ICP LTD (Co. No. 196200234E)

Unaudited Half - Year Financial Statement and Dividend Announcement for the period ended 31 December 2017

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

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

	Group		
	6 Months Ended 31/12/2017	6 Months Ended 31/12/2016	Increase/ (Decrease)
	S$'000	S$'000	%
Revenue	1,289	1,013	27
Cost of sales	(528)	(644)	(18)
Gross profit	**761**	**369**	N.M.
Other operating income	49	53	(8)
Administrative expenses	(2,032)	(1,482)	37
Operating loss	**(1,222)**	**(1,060)**	15
Finance income	84	133	(37)
Finance costs	(77)	(77)	-
Net finance income	7	56	(9)
Share of results of equity-accounted investees, net of tax	26	-	N.M.
Loss before income tax	**(1,189)**	**(1,004)**	18
Income tax expenses	-	-	-
Loss for the period	**(1,189)**	**(1,004)**	18
Attributable to:			
Equity holders of the Company	(1,342)	(1,115)	20
Non-controlling interests	153	111	38
	(1,189)	**(1,004)**	18

N.M.- Not Meaningful

1(a) (ii) A Statement of comprehensive income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial period

	Group		
	6 Months Ended 31/12/2017	**6 Months Ended 31/12/2016**	**Increase/ (Decrease)**
	S$'000	S$'000	%
Loss for the period	**(1,189)**	**(1,004)**	**18**
Other comprehensive income/(loss)	-	-	-
Items that may be reclassified subsequently to profit or loss	-	-	-
Other comprehensive income/(loss), net of tax	-	-	-
Total comprehensive loss for the period	**(1,189)**	**(1,004)**	18
Total comprehensive (loss)/ income attributable to:			
Equity holders of the Company	(1,342)	(1,115)	20
Non-controlling interests	153	111	38
	(1,189)	**(1,004)**	18

1(a) (iii) Notes to the income statement

		Group		
		6 Months Ended 31/12/2017	**6 Months Ended 31/12/2016**	**Increase/ (Decrease)**
		S$'000	S$'000	%
	Operating loss is stated after charging/ (crediting):			
(a)	Other operating income	(49)	(53)	(8)
	- included foreign exchange gain	(7)	(50)	(86)
(b)	Interest income	(84)	(133)	(37)
(c)	Interest on borrowings	77	77	-
(d)	Depreciation of plant and equipment	507	653	(22)
	-included in cost of sales	467	601	(22)
	-included in administrative expenses	40	52	(21)
(e)	Amortisation	39	36	8
(f)	Impairment loss on club membership	0	18	N.M.

N.M. Not Meaningful

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

Unaudited statements of financial position as at 31 December 2017

	Group		Company	
	31/12/17	**30/06/17**	**31/12/17**	**30/06/17**
Non-current assets	S$'000	S$'000	S$'000	S$'000
Plant and equipment	13,898	14,139	6	3
Investment in subsidiary companies	-	-	9,765	9,765
Associate and joint-venture	47	21	-	-
Available-for-sale financial assets	1,055	1,055	1,055	1,055
Intangibles assets	5,573	5,570	-	-
Other receivables	1,442	332	-	-
Club membership	10	10	-	-
	22,025	**21,127**	**10,826**	**10,823**
Current assets				
Amount due from subsidiaries	-	-	21,540	16,463
Other receivables and prepayments	4,253	874	564	709
Inventories	80	26	-	-
Cash and bank balances	14,466	21,895	12,037	19,484
	18,799	**22,795**	**34,141**	**36,656**
Total assets	**40,824**	**43,922**	**44,967**	**47,479**
Less:				
Current liabilities				
Amount due to subsidiaries	-	-	11,140	11,140
Borrowings – secured	1,080	3,080	-	2,000
Trade & other payables	1,229	1,330	834	932
	2,309	**4,410**	**11,974**	**14,072**
Non-current liabilities				
Borrowings - secured	2,040	2,580	-	-
Amount due to non-controlling interests	2,132	1,400	-	-
Deferred taxation	1,010	1,010	-	-
	5,182	**4,990**	**-**	**-**
Total liabilities	**7,491**	**9,400**	**11,974**	**14,072**
Net assets	**33,333**	**34,522**	**32,993**	**33,407**
Share capital	83,524	83,524	83,524	83,524
Reserves	(54,629)	(53,287)	(50,531)	(50,117)
Equity attributable to equity holders of the Company	**28,895**	**30,237**	**32,993**	**33,407**
Non-controlling interests	4,438	4,285	-	-
Total equity	**33,333**	**34,522**	**32,993**	**33,407**

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

Amount repayable in one year or less, or on demand

As at 31/12/17		As at 30/06/17	
Secured S$'000	Unsecured S$'000	Secured S$'000	Unsecured S$'000
1,080	-	3,080	-

Amount repayable after one year

As at 31/12/17		As at 30/06/17	
Secured S$'000	Unsecured S$'000	Secured S$'000	Unsecured S$'000
2,040	-	2,580	-

Details of any collateral

The Group's secured borrowings and debt securities are secured by: -

- A mortgage over vessels of certain subsidiaries with net carrying amount of S$13.6 million (FY2017: S$14.0 million).

- Fixed deposits of S$0.2 million pledged with a bank for bank borrowings (FY2017: S$2.2 million).

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

Consolidated Statements of Cash Flows for the Half Year Ended 31 December 2017

	Period from 01/07/17 to 31/12/17	Period from 01/07/16 to 31/12//16
Cash Flows From Operating Activities	S$'000	S$'000
Loss before income tax	(1,189)	(1,004)
Adjustments for:-		
Depreciation of plant and equipment	507	653
Amortisation	39	36
Impairment loss on club membership	0	18
Interest expense	77	77
Interest income	(84)	(133)
Share of results of equity-accounted investees, net of tax	(26)	-
Unrealised foreign exchange gain	(7)	(50)
Operating cash flow before working capital changes	(683)	(403)
Change in working capital:-		
Inventories	(54)	(13)
Receivables and prepayments	(3,048)	(18)
Trade and other payables	631	(50)
Cash used in operating activities	(3,154)	(484)
Interest paid	(77)	(77)
Net cash used in operating activities	**(3,231)**	**(561)**
Cash Flows from Investing Activities		
Purchase of property, plant and equipment	(266)	(61)
Purchase of trademarks	(42)	(49)
Investment in available-for-sale financial assets	-	(70)
Advances to associate	(1,441)	-
Withdrawal of fixed deposits with tenor of more than 3 months placed with financial institutions	6,343	996
Interest received	84	133
Net cash from investing activities	**4,678**	**949**
Cash Flows From Financing Activities		
Proceeds from issuance of additional ordinary shares	-	700
Proceeds from borrowings	600	-
Repayment of borrowings	(3,140)	(540)
Net cash generated (used in) / from financing activities	**(2,540)**	**160**
Net (decrease) / increase in cash and cash equivalents	**(1,093)**	**548**
Cash and cash equivalents at the beginning of the period	**3,664**	**2,994**
Effect of exchange rate changes on cash and cash equivalents	**7**	**50**
Cash and cash equivalents at the end of the period	**2,578**	**3,592**

Represented by:

Cash and cash equivalents at the end of period		
Fixed deposits	11,888	18,231
Cash and bank balances	2,578	3,592
	14,466	**21,823**
Less: Fixed deposits with tenor of more than 3 months placed with Financial institutions	(11,737)	(18,080)
Less: Fixed deposits (pledged)	(151)	(151)
	2,578	**3,592**

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

Consolidated Statement of Changes in Equity for the Half Year Ended 31 December 2017

Group	Share Capital	Fair Value reserve	Other reserve	Accumulated Losses	Total attributable to the equity holders of the Company	Non-controlling Interests	Total
	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000
Balance as at 1 July 2017	83,524	(99)	(2,059)	(51,129)	30,237	4,285	34,522
Loss for the period	-	-	-	(1,342)	(1,342)	153	(1,189)
Other comprehensive income / (loss) for the period	-	-	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	(1,342)	(1,342)	153	(1,189)
Balance as at 31 December 2017	83,524	(99)	(2,059)	(52,471)	28,895	4,438	33,333

Consolidated Statement of Changes in Equity for the Half Year Ended 31 December 2016

Group	Share Capital	Fair Value reserve	Other reserve	Accumulated Losses	Total attributable to the equity holders of the Company	Non-controlling Interests	Total
	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000
Balance as at 1 July 2016	82,824	-	(2,059)	(48,408)	32,357	4,193	36,550
(Loss)/Profit for the period	-	-	-	(1,115)	(1,115)	111	(1,004)
Other comprehensive income / (loss) for the period	-	-	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	(1,115)	(1,115)	111	(1.004)
Contributions by and distributions to owners							
Issuance of shares	700	-	-	-	700	-	700
Balance as at 31 December 2016	**83,524**	**-**	**(2,059)**	**(49,523)**	**31,942**	**4,304**	**36,246**

Company - Statement of Changes in Equity for the Half Year Ended 31 December 2017

Company	Share Capital	Fair Value reserve	Accumulated Losses	Total
	S$'000	S$'000	S$'000	S$'000
Balance as at 1 July 2017	83,524	(99)	(50,018)	33,407
Loss for the period	-	-	(414)	(414)
Other comprehensive income / (loss) for the period	-	-	-	-
Total comprehensive loss for the period	-	-	(414)	(414)
Balance as at 31 December 2017	83,524	(99)	(50,432)	32,993

Company - Statement of Changes in Equity for the Half Year Ended 31 December 2016

Company	Share Capital	Fair Value reserve	Accumulated Losses	Total
	S$'000	S$'000	S$'000	S$'000
Balance as at 1July 2016	82,824	-	(49,525)	33,299
Loss for the period	-	-	(202)	(202)
Other comprehensive income / (loss) for the period	-	-	-	-
Total comprehensive loss for the period	-	-	(202)	(202)
Contributions by and distributions to owners				
Issuance of shares	700	-	-	700
Balance as at 31 December 2016	83,524	-	(49,727)	33,797

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

Group and Company

Issued and fully-paid

	Number of Shares	Paid-Share Capital S$'000
Balance as at 1 July 2017 & 31 December 2017	2,651,689,122	83,524

The Company does not have any outstanding convertibles, treasury shares and subsidiary holdings as at 31 December 2017 and 31 December 2016.

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

	31/12/2017	30/06/2017
Total number of issued shares	2,651,689,122	2,651,689,122

The Company did not hold any treasury shares as at 31 December 2017 and 30 June 2017.

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

Not applicable. There were no treasury shares during and as at the end of the current financial period reported on.

1(d) (v) **A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.**

Not applicable. There were no sales, transfers, cancellation and use of subsidiary holdings during and as at the end of the current financial period reported on.

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

The figures have not been audited nor reviewed by the Company's auditors.

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

Not applicable.

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

The Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting period as those applied for the audited annual financial statements as at 30 June 2017.

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

There are no changes in the accounting policies and methods of computation.

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

	6 months ended	
	31/12/2017	**31/12/2016**
Basic and diluted		
Weighted average ordinary shares	2,651,689,122	2,593,355,789
Loss per share (cents):	(0.05)	(0.04)

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 at the end of the (a) current financial period reported on and (b) immediately preceding financial year

Net asset value per ordinary share based on issued share capital	**As at 31/12/17**	**As at 30/06/17**
For the Group (cents)	1.09	1.14
For the Company (cents)	1.24	1.26

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

Financial Performance

The Group reported a revenue of S$1.3 million for the financial period ended 31 December 2017 ("1H2018") as compared to S$1.0 million for the financial period ended 31 December 2016 ("1H2017"), an increase of 27% or S$0.3 million. The increase was mainly due to higher revenue recorded by the hospitality segment. Revenue from the vessel chartering segment in 1H2018 was consistent with the revenue earned in 1H2017 at S$0.9 million.

Cost of sales decreased by 18% from S$0.6 million in 1H2017 to S$0.5m in 1HY2018 mainly due to lower dry-docking expenditures incurred by the vessel chartering segment as some of such expenditures were fully amortised in 1H2017.

Following the higher revenue and lower cost of sales mentioned above, the gross profit increased by S$0.4 million.

Administrative expenses increased by 37% from S$1.5 million in 1HY2017 to S$2.0 million in 1HY2018. This was mainly due to increase in personnel costs for the Group's business segment in hospitality.

Finance income decreased by S$0.05 million mainly due to the withdrawals of fixed deposits in 1H2018.

Overall, the Group reported loss before tax of S$1.2 million in 1HY2018, compared to loss before tax of S$1.0 million in 1HY2017.

Financial Position

Non-current assets
Non-current assets increased from S$21.1 million as at 30 June 2017 to S$22.0 million as at 31 December 2017 due to the advancement of a shareholder loan to an associate during the period.

Current assets
Current assets decreased by S$4.0 million mainly due to utilisation of the Group's cash for expanding its hotel investment and management business segment.

Current liabilities
Current liabilities decreased by S$2.1 million mainly due the repayment of borrowings during the period

Equity
Overall, the Group's total equity decreased by S$1.2 million in 1HY2018 mainly arising from the operating loss of S$1.2 million incurred during the period.

Cash Flows

The Group reported a net decrease in cash & cash equivalents mainly due to utilisation of cash used for expanding its hotel investment and repayment of bank loans.

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

No specific forecast or prospect statement has been previously disclosed to shareholders.

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 has secured and signed two more franchise and management agreements during the period, one in Indonesia and one in Malaysia. The hotel in Indonesia has commenced operations in Jan 2018 and we expect the one in Malaysia to be operational in 3rd quarter of 2018.

The Group will continue working on various opportunities to expand the Travelodge brand in Hong Kong, Singapore, Japan, Korea, Philippines and Vietnam.

11. If a decision regarding dividend has been made:

(a) Whether an interim (final) ordinary dividend has been declared (recommended); and

None.

(b) (i) Amount per share ..... cents

None.

(ii) Previous corresponding period ..... cents

None.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not applicable.

(d) The date the dividend is payable.

Not applicable.

(e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

Not applicable.

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

No dividend has been declared or recommended.

13. Aggregate value of interested person transactions conducted pursuant to shareholders' mandate for the half year ended 31 December 2017

The Group did not obtain a general mandate from shareholders for interested person transactions during the current period.

The aggregate values of all Interested Person Transactions ("IPTs") did not exceed S$100,000.

14. Use of proceeds raised from the Company's renounceable and non-underwritten rights issue of shares in 2012 ("2012 Rights Issue") and 2014 ("2014 Rights Issue").

As at 9 February 2018, the Company has utilised the net proceeds of S$1.7 million for working capital and S$9.8 million for the Company's proposed acquisition of a hotel property and shares in Geo Hotel Sdn. Bhd. This is in line with the intended use of the proceeds from the 2012 Rights Issue and 2014 Rights Issue.

	Amount utilised S$ Million	**Amount unutilised S$ Million**
2012 Rights Issue	0.7	-
2014 Rights Issue	10.8	1.5
Breakdown on utilisation of working capital:		
1. Payroll (50%)		
2. Administrative overheads (33%)		
3. Annual report & related costs (11%)		
4. Professional fees (6%)		

15. Confirmation by the Board of Directors ("The Board") pursuant to Rule 720(1) of the Listing Manual

Pursuant to Rule 720(1) of the SGX Listing Manual, the Company has procured undertakings from all its directors and executive officers.

16. Confirmation by the Board of Directors ("The Board") pursuant to Rule 705(5) of the Listing Manual [Negative confirmation pursuant to Rule 705(5)]

On behalf of the Board of Directors of ICP Ltd. (the "Company"), we, the undersigned, hereby **confirm that, to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render these interim financial statements for the six months ended 31 December 2017 to be false or misleading in any material aspects.**

For and on behalf of the Directors of ICP Ltd

Aw Cheok Huat	**Tan Kok Hiang**
Chairman	**Director**

BY ORDER OF THE BOARD

Aw Cheok Huat
Director

9 February 2018

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**").

The Company's Sponsor has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is:-

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