SGD $'000
Group			
2019			
Cash and cash equivalents	**18,580**	**4,834**	**128**
Trade and other receivables	**–**	**48**	**3,625**
Bank borrowings	**–**	**–**	**(5,518)**
Trade and other payables	**–**	**–**	**(19,967)**
Net financial assets/(liabilities) denominated in foreign currencies	**18,580**	**4,882**	**(21,732)**
2018			
Cash and cash equivalents	23,677	211	363
Trade and other receivables	–	–	2,435
Bank borrowings	–	–	(5,272)
Trade and other payables	–	–	(18,977)
Net financial assets/(liabilities) denominated in foreign currencies	23,677	211	(21,451)

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Foreign currency risk (cont'd)

The following table demonstrates the sensitivity to a reasonably possible change in the AUD, CNY and SGD exchange rates against the respective functional currencies of the Group's entities, with all other variables held constant, of the Group's profit/(loss) after tax:

	Increase/(decrease) in profit/(loss) after tax	
	Group	
	2019	2018
	$'000	$'000
AUD/SGD		
- strengthened 5% (2018: 5%)	**771**	(1,184)
- weakened 5% (2018: 5%)	**(771)**	1,184
CNY/SGD		
- strengthened 5% (2018: 5%)	**203**	(11)
- weakened 5% (2018: 5%)	**(203)**	11
SGD/MYR		
- strengthened 5% (2018: 5%)	**(902)**	1,072
- weakened 5% (2018: 5%)	**902**	(1,072)

Credit risk

Credit risk is the risk that companies and other parties will be unable to meet their obligations to the Group. The Group manages such risk by dealing with a diversity of credit-worthy counterparties to mitigate any significant concentration of credit risk. Credit policy includes assessing and evaluation of existing and new customers' credit reliability and monitoring of receivable collections.

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

The following sets out the Group's internal credit evaluation practices and basis for recognition and measurement of expected credit losses ("ECL"):

Description of evaluation of financial assets	Basis for recognition and measurement of ECL
Counterparty has a low risk of default and does not have any past due amounts	12-month ECL
Contractual payments are more than 90 days past due or where there has been a significant increase in credit risk since initial recognition	Lifetime ECL - not credit-impaired
Contractual payment are more than 1 year past due or there is evidence of credit impairment	Lifetime ECL - credit-impaired
There is evidence indicating that the Group has no reasonable expectation of recovery of payments such as when the debtor has been placed under liquidation or has entered into bankruptcy proceedings	Write-off

Significant increase in credit risk

In assessing whether the credit risk on a financial asset has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial asset as at the reporting date with the risk of a default occurring on the financial asset as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information, such as future economic and industry outlook that is available without undue cost or effort.

In particular, the Group considers the following information when assessing whether credit risk has increased significantly since initial recognition:

- significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

Significant increase in credit risk (cont'd)

- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations; and
- significant increases in credit risk on other financial instruments of the same debtor.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

Regardless of the evaluation of the above factors, the Group considers that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 90 days past due, based on the Group's historical information of payment trends of its receivables.

The Group also assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if it has a low risk of default; the borrower has a strong capacity to meet its contractual cash flow obligations in the near term; and adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable.

- when there is a breach of financial covenants by the counterparty; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, in full.

Irrespective of the above analysis, the Group considers that default has occurred when a financial asset is more than 1 year past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred such as evidence that the borrower is in significant financial difficulty, there is a breach of contract such as default or past due event; there is information that it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for that financial asset because of financial difficulties.

Estimation techniques and significant assumptions

There has been no change in the estimation techniques or significant assumptions made during the current financial year for recognition and measurement of credit loss allowances.

At the end of the reporting period, the Group has significant credit risk exposures mainly arising on trade receivables. Approximately 39% (2018: 10%) of the Group's trade receivables were due from 3 (2018: 1) major customers located in Singapore. The Company has significant credit risk exposures arising on amounts due from subsidiary companies and contract assets totalling $10,457,000 (2018: $16,034,000) which represented 99% (2018: 99%) of total receivables and contact assets.

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk is represented by the carrying amount of each financial assets presented on the statements of financial position and the amount of $69,740,000 (2018: $66,074,000) relating to corporate guarantees given by the Company to banks for the subsidiary companies' bank borrowings (Note 34).

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

Movements in credit loss allowance are as follows:

	Trade receivables $'000	Other financial assets at amortised cost $'000	Total $'000
Group			
Balance at 1 January 2018	4,440	893	5,333
Loss allowance measured:			
Lifetime ECL			
- simplified approach	1,615	–	1,615
- credit-impaired	1,884	–	1,884
	3,499	–	3,499
Balance at 31 December 2018	7,939	893	8,832
Loss allowance reversed:			
Lifetime ECL			
- simplified approach	(871)	–	(871)
	(871)	–	(871)
Balance at 31 December 2019	**7,068**	**893**	**7,961**

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

Movements in credit loss allowance are as follows (cont'd):

	Other financial assets at amortised cost	
	2019	2018
	$'000	$'000
Company		
Balance at 1 January	**37,500**	4,578
Loss allowance measured:		
Lifetime ECL		
- credit-impaired	–	32,922
	–	32,922
Balance at 31 December	**37,500**	37,500

Trade receivables and contract assets

The Group has applied the simplified approach by using a provision matrix to measure the lifetime expected credit loss allowance for trade receivables and contract assets.

The contract assets relate to unbilled work-in-progress, which have substantially the same risk characteristics as the trade receivables for the same type of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets. Trade receivables and contract assets that shared the same credit risk characteristics and days past due are grouped together in measuring the expected credit losses.

The Group categorises its trade receivables by its past due status and segregates debtors regarded as credit-impaired where one or more credit impairment events have occurred.

The Group estimates the expected credit loss rates for each category of past due status of the debtors based on historical credit loss experience adjusted as appropriate to reflect current conditions and forecasts of future economic conditions.

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

Trade receivables and contract assets (cont'd)

A trade receivable is written off when there is information indicating that there is no realistic prospect of recovery from the debtor such as when the debtor has been placed under liquidation, has entered into bankruptcy proceedings, cannot be located or are not recoverable despite legal recourse made to recover the debt, including reminders and letters of demand issued for debts due for more than 12 months.

The Group's credit risk exposure in relation to trade receivables and contract assets under SFRS(I) 9 for the financial year are set out in the provision matrix below:

		Past due			
	Not past due	**0 to 6 months**	**6 to 12 months**	**More than 1 year**	**Total**
2019					
Expected loss rate	**3.10%**	**6.17%**	**5.00%**	**68.96%**	
	$'000	**$'000**	**$'000**	**$'000**	**$'000**
Gross receivables and contract assets	**15,928**	**10,412**	**900**	**8,538**	**35,778**
Loss allowance	**493**	**642**	**45**	**5,888**	**7,068**
2018					
Expected loss rate	2.76%	6.91%	19.61%	75.91%	
	$'000	$'000	$'000	$'000	$'000
Gross receivables and contract assets	8,300	13,528	3,375	8,053	33,256
Loss allowance	229	935	662	6,113	7,939

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

Other financial assets at amortised cost

Other financial assets at amortised costs include other receivables, loan to a third party and cash and cash equivalents.

The table below details the credit quality of the Group's and Company's financial assets (other than trade receivables and contract assets):

Group **2019**	**12-month or lifetime ECL**	**Gross carrying amount** **$'000**	**Loss allowance** **$'000**	**Net carrying amount** **$'000**
Other receivables	Lifetime ECL	**1,788**	**(893)**	**895**
Loan to a third party	12-month ECL	**1,318**	**–**	**1,318**
Cash and cash equivalents with financial institutions	N.A. Exposure limited	**27,939**	**–**	**27,939**
2018				
Other receivables	Lifetime ECL	1,788	(893)	895
Cash and cash equivalents with financial institutions	N.A. Exposure limited	30,947	–	30,947
Company **2019**				
Other receivables	Lifetime ECL	**46,066**	**(37,500)**	**8,566**
Cash and cash equivalents with financial institutions	N.A. Exposure limited	**282**	**–**	**282**
2018				
Other receivables	Lifetime ECL	52,450	(37,500)	14,950
Cash and cash equivalents with financial institutions	N.A. Exposure limited	46	–	46

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Credit risk (cont'd)

Financial guarantee

The Company has issued financial guarantees to banks for borrowings of its subsidiary companies. These guarantees are subject to the impairment requirements of SFRS(I) 9. The Company does not expect credit loss exposure arising from these guarantees in view that the borrowings are secured by legal mortgages over certain freehold properties, leasehold land and buildings, certain investment properties and fixed deposits of the subsidiary companies.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates. The Company has no significant interest-bearing assets and liabilities. The Group's exposure to interest rate risk arises primarily from their borrowings and fixed deposits placed with the financial institutions. Borrowings at variable rates expose the Group to cash flow interest rate risk (i.e. the risk that the future cash flows of a financial instrument will fluctuate due to changes in market interest rates). Borrowings and fixed deposits at fixed rates expose the Group to fair value interest rate risk (i.e. the risk that the value of a financial instrument will fluctuate due to changes in market rates).

The Group's policy is to obtain the most favourable interest rates available and manage interest costs using a mix of fixed and floating rate debts depending on market and economic conditions. For interest income from fixed deposits, the Group and the Company manage interest rate risks by placing deposits with reputable financial institutions on varying maturities and interest rate terms.

As the Company has no significant interest-bearing assets and liabilities at variable rates, the Company's financial performance is substantially independent of changes in market interest rates.

<u>Sensitivity analysis for interest rate risk of the Group</u>

The sensitivity analysis below have been determined based on the exposure to interest rates for borrowings at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of borrowings that have floating rates.

The Group's borrowings at variable rates on which effective hedges have not been entered into, are denominated mainly in SGD. If the SGD interest rates increase/decrease by 100 (2018: 100) basis points with all other variables including tax rate being held constant, the profit after tax of the Group will be lower/higher by $580,000 (2018: $536,000) as a result of higher/lower interest expense on these borrowings.

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arise primarily from mismatches of the maturities of financial assets and financial liabilities. The Group's and the Company's objective are to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities. Short term funding is obtained from bank overdrafts and revolving credit facilities.

The table below summarises the maturity profile of the Group's and the Company's non-derivative financial liabilities at the end of the reporting period based on contractual undiscounted repayment obligations:

	1 year or less $'000	1 to 5 years $'000	Over 5 years $'000	Total $'000
Group				
2019				
Trade payables	**27,600**	**–**	**–**	**27,600**
Other payables	**3,525**	**–**	**–**	**3,525**
Borrowings	**38,910**	**31,115**	**390**	**70,415**
Lease liabilities	**815**	**829**	**318**	**1,962**
	70,850	**31,944**	**708**	**103,502**
2018				
Trade payables	26,147	–	–	26,147
Other payables	3,711	–	–	3,711
Hire purchase payables	449	443	–	892
Borrowings	33,753	33,164	669	67,586
	64,060	33,607	669	98,336

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Liquidity risk (cont'd)

	1 year or less $'000	1 to 5 years $'000	Over 5 years $'000	Total $'000
Company				
2019				
Other payables	**34,779**	**–**	**–**	**34,779**
Lease liabilities	**25**	**32**	**–**	**57**
Financial guarantee contracts (Note 34)	**69,740**	**–**	**–**	**69,740**
	104,544	**32**	**–**	**104,576**
2018				
Other payables	25,655	–	–	25,655
Hire purchase payables	25	57	–	82
Financial guarantee contracts (Note 34)	66,074	–	–	66,074
	91,754	57	–	91,811

At the end of the reporting period, the Company does not expect credit loss exposure arising from the financial guarantee contracts in view that the borrowings are secured by legal mortgages over certain freehold properties, leasehold land and buildings, certain investment properties and fixed deposits of its subsidiary companies.

The table below analyses the Group's derivative financial instruments for which contractual maturities are essential for an understanding of the timing of the cash flows into relevant maturity groups based on the contractual maturity date. The amounts disclosed in the table below are the contractual undiscounted cash flows.

36 Financial instruments (cont'd)

Financial risk management objectives and policies (cont'd)

Liquidity risk (cont'd)

	Group	
	Less than 1 year	
	2019	2018
	$'000	$'000
Net settled interest rate swap		
- Net cash outflows	**275**	261

Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices other than interest or exchange rates. The Group is exposed mainly to the market price risk arising from changes in equity price of its investment in quoted securities. These instruments are classified as available-for-sale financial assets. The Group does not have exposure to commodity price risk.

The Group's objective is to manage investment returns and equity price risk by monitoring the fluctuations in the price of the quoted securities and the dividend yields.

The sensitivity analysis for market price risk is not disclosed as the effect on the profit or loss and other comprehensive income/fair value reserve is considered not significant.

37 Fair value of assets and liabilities

a) ***Fair value hierarchy***

The tables below analyse the fair value measurements by the levels in the fair value hierarchy based on the inputs to the valuation techniques. The different levels are defined as follows:

(i) Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

(ii) Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (i.e. derived from prices); and

(iii) Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

37 Fair value of assets and liabilities (cont'd)

b) Fair value measurements of assets and liabilities that are measured at fair value

The following table presents the level of fair value hierarchy for each class of assets and liabilities measured at fair value on the statement of financial position at the end of the reporting period:

	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Recurring fair value measurements				
2019				
Group				
Financial assets				
FVOCI				
- Quoted equity securities	18	–	–	18
Non-financial assets				
Investment properties				
- Freehold properties	–	–	38,962	38,962
- Leasehold properties	–	–	1,027	1,027
Total non-financial assets	–	–	39,989	39,989
Financial liabilities				
Derivative financial instruments	–	275	–	275
Company				
Financial assets				
FVOCI				
- Quoted equity securities	16	–	–	16

37 Fair value of assets and liabilities (cont'd)

b) Fair value measurements of assets and liabilities that are measured at fair value (cont'd)

	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Recurring fair value measurements				
2018				
Group				
Financial assets				
FVOCI				
- Quoted equity securities	18	–	–	18
Non-financial assets				
Investment properties				
- Freehold properties	–	–	33,662	33,662
- Leasehold properties	–	–	1,061	1,061
Total non-financial assets	–	–	34,723	34,723
Financial liabilities				
Derivative financial instruments	–	261	–	261
Company				
Financial assets				
FVOCI				
- Quoted equity securities	17	–	–	17

Fair values have been determined for measurement purposes based on the following methods:

Quoted equity securities

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. These instruments are included in Level 1.

Investment properties

The basis of determining fair values for measurement at the end of the reporting period is disclosed in Note 12.

37 Fair value of assets and liabilities (cont'd)

b) Fair value measurements of assets and liabilities that are measured at fair value (cont'd)

Fair values have been determined for measurement purposes based on the following methods (cont'd):

Derivative financial instruments

The fair value of interest rate swap contract was provided by a reputable financial institution, which was calculated as the present value of the estimated future cash flows based on observable yield curves.

c) Assets and liabilities not carried at fair value but which fair values are disclosed

The carrying amounts of non-current trade receivables, non-current loan to a third party, non-current borrowings and hire purchase payables approximate their fair values at the end of the reporting period, as the market lending rates at the end of the reporting period were not significantly different from either their respective coupon rates of the agreements or market lending rate at the initial measurement date.

The basis of determining fair values for disclosure purposes at the end of the reporting period are disclosed in Notes 14, 15, 22 and 23 respectively.

The above does not include financial assets and financial liabilities whose carrying amounts measured on the amortised cost basis approximate their fair values due to their short-term nature and where the effect of discounting is immaterial.

d) Movements in Level 3 assets and liabilities measured at fair value

The following table shows a reconciliation from the beginning balances to the ending balances for Level 3 fair value measurements:

	Investment properties	
	2019	2018
	$'000	$'000
Balance at beginning of financial year	**34,723**	34,847
Transfer from completed development properties held for sale	**5,300**	–
Fair value loss recognised in profit or loss	**(34)**	(124)
	39,989	34,723
Total losses for the financial year included in:		
Profit or loss:		
General and administrative expenses		
- fair value loss on investment properties	**(34)**	(124)

37 Fair value of assets and liabilities (cont'd)

e) Valuation process applied by the Group

The fair values of investment properties are determined by professional valuers, having appropriate professional qualifications and experience in the category of property being valued at the end of the reporting period. The valuation reports and changes in fair value measurements are analysed and reported to the Audit Committee and Board of Directors.

38 Capital management

The Group's and Company's objectives when managing capital are to safeguard the Group's and Company's abilities to continue as going concerns and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Company may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain borrowings or sell assets to reduce borrowings.

No changes were made in the objectives, policies or processes during the financial years ended 31 December 2019 and 31 December 2018.

The Group and the Company monitor capital using a gearing ratio, which is net debts divided by total capital plus net debts. The Group and the Company include within net debts, borrowings, trade payables, other payables, hire purchase payables, less cash and cash equivalents. Capital represents equity attributable to equity holders of the Company. The Group's and the Company's policy is to keep the gearing ratio below 100%, as shown below:

	Group		**Company**	
	2019	2018	**2019**	2018
	$'000	$'000	**$'000**	$'000
Borrowings	**70,769**	64,541	**54**	–
Trade payables	**27,600**	26,147	**–**	–
Other payables	**3,631**	3,809	**34,798**	25,668
Hire purchase payables	**–**	841	**–**	77
Cash and cash equivalents	**(27,939)**	(30,947)	**(282)**	(46)
Net debts	**74,061**	64,391	**34,570**	25,699
Total equity	**60,098**	59,220	**24,585**	24,649
Capital and net debts	**134,159**	123,611	**59,155**	50,348
Gearing ratio	**55%**	52%	**58%**	51%

39 Subsequent event

The emergence of COVID-19 since early 2020 has brought about uncertainties to the Group's operating environment and has impacted the Group's operations and its financial position subsequent to the financial year end. The Group is cognizant of the challenges posed by these developing events and the potential impact the Group has on its business sector. The Group will continuously assess the situation and put in place measures to minimise impact to its business. The outbreak may also have a significant impact on the economic scenarios used for estimating the expected credit losses ("ECLs"), as key inputs for estimating ECLs such as the probability of a particularly adverse economic scenario for the short term is higher.

In preparing the financial statements, the impact of the COVID-19 has not been considered because it is a non-adjusting event subsequent to year end and the financial impact, including the adequacy of allowance for ECLs, has yet to be ascertained but will be reflected in future financial statements when the actual impact is known.

40 Authorisation of financial statements

The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 December 2019 were authorised for issue in accordance with a resolution of the directors dated 9 April 2020.

Share Capital	:	$68,323,493
Number of Issued and Paid-Up Shares	:	52,066,937
Class of Shares	:	Ordinary shares
Voting Rights	:	One (1) vote per share
Number of treasury shares	:	Nil
Number of subsidiary holdings	:	Nil

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 - 99	1,134	21.76	72,165	0.14
100 - 1,000	2,666	51.15	870,876	1.67
1,001 - 10,000	1,213	23.27	3,919,725	7.53
10,001 - 1,000,000	192	3.69	14,238,518	27.35
1,000,001 and above	7	0.13	32,965,653	63.31
	5,212	**100.00**	**52,066,937**	**100.00**

TWENTY LARGEST SHAREHOLDERS

S/N	Name	No. of Shares	%
1	HOR KEW HOLDINGS PTE LTD	17,093,821	32.83
2	AW KHOON HWEE	5,413,499	10.40
3	AW SOON HWEE	3,327,746	6.39
4	CITIBANK NOMINEES SINGAPORE PTE LTD	2,559,002	4.91
5	TAN AH CHANG	1,790,462	3.44
6	AW YUE YING ELISE	1,655,784	3.18
7	AW LAY SIM	1,125,339	2.16
8	AW ZHIXIAN BENSON (HU ZHIXIAN BENSON)	905,786	1.74
9	AU YONG EANG	833,333	1.60
10	DBS NOMINEES (PRIVATE) LIMITED	755,430	1.45
11	PHILLIP SECURITIES PTE LTD	644,724	1.24
12	LIM WAI SEONG	639,733	1.23

STATISTICS OF SHAREHOLDINGS

As at 18 March 2020

S/N	Name	No. of Shares	%
13	AW YING YING ELICIA	611,625	1.17
14	GOH GUAN SIONG (WU YUANXIANG)	514,700	0.99
15	AW LAY TIN	433,955	0.83
16	KHO CHUAN THYE PATRICK	405,333	0.78
17	AW XIAOYING ELEANOR	358,093	0.69
18	KUEK TONG AU	331,500	0.64
19	AW GEOK MUI	264,759	0.51
20	AW LAY CHOO	264,759	0.51
	Total	**39,929,383**	**76.69**

PERCENTAGE OF SHAREHOLDINGS HELD BY THE PUBLIC

Based on information available to the Company as at 18 March 2020, approximately 31.25% of the issued ordinary shares of the Company are held by the public. Accordingly, Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited has been complied with.

SUBSTANTIAL SHAREHOLDERS

Substantial Shareholders as at 18 March 2020 as recorded in the Register of Substantial Shareholders maintained by the Company are:

	Number of Shares			
Name	**Direct Interest**	**Deemed Interest**	**Total Interest**	**%**
Hor Kew Holdings Pte Ltd	17,093,821	–	17,093,821	32.83
Aw Khoon Hwee	5,413,499	17,093,821(1)	22,507,320	43.23
Estate of Aw Leng Hwee (deceased)	53,333(2)	17,093,821(1)	17,147,154	32.93
Aw Soon Hwee	3,327,746	–	3,327,746	6.39

Note 1: Aw Khoon Hwee and Estate of Aw Leng Hwee (deceased) are each deemed to be interested in 17,093,821 shares held by Hor Kew Holdings Pte Ltd by virtue of Section 7 of the Companies Act, Cap. 50.

Note 2: The shares are held in the name of United Overseas Bank Nominees Pte Ltd

NOTICE IS HEREBY GIVEN that the Twenty-First Annual General Meeting of Hor Kew Corporation Limited (the "**Company**") will be held at 66 Kallang Pudding Road, #07-01 Hor Kew Business Centre, Singapore 349324 on Monday, 29 June 2020 at 9.00 a.m. to transact the following business:-

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2019 together with the Independent Auditor's Report thereon. **Resolution 1**

2. To re-elect the following Directors who will retire by rotation pursuant to Article 91 of the Constitution of the Company and who, being eligible, will offer themselves for re-election:

   (a) Mr Lee Sen Choon **Resolution 2**
   (b) Mr Benjamin Aw Chi-Ken **Resolution 3**

   Mr Lee Sen Choon will, upon re-election as a Director of the Company, continue to serve as a member of the Audit Committee, Remuneration Committee and Nominating Committee. He will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

3. To approve the payment of Directors' fees of S$97,500 for the financial year ended 31 December 2019 (2018: S$97,500). **Resolution 4**

4. To re-appoint Baker Tilly TFW LLP as Independent Auditor of the Company and to authorise the Directors to fix its remuneration. **Resolution 5**

5. To transact any other ordinary business that may be transacted at an annual general meeting.

AS SPECIAL BUSINESS

6. To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:-

   That pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"), authority be and is hereby given to the Directors of the Company to: **Resolution 6**

(1) (a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

(b) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares;

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(2) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that:

(a) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares and convertible securities to be issued other than on a pro rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) below);

(b) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the percentage of issued Shares (excluding treasury shares and subsidiary holdings) shall be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:

(i) new Shares arising from the conversion or exercise of convertible securities;

(ii) new Shares arising from exercising share options or vesting of share awards provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the SGX-ST Listing Rule; and

(iii) any subsequent bonus issue, consolidation or sub-division of Shares;

(c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

(d) the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.
[See Explanatory Note]

By Order of the Board

Koh Geok Hoon, Judy (Ms)
Koh Ee Koon (Ms)
Joint Company Secretaries

Singapore
15 April 2020

COVID-19 Precautionary Measures as at 8 April 2020:

At the forthcoming AGM, the Company will comply with the COVID-19 precautionary measures recommended or imposed by the Singapore Government to minimise the risk of community spread of COVID-19 as may be appropriate, as well as all guidance provided by the SGX RegCo on the holding of general meetings amid COVID-19, including the SGX RegCo Guidance.

Due to the fast-evolving COVID-19 situation in Singapore, Shareholders should note that the Company may be required to make further changes to its AGM arrangements subsequent to this Notice, and Shareholders should keep abreast of the Company's announcements that may be made from time to time on SGXNET.

The Prime Minister and Ministry of Health have announced on 3 April 2020 elevated safe distancing measures amid the COVID-19 situation, for the period from 7 April 2020 to 4 May 2020 (the "Period"). Under the measures, all workplaces, save for those providing essential services, are to be closed during the Period.

Pursuant to the Safe Distancing Regulations, the New Provisions and the SGX RegCo Guidance, Shareholders should not attend the AGM in person. In accordance with the New Provisions and the SGX RegCo Guidance, the Company will provide instructions in a separate announcement on SGXnet ("**Additional Arrangement Announcement**"), on how they may attend the AGM by way of a "live" webcast. Registration for an account must be completed not later than 72 hours before the time fixed for the AGM, being 23 June 2020 at 9 a.m. ("**Cut-Off Date**"). Upon successful registration, Shareholders will be able to log into the webcast facility at the date and time set out in this Notice of AGM to attend the "live" webcast of the AGM.

Shareholders shall have the right to submit any questions they may have by emailing from 15 April 2020 up to the Cut-Off Date to email address "michael_soh@horkew.com.sg". The Company will announce the responses to substantial queries received from Shareholders on SGXNET by 26 June 2020, and at the AGM.

Shareholders who wish to vote for the resolutions, have to complete, sign and return the Proxy Form attached to this Notice of AGM in accordance with the instructions printed therein as soon as possible and, in any event, so as to arrive (a) by email to "michael_soh@horkew.com.sg" or (b) by post to the Company's office at 66 Kallang Pudding Road #07-01 Hor Kew Business Centre Singapore 349324, with attention to Mr Michael Soh, not later than the Cut-Off Date. Shareholders must appoint the chairman of the AGM to act as proxy and direct the vote at the AGM.

CPF/SRS Investors (as defined in the Proxy Form) who wish to appoint the chairman of the AGM as their proxy should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the AGM.

NOTES

1. A proxy need not be a member of the Company.

Explanatory Note in relation to Special Business

The proposed Ordinary Resolution 6, if passed, will empower the Directors from the date of this AGM until the next annual general meeting, to allot and issue new shares and/or convertible securities in the Company up to a number not exceeding in total 50% of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company for the time being for such purposes as they consider would be in the interest of the Company, provided that the aggregate number of shares to be issued other than on a pro rata basis to existing shareholders pursuant to this Resolution shall not exceed 20% of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company for the time being, calculated as described in the Resolution.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

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HOR KEW CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
Company Reg. No. 199903415K

PROXY FORM
Annual General Meeting

IMPORTANT:

1. Refer to "COVID-19 Precautionary Measures as at 8 April 2020" under Notice of AGM for information relating to appointment of proxy (if applicable).
2. For investors who have used their CPF/SRS monies to buy shares in the Company, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF/SRS investors may attend and cast their vote(s) at the AGM in person. CPF and SRS Investors who are unable to attend the AGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the AGM to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the AGM.

I/We, ____________________ (Name) ____________________(NRIC/Passport/Company Registration No.)

of ____ (Address)

being a member/members of Hor Kew Corporation Limited (the "Company"), hereby appoint

	Name	Address	NRIC/ Passport No.	Proportion of Shareholdings (%)
(a)				
and/or (delete as appropriate)				
(b)				

or failing him/them, the Chairman of the Annual General Meeting ("**AGM**"), as my/our proxy/proxies to attend and to vote for me/us on my/our behalf at the AGM of the Company to be held at 66 Kallang Pudding Road, #07-01 Hor Kew Business Centre, Singapore 349324 on Monday, 29 June 2020 at 9.00 a.m. and at any adjournment thereof. I/we direct my/our proxy/proxies to vote for or against the Resolutions to be proposed at the AGM as indicated hereunder. In the absence of specific directions, the proxy/proxies may vote or abstain from voting at his/their discretion, as he/they may on any other matter arising at the AGM.

No.	**Resolutions Relating To:**	**For***	**Against***	**Abstain***
Ordinary Business				
1	Directors' Statement and Audited Financial Statements for the year ended 31 December 2019			
2	Re-election of Mr Lee Sen Choon as a Director of the Company			
3	Re-election of Mr Benjamin Aw Chi-Ken as a Director of the Company			
4	Approval of Directors' Fees for the year ended 31 December 2019			
5	Re-appointment of Baker Tilly TFW LLP as Independent Auditor of the Company			
Special Business				
6	Authority to Directors to issue shares and/or convertible securities			

* Voting on all the Resolutions proposed at the AGM will be conducted by poll. Please indicate your votes "For" or "Against" or "Abstain" the relevant Resolution with a tick (√) within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the abstain box for a particular resolution, you are directing your proxy not to vote on that resolution on a poll and your votes will not to be counted in computing the required majority on a poll.

Dated this __________day of ______________ 2020

Total number of shares in:	No. of Shares
(a) Depository Register	
(b) Register of Members	

____
Signature of Individual Shareholder/
Common Seal of Corporate Shareholder

Notes:

1. A proxy need not be a member of the Company.

2. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register, you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this proxy form shall be deemed to relate to all the shares held by you.

3. The proxy form can either be mailed to the Company's office at 66 Kallang Pudding Road #07-01 Hor Kew Business Centre Singapore 349324 (with attention to Mr Michael Soh), or emailed to "michael_soh@horkew.com.sg, not less than 48 hours before the time fixed for holding the AGM.

4. The proxy form must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the proxy form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.

fold along this line (1)

Please affix postage stamp

Mr Michael Soh
Hor Kew Corporation Limited
66 Kallang Pudding Road
#07-01 Hor Kew Business Centre
Singapore 349324

fold along this line (2)

5. Where the proxy form is signed on behalf of the appointor by an attorney, the letter of power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the proxy form, failing which the proxy form shall be treated as invalid.

6. The Company shall be entitled to reject this instrument appointing a proxy or proxies if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the proxy form. In addition, in the case of shares entered in the Depository Register, the Company may reject a proxy form if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy

By attending the AGM and/or any adjournment thereof or submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 15 April 2020.

Hor Kew Corporation Limited
Company Reg No.: 199903415K

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