

**BOUSTEAD SINGAPORE LIMITED**  
**AND ITS SUBSIDIARIES**



**ENGINEERING THE WORLD OF THE FUTURE**

ENERGY-RELATED ENGINEERING • REAL ESTATE SOLUTIONS • GEO-SPATIAL TECHNOLOGY • HEALTHCARE

**SGXNET ANNOUNCEMENT**  
**UNAUDITED RESULTS FOR 2Q FY2019**  
**ENDED 30 SEPTEMBER 2018**



## Corporate Profile

Established in 1828, Boustead Singapore Limited (SGX:F9D) is a progressive global Infrastructure-Related Engineering Services, Geo-Spatial Technology and Healthcare Group listed on the SGX Mainboard. Focusing on the niche engineering and development of key infrastructure to support economic growth in global markets, our strong suite of engineering services comprises Energy-Related Engineering and Real Estate Solutions.

Under Geo-Spatial Technology, we provide professional services and exclusively distribute Esri geo-spatial technology – the world’s leading geographic information system and location analytics platform – to major markets across Australia and parts of South East Asia. Our location analytics platform and digital infrastructure solutions are essential to create smart nations, smart cities and smart communities by solving the world’s largest problems through effective and sustainable planning, deployment and management of key infrastructure and resources.

In Healthcare, we provide niche innovative assistive technologies and transformational medical solutions that improve the daily lives of chronic disease patients in Asia, with a focus on rehabilitative care, sleep care and sports science.

With a vast global network stretching across Asia, Australia, Europe, Africa and the Americas, we are ready to serve the world. To date, we have undertaken infrastructure-related projects in 87 countries and territories globally.

In 2008 and 2009, we were recognised in the prestigious Forbes Asia 200 Best Under A Billion as one of the Asia Pacific’s 200 best public-listed corporations under US\$1 billion in revenue. In 2015, we were also the winner of the Singapore Golden Jubilee Business Award, in recognition of the best 50 Singapore corporations who have achieved and contributed to Singapore’s progress and success over the past half-century since independence. In 2017, we were ranked by FinanceAsia as Singapore’s Best Small-Cap in the annual Asia’s Best Companies Poll. We are also listed on the MSCI World Micro Cap Index, FTSE Global Small Cap Index and FTSE ST Small Cap Index.

Visit us at [www.boustead.sg](http://www.boustead.sg).

**Unaudited Financial Statements and Related Announcement for the Second Quarter Ended 30 September 2018**

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

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

	Note	GROUP Second quarter ended			GROUP Half-year ended		
		30.9.18 \$'000	30.9.17 \$'000	Inc/(Dcr) %	30.9.18 \$'000	30.9.17 \$'000	Inc/(Dcr) %
<b>Revenue</b>		118,360	104,885	13%	225,356	195,220	15%
<b>Cost of sales</b>		(75,885)	(64,123)	18%	(141,392)	(121,507)	16%
<b>Gross profit</b>		42,475	40,762	4%	83,964	73,713	14%
Other income	1	2,268	1,478	53%	3,873	2,460	57%
Other gains/(losses) – net	2	(221)	(1,528)	-86%	7,636	(3,170)	NM
Expenses							
- Selling and distribution		(9,067)	(7,852)	15%	(17,472)	(15,295)	14%
- Administrative		(17,093)	(15,943)	7%	(33,697)	(30,873)	9%
- Finance		(552)	(489)	13%	(964)	(972)	-1%
Share of (losses)/gains of associated companies and joint ventures		(2,119)	252	NM	(3,716)	(727)	411%
<b>Profit before income tax</b>	3	15,691	16,680	-6%	39,624	25,136	58%
Income tax expense	4	(4,506)	(4,292)	5%	(10,372)	(6,719)	54%
<b>Total profit</b>		11,185	12,388	-10%	29,252	18,417	59%
Profit attributable to: Equity holders of the Company		6,885	7,102	-3%	19,093	10,047	90%
Non-controlling interests		4,300	5,286	-19%	10,159	8,370	21%
		11,185	12,388	-10%	29,252	18,417	59%

NM – not meaningful

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

	GROUP Second quarter ended			GROUP Half-year ended		
	30.9.18 \$'000	30.9.17 \$'000	Inc/(Dcr) %	30.9.18 \$'000	30.9.17 \$'000	Inc/(Dcr) %
<b>Total profit</b>	11,185	12,388	-10%	29,252	18,417	59%
<b>Other comprehensive (loss)/income:</b>						
<i>Items that may be reclassified subsequently to profit or loss:</i>						
Investment securities/Available-for-sale financial assets						
- Fair value gains/(losses)	(113)	(905)	-88%	260	(198)	NM
- Reclassification to profit or loss on disposal	(165)	(151)	9%	(396)	(150)	164%
Currency translation differences arising from consolidation	(1,420)	1,133	NM	(2,055)	1,777	NM
<i>Item that will not be reclassified subsequently to profit or loss:</i>						
Remeasurement of retirement benefit obligation, net of tax	-	-	NM	-	14	-100%
<b>Other comprehensive (loss)/income, net of tax</b>	(1,698)	77	NM	(2,191)	1,443	NM
<b>Total comprehensive income</b>	9,487	12,465	-24%	27,061	19,860	36%
Total comprehensive income attributable to:						
Equity holders of the Company	5,752	7,127	-19%	17,290	11,361	52%
Non-controlling interests	3,735	5,338	-30%	9,771	8,499	15%
	9,487	12,465	-24%	27,061	19,860	36%

NM – not meaningful

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

	GROUP Second quarter ended			GROUP Half-year ended		
	30.9.18 \$'000	30.9.17 \$'000	Inc/(Dcr) %	30.9.18 \$'000	30.9.17 \$'000	Inc/(Dcr) %
<u>Note 1: Other income</u>						
Interest income	1,979	1,194	66%	3,289	1,863	77%
Sublease income	289	284	2%	584	597	-2%
	2,268	1,478	53%	3,873	2,460	57%
<u>Note 2: Other gains/(losses) – net</u>						
Fair value gains on derivative financial instruments/financial assets held for trading	85	95	-11%	612	171	258%
Fair value loss on investment securities	(90)	-	NM	(362)	-	NM
Gain on disposal of investment securities/available-for-sale financial assets	165	151	9%	396	150	164%
Gain on disposal of a property	-	-	NM	5,890	-	NM
Currency exchange gains/(losses) – net	(381)	(1,774)	-79%	1,100	(3,491)	NM
	(221)	(1,528)	-86%	7,636	(3,170)	NM
<u>Note 3: Profit before income tax is arrived at after (charging)/crediting the following:</u>						
Depreciation expense	(2,368)	(2,460)	-4%	(4,700)	(4,994)	-6%
Gain on disposal of property, plant and equipment	-	10	-100%	2	10	-80%
Employee share-based compensation expense	(131)	(108)	21%	(262)	(317)	-17%
Amortisation of intangible assets	(53)	(56)	-5%	(106)	(111)	-5%
Allowance for impairment of receivables – net	-	-	NM	(15)	-	NM
<u>Note 4: Income tax expense</u>						
The provision for income tax expense is made after taking into account non-deductible expenses and temporary differences, and is based on the statutory corporate income tax rates of the respective countries which the Group operates in. For the current period, the Group's income tax expense varied from the amount of income tax expense determined by applying the Singapore corporate income tax rate of 17%, mainly due to certain expenses which are not deductible for tax purposes and overseas subsidiaries' profits which are subject to higher corporate income tax rates.						

NM – not meaningful

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

**Statements of Financial Position**

	Note	GROUP			COMPANY	
		30.9.18 \$'000	31.3.18 (Restated) \$'000	1.4.17 (Restated) \$'000	30.9.18 \$'000	31.3.18 \$'000
<b>ASSETS</b>						
<b>Current assets</b>						
Cash and cash equivalents		268,398	265,382	276,499	36,053	58,097
Trade receivables		100,497	98,304	100,797	-	-
Other receivables and prepayments		59,349	52,035	64,565	458	529
Financial assets held for trading		-	987	994	-	987
Loans to subsidiaries		-	-	-	22,594	19,403
Inventories		3,987	1,134	4,370	-	-
Properties held for sale		26,183	30,730	30,612	-	-
Contract assets		53,466	26,909	28,198	-	-
Investment securities		17,669	-	-	17,669	-
Available-for-sale financial assets		-	20,381	250	-	20,381
Derivative financial instruments		405	-	-	-	-
		529,954	495,862	506,285	76,774	99,397
<b>Non-current assets</b>						
Trade receivables		5,103	4,619	-	-	-
Other receivables and prepayments		2,884	3,127	6,577	-	-
Investment securities		48,378	-	-	12,083	-
Available-for-sale financial assets		-	38,565	65,903	-	17,646
Property, plant and equipment		17,480	11,830	11,699	-	-
Investment properties		126,742	128,827	134,796	-	-
Intangible assets		798	737	992	30	74
Investments in associated companies		11,717	588	-	-	-
Investments in joint ventures		41,548	37,148	32,354	-	-
Investments in subsidiaries		-	-	-	90,877	72,197
Deferred income tax assets		2,076	3,277	2,968	-	-
		256,726	228,718	255,289	102,990	89,917
<b>Total assets</b>		786,680	724,580	761,574	179,764	189,314
<b>LIABILITIES</b>						
<b>Current liabilities</b>						
Trade and other payables		189,259	176,271	181,252	1,104	1,049
Income tax payable		12,495	13,526	12,946	-	-
Loans from subsidiaries		-	-	-	46,847	48,475
Contract liabilities		25,265	12,615	20,688	-	-
Borrowings	1(b)(ii)	16,882	5,095	18,295	-	-
Derivative financial instruments		422	625	653	276	280
		244,323	208,132	233,834	48,227	49,804
<b>Non-current liabilities</b>						
Trade and other payables		7,398	5,092	6,883	-	-
Borrowings	1(b)(ii)	63,105	65,409	70,059	-	-
Pension liability		2,346	2,662	2,936	-	-
Deferred income tax liabilities		4,049	3,784	3,204	-	-
		76,898	76,947	83,082	-	-
<b>Total liabilities</b>		321,221	285,079	316,916	48,227	49,804
<b>NET ASSETS</b>		465,459	439,501	444,658	131,537	139,510
<b>EQUITY</b>						
<b>Capital and reserves attributable to equity holders of the Company</b>						
Share capital		82,245	104,555	104,555	82,245	104,555
Treasury shares		(12,975)	(35,285)	(13,048)	(12,975)	(35,285)
Other reserves		(11,528)	(9,304)	(6,811)	2,037	2,727
Retained profits		268,769	253,318	237,256	60,230	67,513
		326,511	313,284	321,952	131,537	139,510
Non-controlling interests		138,948	126,217	122,706	-	-
<b>Total equity</b>	1(d)(i)	465,459	439,501	444,658	131,537	139,510

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

Amount repayable within one year or less, or on demand

<b>As at 30.9.18 \$'000</b>		<b>As at 31.3.18 \$'000</b>	
Secured	Unsecured	Secured	Unsecured
16,882	-	5,095	-

Amount repayable after one year

<b>As at 30.9.18 \$'000</b>		<b>As at 31.3.18 \$'000</b>	
Secured	Unsecured	Secured	Unsecured
63,105	-	65,409	-

Total borrowings of \$78,844,000 (31.3.18: \$70,504,000) are secured either by banker's guarantee given in favour of Boustead Projects, or by properties held for sale and investment properties of the Group.

- 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 Second quarter ended		GROUP Half-year ended	
	30.9.18 \$'000	30.9.17 \$'000	30.9.18 \$'000	30.9.17 \$'000
<b>Cash flows from operating activities</b>				
Profit before income tax	15,691	16,680	39,624	25,136
Adjustments for:				
- Share of losses/(gains) of associated companies and joint ventures	2,119	(252)	3,716	727
- Depreciation expense	2,368	2,460	4,700	4,994
- Amortisation of intangible assets	53	56	106	111
- Gain on disposal of property, plant and equipment	-	(10)	(2)	(10)
- Employee share-based compensation expense	131	108	262	317
- Gain on disposal of investment securities/available-for-sale financial assets	(165)	(151)	(396)	(150)
- Fair value gains on derivative financial instruments/financial assets held for trading	(85)	(95)	(612)	(171)
- Fair value loss on investment securities	90	-	362	-
- Allowance for impairment of receivables – net	-	-	15	-
- Gain on disposal of a property	-	-	(5,890)	-
- Finance expenses	552	489	964	972
- Interest income	(1,979)	(1,194)	(3,289)	(1,863)
- Unrealised currency exchange gains/(losses)	(57)	125	46	278
	18,718	18,216	39,606	30,341
Change in working capital:				
- Trade receivables, other receivables and prepayments	21,142	(20,299)	882	(2,202)
- Inventories and contracts assets/liabilities	(16,294)	(3,691)	(14,014)	(20,734)
- Trade and other payables	(8,662)	13,023	11,080	8,203
- Properties held for sale	-	(1)	-	(45)
Cash provided by operations	14,904	7,248	37,554	15,563
Interest received	1,979	1,194	3,289	1,863
Interest paid	(552)	(489)	(964)	(972)
Income tax paid	(8,447)	(4,788)	(10,009)	(6,579)
<b>Net cash provided by operating activities</b>	<b>7,884</b>	<b>3,165</b>	<b>29,870</b>	<b>9,875</b>



- 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 (cont'd)**

	GROUP		GROUP	
	Second quarter ended 30.9.18 \$'000	30.9.17 \$'000	Half-year ended 30.9.18 \$'000	30.9.17 \$'000
<b>Cash flows from investing activities</b>				
Proceeds from disposal of investment securities/available-for-sale financial assets	4,750	3,710	9,190	29,855
Proceeds from disposal of property, plant and equipment	3	58	5	67
Proceeds from disposal of a property	-	-	10,500	-
Government grant received	92	-	92	-
Acquisition of a subsidiary, net of cash acquired	(1,760)	-	(17,244)	-
Purchase of investment securities/available-for-sale financial assets	(4,700)	-	(4,700)	(4,373)
Purchase of property, plant and equipment	(6,578)	(2,364)	(6,739)	(2,775)
Additions to investment properties	(287)	-	(1,079)	-
Additions to intangible assets	(104)	-	(229)	-
Loans to joint ventures	(4,974)	(2,770)	(7,435)	(4,198)
Loan to an associated company	(669)	(2,261)	(1,675)	(4,508)
<b>Net cash (used in)/provided by investing activities</b>	<b>(14,227)</b>	<b>(3,627)</b>	<b>(19,314)</b>	<b>14,068</b>
<b>Cash flows from financing activities</b>				
Proceeds from borrowings	10,644	-	10,644	-
Purchase of treasury shares	-	(178)	-	(178)
Repurchase of treasury shares by a subsidiary	-	(68)	-	(290)
Repayment of borrowings	(2,681)	(485)	(3,955)	(2,059)
Dividends paid to non-controlling interests	(2,182)	(3,896)	(2,182)	(3,896)
Dividends paid to equity holders of the Company	(9,859)	(7,834)	(9,859)	(7,834)
Dividends received from a joint venture	-	-	-	115
<b>Net cash used in financing activities</b>	<b>(4,078)</b>	<b>(12,461)</b>	<b>(5,352)</b>	<b>(14,142)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(10,421)</b>	<b>(12,923)</b>	<b>5,204</b>	<b>9,801</b>
<b>Cash and cash equivalents</b>				
Beginning of financial period	280,496	299,015	265,382	276,499
Effects of currency translation on cash and cash equivalents	(1,677)	958	(2,188)	750
<b>End of financial period</b>	<b>268,398</b>	<b>287,050</b>	<b>268,398</b>	<b>287,050</b>

**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.**

	(-----Other reserves-----)										
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Foreign currency translation reserve \$'000	Subtotal \$'000	Retained profits \$'000	Equity attributable to equity holders of the Company \$'000	Non-controlling interests \$'000	Total equity \$'000
<b>GROUP</b>											
Balance at 31 March 2018, as previously reported	104,555	(35,285)	592	(13,065)	725	(18,515)	(30,263)	274,277	313,284	126,217	439,501
Adoption of the SFRS(I) 1	-	-	-	-	-	20,959	20,959	(20,959)	-	-	-
	104,555	(35,285)	592	(13,065)	725	2,444	(9,304)	253,318	313,284	126,217	439,501
Adoption of the SFRS(I) 9	-	-	(554)	-	-	-	(554)	6,217	5,663	5,013	10,676
	104,555	(35,285)	38	(13,065)	725	2,444	(9,858)	259,535	318,947	131,230	450,177
Balance at 1 April 2018, as restated											
Profit for the period	-	-	-	-	-	-	-	12,208	12,208	5,859	18,067
Other comprehensive income/(loss) for the period	-	-	142	-	-	(812)	(670)	-	(670)	177	(493)
Total other comprehensive income/(loss) for the period	-	-	142	-	-	(812)	(670)	12,208	11,538	6,036	17,574
Employee share-based compensation											
- Value of employee services	-	-	-	-	69	-	69	-	69	62	131
- Treasury shares re-issued by a subsidiary	-	-	-	187	(187)	-	-	-	-	-	-
Effect of acquisition of shares from non-controlling shareholders	-	-	-	(7)	-	2	(5)	-	(5)	5	-
Balance at 30 June 2018	104,555	(35,285)	180	(12,885)	607	1,634	(10,464)	271,743	330,549	137,333	467,882

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)								Equity attributable to equity holders of the Company	Non-controlling interests	Total equity
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Foreign currency translation reserve \$'000	Subtotal \$'000	Retained profits \$'000	\$'000	\$'000	\$'000
Profit for the period	-	-	-	-	-	-	-	6,885	6,885	4,300	11,185
Other comprehensive loss for the period	-	-	(278)	-	-	(855)	(1,133)	-	(1,133)	(565)	(1,698)
Total other comprehensive (loss)/income for the period	-	-	(278)	-	-	(855)	(1,133)	6,885	5,752	3,735	9,487
Employee share-based compensation											
- Value of employee services	-	-	-	-	69	-	69	-	69	62	131
- Treasury shares re-issued by a subsidiary	-	-	-	179	(179)	-	-	-	-	-	-
Dividends											
- In cash	-	-	-	-	-	-	-	(9,859)	(9,859)	(2,182)	(12,041)
Cancellation of treasury shares	(22,310)	22,310	-	-	-	-	-	-	-	-	-
Balance at 30 September 2018	82,245	(12,975)	(98)	(12,706)	497	779	(11,528)	268,769	326,511	138,948	465,459

**1.(d)(i) Statement of Changes in Equity (cont'd)**

	(-----Other reserves-----)										
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Foreign currency translation reserve \$'000	Subtotal \$'000	Retained profits \$'000	Equity attributable to equity holders of the Company \$'000	Non-controlling interests \$'000	Total equity \$'000
<b>GROUP</b>											
Balance at 31 March 2017, as previously reported	104,555	(13,048)	1,278	(8,781)	692	(20,959)	(27,770)	258,215	321,952	122,706	444,658
Adoption of the SFRS(I) 1	-	-	-	-	-	20,959	20,959	(20,959)	-	-	-
Balance at 1 April 2017, as restated	104,555	(13,048)	1,278	(8,781)	692	-	(6,811)	237,256	321,952	122,706	444,658
Profit for the period	-	-	-	-	-	-	-	2,945	2,945	3,084	6,029
Other comprehensive income for the period	-	-	708	-	-	567	1,275	14	1,289	77	1,366
Total other comprehensive income for the period	-	-	708	-	-	567	1,275	2,959	4,234	3,161	7,395
Employee share-based compensation											
- Treasury shares re-issued	-	126	-	206	(332)	-	(126)	-	-	-	-
- Value of employee services	-	-	-	-	209	-	209	-	209	-	209
Purchase of treasury shares by a subsidiary	-	-	-	-	-	-	-	-	-	(222)	(222)
Balance at 30 June 2017	104,555	(12,922)	1,986	(8,575)	569	567	(5,453)	240,215	326,395	125,645	452,040
Profit for the period	-	-	-	-	-	-	-	7,102	7,102	5,286	12,388
Other comprehensive (loss)/income for the period	-	-	(1,056)	-	-	1,081	25	-	25	52	77
Total other comprehensive (loss)/income for the period	-	-	(1,056)	-	-	1,081	25	7,102	7,127	5,338	12,465
Employee share-based compensation											
- Value of employee services	-	-	-	-	108	-	108	-	108	-	108
Dividends											
- In cash	-	-	-	-	-	-	-	(7,834)	(7,834)	(3,896)	(11,730)
Purchase of treasury shares	-	(178)	-	-	-	-	-	-	(178)	-	(178)
Purchase of treasury shares by a subsidiary	-	-	-	-	-	-	-	-	-	(68)	(68)
Balance at 30 September 2017	104,555	(13,100)	930	(8,575)	677	1,648	(5,320)	239,483	325,618	127,019	452,637

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)							
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Subtotal \$'000	Retained profits \$'000	Total equity \$'000
<b>COMPANY</b>								
Balance at 31 March 2018, as previously reported	104,555	(35,285)	592	2,135	-	2,727	67,513	139,510
Adoption of the SFRS(I) 9	-	-	(554)	-	-	(554)	554	-
Balance at 1 April 2018, as restated	104,555	(35,285)	38	2,135	-	2,173	68,067	139,510
Profit for the period	-	-	-	-	-	-	162	162
Other comprehensive income for the period	-	-	142	-	-	142	-	142
Total other comprehensive income for the period	-	-	142	-	-	142	162	304
Balance at 30 June 2018	104,555	(35,285)	180	2,135	-	2,315	68,229	139,814
Profit for the period	-	-	-	-	-	-	1,860	1,860
Other comprehensive loss for the period	-	-	(278)	-	-	(278)	-	(278)
Total other comprehensive (loss)/income for the period	-	-	(278)	-	-	(278)	1,860	1,582
Dividends								
- In cash	-	-	-	-	-	-	(9,859)	(9,859)
Cancellation of treasury shares	(22,310)	22,310	-	-	-	-	-	-
Balance at 30 September 2018	82,245	(12,975)	(98)	2,135	-	2,037	60,230	131,537

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)							
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Subtotal \$'000	Retained profits \$'000	Total equity \$'000
<b>COMPANY</b>								
Balance at 1 April 2017	104,555	(13,048)	1,278	1,929	332	3,539	70,777	165,823
Profit for the period	-	-	-	-	-	-	83	83
Other comprehensive income for the period	-	-	708	-	-	708	-	708
Total other comprehensive income for the period	-	-	708	-	-	708	83	791
Employee share-based compensation - Treasury shares re-issued	-	126	-	206	(332)	(126)	-	-
Balance at 30 June 2017	104,555	(12,922)	1,986	2,135	-	4,121	70,860	166,614
Profit for the period	-	-	-	-	-	-	4,265	4,265
Other comprehensive loss for the period	-	-	(1,056)	-	-	(1,056)	-	(1,056)
Total other comprehensive (loss)/income for the period	-	-	(1,056)	-	-	(1,056)	4,265	3,209
Dividends								
- In cash	-	-	-	-	-	-	(7,834)	(7,834)
Purchase of treasury shares	-	(178)	-	-	-	-	-	(178)
Balance at 30 September 2017	104,555	(13,100)	930	2,135	-	3,065	67,291	161,811

- 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.**

During the period, the issued and paid-up capital for the Company (excluding treasury shares) remained the same at 492,984,839 ordinary shares. As at 30 September 2018, there were a total of 17,446,214 (30.9.17: 18,330,714) treasury shares.

- 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.**

	<b>As at 30.9.18</b>	<b>As at 31.3.18</b>
Total number of issued shares (excluding treasury shares)	492,984,839	492,984,839

- 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.**

On 11 July 2018, 30,000,000 treasury shares were cancelled.

- 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 Note 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period compared with those of the audited financial statements as at 31 March 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 a new financial reporting framework, Singapore Financial Reporting Standards (International) (SFRS(I)s), on 1 April 2018 and has prepared the financial information under SFRS(I)s for the quarter ended 30 June 2018.

In adopting SFRS(I)s, the Group is required to apply all of the specific transition requirements in SFRS(I) 1 First-time Adoption of Singapore Financial Reporting Standards (International). The Group's opening balance sheet under SFRS(I)s has been prepared as at 1 April 2017, which is the Group's date of transition to SFRS(I)s.

a) Application of SFRS(I) 1

The Group has elected for the optional exemption to reset its cumulative translation differences for all foreign operations to be zero at the date of transition on 1 April 2017. As a result, cumulative translation losses of \$20,959,000 were reclassified from foreign currency translation reserve to retained profits as at 1 April 2017.

After the date of transition, any gain or loss on disposal of any foreign operations will exclude translation differences that arose before the date of transition.

b) Adoption of SFRS(I) 9

SFRS(I) 9 is effective for financial years beginning on or after 1 April 2018. The Group has elected to apply the short-term exemption under SFRS(I) 1, which exempts the Group from applying SFRS(I) 9 to comparative information. Accordingly, requirements of FRS 39 Financial Instruments: Recognition and Measurement will continue to apply to financial instruments up to the financial year ended 31 March 2018.

(i) Classification and measurement

The Group has assessed the business models for managing the financial assets and the contractual cash flow characteristics of the financial assets to determine the appropriate classification for each financial asset under SFRS(I) 9.

Any difference between the previous carrying amount under FRS 39 and the fair value as at 1 April 2018 has been recognised in the opening retained earnings.

(ii) Impairment of financial assets

Financial assets are subject to expected credit loss impairment model under SFRS(I) 9. The group has assessed and concluded that there is no significant impact under SFRS(I) 9.

c) Adoption of SFRS(I) 15

SFRS(I) 15 is effective for financial years beginning on or after 1 January 2018. In accordance with the requirements of SFRS(I) 1, the Group will adopt SFRS(I) 15 retrospectively. The main adjustments are as follows:

(i) Accounting for contracts with multiple performance obligations

The group has assessed the accounting for contracts to identify multiple performance obligations under the requirements of SFRS(I) 15 and concluded that there is no significant impact under SFRS(I) 15 in FY2018.

(ii) Presentation of contract assets and liabilities

The Group has changed presentation of certain amounts in the statement of financial position to reflect the terminology of SFRS(I) 15:

- Amounts due from customers arising from construction contracts and construction contract work-in-progress under FRS have been reclassified to be presented as part of contract assets.
- Amounts due to customers arising from construction contracts and progress billing for development properties under completion contract method under FRS have been reclassified to be presented as part of contract liabilities.



**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.**

	<b>GROUP</b> <b>Second quarter ended</b>		<b>GROUP</b> <b>Half-year ended</b>	
	<b>30.9.18</b>	<b>30.9.17</b>	<b>30.9.18</b>	<b>30.9.17</b>
Earnings per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares in issue (¢)	1.4	1.4	3.9	1.9
(ii) On a fully diluted basis (¢)	1.4	1.4	3.9	1.9
Weighted average number of ordinary shares in issue:				
Basic (*)	492,984,839	522,166,372	492,984,839	522,232,406
Fully diluted basis (**)	492,984,839	522,166,372	492,984,839	522,232,406

\* The basic earnings per share is computed based on the weighted average number of ordinary shares in issue.

\*\* The fully diluted earnings per share is computed based on the weighted average number of ordinary shares in issue adjusted for the effects of all potential dilutive ordinary shares.

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 current financial period reported on and immediately preceding financial year.**

	GROUP		COMPANY	
	30.9.18	31.3.18	30.9.18	31.3.18
Net asset value per ordinary share based on issued shares (excluding treasury shares) as at the end of the period reported on (¢)	66.2	63.5	26.7	28.3
Number of issued shares (excluding treasury shares) as at the end of the period reported on	492,984,839	492,984,839	492,984,839	492,984,839

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.**

#### **Overview**

The Group's revenue is largely derived from project-oriented businesses and as such, quarterly results would not accurately reflect the full-year performance. Full-year to full-year comparisons are more appropriate for analytical purposes.

For 2Q FY2019, total revenue increased 13% year-on-year to \$118.4 million. However, total profit and profit attributable to equity holders of the Company ("net profit") decreased 10% and 3% year-on-year to \$11.2 million and \$6.9 million respectively, mainly due to higher overhead expenses and share of losses of associated companies and joint ventures, which outpaced the improvements in gross profit, other income and other losses.

For 1H FY2019, total revenue increased 15% year-on-year to \$225.4 million. Total profit and net profit increased 59% and 90% year-on-year to \$29.3 million and \$19.1 million respectively, mainly supported by a combination of better operating performance and sizeable other gains from the completed sale of 25 Changi North Rise in 1Q FY2019 under the Group's separately listed Real Estate Solutions Division (under Boustead Projects Limited).

For a comparative review after adjusting for other gains/losses net of non-controlling interests, net profit for 2Q FY2019 and 1H FY2019 would have been about \$1.4 million lower for both periods than 2Q FY2018 and 1H FY2018 or 17% and 11% lower year-on-year respectively.

## 2Q FY2019 Division Revenue

Division	Revenue		Favourable/ (Unfavourable)	Revenue		Favourable/ (Unfavourable)
	2Q FY2019	2Q FY2018	Change	1H FY2019	1H FY2018	Change
	\$'m	\$'m	%	\$'m	\$'m	%
Energy-Related Engineering	23.4	22.7	+3	42.8	41.3	+4
Real Estate Solutions	60.6	50.1	+21	109.3	95.8	+14
Geo-Spatial Technology	30.5	31.7	-4	*69.2	57.5	+20
Healthcare (new)	3.7	-	NM	3.7	-	NM
	118.2	104.6	+13	225.1	194.6	+16
HQ Activities	0.1	0.3	-67	0.2	0.7	-71
Group Total	118.4	104.9	+13	225.4	195.2	+15
NM – not meaningful						
Note: Any differences in summation are due to rounding differences.						
* Includes change in revenue recognition in adopting SFRS(I) 15.						

Each division's revenue performance for 2Q FY2019 is summarised below.

With the gradual improvement in the outlook of the global oil & gas industries, the Energy-Related Engineering Division's revenue grew 3% year-on-year to \$23.4 million. Client enquiries continued to be under more active review as compared to one year earlier.

Riding on a healthy order book backlog carried forward at the end of FY2018, the Real Estate Solutions Division (under Boustead Projects)'s revenue climbed 21% year-on-year to \$60.6 million, with higher design-and-build revenue partially offset by lower leasing revenue.

The Geo-Spatial Technology Division continued to witness steady demand for its solutions across Australia and parts of South East Asia, although there was a minor revenue dip of 4% year-on-year to \$30.5 million.

Making its maiden revenue contribution, the newly acquired Healthcare Division generated revenue of \$3.7 million.

## 2Q FY2019 Group Profitability

The Group's overall gross profit for 2Q FY2019 increased 4% year-on-year to \$42.5 million, though the overall gross margin was 36% compared to 39% in 2Q FY2018. Gross margin pressure continued to be felt across the Group.

Other income for 2Q FY2019 grew 53% year-on-year to \$2.3 million on the back of higher interest income. Other losses for 2Q FY2019 of \$0.2 million were significantly lower than other losses for 2Q FY2018 of \$1.5 million, mainly due to a significant reduction in net currency exchange losses.

Total overhead expenses for 2Q FY2019 increased 10% year-on-year to \$26.2 million (selling and distribution expenses of \$9.1 million and administrative expenses of \$17.1 million), in line with additional overhead expenses from the newly acquired Healthcare Division and team expansions at Boustead Projects and the Geo-Spatial Technology Division in order to execute strategic growth plans.

Finance expenses for 2Q FY2019 rose 13% year-on-year to \$0.6 million following a net increase in borrowings, mainly for Boustead Projects.

Share of losses of associated companies and joint ventures for 2Q FY2019 was \$2.1 million, largely driven by Boustead Projects eliminating construction and project management profits attributable to projects which Boustead Projects has entered into with an associated company and joint ventures. In 2Q FY2019, there was a share of gains of associated companies and joint ventures as a result of Boustead Projects' associated company, THAB Development Sdn Bhd's completion of iBP @ Nusajaya Phase 1.

Total profit before income tax ("PBT") for 2Q FY2019 decreased 6% year-on-year to \$15.7 million, mainly due to higher overhead expenses and share of losses of associated companies and joint ventures, which outpaced the improvements in gross profit, other income and other losses. A breakdown of PBT by divisions is provided as follows.

Division	PBT		Favourable/ (Unfavourable) Change	PBT		Favourable/ (Unfavourable) Change
	2Q FY2019	2Q FY2018		1H FY2019	1H FY2018	
	\$'m	\$'m	%	\$'m	\$'m	%
Energy-Related Engineering	*(0.3)	** (1.0)	+70	*0.1	** (3.5)	NM
Real Estate Solutions	10.0	11.8	-16	***22.4	18.9	+18
Geo-Spatial Technology	6.1	6.5	-6	****18.1	11.1	+63
Healthcare (new)	(0.1)	-	NM	(0.1)	-	NM
	15.6	17.3	-10	40.5	26.5	+53
HQ Activities	0.1	(0.6)	NM	(0.9)	(1.4)	+36
Group Total	15.7	16.7	-6	39.6	25.1	+58

NM – not meaningful

Note: Any differences in summation are due to rounding differences.

\* Includes currency exchange losses of \$0.5m in 2Q FY2019 and currency exchange gains of \$1.0m in 1H FY2019.

\*\* Includes currency exchange losses of \$1.3m and \$2.6m in 2Q FY2018 and 1H FY2018 respectively.

\*\*\* Includes gain on sale of 25 Changi North Rise amounting to \$5.9m.

\*\*\*\* Includes change in revenue recognition in adopting SFRS(I) 15.

Excluding currency exchange losses, the Energy-Related Engineering Division would have registered an operating profit for 2Q FY2019.

Total profit for 2Q FY2019 decreased 10% year-on-year to \$11.2 million due to reasons mentioned earlier. The Group's effective tax rate was 29% compared to 26% in 2Q FY2018.

Net profit for 2Q FY2019 marginally declined 3% year-on-year to \$6.9 million due to reasons mentioned earlier.

## **Dividends**

As the Group delivered steady core profitability and maintained a healthy cash position, the Board of Directors has declared an interim cash dividend per share of 1 cent, matching the interim dividend of the previous year.

## **2Q FY2019 Statement of Cash Flows**

During 2Q FY2019, cash and cash equivalents (after taking into account the effects of currency translation) decreased \$12.1 million to \$268.4 million, largely driven by sizeable net cash outflows for investing and financing activities, partially offset by net cash inflow from operating activities.

Net cash inflows for operating activities amounted to \$7.9 million, after accounting for a negative change in working capital of \$3.8 million.

Net cash outflows for investing activities amounted to \$14.2 million, mainly due to a \$1.8 million final payment for the newly acquired Healthcare Division (under WhiteRock Incorporation Pte Ltd) net of cash acquired, \$5.6 million in additional shareholders' loans extended to an associated company and joint ventures, and a \$6.6 million payment for property, plant and equipment, most of which was for a newly acquired property in Melbourne for use by the Geo-Spatial Technology Division.

Net cash outflows for financing activities amounted to \$4.1 million, with a \$9.9 million dividend paid to shareholders and \$2.2 million dividend paid to non-controlling interests, partially offset by \$8.0 million in net proceeds from borrowings, mainly for Boustead Projects.

## **Statement of Financial Position**

At the end of 1H FY2019, the Group's financial position remained healthy and also included the consolidated balance sheet of the newly acquired Healthcare Division.

Under current assets, movements in cash and cash equivalents were explained under the earlier section on 2Q FY2019 Statement of Cash Flows. Other receivables and prepayments were significantly higher due to greater invoicing to clients, prepayments and the inclusion of the Healthcare Division. Similarly, the exponential rise in inventories was largely due to the Healthcare Division. Properties held for sale declined in line with the sale of 25 Changi North Rise by Boustead Projects. Net contract assets doubled as a result of a substantial increase in uninvoiced work at the end of 1H FY2019.

Under non-current assets, the significant increase in property, plant and equipment was mainly due to the newly acquired property in Melbourne for use by the Geo-Spatial Technology Division. The exponential rise in investments in associated companies was largely due to the Healthcare Division.

Reclassifications of financial assets held for trading and available-for-sale financial assets to investment securities were due to the adoption of SFRS(I) 9 as explained earlier in Note 5.

Under current liabilities, trade and other payables were significantly higher due to greater invoicing by subcontractors and suppliers, deferred revenue and the inclusion of the Healthcare Division. Total borrowings rose with new borrowings by Boustead Projects and the inclusion of the Healthcare Division, partially offset by the scheduled repayment of borrowings by Boustead Projects in relation to the leasehold portfolio.

Under equity, share capital declined to \$82.2 million following the cancellation of 30 million treasury shares. Adjustments to other reserves and retained profits were due to the adoption of SFRS(I) 1 and SFRS(I) 9 as explained earlier in Note 5.

The Group's net asset value per share strengthened to 66.2 cents at the end of 1H FY2019 from 63.5 cents at the end of FY2018, even after the final dividend payments for FY2018 by both Boustead Singapore and Boustead Projects, while the net cash position (i.e. net of all bank borrowings) remained healthy at \$188.4 million at the end of 1H FY2019, translating to a net cash per share position of 38.2 cents. In addition, the Group held \$66.0 million in investment securities at the end of 1H FY2019, of which about half of the amount is highly liquid.

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

None.

**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 been awarded about \$127 million in contracts since the start of FY2019. The current order book backlog stands at a healthy \$298 million (unrecognised project revenue remaining at the end of 2Q FY2019 plus the total value of new orders secured since then), of which \$86 million is under the Energy-Related Engineering Division and \$212 million is under the Real Estate Solutions Division.

The Group continues to see a gradual improvement in the outlook across the sectors in which the Group operates in, although the business environment remains challenging with global geo-political headwinds.

With a healthy balance sheet and net cash position, and wide range of financing options, the Group continues to be in an excellent position to capitalise on any good acquisition and investment opportunities that may arise.

Barring unforeseen circumstances and shifts in the global economic outlook, the Group believes that it can continue to deliver steady results in FY2019.

**11. Dividend**

**(a) Current financial period reported on**

Any dividend declared for the current financial period reported on?

Yes.

Name of Dividend	Interim
Dividend Type	Cash
Dividend Amount (per ordinary share)	1.0 cent
Tax Rate	Tax exempt (1-tier)

**(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	Interim
Dividend Type	Cash
Dividend Amount (per ordinary share)	1.0 cent
Tax Rate	Tax exempt (1-tier)

**(c) Date payable**

7 December 2018.

**(d) Books closure date**

Notice is hereby given that the Transfer Books and Register of Members of the Company will be closed from 5.00pm on 23 November 2018 for the purpose of determining shareholders' entitlements to the interim dividend to be paid on 7 December 2018.

Duly completed transfers received by the Company's Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 up to 5.00pm on 23 November 2018 will be registered before entitlements to the dividend are determined.

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

Not applicable.

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

The Company has not obtained a general mandate from shareholders for interested person transactions.

**14. Confirmation of undertakings from Directors and Executive Officers**

The Company has procured undertakings from all of its directors and executive officers under Rule 720(1) of the Listing Manual.

**15. Negative confirmation by the Board pursuant to Rule 705(5)**

We, Wong Fong Fui and Wong Yu Loon, being two of the directors of Boustead Singapore Limited ("the Company"), do hereby confirm on behalf of the directors of the Company that, to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the 2Q FY2019 financial results to be false or misleading.

On behalf of the Board of Directors

Wong Fong Fui  
Chairman

Wong Yu Loon  
Director

Singapore  
12 November 2018