

IMPERIUM CROWN LIMITED

(The “Company”)



**Half-Year Financial
Statements for the Period
Ended 31 December 2018**

13 February 2019

Company Registration Number: 1995-05053-Z

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Note:

- Numbers in all tables may not exactly add due to rounding

UNAUDITED RESULTS FOR THE PERIOD ENDED 31 DECEMBER 2018

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

1(a) 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.

	Note	The Group		Increase/ (Decrease) %
		6 months ended 31 December 2018 Unaudited S\$'000	2017 Unaudited S\$'000	
Revenue	A	69	826	(91.6)
Other income	B	38	797	(95.2)
Direct operating expenses for investment properties	C	(60)	(922)	(93.5)
Depreciation and amortisation expenses	D	(1,326)	(21)	>100.0
Employee benefits expense	E	(569)	(603)	(5.6)
Other operating expenses	F	(2,077)	(11,746)	(82.3)
Finance costs	G	–	(469)	(100.0)
Net fair value gain on financial derivatives	H	–	86	(100.0)
Loss before tax		(3,925)	(12,052)	(67.4)
Income tax benefit/(expense)	I	290	(2,880)	(110.1)
Loss after income tax		(3,635)	(14,932)	(75.7)
Other comprehensive income				
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translating foreign operations, net of tax		(555)	(224)	147.8
Other comprehensive loss for the period, net of tax		(555)	(224)	147.8
Total comprehensive loss for the period		(4,190)	(15,156)	(72.4)
Net loss attributable to:				
Equity holders of the Company		(2,956)	(14,791)	(80.0)
Non-controlling interests		(679)	(141)	381.6
		(3,635)	(14,932)	(75.7)
Total comprehensive loss attributable to:				
Equity holders of the Company		(3,511)	(15,006)	(76.6)
Non-controlling interests		(679)	(150)	352.7
		(4,190)	(15,156)	(72.4)

*n.m. – not meaningful

Please refer to paragraph 8 on pages 13 to 15 for further explanations of the respective Notes.

1(a)(ii) Profit/(loss) before taxation is stated after charging/(crediting) the following :-

	The Group		
	6 months ended 31 December		
	2018	2017	Increase/ (Decrease)
	Unaudited	Unaudited	%
	S\$'000	S\$'000	
Amortisation of intangible assets	1,271	6	>100.0
Claim settlement by former director	–	(185)	(100.0)
Depreciation of property, plant and equipment	55	15	266.7
Government subsidy income	–	(103)	(100.0)
Interest Income	(14)	(5)	180.0
Interest on borrowings	–	139	(100.0)
Legal and professional fees	112	2,583	(95.7)
Loss on disposal of investment properties	–	7,619	(100.0)
Net foreign exchange gain	(19)	(70)	(72.9)
Allowance for impairment loss on trade receivables	–	9	(100.0)

* n.m. – not meaningful

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

	Note	Group			Company		
		31 December 2018 \$'000 Unaudited	30 June 2018 \$'000 Audited	Increase/ (Decrease) %	31 December 2018 \$'000 Unaudited	30 June 2018 \$'000 Audited	Increase/ (Decrease) %
ASSETS							
Non-current assets							
Property, plant and equipment		15,874	14,012	13.3	1	2	(50.0)
Intangible assets		120,637	122,059	(1.2)	–	–	n.m.*
Amount due from subsidiaries		–	–	n.m.*	6,000	6,000	–
Investments in subsidiaries		–	–	n.m.*	57,607	53,600	7.5
Goodwill		6,856	6,856	–	–	–	n.m.*
Total non-current assets	J	143,367	142,927	0.3	63,608	59,602	6.7
Current assets							
Trade and other receivables		1,088	650	67.4	25	28	(10.7)
Cash and cash equivalents		2,970	9,140	(67.5)	2,438	8,696	(72.0)
Total current assets	K	4,058	9,790	(58.5)	2,463	8,724	(71.8)
Total assets		147,425	152,717	(3.5)	66,071	68,326	(3.3)
EQUITY AND LIABILITIES							
Equity							
Share capital		84,190	84,190	–	84,190	84,190	–
Treasury shares		(58)	(58)	–	(58)	(58)	–
Accumulated losses		(26,315)	(23,359)	12.7	(22,852)	(20,711)	10.3
Other reserves		5,098	5,653	(9.8)	4,598	4,598	–
		62,915	66,426	(5.3)	65,878	68,019	(3.1)
Non-controlling interests		48,420	49,099	(1.4)	–	–	–
Total equity		111,335	115,525	(3.6)	65,878	68,019	(3.1)
Non-current liabilities							
Deferred tax liabilities		28,267	28,559	(1.0)	–	–	–
Total non-current liabilities	L	28,267	28,559	(1.0)	–	–	–
Current liabilities							
Trade and other payables		7,823	8,585	(8.9)	193	259	(25.5)
Derivative financial instruments		–	48	(100.0)	–	48	(100.0)
Total current liabilities	M	7,823	8,633	(9.4)	193	307	(37.1)
Total liabilities		36,090	37,192	(3.0)	193	307	(37.1)
Total equity and liabilities		147,425	152,717	(3.5)	66,071	68,326	(3.3)

*n.m. – not meaningful

Please refer to paragraph 8 on pages 15 to 16 for further explanations of the respective Notes.

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

(a) Amount repayable in one year or less, or on demand

	As at 31 December 2018		As at 30 June 2018	
	Secured	Unsecured	Secured	Unsecured
	S\$'000	S\$'000	S\$'000	S\$'000
Gross borrowings	–	–	–	–
Less: Transaction costs in relation to the bank loans	–	–	–	–
Net borrowings	–	–	–	–

(b) Amount repayable after one year

	As at 31 December 2018		As at 30 June 2018	
	Secured	Unsecured	Secured	Unsecured
	S\$'000	S\$'000	S\$'000	S\$'000
Gross borrowings	–	–	–	–
Less: Transaction costs in relation to the bank loans	–	–	–	–
Net borrowings	–	–	–	–

(c) Details of any collateral

As at 31 December 2018 and 30 June 2018, there were no borrowings following the disposal of the investment properties in Japan.

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	
	6 months ended	
	31 December 2018	31 December 2017
	Unaudited	Unaudited
	S\$'000	S\$'000
Cash Flows From Operating Activities		
Loss before tax	(3,925)	(12,052)
Adjustments for:		
Allowance for impairment gain on trade and other receivable	–	(9)
Depreciation of property, plant and equipment	55	15
Amortisation of intangible assets	1,271	–
Interest income	(14)	(5)
Finance costs	–	469
Net fair value gain on financial derivatives	–	(86)
Loss on disposal of investment properties	–	7,619
Operating cash flows before changes in working capital	(2,613)	(4,049)
Trade and other receivables	(438)	(7,799)
Trade and other payables	(1,365)	10,495
Deferred revenue	–	(256)
Net cash flows from operations	(4,416)	(1,609)
Income taxes paid	(2)	(938)
Net cash flows used in operating activities	(4,418)	(2,547)

	6 months ended	
	31 December 2018	31 December 2017
	Unaudited S\$'000	Unaudited S\$'000
Cash Flows From Investing Activities		
Proceeds from disposal of investment properties	–	58,349
Interest received	14	5
Acquisition of subsidiary, net of cash	–	(43,843)
Land use rights	–	(3)
Purchases of property, plant and equipment	(1,766)	(396)
Net cash flows (used in)/from investing activities	<u>(1,752)</u>	<u>14,112</u>
Cash Flows From Financing Activities		
Repayment of bank borrowings	–	(28,858)
Security deposits	–	(1,040)
Interest paid	–	(287)
Proceeds from issuance shares	–	37,500
Restricted cash	–	3,100
Net cash flows from financing activities	<u>–</u>	<u>10,415</u>
Net (decrease)/increase in cash and cash equivalents	(6,170)	21,980
Cash and cash equivalents at beginning of year	9,140	1,160
Effects of currency translation on cash and cash equivalents	–	(6)
Cash and cash equivalents, consolidated statement of cash flows, end of financial period	<u>2,970</u>	<u>23,134</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.

Attributable to shareholders

	Share capital	Translation reserves	Treasury shares	Share options reserves	(Accumulated losses)/retained earnings	Total	Non-Controlling interests	Total Equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
The Group								
Balance as at 1 July 2017 (Audited)	47,815	6,599	(58)	–	(10,353)	44,003	–	44,003
Issuance of shares	37,500	–	–	–	–	37,500	–	37,500
Acquisition of subsidiary	–	–	–	–	–	–	3,948	3,948
Loss, net of tax	–	–	–	–	(14,791)	(14,791)	(141)	(14,932)
Exchange differences on translating foreign operations	–	(224)	–	–	–	(224)	–	(224)
Balance as at 31 December 2017 (unaudited)	85,315	6,375	(58)	–	(25,144)	66,488	3,807	70,295
Issuance of shares	(1,125)	–	–	–	–	(1,125)	–	(1,125)
Acquisition of subsidiary	–	–	–	–	–	–	46,554	46,554
Total comprehensive loss	–	(5,320)	–	–	1,328	(3,992)	(1,262)	(5,254)
Share options issued	–	–	–	4,598	–	4,598	–	4,598
Recovery of dividends paid in prior year	–	–	–	–	457	457	–	457
Balance as at 30 June 2018 (Audited)	84,190	1,055	(58)	4,598	(23,359)	66,426	49,099	115,525
Total comprehensive loss	–	(555)	–	–	(2,956)	(3,511)	(679)	(4,190)
Balance as at 31 December 2018 (Unaudited)	84,190	500	(58)	4,598	(26,315)	62,915	48,420	111,335

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. (Cont'd)

	Share capital	Treasury shares	Share options reserves	Accumulated losses	Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
<u>The Company</u>					
Balance as at 1 July 2017 (Audited)	47,815	(58)	–	(5,379)	42,378
Issuance of shares	37,500	–	–	–	37,500
Profit, net of tax	–	–	–	39	39
Balance as at 31 December 2017 (unaudited)	85,315	(58)	–	(5,340)	79,917
Issuance of shares	(1,125)	–	–	–	(1,125)
Loss, net of tax	–	–	–	(15,828)	(15,828)
Share options issued	–	–	4,598	–	4,598
Recovery of dividend paid in prior year	–	–	–	457	457
Balance as at 30 June 2018 (Audited)	84,190	(58)	4,598	(20,711)	68,019
Loss, net of tax	–	–	–	(2,141)	(2,141)
Balance as at 31 December 2018 (Unaudited)	84,190	(58)	4,598	(22,852)	65,878

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 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.

Issued and fully paid ordinary share capital

	Number of Shares '000	Issued share capital S\$'000
Balance as at 31 December 2018 and 30 June 2018 (excluding Treasury Shares and subsidiary holdings)	789,000	84,190

As at 31 December 2018, the Company held 1,000,000 ordinary shares as treasury shares (30 June 2018: 1,000,000).

There was no change in the Company's share capital between 31 December 2018 and 30 June 2018. The total number of issued shares of the Company, excluding treasury shares and subsidiary holdings as at 31 December 2018 and 30 June 2018 were 789,000,000 shares.

The number of shares that may be issued on conversion of share options as at 31 December 2018 was 600,000,000 (30 June 2018: 600,000,000) shares.

Treasury shares and subsidiary holdings

	31 December 2018	30 June 2018
Treasury shares	1,000,000	1,000,000
Subsidiary holdings	–	–
Percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of issued shares excluding treasury shares and subsidiary holdings	0.1%	0.2%

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 December 2018 '000	30 June 2018 '000
Total number of issued shares	790,000	790,000
Treasury shares	(1,000)	(1,000)
Total number of issued shares, excluding treasury shares	<u>789,000</u>	<u>789,000</u>

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.

There were no sales, transfers, cancellations and/or use of treasury shares by the Company as at 31 December 2018 (31 December 2017: Nil).

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.

There were no sales, transfers, cancellations and/or use of subsidiary holdings by the Company as at 31 December 2018 (31 December 2017: Nil).

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 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.

Save as disclosed in paragraph 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting period compared with the audited annual financial statements for the financial year ended 30 June 2018.

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

The Group has adopted the new and revised Singapore Financial Reporting Standards (“FRS”) and Interpretations of FRS (“INT FRS”) that are relevant to its operations and are effective for financial periods beginning on or after 1 July 2018. The adoption of these new or revised FRS and INT FRS did not result in any substantial changes to the Group’s accounting policies and does not have any material impact on the Group’s financial statements for the current period reported on.

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

- (a) **based on the weighted average number of ordinary shares on issue; and**
 (b) **on a fully diluted basis (detailing any adjustments made to the earnings).**

	The Group	
	6 months ended 31 December	
	2018	2017
	Unaudited	Unaudited
	S\$’000	S\$’000
Loss attributable to equity holders of the Company	(2,956)	(14,791)
	No. of shares	No. of shares
	’000	’000
Weighted average number of ordinary shares	789,000	704,217
Loss per share		
Basic and diluted loss per share *		
Singapore cents	(3.75)	(2.10)

Note:

*Based on the weighted average number of ordinary shares in issue during the respective financial periods.

As at financial period ended 31 December 2018, the Company granted 600,000,000 (31 December 2017: nil) share options at exercise price of \$0.085 each (31 December 2017: nil) to Mr. Sun Bowen and Mr. Wee Henry. The options have been approved by shareholders of the Company at the Extraordinary General Meeting held on 29 March 2018. No dilutive effect has arose from these options as the average market price for the period is lower than the exercise price.

- 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.**

	The Group		The Company	
	As at 31 December <u>2018</u> Unaudited	As at 30 June <u>2018</u> Audited	As at 31 December <u>2018</u> Unaudited	As at 30 June <u>2018</u> Audited
Net asset value ("NAV") (in S\$'000)	62,915	66,426	65,878	68,019
No. of ordinary shares ('000), excluding treasury shares	789,000	789,000	789,000	789,000
NAV per ordinary share based on Issued share capital (Singapore cents)	7.97	8.42	8.35	8.62

- 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.**

STATEMENT OF COMPREHENSIVE INCOME

Pursuant to the approval granted by the shareholders of the Company at the extraordinary general meeting held on 20 January 2017, the "**Japanese Properties Divestment Mandate**", the Company has completed the divestment of all the Japanese properties. Four of its Japanese properties (the "**Remaining Properties**") were divested in the 6 months ended 31 December 2017 ("**1H2018**").

In the 6 months ended 31 December 2018 ("**1H2019**"), the Group's revenue was mainly derived from the Group's management of the Wonder Stone Park (the "**WSP**").

Note A

Revenue was S\$0.069 million for 1H2019 compared to S\$0.826 million for 1H2018.

Notwithstanding that the WSP was still in the development phase, the Group commenced operations at the WSP with the organisation of the Beerfest Asia – Shandong edition (the "**Beerfest**") at the WSP during 1H2019. The Beerfest received strong support from the local government which, at the local government's cost, carried out significant infrastructure upgrading works (the "**Infrastructure Upgrading Works**") at the WSP and the surrounding roads leading to the unopened high speed rail station which is scheduled to commence operations in 2019. In reciprocation of the Infrastructure Upgrading Works undertaken by the

local government, the Group organised the Beerfest at a scale unprecedented in Linyi city which attracted a healthy crowd to the Beerfest and, in the process, also created publicity about the WSP, including its ability to hold events of international standards.

The revenue in 1H2018 was mainly derived from the divestment of the Remaining Properties.

Note B

Other income decreased by S\$0.759 million from S\$0.797 million in 1H2018 to S\$0.038 million in 1H2019 mainly due to the absence of receipts arising from the settlement agreements reached with certain former directors in 1H2018. Those receipts received in 1H2018 pertain to:

- (i) the settlement agreement entered into with the former directors of the Company (the “**Former Directors**”) in respect of the irregularities pertaining to the previous declaration and payment of interim dividends. As announced by the Company on 28 July 2017, the settlement amount of S\$458,000 had been received by the Company from the Former Directors; and
- (ii) the settlement agreement entered into with Mr Bay Cheow Guan David (“**Mr Bay**”) in respect of the Company’s previous payment of certain director’s emoluments to Mr Bay. As announced by the Company on 8 November 2017, the settlement amount of S\$185,000 had been received by the Company from Mr Bay.

Note C

Direct operating expenses for investment properties decreased by S\$0.868 million to S\$0.060 million for 1H2019 compared to S\$0.928 million for 1H2018 mainly due to the divestment of all Japanese properties in the early part of 1H2018.

Note D

Depreciation and amortisation expenses increased by S\$1.305 million from S\$0.021 million in 1H2018 to S\$1.326 million in 1H2019 mainly due to an increase in office equipment and the amortisation of the WSP operating rights over 50 years which was acquired pursuant to the acquisition of 60% of the equity interest in Global Entertainment Media Pte Ltd (“**GEM**”) in August 2017.

Note E

Employee benefits expense decreased by S\$0.034 million from S\$0.603 in 1H2018 to S\$0.569 million in 1H2019 mainly due to a lower headcount in 1H2019.

Note F

Other operating expenses decreased by S\$9.663 million from S\$11.740 million in 1H2018 to S\$2.077 million in 1H2019 mainly due to the absence of the loss on divestment of Japanese Properties amounting to S\$7.619 million in 1H2018 as well as lower legal and professional fees incurred in 1H2019.

Note G

Following the divestment of the Japanese Properties in 1H2018, no further finance costs were incurred. That resulted in the nil figure for 1H2019.

Note H

The cross currency swaps had since matured in July 2018. That resulted in the nil figure for 1H2019.

Note I

Income tax benefit comprised 25% deferred tax liabilities on the amortisation of the fair value of WSP operating rights over 50 years.

Overall, the net loss for 1H2019 was S\$3.635 million, compared to a net loss of S\$14.932 million in 1H2018.

STATEMENT OF FINANCIAL POSITION

On 11 August 2017, the Group acquired 60% of the equity interest in GEM (the “**GEM Acquisition**”), a company incorporated in Singapore, for a total consideration of S\$53,500,000. GEM owns 100% of the equity interest in Linyi Yin Sheng Wen Hua Chuan Mei Co., Ltd. (“**Linyi Yin Sheng**”), an entity established in the PRC. Linyi Yin Sheng, in turn, owns 80% of the equity interest in Fei County Wonder Stone Characteristic Town Development Co., Ltd (“**Fei County Wonder Stone**”), an entity established in the PRC. On 14 September 2018, the Company announced that Linyi Yin Sheng increased its equity interest in Fei County Wonder Stone to 90%. Fei County Wonder Stone holds the operating rights to the WSP, which is located in Shandong Province of the PRC, and also owns a hotel (the “**WSP Hotel**”) situated in the WSP.

Subsequent to the GEM Acquisition, the Company completed the purchase price allocation (“**PPA**”) exercise in June 2018 to reflect the fair values of assets and liabilities of GEM and its subsidiaries on acquisition date.

Note J - Non-current assets

Non-current assets increased by \$0.440 million from S\$142.927 million as at 30 June 2018 to S\$143.367 million as at 31 December 2018.

Property, plant and equipment increased due to renovations and asset enhancements to the WSP which were classified under property, plant and equipment.

Intangible assets of S\$120.637 million relate mainly to the 50 years of property development rights that the Group holds over the WSP.

Goodwill of S\$6.856 million is recognised following the completion of the PPA exercise.

Note K - Current assets

Current assets decreased by S\$5.732 million from S\$9.790 million as at 30 June 2018 to S\$4.058 million as at 31 December 2018.

As the development of the WSP and the WSP Hotel was in phases and yet to be fully operational in 1H2019, cash and cash equivalents have decreased mainly due to the additions in property, plant and equipment, payments for the organization of the Beerfest, legal and professional fees incurred for the Company’s proposed acquisition of the remaining 40% stake in GEM as well as compliance costs incurred by the Company as a listed entity. Please refer to the statement of cash flows for further details.

Note L - Non-current liabilities

Non-current liabilities decreased by S\$0.292 million from S\$28.559 million as at 30 June 2018 to S\$28.267 million as at 31 December 2018.

Deferred tax liabilities of S\$28.267 million relate to the 25% deferred tax (PRC tax) on the fair value of the 50 years of property development rights.

Note M - Current liabilities

Current liabilities decreased by S\$0.810 million from S\$8.633 million as at 30 June 2018 to S\$7.823 million as at 31 December 2018.

Working capital

As the development of the WSP and the WSP Hotel was in phases and yet to be fully operational in 1H2019, the Group did not have significant income streams and resulted in a negative working capital of S\$3.765 million as at 31 December 2018. In addition, payments were made to purchase property, plant and equipment and also to meet the Group's expenses.

STATEMENT OF CASH FLOWS

Net cash flows used in operating activities was S\$4.973 million for the 6 months ended 31 December 2018 mainly due to the payments made in connection with the Beerfest, legal and professional fees incurred for the Company's proposed acquisition of the remaining 40% stake in GEM as well as compliance costs incurred by the Company as a listed entity.

Net cash flows used in investing activities was S\$1.752 million as at 31 December 2018 mainly due to renovations and asset enhancements at the WSP.

Net cash flows from financing activities was nil for the 6 months ended 31 December 2018.

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

No forecast or prospect statement were previously given.

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 Company continues its strategic reallocation of capital to new projects. On 27 September 2018, the Company announced the proposed acquisition of the remaining 40% stake in Global Entertainment Media Pte Ltd and work is currently underway in the preparation of this exercise.

Concurrently, the Group continues its development of the WSP and the WSP Hotel. As announced on 17 December 2018, the WSP was awarded the "AAAA" rating by the Shandong Tourism Development Commission. Negotiations with Sim Leisure Group on the development and operation of an "ESCAPE" theme park are also underway.

On the Company's investment in One Richardson, the Company continues to engage the developer with a view to recommence the development as soon as possible.

While the Company envisage challenges in our push towards a different market, the Company remains driven towards improving the efficiencies of our portfolio assets and enhancing the value and growth over the longer term.

11 If a decision regarding dividend has been made whether an interim (final) ordinary dividend has been declared (recommended)

(a) Current financial period reported on

None.

(b) Corresponding period of the immediately preceding financial year

None.

(c) Date Payable

Not applicable.

(e) Books closure date

Not applicable.

12 If no dividend has been declared (recommended), a statement to that effect and the reasons for the decision.

No dividend has been declared or recommended as the Group is in a loss making position.

13 If the Group has obtained a general mandate from shareholders for IPTs, 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.

No interested person transaction mandate has been obtained from shareholders of the Company. There were no interested person transaction of \$100,000 and above entered into by the Group during the period ended 31 December 2018. The aggregate value of all IPTs during 1H2019 is less than S\$100,000.

14 Negative Assurance

We, the undersigned, being the Directors of Imperium Crown Limited (the “Company”), do hereby confirm on behalf of the Board of Directors of the Company that, to the best of our knowledge, nothing has come to our attention, which may render the unaudited financial results for the half year ended 31 December 2018 to be false or misleading in any material aspect pursuant to Rule 705(5) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited.

On behalf of the board of directors,

Sun Bowen
Executive Director

Wee Phui Gam
Lead Independent Director

15 Confirmation of Undertakings from Directors and Executive Officers under Rule 720(1) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“Catalist Rules”)

The Company has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Rules.

BY ORDER OF THE BOARD

SUN BOWEN
Executive Director
13 February 2019

This announcement has been prepared by the Company and its contents have been reviewed by the Company's continuing sponsor, Stamford Corporate Services Pte Ltd, (the “Sponsor”) for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the “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 Mr Bernard Lui
Telephone number: (65) 6389 3000
Email address: bernard.lui@morganlewis.com*