

### PAN-UNITED CORPORATION LTD

(Company Reg No: 199106524G)

### SECOND QUARTER FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2018

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

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

|  | 2Q 2018   | 2Q 2017   | +/(-) | 1H 2018   | 1H 2017   | +/( |
|--|-----------|-----------|-------|-----------|-----------|-----|
|  | \$'000    | \$'000    | %     | \$'000    | \$'000    |     |
| Revenue  | 219,050   | 140,868   | 56    | 433,293   | 271,171   | 6   |
| Other income   | 540       | 900       | (40)  | 1,234     | 1,646     | (2  |
| Raw materials, subcontract cost and other direct costs | (191,997) | (119,500) | 61    | (383,243) | (229,258) | (   |
| Staff costs  | (9,413)   | (6,772)   | 39    | (18,615)  | (15,202)  |     |
| Depreciation and amortisation expenses                 | (4,785)   | (3,390)   | 41    | (8,768)   | (6,878)   | 1   |
| Other expenses   | (11,870)  | (10,040)  | 18    | (22,043)  | (19,938)  |     |
| Finance costs  | (1,004)   | (1,093)   | (8)   | (2,042)   | (2,033)   |     |
|  | 521       | 973       | (46)  | (184)     | (492)     | (   |
| Share of results of associates                         | 793       | 671       | 18    | 1,681     | 1,504     |     |
| Profit before income tax from continuing operations    | 1,314     | 1,644     | (20)  | 1,497     | 1,012     |     |
| Income tax (expense)/credit                            | (683)     | (284)     | 141   | (808)     | 515       | r   |
| Profit from continuing operations, net of tax          | 631       | 1,360     | (54)  | 689       | 1,527     | (   |
| Discontinued operations                                |           |           |       |           |           |     |
| Profit from discontinued operations, net of tax        | -         | 4,752     | nm    | 1,007     | 8,530     | (   |
| Profit for the period, net of tax                      | 631       | 6,112     | (90)  | 1,696     | 10,057    | (   |
| Attributable to:                                       |           |           |       |           |           |     |
| Equity holders of the Company                          |           |           |       |           |           |     |
| Profit from continuing operations, net of tax          | 538       | 1,482     | (64)  | 568       | 1,415     | (   |
| Profit from discontinued operations, net of tax        | -         | 3,868     | nm    | 878       | 7,061     | (   |
|  | 538       | 5,350     | (90)  | 1,446     | 8,476     | (   |
| Non-controlling interests                              |           |           |       |           |           |     |
| Profit/(loss) from continuing operations, net of tax   | 93        | (122)     | 176   | 121       | 112       |     |
| Profit from discontinued operations, net of tax        | -         | 884       | nm    | 129       | 1,469     | (   |
|  | 93        | 762       | (88)  | 250       | 1,581     | (   |
|  | 631       | 6,112     | (90)  | 1,696     | 10,057    | (   |

nm: Not meaningful

The discontinued operations comprised the results from the Ports business, under Xinghua Port Holdings Ltd (Xinghua), which was de-merged on 7 February 2018, as a separate entity. The de-merger was effected through a capital reduction of the Company and a distribution in specie of all the shares in Xinghua, held by the Company, to its shareholders.

# 1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year. (continued)

| A. | Profit before income tax is arrived at after crediting/(charging) the following: | 2Q 2018<br>\$'000 | 2Q 2017<br>\$'000 | +/(-)<br>% | 1H 2018<br>\$'000 | 1H 2017<br>\$'000 | +/(-)<br>% |
|----|--|-------------------|-------------------|------------|-------------------|-------------------|------------|
|    | Interest income  | 72                | 111               | (35)       | 145               | 200               | (28)       |
|    | Interest expense<br>(Impairment loss)/reversal of impairment loss on             | (950)             | (940)             | 1          | (1,921)           | (1,836)           | 5          |
|    | trade receivables  | (2,064)           | -                 | nm         | (2,057)           | 195               | nm         |
|    | Foreign exchange gain/(loss) (Loss)/gain on disposal of property, plant and      | 704               | (89)              | nm         | 321               | (82)              | nm         |
|    | equipment  | (12)              | 5                 | nm         | 20                | 51                | (61)       |
|    | Write-off of property, plant and equipment                                       | (322)             | (1)               | nm         | (327)             | (308)             | 6          |

**B.** The Group's tax charge for 1H 2017 included a reversal of tax provision of \$728,000 related to previous periods.

|   | 2Q 2018 | 2Q 2017 | +/(-) | 1H 2018 | 1H 2017 | +/(-) |
|---|---------|---------|-------|---------|---------|-------|
|   | \$'000  | \$'000  | %     | \$'000  | \$'000  | %     |
| Profit for the period, net of tax                                   | 631     | 6,112   | (90)  | 1,696   | 10,057  | (83)  |
| Other comprehensive income:   |         |         |       |         |         |       |
| Foreign currency translation  | (491)   | 520     | (194) | 2,871   | (5,024) | 157   |
| Fair value changes of derivatives                                   | 2,314   | (1,056) | nm    | 2,266   | (4,402) | 151   |
| Other comprehensive income for the period,                          |         |         |       |         |         |       |
| net of tax  | 1,823   | (536)   | nm    | 5,137   | (9,426) | 154   |
| Total comprehensive income for the period                           | 2,454   | 5,576   | (56)  | 6,833   | 631     | nm    |
| Attributable to:  |         |         |       |         |         |       |
| Equity holders of the Company                                       | 2,269   | 4,875   | (53)  | 6,214   | (71)    | nm    |
| Non-controlling interests   | 185     | 701     | (74)  | 619     | 702     | (12)  |
| Total comprehensive income for the period                           | 2,454   | 5,576   | (56)  | 6,833   | 631     | nm    |
| Attributable to equity holders of the                               |         |         |       |         |         |       |
| Company:  |         |         |       |         |         |       |
| Total comprehensive income from continuing                          | 0.000   | 000     | 407   | 0.000   | (0.000) | 400   |
| operations, net of tax  | 2,269   | 999     | 127   | 3,229   | (3,926) | 182   |
| Total comprehensive income from discontinued operations, net of tax | -       | 3,876   | nm    | 2,985   | 3,855   | (23   |
| Total comprehensive income for the period                           |         |         |       |         |         |       |
| attributable to equity holders of the Company                       | 2,269   | 4,875   | (53)  | 6,214   | (71)    | nm    |

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.

| BALANCE SHEETS                                | Grou              | р                 | Compa              | ny               |
|---|-------------------|-------------------|--------------------|------------------|
|   | 30-Jun-18         | 31-Dec-17         | 30-Jun-18          | 31-Dec-17        |
|   | \$'000            | \$'000            | \$'000             | \$'000           |
| Non-current assets                            |                   |                   |                    |                  |
| Property, plant and equipment                 | 186,451           | 185,851           | 261                | 271              |
| Intangible assets                             | 4,500             | 4,324             | 370                | 1,001            |
| Subsidiaries                                  | -                 | -                 | 95,209             | 81,049           |
| Associates                                    | 4,098             | 3,728             | -                  | -                |
| Other investments                             | 407               | 407               | 404                | 404              |
| Other receivables                             | 471               | 633               | -                  | -                |
| Deferred tax assets                           | 655               | 475               |                    |                  |
| Cumant accets                                 | 196,582           | 195,418           | 96,244             | 82,725           |
| Current assets                                | 10.070            | 04.000            |                    |                  |
| Inventories                                   | 18,673            | 34,362            | 433                | 566              |
| Prepayments Trade and other receivables       | 3,155             | 2,652             |                    |                  |
| Derivatives                                   | 138,907<br>762    | 139,007           | 3,351<br>762       | 3,081            |
| Other assets                                  |                   | 4 601             | 702                | -                |
|   | 6,638             | 4,631             | 10 000             | 20 627           |
| Cash and short-term deposits                  | 34,448<br>202,583 | 63,133<br>243,785 | 18,898<br>23,444   | 38,637<br>42,284 |
| Assets of disposal group classified as held   | ۷۵۷,۵۵۵           | 243,700           | 20, <del>444</del> | 42,204           |
| for sale                                      | _                 | 341,434           | _                  | 102,000          |
| ioi sale                                      | 202,583           | 585,219           | 23,444             | 144,284          |
|   | 202,303           | 303,219           | 20,444             | 144,204          |
| Current liabilities                           |                   |                   |                    |                  |
| Loans and borrowings                          | 44,800            | 41,559            | -                  | -                |
| Payables and accruals                         | 83,793            | 98,925            | 1,284              | 1,366            |
| Deferred income                               | -                 | 5,361             | -,201              |                  |
| Provisions                                    | 983               | 1,284             | -                  | _                |
| Income tax payable                            | 1,470             | 1,408             | 12                 | 33               |
| Derivatives                                   | 15                | 1,627             | 15                 | 1,627            |
|   | 131,061           | 150,164           | 1,311              | 3,026            |
|   |                   |                   |                    |                  |
| Liabilities directly associated with disposal |                   |                   |                    |                  |
| group classified as held for sale             | <u>-</u>          | 170,545           | <u> </u>           | -                |
|   | 131,061           | 320,709           | 1,311              | 3,026            |
|   |                   |                   |                    |                  |
| Net current assets                            | 71,522            | 264,510           | 22,133             | 141,258          |
| Non august lightlities                        |                   |                   |                    |                  |
| Non-current liabilities                       | 61,636            | 81,342            | 20,000             | 20,000           |
| Loans and borrowings Deferred tax liabilities |                   |                   | 20,000             | 20,000           |
| Other liabilities                             | 7,275<br>541      | 6,991<br>537      | -                  | -                |
| Provisions                                    | 3,835             | 3,149             | _                  | _                |
| 1 1041310113                                  | 73,287            | 92,019            | 20,000             | 20,000           |
| <u> </u>                                      | 70,207            | 02,010            | 20,000             | 20,000           |
| Net assets                                    | 194,817           | 367,909           | 98,377             | 203,983          |
|   |                   |                   |                    |                  |
| Equity attributable to equity holders of the  |                   |                   |                    |                  |
| Company                                       |                   |                   |                    |                  |
| Share capital                                 | 12,645            | 151,799           | 12,645             | 151,799          |
| Treasury shares                               | (957)             | (957)             | (957)              | (957)            |
| Reserves                                      | 176,008           | 141,138           | 86,689             | 53,141           |
| Reserves of disposal group classified as      | •                 | · 1               | •                  | ,                |
| held for sale                                 | -                 | 36,914            |                    |                  |
| Ţ.  | 187,696           | 328,894           | 98,377             | 203,983          |
|   |                   |                   |                    |                  |
| Non-controlling interests                     | 7,121             | 39,015            | <u> </u>           | 203,983          |
|   | 194,817           | 367,909           | 98,377             |                  |

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. (continued)

## **Explanatory Notes to Balance Sheets**

The Ports business, under Xinghua Port Holdings Ltd. (Xinghua) was de-merged as a separate entity on 7 February 2018 and was listed on The Stock Exchange of Hong Kong Limited on 12 February 2018. The de-merger was effected through a capital reduction of the Company and a distribution in specie of all the shares in Xinghua held by the Company to its shareholders. Following the capital reduction of \$139.2 million, the share capital of the Company was reduced to \$12.6 million. The assets and liabilities of the de-merged Ports business were de-recognised accordingly.

The reduction in cash and short-term deposits is largely due to the repayment of bank loans, settlement of trade and other payables, and payment of dividends in 1H2018.

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

|  | As of 30 J        | lun 2018 | As of 31 I     | Dec 2017         |
|--|-------------------|----------|----------------|------------------|
|  | Secured Unsecured |          | <u>Secured</u> | <u>Unsecured</u> |
|  | \$'000            | \$'000   | \$'000         | \$'000           |
| Amount repayable in one year or less, or on demand | 13,906            | 30,894   | 14,289         | 27,270           |
| Amount repayable after one year                    | 16,636            | 45,000   | 16,342         | 65,000           |

# Details of any collateral

Certain short and long-term bank loans are secured by mortgages over certain assets of foreign subsidiaries.

# 1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

| CONSOLIDATED CASH FLOW STATEMENTS                                  | 2Q 2018<br>\$'000 | 2Q 2017<br>\$'000 | 1H 2018<br>\$'000 | 1H 2017<br>\$'000 |
|--|-------------------|-------------------|-------------------|-------------------|
| Cash flows from operating activities                               | ·                 | ·                 | ,                 | ·                 |
| Profit before income tax from continuing operations                | 1,314             | 1,644             | 1,497             | 1,012             |
| Profit from discontinued operations                                | -                 | 6,183             | 1,485             | 11,280            |
| Adjustments for  |                   |                   |                   |                   |
| Depreciation expenses  | 4,731             | 5,922             | 9,506             | 11,973            |
| Amortisation of intangible assets                                  | 54                | -                 | 107               | -                 |
| Interest income  | (72)              | (184)             | (145)             | (311)             |
| Interest expense   | 950               | 2,912             | 1,921             | 5,764             |
| Loss/(gain) on disposal of property, plant and equipment           | 12                | 20                | (20)              | (26)              |
| Impairment loss/(reversal of impairment loss) on trade receivables | 2,064             | -                 | 2,057             | (195)             |
| Write-down of inventories  | -                 | -                 | 62                | -                 |
| Gain on disposal of other investments                              | -                 | (5)               | -                 | (24)              |
| Reversal of provisions   |                   | -                 | (233)             | (21)              |
| Write-off of property, plant and equipment                         | 322               | 1                 | 327               | 308               |
| Fair value changes of derivatives                                  | (22)              | -                 | (108)             |                   |
| Share-based payment expenses                                       | 44                | 34                | 94                | 71                |
| Share of results of associates                                     | (793)             | (1,499)           | (1,866)           | (2,772)           |
| Foreign exchange differences                                       | (1,084)           | (135)             | (842)             | (384)             |
| Operating cash flows before working capital changes                | 7,520             | 14,893            | 13,842            | 26,675            |
| <b>D</b> ///   |                   |                   |                   |                   |
| Decrease/(Increase) in   | (0.440)           | (45.450)          | (0.100)           | 500               |
| Trade and other receivables  | (6,110)           | (15,456)          | (2,139)           | 562               |
| Prepayments  | 425               | (637)             | (441)             | (1,198)           |
| Inventories and work-in-progress                                   | 3,322             | 1,280             | 15,619            | 4,545             |
| Other assets   | (494)             | 724               | (2,007)           | 1,352             |
| Ingragae//Degrages) in   |                   |                   |                   |                   |
| Increase/(Decrease) in   | (0,000)           | 1 070             | (0.100)           | (10.000)          |
| Payables, accruals and provisions Deferred income                  | (3,688)           | 1,872             | (9,163)           | (10,938)          |
|  | 075               | (3,431)           | (5,364)           | (155)             |
| Cash flows from/(used in) operations                               | 975               | (755)             | 10,347            | 20,843            |
| Interest paid  | (950)             | (2,912)           | (1,921)           | (5,764)           |
| Income tax paid  | (511)             | (1,948)           | (2,088)           | (3,909)           |
| Interest received  | 72                | 184               | 145               | (3,303)           |
| Net cash flows (used in)/from operating activities                 | (414)             | (5,431)           | 6,483             | 11,481            |
| Thet dust nows (used in // norm operating detivities               | (+1+)             | (3,731)           | 0,400             | 11,401            |
| Cash flows from investing activities                               |                   |                   |                   |                   |
| Purchase of property, plant and equipment                          | (4,281)           | (10,440)          | (8,469)           | (15,536)          |
| Additions to intangible assets                                     | (173)             | (10,110)          | (283)             | (10,000)          |
| Proceeds from disposal of property, plant and equipment            | (10)              | 26                | 22                | 671               |
| Net cash outflow on de-merger of subsidiaries                      | -                 | -                 | (3,820)           | -                 |
| Proceeds from disposal of other investments                        | _                 | 18                | -                 | 63                |
| Dividend income from associates                                    | 1,311             | 3,064             | 1,311             | 3,904             |
| Capital redemption from other investments                          | -                 | -,                | -                 | 156               |
| Net cash flows used in investing activities                        | (3,153)           | (7,332)           | (11,239)          | (10,742)          |
| <u>-</u>   | ` ' /             | ` ' '             | , , ,             | , , ,             |
| Cash flows from financing activities                               |                   |                   |                   |                   |
| Proceeds from bank borrowings                                      | 14,502            | 61,491            | 24,017            | 61,491            |
| Repayment of bank borrowings                                       | (7,030)           | (61,839)          | (43,111)          | (70,621)          |
| Proceeds from reissuance of treasury shares                        |                   | 310               |                   | 573               |
| Dividends paid to shareholders                                     | (5,607)           | (15,414)          | (5,607)           | (15,414)          |
| Dividend paid to non-controlling interests                         |                   | (131)             |                   | (131)             |
| Net cash flows from/(used in) financing activities                 | 1,865             | (15,583)          | (24,701)          | (24,102)          |
|  |                   |                   |                   |                   |
| Net decrease in cash and cash equivalents                          | (1,702)           | (28,346)          | (29,457)          | (23,363)          |
|  |                   |                   |                   |                   |
| Cash and cash equivalents as at beginning of period                | 35,150            | 77,120            | 63,133            | 72,662            |
| Effects of exchange rate changes on opening cash and cash          |                   | ·                 |                   | •                 |
| equivalents  | 1,000             | (8)               | 772               | (533)             |
| Cash and cash equivalents as at end of period                      | 34,448            | 48,766            | 34,448            | 48,766            |
| -  |                   |                   |                   |                   |

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.

| STATEMENTS OF CHANGES IN EQUITY  |               |                    | Attributa            | ble to equity hold                            | ders of the Com      | ıpany             |  |                   | Non-<br>controlling<br>interests | Total Equit   |
|--|---------------|--------------------|----------------------|---|----------------------|-------------------|--|-------------------|----------------------------------|---------------|
| <u>GROUP</u>   | Share capital | Treasury<br>shares | Statutory<br>reserve | Foreign<br>currency<br>translation<br>reserve | Retained<br>earnings | Other<br>reserves | Reserves of disposal group classified as held for sale | Total<br>reserves |                                  |               |
|  | \$'000        | \$'000             | \$'000               | \$'000  | \$'000               | \$'000            | \$'000   | \$'000            | \$'000                           | \$'000        |
| Balance at 1 January 2018, as previously reported                                | 151,799       | (957)              | -                    | (6,925)                                       | 148,242              | (179)             | 36,914   | 178,052           | 39,015                           | 367,909       |
| Effect on adoption of SFRS (I)   | -             | -                  | -                    | 6,228   | (6,228)              | -                 | -  |                   | -                                |               |
| Total comprehensive income for the period  | -             | -                  | -                    | 978   | 30                   | (48)              | 2,985  | 3,945             | 434                              | 4,379         |
| Cost of share-based payment (share options)  Distribution in specie              | -             | -                  | -                    | -   | -                    | 50<br>37,154      | (39,899)   | 50<br>(2,745)     | -<br>(32,513)                    | 50<br>(35,258 |
| Capital reduction  | (139,154)     | -                  | -                    | -   | -                    | 37,154            | (39,899)   | (2,745)           | (32,513)                         | (139,154      |
| Balance at 31 March 2018   | 12,645        | (957)              | -                    | 281   | 142,044              | 36,977            | -  | 179,302           | 6,936                            | 197,926       |
| Total comprehensive income for the period  | -             | -                  | -                    | (583)   | 538                  | 2,314             | -  | 2,269             | 185                              | 2,454         |
| Cost of share-based payment (share options)                                      | -             | -                  | -                    | -   | -                    | 44                | -  | 44                | -                                | 44            |
| Dividends on ordinary shares   | -             | -                  | -                    | -   | (5,607)              | -                 | -  | (5,607)           | -                                | (5,607        |
| Balance at 30 June 2018  | 12,645        | (957)              | -                    | (302)   | 136,975              | 39,335            | -  | 176,008           | 7,121                            | 194,817       |
| Balance at 1 January 2017, as previously reported Effect on adoption of SFRS (I) | 92,052        | (1,759)            | 3,000                | (6,766)<br>6,766                              | 254,045<br>(6,766)   | (66,885)          | -  | 183,394           | 36,959                           | 310,646       |
| Total comprehensive income for the period  | -             | -                  | -                    | (4,726)                                       | 3,126                | (3,346)           | -  | (4,946)           | 1                                | (4,945        |
| Cost of share-based payment (share options)                                      | -             | -                  | -                    | -   | -                    | 37                | -  | 37                | -                                | 37            |
| Reissuance of treasury shares  | -             | 378                | -                    | -   | -                    | (115)             | -  | (115)             | -                                | 263           |
| Balance at 31 March 2017   | 92,052        | (1,381)            | 3,000                | (4,726)                                       | 250,405              | (70,309)          | -  | 178,370           | 36,960                           | 306,00        |
| Total comprehensive income for the period  | -             | -                  | -                    | 581   | 5,350                | (1,056)           | -  | 4,875             | 701                              | 5,576         |
| Cost of share-based payment (share options)                                      | -             | -                  | -                    | -   | -                    | 34                | -  | 34                | -                                | 34            |
| Reissuance of treasury shares  | -             | 424                | -                    | -   | -                    | (114)             | -  | (114)             | -                                | 310           |
| Dividends on ordinary shares   | -             | -                  | -                    | -   | (15,414)             | -                 | -  | (15,414)          | -                                | (15,41        |
| Dividends paid to non-controlling interests                                      | -             | -                  | -                    | -   | -                    | -                 | -  | -                 | (406)                            | (40           |
| Balance at 30 June 2017  | 92.052        | (957)              | 3,000                | (4,145)                                       | 240,341              | (71,445)          |  | 167,751           | 37,255                           | 296,101       |

(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. (continued)

| COMPANY                                     | Share        | Treasury | Retained | Other    | Total    | Total     |
|---|--------------|----------|----------|----------|----------|-----------|
| COMPANY                                     | capital      | shares   | earnings | reserves | reserves | Equity    |
| D   0040                                    | \$'000       | \$'000   | \$'000   | \$'000   | \$'000   | \$'000    |
| Balance at 1 January 2018                   | 151,799      | (957)    | 53,320   | (179)    | 53,141   | 203,983   |
| Total comprehensive income for the period   | -            | _        | (169)    | (48)     | (217)    | (217)     |
| Cost of share-based payment (share options) | -            | -        | -        | 50       | 50       | 50        |
| Distribution in specie                      | - (400 454)  | -        | -        | 37,154   | 37,154   | 37,154    |
| Capital reduction                           | (139,154)    | -        | -        | -        | -        | (139,154) |
| Balance at 31 March 2018                    | 12,645       | (957)    | 53,151   | 36,977   | 90,128   | 101,816   |
| Total comprehensive income for the period   | _            | _        | (190)    | 2,314    | 2,124    | 2,124     |
| Cost of share-based payment (share options) | _            | _        | -        | 44       | 44       | 44        |
| Dividends on ordinary shares                | -            | -        | (5,607)  | -        | (5,607)  | (5,607)   |
| Balance at 30 June 2018                     | 12,645       | (957)    | 47,354   | 39,335   | 86,689   | 98,377    |
|   |              |          |          |          |          |           |
| Balance at 1 January 2017                   | 92,052       | (1,759)  | 54,289   | 4,003    | 58,292   | 148,585   |
| Total comprehensive income for the period   | -            | -        | (449)    | (3,346)  | (3,795)  | (3,795)   |
| Cost of share-based payment (share options) | -            | _        | -        | 37       | 37       | 37        |
| Reissuance of treasury shares               | -            | 378      | -        | (115)    | (115)    | 263       |
| Balance at 31 March 2017                    | 92,052       | (1,381)  | 53,840   | 579      | 54,419   | 145,090   |
| Total comprehensive income for the period   | _            | _        | (539)    | (1,056)  | (1,595)  | (1,595)   |
| Cost of share-based payment (share options) |              | _        | (339)    | (1,036)  | (1,595)  | (1,595)   |
| Reissuance of treasury shares               | _            | 424      | _        | (114)    | (114)    | 310       |
| Dividends on ordinary shares                | <del>-</del> | -        | (15,414) | -        | (15,414) | (15,414)  |
| Balance at 30 June 2017                     | 92,052       | (957)    | 37,887   | (557)    | 37,330   | 128,425   |
| Balance at 30 June 2017                     | 92,052       | (957)    | 37,007   | (557)    | 37,330   | 120,425   |

1(d)(ii) Details of any changes in the company's share capital arising from right issue, bonus issue, shares buy-backs, exercise of shares 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 corresponding period of the immediately preceding financial year.

|   | 2Q 2018<br>ended 30-Jun-18 | 2Q 2017<br>ended 30-Jun-17 |
|---|----------------------------|----------------------------|
| Issued share capital  |                            |                            |
| Issued and fully paid ordinary shares:  |                            |                            |
| As at beginning and end of period   | 701,995,825                | 561,818,660                |
| Treasury shares   |                            |                            |
| As at beginning   | 1,110,000                  | 1,603,000                  |
| Less: Transfer of treasury shares to employees to fulfill obligations under the |                            |                            |
| Pan-United Share Option Scheme  | -                          | (493,000)                  |
| As at end of period   | 1,110,000                  | 1,110,000                  |
| Total number of issued shares excluding treasury shares                         | 700,885,825                | 560,708,660                |
|   |                            |                            |

There were no share buyback and no new shares issued during the quarter ended 30 June 2018.

|   | As at<br>30-Jun-18 | As at<br>30-Jun-17 |
|---|--------------------|--------------------|
| The number of shares that may be issued on exercise of share options outstanding at the end of the period | 12,114,600         | 9,956,500          |

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

|   | As at<br>30-Jun-18       | As at<br>31-Dec-17       |
|---|--------------------------|--------------------------|
| Total number of issued shares<br>Treasury shares        | 701,995,825<br>1,110,000 | 701,995,825<br>1,110,000 |
| Total number of issued shares excluding treasury shares | 700,885,825              | 700,885,825              |

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

There were no sales, transfers, disposals, cancellations and/or use of treasury shares for the quarter ended 30 June 2018.

## 1(d)(v) Subsidiary holdings.

There were no subsidiary holdings as at the end of the current financial period reported on.

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

The figures have not been audited or reviewed by our auditors, Messrs Ernst & Young LLP.

Where the figures have been audited or reviewed, the auditor's report (including any qualification of emphasis of matter).

Not applicable.

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

Except as disclosed in item 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those of the audited financial statements for the year ended 31 December 2017.

If there are any changes in 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.

On 1 January 2018, the Group adopted the Singapore Financial Reporting Framework (International) (SFRS(I)), a new financial reporting framework identical to the International Financial Reporting Standards. As a first-time adopter of SFRS(I), the Group elected the option to deem cumulative translation differences for foreign operations to be zero on 1 January 2017 (date of transition), and accordingly, the gain or loss that will be recognised on a subsequent disposal of the foreign operations will exclude cumulative translation differences that arose before 1 January 2017. The foreign currency translation reserve of \$6.8 million, as previously reported was reclassified to the opening retained earnings as at 1 January 2017.

Other than the effects of the matter as described above, the Group expects that the adoption of the new standards that are effective on 1 January 2018 will have no material impact on the financial position and financial performance of the Group.

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 the preference dividends.

| Earnings per share from continuing operations attributable              | e           | Quarter<br>nded 30 Ju | ne     | Half year<br>ended 30 June |             |        |  |
|---|-------------|-----------------------|--------|----------------------------|-------------|--------|--|
| to equity holders of the Company  | <u>2018</u> | <u>2017</u>           | Change | 2018                       | <u>2017</u> | Change |  |
| Based on weighted average number of ordinary shares in issue (in cents) | 0.08        | 0.26                  | -69%   | 0.08                       | 0.25        | -68%   |  |
| On a fully diluted basis (in cents)                                     | 0.08        | 0.26                  | -69%   | 0.08                       | 0.25        | -68%   |  |

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 (b) immediately preceding financial year.

|   | <u>Group</u> | <u>Company</u> |
|---|--------------|----------------|
| Net asset value per ordinary share based on<br>Issued share capital at 30 June 2018<br>(in cents) | 26.8         | 14.0           |
| Net asset value per ordinary share based on Issued share capital at 31 December 2017 (in cents)   | 46.9         | 29.1           |

A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following: (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

#### **Review of 1H2018 Performance**

The revenue for 1H2018 was \$433.3 million, 60% higher year-on-year (yoy) due to higher trading revenue.

The Ports business, under Xinghua Port Holdings Ltd, was de-merged as a separate entity on 7 February 2018. The results of the Ports business and its comparatives are presented separately on the income statement under "Discontinued Operations".

The continuing businesses of Concrete and Cement (C&C) and Trading recorded EBITDA of \$10.4 million, 29% higher year on year (yoy). The net profit before tax was 48% higher yoy, despite a \$2.1 million impairment loss on trade receivables. The improved result was attributable to higher trading volume and stable selling prices of ready mixed concrete in Singapore.

The higher depreciation expenses came mainly from the new slag grinding plant in Malaysia that commenced operations this year. The net attributable profit was however lower yoy, as there was a reversal of tax provision of \$0.7 million in 1H2017.

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

Not applicable.

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 construction demand from January to May 2018, as reported by the Building and Construction Authority (BCA), has increased by 55% as compared to the same period in 2017, driven by both public and private sectors. The price of ready mixed concrete has also been on a modest climb since the second half of 2017 till June 2018, with data from the BCA showing a 0.4% rise from January 2018 and 3.8% increase from the average selling price in 2017.

In the longer term, construction activity could be dampened by property cooling measures, as the hike in Additional Buyer's Stamp Duty and tightening of the loan-to-value limits will largely impact the en bloc market and the private residential market.

# 11 If a decision regarding dividend has been made:

# (a) Current Financial Period Reported On

Any dividend recommended for the current financial period reported on? No.

### (b) Corresponding Period of the Immediately Preceding Financial Year

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

Name of dividend: Interim, paid Dividend type: Cash

Dividend rate: S\$ 0.005 per ordinary share (One-tier tax exempt)

# (c) Date payable:

Not applicable.

# (d) Books closure date

Not applicable.

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

No dividend has been declared for the guarter ended 30 June 2018.

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

The Group does not have a general mandate from shareholders for interested person transactions.

14 Negative confirmation pursuant to Rule 705(5).

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

The Board of Directors of the Company hereby confirm that, to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited consolidated financial results for the quarter ended 30 June 2018 to be false or misleading.

15 Confirmation that the issuer has procured undertakings from all its directors and executive officers pursuant to Rule 720(1) of the SGX Listing Manual.

#### CONFIRMATION PURSUANT TO RULE 720(1) OF THE LISTING MANUAL

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

BY ORDER OF THE BOARD

Cho Form Po Company Secretary 24 July 2018