

## mm2 Asia Ltd.

(Incorporated in Singapore) (Company Registration No. 201424372N)

# FULL YEAR FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE PERIOD ENDED 31 MARCH 2017

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Hong Leong Finance Limited (the "Sponsor"), for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this document.

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## PART I - INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEARLY 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.

	Group For the year ended				
	31 Mar 2017	31 Mar 2016	Change		
	FY2017	FY2016			
	(Unaudited)	(Audited)			
	SGD'000	SGD'000	%		
Revenue	95,371	38,338	149%		
Cost of sales	(50,117)	(19,952)	151%		
Gross profit	45,254	18,386	146%		
dioss profit	45,254	10,300	140%		
Other income	169	50	238%		
Other gain - net	262	236	11%		
Administrativa avagas	(10.160)	(8.205)	131%		
Administrative expenses	(19,168)	(8,295)			
Finance expenses	(615)	(387)	59%		
Share of loss of associated company	(7)	-	-100%		
Profit before income tax	25,895	9,990	159%		
Income tax expense	(3,847)	(1,095)	251%		
Net profit for the financial year	22,048	8,895	148%		
Other comprehensive income, net of tax:					
Items that may be reclassfied subsequently to profit or loss:					
Currency translation difference arising from consolidation - losses	(646)	(545)	19%		
Total comprehensive income	21,402	8,350	156%		
Profit attributable to :					
Equity holders of the Company	18,816	8,176	130%		
Non-controlling interests	3,232	719	350%		
	22,048	8,895	148%		
		<u> </u>			
Total comprehensive income attributable to : Equity holders of the Company	18,170	7,631	138%		
Non-controlling interests	3,232	719	350%		
	21,402	8,350	156%		

## Profit for the year was stated after charging/(crediting) the followings:

	Group				
	For the year ended				
	31 Mar 2017	31 Mar 2016	Change		
	FY2017	FY2016			
	(Unaudited)	(Audited)			
	SGD'000	SGD'000	%		
Notes to Consolidated Statement of Comprehensive Income					
Personnel expenses (1)	7,175	3,781	90%		
Travelling expenses	237	142	67%		
Finance expenses	615	387	59%		
Depreciation	1,078	530	103%		
Entertainment	97	57	70%		
Rental expenses	2,636	1,224	115%		
Utilities	874	288	203%		
Upkeep expenses	829	242	243%		
Professional fee	1,562	1,298	20%		
Allowance for doubtful debts	-	143	NM		
Amortisation costs of film rights	13,075	8,438	55%		
Amortisation costs of film intangible	617	477	29%		
Amortisation costs of film inventory	71	15	373%		
Concert hosting/manpower	-	-	0%		
Artistes fees	6,858	-	100%		
Loss/(gain) on disposal of property, plant & equipment	1	(19)	-105%		
Gain on disposal of available-for-sale investment	(25)	-	NM		
Interest income	(18)	(11)	64%		
Other income	(152)	(39)	290%		
Foreign exchange gain, net	(237)	(218)	9%		

NM - not meaningful

 $<sup>\</sup>ensuremath{^{(1)}}$  Directors' performance bonus forms part of the personnel expenses.

## 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.

	Group		Company		
	31 Mar 2017 (Unaudited) SGD'000	31 Mar 2016 (Audited) SGD'000	31 Mar 2017 (Unaudited) SGD'000	31 Mar 2016 (Audited) SGD'000	
ASSETS					
Current assets					
Cash and cash equivalents	25,755	4,743	2,453	343	
Trade and other receivables	46,387	24,416	48,544	21,966	
Inventories and work-in-progress	579	264	-	-	
Film products and films under production	23,263	9,831			
	95,984	39,254	50,997	22,309	
Non-current assets					
Property, plant and equipment	11,245	3,648	=	-	
Goodwill	43,819	13,989	-	-	
Film rights	5,561	8,811	-	-	
Film intangibles	1,923	1,304	_	_	
Film inventories	1,590	977			
Development of software	247	202	_	_	
Investment in subsidiary corporations		-	65,333	38,328	
Investment in associated company	1,493	_	1,493	30,320	
Available-for-sale financial assets	1,433	250		_	
Deferred tax assets	1,144	550	_	_	
Deferred tax assets	67,022	29,731	66,826	38,328	
Total assets	163,006	68,985	117,823	60,637	
LIABILITIES Current liabilities					
Trade and other payables	48,385	23,805	28,510	1,656	
Income tax payable	5,592	3,051	-	-	
Deferred income	1,333	557	-	_	
Progress billing in excess of work-in-progress	634	604	-	_	
Borrowings	11,115	232	2,506	-	
•	67,059	28,249	31,016	1,656	
Non-current liabilities					
Borrowings	578	2,817	_	2,154	
Deferred tax liabilities	967	754	_	_,	
	1,545	3,571	-	2,154	
Total liabilities	68,604	31,820	31,016	3,810	
NET ASSETS	94,402	37,165	86,807	56,827	
	'-				
EQUITY Capital and reserves attributable to equity holders of the Company					
Share capital	88,212	56,982	88,212	56,982	
Other reserves	(37,429)	(37,655)	, -	446	
Retained profits/(accumulated losses)	35,676	16,860	(1,405)	(601)	
	86,459	36,187	86,807	56,827	
Non-controlling interests	7,943	978	-	-	

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

## Amount repayable in one year or less or on demand

As at 31 Ma	rch 2017	As at 31 March 2016		
(Unaud	ited)	(Audited)		
Secured	Unsecured	Secured	Unsecured	
SGD'000	SGD'000	SGD'000	SGD'000	
11,115	-	232		

## Amount repayable after one year

As at 31 Ma	rch 2017	As at 31 March 2016		
(Unaud	ited)	(Audited)		
Secured	Unsecured	Secured	Unsecured	
SGD'000	SGD'000	SGD'000 SGD'000		
578	-	663	2,154	

#### Details of any collateral

The Group's secured portion of borrowings are secured by deeds of guarantee and indemnities, joint and several personal guarantees provided by our Management Officers, Angelin Ong, Kent Chan, Lee Hoon Hwee, Hong Wei Chien and Yeo Eng Pu, Charles.

The new acquired subsidiary corporation, UnUsUaL Limited., the bank borrowings is secured by corporate guarantee from the holding company and a leasehold building of a related party while finance lease payables are secured by underlying assets acquired.

## Consolidated Statement of Cash Flows

	Group For the year ended		
	31 Mar 2017 FY2017 (Unaudited) SGD'000	31 Mar 2016 FY2016 (Audited) SGD'000	
Cash flows from operating activities			
Net profit Adjustments for:	22,048	8,895	
- Income tax expense	3,847	1,095	
- Depreciation of property, plant & equipment	1,078	530	
- Interest income	(18)	(11	
- Interest expense	615	387	
- Amortisation of film rights	13,075	8,438	
- Amortisation of film intangible	617	15	
- Amortisation of film inventory - Share of loss of associated company	71 7	-	
- Loss/(gain) on disposal of property, plant & equipment	1	(19	
- Gain on disposal of available-for-sale	(25)	-	
- Allowance for doubtful debts	<del>-</del>	143	
- Write down of investment	=	_*	
- Unrealised currency translation gains	430	(445	
	41,746	19,028	
Change in working capital, net of effects from acquisition of			
subsidiary corporations: - Trade and other receivables	(8,562)	(2,953	
- Film products and films under production	(23,227)	(15,985	
- Film intangibles	(1,269)	(1,304	
- Film inventories	(614)	(952	
- Inventories	(142)	(46	
- Trade and other payables	2,409	(1,130	
- Progress billing in excess of work-in-progress	(144)	386	
- Deferred income	776	(589	
Cash provided by/(used in) operations	10,973	(3,545	
Income tax paid  Net cash provided by/(used in) operating activities	(1,963) 9,010	(86)	
		(5)051	
Cash flows from investing activities  Acquisition of a subsidiary corporation, net of cash acquired	(6,000)	(600	
Repayment of deferred consideration	(9,356)	000)	
Software development	(44)	(3	
Additions of script rights	(418)	- '	
Additions to property, plant and equipment	(5,802)	(1,079	
Proceeds from disposal of property, plant and equipment	_ *	25	
Deposit for purchase of business assets	(498)	(76	
Purchase of business assets	(4,186)	(7,034	
Proceeds/(purchase) of available-for-sale financial assets Interest received	275 18	(250 11	
Net cash used in investing activities	(26,011)	(9,006	
	<u></u>	<del></del>	
Cash flows from financing activities Fixed deposit pledged to bank	50	(439	
Proceeds from issuance of shares	18,040	6,223	
Proceeds from issuance of convertible bonds	7,500	5,475	
Proceeds from borrowings	11,769	482	
Repayment of borrowings	(1,448)	(279	
Repayment of lease liabilities	(63)	(53	
Interest paid	(532)	(240	
Net cash provided by financing activities	35,316	11,169	
Net increase/(decrease) in cash and cash equivalents	18,315	(1,468	
Beginning of financial year	4,133	5,674	
Exchange effects on cash and cash equivalents	(184)	(73	
End of financial year	22,264	4,133	
Cash and cash equivalents comprise:			
Cash and bank balances	25,264	4,223	
Fixed deposits	491	520	
	25,755	4,743	
Cash and Cash equivalents			
Cash and bank balances ((b)(i))	25,755	4,743	
Less : Bank deposits pledged Less : Bank overdrafts	(491)	(520	
Less: Bank overdrafts  Cash and cash equivalents per consolidated statement of	<del></del>	(90	
cash flows	25,264	4,133	

<sup>\*</sup> Less than \$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 comparatives statement for the corresponding period of the immediately preceding financial year.

## **Consolidated Statement of Changes in Equity**

	< Attrib	outable to equity ho	Iders of the Company	<i>,</i> >		
Group (Unaudited)	Share capital SGD'000	Other reserves SGD'000	Distributable retained earnings SGD'000	Total SGD'000	Non-controlling interests SGD'000	Total equity SGD'000
Balance as at 1 April 2016	56,982	(37,655)	16,860	36,187	978	37,165
Net profit for the year	-	-	18,816	18,816	3,232	22,048
Other comprehensive loss for the year		(646)	-	(646)	-	(646)
	56,982	(38,301)	35,676	54,357	4,210	58,567
Net asset retained by non-controlling interest upon acquisition of a subsidiary corporation	-	(11)	-	(11)	-	(11)
Non-controlling interest arising from acquisition of a subsidiary corporation	-	-	-	-	2,062	2,062
Dillution of shares in subsidiary	-	1,329	-	1,329	1,671	3,000
Issuance of new shares pursuant to conversion of exchangeable notes	2,644	-	-	2,644	-	2,644
Issuance of new shares pursuant to conversion of convertible notes	7,534	(446)	-	7,088	-	7,088
Issuance of new shares pursuant to placement agreement with Starhub Ltd	18,040	-	-	18,040	-	18,040
Issuance of new shares pursuant to acquire business from Mega Cinemas Management Sdn Bhd	3,012	-	-	3,012	-	3,012
Balance as at 31 March 2017	88,212	(37,429)	35,676	86,459	7,943	94,402

	< Attril	outable to equity ho	olders of the Company	<i>,</i> >		
Group (Audited)	Share capital SGD'000	Other reserves SGD'000	Distributable retained earnings SGD'000	Total SGD'000	Non-controlling interests SGD'000	Total equity SGD'000
Croup (riumital)						
Balance as at 1 April 2015	47,884	(37,387)	8,684	19,181	-	19,181
Net profit for the year	-	-	8,176	8,176	719	8,895
Other comprehensive loss for the year	_	(545)	-	(545)	_	(545)
	47,884	(37,932)	16,860	26,812	719	27,531
Convertible bond - equity component	-	446	-	446	-	446
Net asset retained by non-controlling interest upon acquisition of a subsidiary corporation	-	(169)	-	(169)	-	(169)
Non-controlling interest arising from acquisition of a subsidiary corporation	-	-	-	-	259	259
Issuance of new shares pursuant to conversion of exchangeable notes	1,208	-	-	1,208	-	1,208
Issuance of new shares pursuant to conversion of convertible notes	2,890	-	-	2,890	-	2,890
Issuance of new shares pursuant to placement agreement with Hesheng Media Co., Ltd	1,000	-	-	1,000	-	1,000
Issuance of new shares pursuant to placement agreement with Maxi-Harvest Group Pte. Ltd.	2,000	-	-	2,000	-	2,000
Issuance of new shares pursuant to placement agreement with Apex Capital Group Pte. Ltd.	2,000	-	-	2,000	-	2,000
Balance as at 31 March 2016	56,982	(37,655)	16,860	36,187	978	37,165

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 comparatives statement for the corresponding period of the immediately preceding financial year.

## Statement of Changes in Equity

Company (Unaudited)	Share capital SGD'000	Other reserves SGD'000	(Accumulated losses)/retained earnings SGD'000	Total SGD'000	Non-controlling interest SGD'000	Total equity SGD'000
Balance as at 1 April 2016	56,982	446	(601)	56,827	-	56,827
Net Profit for the year		-	(804)	(804)	-	(804)
	56,982	446	(1,405)	56,023	=	56,023
Other reserve		-		-		-
Issuance of new shares pursuant to conversion of exchangeable notes	2,644	-	-	2,644	-	2,644
Issuance of new shares pursuant to conversion of convertible notes	7,534	(446)	-	7,088	-	7,088
Issuance of new shares pursuant to placement agreement with Starhub Ltd	18,040	-	-	18,040	-	18,040
Issuance of new shares pursuant to acquire business from Mega Cinemas Management Sdn Bhd	3,012	-	-	3,012	-	3,012
Balance as at 31 March 2017	88,212	-	(1,405)	86,807	-	86,807

Company (Audited)	Share capital SGD'000	Other reserves SGD'000	(Accumulated losses)/retained earnings SGD'000	Total SGD'000	Non-controlling interest SGD'000	Total equity SGD'000
Balance as at 1 April 2015	47,884	-	(483)	47,401	-	47,401
Net loss for the year	-	-	(118)	(118)	-	(118)
	47,884	-	(601)	47,283	-	47,283
Convertible bond - equity cmponent	-	446	-	446	-	446
Issuance of new shares pursuant to						
conversion of exchangeable notes	1,208	-	-	1,208	-	1,208
Issuance of new shares pursuant to conversion of convertible notes	2,890	-	-	2,890	-	2,890
Issuance of new shares pursuant to placement agreement with Hesheng Media Co., Ltd	1.000	_	_	1,000	_	1,000
Issuance of new shares pursuant to	_,,			-,		_,
placement agreement with Maxi-Harvest						
Group Pte. Ltd.	2,000	-	-	2,000	-	2,000
Issuance of new shares pursuant to placement agreement with Apex Capital						
Group Pte. Ltd.	2,000	=	-	2,000	-	2,000
Balance as at 31 March 2016	56,982	446	(601)	56,827	<u>-</u>	56,827

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 issue 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. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

#### **Shares Capital - Ordinary Shares**

	Number of shares	Issued and paid-up share capital (S\$)
Ordinary shares of the Company		
As at 31 March 2016	442,264,888	56,981,767
As at 31 March 2017	1,047,781,420	88,211,923

#### **Outstanding Convertibles**

	Number of shares that may be issued on				
	conversion	Principal amount (\$\$)			
Exchangeable notes - A right					
As at 31 March 2016	9,517,857	2,600,000			

<sup>(1)</sup> The number of shares included 1,047,781,420 shares issued pursuant to completion of share split exercise on 14 October 2016.

Exchange-A Price: S\$0.5635, which is 112.5% of the volume-weighted average price of the Company's shares (as quoted on the SGX-ST) for the previous 15 Trading Days prior to, but excluding, the date of the Agreement, being the price at which the Company's new shares will be issued upon Exchange-A.

The Company did not have any outstanding options, convertibles or treasury shares or subsidiary holdings as at 31 March 2017.

(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	31 Mar 2017	31 Mar 2016
Total number of issued shares	1,047,781,420	442,264,888

The Company did not have any treasury shares as at 31 March 2017 and 31 March 2016.

(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.

Not applicable. The Company did not have any treasury shares during and as at the end of the current financial year reported on.

- (d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

  During the financial period, there was no transaction pertaining to subsidiary holdings.
- 2 Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The figures have not been audited or reviewed by the auditors of the Company.

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

Not applicable.

<sup>(2)</sup>Based on the maximum number of the Company's new shares to be issued on Exchange-A, which is determined by dividing the aggregate of (i) the principal amount of the Note to be converted and (ii) all unpaid Accrued Interest (2.5%) up to and including the date of conversion, by the Exchange-A Price.

<sup>(3)</sup> Pursuant to the Share Split, the new exchange price of the outstanding \$\$2,600,000 in aggregate principal amount of exchangeable notes are exchanged into Shares has been adjusted from \$\$0.5635 to \$\$0.28. This figure represents the maximum number of additional Shares that may be issued arising from such adjustment of exchange price.

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

The Group has applied the same accounting policies and methods of computation in the Group's financial statements for the current financial year compared to the audited financial statements for the financial year ended 31 March 2016, except for the adoption of the new and revised Financial Reporting Standards which became effective for the financial period beginning on or after 1 April 2016. The adoption of these new and revised accounting standards did not give rise to any significant impact on the financial statements for the financial year ending 31 March 2017, as disclosed in paragraph 5 below.

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 new and revised Singapore Financial Reporting Standards ("FRS") and Interpretations of FRS ("Int FRS") that are relevant to its operations and effective for the financial period on or after 1 April 2016, where applicable. The adoption of these new and revised standards from the effective date is not expected to result in any material adjustments to the financial statements of the Group for the current financial reporting period.

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.

Earnings per share ("EPS")	Group For the year ended 31 Mar 2017 FY2017	Group For the year ended 31 Mar 2016 FY2016
Profit attributable to equity holders of the Company (\$\$)	18,815,976	8,176,819
Weighted average number of ordinary share in issue	1,047,781,420 (1)	442,264,888
Basic EPS (S\$) <sup>(2)</sup>	0.0180	0.0185
Weighted average number of ordinary share in issue + number of shares that may be issued on conversion of outstanding convertibles	1,047,781,420	451,782,745
Fully diluted basis EPS (S\$) (3)	0.0180	0.0181

#### Notes:

- 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	
	31 Mar 2017	31 Mar 2016	31 Mar 2017	31 Mar 2016
Net asset value (S\$)	94,401,810	37,164,867	86,806,581	56,826,634
Number of ordinary shares in issue	1,047,781,420	442,264,888	1,047,781,420	442,264,888
Net asset value per ordinary share (\$\$)	0.09	0.08	0.08	0.13

<sup>(1)</sup> The number of shares included 1,047,781,420 shares issued pursuant to completion of share split exercise on 14 October 2016.

<sup>(2)</sup> The basic EPS of the Group for the respective periods was calculated based on the weighted average number of ordinary shares in issue for the respective periods.

<sup>(3)</sup> The fully diluted basis EPS of the Group for the respective periods was calculated based on the weighted average number of ordinary shares in issue plus number of shares that may be issued on conversion of outstanding convertibles for the respective periods.

A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss:
(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.

## REVIEW OF FINANCIAL PERFORMANCE (CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME)

#### FY2017 vs FY2016

#### Revenue

Our Group's revenue increased by \$\$57.0 million or 149%, from the corresponding year in FY2016 to approximately \$\$95.4 million. The increase was mainly due to additional revenue generated from a newly acquired subsidiary corporation during the year, which recorded event and concert promotion of \$\$22.6 million and additional revenue generated from cinema business during the period which recorded distribution (Cinema operations) revenue of \$\$7.7 million. On top of that, the revenue of our core business increased by \$\$25.5 million or 86%, from \$\$29.8 million in FY2016, to approximately \$\$55.3 million in FY2017 whereas the revenue of post production business increased by \$\$1.3 million or 36%, from \$\$3.6 million in FY2016, to approximately \$\$4.9 million in FY2017.

#### Cost of sales

Cost of sales increased by \$\$30.2 million or 151%, from the corresponding year in FY2016 to approximately \$\$50.1 million. The increase was mainly due to additional costs incurred by a newly acquired subsidiary corporation during the year, which recorded event and concert promotion cost of \$\$14.1 million, and additional costs of \$\$3.0 million incurred by cinema business during the year. On top of that, the cost of sales attributable to our post production business increased by \$\$1.1 million or 100%, from \$\$1.1 million in FY2016, to approximately \$\$2.2 million in FY2017 whereas the cost of sales attributable to our core business increased by \$\$12.0 million or 71%, from \$\$16.8 million in FY2016, to approximately \$\$28.8 million in FY2017.

Amortisation of film rights increased by \$\$4.6 million from FY2016 to FY2017.

#### Gross profit

Our gross profit increased by \$\$26.9 million or 146%, from the corresponding year in FY2016 to approximately \$\$45.3 million in FY2017, which was partly contributed by a new subsidiary corporation of \$\$8.5 million, and partly contributed by a new cinema operations business of \$\$4.7 million. On top of that, the gross profit of our post production business increased by \$\$0.2 million or 8%, from \$\$2.5 million in FY2016, to approximately \$\$2.7 million in FY2017 whereas the gross profit of our core business increased by \$\$13.4 million or 100%, from \$\$13.4 million in FY2016, to approximately \$\$26.4 million in FY2017.

#### Other gains - net

The foreign currency exchange translation gain from the fluctuations of the other currencies against Singapore dollar resulted in a total increase in a net gain of \$\$19,000 from a gain of approximately \$\$218,000 in FY2016 to a gain of \$\$237,000 in FY2017. The increase of gain is mainly due to the currency fluctuations incurred by newly acquired subsidiary corporation during the financial year.

Other than that, the disposal of available-for-sale investment resulted in a net gain of S\$25,000 in FY2017 whereas the disposal of property, plant and equipment resulted in a net loss of S\$600 in FY2017, compared to a net gain of S\$19,000 in FY2016.

#### Other Income

Our Group's other income increased by \$\$119,000 in FY2017, which was mainly contributed by the newly acquired subsidiary.

Other than that, interest income of our Group increased by \$\$7,000 in FY2017 due to the fixed deposit pledged to bank by our cinema operation business during the financial year.

#### Administrative expenses

General and administrative expenses increased by \$\$10.9 million or 131%, from \$\$8.3 million in FY2016 to \$\$19.2 million in FY2017, this is due to the following reasons:

## Employee compensation costs

Employee compensation costs increased by S\$3.4 million or 90%. The increase was mainly attributable to an increase in employee compensation cost of S\$2.0 million due to an increase in the number of senior management staff, as well as the number of other employees resulting from the expansion of the Group. Besides that, employee compensation cost also increased by S\$1.2 million due to the acquisition of cinema business in FY2017. However, employee compensation cost for our post production business increased by S\$0.2 million due to the increase of the administrative staff.

#### Professional fees

Other than employee compensation cost, the increase was also due to the increase in total professional fees of \$\$0.3 million or 20%. The increase of \$\$0.3 million was due to the non-recurring events which took place in FY2017, and the breakdown is as follows:

	FY2017	FY2016
Professional fees	S\$'000	S\$'000
Professional fees - Core business	733	676
Professional fees - New subsidiary	_*	24
Merger & acquisition	688	358
Financing facilities	141	240
	1,562	1,298

<sup>\*</sup> Less than \$1,000.

8 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss:-

(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. (continued)

## REVIEW OF FINANCIAL PERFORMANCE (CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME) (continued)

#### Administrative expenses (Continued)

#### Depreciation costs

Depreciation costs increased by S\$0.5 million mainly due to the increase of approximately S\$0.4 million resulting from the cinema operation business and approximately S\$0.1 million from our our post production business.

#### Rental expense

Rental expenses increased by \$\$1.4 million which was due to the additional rental expenses incurred by cinema operation business.

#### **Utilities costs**

Utilities costs increased by S\$0.6 million which was mainly due to the additional utilities costs incurred by cinema operation business. The utilities costs incurred by the core business in FY2017 remained consistent compared to FY2016.

#### Finance expenses

Finance costs increased by \$\$0.2 million, from \$\$0.4 million in FY2016 to \$\$0.6 million in FY2017. The increase is mainly due to the finance costs resulting from bank borrowings increased by \$\$0.5 million which to finance the acquisition of a cinema business during the year. However, the interest expense for the convertible note and exchangeable note issued to Orientivity and 3VS1 has been decreased by \$\$0.1 million as the note has been converted at April of 2016. Besides, there is no finance cost due to unwinding of discount during the year thus it cause the finance cost decreased by \$\$0.2 million if compared with last financial year.

#### Profit before Income tax

As a result from the above, we recorded an increase of \$\$15.9 million or 159% in profit before tax from \$\$10.0 million in FY2016 to \$\$25.9 million in FY2017.

#### REVIEW OF FINANCIAL POSITION (CONSOLIDATED STATEMENT OF FINANCIAL POSITION)

#### FY2017 vs FY2016

#### Non-current assets

Our non-current assets increased by \$\$37.3 million or 126%, from \$\$29.7 million as at 31 March 2016 to \$\$67.0 million as at 31 March 2017, comprising the following:

- (i) Film rights, film intangibles and film inventories decreased by S\$2.0 million or 18%, from S\$11.1 million as at 31 March 2016 to S\$9.1 million as at 31 March 2017.
- (ii) Goodwill increased by \$\$29.8 million, resulting from the acquisition of a new subsidiary corporation of \$\$23.9 million, and the acquisition of a new cinema operations business of \$\$5.9 million as at 31 March 2017.

On 1 July 2016, the Group completed the acquisition of business assets from Mega Cinemas Management Sdn. Bhd. and on 11 August 2016, the Group completed the acquisition of subsidiary from UnUsUaL Pte. Ltd., and we have consolidated its financial results in our 1H2017 consolidated financial statements. The 51% shares in UnUsUaL Pte. Ltd. have been acquired for a total consideration of \$\$26.0 million and acquisition of business assets from Mega Cinemas Management Sdn. Bhd. for a total consideration of MYR22.0 million (approximate \$\$7.5 million) by the Group and of which the goodwill have been determined provisionally. The purchase price allocation to goodwill, intangibles (excluding goodwill) and other assets and liabilities is currently being assessed and is expected to be finalised within 12 months from the date of acquisition and hence the goodwill has not been allocated to the relevant cash-generating-units.

The provisional of goodwill is subject to changes after the finalisation of the Purchase Price Allocation on the acquisition of new subsidiary corporation and business asset.

(iii) Property, plant and equipment increased by S\$7.6 million due to the contribution of S\$6.9 million from the acquired a new subsidiary corporation, contribution of S\$0.1 million from the acquired a new business asset and contribution of S\$0.6 million from the incorporated new subsidiary corporation during the year.

#### **Current assets**

Our current assets increased by \$\$56.7 million or 144% from \$\$39.3 million as at 31 March 2016 to \$\$96.0 million as at 31 March 2017, representing 59% of our total assets and comprised the following:

- (i) Cash and cash equivalents increased by \$\$21.1 million or 449%, from \$\$4.7 million as at 31 March 2016 to \$\$25.8 million as at 31 March 2017. This was mainly due to the increase of \$\$10.7 million from a new subsidiary corporation and \$\$10.4 million from core business.
- (ii) Trade and other receivables increased by \$\$22.0 million or 90%, from \$\$24.4 million as at 31 March 2016 to \$\$46.4 million as at 31 March 2017. This was mainly due to the additional trade and other receivables from a new subsidiary corporation of \$\$5.6 million, and increase of \$\$16.4 million resulting from the increase in revenue.
- (iii) Capitalisation of all costs in relation to the production of our movies (including all film products and film under production) prior to the release of the movies increased by \$\\$13.5 million or 138%, from \$\\$9.8 million as at 31 March 2016 to \$\\$23.3 million as at 31 March 2017. This was mainly due to the increase in number of movies under production, which will be released to movie distributors and/or theatres in the next financial year.

## Non-current liabilities

Our non-current liabilities decreased by \$\$2.1 million or 58%, from \$\$3.6 million as at 31 March 2016 to \$\$1.5 million as at 31 March 2017. This was mainly due to there is no convertible notes has been issued during FY2017.

#### Current liabilities

Our current liabilities increased by \$\$38.9 million or 138% from \$\$28.2 million as at 31 March 2016 to \$\$67.1 million as at 31 March 2017, representing 98% of our total liabilities and comprised the following:

- (i) Trade and other payables increased by \$\$24.6 million or 103%, from \$\$23.8 million as at 31 March 2016 to \$\$48.4 million as at 31 March 2017. This is mainly due to the deferred consideration for the acquisition of a new subsidiary corporation of \$\$20.0 million, payable of \$\$1.5 million for the investment in an associate, additional trade and other payables from a new subsidiary corporation of \$\$9.3 million and increase of \$\$3.2 million by the core business during the financial year. Besides, there is a payment of \$\$6.9 million to Cathay Cineplexes Sdn. Bhd. on 6 April 2016 for the acquisition of cinema business and \$\$2.5 million on 10 August 2016 for the acquisition of subsidiary (Vividthree) in FY2016.
- (ii) Deferred income increased by S\$0.7 million or 117%, from S\$0.6 million as at 31 March 2016 to S\$1.3 million as at 31 March 2017. This was mainly due to higher licensing income to be earned when the movies are released in the next financial year, compared to FY2016.
- (iii) Borrowings increased by \$\$10.9 million or 5450%, from \$\$0.2 million as at 31 March 2016 to \$\$11.1 million as at 31 March 2017. This was mainly due to additional borrowings from a new subsidiary corporation of \$\$0.6 million and additional borrowings from cinema operations business of \$\$6.5 million during the financial year. The borrowing of core business also increased by \$\$3.8 million during the year.
- (iv) Income tax payable increased by \$\$2.5 million or 81%, from \$\$3.1 million as at 31 March 2016 to \$\$5.6 million as at 31 March 2017. This was mainly due to the increase in profit before tax in FY2017.

## REVIEW OF CASH POSITION (CONSOLIDATED STATEMENT OF CASH FLOW)

As at 31 March 2017 (FY2017), our cash and cash equivalents amounted to S\$25.3 million as compared to cash and cash equivalents of S\$4.1 million as at 31 March 2016 (FY2016).

#### Net cash generated from operating activities

In FY2017, we generated a net cash inflow of S\$41.7 million from operating activities before working capital changes of approximately S\$32.7 million cash outflow

Our net working capital outflow was mainly due to cash outflows of \$\$8.6 million from an increase in trade and other receivables, increase of \$\$23.2 million from additional movies under production, an increase in film intangibles of \$\$1.3 million, an increase in film inventories of \$\$0.6 million, and increase in inventories of \$\$0.1 million, an increase in progress billing in excess of work-in-progress of \$\$0.1 million and tax paid during the financial year of \$\$2.0 million. Our cash inflow was due to a decrease of \$\$2.4 million in trade and other payables and an increase in deferred income of approximately \$\$0.8 million.

#### Net cash used in investing activities

Net cash used in investing activities amounted to approximately \$\$26.0 million mainly due to net cash paid for the acquisition of a new subsidiary corporation of \$\$6.0 million, net cash paid for the acquisition of a new business assets of \$\$4.7 million, net cash paid for deferred consideration of \$\$9.4 million, net cash paid for acquisition of new property, plant and equipment of \$\$4.8 million by new subsidiary corporation while \$\$1.0 million by core business in FY2017, and \$\$0.4 million due to addition of script rights in FY2017. Besides, there is a net cash received of \$\$0.3 million from the sale of investment in Orientivity Pte Ltd.

#### Net cash generated from financing activities

Net cash generated from financing activities of \$\$35.3 million was mainly due to the cash inflow of \$\$11.8 million from the proceeds borrowing, and \$\$25.5 million from the issuance of shares pursuant to (a) the conversion of \$\$10.5 million in principal amount of convertible notes, and (b) pursuant to the placement of Shares of \$\$18.0 million principal. Meanwhile, the cash outflow was due to the repayment of borrowings, finance leases, interest payment amounting to \$\$2.0 million.

#### Net increase in cash and cash equivalents

Overall, the Group recorded a net cash increase of approximately S\$18.3 million as compared to the net decrease of approximately S\$1.5 million in the corresponding financial year.

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

Not applicable. No forecast or prospect statement has been previously disclosed to shareholders.

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 continues to harness our capability to provide services over the entire production and distribution process for movies and TV/Online content to address the demand for locally produced content in Singapore and Malaysia. In addition, the Group has also continued its expansion outside the region through the acquisition of an increasing number of regional titles for distribution, and the significant increase in number of productions and co-productions Singapore, Malaysia, Hong Kong, Taiwan, China Sand USA. Our North Asia productions have contributed 55.9% of the Group's production revenue in FY2017, up from 35.7% in FY2016. We expect productions in these markets to form a bigger part of our revenue in the coming financial year.

On 1 July 2016, the Group completed the acquisition of business assets from Mega Cinemas Management Sdn Bhd. Together with the two cinemas acquired from Cathay Cineplexes Sdn. Bhd. in last financial year, the Group currently have five cinemas operating in Malaysia. We have gained vast experience from gaining entry into the film exhibition space and enable us to further strengthen our network of international film producers and distributors.

On 29 July 2016, the Group has entered into a non-binding memorandum of understanding with Mr. Richard Lee Peng Boon (Dick Lee) to establish a company (Dick Lee Asia Pte. Ltd.) in Singapore which will engage in music, artistes, creative direction, consultancy or related industries by Dick Lee, and any other future artistes and business with Dick Lee. The Group and Dick Lee each hold 51% and 49% equity interest respectively in Dick Lee Asia Pte. Ltd..

On 11 August 2016, the Group completed the acquisition of subsidiary from UnUsUaL Pte. Ltd. ("UnUsUaL") and we have included its financial results in our 1H2017 consolidated financial statements. Pursuant to the acquisition, we had unlock added new revenue streams with the addition of the event and concert promotion arm. UnUsUaL has strong presence in Asia along with their network of regional artistes with whom they have worked with synergize with the Group's continuous growth in North Asia.

On 20 October 2016, the Group has entered into a format license agreement with Talpa Global B.V. ('Talpa Global") to acquire the exclusive license rights to produce and broadcast The Voice, Talpa's flagship talent format, for the Singapore/Malaysia version.

On 8 November 2016, the Group has entered into a binding term sheet with Lotus Fivestar Cinemas (M) Sdn Bhd for the acquisition of the business of cinema management and operations of thirteen (13) cinema locations. It currently operates a chain of 23 cinemas in Malaysia and comprise of 90 screens with a total of 15,818 seats.

On 28 February 2017, the Group has entered into a Share Subscription and Shareholders' Agreement with RINGS.TV Pte Ltd ("RINGS.TV") and its holding company, Mozat Pte Ltd, to acquire up to 20% stake in RINGS.TV over 12 months after the shareholders' agreement. RINGS.TV is Singapore's first interactive broadcasting technology platform to stream and broadcast live concerts, performances, conferences and other events. Under the agreement, mm2 Asia will make an initial investment of \$\$2.25 million to acquire 15% of RINGS.TV, with an option to increase its stake by an additional 5% for another \$\$0.75 million.

On 3 April 2017, the Board is pleased to announce the launch of the initial public offering of Shares in the share capital of UnUsUaL Limited (formerly known as UnUsUaL Pte. Ltd.), following the registration of the final Offer Document with the SGX-ST on 3 April 2017.

On 3 May 2017, the Group has entered into a binding MOU with Cinema Pro Limited (影珀影院有限公司) and Kbro Media Co. Limited to acquire 19.68% of the enlarged share capital in Cinema Pro Limited (影珀影院有限公司). Cinema Pro Limited (CP) provides an ALL-IN-ONE cinema management service and is formed by a group of experts in the cinema industry covering Hong Kong and Mainland China including UA Cinema Circuit (UA 院線), Orange Sky Golden Harvest (橙天嘉禾), Jinyi Cinemas (金逸影院) and Dadi Cinemas (大地院線).

In FY2018, the Group will continue to source for growth opportunities in Singapore and the region to expand the Group's various businesses in the areas of film and tv/online production and distribution, post-production, cinema business and concert and event production and production, to further strengthen its financial performance.

- 11 If a decision regarding dividend has been made:-
  - (a) Whether an interim (final) dividend has been declared (recommended); and

None

(b) (i) Amount per share in cents

Not applicable.

(b) (ii) Previous corresponding period in cents

Not applicable.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not applicable.

(d) The date the dividend is payable

Not applicable.

(e) The date on which Registrable Transfers received by the company (up to 5.00pm) will be registered before entitlements to the dividend are determined.

Not applicable.

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

No dividend has been declared or recommended for the financial year ended 31 March 2017.

13 If the group has obtained a general mandate from shareholders for interested person transactions ("IPT"), 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 Group does not have any general mandate from shareholders for interested person transactions pursuant to Rule 920.

There were no IPT of S\$100,000 and above for the FY2017.

#### 14 Update on use of proceeds

#### (a) Placement of shares

The Group refers to the aggregated gross proceeds amounting to S\$18.04 million raised from the placement of shares pursuant to the share placement agreements with Starhub Ltd on 22 March 2016.

As at the date of this annnouncement, the status of the use of proceeds in Singapore dollars is as follows:

	Starhub Ltd <sup>(i)</sup>	Utilised	Unutilised
	S\$'000	S\$'000	S\$'000
Acquisition/ joint ventures/ strategic alliances	12,005	(ii) (12,005)	-
Investment in production/ acquisition of movie rights	5,975	<sup>(iii)</sup> (5,975)	-
General working capital	60	<sup>(iv)</sup> (60)	-
	18.040	(18.040)	_

Set out below is a summary of uses of Proceeds since the receipt of the Proceeds:

- (i) As per the annoucement on 22 March 2016, the Group intended to use 100% of the net proceeds of the placement of shares for general working capital purposes, where investment in production/ acquisition of movie rights also form part of the general working capital of the Group.
- (ii) An amount of \$\$12.0 million had been used in merger and acquisition activities, which is \$\$2.4 million for the acquisition of new busines assets from Mega Cinemas Management Sdn. Bhd., \$\$6.0 million for the acquisition of new subsidiary from UnUsUaL, and \$\$2.9 million deferred consideration for the acquisition of Vividthree Productions Pte. Ltd, \$\$0.2 million for the investment in RINGS.TV Pte Ltd and \$\$0.5 million for the acquisition of new busines assets from Lotus Fivestar Cinemas Sdn Bhd.
- (iii) An aggregate amount of S\$6.0 million had been used in investment in productions / acquisition of movie rights and details are set below:

	The Group (S\$'000)
Acquisition of film intangibles for distribution	904
Additions in film products	4,856
Additions in investment in movie productions - third party	215
	5.975

- (iv) An amount of \$\$60,000 had been used for professional fees and expenses in relation to the placement of shares above.
- 15 Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720 (1).

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

## PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

Segmented revenue and results for operating segments (of the Group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

		For the year ended 31 March 2017				
	Core <sup>(1)</sup>	Post-production <sup>(2)</sup>	Cinema operations (3)	Concert and Event <sup>(4)</sup>	Total	
	SGD'000	SGD'000	SGD'000	SGD'000	SGD'000	
Revenue	55,297	4,865	12,597	22,612	95,371	
Costs of sales	(28,837)	(2,172)	(5,041)	(14,067)	(50,117)	
Gross profit	26,460	2,693	7,556	8,545	45,254	
Gross profit margin	48%	55%	60%	38%	47%	
Revenue segmented by geographical location						
Singapore	18,240	3,441	=	22,612	44,293	
Malaysia	10,763	-	12,597	-	23,360	
China	15,752	1,422	=	=	17,174	
Taiwan	6,089	=	=	=	6,089	
Hong Kong	4,428	-	-	-	4,428	
Others	25	2	-	-	27	
	55,297	4,865	12,597	22,612	95,371	
		For the	year ended 31 Marc			
	Core <sup>(1)</sup>	Post-production <sup>(2)</sup>	Cinema operations (3)	Concert and Event (4)	Total	
	SGD'000	SGD'000	SGD'000	SGD'000	SGD'000	
Revenue	29,840	3,617	4,881	-	38,338	
Costs of sales	(16,792)	(1,114)	(2,046)	=	(19,952)	
Gross profit	13,048	2,503	2,835	-	18,386	
Gross profit margin	44%	69%	58%	N/A	48%	
Revenue segmented by geographical location						
Singapore	19,168	3,236	_	-	22,404	
Malaysia	2,486	2	4,881	-	7,369	
China	5,692	-	-	-	5,692	
Taiwan	1,333	346	_	-	1,679	
Hong Kong	1,128	33	=	-	1,161	
Others	33	-	=	-	33	
	29,840	3,617	4,881		38,338	

<sup>(1)</sup> Core segment refers to the Group's core business, which is relating to distribution and production of motion picture, video and television programme and talent café business.

<sup>(2)</sup> Post-production segment refers to the Group's newly acquired subsidiary which specialising in 3D stereoscopic animation, 3D animation and visual effects for feature films and commercials.

<sup>(3)</sup> Cinema operations segment refers to the Group's newly acquired cinema assets. The assets are operated in five locations in Malaysia comprising of a total of 133 cinema screens.

<sup>(4)</sup> Concert and events segment refers to the Group's newly acquired subsidiary which specialising in production and promotion of an event and/or concert.

## 17 In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the operating segments.

The revenue for our Group's Core segment increase by \$\$25.5 million or 86%, from \$\$29.8 million in FY2016 to \$\$55.3 million in FY2017. This is mainly due to the Production activities during the year had increased significantly as compared to Distribution activities.

The revenue for our Group's post production segment increase by S\$1.2 million or 35%, from S\$3.6 million in FY2016 to S\$4.9 million in FY2017. This is mainly due to three outright sales incurred during the year.

In FY2016, our Group had completed the acquisition of a new cinema business and officially taken over the business and operation starting from 1 November 2015. Thus, Cinema operations segment had generated a full 12 months turnover of \$\$12.6 million in FY2017.

## 18 A breakdown of sales as follows:

	Group For the year ended		
	31 Mar 2017 SGD'000	31 Mar 2016 SGD'000	Change %
(a) Sales reported for first half year	35,034	12,696	176%
(b) Operating profit after tax before deducting minority interest reported for first half year	8,833	4,029	119%
(a) Sales reported for second half year	60,337	25,642	135%
(b) Operating profit after tax before deducting	12,569	4,321	191%

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

Not applicable.

(b) Preference

Not applicable.

(c ) Total

Not applicable.

20 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) of the Listing Manual, we confirm that there are no persons occupying a managerial position in the Company or any of its principal subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company.