



**G. K. GOH HOLDINGS LIMITED**  
Financial Statements  
And Related Announcement  
For The Year Ended 31 December 2015

(Co. Reg. No. 199000184D)

## TABLE OF CONTENTS

1.	REVIEW OF PERFORMANCE OF THE GROUP	2
2.	VARIANCE BETWEEN PREVIOUS PROSPECT STATEMENT AND ACTUAL RESULTS	3
3.	COMMENTARY ON PROSPECTS	3
4.	STATEMENT OF COMPREHENSIVE INCOME	4
5.	BALANCE SHEETS	5
6.	STATEMENTS OF CHANGES IN EQUITY	6
7.	CONSOLIDATED CASH FLOW STATEMENT	11
8.	NOTES TO THE FINANCIAL STATEMENTS	
	A. SHARE CAPITAL	13
	B. REVENUE AND EXPENSES	13
	C. TAX	14
	D. AGGREGATE AMOUNT OF GROUP'S BORROWINGS	14
	E. EARNINGS PER SHARE	14
	F. NET ASSET VALUE PER SHARE	14
	G. SEGMENTAL RESULTS	15
	H. BREAKDOWN OF SALES	17
	I. ACCOUNTING POLICIES	17
9.	DIVIDENDS	18
10.	AUDIT	18
11.	INTERESTED PERSON TRANSACTIONS	18
12.	DISCLOSURE OF PERSONS OCCUPYING MANAGERIAL POSITIONS WHO ARE RELATED TO A DIRECTOR, CEO OR SUBSTANTIAL SHAREHOLDER	18

## REVIEW OF PERFORMANCE OF THE GROUP

### Results for the 4<sup>th</sup> Quarter

For the 3 months to December 2015, the Group's total comprehensive income amounted to S\$5.8 million (4Q14: S\$5.6 million). This resulted from Net Profits of S\$5.1 million (4Q14: S\$4.9 million), coupled with currency translation gains of S\$2.3 million from a 3.5% appreciation in the Australian dollar/Singapore dollar rate, and offset by a mark-to-market decline in the long-term investments of S\$1.3 million, mainly in the value of our stake in Eastern & Oriental Berhad ("E&O").

Opal Aged Care Group ("Opal"), our Australian associate, contributed S\$2.7 million (4Q14: \$1.1 million). It should be noted that the year-ago number was depressed by corporate restructuring costs. Opal's 4<sup>th</sup> quarter revenues grew by 17% year-on-year with bed occupancy of approximately 95% on increased capacity of over 6,000 beds. Opal's performance is discussed in greater detail in the full year report.

Boardroom Limited ("Boardroom") contributed S\$1.6 million (4Q14: S\$3.5 million). Excluding the effects of a one-time tax deduction in the 4Q14 numbers, and a goodwill impairment in Q415, profits were roughly unchanged, while revenues grew by 4%. Greater detail can be found in Boardroom's results announcement at [www.boardroomlimited.com](http://www.boardroomlimited.com)

G. K. Goh Financial Services (S) Pte Ltd ("GKGFS") lost S\$0.6 million (4Q14: loss of S\$1.3 million). Turnover was down 31% year-on-year because of reduced client activity, but better cost management helped to reduce the impact on the bottom line.

The Group's investment and cash management activities generated net investment income of S\$7.2 million for the quarter. Of this, S\$4.5 million resulted from the profitable sale of a venture-capital investment, while the short-term investments returned S\$1.8 million in a period of very choppy markets.

### Results for the Year

Full year Total Comprehensive Income was negative S\$12.0 million (FY14: positive S\$36.2 million). The largest drag came from the negative S\$24.0 million fair value change for E&O, resulting both from a 29% decline in its share price and a 13% fall in the Malaysian ringgit/Singapore dollar rate. In FY14, fair value changes contributed a positive S\$27.4 million. A second factor was in the net impact of currency translation (combining the foreign currency translation loss with the gains from currency hedges). In 2015, the currency impact was negative S\$7.2 million (FY14: negative S\$4.1 million) mainly due to the overall decline in the Australian dollar.

Resulting from the above, and taking into account inter alia dividends paid out to shareholders in 2015, Net Assets declined to S\$374.3 million (FY14: S\$388.7 million), and Net Asset Value per share declined to S\$1.146, from \$1.230 a year ago.

The Group's Net Profit rose 27% to S\$12.4 million (FY14: S\$9.8 million), resulting in Earnings Per Share of 3.99 cents (FY14: 2.59 cents). Revenues rose 38% to S\$99.6 million (FY14: S\$72.0 million), partly as a result of a full year's consolidation of Boardroom's accounts, compared with only 10 months in 2014 as we raised our stake to a majority only in March 2014.

Opal, one of Australia's largest operators of residential aged care services, continues on its systematic program of upgrading, new building and tactical acquisition. Since we invested in the company in October 2013, it has grown capacity from 4,700 beds to over 6,000 beds spanning 71 residential aged care homes. Its profit contribution of S\$12.3 million this year (FY2014: S\$13.8 million) is lower mainly because of the weaker Australian dollar; on a constant-currency basis, the profit levels are approximately the same. Bed occupancy is strong at around 95%, and Opal has made good progress in improving its operational efficiency while maintaining high standards of care.

## **REVIEW OF PERFORMANCE OF THE GROUP (CONT'D)**

Boardroom's 2015 earnings declined to S\$6.7 million (FY14: S\$9.2 million, of which more than S\$1 million was attributable to non-recurring tax deductions). Boardroom derives a significant part of its earnings from Australia and Malaysia, and its results were also affected by the weakness in these two currencies. Boardroom's revenues grew by 2% in 2015, but on a constant-currency basis, this would have been 6.2%.

GKGFS reported a loss of S\$0.5 million (FY14: loss of S\$3.7 million). Operationally it had turned around to profit with a 24% increase in revenue year-on-year, but the company made a provision for a client default caused by the market volatility in the wake of the unpegging of the Swiss Franc in January 2015.

Investment and cash management activities generated S\$16.4 million of income (FY14: S\$3.5 million), boosted by gains from the sale of long-term investments totalling S\$8.1 million. Short-term investments contributed S\$1.8 million on a 42% reduction in portfolio size to S\$19.3 million, reflecting the more cautious stance adopted.

The Group's net borrowings declined to S\$122.3 million (FY14: S\$165.7 million), partly because of the sale of investments. Overall gearing ratio was 25% (FY14: 30%).

### Dividend

The Directors propose a cash dividend of 4.0 cents a share for 2015.

## **VARIANCE BETWEEN PREVIOUS PROSPECT STATEMENT AND ACTUAL RESULTS**

None

## **COMMENTARY ON PROSPECTS**

Investments in Opal and Boardroom since 2013 have reduced the degree to which stock market volatility affects the Group's earnings, and should add a stable core to overall returns. Nevertheless, the Group remains partly exposed to currency risks, and to the market valuations of its investments. Given the many macroeconomic and political risks around the world, the outcomes are difficult to predict. Investment profits are likely to be lower in 2016 in the absence of disposals of long-term investments, and given the reduced size of the investment portfolio.

# Financial Statements

## STATEMENT OF COMPREHENSIVE INCOME

(Amounts in Singapore dollars)

(These figures have not been audited)

	Note	Group			Group		
		3 months ended		+ / (-) %	Year ended		+ / (-) %
		31 Dec 2015	31 Dec 2014		31 Dec 2015	31 Dec 2014	
		\$'000	\$'000		\$'000	\$'000	
<b>Revenue</b>							
Corporate services revenue		18,793	18,141	4	69,049	58,522	18
Financial services revenue		1,513	2,243	(33)	10,288	8,300	24
Investment income		7,165	1,642	336	16,394	3,456	374
Other income		1,274	404	215	3,911	1,674	134
Total revenue		<u>28,745</u>	<u>22,430</u>	28	<u>99,642</u>	<u>71,952</u>	38
<b>Cost and expenses</b>							
Commission and broking expenses		(310)	(1,073)	(71)	(2,855)	(3,692)	(23)
Employees' compensation and related costs		(13,577)	(12,953)	5	(54,607)	(43,301)	26
Office and equipment rental costs		(1,684)	(1,497)	12	(6,167)	(5,149)	20
Depreciation and amortisation		(1,708)	(1,516)	13	(6,831)	(5,088)	34
Technology and information services costs		(683)	(857)	(20)	(3,069)	(3,419)	(10)
Gain / (loss) on foreign currency exchange		205	631	(68)	(458)	603	NM
Provision for doubtful debts		(386)	(289)	34	(2,400)	(1,065)	125
Other operating expenses		(4,905)	(3,185)	54	(13,832)	(9,840)	41
Total cost and expenses		<u>(23,048)</u>	<u>(20,739)</u>	11	<u>(90,219)</u>	<u>(70,951)</u>	27
<b>Profit from operating activities</b>		<b>5,697</b>	<b>1,691</b>	237	<b>9,423</b>	<b>1,001</b>	841
Finance costs		(1,551)	(1,750)	(11)	(6,293)	(6,398)	(2)
Share of profit of associates		2,775	(76)	NM	12,484	11,445	9
<b>Profit before taxation</b>	B	<b>6,921</b>	<b>(135)</b>	NM	<b>15,614</b>	<b>6,048</b>	158
Taxation	C	(1,813)	5,032	NM	(3,195)	3,732	NM
<b>Profit for the year</b>		<b>5,108</b>	<b>4,897</b>	4	<b>12,419</b>	<b>9,780</b>	27
<b>Other comprehensive income</b>							
<b>Items that may be reclassified subsequently to profit or loss</b>							
Net (loss) / gain on fair value changes of available-for-sale financial assets		(1,317)	3,113	NM	(16,328)	27,403	NM
Share of other comprehensive income of associates		(252)	-	NM	(808)	3,128	NM
Net (loss) / gain on hedge of net investment		(2,399)	2,305	NM	4,794	3,368	42
Foreign currency translation		4,706	(4,744)	NM	(12,041)	(7,481)	61
<b>Other comprehensive income / (loss) for the year, net of tax</b>		<b>738</b>	<b>674</b>	9	<b>(24,383)</b>	<b>26,418</b>	NM
<b>Total comprehensive income / (loss) for the year</b>		<b>5,846</b>	<b>5,571</b>	5	<b>(11,964)</b>	<b>36,198</b>	NM
<b>Profit / (loss) attributable to:</b>							
Owners of the Company		6,135	4,398	39	12,844	8,178	57
Non-controlling interests		(1,027)	499	NM	(425)	1,602	NM
		<u>5,108</u>	<u>4,897</u>	4	<u>12,419</u>	<u>9,780</u>	27
<b>Total comprehensive income / (loss) attributable to:</b>							
Owners of the Company		5,870	5,189	13	(11,085)	34,840	NM
Non-controlling interests		(24)	382	NM	(879)	1,358	NM
		<u>5,846</u>	<u>5,571</u>	5	<u>(11,964)</u>	<u>36,198</u>	NM
NM : Not meaningful							
<b>Earnings per share - Basic and diluted</b>	E	<b>1.88 cents</b>	<b>1.39 cents</b>		<b>3.99 cents</b>	<b>2.59 cents</b>	

# Financial Statements

## BALANCE SHEETS

(Amounts in Singapore dollars)  
(These figures have not been audited)

	Note	Group		Company	
		31 Dec 2015	31 Dec 2014	31 Dec 2015	31 Dec 2014
		\$'000	\$'000	\$'000	\$'000
<b>Non-current assets</b>					
Property, plant and equipment		17,582	17,620	-	-
Intangible assets		112,673	104,276	-	-
Investment properties		3,727	3,727	-	-
Subsidiaries		-	-	57,192	45,843
Associates		163,362	178,936	-	5,688
Long-term investments		200,776	223,888	5,702	-
Other long-term assets		14,543	-	-	-
Deferred tax assets		4,890	1,262	-	-
<b>Current assets</b>					
Amounts receivable from subsidiaries		-	-	290,742	291,980
Trade debtors		31,140	25,670	-	-
Other debtors		7,116	7,509	25	15
Short-term investments		19,300	33,515	-	-
Cash and bank balances		111,375	106,419	1,006	1,470
		<u>168,931</u>	<u>173,113</u>	<u>291,773</u>	<u>293,465</u>
<b>Current liabilities</b>					
Amounts due to associates		4,054	4,114	-	-
Trade creditors		73,704	79,439	-	-
Other creditors		33,235	13,048	505	415
Bank borrowings	D	34,641	57,764	24,562	33,772
Provision for taxation		1,175	1,021	228	(203)
		<u>146,809</u>	<u>155,386</u>	<u>25,295</u>	<u>33,984</u>
<b>Net current assets</b>		22,122	17,727	266,478	259,481
<b>Non-current liabilities</b>					
Bank borrowings	D	121,316	130,796	-	-
Provision for employee benefits		362	273	-	-
Deferred tax liabilities		19,196	11,586	1,167	948
<b>Net assets</b>		<u>398,801</u>	<u>404,781</u>	<u>328,205</u>	<u>310,064</u>
<b>Equity attributable to Owners of the Company</b>					
Share capital		191,987	183,112	191,987	183,112
Revenue reserve		176,552	176,337	136,081	126,815
Transactions with non-controlling interests		(6,911)	(7,355)	-	-
Capital reserve		207	171	137	137
Cash flow hedge reserve		(808)	-	-	-
Fair value adjustment reserve		32,548	48,876	-	-
Foreign currency translation reserve		(19,306)	(12,477)	-	-
		<u>374,269</u>	<u>388,664</u>	<u>328,205</u>	<u>310,064</u>
Non-controlling interests		24,532	16,117	-	-
<b>Total equity</b>		<u>398,801</u>	<u>404,781</u>	<u>328,205</u>	<u>310,064</u>

# Financial Statements

## STATEMENTS OF CHANGES IN EQUITY

(Amounts in Singapore dollars)

(These figures have not been audited)

Group	Attributable to Owners of the Company									
	Share	Revenue	Transactions with	Capital	Cash Flow	Fair Value	Foreign	Equity	Non-	Total
	Capital	Reserve	Non-controlling	Reserve	Hedge	Adjustment	Currency	Attributable to	controlling	Equity
\$'000	\$'000	Interests	\$'000	Reserve	Reserve	Reserve	Translation	Owners of the	Interests	Equity
2015	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	Reserve	Company	\$'000	\$'000
<b>Balance at 1 January 2015</b>	<b>183,112</b>	<b>176,337</b>	<b>(7,355)</b>	<b>171</b>	<b>-</b>	<b>48,876</b>	<b>(12,477)</b>	<b>388,664</b>	<b>16,117</b>	<b>404,781</b>
Profit for the year	-	12,844	-	-	-	-	-	12,844	(425)	12,419
<b>Other comprehensive income</b>										
Net loss on fair value changes of available-for-sale financial assets	-	-	-	-	-	(16,328)	-	(16,328)	-	(16,328)
Share of other comprehensive income of associates	-	-	-	-	(808)	-	-	(808)	-	(808)
Net gain on hedge of net investment	-	-	-	-	-	-	4,794	4,794	-	4,794
Foreign currency translation	-	-	-	36	-	-	(11,623)	(11,587)	(454)	(12,041)
<b>Other comprehensive loss for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>36</b>	<b>(808)</b>	<b>(16,328)</b>	<b>(6,829)</b>	<b>(23,929)</b>	<b>(454)</b>	<b>(24,383)</b>
<b>Total comprehensive loss for the year</b>	<b>-</b>	<b>12,844</b>	<b>-</b>	<b>36</b>	<b>(808)</b>	<b>(16,328)</b>	<b>(6,829)</b>	<b>(11,085)</b>	<b>(879)</b>	<b>(11,964)</b>

# Financial Statements

## STATEMENTS OF CHANGES IN EQUITY (Continued)

Group	Attributable to Owners of the Company									Total Equity
	Share Capital	Revenue Reserve	Transactions with Non-controlling Interests	Capital Reserve	Cash Flow Hedge Reserve	Fair Value Adjustment Reserve	Foreign Currency Translation Reserve	Equity Attributable to Owners of the Company	Non-controlling Interests	
2015	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Contributions by and distributions to Owners</b>										
Unclaimed dividend	-	13	-	-	-	-	-	13	-	13
Dividend on ordinary shares	-	(3,767)	-	-	-	-	-	(3,767)	-	(3,767)
Issuance of shares pursuant to scrip dividend scheme	8,875	(8,875)	-	-	-	-	-	-	-	-
<b>Total contributions by and distributions to Owners</b>	<b>8,875</b>	<b>(12,629)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(3,754)</b>	<b>-</b>	<b>(3,754)</b>
<b>Changes in ownership interests in subsidiaries</b>										
Issuance of shares to non-controlling interests	-	-	-	-	-	-	-	-	4,075	4,075
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	-	(351)	(351)
Sale of shares to non-controlling interests	-	-	1,349	-	-	-	-	1,349	8,102	9,451
Acquisition of non-controlling interests without a change in control	-	-	(905)	-	-	-	-	(905)	(2,532)	(3,437)
<b>Total changes in ownership interests in subsidiaries</b>	<b>-</b>	<b>-</b>	<b>444</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>444</b>	<b>9,294</b>	<b>9,738</b>
<b>Total transactions with Owners in their capacity as Owners</b>	<b>8,875</b>	<b>(12,629)</b>	<b>444</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(3,310)</b>	<b>9,294</b>	<b>5,984</b>
<b>Balance at 31 December 2015</b>	<b>191,987</b>	<b>176,552</b>	<b>(6,911)</b>	<b>207</b>	<b>(808)</b>	<b>32,548</b>	<b>(19,306)</b>	<b>374,269</b>	<b>24,532</b>	<b>398,801</b>



# Financial Statements

## STATEMENTS OF CHANGES IN EQUITY (Continued)

Group	Attributable to Owners of the Company								
	Share	Revenue	Transactions with	Capital	Fair Value	Foreign	Equity	Non-	Total
	Capital	Reserve	Non-controlling	Reserve	Adjustment	Currency	Attributable to	controlling	Equity
2014	\$'000	\$'000	Interests	\$'000	Reserve	Translation	Owners of the	Interests	Equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Balance at 1 January 2014</b>	183,112	180,803	-	137	20,960	(11,190)	373,822	-	373,822
Profit for the year	-	8,178	-	-	-	-	8,178	1,602	9,780
<b>Other comprehensive income</b>									
Net gain on fair value changes of available-for-sale financial assets	-	-	-	-	27,403	-	27,403	-	27,403
Share of other comprehensive income of associates	-	(1)	-	-	513	2,616	3,128	-	3,128
Net gain on hedge of net investment	-	-	-	-	-	3,368	3,368	-	3,368
Foreign currency translation	-	-	-	34	-	(7,271)	(7,237)	(244)	(7,481)
<b>Other comprehensive income for the year</b>	-	(1)	-	34	27,916	(1,287)	26,662	(244)	26,418
<b>Total comprehensive income for the year</b>	-	8,177	-	34	27,916	(1,287)	34,840	1,358	36,198

# Financial Statements

## STATEMENTS OF CHANGES IN EQUITY (Continued)

Group 2014	Attributable to Owners of the Company								Total Equity \$'000
	Share Capital \$'000	Revenue Reserve \$'000	Transactions with Non-controlling Interests \$'000	Capital Reserve \$'000	Fair Value Adjustment Reserve \$'000	Foreign Currency Translation Reserve \$'000	Equity Attributable to Owners of the Company \$'000	Non- controlling Interests \$'000	
<b>Contributions by and distributions to Owners</b>									
Dividend on ordinary shares	-	(12,643)	-	-	-	-	(12,643)	-	(12,643)
<b>Total contributions by and distributions to Owners</b>	-	(12,643)	-	-	-	-	(12,643)	-	(12,643)
<b>Changes in ownership interests in subsidiaries</b>									
Acquisition of subsidiary	-	-	-	-	-	-	-	38,991	38,991
Issuance of shares to non-controlling interests	-	-	-	-	-	-	-	165	165
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	(703)	(703)
Acquisition of non-controlling interests without a change in control	-	-	(7,355)	-	-	-	(7,355)	(23,694)	(31,049)
<b>Total changes in ownership interests in subsidiaries</b>	-	-	(7,355)	-	-	-	(7,355)	14,759	7,404
<b>Total transactions with Owners in their capacity as Owners</b>	-	(12,643)	(7,355)	-	-	-	(19,998)	14,759	(5,239)
<b>Balance at 31 December 2014</b>	<b>183,112</b>	<b>176,337</b>	<b>(7,355)</b>	<b>171</b>	<b>48,876</b>	<b>(12,477)</b>	<b>388,664</b>	<b>16,117</b>	<b>404,781</b>

# Financial Statements

## STATEMENTS OF CHANGES IN EQUITY (Continued)

Company 2015	Share Capital \$'000	Revenue Reserve \$'000	Capital Reserve \$'000	Total Equity \$'000
<b>Balance at 1 January 2015</b>	<b>183,112</b>	<b>126,815</b>	<b>137</b>	<b>310,064</b>
Profit for the year	-	21,895	-	21,895
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>21,895</b>	<b>-</b>	<b>21,895</b>
<b>Contributions by and distributions to Owners</b>				
Unclaimed dividend	-	13	-	13
Dividend on ordinary shares	-	(3,767)	-	(3,767)
Issuance of shares pursuant to scrip dividend scheme	8,875	(8,875)	-	-
<b>Total transactions with Owners in their capacity as Owners</b>	<b>8,875</b>	<b>(12,629)</b>	<b>-</b>	<b>(3,754)</b>
<b>Balance at 31 December 2015</b>	<b>191,987</b>	<b>136,081</b>	<b>137</b>	<b>328,205</b>

Company 2014	Share Capital \$'000	Revenue Reserve \$'000	Capital Reserve \$'000	Total Equity \$'000
<b>Balance at 1 January 2014</b>	<b>183,112</b>	<b>122,741</b>	<b>137</b>	<b>305,990</b>
Profit for the year	-	16,717	-	16,717
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>16,717</b>	<b>-</b>	<b>16,717</b>
<b>Contributions by and distributions to Owners</b>				
Dividend on ordinary shares	-	(12,643)	-	(12,643)
<b>Total transactions with Owners in their capacity as Owners</b>	<b>-</b>	<b>(12,643)</b>	<b>-</b>	<b>(12,643)</b>
<b>Balance at 31 December 2014</b>	<b>183,112</b>	<b>126,815</b>	<b>137</b>	<b>310,064</b>

# Financial Statements

## CONSOLIDATED CASH FLOW STATEMENT

(Amounts in Singapore dollars)  
(These figures have not been audited)

	<b>Group</b>	
	<b>Year ended</b>	
	<b>31 Dec 2015</b>	<b>31 Dec 2014</b>
	\$'000	\$'000
<b>Cash flows from operating activities</b>		
Profit before taxation	15,614	6,048
Adjustments for :-		
Depreciation and amortisation	6,831	5,088
Loss on disposal of property, plant and equipment	1	300
Impairment of property, plant and equipment	418	-
Loss / (gain) on disposal of associates	1,207	(241)
Negative goodwill on acquisition of subsidiary	-	(440)
Finance costs	6,293	6,398
Interest income	(1,923)	(920)
Dividend income	(2,242)	(3,427)
Gain on sale of long-term investments	(8,061)	(251)
Provision for doubtful debts	2,400	1,065
Fair value adjustment	(1,314)	4,499
Share of profit of associates	(12,484)	(11,445)
	<u>6,740</u>	<u>6,674</u>
<b>Operating profit before reinvestment in working capital</b>		
Increase in debtors	(8,222)	(1,488)
Decrease in short-term investments	12,024	18,721
Increase in creditors	2,839	13,520
	<u>13,381</u>	<u>37,427</u>
<b>Cash flows from operations</b>		
Interest paid	(6,028)	(6,252)
Interest received	1,759	879
Income tax paid	(2,532)	(2,316)
	<u>6,580</u>	<u>29,738</u>
<b>Net cash flows from operating activities</b>		

# Financial Statements

## CONSOLIDATED CASH FLOW STATEMENT (Continued)

	Group	
	Year ended	
	31 Dec 2015	31 Dec 2014
	\$'000	\$'000
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(2,810)	(13,580)
Proceeds from disposal of property, plant and equipment	12	82
Purchase of intangible assets	(1,445)	(1,439)
Purchase of long-term investments	(23,744)	(31,144)
Proceeds from sale of long-term investments	42,651	10,980
Acquisition of subsidiary, net of cash acquired	(10,500)	(774)
Investments in associates	(5,034)	(15,992)
Proceeds from disposal of associates	4,418	255
Net dividend received from associates	15,015	7,184
Dividend income received	1,960	3,146
<b>Net cash flows from / (used in) investing activities</b>	<u>20,523</u>	<u>(41,282)</u>
<b>Cash flows from financing activities</b>		
Dividend paid	(3,767)	(12,643)
Unclaimed dividend	13	-
Acquisition of non-controlling interests	(3,437)	(31,049)
Dividend paid to non-controlling interests	(351)	(703)
Proceeds from issuance of shares to non-controlling interests	4,075	165
Proceeds from sale of shares to non-controlling interests	9,451	-
(Repayment of) / proceeds from bank borrowings	(32,603)	75,459
<b>Net cash flows (used in) / from financing activities</b>	<u>(26,619)</u>	<u>31,229</u>
Net increase in cash and cash equivalents	484	19,685
Effect of exchange rate changes in opening cash and cash equivalents	4,472	3,442
Cash and cash equivalents at beginning of period	106,419	83,292
<b>Cash and cash equivalents at end of period</b>	<u>111,375</u>	<u>106,419</u>

Cash and bank balances of the Group include fixed deposits of \$1,026,000 (2014: \$1,021,000) and other cash and bank balances of \$42,479,000 (2014: \$49,514,000) of a subsidiary company which are segregated under the Securities and Futures Act and represent funds deposited by and accruing to customers.

# Financial Statements

## NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2015

(Amounts in Singapore dollars)

(These figures have not been audited)

### A. SHARE CAPITAL

In the year ended 31 December 2015, 10,615,732 (2014: Nil) shares were issued under the G. K. Goh Holdings Limited Scrip Dividend Scheme. No (2014: Nil) shares were purchased by the Company. The total number of issued shares as at 31 December 2015 was 326,686,537 (2014: 316,070,805). The Company did not hold any treasury shares as at 31 December 2015 and 2014.

### B. REVENUE AND EXPENSES

Profit before taxation includes the following:

	<b>Group</b>	
	<b>Year ended</b>	
	<b>31 Dec 2015</b>	<b>31 Dec 2014</b>
	\$'000	\$'000
Corporate services revenue	69,049	58,522
Financial services revenue –		
Commission	1,069	385
Forex broking revenue	9,219	7,915
Investment income –		
Fair value adjustment for short-term investments	(2,191)	(4,726)
Fair value adjustment for long-term investments	3,505	227
Gain / (loss) on sale of short-term investments	3,996	2,837
Gain / (loss) on sale of long-term investments	8,061	251
Dividend income	2,242	3,427
Interest income :		
- Bank deposits	315	162
- Others	1,608	758
Loss on disposal of associates	(1,207)	241
Other investment income	65	279
Other income –		
Deferred management fee income	2,190	-
Rental income	321	233
Finance costs –		
Interest expense -		
Bank loans and overdrafts	(6,286)	(6,355)
Others	(7)	(43)

# Financial Statements

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

### C. TAX

	Group Year ended	
	31 Dec 2015 \$'000	31 Dec 2014 \$'000
Current income tax		
Current year	(3,991)	(2,720)
Overprovision in respect of prior years	182	729
Deferred tax	614	5,723
	<u>(3,195)</u>	<u>3,732</u>

### D. AGGREGATE AMOUNT OF GROUP'S BORROWINGS

	Secured		Unsecured	
	31 Dec 2015 \$'000	31 Dec 2014 \$'000	31 Dec 2015 \$'000	31 Dec 2014 \$'000
Amount due within one year	4,131	4,331	30,510	53,433
Amount due after one year	111,316	119,296	10,000	11,500
	<u>115,447</u>	<u>123,627</u>	<u>40,510</u>	<u>64,933</u>

### E. EARNINGS PER SHARE

Basic and diluted earnings per share ("EPS") are calculated by dividing the profit attributable to Owners of \$12,844,000 (2014: \$8,178,000) by the weighted average number of ordinary shares in issue during the period of 322,263,315 (2014: 316,070,805).

There were no outstanding share options as at 31 December 2015 and 2014.

### F. NET ASSET VALUE PER SHARE

	Group		Company	
	31 Dec 2015	31 Dec 2014	31 Dec 2015	31 Dec 2014
Net asset value per share based on existing issued share capital as at the end of the respective period	114.57 cts	122.97 cts	100.46 cts	98.10 cts
	<u>114.57 cts</u>	<u>122.97 cts</u>	<u>100.46 cts</u>	<u>98.10 cts</u>

# Financial Statements

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

### G. SEGMENTAL RESULTS

2015	Investment Holding \$'000	Corporate Services \$'000	Financial Services \$'000	Elimination \$'000	Consolidated \$'000
<b>Revenue</b>					
External revenue	19,409	69,732	10,501	-	99,642
Inter-segment revenue	112	99	37	(248)	-
Total revenue	<u>19,521</u>	<u>69,831</u>	<u>10,538</u>	<u>(248)</u>	<u>99,642</u>
<b>Results</b>					
Interest income	1,727	201	107	(112)	1,923
Finance costs	4,826	1,460	119	(112)	6,293
Depreciation and amortisation	1,783	4,884	164	-	6,831
Fair value adjustments	1,314	-	-	-	1,314
Share of profit of associates	12,484	-	-	-	12,484
Segment profit / (loss)	<u>9,190</u>	<u>6,890</u>	<u>(466)</u>	<u>-</u>	<u>15,614</u>
<b>Assets</b>					
Investment in associates	163,362	-	-	-	163,362
Additions to non-current assets	1,834	2,346	75	-	4,255
Segment assets	<u>465,707</u>	<u>136,252</u>	<u>83,536</u>	<u>(3,901)</u>	<u>681,594</u>
Unallocated assets					<u>4,890</u>
Total assets					<u>686,484</u>
<b>Liabilities</b>					
Segment liabilities	<u>124,420</u>	<u>77,563</u>	<u>69,230</u>	<u>(3,901)</u>	<u>267,312</u>
Unallocated liabilities					<u>20,371</u>
Total liabilities					<u>287,683</u>



# Financial Statements

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

### G. SEGMENTAL RESULTS (CONTINUED)

2014	Investment Holding \$'000	Corporate Services \$'000	Financial Services \$'000	Elimination \$'000	Consolidated \$'000
<b>Revenue</b>					
External revenue	4,181	59,292	8,479	-	71,952
Inter-segment revenue	174	98	45	(317)	-
Total revenue	<u>4,355</u>	<u>59,390</u>	<u>8,524</u>	<u>(317)</u>	<u>71,952</u>
<b>Results</b>					
Interest income	870	86	138	(174)	920
Finance costs	5,838	554	180	(174)	6,398
Depreciation and amortisation	192	4,184	712	-	5,088
Fair value adjustments	(4,499)	-	-	-	(4,499)
Share of profit of associates	11,445	-	-	-	11,445
Segment profit / (loss)	<u>650</u>	<u>9,102</u>	<u>(3,704)</u>	<u>-</u>	<u>6,048</u>
<b>Assets</b>					
Investment in associates	178,936	-	-	-	178,936
Additions to non-current assets	12,674	2,288	57	-	15,019
Segment assets	<u>477,149</u>	<u>138,950</u>	<u>92,799</u>	<u>(7,338)</u>	<u>701,560</u>
Unallocated assets					<u>1,262</u>
Total assets					<u><u>702,822</u></u>
<b>Liabilities</b>					
Segment liabilities	<u>133,112</u>	<u>78,635</u>	<u>81,025</u>	<u>(7,338)</u>	<u>285,434</u>
Unallocated liabilities					<u>12,607</u>
Total liabilities					<u><u>298,041</u></u>

# Financial Statements

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

### G. SEGMENTAL RESULTS (CONTINUED)

	Revenue from External Customers		Non-current Assets	
	2015	2014	2015	2014
	\$'000	\$'000	\$'000	\$'000
Singapore	53,625	35,113	40,013	43,404
Australia	28,813	23,341	79,135	66,999
Malaysia	6,791	5,550	10,176	11,036
Hong Kong	8,409	6,398	4,557	4,144
China	2,004	1,550	101	40
<b>Total</b>	<b>99,642</b>	<b>71,952</b>	<b>133,982</b>	<b>125,623</b>

Non-current assets consist of property, plant and equipment, intangible assets and investment properties.

### H. BREAKDOWN OF SALES

	Group		+ / (-)
	Year ended		
	31 Dec 2015	31 Dec 2014	
	\$'000	\$'000	%
<u>First Half</u>			
Sales reported for first half year	44,839	29,645	51
Operating profit after tax before deducting minority interests reported for first half year	2,372	5,069	(53)
<u>Second Half</u>			
Sales reported for second half year	54,803	42,307	30
Operating profit after tax before deducting minority interests reported for second half year	10,047	4,711	113

### I. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards ("FRS"). Other than the adoption of the new and revised FRS which took effect from the current financial year, the accounting policies have been consistently applied by the Company and by the Group and are consistent with those used in the previous financial year. The adoption of the new and revised FRS has no impact on the financial position and financial performance of the Company.

# Financial Statements

## DIVIDENDS

	Group and Company Year ended	
	31 Dec 2015 \$'000	31 Dec 2014 \$'000
Final dividends paid, 4.0 cents per ordinary share, one-tier tax exempt (2014: 4.0 cents per ordinary share)	12,642	12,643

The Directors recommend a first and final dividend of 4.0 cents per ordinary share (one-tier tax exempt) be paid in respect of the current financial year. The proposed dividend will amount to approximately \$13,067,000.

Payment of the dividend is subject to shareholders' approval at the forthcoming Annual General Meeting. The books closure date to determine shareholders' entitlement to the proposed dividend, and the payment date of the dividend, will be announced at a later date.

## AUDIT

These Financial Statements have not been audited or reviewed by the Auditor.

## INTERESTED PERSON TRANSACTIONS

The Company does not have an Interested Person Transactions mandate.

## DISCLOSURE OF PERSONS OCCUPYING MANAGERIAL POSITIONS WHO ARE RELATED TO A DIRECTOR, CEO OR SUBSTANTIAL SHAREHOLDER

Name	Age	Family relationship with any director, CEO, or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Goh Geok Khim	83	Father of Goh Yew Lin	Executive Chairman since 1990	No change
Goh Yew Lin	56	Son of Goh Geok Khim	(1) Executive Director - Oversee the group's investments since 1990 (2) Managing Director - Overall management of the group since 2008	No change

## BY ORDER OF THE BOARD

**Thomas Teo Liang Huat**  
Chief Financial Officer

26 February 2016  
Singapore