



FIGTREE HOLDINGS LIMITED

(Company Registration Number : 201315211G)

**Unaudited Financial Statement and Dividend Announcement
For the Financial Year Ended 31 December 2015**

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

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

Consolidated Income Statement

| | Note | Group Three Months Ended | | | Group Twelve Months Ended | | |
|-----------------------------------|-----------|-----------------------------|------------------------|--------|------------------------------|------------------------|---------|
| | | 31 December 2015 | 31 December 2014 | Change | 31 December 2015 | 31 December 2014 | Change |
| | | S\$ | S\$ | % | S\$ | S\$ | % |
| Revenue | 8(a)(i) | 31,501,911 | 30,199,943 | 4.3 | 148,895,522 | 98,537,966 | 51.1 |
| Cost of sales | | (27,640,433) | (26,851,256) | 2.9 | (128,032,186) | (85,343,414) | 50.0 |
| Gross profit | 8(a)(ii) | 3,861,478 | 3,348,687 | 15.3 | 20,863,336 | 13,194,552 | 58.1 |
| Other income | 8(a)(iii) | 374,029 | 163,266 | 129.1 | 1,151,931 | 509,297 | 126.2 |
| Administrative costs | 8(a)(iv) | (1,375,177) | (1,122,191) | 22.5 | (7,001,691) | (4,474,213) | 56.5 |
| Finance costs | | - | - | | (2,468) | - | NM |
| Share of results of associates | 8(a)(v) | 395,184 | (375,022) | 205.4 | 611,169 | (460,394) | 232.7 |
| Profit before taxation | | 3,255,514 | 2,014,740 | 61.6 | 15,622,277 | 8,769,242 | 78.1 |
| Tax expense | 8(a)(vi) | (436,319) | (476,749) | (8.5) | (3,041,634) | (1,542,919) | 97.1 |
| Profit for the period/year | | 2,819,195 | 1,537,991 | 83.3 | 12,580,643 | 7,226,323 | 74.1 |
| Attributable to: | | | | | | | |
| Owners of the Company | | 2,864,400 | 1,568,654 | 82.6 | 12,599,255 | 7,220,177 | 74.5 |
| Non-controlling interests | | (45,205) | (30,663) | 47.4 | (18,612) | 6,146 | (402.8) |
| | | 2,819,195 | 1,537,991 | 83.3 | 12,580,643 | 7,226,323 | 74.1 |

NM – Not Meaningful

Consolidated Statement of Comprehensive Income

| | Group | | | Group | | |
|---|-------------------------------|-------------------------------|-------------|-------------------------------|-------------------------------|-------------|
| | Three Months Ended | | | Financial Year Ended | | |
| | 31 December 2015 S\$ | 31 December 2014 S\$ | Change % | 31 December 2015 S\$ | 31 December 2014 S\$ | Change % |
| Profit for the period/year | 2,819,195 | 1,537,991 | 83.3 | 12,580,643 | 7,226,323 | 74.1 |
| Other comprehensive income: Items that may be reclassified subsequently to profit or loss | | | | | | |
| - Net effect of exchange differences arising from translation of financial statements of foreign operations | (219,256) | 336,425 | (165.2) | 67,862 | 254,201 | (73.3) |
| Other comprehensive income for the period/year, net of tax | (219,256) | 336,425 | (165.2) | 67,862 | 254,201 | (73.3) |
| Total comprehensive income for the period/year | <u>2,599,939</u> | <u>1,874,416</u> | 38.7 | <u>12,648,505</u> | <u>7,480,524</u> | 69.1 |
| Attributable to: | | | | | | |
| Owners of the Company | 2,645,144 | 1,905,079 | 38.8 | 12,667,117 | 7,474,378 | 69.5 |
| Non-controlling interests | (45,205) | (30,663) | 47.4 | (18,612) | 6,146 | (402.8) |
| | <u>2,599,939</u> | <u>1,874,416</u> | 38.7 | <u>12,648,505</u> | <u>7,480,524</u> | 69.1 |

NM – Not Meaningful

Notes to the Consolidated Income Statement

The following items have been included in arriving at profit before taxation:

| | Note | Group | | | Group | | |
|--|-----------|-------------------------------|-------------------------------|-------------|-------------------------------|-------------------------------|-------------|
| | | Three Months Ended | | | Financial Year Ended | | |
| | | 31 December 2015 S\$ | 31 December 2014 S\$ | Change % | 31 December 2015 S\$ | 31 December 2014 S\$ | Change % |
| Depreciation of property, plant and equipment | 8(a)(vii) | 46,463 | 46,541 | (0.2) | 196,695 | 170,676 | 15.2 |
| Foreign exchange (gain)/loss, net | | (1,080,340) | 6,870 | NM | 566,022 | 80,764 | 600.8 |
| Operating lease expense | | 13,814 | 4,524 | 205.4 | 53,769 | 27,508 | 95.5 |
| Employee benefits expense | | 2,803,286 | 1,429,067 | 96.2 | 7,731,970 | 5,371,806 | 43.9 |
| Write off of property, plant and equipment | | - | - | | - | 37,570 | NM |

NM – Not Meaningful

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

| | Note | Group | | Company | |
|---|------------|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | | As at 31 December 2015 S\$ | As at 31 December 2014 S\$ | As at 31 December 2015 S\$ | As at 31 December 2014 S\$ |
| ASSETS | | | | | |
| Non-current assets | | | | | |
| Property, plant and equipment | 8(b)(i) | 3,600,136 | 3,766,895 | 674 | 1,297 |
| Investment in subsidiaries | | - | - | 9,152,597 | 9,152,597 |
| Interests in an associate | 8(b)(ii) | 1,435,870 | 210,371 | - | - |
| Loans to an associate | 8(b)(iii) | - | 6,880,573 | - | - |
| Loans to a subsidiary | | - | - | - | 1,664,969 |
| Total non-current assets | | 5,036,006 | 10,857,839 | 9,153,271 | 10,818,863 |
| Current assets | | | | | |
| Development properties | 8(b)(iv) | 19,732,618 | - | - | - |
| Trade receivables | 8(b)(v) | 32,844,327 | 35,111,307 | - | - |
| Other receivables | 8(b)(vi) | 206,981 | 2,791,149 | 1,286 | 3,362 |
| Prepayments | | 65,836 | 31,112 | 105 | 3,981 |
| Amounts due from subsidiaries | | - | - | 18,726,276 | 9,501,321 |
| Amount due from an associate | | - | 39,030 | - | 39,030 |
| Loans to an associate | 8(b)(iii) | 17,419,769 | 1,613,073 | - | - |
| Cash and short term deposits | 8(b)(vii) | 13,110,502 | 37,027,247 | 2,356,908 | 5,237,974 |
| Total current assets | | 83,380,033 | 76,612,918 | 21,084,575 | 14,785,668 |
| Total assets | | 88,416,039 | 87,470,757 | 30,237,846 | 25,604,531 |
| LIABILITIES | | | | | |
| Current liabilities | | | | | |
| Gross amount due to customers for contract work-in-progress | 8(b)(viii) | 14,304,050 | 25,659,782 | - | - |
| Trade and other payables | 8(b)(ix) | 31,564,799 | 32,649,394 | 2,469,567 | 1,226,646 |
| Provision for taxation | 8(b)(x) | 3,065,458 | 1,557,570 | 9,610 | 6,680 |
| Total current liabilities | | 48,934,307 | 59,866,746 | 2,479,177 | 1,233,326 |
| Net current assets | | 34,445,726 | 16,746,172 | 18,605,398 | 13,552,342 |
| Non-current liability | | | | | |
| Deferred tax liabilities | | 22,830 | 6,221 | 22,830 | 6,221 |
| Total non-current liabilities | | 22,830 | 6,221 | 22,830 | 6,221 |
| Total liabilities | | 48,957,137 | 59,872,967 | 2,502,007 | 1,239,547 |
| Net assets | | 39,458,902 | 27,597,790 | 27,735,839 | 24,364,984 |

| | Group | | Company | |
|---|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | As at 31 December 2015 S\$ | As at 31 December 2014 S\$ | As at 31 December 2015 S\$ | As at 31 December 2014 S\$ |
| | EQUITY | | | |
| Equity attributable to owners of the Company | | | | |
| Share capital | 22,485,430 | 20,511,462 | 22,485,430 | 20,511,462 |
| Accumulated profits | 24,764,951 | 14,941,164 | 5,236,302 | 3,853,522 |
| Merger deficit ⁽¹⁾ | (8,152,595) | (8,152,595) | - | - |
| Share option reserve | 14,107 | - | 14,107 | - |
| Foreign currency translation reserve | 327,860 | 259,998 | - | - |
| | 39,439,753 | 27,560,029 | 27,735,839 | 24,364,984 |
| Non-controlling interests | 19,149 | 37,761 | - | - |
| Total equity | 39,458,902 | 27,597,790 | 27,735,839 | 24,364,984 |

Note :

- (1) The difference between the consideration paid / transferred and the issued and paid up share capital of Figtree Projects Pte. Ltd. during the pre-IPO Restructuring Exercise is reflected as a Merger Deficit under the Equity of the Group.

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

Amount repayable in one year or less, or on demand

| As at 31 December 2015 | | As at 31 December 2014 | |
|------------------------|------------------|------------------------|------------------|
| Secured S\$ | Unsecured S\$ | Secured S\$ | Unsecured S\$ |
| - | - | - | - |

Amount repayable after one year

| As at 31 December 2015 | | As at 31 December 2014 | |
|------------------------|------------------|------------------------|------------------|
| Secured S\$ | Unsecured S\$ | Secured S\$ | Unsecured S\$ |
| - | - | - | - |

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

| | Group | |
|---|----------------------|---------------------|
| | Financial Year Ended | |
| | 31 December 2015 | 31 December 2014 |
| | S\$ | S\$ |
| Cash flows from operating activities | | |
| Profit before taxation | 15,622,277 | 8,769,242 |
| Adjustments for: | | |
| Depreciation of property, plant and equipment | 196,695 | 170,676 |
| Write off of property, plant and equipment | – | 37,570 |
| Share of results of associates | (611,169) | 460,394 |
| Share-based staff costs | 14,107 | – |
| Interest income | (1,048,980) | (451,816) |
| Interest expense | 2,468 | – |
| Write back of warranty | – | (332,836) |
| | 14,175,398 | 8,653,230 |
| Operating cash flows before changes in working capital | | |
| (Increase)/decrease in: | | |
| Development properties | (19,732,618) | – |
| Trade receivables | 2,266,980 | (18,590,365) |
| Other receivables and prepayments | 2,549,444 | 668,397 |
| Deposits paid to purchase properties | – | (1,898,062) |
| Amount due from an associate | 39,030 | (39,030) |
| (Decrease)/increase in: | | |
| Gross amount due to customers for contract work-in-progress | (11,355,732) | 23,576,170 |
| Trade and other payables | (1,084,595) | 13,478,758 |
| | (13,142,093) | 25,849,098 |
| Cash flows (used in)/generated from operations | | |
| Income tax paid | (1,517,138) | (2,032,448) |
| | (14,659,231) | 23,816,650 |
| Net cash flows (used in)/generated from operating activities | | |
| Cash flows from investing activities | | |
| Purchases of property, plant and equipment | (27,844) | (328,644) |
| Proceeds from disposal of property, plant and equipment | – | 18,822 |
| Net cash outflow on acquisition of an associate | – | (38,000) |
| Loans to an associate | (8,551,071) | (8,493,646) |
| Interest received | 125,403 | 57,942 |
| | (8,453,512) | (8,783,526) |
| Net cash flows used in investing activities | | |
| Cash flows from financing activities | | |
| Issuance of new shares, net of issuance expense | 1,973,968 | (7,688) |
| Dividends paid on ordinary shares | (2,775,468) | (3,330,552) |
| Proceeds from pledged fixed deposits | – | 2,500,000 |
| Proceeds from bank borrowing | 1,000,000 | – |
| Repayment of bank borrowing | (1,000,000) | – |

| | | |
|---|---------------------|-------------------|
| Interest paid | (2,468) | - |
| Net cash flows used in financing activities | (803,968) | (838,240) |
| Net (decrease)/increase in cash and cash equivalents | (23,916,711) | 14,194,884 |
| Cash and cash equivalents at the beginning of year | 37,027,247 | 22,815,858 |
| Effects of exchange rate changes on cash and cash equivalents | (34) | 16,505 |
| Cash and cash equivalents at the end of year | 13,110,502 | 37,027,247 |

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

| | Group | |
|---|----------------------|---------------------|
| | Financial Year Ended | |
| | 31 December 2015 | 31 December 2014 |
| | S\$ | S\$ |
| Cash and short term deposits | 13,110,502 | 37,027,247 |
| Less: Pledged deposits | - | - |
| Cash and cash equivalents at the end of year | 13,110,502 | 37,027,247 |

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

| Group | Attributable to equity holders of the Company | | | | | | Total equity attributable to owners of the Company S\$ | Non-controlling interests S\$ | Total equity S\$ |
|---|---|-------------------------|--------------------|--------------------------|--|--------------------|--|-------------------------------|--------------------|
| | Share capital S\$ | Accumulated profits S\$ | Merger deficit S\$ | Share option reserve S\$ | Foreign currency translation reserve S\$ | Total reserves S\$ | | | |
| Balance as at 1 January 2014 | 20,519,150 | 11,051,539 | (8,152,595) | - | 5,797 | 2,904,741 | 23,423,891 | 31,615 | 23,455,506 |
| Profit for the year | - | 7,220,177 | - | - | - | 7,220,177 | 7,220,177 | 6,146 | 7,226,323 |
| <u>Other comprehensive income</u> | | | | | | | | | |
| Foreign currency translation | - | - | - | - | 254,201 | 254,201 | 254,201 | - | 254,201 |
| Total comprehensive income for the year | - | 7,220,177 | - | - | 254,201 | 7,474,378 | 7,474,378 | 6,146 | 7,480,524 |
| <u>Contributions by and distributions to owners</u> | | | | | | | | | |
| Dividends on ordinary shares | - | (3,330,240) | - | - | - | (3,330,240) | (3,330,240) | - | (3,330,240) |
| Issuance of new ordinary shares as scrip dividend | 312 | (312) | - | - | - | (312) | - | - | - |
| Share issuance expense | (8,000) | - | - | - | - | - | (8,000) | - | (8,000) |
| Total contributions by and distributions to owners | (7,688) | (3,330,552) | - | - | - | (3,330,552) | (3,338,240) | - | (3,338,240) |
| Total transactions with owners in their capacity as owners | (7,688) | (3,330,552) | - | - | - | (3,330,552) | (3,338,240) | - | (3,338,240) |
| Balance as at 31 December 2014 | 20,511,462 | 14,941,164 | (8,152,595) | - | 259,998 | 7,048,567 | 27,560,029 | 37,761 | 27,597,790 |
| Balance as at 1 January 2015 | 20,511,462 | 14,941,164 | (8,152,595) | - | 259,998 | 7,048,567 | 27,560,029 | 37,761 | 27,597,790 |
| Profit/(loss) for the year | - | 12,599,255 | - | - | - | 12,599,255 | 12,599,255 | (18,612) | 12,580,643 |
| <u>Other comprehensive income</u> | | | | | | | | | |
| Foreign currency translation | - | - | - | - | 67,862 | 67,862 | 67,862 | - | 67,862 |
| Total comprehensive income for the year | - | 12,599,255 | - | - | 67,862 | 12,667,117 | 12,667,117 | (18,612) | 12,648,505 |
| <u>Contributions by and distributions to owners</u> | | | | | | | | | |
| Dividends on ordinary shares | - | (773,154) | - | - | - | (773,154) | (773,154) | - | (773,154) |
| Issuance of ordinary shares as scrip dividend | 2,002,314 | (2,002,314) | - | - | - | (2,002,314) | - | - | - |

| | | | | | | | | | |
|--|------------|-------------|-------------|--------|---------|-------------|------------|--------|------------|
| Share issuance expense | (28,346) | - | - | - | - | - | (28,346) | - | (28,346) |
| Share-based staff costs | - | - | - | 14,107 | - | 14,107 | 14,107 | - | 14,107 |
| Total contributions by and distributions to owners | 1,973,968 | (2,775,468) | - | 14,107 | - | (2,761,361) | (787,393) | - | (787,393) |
| Total transactions with owners in their capacity as owners | 1,973,968 | (2,775,468) | - | 14,107 | - | (2,761,361) | (787,393) | - | (787,393) |
| Balance as at 31 December 2015 | 22,485,430 | 24,764,951 | (8,152,595) | 14,107 | 327,860 | 16,954,323 | 39,439,753 | 19,149 | 39,458,902 |

| Company | Share capital S\$ | Accumulated profits S\$ | Share option reserve S\$ | Total S\$ |
|---|----------------------|-------------------------------|--------------------------------|--------------------|
| Balance as at 1 January 2014 | 20,519,150 | 3,388,869 | - | 23,908,019 |
| Profit, representing total comprehensive income, for the year | - | 3,795,205 | - | 3,795,205 |
| <u>Contributions by and distributions to owners</u> | | | | |
| Dividends on ordinary shares | - | (3,330,240) | - | (3,330,240) |
| Issuance of new ordinary shares as scrip dividend | 312 | (312) | - | - |
| Share issuance expense | (8,000) | - | - | (8,000) |
| Total transactions with owners in their capacity as owners | (7,688) | (3,330,552) | - | (3,338,240) |
| | | | | |
| Balance as at 31 December 2014 | 20,511,462 | 3,853,522 | - | 24,364,984 |
| | | | | |
| Balance as at 1 January 2015 | 20,511,462 | 3,853,522 | - | 24,364,984 |
| Profit, representing total comprehensive income, for the year | - | 4,158,248 | - | 4,158,248 |
| <u>Contributions by and distributions to owners</u> | | | | |
| Dividends on ordinary shares | - | (773,154) | - | (773,154) |
| Issuance of ordinary shares as scrip dividend | 2,002,314 | (2,002,314) | - | - |
| Share issuance expense | (28,346) | - | - | (28,346) |
| Share-based staff costs | - | - | 14,107 | 14,107 |
| Total transactions with owners in their capacity as owners | 1,973,968 | (2,775,468) | 14,107 | (787,393) |
| | | | | |
| Balance as at 31 December 2015 | 22,485,430 | 5,236,302 | 14,107 | 27,735,839 |
| | | | | |

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

| | Company | |
|------------------------|--------------------|---------------------------------------|
| | Number of shares | Issued and paid-up share capital (\$) |
| As at 1 October 2015 | 292,613,134 | 22,485,430 |
| As at 31 December 2015 | <u>292,613,134</u> | <u>22,485,430</u> |

Figtree Employee Share Option Scheme (the "ESOS")

As announced on 28 August 2015, 2,000,000 share options were granted during the financial year, of which, 210,000 were not taken up by employees and have since expired. As at 31 December 2015, there are 1,790,000 outstanding share options which are convertible into 1,790,000 ordinary shares of the Company (31 December 2014: NIL).

Other than the unexercised share options under the ESOS as stated above, the Company had no other outstanding convertibles or treasury shares as at 31 December 2015 and 31 December 2014.

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

| | Company | |
|---|------------------------|------------------------|
| | As at 31 December 2015 | As at 31 December 2014 |
| Total number of issued shares excluding treasury shares | <u>292,613,134</u> | <u>277,546,822</u> |

The Company did not have any treasury shares as at 31 December 2015 and 31 December 2014.

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

Not applicable. The Company does not have any treasury shares during and as at the end of the current financial year reported on.

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

These figures have not been audited or reviewed.

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

Not applicable.

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

Save as disclosed on Section 5 below, the Group has applied the same accounting policies and methods of computation in the preparation of the financial statements for the current reporting year as compared with the audited financial statements for the year ended 31 December 2014.

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

The Company has adopted certain Financial Reporting Standards ("FRS") and Interpretations of FRS ("INT FRS") that are mandatory for the financial year beginning on or after 1 January 2015. The adoption of these FRS and INT FRS has no significant impact on the financial position or performance of the Group.

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

| | Group Three Months Ended | | Group Twelve Months Ended | |
|---|--|--|--|--|
| | 31 December 2015 | 31 December 2014 | 31 December 2015 | 31 December 2014 |
| | S\$ | S\$ | S\$ | S\$ |
| Profit attributable to owners of the Company | 2,864,400 | 1,568,654 | 12,599,255 | 7,220,177 |
| | Weighted average number of shares | Weighted average number of shares | Weighted average number of shares | Weighted average number of shares |
| Basic weighted average number of ordinary shares | 285,307,005 | 277,546,428 | 285,307,005 | 277,546,428 |
| Diluted weighted average number of ordinary shares | 285,415,177 | 277,546,428 | 285,415,177 | 277,546,428 |
| | Singapore cents | Singapore cents | Singapore cents | Singapore cents |
| Basic Earnings Per Share ("EPS") attributable to owners of the Company | 1.00 | 0.57 | 4.42 | 2.60 |
| Diluted Earnings Per Share ("EPS") attributable to owners of the Company ⁽¹⁾ | 1.00 | 0.57 | 4.41 | 2.60 |

Note:

(1) The calculation for the diluted EPS is based on the weighted average number of ordinary shares of the Company after adjusting for dilution assuming the options pursuant to the ESOS are fully exercised and converted into ordinary shares of the Company.

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

| | Group | | Company | |
|--|------------------------|------------------------|------------------------|------------------------|
| | As at 31 December 2015 | As at 31 December 2014 | As at 31 December 2015 | As at 31 December 2014 |
| Net asset value per ordinary share based on issued share capital (Singapore cents) | 13.48 | 9.93 | 9.48 | 8.78 |
| Number of issued ordinary shares | 292,613,134 | 277,546,822 | 292,613,134 | 277,546,822 |

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:

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

(a) Review of the Consolidated Income Statement

Financial period from 1 October 2015 to 31 December 2015 ("4Q2015") vs 1 October 2014 to 31 December 2014 ("4Q2014")

- (i) The Group's revenue increased marginally by 4.3%, from S\$30.20 million in 4Q2014 to S\$31.50 million in 4Q2015 mainly due to residual revenue recognised for the Crystal Freight Services Distripark Pte Ltd ("CFSDPL") and Development 8 Pte Ltd ("D8") projects in 4Q2015.
- (ii) The marginal increase in cost of sales from S\$26.85 million in 4Q2014 to S\$27.64 million in 4Q2015 is in line with the increase in revenue. The Group's gross profit increased by 15.3% from S\$3.35 million in 4Q2014 to S\$3.86 million in 4Q2015 mainly due to the completion of projects during 3Q2015. Gross profit margin increased marginally by 1.2 percentage points from 11.1% in 4Q2014 to 12.3% in 4Q2015 which was mainly due to higher profit margins on completion of certain projects in 4Q2015 as compared to 4Q2014.
- (iii) The Group's other income increased from S\$0.16 million in 4Q2014 to S\$0.37 million in 4Q2015 mainly due to interest income recognised from an increase in long term loans extended to an associate.
- (iv) The Group's administrative costs increased by 22.5% from S\$1.12 million in 4Q2014 to S\$1.38 million in 4Q2015 largely due to an increase in employee expenses of S\$0.97 million and an increase in general administrative expenses and office expenses of S\$0.38 million, partially offset by foreign exchange gains in 4Q2015 of S\$1.09 million.
- (v) Share of results of associates relates to the profit/loss from the Company's associate, Vibrant Properties Pte. Ltd. ("VPPL"). The profit recognised by VPPL in 4Q2015 arose mainly from the revaluation of investment property, partially offset by interest expenses from shareholder loans extended to VPPL, as compared to the loss incurred in VPPL for 4Q2014.
- (vi) Tax expense decreased by 8.5% from S\$0.48 million in 4Q2014 to S\$0.44 million in 4Q2015 mainly due to the Productivity and Innovation Credit Scheme Bonus received in 4Q2015, partially offset by tax expenses.
- (vii) Depreciation of property, plant and equipment marginally decreased from S\$0.047 million in 4Q2014 to S\$0.046 million in 4Q2015.

Financial year ended 31 December 2015 ("FY2015") vs 31 December 2014 ("FY2014")

- (i) The Group's revenue increased by 51.1%, from S\$98.54 million in FY2014 to S\$148.90 million in FY2015 mainly due to revenue recognised for the CFSDPL and D8 projects in FY2015.
- (ii) The increase in cost of sales from S\$85.34 million in FY2014 to S\$128.03 million in FY2015 is in line with the increase in revenue. The Group's gross profit increased by 58.1% from S\$13.19 million in FY2014 to S\$20.86 million in FY2015 mainly due to the completion of projects during FY2015. Correspondingly, gross profit margin increased marginally by 0.6 percentage point from 13.4% in FY2014 to 14.0% in FY2015.
- (iii) The Group's other income increased from S\$0.51 million in FY2014 to S\$1.15 million in FY2015 mainly due to interest income recognised from an increase in long term loans extended to an associate.
- (iv) The Group's administrative costs increased by 56.5% from S\$4.47 million in FY2014 to S\$7.00 million in FY2015. The increase was largely attributable to foreign exchange losses as well as an increase in employee expenses.
- (v) Share of results of associates relates to the profit/loss from VPPL. The profit recognised by VPPL in FY2015 arose mainly from the revaluation of investment property, partially offset by interest expenses from shareholder loans extended to VPPL, as compared to the loss incurred in FY2014.
- (vi) Tax expense increased by 97.1% from S\$1.54 million in FY2014 to S\$3.04 million in FY2015, which was in line with the higher profits recognised in FY2015, partially offset by Productivity and Innovation Credit Scheme Bonus received in FY2015.
- (vii) Depreciation of property, plant and equipment increased from S\$0.17 million in FY2014 to S\$0.20 million in FY2015 mainly due to the purchase of a motor vehicle at the end of FY2014.

(b) Review of the Financial Position of the Group

- (i) The net book value of the Group's property, plant and equipment decreased from S\$3.77 million as at 31 December 2014 to S\$3.60 million as at 31 December 2015 mainly due to depreciation charges during the year.
- (ii) The increase in interests in an associate from S\$0.21 million as at 31 December 2014 to S\$1.44 million as at 31 December 2015 arose from the Group's share of the foreign currency translation reserve of VPPL and the Group's share of associates' profits for the year.
- (iii) Total loans to an associate increased from S\$8.49 million as at 31 December 2014 to S\$17.42 million as at 31 December 2015 mainly due to additional shareholder's loans extended to VPPL, including interest charges on the loans.
- (iv) Development properties of S\$19.73 million relate to the acquisition of the properties in Melbourne, Australia, which was completed on 16 February 2015, together with the stamp duties and taxes relating to the purchase of the said properties, including preliminary costs incurred in the planning stages of the re-development of these properties.
- (v) Trade receivables as at 31 December 2015 and 31 December 2014 comprised the following :

| | Group | |
|-------------------------|-------------------------------|-------------------------------|
| | As at 31 December 2015 S\$ | As at 31 December 2014 S\$ |
| Trade receivables | 10,472,410 | 5,219,415 |
| Accrued receivables | 7,872,738 | 13,544,923 |
| Retention receivables | 14,499,179 | 16,346,969 |
| Total trade receivables | 32,844,327 | 35,111,307 |

Total trade receivables decreased by S\$2.27 million from S\$35.11 million as at 31 December 2014 to S\$32.84 million as at 31 December 2015 mainly due to the completion of the D8 project.

- (vi) Other receivables as at 31 December 2015 and 31 December 2014 comprised the following :

| | Group | |
|--------------------------------|----------------------------------|----------------------------------|
| | As at 31 December 2015 S\$ | As at 31 December 2014 S\$ |
| Other receivables | – | 700,000 |
| GST receivables | – | 5,567 |
| Refundable deposits | 199,089 | 123,570 |
| Non-refundable deposits | – | 1,898,062 |
| Sundry receivables | 7,892 | 63,950 |
| Total other receivables | 206,981 | 2,791,149 |

Other receivables decreased by S\$2.58 million from S\$2.79 million as at 31 December 2014 to S\$0.21 million as at 31 December 2015 mainly due to the refund of deposits of S\$0.70 million from an insurance company used as cash collateral for performance bonds issued following the completion of certain construction projects, as well as the purchase completion of the properties in Melbourne, Australia, for the purpose of re-development, amounting to approximately S\$1.90 million (A\$1.75 million).

- (vii) Cash and short term deposits decreased by S\$23.92 million from S\$37.03 million as at 31 December 2014 to S\$13.11 million as at 31 December 2015 largely due to the payment of the remaining cash consideration of A\$15.69 million (approximately S\$16.53 million) on 16 February 2015 to complete the acquisition of the properties in Melbourne, Australia. Additionally, there was an increase in expenses from preliminary costs incurred in the planning stages of the re-development of these properties amounting to approximately S\$3.20 million. There were also additional shareholder's loans extended to VPPL amounting to approximately S\$8.55 million during the year, as well as cash dividends paid to shareholders amounting to approximately S\$0.77 million. This was partially offset by net cash generated from other operating activities.
- (viii) The net decrease in gross amount due to customers for contract work-in-progress from S\$25.66 million as at 31 December 2014 to S\$14.30 million as at 31 December 2015 was mainly due to the completion of the D8 project.
- (ix) Trade and other payables as at 31 December 2015 and 31 December 2014 comprised the following :

| | Group | |
|---------------------------------------|----------------------------------|----------------------------------|
| | As at 31 December 2015 S\$ | As at 31 December 2014 S\$ |
| Trade payables | 10,779,131 | 3,868,897 |
| GST payables | 624,384 | 1,740,755 |
| Accrued operating expenses | 20,104,113 | 27,018,448 |
| Sundry payables | 57,171 | 21,294 |
| Total trade and other payables | 31,564,799 | 32,649,394 |

Trade and other payables decreased by S\$1.09 million from S\$32.65 million as at 31 December 2014 to S\$31.56 million in 31 December 2015 mainly due to a decrease in accrued operating expenses of S\$6.92 million from S\$27.02 million as at 31 December 2014 to S\$20.10 million as at 31 December 2015 due to invoices received from sub-contractors for work done that was previously accrued, as well as a decrease in GST payables of S\$1.12 million from S\$1.74 million as at 31 December 2014 to S\$0.62 million as at 31 December 2015. This was partially

offset by an increase in trade payables of S\$6.91 million from S\$3.87 million as at 31 December 2014 to S\$10.78 million as at 31 December 2015 due to invoices received from sub-contractors for work done.

- (x) Provision for taxation increased by S\$1.51 million from S\$1.56 million as at 31 December 2014 to S\$3.07 million as at 31 December 2015 in line with the higher profits achieved in FY2015.

(c) Review of the Cash Flow Statement of the Group

In FY2015, the Group recorded a net cash outflow from operating activities of S\$14.66 million, which was a result of operating cash flows before changes in working capital of S\$14.18 million, adjusted for working capital outflows of S\$27.32 million and income tax paid of S\$1.52 million. Working capital outflows were mainly due to an increase in development properties of S\$19.73 million, a decrease in gross amount due to customers for contract work-in-progress of S\$11.36 million and a decrease in trade and other payables of S\$1.08 million. This was partially offset by a decrease in trade receivables of S\$2.27 million, a decrease in other receivables and prepayments of S\$2.55 million and a decrease in amount due from an associate of S\$0.04 million.

Net cash used in investing activities amounted to S\$8.45 million, which was mainly due to the purchases of property, plant and equipment of S\$0.03 million and long term loans extended to an associate of S\$8.55 million, partially offset by interest received from short term deposits of S\$0.13 million.

Net cash used in financing activities amounted to S\$0.80 million mainly due to dividends paid on ordinary shares of S\$2.78 million and the repayment of bank borrowings of S\$1.00 million. This was partially offset by the issuance of new shares as scrip dividend, net of issuance expenses of S\$1.97 million and proceeds from bank borrowings of S\$1.00 million.

As a result of the above, there was a net decrease of S\$23.92 million in the Group's cash and cash equivalents, from S\$37.03 million as at 31 December 2014 to S\$13.11 million as at 31 December 2015.

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

The financial results are in line with the Group's discussion presented under Section 10 of the Company's unaudited financial results announcement for the third quarter ended 30 September 2015, dated 13 November 2015.

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

The Group closed 2015 with another year of record revenue and profit. Moving into 2016, the Group will continue to focus on building its order book for industrial design and build projects in Singapore, China and the region, as well as explore property development opportunities in China.

Design-and-Build

The Group has commenced work on the Hankyu Hanshin Regional Logistics Hub, a state-of-the-art logistics hub in Singapore secured in June 2015 with a contract sum of S\$65 million. This project is on track to be completed by the second quarter of 2017.

The construction works for Crystal Freight Services Distripark has been completed and has obtained the Temporary Occupation Permit on 19 February 2016.

The management is in the process of evaluating several industrial and commercial design and build opportunities, and will make appropriate announcements as and when ready.

Property Development – China

In its Property Development segment, the Group's first Build-and-Transfer development project, which is a government-approved resettlement housing development site in Jiangyin, China (江苏省江阴市澄江街道行政区域), was completed

in December 2015, three months ahead of schedule. It has since been sold back to the government under the guaranteed buyback Build-and Transfer model. This project is undertaken through its joint venture company, 江阴德玛斯特辉联房地产开发有限公司 (“Master Real Estate”), in which the Group has an effective stake of 24%, through VPPL.

The Group's second approved settlement housing development project in Jiangyin, China is also progressing well. Located at 临港新城申港街道, this Build-and-Transfer Project comprises five blocks of 11-storey high residential flats and five blocks of 18-storey residential flats with a total of 928 residential units and an estimated build up area of approximately 124,884 sqm. This project also has a guaranteed buy back from the government upon its completion by the end of 2016.

The Group's first industrial park project in China, the Changshu Fervent Industrial Park (Phase 1) in Changshu High Tech Industrial Park, CEDZ, Jiangsu province, was completed in November 2015. So far, almost 50% of the 67,405 sqm has been leased to MNCs. The Group intends to commence construction of Phase 2 of the industrial park in the second half of 2016. Through Vibrant, the Group has an effective interest of 32.58% in this project.

Property Development – Australia

In Australia, the Group is awaiting the Planning Permit from the authorities for the development of a 59-storey mixed residential development with 2 basements, located at 293–299 and 301–303 La Trobe Street, Melbourne, Victoria.

The group is cautiously optimistic that, despite the challenging business environment, it will continue to deliver a positive result in FY2016.

11. Dividend

(a) **Current Financial Period Reported On**

Any dividend declared for the current financial period reported on?

Yes.

| | |
|-----------------------------|-----------------|
| Name of Dividend : | First and final |
| Dividend Amount per share : | S\$0.016 |
| Tax Rate : | Tax-exempt |

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

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

Yes.

| | |
|-----------------------------|-----------------|
| Name of Dividend : | First and final |
| Dividend Amount per share : | S\$0.01 |
| Tax Rate : | Tax-exempt |

(c) **Date payable:**

To be announced at a later date.

(d) **Books closure date:**

To be announced at a later date.

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

Not applicable.

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

The Company does not have an existing general mandate pursuant to Rule 920 of the Catalist Listing Manual.

| Name of Interested Person | Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than \$100,000 and transactions conducted under shareholders’ mandate pursuant to Rule 920) (S\$’000) | Aggregate value of all interested person transactions conducted under shareholders’ mandate pursuant to Rule 920 (excluding transactions less than \$100,000) (S\$’000) |
|--|---|---|
| Singapore Enterprises Private Limited in relation to the provision of proportionate shareholders’ loans to VPPL ¹ | 9,369 | – |
| Update on IPT as disclosed in the Offer Document | | |
| Design and build contract between Figtree Projects Pte. Ltd. and Freight Links E-Logistics Technopark Pte Ltd ² | 7 | – |
| Design and build contract between Figtree Projects and Crystal Freight Services Distripark Pte Ltd ³ | 50,810 | – |

Notes:

1. The transactions are not required to comply with Rule 906 of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (“Catalist Rules”) pursuant to Rule 916(3)(c) of the Catalist Rules (please refer to the announcement made on 12 May 2014).
2. As disclosed in Page 121 of the Offer Document. Construction works for this project commenced on 11 September 2013. For FY2015, S\$0.01 million of work was done for this project and S\$0.01 million was invoiced. A total amount of S\$2.67 million of work was done, S\$2.67 million was invoiced and S\$2.67 million has been collected since the commencement of this project.
3. As disclosed in Page 122 of the Offer Document. Construction works for this project commenced on 20 November 2014. For FY2015, S\$50.15 million of work was done for this project and S\$50.81 million was invoiced. A total amount of S\$60.05 million of work was done, S\$57.60 million was invoiced and S\$45.85 million has been collected since the commencement of this project.

PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

14. Segmented revenue and results for operating segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

For management purposes, the Group is organised into business units based on their products and services, and has three reportable segments as follows :

1. The design and build segment specialises in the design and building of commercial and industrial facilities. The scope of services covers the full spectrum of the project development process, including land search and authority liaison, feasibility studies, design and construction.
2. The property development segment is in the business of constructing, developing, selling and/or leasing out of residential, commercial and industrial properties.
3. The corporate segment is involved in Group-level corporate services.

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit margins of the products and services.

| | Design and build | | Property development | | Corporate | | Per consolidated financial statements | |
|---|-------------------|-------------------|----------------------|---------------|------------------|------------------|---------------------------------------|-------------------|
| | FY2015 | FY2014 | FY2015 | FY2014 | FY2015 | FY2014 | FY2015 | FY2014 |
| | S\$ | S\$ | S\$ | S\$ | S\$ | S\$ | S\$ | S\$ |
| Revenue : | | | | | | | | |
| Sales to external customers, representing total revenue | 148,895,522 | 98,537,966 | - | - | - | - | 148,895,522 | 98,537,966 |
| Results : | | | | | | | | |
| Interest income | 669,566 | 243,924 | 349,992 | 177,846 | 29,422 | 30,046 | 1,048,980 | 451,816 |
| Interest expense | 2,468 | - | - | - | - | - | 2,468 | - |
| Depreciation | 195,577 | 170,105 | 495 | - | 623 | 571 | 196,695 | 170,676 |
| Share of results of an associate | - | - | 611,169 | (460,394) | - | - | 611,169 | (460,394) |
| Segment profit/(loss) before tax | 19,229,336 | 11,364,037 | (134,398) | (483,382) | (3,472,661) | (2,111,413) | 15,622,277 | 8,769,242 |
| Assets : | | | | | | | | |
| Interests in an associate | - | - | 1,435,870 | 210,371 | - | - | 1,435,870 | 210,371 |
| Additions to non-current assets | 27,844 | 324,685 | - | 2,090 | - | 1,868 | 27,844 | 328,643 |
| Segment assets | 56,669,170 | 68,976,297 | 29,387,896 | 13,208,816 | 2,358,973 | 5,285,644 | 88,416,039 | 87,470,757 |
| Segment liabilities | 46,345,763 | 58,611,825 | 109,367 | 21,596 | 2,502,007 | 1,239,546 | 48,957,137 | 59,872,967 |

Geographical information

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

| | Revenues | | Non-current assets | |
|-----------|---------------|---------------|--------------------|---------------|
| | FY2015 S\$ | FY2014 S\$ | FY2015 S\$ | FY2014 S\$ |
| Singapore | 148,386,989 | 98,036,609 | 4,962,420 | 10,760,069 |
| China | 520,522 | 501,357 | 72,092 | 95,680 |
| Australia | – | – | 1,494 | 2,090 |
| Malaysia | (11,989) | – | – | – |
| | 148,895,522 | 98,537,966 | 5,036,006 | 10,857,839 |

Non-current assets information presented above consist of property, plant and equipment, interests in an associate and loans to an associate as presented in the consolidated balance sheet.

15. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the operating segments.

The review of performance has been provided under Paragraph 8 above. However, the review was related to the design and build segment as the property development segment is still under its start-up stage and has not contributed any revenue to the Group. The business of the Group is primarily centered in Singapore.

16. A breakdown of sales as follows:

| | Group | | Change % |
|--|---------------|---------------|-------------|
| | FY2015 S\$ | FY2014 S\$ | |
| Sales reported for first half year | 69,196,684 | 49,942,055 | 38.6 |
| Operating profit after taxation before deducting minority interests for first half year | 6,758,231 | 4,541,767 | 48.8 |
| Sales reported for second half year | 79,698,838 | 48,595,911 | 64.0 |
| Operating profit after taxation before deducting minority interests for second half year | 5,822,412 | 2,684,556 | 116.9 |

17. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year as follows:

| | FY2015 S\$ | FY2014 S\$ |
|--|--------------------------|---------------|
| <u>Ordinary</u> Proposed first and final dividend | 4,681,810 ⁽¹⁾ | 2,775,468 |

Note:

(1) The proposed first and final dividend for the financial year ended 31 December 2015 of S\$0.016 per share is subject to the approval of the shareholders at the forthcoming Annual General Meeting of the Company.

18. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10) in the format below. If there are no such persons, the issuer must make an appropriate negative statement

Person related to Mr Tan Chew Joo (Executive Director and Cost Director and a Substantial Shareholder of the Company)

| Name | Age | Family relationship with any director and/or substantial shareholder | Current position and duties, and the year the position was first held | Details of changes in duties and position held, if any, during the year |
|-----------|-----|--|--|---|
| Tan Kevin | 37 | Son of Mr Tan Chew Joo | Development Manager. Oversees the property developments of the Company's subsidiary companies in Australia. The position was held since 16 October 2014. | No change |

By Order of the Board

Siaw Ken Ket @ Danny Siaw
Executive Chairman & Managing Director
26 February 2016

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

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

The contact person for the Sponsor is Ms Keng Yeng Pheng, Associate Director, Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.