



**Roxy-Pacific
Holdings Limited**

ROXY-PACIFIC HOLDINGS LIMITED

(Registration Number: 196700135Z)

UNAUDITED FULL YEAR FINANCIAL STATEMENTS AND DIVIDEND
ANNOUNCEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

**UNAUDITED FULL YEAR FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019**

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**UNAUDITED FULL YEAR FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019**

**PART I-INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2, Q3 & Q4),
HALF-YEAR AND FULL YEAR RESULTS**

1(a) (i) A statement of comprehensive income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

Consolidated Income Statement

	Note	Fourth quarter ended 31 December			Full year ended 31 December		
		2019 S\$'000	2018 S\$'000	Change %	2019 S\$'000	2018 S\$'000	Change %
Revenue	A.1	261,053	30,828	747%	444,030	132,855	234%
Cost of sales	A.2	(207,027)	(18,139)	1041%	(337,840)	(82,030)	312%
Gross profit	A.2	54,026	12,689	326%	106,190	50,825	109%
Other operating income	A.3	1,168	4,836	-76%	7,185	13,226	-46%
Distribution and selling expenses	A.4	(1,808)	(2,298)	-21%	(8,881)	(8,787)	1%
Administrative expenses	A.5	(7,630)	(3,838)	99%	(13,980)	(10,215)	37%
Other operating expenses	A.6	(11,562)	(7,987)	45%	(29,237)	(23,560)	24%
Finance costs	A.7	(6,833)	(4,442)	54%	(25,190)	(16,341)	54%
Share of results of associates (net of income tax)	A.8	4,947	5,740	-14%	8,478	20,062	-58%
Profit before taxation		32,308	4,700	587%	44,565	25,210	77%
Taxation	A.9	(12,241)	(212)	5664%	(15,426)	(4,154)	271%
Profit after taxation		20,067	4,488	347%	29,139	21,056	38%
Attributable to:							
Equity holders of the Company		20,191	4,675	332%	30,287	21,292	42%
Non-controlling interests	A.12	(124)	(187)	-34%	(1,148)	(236)	386%
		20,067	4,488	347%	29,139	21,056	38%

1(a) (ii) Consolidated Income Statement is arrived at:

	Note	Fourth quarter ended 31 December			Full year ended 31 December		
		2019 S\$'000	2018 S\$'000	Change %	2019 S\$'000	2018 S\$'000	Change %
after crediting:							
Fair value gain on investment properties		737	1,439	-49%	737	4,910	-85%
Foreign exchange gain (realised)		-	-	-	-	548	-100%
Foreign exchange gain (unrealised)	A.10	1,170	645	81%	769	943	-18%
Interest income	A.3	54	637	-92%	2,757	2,095	32%
after charging:							
Depreciation of property, plant and equipment	A.6	(2,211)	(2,420)	-9%	(8,479)	(7,048)	20%
Depreciation of right-of-use assets	A.6	(170)	-	n/m	(695)	-	n/m
Amortisation of intangible assets		(48)	(46)	4%	(189)	(182)	4%
Directors' fees		(15)	(41)	-63%	(165)	(148)	11%
Foreign exchange loss (realised)		(2)	(23)	-91%	(9)	(8)	23%
Foreign exchange loss (unrealised)	A.11	-	(992)	-100%	(430)	(2,489)	-83%
Impairment of property, plant and equipment	A.6	(3,338)	-	n/m	(3,338)	-	n/m
Impairment of trade and other receivables		(275)	(19)	n/m	(275)	(19)	n/m
Interest on borrowings	A.7	(6,064)	(4,426)	37%	(23,157)	(16,207)	43%
Interest on lease liabilities		(414)	-	n/m	(1,675)	-	n/m
Staff costs (including directors' remuneration)		(12,559)	(7,249)	73%	(27,744)	(22,313)	24%

n/m: not meaningful

Notes to Consolidated Income Statement:

- A.1 Revenue increased in 4Q2019 and FY2019 mainly due to higher contribution from the Property Development segment. Please refer to paragraph 8(a)(ii) for a more detailed analysis.
- A.2 Cost of sales and gross profit increased in 4Q2019 and FY2019, in line with the higher revenue. Please refer to paragraph 8(a)(iii) for a more detailed analysis for both 4Q2019 and FY2019.
- A.3 Other operating income decreased in FY2019 mainly due to higher fair value gain from investment property at NZI Centre and higher foreign exchange gain in FY2018. Other operating income decreased in 4Q2019 mainly due to no fair value gain is recorded from investment property at Roxy Square and lower finance income in 4Q2019.
- A.4 Distribution and selling expenses were lower in 4Q2019 mainly due to lower showflats expenses incurred for projects in 4Q2019 as compared to 4Q2018.
- A.5 Administrative expenses increased in 4Q2019 and FY2019 mainly due to salaries' increment and provision for bonus which is in line with the higher profit in FY2019.
- A.6 Other operating expenses comprise mainly depreciation and payroll expenses. In FY2019, other operating expenses increased mainly due to increase in depreciation of Noku Maldives upon the commencement of full hotel operations from 3Q2018, as well as depreciation of right-of-use assets with effect from 1 January 2019, and provision for impairment of Noku Maldives and provision for development cost for Octavia Killara.
- A.7 In 4Q2019 and FY2019, finance costs increased mainly due to borrowing costs expensed off for uncompleted projects such as RV Altitude, Fyve Derbyshire, 120 Grange, Harbour View Gardens, Bukit 828 as compared to Trilive and Straits Mansions in 4Q2018 and FY2018. The increase is also due to finance cost on lease liabilities recorded as per SFRS(I) 16 Leases which was effective from 1 January 2019.
- A.8 Share of results of associates was higher in FY2018 mainly due to fair value gain from 117 Clarence Street. In FY2019, share of profit was mainly contributed from Wisma Infinitum and fair value gain from investment properties at St Kilda Road, 33 Argyle Street and Ginza, Japan, partially offset by share of loss from Wilshire Residences and NEU At Novena due to showflat expenses incurred. In 4Q2018, share of results of associates was higher mainly due to write-back of tax provision for an associate.
- A.9 The higher effective tax rate in 4Q2019 and FY2019 is mainly due to tax provision for The Hensley and West End Glebe. Both projects have obtained its interim occupancy certificate and commence settlement in 1Q2019 and 4Q2019 respectively.
- A.10 In FY2019, foreign exchange gain (unrealised) arose mainly from depreciation of JPY bank borrowings and depreciation of HKD advance from associate against SGD. In 4Q2019, foreign exchange gain (unrealised) arose mainly from appreciation of AUD fixed deposit, depreciation of JPY bank borrowings and depreciation of HKD advance from associate against SGD.
- A.11 In FY2019, foreign exchange loss (unrealised) arose mainly from depreciation of AUD cash at bank and fixed deposits against SGD.
- A.12 Non-controlling interests was a loss in 4Q2019 and FY2019 mainly due to showflat expenses incurred for View At Kismis. In 4Q2018 and FY2018, non-controlling interests includes showflat expenses incurred for 120 Grange and Bukit 828 projects, partially offset by profits from Trilive.

1(a) (iii) Consolidated Statement of Comprehensive Income

	Fourth quarter ended 31 December			Full year ended 31 December		
	2019 S\$'000	2018 S\$'000	Change %	2019 S\$'000	2018 S\$'000	Change %
Profit after taxation	20,067	4,488	347%	29,139	21,056	38%
Other comprehensive income						
Currency translation differences arising from consolidation	A.13 2,165	(2,232)	n/m	(4,466)	(14,038)	-68%
Other comprehensive profit, net of tax	2,165	(2,232)	n/m	(4,466)	(14,038)	-68%
Total comprehensive income for the period	22,232	2,256	885%	24,673	7,018	252%
Attributable to:						
Equity holders of the Company	22,358	2,302	871%	25,854	7,251	257%
Non-controlling interests	(126)	(46)	174%	(1,181)	(233)	407%
	22,232	2,256	885%	24,673	7,018	252%

A.13 Currency translation differences in 4Q2019 arose mainly from appreciation of AUD and NZD against SGD, currency translation differences in FY2019 arose mainly from the depreciation of AUD against SGD during the year.

n/m: not meaningful



**Roxy-Pacific
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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.

	Note	GROUP		COMPANY		
		31-Dec-19 S\$'000	31-Dec-18 S\$'000	31-Dec-19 S\$'000	31-Dec-18 S\$'000 (Restated)	01-Jan-18 S\$'000 (Restated)
ASSETS						
Non-Current						
Property, plant and equipment	B.1	261,970	231,028	688	774	801
Intangible assets		221	393	164	327	491
Investment properties		126,609	126,464	-	-	-
Investment in subsidiaries	B.2	-	-	181,868	170,603	143,180
Investment in associates	B.3	168,432	142,330	-	-	-
Right-of-use assets	B.4	28,008	-	-	-	-
Financial assets at fair value through profit or loss	B.5	10,109	1,856	10,108	356	700
		595,349	502,071	192,828	172,060	145,172
Current						
Development properties for sale*	B.6	552,657	782,499	-	-	-
Inventories		1,455	1,086	-	-	-
Amounts due from associates	B.7	62,456	58,432	-	-	-
Trade receivables	B.8	6,346	8,282	33	2	9
Contract assets	B.9	25,155	20,410	-	-	-
Contract costs	B.10	10,371	6,084	-	-	-
Other receivables	B.11	12,586	36,959	428,056	396,182	336,084
Cash and bank balances		330,959	291,574	134,710	166,888	168,220
		1,001,985	1,205,326	562,799	563,072	504,313
Total assets		1,597,334	1,707,397	755,627	735,132	649,485
EQUITY AND LIABILITIES						
Capital and Reserves						
Share capital		47,399	47,399	47,399	47,399	47,399
Treasury shares		(3,954)	(3,954)	(3,954)	(3,954)	(564)
Fair value reserve		(16)	-	-	-	138
Revaluation reserve		533	533	-	-	-
Other reserves		(22,992)	(18,558)	-	-	-
Retained earnings		489,644	470,881	278,934	195,471	175,340
Equity attributable to owners of the Company		510,614	496,301	322,379	238,916	222,313
Non-controlling interests		(81)	4,533	-	-	-
		510,533	500,834	322,379	238,916	222,313
Liabilities						
Non-Current						
Borrowings	B.13	189,118	229,651	-	-	-
Lease liability	B.4	28,225	-	-	-	-
Deferred tax liabilities		9,943	10,979	851	671	643
		227,286	240,630	851	671	643
Current						
Trade and other payables	B.12	89,901	104,234	359,334	430,138	377,055
Contract liabilities	B.9	25,563	30,933	-	-	-
Current tax liabilities		18,103	17,554	706	678	300
Borrowings	B.13	725,948	813,212	72,357	64,729	49,174
		859,515	965,933	432,397	495,545	426,529
Total liabilities		1,086,801	1,206,563	433,248	496,216	427,172
Total equity and liabilities		1,597,334	1,707,397	755,627	735,132	649,485

* \$205.9 million (31 December 2018: \$293.1 million) relates to the Group's pre-sold development properties as at 31 December 2019.

Notes to the statement of financial position for the Group and the Company:

- B.1 The increase in property, plant and equipment as at 31 December 2019 was mainly due to reclassification of hotel under construction in Melbourne, Australia, from properties for sale under development to property, plant and equipment, partially offset by depreciation.
- B.2 At Company level, investment in subsidiaries increased mainly due to long-term loan to a subsidiary for investment in an associate company in Japan.
- B.3 Investment in associates increased mainly due to shareholder loans to associates and investment in an associate company for acquisition of new investment property in Japan which was completed in June 2019.
- B.4 Right-of-use assets and lease liability mainly pertain to lease commitment for land rent of Maldives amounted to \$15.9 million and ground rent of NZI Centre amounted to \$11.9 million, which has a lease term till year 2056 and perpetually respectively.
- B.5 Financial assets at fair value through profit or loss (“FVTPL”) comprise funds managed by a financial institution.
- B.6 Development properties for sale as at 31 December 2019 comprises of properties for sale under development (\$529.9 million) and developed properties for sale (\$23.1 million). The decrease in properties for sale under development was mainly due to completion and settlement of The Hensley and West End Glebe during the period.
- B.7 Amounts due from associates increase mainly due to loans to associates for property development.
- B.8 Trade receivables comprised mainly progress payments receivable from purchasers of development units.
- B.9 Contract assets primarily relate to the Group’s right to consideration for work completed but not yet billed at the reporting date on the construction of development properties. The increase in contract assets was mainly due to Harbour View Gardens where the work completed exceed percentage billed while yet to reach next billing stage.
- Contract liabilities represent the progress billing to customers in excess of the Group’s right to the consideration.
- B.10 Contract costs relate to sales commission incurred in securing sales of residential properties. The increase in contract cost in FY2019 was mainly due to sales commission incurred for RV Altitude, View at Kismis and Fyve Derbyshire, partially offset by contract cost recognition for The Navian.
- B.11 The Group’s other receivables comprised mainly deposits, prepayments and other receivables. The decrease was mainly due to realisation of customer deposit held in trust for the Hensley and West End Glebe upon settlement.
- At Company level, other receivables comprised mainly the amounts due from subsidiaries, deposits, prepayments and other receivables. The increase was mainly due to loans extended to subsidiaries.
- B.12 Trade and other payables comprised mainly of progress claims from contractors, related retention sums held, accruals for construction costs for completed projects, accruals for unbilled contractor progress claims and provision for staff and directors’ bonuses. The decrease was mainly due to recognition of customer deposits for The Hensley and West End Glebe upon completion and settlement in 2019, repayment of shareholder loan and settlement of trade and other payable for Trilive and Straits Mansions.
- At Company level, trade and other payables comprised mainly amounts due to subsidiaries, accrued staff and directors’ bonuses and other expenses. The decrease was mainly due to repayment to subsidiaries.

B.13 The Group's total borrowings amounted to \$915.1 million, with \$339.1 million repayable within one year and \$576.0 million repayable after one year (refer to page 9, table 1(b)(ii)).

At the Company level, total borrowings amounted to \$72.4 million, all repayable within one year. The increase was mainly due to working capital loans drawn down to finance new investment in Japan.

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

	31 December 2019			31 December 2018		
	Secured S\$'000	Unsecured S\$'000	Total S\$'000	Secured S\$'000	Unsecured S\$'000	Total S\$'000
Non-current						
- Amounts repayable after one year	189,118	-	189,118	229,651	-	229,651
Current						
- Amounts repayable in one year or less, or on demand	339,072 (i) (ii)	-	339,072	440,605	-	440,605
- Amounts repayable after one year but within the normal operating cycle of the Property Development segment	386,876	-	386,876	372,607	-	372,607
	725,948	-	725,948	813,212	-	813,212
	915,066	-	915,066	1,042,863	-	1,042,863

Details of collaterals

Borrowings are secured by:

- a) Land and buildings;
 - b) Guarantee by the Company;
 - c) Development properties for sale;
 - d) Proceeds from sales of properties under development;
 - e) Investment properties;
 - f) Rental income from investment properties; and
 - g) Fixed deposits
- i. \$32.6 million relates to our sold development project properties and is expected to be repaid by 31 December 2020 upon obtaining TOP and collections from buyers of the properties.
\$193.3 million relates to loans for Grand Mercure Roxy Hotel, Singapore and shop units.
 - ii. \$72.4 million loans are secured by fixed deposits.

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.

	Note	Fourth quarter ended 31 December		Full year ended 31 December	
		2019 S\$'000	2018 S\$'000	2019 S\$'000	2018 S\$'000
Cash Flows from Operating Activities					
Profit before taxation		32,309	4,700	44,565	25,210
Adjustments for:					
Depreciation of property, plant and equipment		2,211	2,419	8,479	7,048
Depreciation of right-of-use assets		170	-	695	-
Amortisation of intangible assets		48	46	189	182
Dividend income from equity instruments classified as FVTPL		(22)	(21)	(110)	(115)
Share of results of associates		(4,947)	(5,740)	(8,478)	(20,062)
Cumulative fair value gain on available-for-sale financial assets reclassified to profit or loss on adoption of SFRS(I) 9		-	-	-	(312)
Fair value (gain)/loss on equity instruments classified as FVTPL		(19)	221	(224)	347
Impairment of trade and other receivables		275	19	275	19
Impairment of property, plant and equipment		3,338	-	3,338	-
Interest income		(54)	(637)	(2,757)	(2,096)
Interest expense on bank borrowings		6,064	4,426	23,157	16,207
Interest expense on lease liabilities		414	-	1,675	-
Net fair value gain on investment properties		(737)	(1,439)	(737)	(4,910)
Net foreign exchange (gain)/loss (unrealised)		(647)	347	184	1,546
Operating profit before working capital changes		38,403	4,341	70,251	23,064
Changes in properties for sale under development		201,521	(59,008)	216,457	(216,644)
Changes in developed properties for sale		(19,720)	-	(20,085)	1,309
Changes in contract cost		(1,540)	(7,781)	(4,287)	(4,427)
Changes in contract asset		11,429	56,818	(4,745)	21,249
Changes in contract liabilities		(2,663)	(6,234)	(5,369)	-
Changes in inventories		(439)	196	(369)	(21)
Changes in operating receivables		27,839	(28,570)	32,089	17,500
Changes in operating payables		(2,525)	34,728	(11,193)	14,865
Cash generated from/(used in) operations		252,305	(5,510)	272,749	(143,105)
Net income tax refund / (paid)		16	(2,239)	(17,070)	(21,901)
Cash generated from/(used in) operating activities	C.1	252,321	(7,749)	255,679	(165,006)
Cash Flows from Investing Activities					
Acquisition of property, plant and equipment	C.2	(7,306)	(2,003)	(10,946)	(16,948)
Investment in associates	C.3	(75)	(193)	(14,553)	(2,694)
Proceed from liquidation of associate		-	900	-	900
Dividend received from equity instruments classified as FVTPL		22	21	110	115
Dividend received from associates		15	183	3,515	41,421
Loan to associates	C.4	(59)	(6,305)	(13,138)	(40,250)
Disposal / (Purchase) of equity instruments classified as FVTPL		1,992	-	(8,029)	-
Advance/(Repayment) from/(to) associates		1,051	(5,693)	432	18,743
Acquisition of additional shares in a subsidiary, from NCI	C.5	-	-	(938)	-
Addition of intangible assets		(2)	(29)	(16)	(34)
Interest received		384	359	3,233	2,189
Cash (used in) / generated from investing activities		(3,978)	(12,760)	(40,330)	3,442
Cash Flows from Financing Activities					
Proceeds from borrowings		11,034	85,097	98,214	393,763
Repayment of borrowings		(133,546)	(14,719)	(218,679)	(211,495)
Fixed deposit discharged/(pledged) from/to banks and financial institutions		-	10,923	(10,000)	16,923
Interest paid		(9,647)	(12,169)	(36,320)	(31,039)
Share buy-back		-	(626)	-	(3,390)
Dividend paid to non-controlling shareholders		(70)	-	(2,284)	(1,170)
Dividend paid to owners of the company		-	-	(11,736)	(11,724)
Proceeds from share issued to non-controlling shareholders		-	-	-	800
Cash (used in) / generated from financing activities	C.6	(132,229)	68,506	(180,805)	152,668



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	Fourth quarter ended		Full year ended		
	31 December		31 December		
	2019	2018	2019	2018	
	S\$'000	S\$'000	S\$'000	S\$'000	
Net increase / (decrease) in cash and cash equivalents	116,114	47,997	34,544	(8,896)	
Cash and cash equivalents at beginning of period	135,508	175,465	220,332	234,295	
Effects of foreign currency translation	(1,948)	(3,130)	(5,202)	(5,067)	
Cash and cash equivalents at end of period	249,674	220,332	249,674	220,332	
<u>Analysis of cash and cash equivalents:-</u>					
Project accounts	C.7	32,190	51,256	32,190	51,256
Fixed deposits in project accounts		13,000	20,000	13,000	20,000
Fixed deposits		113,427	139,624	113,427	139,624
Cash at bank		172,342	80,694	172,342	80,694
Total cash and bank balances		330,959	291,574	330,959	291,574
Less: Fixed deposits pledged to banks and financial institutions		(81,285)	(71,242)	(81,285)	(71,242)
		249,674	220,332	249,674	220,332

Notes to the consolidated statement of cash flows:

- C.1 The net cash inflows from operating activities of \$255.7 million in FY2019 was mainly due to settlement of Hensley and West End Glebe in 1H2019 and 4Q2019 respectively as well as no acquisition of new land during the period.
- C.2 The acquisition of property, plant and equipment was mainly related to the development costs for the resort/hotel under construction in Chalong, Thailand and Melbourne, Australia.
- C.3 The investment in associates in FY2019 was mainly new equity injection for the acquisition of investment property in Japan.
- C.4 Loans to associates in FY2019 was mainly shareholder loans to associate companies in Singapore, Malaysia and Australia.
- C.5 Acquisition of additional shares in an indirect subsidiary from non-controlling interests thereby increasing the Group's shareholding from 85% to 90%.
- C.6 The net cash outflows from financing activities of \$180.8 million in FY2019 were mainly due to repayment of borrowings for completed projects, interest payment and dividend payment. This was partially offset by proceeds from borrowings for the development sites in Australia and Singapore.
- C.7 Project accounts consist of monies held under the Housing Developers (Project Account) Rules 1997. Withdrawals are restricted for payments for development expenditure incurred on properties for sale under development.

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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.

Group	Share capital S\$'000	Treasury shares S\$'000	Fair value reserve S\$'000	Revaluation reserve S\$'000	Translation reserve S\$'000	Retained earnings S\$'000	Equity attributable to owners of the Company S\$'000	Non-controlling interests S\$'000	Total S\$'000
Balance at 1 January 2019	47,399	(3,954)	-	533	(18,558)	470,881	496,301	4,533	500,834
Total comprehensive income for the period									
Profit for the period	-	-	-	-	-	10,096	10,096	(1,024)	9,072
Comprehensive income for the period	-	-	-	-	-	10,096	10,096	(1,024)	9,072
Other comprehensive income									
Foreign currency translation differences	-	-	-	-	(6,599)	-	(6,599)	(32)	(6,631)
Total other comprehensive income for the period	-	-	-	-	(6,599)	-	(6,599)	(32)	(6,631)
Total comprehensive income for the period	-	-	-	-	(6,599)	10,096	3,497	(1,056)	2,441
Transactions with owners, recognised directly in equity									
Contributions by and distributions to owners									
Changes in ownership interest in subsidiary with no change in control	-	-	-	-	-	212	212	(1,150)	(938)
Dividend paid	-	-	-	-	-	(11,736)	(11,736)	(2,214)	(13,950)
Total transactions with owners	-	-	-	-	-	(11,524)	(11,524)	(3,364)	(14,888)
Balance at 30 September 2019	47,399	(3,954)	-	533	(25,157)	469,453	488,274	113	488,387
Profit for the period	-	-	-	-	-	20,191	20,191	(124)	20,067
Comprehensive income for the period	-	-	-	-	-	20,191	20,191	(124)	20,067
Other comprehensive income									
Net change in fair value of financial derivatives	-	-	(16)	-	-	-	(16)	-	(16)
Foreign currency translation differences	-	-	-	-	2,165	-	2,165	-	2,165
Total other comprehensive income for the period	-	-	(16)	-	2,165	-	2,149	-	2,149
Total comprehensive income for the period	-	-	(16)	-	2,165	20,191	22,340	(124)	22,216
Transactions with owners, recognised directly in equity									
Contributions by and distributions to owners									
Dividend paid	-	-	-	-	-	-	-	(70)	(70)
Total transactions with owners	-	-	-	-	-	-	-	(70)	(70)
Balance at 31 December 2019	47,399	(3,954)	(16)	533	(22,992)	489,644	510,614	(81)	510,533



**Roxy-Pacific
Holdings Limited**

Group	Share capital S\$'000	Treasury shares S\$'000	Fair value reserve S\$'000	Revaluation reserve S\$'000	Translation reserve S\$'000	Retained earnings S\$'000	Equity attributable to owners of the Company S\$'000	Non-controlling interests S\$'000	Total S\$'000
Balance at 1 January 2018									
As previously reported	47,399	(564)	312	533	(4,527)	459,512	502,665	5,071	507,736
Effect of adopting SFRS(1) 15	-	-	-	-	10	1,801	1,811	65	1,876
Balance at 1 January 2018, as restated	47,399	(564)	312	533	(4,517)	461,313	504,476	5,136	509,612
Effect of adopting SFRS(1) 9	-	-	(312)	-	-	-	(312)	-	(312)
Balance at 1 January 2018	47,399	(564)	-	533	(4,517)	461,313	504,164	5,136	509,300
Total comprehensive income for the period									
Profit for the period	-	-	-	-	-	16,617	16,617	(49)	16,568
Comprehensive income for the period	-	-	-	-	-	16,617	16,617	(49)	16,568
Other comprehensive income									
Foreign currency translation differences	-	-	-	-	(11,809)	-	(11,809)	3	(11,806)
Total other comprehensive income for the period	-	-	-	-	(11,809)	-	(11,809)	3	(11,806)
Total comprehensive income for the period	-	-	-	-	(11,809)	16,617	4,808	(46)	4,762
Transactions with owners, recognised directly in equity									
Contributions by and distributions to owners									
Share buy-back	-	(2,764)	-	-	-	-	(2,764)	-	(2,764)
Issue of share to non-controlling interests	-	-	-	-	-	-	-	800	800
Dividend paid	-	-	-	-	-	(11,724)	(11,724)	(1,170)	(12,894)
Total transactions with owners	-	(2,764)	-	-	-	(11,724)	(14,488)	(370)	(14,858)
Balance at 30 September 2018	47,399	(3,328)	-	533	(16,326)	466,206	494,484	4,720	499,204
Profit for the period	-	-	-	-	-	4,675	4,675	(187)	4,488
Comprehensive income for the period	-	-	-	-	-	4,675	4,675	(187)	4,488
Other comprehensive income									
Foreign currency translation differences	-	-	-	-	(2,232)	-	(2,232)	-	(2,232)
Total other comprehensive income for the period	-	-	-	-	(2,232)	-	(2,232)	-	(2,232)
Total comprehensive income for the period	-	-	-	-	(2,232)	4,675	2,443	(187)	2,256
Transactions with owners, recognised directly in equity									
Contributions by and distributions to owners									
Share buy-back	-	(626)	-	-	-	-	(626)	-	(626)
Issue of share to non-controlling interests	-	-	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-	-	-
Total transactions with owners	-	(626)	-	-	-	-	(626)	-	(626)
Balance at 31 December 2018	47,399	(3,954)	-	533	(18,558)	470,881	496,301	4,533	500,834



**Roxy-Pacific
Holdings Limited**

Company	Share capital S\$'000	Treasury shares S\$'000	Translation reserve S\$'000	Retained earnings S\$'000	Total S\$'000
Balance at 1 January 2019, as previously reported	47,399	(3,954)	(5,622)	201,093	238,916
Prior year adjustment	-	-	5,622	(5,622)	-
At 1 January 2019, as restated	47,399	(3,954)	-	195,471	238,916
Total comprehensive income for the period					
Profit for the period	-	-	-	92,439	92,439
Comprehensive income for the period	-	-	-	92,439	92,439
Other comprehensive income					
Foreign currency translation difference	-	-	-	-	-
Total other comprehensive income for the period	-	-	-	-	-
Total comprehensive income for the period	-	-	-	92,439	92,439
Transactions with owners, recognised directly in equity					
Contributions by and distributions to owners					
Dividend paid	-	-	-	(11,736)	(11,736)
Total transactions with owners	-	-	-	(11,736)	(11,736)
Balance at 30 September 2019	47,399	(3,954)	-	276,174	319,619
Profit for the period	-	-	-	2,760	2,760
Comprehensive income for the period	-	-	-	2,760	2,760
Other comprehensive income					
Foreign currency translation difference	-	-	-	-	-
Total other comprehensive income for the period	-	-	-	-	-
Total comprehensive income for the period	-	-	-	2,760	2,760
Transactions with owners, recognised directly in equity					
Contributions by and distributions to owners					
Dividend paid	-	-	-	-	-
Total transactions with owners	-	-	-	-	-
Balance at 31 December 2019	47,399	(3,954)	-	278,934	322,379



**Roxy-Pacific
Holdings Limited**

Company	Share capital S\$'000	Treasury shares S\$'000	Fair value reserve S\$'000	Translation reserve S\$'000	Retained earnings S\$'000	Total S\$'000
Balance at 1 January 2018, as previously reported	47,399	(564)	138	768	174,572	222,313
Effect of adoption of SFRS(I) 9	-	-	(138)	-	-	(138)
Prior year adjustment	-	-	-	(768)	768	-
At 1 January 2018, as restated	47,399	(564)	-	-	175,340	222,175
Total comprehensive income for the period						
Profit for the period	-	-	-	-	31,861	31,861
Comprehensive income for the period	-	-	-	-	31,861	31,861
Other comprehensive income						
Foreign currency translation difference	-	-	-	-	-	-
Total other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	31,861	31,861
Transaction with owners, recognised directly in equity						
Contributions by and distributions to owners						
Share buy-back	-	(2,764)	-	-	-	(2,764)
Dividend paid	-	-	-	-	(11,724)	(11,724)
Total transactions with owners	-	(2,764)	-	-	(11,724)	(14,488)
Balance at 30 September 2018	47,399	(3,328)	-	-	195,477	239,548
Profit for the period	-	-	-	-	(6)	(6)
Comprehensive income for the period	-	-	-	-	(6)	(6)
Other comprehensive income						
Foreign currency translation difference	-	-	-	-	-	-
Total other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	(6)	(6)
Transactions with owners, recognised directly in equity						
Contributions by and distributions to owners						
Share buy-back	-	(626)	-	-	-	(626)
Total transactions with owners	-	(626)	-	-	-	(626)
Balance at 31 December 2018, as restated	47,399	(3,954)	-	-	195,471	238,916



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 share capital and Treasury shares

Movement in the Company's treasury shares during the three months ended 31 December 2019 are as follows:

	31 Dec 2019	31 Dec 2018
	No. of Shares	No. of Shares
Treasury shares:		
As at beginning of period	8,924,900	7,282,400
Purchase of treasury shares	-	1,642,500
As at end of period	8,924,900	8,924,900

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.

	31 Dec 2019	31 Dec 2018
Issued, fully paid share capital:		
Balance number of shares as at the beginning of period	1,303,979,944	1,192,223,494
Purchase of treasury shares	-	(7,252,900)
Bonus issue	-	119,354,850
Bonus issue on treasury shares	-	(345,500)
Total number of shares as at the end of period net of treasury shares	1,303,979,944	1,303,979,944

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

Not applicable.

2. 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.

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

Not applicable.

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

Except as disclosed in paragraph 5 below, the Group has followed accounting policies and applied methods of computations consistent with the audited financial statements as at 31 December 2018.



5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

(i) SFRS(I) 16 Leases

The Group has applied SFRS(I) 16 *Leases* that is effective from 1 January 2019.

SFRS(I) 16 introduces new or amended requirements with respect to lease accounting. It introduces significant changes to the lessee accounting by removing the distinction between operating and finance lease, and requiring the recognition of a right-of-use asset and a lease liability at commencement for all leases, except for short-term leases and leases of low value assets. In contrast to lessee accounting, the requirements for lessor accounting have remained largely unchanged. The Group and the Company have applied the changes in accounting policies using the modified retrospective approach. Comparatives are not restated.

Refer to Paragraph 1(b) (i), B.4 for the right-of-use assets and lease liabilities recognised as at 31 December 2019 as a result of the application of SFRS (I) 16.

(ii) SFRS(I) 1-21 The Effects of Changes in Foreign Exchange Rates

Foreign exchange gain/loss arising from the translation of foreign denominated quasi-equity loans to subsidiaries at year end had been recorded in the translation reserve instead of profit and loss at Company level in the previous financial years. The differences have been adjusted for retrospectively as per SFRS(I) 1-21.

There is no impact to the Group financial position and results.

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

Earnings per share for the financial period	Fourth quarter ended		Full year ended	
	31 December		31 December	
	2019	2018	2019	2018
(a) Based on the weighted average number of ordinary shares on issue (cents)	1.55	0.36	2.32	1.63
(b) On fully diluted basis (cents)	1.55	0.36	2.32	1.63
Profit attributable to shareholders of the Company (\$'000)	20,191	4,675	30,287	21,292
Weighted average number of shares ('000)	1,303,980	1,305,405	1,303,980	1,307,787

7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-

(a) current financial period reported on; and

(b) immediately preceding financial year

	Group		Company	
	31-Dec-19	31-Dec-18	31-Dec-19	31-Dec-18
Net asset value per ordinary shares based on total issued 1,303,979,944 ordinary shares (cents) (2018: 1,303,979,944 ordinary shares (cents))	39.16	38.06	24.73	18.32

The Group adopts the cost model under *SFRS(I)1-16 Property, Plant and Equipment*, and measures its property, plant and equipment at cost less depreciation and impairment loss. If it had applied the fair value model under *SFRS(I)1-16*, a revaluation surplus would arise as a result of the excess of the fair value of its hotel properties (includes Grand Mercure Roxy Hotel in Singapore, Noku Kyoto Hotel in Kyoto, Japan, Noku Osaka Hotel in Osaka, Japan, Noku Maldives and hotel property in Phuket, Thailand) and own use premises, over their carrying amounts. As at 31 December 2019, the fair value of these properties was estimated to be \$722.8 million (31 December 2018: \$692.3 million) based on valuation carried out by independent valuers, using the investment and direct comparison methods. The revaluation surplus is estimated to be approximately \$504.3 million (31 December 2018: \$485.2 million). Had this revaluation surplus been recorded, the Group's adjusted net asset value ("ANAV") per share would have been as follows:

	Group	
	31-Dec-19	31-Dec-18
ANAV per ordinary share based on total issued 1,303,979,944 ordinary shares (cents) (2018: 1,303,979,944 ordinary shares (cents))	77.83	75.27

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

(a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and

Review of Group Performance

(i) Operating Segments

GROUP	Fourth quarter ended 31 December		Change Increase/ (Decrease) %	Full year ended 31 December		Change Increase/ (Decrease) %				
	2019 S\$'000	2018 S\$'000		2019 S\$'000	2018 S\$'000					
REVENUE										
Property Development	245,952	94%	16,144	53%	1423%	385,942	87%	74,992	56%	415%
Hotel Ownership	13,225	5%	12,766	41%	4%	50,414	11%	49,986	38%	1%
Property Investment	1,876	1%	1,918	6%	-2%	7,674	2%	7,877	6%	-3%
	261,053	100%	30,828	101%	747%	444,030	100%	132,855	100%	234%
GROSS PROFIT										
Property Development	46,009	85%	5,172	41%	790%	75,186	71%	20,434	40%	268%
Hotel Ownership	6,446	12%	6,200	49%	4%	24,397	23%	24,989	49%	-2%
Property Investment	1,571	3%	1,317	10%	19%	6,607	6%	5,402	11%	22%
	54,026	100%	12,689	100%	326%	106,190	100%	50,825	100%	109%
GROSS PROFIT MARGIN (%)										
Property Development	19%		32%		-13 ppt	19%		27%		-8 ppt
Hotel Ownership	49%		49%		0 ppt	48%		50%		-2 ppt
Property Investment	84%		69%		15 ppt	86%		69%		17 ppt
Total	21%		41%		-20 ppt	24%		38%		-14 ppt
ADJUSTED EBITDA										
Property Development	39,725	87%	1,007	9%	3845%	64,342	76%	11,304	23%	469%
Hotel Ownership	600	1%	1,296	12%	-54%	7,997	9%	9,456	19%	-15%
Property Investment - Rental income	354	1%	739	7%	-52%	4,756	6%	4,093	8%	16%
Property Investment - Fair value gain	737	2%	1,439	13%	-49%	737	1%	4,910	10%	-85%
Property Investment - Share of result of associates	4,264	9%	6,612	60%	-36%	6,533	8%	21,085	41%	-69%
	45,680	100%	11,093	100%	312%	84,365	100%	50,848	100%	66%
PROFIT BEFORE TAX										
Adjusted EBITDA	45,680		11,093		312%	84,365		50,848		66%
Corporate expenses	(2,399)		162		-1578%	(5,551)		(2,932)		89%
Depreciation of property, plant and equipment	(2,210)		(2,420)		-9%	(8,479)		(7,049)		20%
Depreciation of right-of-use assets	(170)		-		n/m	(695)		-		n/m
Impairment of property, plant and equipment	(3,338)		-		n/m	(3,338)		-		n/m
Net interest expense	(6,425)		(3,789)		70%	(22,076)		(14,111)		56%
Net unrealised foreign exchange (loss) / gain	1,170		(346)		n/m	339		(1,545)		n/m
	32,308		4,700		587%	44,565		25,210		77%

n/m: not meaningful

Revenue and gross profit analysis

(ii) Revenue

The Group achieved revenue of \$444.0 million in FY2019, 234% higher than \$132.9 million in FY2018. In 4Q2019, the Group achieved revenue of \$261.1 million, higher than \$30.8 million in 4Q2018. This was mainly due to higher revenue from the Property Development segment.

(a) Property Development

Revenue from the Property Development segment, which made up 87% of the Group's turnover in FY2019, increased to \$385.9 million in FY2019 from \$75.0 million in FY2018. For 4Q2019, revenue from the Property Development segment, which made up 94% of the Group's turnover, increased to \$246.0 million in 4Q2019 from \$16.1 million in 4Q2018. The increase was largely due to revenue recognition from The Hensley and West End Glebe upon settlement in 1Q2019 and 4Q2019 respectively and progressive revenue recognition from 120 Grange, The Navian and Harbour View Gardens. The increase was partially offset by the absence of revenue recognition from Trilive and Straits Mansions which obtained its TOP in June 2018 and October 2018 respectively.

(b) Hotel Ownership and Property Investment

The Hotel Ownership segment, which contributed 11% to the Group's turnover in FY2019, recorded a slightly higher revenue of \$50.4 million. For 4Q2019, Hotel Ownership segment contributed 5% to the Group's turnover, registered \$13.2 million in revenue as compared to \$12.8 million in 4Q2018.

Revenue from the Property Investment segment constituted the balance of 2% of the Group's turnover and contributed \$7.7 million in FY2019 as compared to \$7.9 million in FY2018. For 4Q2019, this segment contributed \$1.9 million, slightly lower than revenue in 4Q2018, and it comprises rental income from shop units in Roxy Square and NZI Centre.

(iii) Cost of sales and gross profit

In line with the increase in revenue, cost of sales increased to \$337.8 million in FY2019 from \$82.0 million in FY2018. In 4Q2019, cost of sales increased to \$207.0 million from \$18.1 million in 4Q2018.

Gross profit from the Property Development segment contributed \$75.2 million or 71% of the Group's total gross profit in FY2019, while the remaining 29% or \$31.0 million was contributed by the Hotel Ownership and Property Investment segments. Gross profit margin from the Property Development segment was 19% in FY2019, as compared to 27% in FY2018. The lower profit margin in FY2019 was mainly contributed by The Hensley and West End Glebe, the higher profit margin in FY2018 was mainly due to the reversal of overprovision of project costs. The gross profit margin of the Hotel Ownership segment decreased marginally by 2 percentage points to 48% in FY2019, mainly contributed by lower profit margin from the overseas hotels. Gross profit margin of the Property Investment segment increased 17 percentage points to 86% in FY2019 from 69% in FY2018 mainly due to reclassification of lease payable on NZI Centre from cost of sales to other operating expenses due to SFRS(I) 16 Leases, which was effective from 1 January 2019.

In 4Q2019, gross profit from the Property Development segment contributed \$46.0 million or 85% of the Group's total gross profit, while the remaining 15% or \$8.0 million was contributed by the Hotel Ownership and Property Investment segments. Gross profit margin from the Property Development segment was 19% in 4Q2019, as compared to 32% in 4Q2018. The high gross profit margin in 4Q2018 was due to adjustment of over-provision of project costs. By excluding these adjustments, gross profit margin in 4Q2018 was 29%. The gross profit margin of the Hotel Ownership segment is at 49% in 4Q2019, same as 4Q2018. Gross profit margin of the Property Investment segment increased 15 percentage points to 84% in 4Q2019 from 69% in 4Q2018 mainly due to adjustment for SFRS(I) 16 Leases on NZI Centre, which was effective from 1 January 2019.

The Group's overall gross profit margin in FY2019 was 24%, lower than the 38% recorded in FY2018 mainly due to higher contribution from Property Development segment which has a lower profit margin. 4Q2019 was 21%, lower as compared to 41% in 4Q2018 mainly contributed by high profit margin from Property Development as explained above.

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

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

Please refer to explanatory notes to the statement of financial position of the Group and the Company on page 8 and explanatory notes to the consolidated statement of cash flows on page 11.

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

The Group's performance for the period under review is in line with expectations disclosed in the announcement of results for the third quarter ended 30 September 2019.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

The Ministry of Trade and Industry ("MTI") announced that Singapore's economy grew by 1.0% year-on-year in the fourth quarter of 2019, extending the 0.7% growth in the previous quarter. On a quarter-on-quarter, seasonally-adjusted annualised basis, the economy expanded by 0.6%, a slower pace as compared to the 2.2% growth in the preceding quarter. For the whole of 2019, the Singapore economy expanded by 0.7% as compared to 3.4% in 2018¹.

Looking ahead, the MTI has downgraded its 2020 gross domestic product ("GDP") growth forecast for Singapore to between -0.5% to 1.5%, from 0.5% to 2.5% in its previous forecast. This comes on the back of the outbreak of the coronavirus disease ("COVID-19"), coupled with uncertainties surrounding US-China trade relations and geopolitical tensions in the Middle East¹.

In Australia, the economy expanded 0.4% quarter-on-quarter on a seasonally adjusted basis in 3Q2019, or 1.7% through the year². According to the Reserve Bank of Australia, GDP is expected to grow by 2.25% for the year ending December 2019, supported by accommodative monetary policy and some recovery in household income growth, boosted by tax cuts³.

A preliminary estimate by the Cabinet Office showed that Japan's economy contracted by an annualised 6.3% between September to December 2019, as a sales tax hike impacted consumer and business spending. On a quarter-on-quarter basis GDP contracted 1.6%, compared with a 0.1% growth in the previous quarter⁴.

For 2020, the COVID-19 outbreak could result in a negative impact to the global economy, in particularly towards sectors such as retail, tourism and hospitality. Currently, the Group is monitoring the situation closely and stepping up precautionary measures. Amidst the current situation, the Singapore government has proposed a \$4 billion Stabilisation and Support Package in Budget 2020, which includes economy-wide measures for workers such as an 8% cash grant on the gross monthly wage of each local employee for the months of October 2019 to December 2019, subject to a monthly wage cap of \$3,600 per employee. Additional measures will also be introduced to support sectors that have taken a direct impact such as tourism, aviation, retail and food services. Companies in the tourism sector will receive a Property Tax Rebate of 30% for the year 2020, for qualifying commercial properties including accommodation and function room components of licensed hotels and serviced apartments⁵.

¹ Ministry of Trade and Industry Singapore, February 17, 2020 – [MTI Downgrades 2020 GDP Growth Forecast to “-0.5 to 1.5 Per Cent”](#)

² Australia Bureau of Statistics, December 4, 2019 – [Australian National Accounts: National Income, Expenditure and Product, Sep 2019](#)

³ Reserve Bank of Australia, November 2019 – [Statement on Monetary Policy – November 2019](#)

⁴ Cabinet Office, Government of Japan, February 17, 2020 – [Quarterly Estimates of GDP for Oct.-Dec. 2019 \(The First Preliminary\)](#)

⁵ Ministry of Finance, February 18, 2020 – [Budget 2020 - Stabilisation And Support Package](#)



Roxy-Pacific Holdings Limited

Property Development

Singapore

Data from the Urban Redevelopment Authority (“URA”) showed a 0.5% increase in the private residential property index in 4Q2019, compared to the 1.3% increase in 3Q2019. During the quarter, 2,226 uncompleted private residential units were launched for sale and 2,443 private residential units were sold. This compared to 3,628 units launched and 3,281 units sold in 3Q2019⁶.

As at the end of 4Q2019, there was a total of 49,173 uncompleted private residential units (excluding executive condominiums) in the pipeline with planning approvals as compared to 50,964 in 3Q2019. Of these units, 30,162 remain unsold as at the end of 4Q2019, compared to 31,948 units in 3Q2019⁶.

Following the launch of Neu At Novena in October 2019, the Group has since launched all the sites in its land bank with a total of six residential projects launched in 2019 and will place priority on the sale and delivery of the units. On the replenishment of land bank sites, the Group maintains a prudent approach with a focus on strategically-located and attractive development sites.

Australia

In Australia, the price index for residential properties for the weighted average of eight capital cities rose 2.4% in the September quarter 2019 on a quarter-on-quarter basis as four out of eight capital cities recorded gains in property prices. Sydney and Melbourne led the gains in the September quarter 2019, both capital cities registering a 3.6% increase. Through the year, the price index registered a 3.7% decline, with all capital cities except for Hobart recording declines⁷.

In Sydney, the Group has obtained the Interim Occupancy Certificate for the residential development project, West End Residences, on 10 October 2019. As at 12 February 2020, approximately 97% of the 231 units have been sold and the revenue had been recognised from 4Q2019 onwards upon settlement of the payment from the buyers. Meanwhile, with only one unsold unit, Octavia Killara had also obtained Final Occupancy Certificate on 17 Dec 2019 and the revenue had been recognised from 1Q2020 onwards upon settlement of the payment from the buyers.

As at 12 February 2020, based on units sold from the following ongoing development projects, the Group has total attributable pre-sale revenue of \$471.2 million, the profits of which will be recognised from 1Q2020 to 2023.

⁶ Urban Redevelopment Authority, January 23, 2020 – [Release of 4th Quarter 2019 real estate statistics](#)

⁷ Australian Bureau of Statistics, December 10, 2019 - [Residential Property Price Indexes: Eight Capital Cities, Sep 2019](#)

Project name	Type of development	Group stake %	Total units in project Unit	Unit sold %	Attributable total sale value ^{(i) (ii)} \$'m	Attributable revenue recognised up to 31 December 2019 \$'m	Balance attributable progress billings to be recognised from 1Q2020 \$'m
Singapore							
1 Harbour View Gardens	Residential	100%	57	100%	\$ 73.7	\$ 35.7	\$ 38.0
2 120 Grange	Residential	90%	56	80%	\$ 74.9	\$ 17.4	\$ 57.5
3 Bukit 828	Residential	80%	34	47%	\$ 14.5	\$ 2.7	\$ 11.8
4 Arena Residences	Residential	50%	98	72%	\$ 46.8	\$ 8.6	\$ 38.2
5 RV Altitude	Residential	100%	140	30%	\$ 67.0	\$ 4.2	\$ 62.8
6 Fyve Derbyshire	Residential	100%	71	34%	\$ 46.0	\$ 1.3	\$ 44.7
7 Wilshire Residences	Residential	40%	85	12%	\$ 7.1	\$ 0.1	\$ 7.0
8 Dunearn 386	Residential	100%	35	23%	\$ 12.5	\$ 0.3	\$ 12.2
9 VIEW AT Kismis	Residential	60%	186	37%	\$ 51.6	\$ 0.7	\$ 50.9
10 NEU AT Novena	Residential	50%	87	77%	\$ 59.3	-	\$ 59.3
Malaysia							
11 Wisma Infinitum - The Colony	Residential	47%	423	81%	\$ 62.1	\$ 31.7	\$ 30.4
Wisma Infinitum - The Luxe	Residential	47%	300 ^(v)	53%	\$ 34.2	\$ 16.6	\$ 17.6
Australia							
12 Octavia Killara	Residential	100%	43	98%	\$ 40.8	-	\$ 40.8
Total			1,615		\$ 590.5	\$ 119.3	\$ 471.2

Hotel Ownership

Latest statistics from the Singapore Tourism Board (“STB”) showed a 2.9% year-on-year growth in international visitor arrivals for the first 11 months of 2019⁸. Latest hotel statistics also showed positive results in the third quarter of 2019 – average occupancy rate improved by 1.4 percentage points quarter-on-quarter, average room rate gained 2.5% while revenue per available room rose 4.2%⁹. Data from the STB also showed tourism receipts register a 1.3% decline in the second quarter of 2019 to S\$6.5 billion¹⁰. For 2019, STB has forecast tourism receipts to grow by 1% to 3% and international visitor arrivals to increase by 1% to 4%¹¹.

Looking ahead, Japan’s hospitality sector is expected to be impacted by the COVID-19 outbreak. According to the Japan National Tourism Organisation the estimated number of international travelers to Japan in December 2019 was about 2.5 million, a year-on-year decrease of 4.0%. For the whole of 2019, the estimated number of international travelers to Japan was 31.9 million, representing an increase of 2.2% from the previous year¹².

The Group’s flagship Grand Mercure Singapore Roxy hotel, and self-managed hospitality assets under the *Noku hotels* hospitality brand – *Noku Kyoto*, *Noku Osaka*, and first upscale resort in Maldives, *Noku Maldives* – continue to contribute recurring income. The Group’s second resort asset in Phuket, Thailand, *Noku Phuket*, is targeted to launch in 2021.

⁸ Singapore Tourism Board, December 30, 2019 – [International Visitor Arrivals Statistics](#)

⁹ Singapore Tourism Board, December 30, 2019 – [Hotel Statistics](#)

¹⁰ Singapore Tourism Board, October 16, 2019 – [Tourism Sector Performance for Quarter 2 2019](#)

¹¹ Singapore Tourism Board, February 13, 2019 – [Third consecutive year of growth for Singapore tourism sector in 2018](#)

¹² Japan National Tourism Organization, December 2019 – [Japan Tourism Statistics](#)

Property Investment

For the Australian office sector, the overall sentiment in commercial property markets, as measured by the NAB Commercial Property Index, fell four points to +3 in 3Q2019. By sector, Office and Industrial sentiment remained the highest, despite a decline as below average business conditions persisted. In CBD Hotels, it fell to a new survey low with reports major markets are experiencing lower room rates and occupancy amid new supply.

While stronger segments such as Office and Industrial eased, both segments continued to track well above average. In the CBD Hotels sector, sentiment fell to a new survey low, with sentiment waning further amid reports that major markets are experiencing lower room rates and occupancy as new supply enters the market. Overall confidence levels in commercial property markets have also softened against a backdrop of below trend economic growth. Confidence 12 months forward was down three to +14, with the longer-term outlook unchanged at +23.¹³.

The Group's investment properties in Australia and New Zealand enjoy high occupancy rates and continue to provide the Group with a steady stream of recurring income.

In June 2019, the Group expanded into Japan's retail property sector with the acquisition of a 53.1% stake in a retail building situated at Ginza, which is widely known as a popular upscale shopping and entertainment district of Tokyo.

In February 2020, the Group built on its successful entry into Japan's retail property sector with its second investment, through the acquisition of a 49% stake in a retail building situated at Shibuya, which is one of the most popular retail districts of Tokyo. Going forward, both of the Group's newly acquired investment properties in Japan are expected to widen the Group's recurring income base.

Outlook

The Group will continue to monitor market developments closely, including the potential effects of the COVID-19 outbreak on the property market and hospitality sector. Barring any unforeseen circumstances, the directors expect the Group to be profitable in the financial year ending 31 December 2020.

11. Dividend

Any dividend declared for the current financial period reported on? Yes

The Directors are pleased to recommend a final dividend of 1.09 cents per share tax exempt one tier (2018: 0.705 cents per share tax exempt one-tier) in respect of the financial year ended 31 December 2019 for approval by shareholders at the next Annual General Meeting to be convened.

Together with the interim dividend of 0.195 cents per share tax exempt one-tier (2018: 0.195 cents per share tax exempt one-tier), total dividends paid and proposed in respect of the financial year ended 31 December 2019 will be 1.285 cents per share (2018: 0.90 cents per share tax-exempt one-tier).

Name of Dividend	Proposed Final
Dividend Type	Cash (Ordinary)
Dividend Rate	1.09 cents per ordinary share
Tax Rate	Tax exempt (one-tier tax)

(a) 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	Proposed Final
Dividend Type	Cash (Ordinary)
Dividend Rate	0.705 cents per ordinary share
Tax Rate	Tax exempt (one-tier tax)

¹³ National Australia Bank, October 30, 2019 – [NAB Quarterly Australian Commercial Property Survey Q3 2019](#)



**Roxy-Pacific
Holdings Limited**

(b) *Date payable*

Subject to shareholders' approval at the Annual General Meeting to be held on 9 April 2020, the proposed Final dividend will be paid on 30 April 2020.

(c) *Books closure date*

Share Transfer Books and Register of Members of the Company will be closed on 21 April 2020 after 5:00 pm for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrar, KCK CorpServe Pte. Ltd. of 333 North Bridge Road #08-00, KH KEA Building, Singapore 188721 up to 5:00 pm on 21 April 2020 will be registered to determine shareholders' entitlements to the said proposed Final Dividend. Members whose securities accounts with The Central Depository (Pte) Limited are credited with shares at 5:00 pm on xx April 2020 will be entitled to the abovementioned proposed dividend.

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

Not applicable.

13. Segmental revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited financial statements, with comparative information for the immediately preceding year

(a) Business Segments

	Hotel Ownership		Property Development		Property Investment		Others ⁽¹⁾		Group	
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue										
External	50,414	49,986	385,942	74,992	7,674	7,877	-	-	444,030	132,855
Total revenue	50,414	49,986	385,942	74,992	7,674	7,877	-	-	444,030	132,855
Segment results	(533)	2,646	62,546	12,280	4,402	4,032	(5,848)	(3,435)	60,568	15,524
Interest income	16	9	563	18	132	223	2,046	1,846	2,757	2,095
Finance cost	(10,530)	(7,291)	(9,624)	(4,262)	(3,505)	(2,853)	(1,531)	(1,935)	(25,190)	(16,341)
Fair value gain on investment properties	-	-	-	-	737	4,910	-	-	737	4,910
Impairment of property, plant and equipment	(3,338)	-	-	-	-	-	-	-	(3,338)	-
Cumulative fair value gain on available-for-sale financial assets reclassified to profit or loss on adoption of SFRS(I) 9	-	-	-	-	-	-	-	312	-	312
Fair value gain / (loss) on financial assets at fair value through profit or loss	-	-	-	-	102	-	122	(347)	224	(347)
Net realised / Unrealised foreign exchange gain / (loss)	213	3	-	57	(100)	(1,438)	217	373	330	(1,005)
Share of results of associates	73	18	1,857	(1,041)	6,532	21,085	16	-	8,477	20,062
Profit before tax	(14,099)	(4,615)	55,342	7,052	8,300	25,959	(4,978)	(3,186)	44,565	25,210
Taxation									(15,426)	(4,154)
Profit for the year									29,139	21,056

(1) "Others" include corporate services.

(b) Geographical segments

	Singapore \$'000	Australia \$'000	Japan \$'000	Thailand \$'000	Malaysia \$'000	Hong Kong \$'000	Indonesia \$'000	Maldives \$'000	New Zealand \$'000	Total \$'000
Revenue										
Fourth quarter ended										
31 December 2019	37,052	218,688	2,117	-	-	-	-	1,665	1,531	261,053
31 December 2018	25,681	-	2,221	-	-	-	-	1,364	1,562	30,828
Full year ended										
31 December 2019	145,072	279,477	8,296	-	-	-	-	4,968	6,217	444,030
31 December 2018	114,307	-	9,044	-	-	-	-	3,111	6,393	132,855
Non-current assets										
As at 31 December 2019	182,252	105,665	86,253	36,078	-	35,038	3,872	66,272	79,919	595,349
As at 31 December 2018	151,353	62,106	72,709	35,124	22,457	35,195	3,735	54,296	65,096	502,071
Total assets										
As at 31 December 2019	962,185	306,645	89,328	44,058	-	35,038	3,874	69,464	86,742	1,597,334
As at 31 December 2018	991,353	412,542	76,293	38,906	22,457	35,195	3,737	57,493	69,421	1,707,397

14. 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 above.

15. A breakdown of sales

	Group		
	FY2019 \$'000	FY2018 \$'000	% Increase/ (decrease)
(a) Sales reported for first half year	139,896	83,295	-68%
(b) Operating profit after tax before deducting minority interest reported for the first half year	8,757	12,792	-32%
(c) Sales reported for second half year	304,134	49,560	514%
(d) Operating profit after tax before deducting minority interest reported for the second half year	20,382	8,264	147%

16. A breakdown of the annual dividend (in dollar value) for the issuer's latest full year and its previously full year

	Total Annual Dividend	
	FY2019 \$'000	FY2018 \$'000
<u>Ordinary</u>		
Interim Dividend	2,543	2,548
Proposed Final Dividend	14,213	9,193
Total	16,756	11,743

17. Interested Person Transactions

The Company does not have a shareholders' mandate for interested person transactions. There were no interested person transactions during the year ended 31 December 2019.

18. Confirmation of procurement of undertakings from all directors and executives officers

The Company confirms that it has procured the Undertakings from all its Directors and Executive Officers in the format set out in Appendix 7.7 under Rule 720(1) of the Listing Manual.

19. Report of persons occupying managerial positions who are related to a director, chief executive officer or substantial shareholder

Pursuant to Rule 704 (13) of the Listing Manual of the Singapore Exchange Securities Trading Limited, we confirm that there is no person occupying a managerial position in Roxy-Pacific Holdings Limited ("the Company") or in any of its principal subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company.

Name	Age	Family relationship with any director, CEO and/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
Teo Hong Lim	53	Brother of Teo Hong Yeow Chris.	Executive Chairman & CEO with effect from 20 May 1993. Overall in-charge of Group's Strategies and Management	No change
Teo Hong Yeow Chris	59	Brother of Teo Hong Lim.	Deputy CEO with effect from 23 March 2018. Overall in-charge of Hotel Ownership Business	No change
Alicia Teo Su Min	26	Daughter of Teo Hong Lim and niece of Teo Hong Yeow Chris.	Business Development and Investment Manager with effect from 1 January 2020. Support CEO on Business Development, Investments and Special Projects matters of the Group	Executive (CEO Office) since July 2018.

ON BEHALF OF THE BOARD

Teo Hong Lim
Chairman & CEO

Koh Seng Geok
Executive Director & Deputy CEO

20th February 2020
Singapore



**Roxy-Pacific
Holdings Limited**

CONFIRMATION PURSUANT TO RULE 705 (5) OF THE LISTING MANUAL

We confirm on behalf of the Board of Directors that, to the best of our knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited interim financial results of the Group and the Company for the financial period ended 31 December 2019 to be false or misleading in any material respect.

ON BEHALF OF THE BOARD

Teo Hong Lim
Chairman & CEO

Koh Seng Geok
Executive Director & Deputy CEO

20th February 2020
Singapore