

**BOUSTEAD SINGAPORE LIMITED**  
AND ITS SUBSIDIARIES



**ENGINEERING THE WORLD OF THE FUTURE**

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

**SGXNET ANNOUNCEMENT**  
UNAUDITED RESULTS FOR 3Q FY2017  
ENDED 31 DECEMBER 2016



## **Corporate Profile**

Established in 1828, Boustead Singapore Limited is a progressive global service provider of infrastructure-related engineering services and geo-spatial technology. Focusing on the 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 our Geo-Spatial Technology arm, we provide professional services and exclusively distribute Esri geo-spatial technology – the world's leading geographic information systems – to major markets across Australia and South East Asia. Our intelligent mapping platform and digital infrastructure are essential to create smart nations and smart cities by solving the world's largest problems through effective and sustainable planning, deployment and management of key infrastructure and resources.

To date, we have undertaken infrastructure-related projects in 85 countries 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 a winner of the Singapore Golden Jubilee Award, in recognition of the best 50 Singapore corporations who have achieved and contributed to Singapore's progress and success over the past 50 years since independence. We are also listed on the MSCI World Small Cap Index for Singapore and the FTSE ST Small Cap Index.

Visit the Group website at [www.boustead.sg](http://www.boustead.sg).

**BOUSTEAD SINGAPORE LIMITED**  
(Company Registration No. 197501036K)

**Unaudited Financial Statements and Related Announcement for the Third Quarter Ended 31 December 2016**

**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 Third quarter ended			GROUP 9-month period ended		
		31.12.16 \$'000	31.12.15 \$'000	Inc/(Dcr) %	31.12.16 \$'000	31.12.15 \$'000	Inc/(Dcr) %
<b>Revenue</b>		115,732	142,340	-19%	342,892	374,187	-8%
<b>Cost of sales</b>		(77,917)	(100,171)	-22%	(232,974)	(254,749)	-9%
<b>Gross profit</b>		37,815	42,169	-10%	109,918	119,438	-8%
Other income	1	1,535	1,641	-6%	4,424	4,889	-10%
Other gains and losses	2	3,136	(844)	NM	4,973	(2,378)	NM
Expenses							
- Selling and distribution		(7,510)	(8,377)	-10%	(22,902)	(23,082)	-1%
- Administrative		(15,686)	(16,747)	-6%	(45,881)	(47,630)	-4%
- Finance		(549)	(1,170)	-53%	(1,884)	(3,501)	-46%
Share of loss of associated companies and joint ventures		(1,104)	(1,012)	9%	(2,171)	(1,818)	19%
<b>Profit before income tax</b>	3	17,637	15,660	13%	46,477	45,918	1%
Income tax expense	4	(3,505)	(4,374)	-20%	(9,966)	(12,000)	-17%
<b>Total profit</b>		14,132	11,286	25%	36,511	33,918	8%
Profit attributable to:							
Equity holders of the Company		9,451	7,512	26%	24,069	24,127	0%
Non-controlling interests		4,681	3,774	24%	12,442	9,791	27%
		14,132	11,286	25%	36,511	33,918	8%

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 Third quarter ended			GROUP 9-month period ended		
	31.12.16 \$'000	31.12.15 \$'000	Inc/(Dcr) %	31.12.16 \$'000	31.12.15 \$'000	Inc/(Dcr) %
<b>Total profit</b>	14,132	11,286	25%	36,511	33,918	8%
<b>Other comprehensive income:</b>						
<i>Items that may be reclassified subsequently to profit or loss:</i>						
Available-for-sale financial assets						
- Fair value (losses)/gains	(1,055)	115	NM	(843)	(264)	219%
Currency translation differences arising from consolidation	(250)	(1,131)	-78%	(4,019)	(2,154)	87%
<i>Item that will not be reclassified subsequently to profit or loss:</i>						
Actuarial loss	(102)	(118)	-14%	(310)	(368)	-16%
<b>Other comprehensive loss, net of tax</b>	(1,407)	(1,134)	24%	(5,172)	(2,786)	86%
<b>Total comprehensive income</b>	12,725	10,152	25%	31,339	31,132	1%
Total comprehensive income attributable to:						
Equity holders of the Company	8,164	6,249	31%	19,246	21,915	-12%
Non-controlling interests	4,561	3,903	17%	12,093	9,217	31%
	12,725	10,152	25%	31,339	31,132	1%

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 Third quarter ended			GROUP 9-month period ended		
	31.12.16 \$'000	31.12.15 \$'000	Inc/(Dcr) %	31.12.16 \$'000	31.12.15 \$'000	Inc/(Dcr) %
<u>Note 1: Other income</u>						
Interest income	1,218	1,342	-9%	3,475	3,990	-13%
Sublease income	317	299	6%	949	899	6%
	1,535	1,641	-6%	4,424	4,889	-10%
<u>Note 2: Other gains and losses</u>						
Fair value gains/(losses) on foreign exchange contracts and financial assets held for trading	(316)	(1,143)	-72%	306	(1,775)	NM
Gain on disposal of available-for-sale financial assets	134	120	12%	53	120	-56%
Surplus on liquidation of an associated company	-	-	-	-	106	-100%
Currency exchange gains/(losses) – net	3,318	179	1,754%	4,614	(829)	NM
	3,136	(844)	NM	4,973	(2,378)	NM
<u>Note 3: The profit before income tax is arrived at after charging the following:</u>						
Depreciation expense	(2,648)	(2,573)	3%	(7,882)	(7,924)	-1%
Loss on disposal of property, plant and equipment	-	-	-	-	(84)	-100%
Amortisation of other intangible assets	(55)	-	NM	(162)	-	NM
<u>Note 4: Income tax expense</u>						
The provision for income tax is made after taking into account non-deductible expenses and temporary differences and based on the statutory tax rates of the respective countries. For the current period, the Group's income tax expense varied from the amount of income tax expense determined by applying the Singapore 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 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	
		31.12.16 \$'000	31.3.16 \$'000	31.12.16 \$'000	31.3.16 \$'000
<b>ASSETS</b>					
<b>Current assets</b>					
Cash and cash equivalents		261,636	259,069	69,138	61,044
Trade receivables		98,859	102,558	-	-
Other receivables and prepayments		61,564	37,812	2,404	14,314
Financial assets held for trading		974	970	974	970
Loans to subsidiaries		-	-	16,088	13,150
Inventories		4,971	5,552	-	-
Properties held for sale		30,565	30,413	-	-
Contracts work-in-progress		31,385	34,962	-	-
Available-for-sale financial assets		5,534	13,557	5,534	13,557
Foreign exchange contracts		-	68	-	56
		495,488	484,961	94,138	103,091
<b>Non-current assets</b>					
Other receivables and prepayments		3,835	3,827	-	-
Available-for-sale financial assets		81,183	61,576	42,792	23,185
Property, plant and equipment		12,326	14,565	-	-
Investment properties		141,343	146,182	-	-
Other intangible assets		1,029	1,186	74	74
Investments in associated companies		-	200	-	-
Investments in joint ventures		15,414	13,755	-	-
Investments in subsidiaries		-	-	79,465	79,465
Deferred income tax assets		2,417	2,369	-	-
		257,547	243,660	122,331	102,724
<b>Total assets</b>		753,035	728,621	216,469	205,815
<b>LIABILITIES</b>					
<b>Current liabilities</b>					
Trade and other payables		194,724	183,378	1,499	1,344
Income tax payable		10,142	11,590	-	255
Loans from subsidiaries		-	-	47,961	33,987
Contracts work-in-progress		17,364	15,900	-	-
Borrowings	1(b)(ii)	5,095	5,095	-	-
Foreign exchange contracts		898	1,580	898	575
		228,223	217,543	50,358	36,161
<b>Non-current liabilities</b>					
Trade and other payables		8,768	7,212	-	-
Borrowings	1(b)(ii)	84,878	88,354	-	-
Pension liability		2,501	2,740	-	-
Deferred income tax liabilities		2,969	3,035	-	-
		99,116	101,341	-	-
<b>Total liabilities</b>		327,339	318,884	50,358	36,161
<b>NET ASSETS</b>		425,696	409,737	166,111	169,654
<b>EQUITY</b>					
<b>Capital and reserves attributable to equity holders of the Company</b>					
Share capital		104,555	104,555	104,555	104,555
Treasury shares		(13,048)	(12,600)	(13,048)	(12,600)
Other reserves		(29,856)	(25,052)	1,389	2,523
Retained profits		248,506	237,939	73,215	75,176
		310,157	304,842	166,111	169,654
Non-controlling interests		115,539	104,895	-	-
<b>Total equity</b>	1(d)(i)	425,696	409,737	166,111	169,654

**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 31.12.16 \$'000</b>		<b>As at 31.3.16 \$'000</b>	
Secured	Unsecured	Secured	Unsecured
5,095	-	5,095	-

Amount repayable after one year

<b>As at 31.12.16 \$'000</b>		<b>As at 31.3.16 \$'000</b>	
Secured	Unsecured	Secured	Unsecured
84,878	-	88,354	-

Total borrowings of \$89,973,000 (31.3.16: \$93,449,000) are secured over 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**

	<b>GROUP</b>		<b>GROUP</b>	
	<b>Third quarter ended</b>		<b>9-month period ended</b>	
	<b>31.12.16</b>	<b>31.12.15</b>	<b>31.12.16</b>	<b>31.12.15</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Cash flows from operating activities</b>				
Profit before income tax	17,637	15,660	46,477	45,918
Adjustments for:				
- Share of loss of associated companies and joint ventures	1,104	1,012	2,171	1,818
- Depreciation expense	2,648	2,573	7,882	7,924
- Amortisation of other intangible assets	55	-	162	-
- Loss on disposal of property, plant and equipment	-	-	-	84
- Gain on disposal of available-for-sale financial assets	(134)	(120)	(53)	(120)
- Surplus on liquidation of an associated company	-	-	-	(106)
- Fair value (gains)/losses on foreign exchange contracts and financial assets held for trading	316	1,143	(306)	1,775
- Finance expenses	549	1,170	1,884	3,501
- Interest income	(1,218)	(1,342)	(3,475)	(3,990)
- Unrealised currency translation (losses)/gains	(528)	(873)	(4,180)	1,450
	20,429	19,223	50,562	58,254
Change in working capital, net of effects from acquisition and disposal of subsidiaries:				
- Receivables	(20,521)	(37,427)	1,432	(32,217)
- Inventories and contracts work-in-progress	1,278	26,084	5,622	45,956
- Payables	1,270	877	11,652	(17,479)
- Properties held for sale	(164)	-	(164)	-
Cash provided by operations	2,292	8,757	69,104	54,514
Interest received	1,218	1,342	3,475	3,990
Interest paid	(549)	(1,170)	(1,884)	(3,501)
Income tax paid	(4,127)	(6,766)	(11,528)	(17,991)
<b>Net cash provided by/(used in) operating activities</b>	<b>(1,166)</b>	<b>2,163</b>	<b>59,167</b>	<b>37,012</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	
	Third quarter ended 31.12.16 \$'000	31.12.15 \$'000	9-month period ended 31.12.16 \$'000	31.12.15 \$'000
<b>Cash flows from investing activities</b>				
Proceeds from disposal of property, plant and equipment	-	8	5	232
Proceeds from disposal of available-for-sale financial assets	9,068	1,744	17,384	1,744
Purchase of property, plant and equipment	(294)	(353)	(1,251)	(2,465)
Purchase of available-for-sale financial assets	(13,635)	(1,912)	(29,375)	(3,376)
Purchase of financial assets held for sale	-	(983)	-	(983)
Proceeds from repayment of loan by a joint venture	-	1,181	5,453	51,981
Loan to an associated company	(594)	(2,614)	(2,054)	(2,614)
Loans to joint ventures	-	(1,658)	(3,018)	(9,879)
Net cash inflow from liquidation of an associated company	-	-	-	316
Instalment payment for land acquisition	(24,893)	-	(24,893)	-
<b>Net cash (used in)/provided by investing activities</b>	<b>(30,348)</b>	<b>(4,587)</b>	<b>(37,749)</b>	<b>34,956</b>
<b>Cash flows from financing activities</b>				
Repurchase of shares	-	(120)	(739)	(2,501)
Repayment of borrowings	(928)	(57,143)	(3,476)	(82,257)
Dividends paid to non-controlling interests	-	(361)	(1,449)	(1,955)
Dividends paid to equity holders of the Company	(2,624)	-	(13,192)	(10,385)
Proceeds from dividends paid by a joint venture	125	-	125	-
<b>Net cash used in financing activities</b>	<b>(3,427)</b>	<b>(57,624)</b>	<b>(18,731)</b>	<b>(97,098)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(34,941)</b>	<b>(60,048)</b>	<b>2,687</b>	<b>(25,130)</b>
<b>Cash and cash equivalents</b>				
Beginning of financial period	296,662	291,224	259,069	260,053
Effects of currency translation on cash and cash equivalents	(85)	(43)	(120)	(3,790)
<b>End of financial period</b>	<b>261,636</b>	<b>231,133</b>	<b>261,636</b>	<b>231,133</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-----)							Retained profits \$'000	Equity attributable to equity holders of the Company \$'000	Non-controlling interests \$'000	Total equity \$'000
	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				
<b>GROUP</b>											
Balance at 1 April 2016	104,555	(12,600)	303	(9,004)	514	(16,865)	(25,052)	237,939	304,842	104,895	409,737
Profit for the period	-	-	-	-	-	-	-	14,618	14,618	7,761	22,379
Other comprehensive income/(loss) for the period	-	-	212	-	-	(3,540)	(3,328)	(208)	(3,536)	(229)	(3,765)
Total other comprehensive income/(loss) for the period	-	-	212	-	-	(3,540)	(3,328)	14,410	11,082	7,532	18,614
Employee share-based compensation											
- Treasury shares re-issued	-	291	-	223	(514)	-	(291)	-	-	-	-
Dividends											
- In cash	-	-	-	-	-	-	-	(10,568)	(10,568)	(1,449)	(12,017)
Repurchase of shares	-	(739)	-	-	-	-	-	-	(739)	-	(739)
Balance at 30 September 2016	104,555	(13,048)	515	(8,781)	-	(20,405)	(28,671)	241,781	304,617	110,978	415,595
Profit for the period	-	-	-	-	-	-	-	9,451	9,451	4,681	14,132
Other comprehensive loss for the period	-	-	(1,055)	-	-	(130)	(1,185)	(102)	(1,287)	(120)	(1,407)
Total other comprehensive (loss)/income for the period	-	-	(1,055)	-	-	(130)	(1,185)	9,349	8,164	4,561	12,725
Dividends											
- In cash	-	-	-	-	-	-	-	(2,624)	(2,624)	-	(2,624)
Balance at 31 December 2016	104,555	(13,048)	(540)	(8,781)	-	(20,535)	(29,856)	248,506	310,157	115,539	425,696

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

	(-----Other reserves-----)							Retained profits \$'000	Equity attributable to equity holders of the Company \$'000	Non- controlling interests \$'000	Total equity \$'000
	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				
<b>GROUP</b>											
Balance at 1 April 2015	101,324	(10,263)	493	(9,703)	358	(12,412)	(21,264)	310,199	379,996	10,456	390,452
Profit for the period	-	-	-	-	-	-	-	16,615	16,615	6,017	22,632
Other comprehensive loss for the period	-	-	(379)	-	-	(320)	(699)	(250)	(949)	(703)	(1,652)
Total comprehensive (loss)/income for the period	-	-	(379)	-	-	(320)	(699)	16,365	15,666	5,314	20,980
Employee share-based compensation											
- Treasury shares re-issued	-	176	-	182	(358)	-	(176)	-	-	-	-
Dividends											
- In cash	-	-	-	-	-	-	-	(10,385)	(10,385)	(1,384)	(11,769)
- <i>In specie</i>	-	-	-	-	-	-	-	(84,291)	(84,291)	84,291	-
Repurchase of shares	-	(2,381)	-	-	-	-	-	-	(2,381)	-	(2,381)
Balance at 30 September 2015	101,324	(12,468)	114	(9,521)	-	(12,732)	(22,139)	231,888	298,605	98,677	397,282
Profit for the period	-	-	-	-	-	-	-	7,512	7,512	3,774	11,286
Other comprehensive income/(loss) for the period	-	-	115	-	-	(1,260)	(1,145)	(118)	(1,263)	129	(1,134)
Total comprehensive income/(loss) for the period	-	-	115	-	-	(1,260)	(1,145)	7,394	6,249	3,903	10,152
Repurchase of shares	-	(120)	-	-	-	-	-	-	(120)	-	(120)
Balance at 31 December 2015	101,324	(12,588)	229	(9,521)	-	(13,992)	(23,284)	239,282	304,734	102,580	407,314

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

	(-----Other reserves-----)						Retained profits \$'000	Total equity \$'000
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Subtotal \$'000		
<b>COMPANY</b>								
Balance at 1 April 2016	104,555	(12,600)	303	1,706	514	2,523	75,176	169,654
Loss for the period	-	-	-	-	-	-	10,501	10,501
Other comprehensive income for the period	-	-	212	-	-	212	-	212
Total other comprehensive income for the period	-	-	212	-	-	212	10,501	10,713
Employee share-based compensation - Treasury shares re-issued	-	291	-	223	(514)	(291)	-	-
Dividends - In cash	-	-	-	-	-	-	(10,568)	(10,568)
Repurchase of shares	-	(739)	-	-	-	-	-	(739)
Balance at 30 September 2016	104,555	(13,048)	515	1,929	-	2,444	75,109	169,060
Profit for the period	-	-	-	-	-	-	730	730
Other comprehensive loss for the period	-	-	(1,055)	-	-	(1,055)	-	(1,055)
Total other comprehensive (loss)/income for the period	-	-	(1,055)	-	-	(1,055)	730	(325)
Dividends - In cash	-	-	-	-	-	-	(2,624)	(2,624)
Balance at 31 December 2016	104,555	(13,048)	(540)	1,929	-	1,389	73,215	166,111

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

	(-----Other reserves-----)						Retained profits \$'000	Total equity \$'000
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Subtotal \$'000		
<b>COMPANY</b>								
Balance at 1 April 2015	101,324	(10,263)	493	1,007	358	1,858	15,938	108,857
Profit for the period	-	-	-	-	-	-	141,467	141,467
Other comprehensive loss for the period	-	-	(379)	-	-	(379)	-	(379)
Total other comprehensive (loss)/income for the period	-	-	(379)	-	-	(379)	141,467	141,088
Employee share-based compensation - Treasury shares re-issued	-	176	-	182	(358)	(176)	-	-
Dividends								
- In cash	-	-	-	-	-	-	(10,385)	(10,385)
- <i>In specie</i>	-	-	-	-	-	-	(84,291)	(84,291)
Repurchase of shares	-	(2,381)	-	-	-	-	-	(2,381)
Balance at 30 September 2015	101,324	(12,468)	114	1,189	-	1,303	62,729	152,888
Profit for the period	-	-	-	-	-	-	11,408	11,408
Other comprehensive income for the period	-	-	115	-	-	115	-	115
Total other comprehensive income for the period	-	-	115	-	-	115	11,408	11,523
Repurchase of shares	-	(120)	-	-	-	-	-	(120)
Balance at 30 December 2015	101,324	(12,588)	229	1,189	-	1,418	74,137	164,291

**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 of the Company (excluding treasury shares) remained the same at 522,121,257 ordinary shares. As at 31 December 2016, there were a total of 18,309,796 (31.12.15: 17,799,523) 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 31.12.16</b>	<b>As at 31.3.16</b>
Total number of issued shares (excluding treasury shares)	522,121,257	522,631,530

**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 1 April 2016, 411,827 treasury shares were utilised for the issue of 411,827 ordinary shares under the Boustead Restricted Share Plan 2011.

**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.**

On 1 April 2016, the Group adopted the amended FRS that are mandatory for application for the financial year ending 31 March 2017. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS. The adoption of these amended FRS did not result in substantial changes to the accounting policies of the Group and the Company, and is not expected to have a material effect on the amounts reported for the current or prior financial years.

**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.**

None.

**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		GROUP	
	Third quarter ended 31.12.16	31.12.15	9-month period ended 31.12.16	31.12.15
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 (¢)	1.8	1.4	4.6	4.6
(ii) On a fully diluted basis (¢)	1.8	1.4	4.6	4.6
Weighted average number of ordinary shares in issue:				
Basic (*)	522,121,257	518,515,911	522,382,865	518,956,044
Fully diluted basis (**)	522,298,439	519,104,920	522,560,047	519,545,053

\* 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	
	31.12.16	31.3.16	31.12.16	31.3.16
Net asset value per ordinary share based on issued shares (excluding treasury shares) as at the end of the period reported on (¢)	59.4	58.3	31.8	32.5
Number of issued shares (excluding treasury shares) as at the end of the period reported on	522,121,257	522,631,530	522,121,257	522,631,530

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's performance. Full-year to full-year comparisons are more appropriate for analytical purposes.

For 3Q FY2017, the Group registered revenue of \$115.7 million, total profit of \$14.1 million and profit attributable to equity holders of the Company ("net profit") of \$9.5 million. Although revenue was 19% lower year-on-year, total profit and net profit grew 25% and 26% year-on-year respectively. After adjusting for other gains and losses net of non-controlling interests, quarterly net profit would be 21% lower year-on-year.

For 9M FY2017, the Group registered revenue of \$342.9 million, total profit of \$36.5 million and net profit of \$24.1 million. Although revenue was 8% lower year-on-year, total profit grew 8% year-on-year. Net profit remained comparable despite the growth in total profit due to non-controlling interests at Boustead Projects Limited, which contributed proportionally more to the Group's total profit in 9M FY2017 as compared to the corresponding period in FY2016. After adjusting for other gains and losses net of non-controlling interests, net profit for 9M FY2017 would be 27% lower year-on-year.

The positive impact from other gains and losses for both 3Q FY2017 and 9M FY2017 is mainly attributable to higher net currency exchange gains.

### 3Q FY2017 Division Revenue

Division	Revenue		Favourable/ (Unfavourable)	Revenue		Favourable/ (Unfavourable)
	3Q FY2017	3Q FY2016	Change	9M FY2017	9M FY2016	Change
	\$'m	\$'m	%	\$'m	\$'m	%
Energy-Related Engineering	22.1	31.0	-29	73.7	100.7	-27
Real Estate Solutions	66.6	85.6	-22	189.8	196.0	-3
Geo-Spatial Technology	26.7	25.7	+4	79.1	77.3	+2
	115.5	142.3	-19	342.5	374.0	-8
HQ Activities	0.3	0.0	NM	0.4	0.2	+100
Group Total	115.7	142.3	-19	342.9	374.2	-8

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

NM – not meaningful



The 3Q FY2017 revenue performance of each division is summarised below.

The severely depressed state of the global oil & gas industries continued to significantly and adversely impact revenue at the Energy-Related Engineering Division, which saw revenue decline 29% year-on-year to \$22.1 million. Even with the Organization of the Petroleum Exporting Countries' plan to cut global supplies, decisions on major oil & gas capital expenditures continued to be deferred.

Against the highly challenging industrial real estate sector, the Real Estate Solutions Division (under Boustead Projects) registered revenue of \$66.6 million, which was 22% lower year-on-year mainly due to lower revenue contribution from the design-and-build business.

The Geo-Spatial Technology Division achieved revenue of \$26.7 million, up 4% year-on-year on firm demand in Australia and South East Asia.

### 3Q FY2017 Group Profitability

The Group's gross margin for 3Q FY2017 improved to 33% compared to 30% in 3Q FY2016. Nonetheless, gross margin pressure continues to mount.

Other gains and losses for 3Q FY2017 reversed to a positive position of \$3.1 million, mainly due to higher net currency exchange gains.

Total overhead expenses for 3Q FY2017 declined 8% year-on-year to \$23.2 million (selling and distribution expenses of \$7.5 million and administrative expenses of \$15.7 million) as the Group continued to apply prudent cost management measures.

Finance expenses for 3Q FY2017 more than halved to \$0.5 million with the repayment of borrowings by Boustead Projects throughout FY2016, resulting in lower finance expenses in subsequent periods.

Share of loss of associated companies and joint ventures for 3Q FY2017 rose 9% year-on-year to \$1.1 million, largely due to the elimination of construction and project management profits attributable to projects in which Boustead Projects has entered into with an associated company and joint ventures.

Profit before income tax ("PBT") for 3Q FY2017 increased 13% year-on-year to \$17.6 million, mainly driven by higher other gains, and lower selling and distribution, administrative and finance expenses. A breakdown of PBT by divisions is provided as follows.

Division	PBT			Favourable/ (Unfavourable)			PBT			Favourable/ (Unfavourable)		
	3Q FY2017	3Q FY2016	Change	9M FY2017	9M FY2016	Change	3Q FY2017	3Q FY2016	Change	9M FY2017	9M FY2016	Change
	\$'m	\$'m	%	\$'m	\$'m	%						
Energy-Related Engineering	*1.9	1.1	+73	*5.1	8.5	-40						
Real Estate Solutions	10.2	10.1	+2	26.7	23.3	+15						
Geo-Spatial Technology	5.1	5.0	+2	15.8	15.4	+3						
	17.2	16.2	+6	47.6	47.2	+1						
HQ Activities	0.4	(0.5)	NM	(1.1)	(1.3)	+15						
Group Total	17.6	15.7	+13	46.5	45.9	+1						

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

\* Includes \$2.1m and \$4.0m in currency exchange gains in 3Q FY2017 and 9M FY2017 respectively.

NM – not meaningful

Despite significant challenges, all three divisions remained profitable in 3Q FY2017. PBT at the Energy-Related Engineering Division for 3Q FY2017 was boosted by a \$2.1 million foreign exchange gain, captured under other gains and losses.

Total profit for 3Q FY2017 increased 25% year-on-year to \$14.1 million, benefitting from lower income tax expenses as a result of higher taxable profit contributed by lower tax jurisdictions. The Group's effective tax rate in 3Q FY2017 was 20% compared to 28% in 3Q FY2016.

Net profit for 3Q FY2017 increased 26% year-on-year to \$9.5 million for reasons mentioned earlier.

### **3Q FY2017 Statement of Cash Flows**

During 3Q FY2017, cash and cash equivalents (after taking into account the effects of currency translation) fell \$35.0 million to \$261.6 million, largely as a result of a \$24.9 million instalment payment made for land acquisition relating to the Mediapolis development.

Net cash outflow for operating activities amounted to \$1.2 million. Net cash outflow for investing activities amounted to \$30.3 million, mainly due to the earlier mentioned \$24.9 million instalment payment for land acquisition, \$4.6 million in net purchase of available-for-sale financial assets and \$0.6 million in loan to an associated company. Net cash outflow for financing activities amounted to \$3.4 million, mainly for \$2.6 million in dividends paid to shareholders and \$0.9 million in repayment of borrowings.

### **Statement of Financial Position**

At the end of 9M FY2017, the Group's financial position remained healthy.

Under assets, cash and cash equivalents climbed to \$261.6 million, a modest increase from \$259.1 million at the end of FY2016. Other receivables and prepayments rose to \$65.4 million due to the earlier mentioned \$24.9 million instalment payment made for land acquisition. Net contracts work-in-progress declined to \$14.0 million due to increased progress billings to clients. Investments in joint ventures rose to \$15.4 million, mainly as a result of the extension of shareholders' loans to a joint venture for the development of an industrial property for lease.

Under liabilities, total trade and other payables rose to \$203.5 million, largely due to increases in deferred revenue from clients and progress billings from subcontractors. Total borrowings decreased to \$90.0 million due to the scheduled repayment of borrowings by Boustead Projects in relation to the industrial leasehold portfolio.

The Group's net asset value per share rose to 59.4 cents at the end of 9M FY2017 from 58.3 cents at the end of FY2016, while the net cash position (i.e. net of all bank borrowings) stood at an improved \$171.7 million at the end of 9M FY2017, translating to a net cash per share position of 32.9 cents. In addition, the Group held \$87.7 million in available-for-sale financial assets and financial assets held for trading at the end of 9M FY2017, of which more than 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's current order book backlog stands at about \$253 million (unrecognised project revenue remaining at the end of 3Q FY2017 plus the total value of new orders secured since then), of which \$83 million is under the Energy-Related Engineering Division and \$170 million is under the Real Estate Solutions Division.

The current macro economic environment continues to be highly challenging and competitive, with a great amount of uncertainty contributed by global political events. In light of this, the Group will continue to apply prudent cost management measures.

The Group continues to search for acquisition and investment opportunities across its divisions in related business fields, as well as in potential new business fields. Given the Group's strong net cash position of \$171.7 million, available-for-sale financial assets and financial assets held for trading of \$87.7 million, and untapped \$500 million multi-currency medium-term note programme, the Group is in an excellent position to capitalise on any good acquisition and investment opportunities that may arise.

While the Group believes it will continue to be profitable in FY2017, the level of profit may not match that of FY2016 due to the current macro economic environment.

**11. Dividend**

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

Any dividend declared for the current financial period reported on?

No.

**(b) Corresponding period of the immediately preceding financial year**

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

No.

**(c) Date payable**

Not applicable.

**(d) Books closure date**

Not applicable.

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

No dividend has been declared/recommendeded for this period.

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

We, Wong Fong Fui and Loh Kai Keong, 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 3Q FY2017 financial results to be false or misleading.

**15. Confirmation of Undertakings from Directors and Executive Officer**

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

On behalf of the board of directors

WONG FONG FUI  
Chairman

LOH KAI KEONG  
Director

**BY ORDER OF THE BOARD**

*Alvin Kok*  
*Company Secretary*  
10 February 2017