

**BONVESTS HOLDINGS LIMITED AND ITS SUBSIDIARIES**

Company Registration No. 196900282M

Unaudited Financial Statements for the Year Ended 31 December 2018**Part I INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS**

1(a) Income Statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Group		Increase/ (Decrease)
	Year Ended		
	31/12/2018	31/12/2017	
	S\$'000	S\$'000	%
Revenue	224,732	218,812	2.7
Interest income	243	327	(25.7)
Other income (Note 1a(i))	6,824	11,100	(38.5)
Changes in inventories of finished goods	161	(439)	Nm
Materials and consumables used (Note 1a(ii))	(18,509)	(17,300)	6.9
Employee benefit costs	(82,015)	(81,134)	1.1
Depreciation and amortisation expenses (Note 1a(iii))	(26,743)	(22,621)	18.2
Other operating expenses (Note 1a(i))	<u>(79,746)</u>	<u>(84,659)</u>	(5.8)
Profit from operations	24,947	24,086	3.6
Finance costs (Note 1a(iv))	<u>(7,056)</u>	<u>(4,972)</u>	41.9
Profit before taxation	17,891	19,114	(6.4)
Taxation (Note 1a(vi))	<u>(5,055)</u>	<u>(4,909)</u>	3.0
Net profit for the year	<u>12,836</u>	<u>14,205</u>	(9.6)
Attributable to:			
Equity holders of the Company	12,165	13,217	(8.0)
Non-controlling interests	671	988	(32.1)
Net profit for the year	<u>12,836</u>	<u>14,205</u>	(9.6)
Earnings per share			
Basic earnings per share (cents)	3.029	3.288	
Diluted earnings per share (cents)	3.029	3.288	

Statement of comprehensive income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Group		Increase/ (Decrease) %
	Year Ended		
	31/12/2018	31/12/2017	
	S\$'000	S\$'000	
Net profit for the year	12,836	14,205	(9.6)
Other comprehensive income/(loss) after tax :			
<i>Items that may be reclassified subsequently to profit or loss :</i>			
Currency translation loss on foreign operations (Note 1a(vii))	(8,076)	(23,280)	(65.3)
Available-for-sale financial assets			
- Fair value gain	-	1,151	Nm
Cash flow hedges			
- Fair value gain	130	44	195.5
Remeasurement of retirement benefits	10	(223)	Nm
<i>Items that will not be reclassified subsequently to profit or loss :</i>			
Currency translation loss on foreign operations	(23)	(16)	43.8
Financial assets at fair value through other comprehensive income			
- Fair value loss	(7,830)	-	Nm
Revaluation gain on property, plant and equipment upon reclassification to investment properties, net of tax	6,210	-	Nm
Other comprehensive loss for the year, net of tax	<u>(9,579)</u>	<u>(22,324)</u>	(57.1)
Total comprehensive income/(loss) for the year	<u>3,257</u>	<u>(8,119)</u>	Nm
Total comprehensive income/(loss) attributable to:			
Equity holders of the Company	2,590	(9,091)	Nm
Non-controlling interests	667	972	(31.4)
Total comprehensive income/(loss) for the year	<u>3,257</u>	<u>(8,119)</u>	Nm

Nm denotes Not meaningful

Explanatory Notes

Note 1a(i) Included in "Other income" and "Other operating expenses" are the following items:

	Group	
	Year Ended	
	<u>31/12/2018</u>	<u>31/12/2017</u>
	<u>S\$'000</u>	<u>S\$'000</u>
after crediting (other income):		
Fair value gain on financial assets, at fair value through profit or loss	-	1,114
Gain on disposal of property, plant and equipment	70	-
Foreign exchange gain (Note 1a(v))	1,454	753
Fair value gain on investment properties	2,853	6,119
after debiting (other operating expenses):		
Loss on disposal of property, plant and equipment	65	113
Property, plant and equipment written off	598	587
Impairment of property, plant and equipment	-	4,652
Goodwill written off	-	7,336
Fair value loss on investment properties	4,360	432

Note 1a(ii) Materials and consumables used for the year ended 31 December 2018 increased mainly due to higher purchases by the Hotel Division.

Note 1a(iii) Depreciation and amortisation expenses increased for the year ended 31 December 2018 due mainly to depreciation charge for the new hotel in Bintan.

Note 1a(iv) Finance costs for the year ended 31 December 2018 increased mainly due to increase in borrowings as compared to the corresponding year ended 31 December 2017.

Note 1a(v) Foreign exchange gain for the year ended 31 December 2018 was due mainly to depreciation of the Australian Dollar against the Singapore Dollar, partially offset by foreign exchange loss from the depreciation of the Tunisian Dinar against the Singapore Dollar.

Note 1a(vi) The tax charge can be analysed as follows:

	Group	
	Year Ended	
	<u>31/12/2018</u>	<u>31/12/2017</u>
	<u>S\$'000</u>	<u>S\$'000</u>
Current taxation charge	6,550	6,794
Deferred taxation credit recognised	(685)	(1,291)
Over provision in prior years	(810)	(594)
	<u>5,055</u>	<u>4,909</u>

Note 1a(vii) Currency translation loss on foreign operations was due mainly to depreciation of Tunisian Dinar and Australian Dollar against the Singapore Dollar.

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.

	<u>Note</u>	<u>Group</u>		<u>Company</u>	
		<u>31/12/2018</u> <u>S\$'000</u>	<u>31/12/2017</u> <u>S\$'000</u>	<u>31/12/2018</u> <u>S\$'000</u>	<u>31/12/2017</u> <u>S\$'000</u>
Non-current assets					
Investment properties	A	542,883	506,218	-	-
Property, plant and equipment		596,167	571,003	297	459
Subsidiaries		-	-	788,012	682,604
Financial assets, at fair value through other comprehensive income ("FVOCI")	B	9,517	-	-	-
Available-for-sale financial assets	B	-	10,938	-	-
Club membership		21	21	21	21
Intangible assets		9,899	10,739	-	-
Rental lease receivables		154	254	-	-
Long-term prepayments	C	26,656	16,538	-	-
Deferred income tax assets		145	30	-	-
		1,185,442	1,115,741	788,330	683,084
Current assets					
Inventories		4,224	3,928	-	-
Financial assets, at fair value through profit or loss	B	-	5,419	-	-
Trade and other receivables	D	31,278	37,566	122	117
Advances to subsidiaries (non-trade)		-	-	5,247	17,984
Cash and cash equivalents	refer to 1(c) F	63,970	28,626	4,794	1,903
		99,472	75,539	10,163	20,004
Non-current assets classified as held for sale					
		-	198	-	-
Total assets					
		1,284,914	1,191,478	798,493	703,088
Equity attributable to equity holders of the Company					
Share capital		254,139	254,139	254,139	254,139
Retained profits	refer to 1(d)(i)	727,798	722,320	77,965	69,907
Other reserves	refer to 1(d)(i)	(104,224)	(94,576)	-	-
		877,713	881,883	332,104	324,046
Non-controlling interests					
	refer to 1(d)(i)	8,837	8,237	-	-
Total equity					
		886,550	890,120	332,104	324,046
Non-current liabilities					
Long-term borrowings and obligations under finance leases - secured	E	66,364	133,616	25,000	85,000
Long-term liabilities		16,737	20,944	-	-
Derivative financial instruments		7	137	-	-
Deferred income tax liabilities		18,126	18,311	-	-
		101,234	173,008	25,000	85,000
Current liabilities					
Trade and other payables		38,028	39,367	1,137	1,020
Current tax payables		7,922	7,349	171	167
Short-term borrowings and obligations under finance leases - secured	E	251,180	81,634	186,222	46,075
Advances from subsidiaries (non-trade)		-	-	253,859	246,780
	F	297,130	128,350	441,389	294,042
Total equity and liabilities					
		1,284,914	1,191,478	798,493	703,088

The material variances noted from the statement of financial position items as at 31 December 2018 as compared with those of 31 December 2017 are explained as follows:

- (A) "Investment properties" increased mainly due to acquisition of investment properties in Perth.
- (B) "Financial asset at fair value through other comprehensive income" increased due to reclassification of "Available-for-sale financial assets" and "Financial assets at fair value through profit or loss" to "Financial asset at fair value through other comprehensive income" upon adoption of FRS 109 Financial instruments. The overall decrease was due to marked to-market fair value.
- (C) "Long-term prepayments" increased mainly due to advances paid to contractors for the construction of the second hotel in Maldives.
- (D) "Trade and other receivables" decreased mainly due to timing of receipt of a fund remittance in transit in 4Q2017 for the Hotel Division and settlement of an advance payment made for the acquisition of investment properties in Perth.
- (E) Long-term borrowings decreased mainly due to reclassification of the bank borrowings that are due for renewal in FY2019 as Short-term borrowings. The increase in Short-term borrowings was also due to additional bank borrowings used for acquisition of investment properties in Perth and for construction of the Group's second hotel in Maldives and the hotel in Douz, Tunisia.
- (F) Notwithstanding the Group and the Company having negative working capital as at 31 December 2018, the Group and the Company manage liquidity risk through management of cashflow from operating activities. All the Group's borrowings are secured borrowings for which the underlying estimated market value is in excess of the total facility amounts. The Group may also further leverage on unencumbered hotel properties for new credit facilities to ensure that the Group has adequate amount of credit facilities.
- 1(b)(ii) Aggregate amount of group's borrowings, debt securities and obligations under finance lease.

	Group			
	As At 31/12/2018		As At 31/12/2017	
	Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
Amount repayable in one year or less, or on demand	251,180	-	81,634	-
Amount repayable after one year	66,364	-	133,616	-

Details of collaterals

The collaterals for the group's secured borrowings as at 31 December 2018 are as follows :

- Freehold properties, equipment and business of a foreign subsidiary
- First legal mortgage, rental proceeds, interests in tenancy agreements and insurance policies of the investment property at 541 Orchard Road, Singapore
- First legal mortgage, rental proceeds, interests in tenancy agreements, interests in hotel management agreements and insurance policies of the hotel at 39 Scotts Road, Singapore
- First legal mortgage, rental proceeds, interests in tenancy agreements, interests in hotel management agreements and insurance policies of the hotel at 707 Wellington Street, Perth WA 6000, Australia

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.**

Consolidated Statement of Cash Flows

	Group	
	Year Ended	
	31/12/2018	31/12/2017
	S\$'000	S\$'000
Cash Flows from Operating Activities		
Profit before taxation	17,891	19,114
Adjustments for:		
Depreciation of property, plant and equipment	26,743	22,621
Dividend income	(139)	(113)
Interest income	(243)	(327)
Net (gain)/ loss on disposal of property, plant and equipment	(5)	113
Gain on disposal of non-current assets, held for sale	(284)	-
Property, plant and equipment written-off	598	584
Net fair value gain on financial assets at fair value through profit or loss	-	(1,114)
Interest expense	7,056	4,972
Goodwill written off	-	7,336
Loss on disposal of club membership	-	92
Replaced components of improvements to investment properties written-off	-	72
Impairment of property, plant and equipment	-	4,652
Net fair value (gain)/ loss on investment properties	1,507	(5,687)
Unrealised currency translation (gain)/loss	(2,082)	(2,436)
Operating profit before working capital changes	51,042	49,879
(Increase)/ decrease in inventories	(397)	126
(Increase)/ decrease in operating receivables	7,912	(8,413)
Increase/ (decrease) in operating payables	(3,263)	1,938
Cash generated from operations	55,294	43,530
Income tax paid	(6,925)	(7,106)
Net cash generated from operating activities	48,369	36,424
Cash Flows from Investing Activities		
Purchase of property, plant and equipment	(55,695)	(44,599)
Deposit for acquisition of property, plant and equipment	-	(3,619)
Payment for long-term prepayment	(13,650)	(28,873)
Additions to investment properties	(29)	(2,305)
Purchase of investment properties	(32,391)	-
Purchase of financial assets, at fair value through other comprehensive income/ available-for-sale financial assets	(990)	(6,679)
Proceeds from disposal of financial assets, at fair value through profit or loss	-	1,110
Proceeds from disposal of property, plant and equipment	181	265
Proceeds from disposal of club membership	-	18
Acquisition of a subsidiary, net of cash acquired (Note B)	(5,555)	-
Investment income		
- Interest received	243	327
- Dividends received	139	113
Net cash used in investing activities	(107,747)	(84,242)

Consolidated Statement of Cash Flows**Cash Flows from Financing Activities**

Proceeds from bank borrowings
Repayment of bank borrowings
Payment of finance lease
Repurchase of shares
Interest paid
Dividends paid
- by the Company to its equity holders
- by subsidiaries to non-controlling interests
Net cash generated from/(used in) financing activities
Net increase/(decrease) in cash and cash equivalents
Effect of currency translation of cash and cash equivalents
Cash and cash equivalents at beginning
Cash and cash equivalents at end (Note A)

Group	
Year Ended	
31/12/2018	31/12/2017
S\$'000	S\$'000
124,054	41,654
(14,304)	(43,628)
(8)	(10)
(434)	(293)
(7,056)	(4,968)
(6,430)	(10,454)
(154)	(307)
<u>95,668</u>	<u>(18,006)</u>
36,290	(65,824)
(369)	(266)
28,039	94,129
<u>63,960</u>	<u>28,039</u>

Note A**Cash and cash equivalents**

Cash and cash equivalents comprise:
Cash and bank balances
Fixed deposits
Less:
Bank overdrafts

Group	
Year Ended	
31/12/2018	31/12/2017
S\$'000	S\$'000
49,177	18,019
14,793	10,607
(10)	(587)
<u>63,960</u>	<u>28,039</u>

Note B**Acquisition of a subsidiary, net of cash acquired:**

The assets and liabilities of a subsidiary acquired during the year were as follows:
Non-current assets
Current assets
Net assets acquired
Less: cash & cash equivalent acquired
Cash outflow on acquisition

5,555	-
2,120	-
<u>7,675</u>	<u>-</u>
(2,120)	-
<u>5,555</u>	<u>-</u>

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.

Statement of Changes in Equity
The Group

	Attributable to equity holders of the Company								Non-controlling interests	Total equity
	Share capital	Retained profits	Revaluation surplus reserve	Fair value reserve	Currency translation reserve	Premium paid on acquisition of non-controlling interests	Hedging reserve	Total		
	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>
Balance at 31 December 2017	254,139	722,320	5,730	973	(63,535)	(37,607)	(137)	881,883	8,237	890,120
Adoption of SFRS(I) (9)	-	167	-	-	-	-	-	167	45	212
Balance at 1 January 2018	254,139	722,487	5,730	973	(63,535)	(37,607)	(137)	882,050	8,282	890,332
Changes in equity for the year										
Profit for the year	-	12,332	-	-	-	-	-	12,165	671	12,836
Other comprehensive income/(loss) for the year	-	10	6,191	(7,830)	(8,076)	-	130	(9,575)	(4)	(9,579)
Dividend paid	-	(6,430)	-	-	-	-	-	(6,430)	(154)	(6,584)
Change in interest in a subsidiary	-	-	-	-	-	(63)	-	(63)	42	(21)
Purchase and cancellation of shares	-	(434)	-	-	-	-	-	(434)	-	(434)
Balance at 31 December 2018	254,139	727,798	11,921	(6,857)	(71,611)	(37,670)	(7)	877,713	8,837	886,550
Balance at 1 January 2017	254,139	720,073	5,730	(178)	(40,255)	(37,607)	(181)	901,721	7,572	909,293
Changes in equity for the year										
Profit for the year	-	13,217	-	-	-	-	-	13,217	988	14,205
Total comprehensive income/(loss) for the year	-	(223)	-	1,151	(23,280)	-	44	(22,308)	(16)	(22,324)
Dividend paid	-	(10,454)	-	-	-	-	-	(10,454)	(307)	(10,761)
Change in interest in a subsidiary	-	-	-	-	-	-	-	-	-	-
Purchase and cancellation of shares	-	(293)	-	-	-	-	-	(293)	-	(293)
Balance at 31 December 2017	254,139	722,320	5,730	973	(63,535)	(37,607)	(137)	881,883	8,237	890,120

The Company

	Share capital	Retained profits	Total equity
	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>
Balance at 1 January 2018	254,139	69,907	324,046
Changes in equity for the year			
Total comprehensive income/(loss) for the year	-	14,922	14,922
Dividend paid	-	(6,430)	(6,430)
Purchase and cancellation of shares	-	(434)	(434)
Balance at 31 December 2018	254,139	77,965	332,104
Balance at 1 January 2017	254,139	66,551	320,690
Changes in equity for the year			
Total comprehensive income/(loss) for the year	-	14,103	14,103
Dividend paid	-	(10,454)	(10,454)
Purchase and cancellation of shares	-	(293)	(293)
Balance at 31 December 2017	254,139	69,907	324,046

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

There has been no change in the Company's share capital since the end of the previous period reported on.

The Company has no treasury shares and no outstanding options 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.

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.**

There were no treasury shares as at 31 December 2018 and 31 December 2017. The total number of issued shares as at 31 December 2018 was 401,516,968 (31 December 2017: 401,844,568).

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.

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

The 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 a matter).**

Not applicable.

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

Except as disclosed in paragraph 5 below, the same accounting policies and methods of computation as in the most recently audited annual financial statements have been applied.

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.**

In December 2017, the Accounting Standards Council (ASC) issued the Singapore Financial Reporting Standards (International) (SFRS(I)). SFRS(I) comprises standards and interpretations that are equivalent to International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The Group's financial statements for the financial year ended 31 December 2018 will be prepared in accordance with SFRS(I) issued by the ASC, and IFRS issued by the IASB.

The Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting year as that of the audited financial statements for the year ended 31 December 2017, except for the adoption of new/revised SFRS(I) applicable for the financial year beginning 1 January 2018 as follows:

- SFRS(I) 1 First-time Adoption of Singapore Financial Reporting Standards (International)
- SFRS(I) 9 Financial Instruments
- SFRS(I) 15 Revenue from Contracts with Customers

SFRS(I) 1 First-time Adoption of Singapore Financial Reporting Standards (International)

SFRS(I) requires that the Group applies SFRS(I) on a retrospective basis and restatement of comparatives may be required because SFRS(I) 1 requires both the opening balance sheet and comparative information to be prepared using the most current accounting policies. SFRS(I) 1 provides mandatory exceptions and optional exemptions from retrospective application, but these are often different from those specific transition provisions in individual FRSs applied to FRS financial statements. The application of the mandatory exceptions and the optional exemptions in SFRS(I) 1 does not have any significant impact on the Group's financial statements.

SFRS(I) 9 Financial Instruments

SFRS(I) 9 introduces new requirements for classification and measurement of financial assets, impairment of financial assets and hedge accounting. The Group's existing hedges that are designated in effective hedging relationship continue to qualify for hedge accounting under SFRS(I) 9. The Group's trade receivables are subjected to the expected credit loss impairment model under SFRS(I) 9.

The Group has elected, at initial adoption, to present in other comprehensive income changes in the fair value of all its equity investments previously classified as Available-for-sale financial assets and Financial assets at fair value through profit or loss as these equity investments are held as long-term investment. These equity investments are now classified as financial assets at fair value through other comprehensive income ("FVOCI").

The impact on the Group's financial statements arising from the adoption of SFRS(I) 9 is as follows:

	As at 01/01/2018 reported under SFRS(I) S\$'000	As at 31/12/2017 reported under SFRS S\$'000
Financial assets at fair value through profit or loss (FVPL)	-	5,419
Available-for-sale financial assets	-	10,938
Financial assets at fair value through other comprehensive income (FVOCI)	16,357	-
Trade and other receivables	37,778	37,566
Current tax payables	8,005	7,349
Deferred income tax liabilities	17,655	18,311
Other reserves	(94,576)	(94,576)
Retained profits	722,487	722,320
Non-controlling interests	8,282	8,237

SFRS(I) 15 Revenue from Contracts with Customers

SFRS(I) 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It also introduces new cost guidance which requires certain costs of obtaining and fulfilling contracts to be recognised as separate assets when specified criteria are met.

The Group has adopted SFRS(I) 15 using the retrospective approach and applies all of the requirements of SFRS(I) 15 retrospectively, except for the practical expedients used for completed contracts. Under these practical expedients, completed contracts that began and ended in the same comparative reporting period, as well as completed contracts at the beginning of the earliest period presented, are not restated.

The application of SFRS(I) 15 does not have any significant impact on the Group's financial statements.

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

	Group	
	Year Ended 31/12/2018	Year Ended 31/12/2017
Earnings per ordinary share after deducting any provision for preference dividends:		
Based on weighted average number of ordinary shares in issue (cents)	3.029	3.288
On a fully diluted basis (cents)	3.029	3.288
Weighted average number of ordinary shares	401,669,061	401,983,854

As at 31 December 2018, there was no outstanding share options.

The basic and diluted earnings per ordinary share for the year ended 31 December 2018 and 31 December 2017 has been calculated based on the Group's profit attributable to ordinary shareholders divided by the weighted average number of ordinary shares in issue respectively during the financial year.

- 7 **Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the: (a) current financial period reported on; and (b) immediately preceding financial year.**

	Group		Company	
	31/12/2018	31/12/2017	31/12/2018	31/12/2017
Net asset value per ordinary share (S\$)	2.19	2.19	0.83	0.81

The net asset values per ordinary share as at 31 December 2018 and 31 December 2017 were calculated based on the number of issued shares (excluding treasury shares) of the Company at those dates of 401,516,968 and 401,844,568 ordinary shares respectively.

- 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.**

Segment Revenue	Group		Increase/ (Decrease) %
	Year Ended		
	31/12/2018 S\$'000	31/12/2017 S\$'000	
Property - Rental	23,895	24,428	(2.2)
Hotel	130,927	123,888	5.7
Industrial	68,195	68,936	(1.1)
Investment	139	113	23.0
Others	1,576	1,447	8.9
Total	224,732	218,812	2.7
Segment result	Group		Increase/ (Decrease) %
	Year Ended		
	31/12/2018 S\$'000	31/12/2017 S\$'000	
Property - Rental	16,784	17,444	(3.8)
Hotel	31,696	25,581	23.9
Industrial	7,059	8,439	(16.4)
Investment	109	1,215	(91.0)
Property - Development	(7)	(8)	-
Others ⁽¹⁾	(2,687)	10	Nm
Finance costs	52,954	52,681	0.5
Depreciation and amortisation expenses	(7,056)	(4,972)	41.9
Goodwill written off	(26,743)	(22,621)	18.2
Goodwill written off	-	(7,336)	Nm
Fair value gain/(loss) on investment properties ⁽²⁾	(1,507)	5,687	Nm
Impairment of property, plant and equipment	-	(4,652)	Nm
Interest income	243	327	(25.7)
Profit before taxation	17,891	19,114	(6.4)

Nm denotes Not meaningful

¹ Others include Corporate expenses and foreign currency translation loss.

² The revaluation of investment properties is performed at mid-year and year-end.

FULL YEAR 2018 ANNOUNCEMENT

Overall Performance of the Group

The revenue of the Group for the year ended 31 December 2018 ('FY2018') of S\$224.732 million increased by 2.7% from S\$218.812 million for the year ended 31 December 2017 ('FY2017'). This was due mainly to higher revenue from the Hotel Division.

Profit before taxation for FY2018 of S\$17.891 million decreased by 6.4% as compared to FY2017 Profit before taxation of S\$19.114 million mainly due to fair value loss on investment properties, higher depreciation and finance costs; partially offset by absence of goodwill written off and impairment of property, plant and equipment.

Property - Rental Division

Revenue for the Property - Rental Division of S\$23.895 million for FY2018 decreased by 2.2% from S\$24.428 million for FY2017.

Accordingly, segment profit of S\$16.784 million for FY2018 decreased by 3.8% from S\$17.444 million for FY2017.

Hotel Division

Revenue for the Hotel Division of S\$130.927 million for FY2018 increased by 5.7% from S\$123.888 million for FY2017 due mainly to higher revenue generated from overseas hotels.

Segment profit of S\$31.696 million for FY2018 increased by 23.9% from S\$25.581 million for FY2017 mainly due to higher revenue and a net foreign currency translation gain in FY2018 as compared to a net foreign currency translation loss in FY2017.

Industrial Division

Revenue for the Industrial Division of S\$68.195 million for FY2018 decreased by 1.1% from S\$68.936 million for FY2017 due mainly to non-renewal of some contracts.

Segment profit of S\$7.059 million for FY2018 decreased by 16.4% from S\$8.439 million for FY2017 mainly due to lower revenue and profit margin.

Investment Division

Revenue for the Investment Division of S\$0.139 million for FY2018 increased by 23.0% from S\$0.113 million for FY2017 mainly due to higher dividend income received.

Segment profit of S\$0.109 million for FY2018 decreased by 91.0% from S\$1.215 million for FY2017 mainly due to absence of fair value gain recognised in profit or loss upon reclassification of financial assets at fair value through profit or loss to financial assets at fair value through other comprehensive income upon adoption of FRS 109 Financial instruments effective from 1 January 2018. The fair value gain/ loss has been recognised in other comprehensive income.

Property - Development Division

Since 2008, the Group has not embarked on any property development project.

Statement of Cash Flows

Year Ended 2018

Net increase in cash and cash equivalents of S\$36.290 million was due to cash generated from operating activities of S\$48.369 million and net cash from financing activities of S\$95.668 million partially offset by net cash used in investing activities of \$107.747 million. For details, please refer to Part 1(c).

Net cash generated from operating activities was due mainly to positive cash flow generated from business operations.

Net cash used in investing activities was due mainly to purchase of property, plant and equipment and advance payment to contractor for the development of the Group's second hotel in Maldives and the hotel in Douz, Tunisia. The Group also purchased investment properties in Australia and acquired a subsidiary in Indonesia.

Net cash from financing activities was mainly due to proceeds from bank borrowings used for the investing activities as mentioned above.

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

Not applicable.

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 Property - Rental Division is expected to remain stable.

The market conditions in the countries in which the Hotel Division operates are expected to remain challenging amid geo-political developments in many places around the world. Construction for the Group's second hotel in Maldives and the hotel in Douz, Tunisia are ongoing and barring any unforeseen circumstances, these two hotels are scheduled for operational completion before end of 2019.

The Industrial Division will continue to optimise its resources and manage costs effectively due to competitive market conditions.

The Investment Division's performance will continue to be affected by volatility of the various stock markets.

The Property Development Division will continue to have no revenue contribution.

Note 10a The above note contains forward looking statements that involve a fair amount of uncertainties pertaining to future operating conditions. Actual future performance may differ from those views expressed as a result of a number of uncertainties and assumptions such as the general economy and industry conditions, level of market competition and shift in supply or demand patterns. You are cautioned not to place undue reliance on these forward looking statements, which are based on current view of management on future events.

11 **Dividend**

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

Any dividend declared for the current financial period reported on? Yes.

Name of Dividend	Final
Dividend Type	Cash
Dividend Amount per Share (in cents)	1.60 cents one-tier 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	Final
Dividend Type	Cash
Dividend Amount per Share (in cents)	1.60 cents one-tier tax exempt

(c) **Date payable**

Subject to shareholders' approval at the Annual General Meeting to be held on 29 April 2019, the proposed Final dividend will be paid on 28 May 2019.

(d) **Books closure date**

Notice is hereby given that subject to the approval of shareholders at the forthcoming Annual General Meeting, the Share Transfer Books and Register of Members of the Company will be closed on 10 May 2019 after 5:00 p.m., for the purpose of determining shareholders' entitlements to the proposed final dividend. Duly completed transfers received by the Company's Share Registrar, KCK CorpServe Pte. Ltd. at 333 North Bridge Road, #08-00 KH KEA Building, Singapore 188721 up to 5.00 p.m. on 10 May 2019 will be registered before entitlements to the proposed dividends are determined. Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with shares in the Company as at 5:00 p.m. on 10 May 2019 will be entitled to such proposed dividends.

12 **If no dividend has been declared/recommended, a statement to that effect**

Not applicable.

13 **If no IPT mandate has been obtained, a statement to that effect**

Bonvests Holdings Limited has not obtained a general mandate from shareholders.

Part II ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

- 14 Segmented revenue and results for business or geographical 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

Segmented revenue and results for business

Group 2018	External Revenue	Inter-segment Revenue	Total Revenue	Segment Results	Segment Assets	Segment Liabilities
	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>
Property - Rental	23,895	210	24,105	16,784	549,204	7,215
Hotel	130,927	1,296	132,223	31,696	664,170	146,121
Industrial	68,195	1,106	69,301	7,059	49,979	6,448
Investment	139	-	139	109	9,585	20
Property - Development	-	-	-	(7)	13	5
Others	1,576	23,126	24,702	(2,687)	6,423	212,507
	<u>224,732</u>	<u>25,738</u>	<u>250,470</u>	<u>52,954</u>	<u>1,279,374</u>	<u>372,316</u>
Finance costs				(7,056)		
Depreciation and amortisation expenses				(26,743)		
Net fair value loss on revaluation of investment properties				(1,507)		
Interest income				243		
Profit before income tax				<u>17,891</u>		
Unallocated corporate assets						
Deferred tax assets					145	
Tax receivables					5,395	
Unallocated corporate liabilities						
Deferred tax liabilities						18,126
Current tax payables						7,922
					<u>1,284,914</u>	<u>398,364</u>

Group 2017	External Revenue	Inter-segment Revenue	Total Revenue	Segment Results	Segment Assets	Segment Liabilities
	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>
Property - Rental	24,428	149	24,577	17,444	523,042	7,818
Hotel	123,888	1,612	125,500	25,581	596,365	128,211
Industrial	68,936	1,119	70,055	8,439	47,651	7,350
Investment	113	-	113	1,215	16,432	18
Property - Development	-	-	-	(8)	12	6
Others	1,447	17,859	19,306	10	3,598	132,295
	<u>218,812</u>	<u>20,739</u>	<u>239,551</u>	<u>52,681</u>	<u>1,187,100</u>	<u>275,698</u>
Finance costs				(4,972)		
Depreciation and amortisation expenses				(22,621)		
Net fair value gain on revaluation of investment properties				5,687		
Goodwill written off				(7,336)		
Impairment of property, plant and equipment				(4,652)		
Interest income				327		
Profit before income tax				<u>19,114</u>		

Group 2017	External Revenue	Inter-segment Revenue	Total Revenue	Segment Results	Segment Assets	Segment Liabilities
	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>	<u>S\$'000</u>
Unallocated corporate assets						
Deferred tax assets					30	
Tax receivables					4,348	
Unallocated corporate liabilities						
Deferred tax liabilities						18,311
Current tax payables						7,349
					<u>1,194,478</u>	<u>301,358</u>

15 **In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments**

The factors leading to material changes in contributions to turnover and earnings by business segments have been elaborated in Note 8.

16 **A breakdown of sales**

	2018	Group	2017	Increase/ (Decrease)
	<u>S\$'000</u>		<u>S\$'000</u>	<u>%</u>
(a) Sales reported for first half year	108,949		105,036	3.7
(b) Operating profit/ loss after tax before deducting minority interest reported for first half year	8,067		14,486	(44.3)
(c) Sales reported for second half year	115,783		113,776	1.8
(d) Operating profit/ loss after tax before deducting minority interest reported for second half year	4,769		(281)	Nm

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

	2018	2017
	<u>S\$'000</u>	<u>S\$'000</u>
Ordinary - final (one-tier tax exempt)	6,424	6,430
Total	6,424	6,430

Subject to the approval of shareholders at the forthcoming Annual General Meeting, the Directors propose a final (one-tier tax exempt) dividend of 1.60 cents per ordinary share to be paid on 28 May 2019.

18 **Confirmation of procurement of undertakings from all directors and executives officers**

The Company confirms that it has procured the Undertakings from all its Directors and Executive Officers in the format set out in Appendix 7.7 under Rule 720(1) of the Listing Manual.

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(13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

Name	Family relationship with any director and/or substantial shareholder	Current position and duties and the year the position was held	Details of changes in duties and position held, if any, during the year																																							
Henry Ngo Age: 68	Brother of Messrs James Sookanan, Patrick Tse and Wilfred Hsieh, substantial shareholders of Bonvests Holdings Limited via the holding company, Goldvein Holdings Pte Ltd. Father of Gary Xie Guojun, Executive Director of Bonvests Holdings Limited. Father of Andy Xie Guoyuan, Executive Director of Bonvests Holdings Limited. Father of Lydia Tjhia Lie Tian, Director of Property Management of Bonvests Holdings Limited. Father of Alexys Tjhia Lie Ting, Business Development Executive of Bonvests Holdings Limited.	Chairman/Managing Director of Bonvests Holdings Limited with effect from 25 March 1983. Managing and oversees the group of companies.	N/A																																							
Andy Xie Guoyuan Age: 41	Son of Henry Ngo, Chairman/Managing Director of Bonvests Holdings Limited and Director of Colex Holdings Limited. Brother of Gary Xie Guojun, Executive Director of Bonvests Holdings Limited. Brother of Lydia Tjhia Lie Tian, Director of Property Management of Bonvests Holdings Limited. Brother of Alexys Tjhia Lie Ting, Business Development Executive of Bonvests Holdings Limited.	Executive Director of Bonvests Holdings Limited with effect from 1 June 2016. Responsibilities include project development and implementation of new hotel projects; direct business development activities and conduct market research; identify technology needs, recommend technical acquisitions and develop guidelines, standards and procedures. He is also Director of the following companies: <table border="1" data-bbox="1080 968 2249 1220"> <thead> <tr> <th>Name of Company</th> <th>Position Held</th> <th>Date of Appointment</th> </tr> </thead> <tbody> <tr> <td>Goldvein Pte Ltd</td> <td>Director</td> <td>07.08.2007</td> </tr> <tr> <td>Bonaventure (Maldives) Pvt Ltd</td> <td>Director</td> <td>08.05.2008</td> </tr> <tr> <td>Hotel & Property Development (Kendwa) Ltd</td> <td>Director</td> <td>02.10.2008</td> </tr> <tr> <td>P.T. Bintan Golden Land</td> <td>Director</td> <td>05.07.2008</td> </tr> <tr> <td>P. T. Bintan Vista</td> <td>Director</td> <td>11.06.2009</td> </tr> <tr> <td>Richvein Pte Ltd</td> <td>Director</td> <td>01.02.2012</td> </tr> </tbody> </table> Not applicable being a Non-Executive Director of above companies.	Name of Company	Position Held	Date of Appointment	Goldvein Pte Ltd	Director	07.08.2007	Bonaventure (Maldives) Pvt Ltd	Director	08.05.2008	Hotel & Property Development (Kendwa) Ltd	Director	02.10.2008	P.T. Bintan Golden Land	Director	05.07.2008	P. T. Bintan Vista	Director	11.06.2009	Richvein Pte Ltd	Director	01.02.2012	N/A																		
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Richvein Pte Ltd	Director	01.02.2012																																								
Gary Xie Guojun Age: 40	Son of Henry Ngo, Chairman/Managing Director of Bonvests Holdings Limited and Director of Colex Holdings Limited. Brother of Andy Xie Guoyuan, Executive Director of Bonvests Holdings Limited. Brother of Lydia Tjhia Lie Tian, Director of Property Management of Bonvests Holdings Limited. Brother of Alexys Tjhia Lie Ting, Business Development Executive of Bonvests Holdings Limited.	Executive Director of Bonvests Holdings Limited with effect from 1 June 2010. Mr Gary Xie is responsible for the Group's overall business and financial strategy, investments and operations. He is also Director of the following companies:- <table border="1" data-bbox="1080 1472 2249 1915"> <thead> <tr> <th>Name of Company</th> <th>Position Held</th> <th>Date of Appointment</th> </tr> </thead> <tbody> <tr> <td>Claridges Pte Ltd</td> <td>Director</td> <td>28.09.2007</td> </tr> <tr> <td>Henrick (Singapore) Pte Ltd</td> <td>Director</td> <td>28.09.2007</td> </tr> <tr> <td>Bonaventure (Maldives) Pvt Ltd</td> <td>Director</td> <td>03.04.2008</td> </tr> <tr> <td>Goldview Pte Ltd</td> <td>Director</td> <td>31.01.2008</td> </tr> <tr> <td>Goldprime Pte Ltd</td> <td>Director</td> <td>11.02.2008</td> </tr> <tr> <td>Goldpoint Pte Ltd</td> <td>Director</td> <td>19.06.2008</td> </tr> <tr> <td>P.T. Bintan Golden Land</td> <td>Director</td> <td>05.07.2008</td> </tr> <tr> <td>Hotel & Property Development (Kendwa) Ltd</td> <td>Director</td> <td>02.10.2008</td> </tr> <tr> <td>Cenizaro Pte Ltd</td> <td>Director</td> <td>05.12.2008</td> </tr> <tr> <td>Bonavista (Maldives) Pvt Ltd</td> <td>Director</td> <td>10.08.2011</td> </tr> <tr> <td>Goldvein Pte Ltd</td> <td>Director</td> <td>01.09.2012</td> </tr> <tr> <td>The Residence Hotels & Resorts Management Pte Ltd</td> <td>Director</td> <td>23.10.2012</td> </tr> </tbody> </table>	Name of Company	Position Held	Date of Appointment	Claridges Pte Ltd	Director	28.09.2007	Henrick (Singapore) Pte Ltd	Director	28.09.2007	Bonaventure (Maldives) Pvt Ltd	Director	03.04.2008	Goldview Pte Ltd	Director	31.01.2008	Goldprime Pte Ltd	Director	11.02.2008	Goldpoint Pte Ltd	Director	19.06.2008	P.T. Bintan Golden Land	Director	05.07.2008	Hotel & Property Development (Kendwa) Ltd	Director	02.10.2008	Cenizaro Pte Ltd	Director	05.12.2008	Bonavista (Maldives) Pvt Ltd	Director	10.08.2011	Goldvein Pte Ltd	Director	01.09.2012	The Residence Hotels & Resorts Management Pte Ltd	Director	23.10.2012	Appointed as Director of Bon-Food Pte Ltd, Bonforte Investments Pte Ltd, Colex Compost Pte Ltd, Essential Investments Pte Ltd, Goldvein Trading Pte Ltd, Magnificent Developments Pte Ltd and Upfront Developments Pte Ltd on 15 August 2018 and appointed as Director of Singapore Tunisian Investment Company Djerba S.A. on 27 September 2018 and appointed as Director of Bonsworth Developments Pte Ltd on 18 December 2018 and International Real Estate Corporation (Private) Limited on 1 January 2019.
Name of Company	Position Held	Date of Appointment																																								
Claridges Pte Ltd	Director	28.09.2007																																								
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		Name of Company	Position Held	Date of Appointment
		Bonvests Investments Pte Ltd	Director	26.06.2013
		Coop International Pte Ltd	Director	01.07.2013
		Juz Clean Pte Ltd	Director	14.03.2014
		Goldcove Pte Ltd	Director	01.10.2014
		Bonswiss Pte Ltd	Director	01.10.2014
		The Residence Hotels & Resorts Pte Ltd	Director	01.10.2014
		The Residence Hotels & Resorts Management Services Pte Ltd	Director	01.10.2014
		Singapore Tunisian Investment Company	Director	28.01.2015
		Goldvista Pte Ltd	Director	26.02.2015
		Bonaventure (Australia) Pty Ltd	Director	23.07.2015
		Singapore Tunisian Investment Company Immobiliere S.A.	Director	10.09.2015
		Bonaventure (Perth) Pty Ltd	Director	14.10.2015
		Goldvista (Perth) Pty Ltd	Director	15.10.2015
		Claridges (Perth) Pty Ltd	Director	08.06.2016
		Richvein Pte Ltd	Director	12.01.2017
		Bon-Food Pte Ltd	Director	15.08.2018
		Bonforte Investments Pte Ltd	Director	15.08.2018
		Colex Compost Pte Ltd	Director	15.08.2018
		Essential Investments Pte Ltd	Director	15.08.2018
		Goldvein Trading Pte Ltd	Director	15.08.2018
		Magnificent Developments Pte Ltd	Director	15.08.2018
		Upfront Developments Pte Ltd	Director	15.08.2018
		Singapore Tunisian Investment Company Djerba S.A.	Director	27.09.2018
		Bonsworth Developments Pte Ltd	Director	18.12.2018
		International Real Estate Corporation (Private) Limited	Director	01.01.2019
Lydia Tjhia Lie Tian Age: 36	Daughter of Henry Ngo, Chairman/Managing Director of Bonvests Holdings Limited and Director of Colex Holdings Limited. Sister of Gary Xie Guojun, Executive Director of Bonvests Holdings Limited. Sister of Andy Xie Guoyuan, Executive Director of Bonvests Holdings Limited. Sister of Alexys Tjhia Lie Ting, Business Development Executive of Bonvests Holdings Limited.	Director of Property Management of Bonvests Holdings Limited with effect from 1 June 2010. Responsibilities include the leasing and management of properties in the Group's Property Division. She is also Director of the following company:		
		Name of Company	Position Held	Date of Appointment
		The Allied Folks Pte Ltd	Director	23.10.2015
Alexys Tjhia Lie Ting Age: 27	Daughter of Henry Ngo, Chairman/Managing Director of Bonvests Holdings Limited and Director of Colex Holdings Limited. Sister of Gary Xie Guojun, Executive Director of Bonvests Holdings Limited. Sister of Andy Xie Guoyuan, Executive Director of Bonvests Holdings Limited. Sister of Lydia Tjhia Lie Tian, Director of Property Management of Bonvests Holdings Limited.	Business Development Executive of Bonvests Holdings Limited with effect from 1 October 2015. Responsibilities include business development of food & beverage businesses in the Group. She is also Director of the following company:		
		Name of Company	Position Held	Date of Appointment
		The Allied Folks Pte Ltd	Director	17.02.2017

The following directors have confirmed that as at 31 December 2018, there are no appointment of any relative of any Director or Chief Executive Officer or Substantial Shareholder of the issuer who are holding a managerial position in the issuer or any of its principal subsidiaries:

Mr Tom Yee Lat Shing
Mr Chew Heng Ching
Mr Yeo Wee Kiong

BY ORDER OF THE BOARD
Foo Soon Soo
Company Secretary
27 February 2019