

KINGSMEN CREATIVES LTD.

(Company Registration Number: 200210790Z)

UNAUDITED FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014

PART 1 – INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

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.

		Gro	up	
		Year E	nded	
	Note	31 Dec 14	31 Dec 13	Change
		S\$'000	S\$'000	%
Revenue		336,413	296,251	13.6%
Cost of sales		(251,573)	(220,279)	14.2%
Gross profit		84,840	75,972	11.7%
Other items of income				
Interest income		441	394	11.9%
Other income	(a)	5,229	5,012	4.3%
Other items of expense				
Depreciation of property, plant and equipment		(2,083)	(1,629)	27.9%
Employee benefits expense		(54,092)	(47,721)	13.4%
Other expenses		(13,761)	(10,567)	30.2%
Interest expense		(241)	(276)	-12.7%
Share of results of associates		1,021	820	24.5%
Profit before tax	(b)	21,354	22,005	-3.0%
Income tax expense	(c)	(3,595)	(3,623)	-0.8%
Profit net of tax		17,759	18,382	-3.4%
Other comprehensive income:				
Item that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign				
operations, net of tax		863	258	234.5%
Other comprehensive income for the year, net of tax		863	258	234.5%
Total comprehensive income		18,622	18,640	-0.1%
Profit net of tax attributable to:				
Equity holders of the Company		17,155	17,744	-3.3%
Non-controlling interests		604	638	-5.3%
Profit net of tax		17,759	18,382	-3.4%
Total comprehensive income attributable to:				
Equity holders of the Company		17,901	18,035	-0.7%
Non-controlling interests		721	605	19.2%
Total comprehensive income		18,622	18,640	-0.1%

(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. (Cont'd)

Explanatory notes to income statement

(a) Other income comprises :-

	Group Year Ended			
	31 Dec 14	31 Dec 13		
	S\$'000	S\$'000		
Corporate fee income	387	430		
Dividend income from other investment	-	297		
Gain on disposal of an associate	-	35		
Net foreign exchange gain	73	92		
Net gain on disposal of property, plant & equipment	93	83		
Other service income	2,350	1,628		
Rental income	1,642	1,468		
Write-back of allowance for doubtful trade debts	4	473		
Miscellaneous income	680	506		
	5,229	5,012		

(b) The following items have been included in arriving at profit before tax:-

	Group				
	Year Ended				
	31 Dec 14 31 Dec				
	S\$'000	S\$'000			
Allowance for doubtful trade debts	373	84			
Amortisation of intangible asset	91	-			
Bad trade debts written off	68	128			
Directors' remuneration (including fees)	9,505	9,422			
Loss on disposal of interest in a subsidiary	17	-			
Operating lease expenses	3,762	3,712			
Property, plant and equipment written off	22	16			

⁽c) Included in income tax expense for the year ended 31 December 2014 is over-provison of income tax of \$\$312,000 (2013: \$\$624,000) relating to prior years.

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.

		Gro	oup	Com	pany	
	Note	As at 31 Dec 14	As at 31 Dec 13	As at 31 Dec 14	As at 31 Dec 13	
		S\$'000	S\$'000	S\$'000	S\$'000	
ASSETS						
Non-current assets						
Property, plant and equipment		11,366	11,311	254	237	
Intangible assets		7,562	4,939	-	-	
Investments in subsidiaries		, -	, -	22,496	19,859	
Investments in associates		8,095	9,415	4,012	6,067	
Other investments		1,093	1,635	1,093	1,635	
Trade and other receivables		662	343	-	-	
Deferred tax assets		540	338	173	-	
		29,318	27,981	28,028	27,798	
Current assets						
Inventories		2,182	1,561	-	-	
Gross amount due from customers						
for contract work-in-progress	(d)	15,684	18,586	-	-	
Trade and other receivables	(e)	92,655	96,845	5,151	4,600	
Other assets		1,103	803	44	29	
Cash and cash equivalents	(f)	82,972	63,722	6,288	5,454	
		194,596	181,517	11,483	10,083	
Total assets		223,914	209,498	39,511	37,881	
EQUITY AND LIABILITIES						
Equity attributable to equity holder	rs					
of the Company						
Share capital		23,614	23,266	23,614	23,266	
Treasury shares		-	(334)	-	(334)	
Retained earnings		74,923	65,601	12,346	11,808	
Other reserves		(1,790)	(3,008)	1,826	1,354	
		96,747	85,525	37,786	36,094	
Non-controlling interests		4,318	3,747		-	
Total equity		101,065	89,272	37,786	36,094	
Non-current liabilities						
Trade and other payables		154	119	_	_	
Other financial liabilities		1,671	1,762	_	_	
Deferred tax liabilities		479	421	_	28	
Deferred tax nabilities		2,304	2,302		28	
Current liabilities		2,004	2,002			
Gross amount due to customers						
for contract work-in-progress	(g)	7,026	6,299	_	_	
Trade and other payables	(h)	101,027	99,122	1,725	1,528	
Other financial liabilities	(/	4,843	2,800		-,020	
Other liabilities		624	2,870		_	
Income tax payable		7,025	6,833	-	231	
ποσποταλ ραγαδίο		120,545	117,924	1,725	1,759	
Total liabilities		122,849	120,226	1,725	1,787	
Total riabilities Total equity and liabilities		223,914	209,498	39,511	37,881	
a. oquity and nabilitioo		220,014	200,400	00,011	07,001	

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. (Cont'd)

Explanatory notes to statement of financial position

(d) Gross amount due from customers for contract work-in-progress

Gross amount due from customers for contract work-in-progress comprises of the contract costs incurred and the profits/losses recognised less the progress billings on our interior fit-out projects and various thematic works across Asia.

(e) Trade and other receivables

	Gre	oup	Company			
	As at 31 Dec 14 S\$'000	As at 31 Dec 13 S\$'000	As at 31 Dec 14 \$\$'000	As at 31 Dec 13 S\$'000		
Trade receivables	79,439	90,124	874	1,397		
Other receivables	13,216	6,721	4,277	3,203		
Total	92,655	96,845	5,151	4,600		

(f) Cash and cash equivalents

, such and such squitaionis	Group		Commonii			
	Gro	oup	Company			
	As at 31 Dec 14	As at 31 Dec 13	As at 31 Dec 14	As at 31 Dec 13		
	S\$'000	S\$'000	S\$'000	S\$'000		
Cash at banks and in hand	59,127	48,192	4,702	3,874		
Short-term deposits	23,845	15,530	1,586	1,580		
Cash and cash equivalents in						
statement of financial position	82,972	63,722	6,288	5,454		
Less: Bank overdrafts	-	(2)	-	-		
Deposits pledged	(1,612)	(1,560)	(1,567)	(1,560)		
Cash and cash equivalents in						
statement of cash flows	81,360	62,160	4,721	3,894		

(g) Gross amount due to customers for contract work-in-progress

Gross amount due to customers for contract work-in-progress comprises of the progress billings less the contract costs incurred and the profits/losses recognised on our interior fit-out projects and various thematic works across Asia.

(h) Trade and other payables

	Gr	oup	Company			
	As at 31 Dec 14 S\$'000	As at 31 Dec 13 S\$'000	As at 31 Dec 14 S\$'000	As at 31 Dec 13 S\$'000		
Trade payables	81,674	78,663	-	-		
Other payables	19,353	20,459	1,725	1,528		
Total	101,027	99,122	1,725	1,528		

1(b)(ii) In relation to the aggregate amount of the group's borrowings and debt securities, specify the following as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year.

	Group				
	As at 31 Dec 14 \$\$'000	As at 31 Dec 13 S\$'000			
Secured					
- repayable within one year	4,843	2,800			
- repayable after one year	1,671	1,762			
	6,514	4,562			
Unsecured					
- repayable within one year	-	-			
- repayable after one year		<u>-</u>			
		-			

Details of any collaterals

Bank term loans, trust receipts and bank overdrafts are secured by way of legal charges on the Group's two factory units in Malaysia, corporate guarantees of the Company and a subsidiary in Malaysia, personal guarantees given by certain directors of the subsidiaries in Malaysia and fixed deposits pledged to the banks.

Finance lease obligations are secured by the rights to the motor vehicles.

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		
	Note	Year End	ded 31 Dec 13	
		S\$'000	S\$'000	
Cash flows from operating activities		04.054	22.225	
Profit before tax Adjustments for:		21,354	22,005	
Amortisation of Intangible asset		91	-]	
Bad trade debts written off		68	128	
Depreciation of property, plant and equipment charged to cost of sales		480	388	
Depreciation of property, plant and equipment charged to operating expenses Dividend income from other investment		2,083	1,629 (297)	
Interest expense		241	276	
Interest income		(441)	(394)	
Loss on disposal of interest in a subsidiary		17	-	
Net allowance/(write-back of allowance) for doubtful trade debts		369	(389)	
Net gain on disposal of property, plant and equipment Performance share scheme expense		(93) 408	(83) 476	
Property, plant and equipment written off		22	16	
Share of results of associates		(1,021)	(820)	
Currency realignment		326	(532)	
Total adjustments		2,550	398	
Operating cash flows before changes in working capital		23,904	22,403	
Changes in working capital: Decrease/(increase) in inventories		22	(1.540)	
Decrease/(increase) in inventories Decrease/(increase) in gross amount due from customers		22	(1,540)	
for contract work-in-progress		2,753	(888)	
Decrease/(increase) in trade and other receivables		4,767	(12,167)	
(Increase)/decrease in other assets		(143)	188	
Increase in gross amount due to customers for contract work-in-progress		802	5,118	
(Decrease)/increase in trade and other payables		(2,040)	16,093	
Decrease in other liabilities		(2,238)	(2,361)	
Cash flows from operations		27,827	26,846	
Interest received		441	394	
Interest paid		(241)	(276)	
Income tax paid		(3,189)	(4,047)	
Net cash flows generated from operating activities		24,838	22,917	
Cash flows from investing activities				
Proceeds from disposal of property, plant and equipment		107	330	
Purchase of property, plant and equipment Acquisition of additional interest in an associate		(2,425)	(4,550) (703)	
Acquisition of other investments		-	(1,093)	
Capital contribution by non-controlling interest of a subsidiary		- *	90	
Cash acquired from re-measurement of ownership interest in a subsidiary		1,805	-	
Net cash outflow on disposal of interest in a subsidiary		(19)	-	
Acquisition of an associate Dividend received from other investment		(40)	- 297	
Dividends received from associates		496	497	
Net cash flows used in investing activities		(76)	(5,132)	
Cash flows from financing activities				
Dividends paid on ordinary shares		(7,782)	(7,725)	
Dividends paid to non-controlling interests of subsidiaries		(136)	(99)	
Repayment of finance lease obligations		(41)	(71)	
Proceeds from draw down of loans and borrowings		8,478	2,197	
Repayment of loans and borrowings Increase in deposits pledged to banks for banking facilities		(6,429) (52)	(2,101) (57)	
Net cash flows used in financing activities		(5,962)	(7,856)	
Net increase in cash and cash equivalents		18,800	9,929	
Effect of exchange rate changes on cash and cash equivalents		400	653	
Cash and cash equivalents at beginning of year		62,160	51,578	
Cash and cash equivalents at end of year	(f)	81,360	62,160	

^{*} Amount less than S\$1,000

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 equity holders of the Company						
Group	Share capital S\$'000	Treasury shares S\$'000	Retained earnings S\$'000	Other reserves S\$'000	Equity attributable to equity holders of the Company, total S\$'000	Non- controlling interests S\$'000	Equity, total S\$'000
Opening balance at 1 January 2014	23,266	(334)	65,601	(3,008)	85,525	3,747	89,272
Profit for the year	-	-	17,155	-	17,155	604	17,759
Other comprehensive income							
Foreign currency translation	-	-	-	746	746	117	863
Other comprehensive income for the year, net of tax	-	-	-	746	746	117	863
Total comprehensive income for the year	-	-	17,155	746	17,901	721	18,622
Contributions by and distributions to equity holders							
Ordinary shares issued pursuant to performance share scheme	348	-	-	-	348	-	348
Treasury shares reissued pursuant to performance share scheme	-	334	-	472	806	-	806
Dividends paid on ordinary shares	-	-	(7,782)	-	(7,782)	-	(7,782)
Total contributions by and distributions to equity holders	348	334	(7,782)	472	(6,628)	-	(6,628)
Changes in ownership interests in subsidiaries							
Capital contribution by non-controlling interest of subsidiaries	-	-	-	-	-	6	6
Disposal of interest in a subsidiary with a change in control	-	-	(51)	-	(51)	(20)	(71)
Dividends paid to non-controlling interests	-	-	-	-	-	(136)	(136)
Total changes in ownership interests in subsidiaries	-	-	(51)	-	(51)	(150)	(201)
Total transactions with equity holders in their capacity as equity holders	348	334	(7,833)	472	(6,679)	(150)	(6,829)
Closing balance at 31 December 2014	23,614	-	74,923	(1,790)	96,747	4,318	101,065

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)

	Attributable to equity holders of the Company						
Group	Share capital S\$'000	Treasury shares S\$'000	Retained earnings S\$'000	Other reserves S\$'000	Equity attributable to equity holders of the Company, total S\$'000	Non- controlling interests S\$'000	Equity, total S\$'000
Opening balance at 1 January 2013	23,266	(978)	55,582	(4,022)	73,848	2,980	76,828
Profit for the year	-	-	17,744		17,744	638	18,382
Other comprehensive income/(loss) Foreign currency translation	_	_	_	291	291	(33)	258
Other comprehensive income/(loss) for the year, net of tax	-	-	-	291	291	(33)	258
Total comprehensive income for the year	-	-	17,744	291	18,035	605	18,640
Contributions by and distributions to equity holders Treasury shares reissued pursuant to performance share scheme	_	644	_	836	1,480	_	1,480
Dividends paid on ordinary shares	_	-	(7,725)	-	(7,725)	_	(7,725)
Total contributions by and distributions to equity holders	-	644	(7,725)	836	(6,245)	-	(6,245)
<u>Changes in ownership interests in subsidiaries</u> Capital contribution by non-controlling interest of subsidiaries				_		148	148
Dilution of interest in a subsidiary	-	-	-	(113)	(113)	113	140
Dividends paid to non-controlling interests	-	-	-	()	-	(99)	(99)
Total changes in ownership interests in subsidiaries	-	-	-	(113)	(113)	162	49
Total transactions with equity holders in their capacity as equity holders	-	644	(7,725)	723	(6,358)	162	(6,196)
Closing balance at 31 December 2013	23,266	(334)	65,601	(3,008)	85,525	3,747	89,272

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)

	Attributable to equity holders of the Company						
Company	Share capital S\$'000	Treasury shares S\$'000	Retained earnings S\$'000	Other reserves S\$'000	Equity, total S\$'000		
Opening balance at 1 January 2014	23,266	(334)	11,808	1,354	36,094		
Profit for the year Other comprehensive income for the year, net of tax	-	-	8,320	-	8,320		
Total comprehensive income for the year	-	-	8,320	-	8,320		
Contributions by and distributions to equity holders Ordinary shares issued pursuant to performance share scheme Treasury shares reissued pursuant to performance share scheme Dividends paid on ordinary shares	348	- 334 -	- - (7,782)	- 472 -	348 806 (7,782)		
Total transactions with equity holders in their capacity as equity holders	348	334	(7,782)	472	(6,628)		
Closing balance at 31 December 2014	23,614	-	12,346	1,826	37,786		
Opening balance at 1 January 2013	23,266	(978)	10,689	518	33,495		
Profit for the year Other comprehensive income for the year, net of tax	-	-	8,844 -	-	8,844 -		
Total comprehensive income for the year	-	-	8,844	-	8,844		
Contributions by and distributions to equity holders Treasury shares reissued pursuant to performance share scheme Dividends paid on ordinary shares	-	644 -	- (7,725)	836 -	1,480 (7,725)		
Total transactions with equity holders in their capacity as equity holders	-	644	(7,725)	836	(6,245)		
Closing balance at 31 December 2013	23,266	(334)	11,808	1,354	36,094		

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.

Ordinary shares issued and fully paid-up	Number of shares	Issued and paid-up share capital S\$'000
Balance as at 1 January 2014	194,183,151	23,266
Issuance of shares pursuant to performance share scheme	370,110	348
Balance as at 31 December 2014	194,553,261	23,614

There were no outstanding convertibles issued by the Company as at 31 December 2014 and 31 December 2013.

There were Nil and 866,200 treasury shares held by the Company against the total number of issued shares excluding treasury shares of 194,553,261 and 193,316,951 as at 31 December 2014 and 31 December 2013 respectively.

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.

	Company		
	As at 31 Dec 14	As at 31 Dec 13	
Total number of issued shares excluding treasury shares	194,553,261	193,316,951	

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

	Number of treasury shares	S\$'000
Balance as at 1 January 2014 Reissuance of shares pursuant to performance share scheme	866,200 (866,200)	334 (334)
Balance as at 31 December 2014		-

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

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

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

Not applicable.

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

Except as disclosed in paragraph 5 below, the accounting policies and methods of computation adopted in the financial statements for the current reporting year are consistent with those disclosed in the audited financial statements for the financial year ended 31 December 2013.

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 all the applicable new and revised Financial Reporting Standards ("FRS") and Interpretations of Financial Reporting Standards ("INT FRS") that are mandatory for the accounting periods beginning on or after 1 January 2014. The adoption of these new and revised FRS and INT FRS did not result in any substantial change to the Group's and the Company's accounting policies and has no significant impact on the financial statements for the current reporting year except as discussed below:

FRS 110 Consolidated Financial Statements replaces the control assessment criteria and consolidation requirements previously in FRS 27 Consolidated and Separate Financial Statements and INT FRS 12 Consolidation - Special Purpose Entities. FRS 110 defines the principle of control and establishes control as the basis for determining which entities are consolidated in the consolidated financial statements. It also provides more extensive application guidance on assessing control based on voting rights or other contractual rights. Under FRS 110, control assessment will be based on whether an investor has (i) power over the investee; (ii) exposure, or rights, to variable returns from its involvement with the investee; and (iii) the ability to use its power over the investee to affect the amount of the returns.

The Directors of the Company made an assessment as at the date of initial application of FRS 110 (i.e. 1 January 2014) as to whether or not the Group has control over Kingsmen Middle East LLC ("KME") in accordance with the definition of control and the related guidance set out in FRS 110.

The Directors of the Company concluded that the Group has control over KME on the basis of the Group's effective beneficial interest of 55.51% in KME.

Therefore, in accordance with the requirements of FRS 110, KME has been accounted for as a subsidiary of the Company in financial year 2014 with its financial statements consolidated with those of the Group. Prior to the adoption of FRS 110, KME has been treated as an associate of the Group and accounted for using the equity method of accounting.

With the adoption of FRS 110, the effects of the change in accounting treatment of KME are to be applied retrospectively. However, as the effect of the adoption is not material to the comparative figures, no restatement of comparative figures has been made.

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

	Group Year Ended		
	31 Dec 14 31 De		
Net profit attributable to shareholders (S\$'000)	17,155	17,744	
Weighted average number of ordinary shares in issue	194,166,027	192,648,498	
Troigined average named or ordinary endies in locae	101,100,027	102,010,100	
Basic and diluted earnings per share (S\$ cents)	8.84	9.21	

The basic and diluted earnings per share are the same as there were no potentially dilutive ordinary shares in issue as at 31 December 2014 and 31 December 2013.

- 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.

	Group		Company	
	As at 31 Dec 14	As at 31 Dec 13	As at 31 Dec 14	As at 31 Dec 13
Net asset value, net of non-controlling				
interests (S\$'000)	96,747	85,525	37,786	36,094
Number of ordinary shares in issue,				
excluding treasury shares	194,553,261	193,316,951	194,553,261	193,316,951
Net asset value per ordinary share (S\$ cents)	49.73	44.24	19.42	18.67

- 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

Revenue

		Group		
	Year E	nded		
	31 Dec 14	31 Dec 13	+/-	
	S\$'000	S\$'000	S\$'000	%
Exhibitions & Museums	136,455	103,440	33,015	31.9%
Retail & Corporate Interiors	174,344	166,604	7,740	4.6%
Research & Design	12,928	11,389	1,539	13.5%
Alternative Marketing	12,686	14,818	(2,132)	-14.4%
	336,413	296,251	40,162	13.6%

For the financial year ended 31 December 2014 ("FY2014"), the Group recorded revenue of \$\$336.4 million, an increase of \$\$40.2 million or 13.6% as compared to \$\$296.2 million for the previous corresponding financial year ended 31 December 2013 ("FY2013"). This was mainly attributable to organic growth within the Group and revenue contribution from Kingsmen Middle East LLC ("KME") which was accounted for as a subsidiary of the Group with effect from 1 January 2014.

(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 (Cont'd)

The **Exhibitions & Museums division** performed well in FY2014 with revenue of S\$136.4 million as compared to S\$103.4 million in FY2013, an increase of S\$33.0 million or 31.9%. The key contributors to the division's revenue were revenue from major projects such as Formula 1 Singapore Grand Prix 2014, Formula E Championship @ Putrajaya Malaysia, Sportshub, Singapore Airshow 2014, Food & Hotel Asia 2014, Tax Free Asia Pacific 2014, WTA Finals Singapore 2014 and thematic projects in China.

The **Retail & Corporate Interiors division** recorded revenue of S\$174.3 million in FY2014, an increase of S\$7.7 million from S\$166.6 million in FY2013. The increase in revenue was due to the continued strong demand for interior design and fit-out services from key accounts such as Shilla, Tiffany & Co., Lotte Group, H&M, Christian Dior, Fendi and Uniglo.

The **Research & Design division** continued to grow steadily registering revenue of S\$12.9 million in FY2014, an increase of 13.5% as compared to S\$11.4 million in FY2013. Key accounts which contributed to the division's revenue included customers and brand names such as Burberry, SKII, Metro and Shilla.

Revenue from the **Alternative Marketing division** of S\$12.7 million in FY2014 was lower by S\$2.1 million as compared to S\$14.8 million in FY2013. The higher revenue in FY2013 was due to the completion of a major one-off project. In FY2014, the division completed projects and events for clients such as BMW, Jurong Health, Heineken and Starhub.

Gross Profit

	Group				
	Year E	Year Ended			
	31 Dec 14 S\$'000	31 Dec 13 S\$'000	+/- %		
Revenue	336,413	296,251	13.6%		
Gross profit	84,840	75,972	11.7%		
Gross profit margin	25.2%	25.6%			

Gross profit for FY2014 increased by \$\$8.8 million or 11.7%, from \$\$76.0 million in FY2013 to \$\$84.8 million in FY2014. The increase was brought about mainly by higher revenue registered. Gross profit margin was stable at 25.2% in FY2014 as compared to 25.6% in FY2013.

Other Items of Income

Interest income relates mainly to interest income earned from fixed deposits and bank balances placed with banks.

Other income comprises items as set out in Note 1(a)(a).

(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 (Cont'd)

Other Items of Expenses

	Group			
_	Year E	nded		
	31 Dec 14 31 Dec 13		+/-	
	S\$'000	S\$'000	%	
Depreciation of property, plant and equipment	2,083	1,629	27.9%	
Employee benefits expense	54,092	47,721	13.4%	
Other expenses	13,761	10,567	30.2%	
Interest expense	241	276	-12.7%	
	70,177	60,193	16.6%	

Higher operating expenses were incurred in FY2014 as compared to FY2013. The increase was mainly due to the inclusion of KME as a subsidiary of the Group with effect from 1 January 2014 and increases in expenses such as employee benefits expense due to higher headcount and increased average wages and one-off costs in relation to the settlement of a legal case in China.

Share of Results of Associates

Share of results of associates increased by \$\$0.2 million or 24.5% from \$\$0.8 million in FY2013 to \$\$1.0 million in FY2014. The increase was mainly due to contribution from a new associate, namely Kingsmen C.M.T.I Co., Limited acquired in January 2014.

Profit Net of Tax Attributable to Equity Holders of the Company

Profit net of tax attributable to equity holders of the Company decreased by \$\$0.6 million or 3.3% from \$\$17.8 million in FY2013 to \$\$17.2 million in FY2014, notwithstanding the higher revenue and gross profit registered. This was largely due to the higher operating expenses (such as employee benefits expense and one-off costs in relation to the settlement of a legal case in China) incurred.

(b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Equity Attributable to Equity Holders of the Company

Equity attributable to equity holders of the Company increased by S\$11.2 million from S\$85.5 million as at 31 December 2013 to S\$96.7 million as at 31 December 2014 mainly as a result of the net profit generated for FY2014 of S\$17.2 million and partially offset by dividend distribution of S\$7.8 million to shareholders of the Company.

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

In our announcement on 12 November 2014, we stated that we expect fourth quarter ended 31 December 2014 to be a good quarter and financial year ended 31 December 2014 to be another rewarding year. Our results are in line with the Group's expectation.

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.

Our Exhibitions & Museums division is expected to do well in FY2015 in view of the exciting line-up of projects and attractions that will be built in Asia and the Middle East. This coupled with the SG50 celebrations in Singapore and the rise of Asia as an important location for key lifestyle and sporting events augur well for our business.

On the Retail & Corporate Interiors front, we expect to maintain our momentum, as more mid-tier and fast fashion brands enter the Asian markets and expand rapidly in the city centres. These developments, alongside the rise of travel, are resulting in the rapid building and refurbishment of airports in Asia. This in turn has resulted in travel retail becoming a key expansion strategy for luxury brands.

As at 31 January 2015, we have secured contracts of approximately S\$137 million, of which S\$119 million is expected to be recognised in FY2015. Barring unforeseen circumstances, we expect FY2015 to be a good year.

11 Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

Yes.

Name of Dividend Final
Dividend Type Cash
Dividend Amount per Share (in SGD Cents) 2.50

Tax Rate Tax exempt (one 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 Final
Dividend Type Cash
Dividend Amount per Share (in SGD Cents) 2.50

Tax Rate Tax exempt (one tier)

(c) Date payable

The above proposed dividends (the "Dividends"), subject to shareholders' approval at the forthcoming Annual General Meeting, will be paid on 29 May 2015.

11 Dividend (Cont'd)

(d) Books closure date

NOTICE IS HEREBY GIVEN THAT the Share Transfer Books and Register of Members of the Company will, subject to shareholders' approval of the Dividends at the forthcoming Annual General Meeting, be closed on 20 May 2015 to determine shareholders' entitlements to the Dividends and for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623 up to 5.00 p.m. on 19 May 2015 will be registered to determine shareholders' entitlements to the Dividends. Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with shares at 5.00 p.m. on 19 May 2015 will be entitled to the Dividends.

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

Not applicable.

If the group has obtained a general mandate from shareholders for interested person transactions, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no interested person transactions mandate has been obtained, a statement to that effect.

No interested person transaction mandate has been obtained from the shareholders of the Company. There were no interested person transactions of S\$100,000 and above entered into by the Group during the financial year ended 31 December 2014.

PART 2 - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

Segmented revenue and results for business or geographical segments (of the Group) with comparative information for the immediately preceding year.

2014	Exhibitions & Museums S\$'000	Retail & Corporate Interiors S\$'000	Research & Design S\$'000	Alternative Marketing S\$'000	Corporate & Others S\$'000	Eliminations S\$'000	Per Consolidated Financial Statements S\$'000
Revenue							
External customers	136,455	174,344	12,928	12,686	-		336,413
Inter-segment (Note A)	4,961	8,330	11	3,510	-	(16,812)	
Total revenue	141,416	182,674	12,939	16,196	-	(16,812)	336,413
Results							
Interest income	86	274	12	11	58		441
Interest expense	(129)	(112)	-	-	-		(241)
Amortisation of intangible asset	(45)	(46)	-	-	-		(91)
Depreciation of property, plant and							
equipment	(1,444)	(680)	(244)	(64)	(131)		(2,563)
Net gain on disposal of property,							
plant and equipment	55	9	29	-	-		93
Bad trade debt written off	-	(68)	-	-	-		(68)
Net (allowance)/write-back of allowance							
for doubtful trade debts	(145)	(202)	(26)	4	-		(369)
Share of results of associates	675	346	-	-	-		1,021
Performance share scheme expense	-	(350)	(58)	-	-		(408)
Property, plant and equipment written off	(17)	(1)	-	-	(4)		(22)
Segment profit/(loss)	4,814	15,192	2,979	135	(1,766)		21,354
Non-current assets							
Investments in associates	5,022	3,073	-	-	-		8,095
Additions to property, plant and equipment	895	933	89	116	392		2,425

Segmented revenue and results for business or geographical segments (of the Group) with comparative information for the immediately preceding year. (cont'd)

2013	Exhibitions & Museums S\$'000	Retail & Corporate Interiors S\$'000	Research & Design S\$'000	Alternative Marketing S\$'000	Corporate & Others S\$'000	Eliminations S\$'000	Per Consolidated Financial Statements S\$'000
Revenue							
External customers	103,440	166,604	11,389	14,818	-		296,251
Inter-segment (Note A)	13,232	7,456	3	99	-	(20,790)	-
Total revenue	116,672	174,060	11,392	14,917	-	(20,790)	296,251
Results							
Interest income	146	214	6	5	23		394
Interest expense	(167)	(109)	-	-	-		(276)
Depreciation of property, plant and							
equipment	(1,043)	(597)	(153)	(123)	(101)		(2,017)
Net gain on disposal of property, plant							
and equipment	9	32	-	42	-		83
Bad trade debt written off	(40)	(47)	(1)	(40)	-		(128)
Net (allowance)/write-back of allowance							
for doubtful trade debts	(56)	456	(11)	-	-		389
Share of results of associates	518	302	-	-	-		820
Performance share scheme expense	-	(381)	(95)	-	-		(476)
Property, plant and equipment written off	(13)	(3)	-	-	-		(16)
Segment profit/(loss)	3,008	17,166	2,624	198	(991)		22,005
Non-current assets							
Investments in associates	5,576	3,839	-	-	-		9,415
Additions to property, plant and equipment	2,795	1,467	51	89	195		4,597

Note: Nature of eliminations to arrive at amounts reported in the consolidated financial statements is as follows:

A. Inter-segment revenue are eliminated on consolidation.

Segmented revenue and results for business or geographical segments (of the Group) with comparative information for the immediately preceding year. (cont'd)

Segment revenue by geographical regions

We have segmented our revenue by geographical regions based on the location of our clients.

	Year Ended 31 Dec 14		Year Ended 31 Dec 13		
Revenue	S\$000	%	S\$000	%	
Singapore	138,597	41.2%	111,010	37.5%	
Greater China	93,992	27.9%	100,240	33.8%	
Malaysia	27,728	8.2%	20,996	7.1%	
Vietnam	19,422	5.8%	16,092	5.4%	
Middle East	16,397	4.9%	604	0.2%	
Rest of Asia	13,233	3.9%	12,316	4.2%	
Europe	11,309	3.4%	12,023	4.0%	
Indonesia	7,805	2.3%	15,029	5.1%	
United States and Canada	6,955	2.1%	6,132	2.1%	
Others	975	0.3%	1,809	0.6%	
	336,413	100.0%	296,251	100.0%	

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

Please refer to paragraph 8 for review of performance.

16 A breakdown of sales as follows:-

	Group		
	Year e	Year ended	
	31 Dec 14 S\$'000	31 Dec 13 S\$'000	% Change + / (-)
Revenue reported for first half year	136,921	122,446	11.8%
Operating profit after tax before deducting non-controlling interests reported for first half year	6,181	7,737	-20.1%
Revenue reported for second half year	199,492	173,805	14.8%
Operating profit after tax before deducting non-controlling interests reported for second half year	11,578	10,645	8.8%

17 A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year as follows:-

	Latest Full Year S\$'000	Previous Full Year S\$'000
Ordinary	7,782	7,725
Preference		<u>-</u>
Total	7,782	7,725

Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13). If there are no such persons, the issuer must make an appropriate negative statement.

Name	Age	Family relationship with any Director and/or Substantial Shareholder	Current position and duties, and the year position was first held	Details of changes in duties and position held, if any, during the year
Ong Chin Kwan	57	Brother of Simon Ong Chin Sim (Group Managing Director, Executive Director and Substantial Shareholder)	Executive Director and Creative Director of Kingsmen Design Pte Ltd. He is responsible for charting the creative direction and developing its design capabilities, ensuring that all designs meet the aesthetic, functional and budgetary requirements of our clients. Position held since January 2000.	NA

BY ORDER OF THE BOARD OF DIRECTORS

Soh Siak Poh Benedict Executive Chairman

25 February 2015