



TA CORPORATION LTD  
(Company Registration No. 201105512R)

**Unaudited Fourth Quarter and Full Year Financial Statements and Dividend Announcement for the Year Ended 31.12.2016**

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

**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.**

	Notes	Group					
		3 months ended			12 months ended		
		31.12.2016 S\$'000	31.12.2015 S\$'000	Change %	31.12.2016 S\$'000	31.12.2015 S\$'000	Change %
<b>Revenue</b>		55,616	61,872	(10.1)	194,103	276,696	(29.8)
Cost of sales		(45,526)	(51,452)	(11.5)	(158,108)	(236,289)	(33.1)
<b>Gross profit</b>		10,090	10,420	(3.2)	35,995	40,407	(10.9)
Other income	1	3,227	20,484	(84.2)	5,977	25,031	(76.1)
Selling and distribution cost		(347)	(311)	11.6	(1,104)	(849)	30.0
General and administrative expenses		(4,358)	(4,347)	0.3	(18,469)	(16,271)	13.5
Other operating expenses	2	(4,537)	(19,310)	(76.5)	(28,151)	(60,106)	(53.2)
Share of profit (loss), net of tax of associates and joint ventures	3	(12)	(330)	(96.4)	3,583	(417)	NM
Finance cost		(3,516)	616	NM	(11,599)	(3,796)	205.6
<b>Profit (Loss) before income tax</b>	4	547	7,222	(92.4)	(13,768)	(16,001)	(14.0)
Income tax expense		753	(4,768)	NM	(785)	(7,964)	(90.1)
<b>Profit (Loss) after income tax</b>		1,300	2,454	(47.0)	(14,553)	(23,965)	(39.3)
Other comprehensive income:							
Exchange differences on translation of foreign operations		2,167	190	1,040.5	982	677	45.1
Reversal in fair value on available-for-sale investments		-	55	NM	-	41	NM
<b>Total comprehensive income (loss) for the year</b>		3,467	2,699	28.5	(13,571)	(23,247)	(41.6)
Profit (Loss) attributable to:							
Owners of the Company		3,155	2,630	20.0	(6,668)	(23,853)	(72.0)
Non-controlling interests		(1,855)	(176)	954.0	(7,885)	(112)	6,940.2
		1,300	2,454	(47.0)	(14,553)	(23,965)	(39.3)
Total comprehensive income (loss) attributable to:							
Owners of the Company		4,776	2,922	63.4	(5,684)	(23,419)	(75.7)
Non-controlling interests		(1,309)	(223)	487.0	(7,887)	172	NM
		3,467	2,699	28.5	(13,571)	(23,247)	(41.6)
NM = Not meaningful							

## 1(a)(ii) Notes to Statement of Comprehensive Income

### 1. Other income

	<b>Group</b>	
	<b>12 months ended</b>	
	<b>31.12.2016</b>	<b>31.12.2015</b>
	<b>S\$'000</b>	<b>S\$'000</b>
Property rental income	656	974
Interest income	1,405	1,613
Deemed interest income on retention amounts	953	902
Service fees income	601	750
Gain on disposal of property, plant and equipment	36	265
Gain in fair value of investment properties	-	19,189
Reversal of impairment loss on development properties	1,012	-
Others	1,314	1,338
	<b>5,977</b>	<b>25,031</b>

### 2. Other operating expenses

Other operating expenses decreased by S\$31.9 million to S\$28.2 million for twelve months ended 31 December 2016 ("FY2016") compared to the same corresponding period ("FY2015"). These were mainly due to the absence of impairment loss on investment in associate and on development properties, lower impairment of receivables compared to 2015, partially offset by the loss in fair value of investment properties mainly from Tuas South Dormitory.

### 3. Share of profit, net of tax of associates and joint ventures

The share of profit, net of tax of associates and joint ventures for FY2016 comprises mainly the share of profit from associates engaged in property development in Singapore and distribution business in Myanmar, which are partially off-set by share of losses from other associates and joint ventures.

### 4. Profit (Loss) before income tax

	<b>Group</b>	
	<b>12 months ended</b>	
	<b>31.12.2016</b>	<b>31.12.2015</b>
	<b>S\$'000</b>	<b>S\$'000</b>
Profit (Loss) before income tax for the year is stated after charging/ (crediting) the following:		
Allowance for doubtful receivables	2,209	22,424
Depreciation expense	4,238	4,903
Property, plant and equipment written off	2	297
Fair value change in financial derivative instrument	692	147
Gain on disposal of property, plant and equipment, net	(36)	(265)
Loss (Gain) in fair value of investment properties	16,255	(19,189)
Loss on sale of available-for-sale investments	-	152
Interest income	(1,405)	(1,613)
(Reversal of) Impairment loss on development properties	(1,012)	24,691
Impairment loss on investment in an associate	-	4,811
Deemed interest income on retention amounts	(953)	(902)
Deemed interest expense on retention amounts	938	121
(Over) Underprovision of income tax in prior years	(817)	882

**1(b)(i) A Statement of Financial Position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.**

	Group		Company	
	31.12.2016 S\$'000	31.12.2015 S\$'000	31.12.2016 S\$'000	31.12.2015 S\$'000
<b>ASSETS</b>				
<b>Current assets</b>				
Cash and bank balances	91,538	78,886	13,779	666
Trade and other receivables	92,402	137,012	6,022	9,732
Deposits and prepayments	4,036	4,059	15	20
Inventories	7,593	5,763	-	-
Development properties	183,871	165,034	-	-
Total current assets	379,440	390,754	19,816	10,418
<b>Non-current assets</b>				
Property, plant and equipment	48,879	40,185	-	-
Investment properties	253,385	269,275	-	-
Subsidiaries	-	-	116,965	116,965
Goodwill	2,595	2,595	-	-
Associates and joint ventures	14,619	9,719	-	-
Other receivables	25,139	67,261	85,652	95,903
Other non-current assets	296	318	-	-
Derivative financial instrument	91	783	-	-
Total non-current assets	345,004	390,136	202,617	212,868
<b>Total assets</b>	724,444	780,890	222,433	223,286
<b>LIABILITIES AND EQUITY</b>				
<b>Current liabilities</b>				
Borrowings	131,184	82,014	5,000	-
Term notes	-	74,588	-	74,588
Trade and other payables	107,697	128,617	902	973
Current portion of finance leases	343	295	-	-
Income tax payable	1,514	8,523	-	-
Total current liabilities	240,738	294,037	5,902	75,561
<b>Non-current liabilities</b>				
Borrowings	193,660	229,230	25,000	-
Finance leases	472	431	-	-
Term notes	39,778	-	39,778	-
Other payables	38,849	32,035	-	-
Deferred tax liabilities	315	300	-	-
Total non-current liabilities	273,074	261,996	64,778	-
<b>Capital, reserves and non-controlling interests</b>				
Share capital	146,157	142,185	146,157	142,185
Capital reserve	644	644	-	-
Translation and other reserves	2,179	1,195	-	-
Retained earnings	61,041	72,295	5,596	5,540
Equity attributable to owners of the Company	210,021	216,319	151,753	147,725
Non-controlling interests	611	8,538	-	-
Total equity	210,632	224,857	151,753	147,725
<b>Total liabilities and equity</b>	724,444	780,890	222,433	223,286

**1(b)(ii) Aggregate amount of Group's borrowings and debt securities.**

	As at 31.12.2016		As at 31.12.2015	
	Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
Amount repayable in one year	122,565	8,962	68,490	88,407
Amount repayable after one year	193,412	40,498	229,661	-
Total	315,977	49,460	298,151	88,407

**Details of any collateral**

Collateral for the above secured borrowings include mortgages over the Group's investment properties, development properties, leasehold properties, certain property, plant and equipment and fixed deposits. The bank facilities are also secured by corporate guarantees from the Company and certain of these facilities are also secured by guaranteed from certain minority shareholders of partially-owned subsidiaries.

**1(c) A Consolidated Statement of Cash Flows (for the Group), together with a comparative statement for the corresponding period of the immediately preceding financial year.**

	Group	
	12 months ended	
	31.12.2016 S\$'000	31.12.2015 S\$'000
<b>Operating activities</b>		
Loss before income tax	(13,768)	(16,001)
Adjustments for :		
Depreciation expense	4,238	4,903
Interest income	(1,405)	(1,613)
Deemed interest income on retention amounts	(953)	(902)
Interest expense	10,661	3,675
Deemed interest expense on retention amounts	938	121
Share of (profit) loss of associates and joint ventures	(3,583)	417
Fair value change in derivative financial instrument	692	147
Gain on disposal of property, plant and equipment	(36)	(265)
Loss on sale of available-for-sale investments	-	152
Loss (Gain) in fair value of investment properties	16,255	(19,189)
Impairment loss on other non-current assets	22	82
Impairment loss on investment in an associate	-	4,811
(Reversal of) Impairment loss on development properties	(1,012)	24,691
Property, plant and equipment written off	2	297
Write back of liquidated damages for development properties	-	(235)
Allowance for doubtful receivables	2,209	22,424
Operating cash flows before movements in working capital	14,260	23,515
Trade and other receivables	43,675	(24,138)
Deposits and prepayments	23	(802)
Inventories	(1,830)	(712)
Development properties	(13,862)	49,861
Trade and other payables	(12,843)	(3,092)
Cash generated from operations	29,423	44,632
Income tax paid	(7,779)	(5,535)
Interest paid	(15,441)	(13,590)
Net cash from operating activities	6,203	25,507

<b>Investing activities</b>		
Repayment from (Advances to) associates and joint ventures	40,842	(27,228)
Acquisition of derivative financial instrument	(310)	(310)
Addition investment in associates and joint ventures	(1,265)	(8,824)
Addition to investment properties	(1,017)	(51,397)
Interest received	1,405	1,613
Purchase of property, plant and equipment	(11,216)	(10,332)
Proceeds from disposal of property, plant and equipment	73	289
Proceeds from sale of available-for-sale investments	-	9,325
Net cash from (used in) investing activities	28,512	(86,864)
<b>Financing activities</b>		
Proceeds from borrowings	45,659	84,374
Proceeds from term notes	39,778	-
Proceeds from issue of shares in subsidiaries to non-controlling shareholders	264	455
Repayment of borrowings	(31,647)	(55,025)
Repayment of term notes	(75,000)	-
Repayment of obligations under finance leases	(337)	(387)
Pledged fixed deposits	(1,338)	(1,998)
Dividends paid to non-controlling shareholders	(240)	(1,714)
Dividends paid	(678)	(4,650)
Net cash (used in) from financing activities	(23,539)	21,055
Increase (Decrease) in cash and cash equivalents	11,176	(40,302)
Cash and cash equivalents at beginning of the year	75,796	115,711
Effect of exchange rate changes	138	387
<b>Cash and cash equivalents at end of the year</b>	<b>87,110</b>	<b>75,796</b>

Cash and cash equivalents at end of the year comprise the following:

Cash and bank balances	72,997	58,516
Fixed deposits	18,541	20,370
	<u>91,538</u>	<u>78,886</u>
Less: pledged fixed deposits	(4,428)	(3,090)
Cash and cash equivalents at end of the year	<u>87,110</u>	<u>75,796</u>

**1(d)(i) A Statement of Changes in Equity (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**

<b>Group (S\$'000)</b>	<b>Share capital</b>	<b>Capital reserve</b>	<b>Translation and other reserves</b>	<b>Retained earnings</b>	<b>Equity attributable to owners of the Company</b>	<b>Non-controlling interests</b>	<b>Total equity</b>
Balance at January 1, 2015	142,185	644	761	100,798	244,388	9,557	253,945
<i>Total comprehensive income (loss) for the year</i>							
Loss for the year	-	-	-	(23,853)	(23,853)	(112)	(23,965)
Other comprehensive income for the year	-	-	434	-	434	284	718
Total	-	-	434	(23,853)	(23,419)	172	(23,247)
<i>Transactions with owners, recognised directly in equity</i>							
Proceed from issue of shares in subsidiaries to non-controlling shareholders	-	-	-	-	-	455	455
Effect of acquiring non-controlling interest in a subsidiary	-	-	-	-	-	4	4
Dividends paid	-	-	-	(4,650)	(4,650)	-	(4,650)
Dividends paid to non-controlling shareholders	-	-	-	-	-	(1,650)	(1,650)
Total	-	-	-	(4,650)	(4,650)	(1,191)	(5,841)
Balance at December 31, 2015	142,185	644	1,195	72,295	216,319	8,538	224,857
<i>Total comprehensive loss for the year</i>							
Loss for the year	-	-	-	(6,668)	(6,668)	(7,885)	(14,553)
Other comprehensive income for the year	-	-	984	-	984	(2)	982
Total	-	-	984	(6,668)	(5,684)	(7,887)	(13,571)
<i>Transactions with owners, recognised directly in equity</i>							
Proceed from issue of shares in subsidiaries to non-controlling shareholders	-	-	-	-	-	264	264
Effect of deemed disposal to non-controlling interest in a subsidiary	-	-	-	64	64	(64)	-
Issue of shares pursuant to scrip dividend scheme	3,972	-	-	-	3,972	-	3,972
Dividends paid							
- in cash	-	-	-	(678)	(678)	-	(678)
- in scrip	-	-	-	(3,972)	(3,972)	-	(3,972)
Dividends paid to non-controlling shareholders	-	-	-	-	-	(240)	(240)
Total	3,972	-	-	(4,586)	(614)	(40)	(654)
Balance at December 31, 2016	146,157	644	2,179	61,041	210,021	611	210,632

<u>Company (S\$'000)</u>	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total equity</u>
Balance at January 1, 2015	142,185	5,461	147,646
Total comprehensive loss for the year	-	4,729	4,729
Dividends	-	(4,650)	(4,650)
Balance at December 31, 2015	<u>142,185</u>	<u>5,540</u>	<u>147,725</u>
Total comprehensive income for the year	-	4,706	4,706
Issue of shares pursuant to scrip dividend scheme	3,972	-	3,972
Dividends paid			
- in cash	-	(678)	(678)
- in scrip	-	(3,972)	(3,972)
Balance at December 31, 2016	<u>146,157</u>	<u>5,596</u>	<u>151,753</u>

**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.**

Total number of issued ordinary shares as at 31 December 2016 was 482,270,359 as compared to 465,000,000 as at 31 December 2015. The movement in the Company's issued share capital was as follows:

	Number of ordinary shares
Issued share capital as at 1 January 2016	465,000,000
Issue of ordinary shares pursuant to TA Corporation Ltd. Scrip Dividend Scheme	<u>17,270,359</u>
Issued share capital as at 30 September and 31 December 2016	<u>482,270,359</u>

There are no changes in the Company's issued share capital for the 3 months ended 31 December 2016. As at the end of 31 December 2016, the Company does not have any outstanding convertibles or treasury shares (31 December 2015: Nil).

**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 financial year.**

The total number of shares at 31 December 2016 was 482,270,359 (31 December 2015: 465,000,000). The Company has no treasury shares.

**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.**

As disclosed in paragraph 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as compared with those used in the audited financial statements for the year ended 31 December 2015.

**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 effects of, the change.**

Not applicable.

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

	<b>Group</b>	
	<b>12 months ended</b>	
	<b>31.12.2016</b>	<b>31.12.2015</b>
(i) Loss per share based on weighted average number of shares (in cents)	(1.4)	(5.1)
(ii) Loss per share based on a fully diluted basis (in cents)	(1.4)	(5.1)
Weighted average number of ordinary shares (in millions)	475.1	465.0

As there were no outstanding potentially dilutive ordinary shares, the diluted earnings per ordinary shares were the same as the earnings per ordinary shares for the respective years.

**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 period reported on and (b) immediately preceding financial year.**

	<b>Group</b>		<b>Company</b>	
	<b>31.12.2016</b>	<b>31.12.2015</b>	<b>31.12.2016</b>	<b>31.12.2015</b>
Net asset value per ordinary share issued (in cents)	43.5	46.5	31.5	31.8
Total number of issued shares at end of the financial year (in millions)	482.3	465.0	482.3	465.0

There were no treasury shares at the end of the respective financial years.

**8 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss 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. It must also discuss 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 Group performance**

For the full year ended 31 December 2016, the Group recorded revenue of S\$194.1 million, a decrease of S\$82.6 million or 29.8% compared to S\$276.7 million in 2015. The decrease was due mainly to lower revenue for the construction and real estate development and investment segments partially offset by higher revenue for the distribution segment.

Real estate development and investment segment contributed S\$42.6 million to the Group's revenue, a decrease of S\$33.5 million compared to S\$76.1 million in 2015. The decrease was mainly due to the absence of revenue contribution from a project which achieved Temporary Occupation Permit ("TOP") in December 2015 and lower contribution from on-going projects. Overseas development projects contributed revenue of S\$10.5 million in 2016 upon the completion and handover of sold units to buyers compared to S\$10.1 million in 2015.



Construction segment contributed S\$129.9 million to Group's revenue, a decrease of S\$53.2 million compared to S\$183.1 million in 2015 due to lower progressive construction work completed for on-going projects.

Distribution of lubricants and tyres business contributed S\$21.6 million to the Group's revenue, an increase of S\$4.1 million compared to S\$17.5 million in 2015. The increase was mainly due to higher contribution from our distribution business in Myanmar.

In line with lower revenue, gross profit decreased by 10.9% to S\$36.0 million for current period compared to S\$40.4 million for 2015. However, gross profit margin improved to 18.5% from 14.6% for 2015 mainly due to higher contribution from our investment properties which generate higher margin compared to the other segments.

Other income decreased by S\$19.0 million to S\$6.0 million for FY2016 compared to S\$25.0 million for FY2015. The decrease was mainly due to the absence of gain in fair value on investment properties mainly from Tuas South dormitory.

Selling and distribution costs increased by S\$0.3 million to S\$1.1 million in FY2016 compared to S\$0.8 million due mainly to the show-flat cost for our real estate development projects in current year.

General and administrative expenses increased by S\$2.2 million to S\$18.5 million mainly due to cost incurred for operating the Tuas South Dormitory which commenced operations in 1<sup>st</sup> quarter 2016, higher personnel cost for real estate and air-conditioning and mechanical ventilation system business in Cambodia; and travelling cost for overseas business development.

Other operating expenses decreased by S\$31.9 million to S\$28.2 million for 2016 compared to S\$60.1 million for 2015. These were mainly due to the absence of impairment loss on development properties, lower provision for doubtful receivables compared to 2015, partially offset by the loss in fair value on investment properties mainly from Tuas South Dormitory.

Finance cost increased by S\$7.8 million to S\$11.6 million for 2016 compared to 2015 mainly due to interest accrued on the Series 2 term notes issued and lower interest being capitalised upon TOP of the development projects.

The Group recorded a loss before tax of S\$13.8 million in 2016 compared to loss before income tax of S\$16.0 million in 2015.

#### **Review of working capital, assets and liabilities**

The movement in assets and liabilities are as follows:

- i) decrease in trade and other receivables by S\$86.7 million was mainly due to collection from customers and repayment of advances from an associate.
- ii) increase in inventories by S\$1.8 million was mainly due to higher inventory held for trading.
- iii) increase in associates and joint ventures by S\$4.9 million as a result of additional investment in joint ventures and share of profit in the current period.
- iv) increase in borrowings by S\$13.6 million mainly due to higher borrowings for working capital.
- v) increase in non-current term notes by S\$39.8 million arising from issue of principal amount of S\$40.0 million Series 2 term notes due in March 2018 with coupon of 5.50% under the S\$300 million multi-currency medium term notes programme net of issue costs.

Cash and cash equivalents increased by S\$11.2 million in FY2016 mainly attributed to the net cash flow from operating and investing activities of S\$6.2 million and S\$28.5 respectively, partially offset by S\$23.5 million of net cash outflows in financing activities.

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

The company has not made any forecast or prospect statement for the year ended 31 December 2016 previously.

**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.**

URA's 4<sup>th</sup> Quarter 2016 real estate statistics released on 26 January 2017 reported that prices of private residential properties decreased by 0.5% in 4<sup>th</sup> Quarter 2016, compared with the 1.5% decline in the previous quarter. For 2016, prices of private residential properties fell by 3.1%, compared with the 3.7% decline in 2015. Developers sold 2,316 private residential units in 4<sup>th</sup> Quarter 2016, compared to the 1,981 units sold in 3<sup>rd</sup> Quarter 2016. For 2016, developers sold 7,972 units, compared with 7,440 units sold in 2015.

The Group expects the challenging outlook for the Singapore private residential property market to persist.

The Group has launched its mixed-use multi-storey development, The Gateway in Phnom Penh in 1<sup>st</sup> Quarter 2016.

The Group's dormitory business, which obtained TOP for the second phase of its Tuas South Dormitory in May 2016, was impacted by the worsening conditions of the offshore and marine and the manufacturing segments. Both these segments are expected to continue to be sluggish resulting in many companies in these sectors reducing headcount. In these challenging market conditions, the Group will continue its effort to increase the occupancy rate in its dormitories.

According to the Building and Construction Authority news release on 6 January 2017, private residential construction demand is projected to stay between S\$8.0 billion and S\$11.0 billion, compared to S\$10.3 billion in 2016, as developers may continue to adopt a cautious approach amid a slowdown in private home sales and economic uncertainties.

The construction sector for private residential construction continues to be challenging. However, the Group remains confident of its construction segment's performance underpinned by our order book of S\$171 million as at 31 December 2016, to be delivered progressively over the next two years as well as continued efforts to increase productivity and manage costs.

**11 Dividend**

**(a) Current Financial Period Reported On**

- (i) Any dividend declared for the current financial period reported on? No.
- (ii) Any dividend recommended for the current financial period reported on? Yes.

The directors recommend a first and final dividend for the year ended 31 December 2016 as stated below:

Name of dividend	First & Final
Dividend Type	Cash/ Scrip
Dividend Amount per Share (in cents)	1.0 cent per share
Tax Rate	One-tier tax exempt

**(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	First & Final
Dividend Type	Cash/ Scrip
Dividend Amount per Share (in cents)	1.0 cent per share
Tax Rate	One-tier tax exempt

**(c) Date payable**

To be announced later.

**(d) Books closure date**

To be announced later.

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

Not applicable.

**13 If the group has obtained general mandate from shareholders for IPTs, 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 has not obtained a general mandate for interested person transactions. During the year, the following interested person transactions were entered into by the Group:

Name of Interested person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Listing Manual Rule 920 )		Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Listing Manual Rule 920 (excluding transactions less than S\$100,000)	
	3 months ended 31 December 2016	12 months ended 31 December 2016	3 months ended 31 December 2016	12 months ended 31 December 2016
	S\$'000	S\$'000	S\$'000	S\$'000
Liong Kiam Teck (Note 1)	-	598	N.A.	N.A.
Prestige Resources Pte Ltd	86	309	N.A.	N.A.
Tac Alliance Pte. Ltd.	45	180	N.A.	N.A.
Edgewell Investments Pte. Ltd.	58	240	N.A.	N.A.

Note 1:

On 22 January 2014, a subsidiary entered into a cost-plus contract with Mr Liong Kiam Teck, the Executive Chairman of the Company, for the erection of three 3-storey strata bungalows. Under the contract, estimated cost of S\$4 million plus a 5% mark up on cost incurred shall be billed progressively according to work done. For the year ended 31 December 2016, final billing of S\$597,654 was rendered. As at 31 December 2016, cumulative billing of S\$4,565,707 has been rendered based on certified work done. The project achieved TOP in the 4<sup>th</sup> quarter 2015.

**14 Confirmation that the issuer 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 Listing Manual**

We confirm that the Company has procured the undertakings from all its directors and the executive officer based on the latest revised format set out in Appendix 7.7.

**PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT (This part is not applicable to Q1, Q2, Q3 or Half Year Results)**

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

The Group's segment information is as follows:

	<b>Real Estate</b>					
	<b>Construction</b>	<b>Development and Investment</b>	<b>Distribution</b>	<b>Others</b>	<b>Elimination</b>	<b>Total</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b><u>2016</u></b>						
<b>REVENUE</b>						
External revenue	129,938	42,599	21,566	-	-	194,103
Inter-segment revenue	35,545	313	10,454	-	(46,312)	-
	<u>165,483</u>	<u>42,912</u>	<u>32,020</u>	<u>-</u>	<u>(46,312)</u>	<u>194,103</u>
<b>RESULT</b>						
Segment result	3,830	(7,849)	597	(1,106)	-	(4,528)
Interest income	1,080	1,165	3	111	-	2,359
Interest expense	(1,149)	(6,560)	(123)	(3,767)	-	(11,599)
Profit/ (Loss) before income	3,761	(13,244)	477	(4,762)	-	(13,768)
Income tax expense	(808)	303	(280)	-	-	(785)
Profit/ (Loss) for the year	<u>2,953</u>	<u>(12,941)</u>	<u>197</u>	<u>(4,762)</u>	<u>-</u>	<u>(14,553)</u>
<b>STATEMENT OF FINANCIAL POSITION</b>						
Segment assets	241,671	724,072	29,015	222,434	(493,044)	724,148
Unallocated corporate assets	296	-	-	-	-	296
Total assets	<u>241,967</u>	<u>724,072</u>	<u>29,015</u>	<u>222,434</u>	<u>(493,044)</u>	<u>724,444</u>
Segment liabilities	119,236	680,616	21,766	70,681	(378,487)	513,812
Total liabilities	<u>119,236</u>	<u>680,616</u>	<u>21,766</u>	<u>70,681</u>	<u>(378,487)</u>	<u>513,812</u>
<b>OTHER INFORMATION</b>						
Addition to non-current assets	7,587	5,654	236	-	-	13,477
Associates and joint ventures	-	5,367	9,252	-	-	14,619
Depreciation expense	2,645	1,232	361	-	-	4,238
Reversal of impairment loss on development properties	-	(1,012)	-	-	-	(1,012)
Allowance for doubtful receivables	1,869	325	15	-	-	2,209
Allowance for impairment on other non-current assets	22	-	-	-	-	22

	<b>Construction</b> S\$'000	<b>Real Estate Development and Investment</b> S\$'000	<b>Distribution</b> S\$'000	<b>Others</b> S\$'000	<b>Elimination</b> S\$'000	<b>Total</b> S\$'000
<b>2015</b>						
<b>REVENUE</b>						
External revenue	183,127	76,057	17,511	-		276,696
Inter-segment revenue	97,405	382	10,757	-	(108,544)	-
	<u>280,532</u>	<u>76,439</u>	<u>28,268</u>	<u>-</u>	<u>(108,544)</u>	<u>276,696</u>
<b>RESULT</b>						
Segment result	7,939	(20,985)	(982)	(692)	-	(14,720)
Interest income	1,075	1,400	2	38	-	2,515
Interest expense	(203)	(1,396)	(55)	(2,142)	-	(3,796)
Profit/ (Loss) before income	8,811	(20,981)	(1,035)	(2,796)	-	(16,001)
Income tax expense	(6,225)	(1,693)	(46)	-	-	(7,964)
Profit/ (Loss) for the year	<u>2,586</u>	<u>(22,674)</u>	<u>(1,081)</u>	<u>(2,796)</u>	<u>-</u>	<u>(23,965)</u>
<b>STATEMENT OF FINANCIAL POSITION</b>						
Segment assets	271,806	755,934	31,420	223,286	(501,874)	780,752
Unallocated corporate assets	318	-	-	-	-	318
Total assets	<u>272,124</u>	<u>755,934</u>	<u>31,420</u>	<u>223,286</u>	<u>(501,874)</u>	<u>780,890</u>
Segment liabilities	153,795	663,917	16,546	75,561	(353,786)	556,033
Total liabilities	<u>153,795</u>	<u>663,917</u>	<u>16,546</u>	<u>75,561</u>	<u>(353,786)</u>	<u>556,033</u>
<b>OTHER INFORMATION</b>						
Addition to non-current assets	8,938	58,523	288	-	-	67,749
Associates and joint ventures	-	1,931	7,788	-	-	9,719
Depreciation expense	4,067	488	348	-	-	4,903
Provision for impairment loss on development properties	-	24,691	-	-	-	24,691
Allowance for doubtful receivables	217	22,187	20	-	-	22,424
Allowance for impairment on other non-current assets	82	-	-	-	-	82

### **Geographical segments**

The Group's revenue from external customers generated from other countries is not significant compared to Group's revenue for the year, which is principally generated from Singapore. Accordingly, no geographical segment assets and revenue from external customers' information are presented.

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

Refer to paragraph 8 above.

17 A breakdown of sales.

	Group		
	2016 S\$'000	2015 S\$'000	Increase / (Decrease) %
Sales reported for first half year	88,362	144,273	(38.8)
Operating loss after tax before deducting non-controlling interests reported for first half year	(294)	(7,453)	(96.1)
Sales reported for second half year	105,741	132,423	(20.1)
Operating loss after tax before deducting non-controlling interests reported for second half year	(14,259)	(16,512)	(13.6)

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

Total annual net dividend proposed

	Latest Full Year	Previous Full Year
	S\$'000	S\$'000
Ordinary	4,823	4,650
Preference	Nil	Nil
Total:	4,823	4,650

The first and final dividend for 2016 is subject to the approval of shareholders at the forthcoming Annual General Meeting.

19 Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was held	Details of changes in duties and position held, if any, during the year
Neo Tiam Chuan, Nelson	68	Sibling to Liong Kiam Teck, Neo Tiam Poon @ Neo Thiam Poon, Neo Tiam Boon and Neo Thiam An	General Manager in charge of the daily operation of Credence Engineering Pte Ltd since December 2010.	N.A.
Neo Kian Lee	56	Sibling to Liong Kiam Teck, Neo Tiam Poon @ Neo Thiam Poon, Neo Tiam Boon and Neo Thiam An	Site Manager in charge of the properties operation of Sino Holdings (S'pore) Pte Ltd since January 1983 and appointed Technical Officer of TA Realty Pte Ltd since April 2015.	N.A.

Liong Chai Yin, Fiona	37	Daughter of Liong Kiam Teck and niece of Neo Tiam Poon @ Neo Thiam Poon, Neo Tiam Boon and Neo Thiam An	Manager (Marketing/ Business development (Overseas)), in charge of the marketing and project-related aspects of our real estate development division and the sourcing for real estate development and construction opportunities since year 2002.	N.A.
Liong Cailin, Wendy	34	Daughter of Liong Kiam Teck and niece of Neo Tiam Poon @ Neo Thiam Poon, Neo Tiam Boon and Neo Thiam An	Assistant General Manager (Business development), in charge of sourcing and assessing the viability of potential development in Singapore and assisting the Board in assessing the viability of business opportunities.	N.A.

**BY ORDER OF THE BOARD**

Foo Soon Soo/ Yap Ming Choo  
Company Secretaries

23 February 2017