

FINANCIAL STATEMENTS AND RELATED ANNOUNCEMENT::FULL YEARLY RESULTS**Issuer & Securities****Issuer/ Manager**

METRO HOLDINGS LTD

Securities

METRO HOLDINGS LIMITED - SG1111878499 - M01

Stapled Security

No

Announcement Details**Announcement Title**

Financial Statements and Related Announcement

Date & Time of Broadcast

25-May-2021 07:07:21

Status

New

Announcement Sub Title

Full Yearly Results

Announcement Reference

SG210525OTHRD0A2

Submitted By (Co./ Ind. Name)

Tan Ching Chek

Designation

Company Secretary

Description (Please provide a detailed description of the event in the box below - Refer to the Online help for the format)

Please refer to the attached files for:

1. Unaudited Results For Full Year Ended 31 March 2021 ; and
2. Press Release

Additional Details**For Financial Period Ended**

31/03/2021

Attachments [MHL-2H ended 31Mar2021.pdf](#) [Metro - FY2021 News Release.pdf](#)

Total size =454K MB



METRO HOLDINGS LIMITED

The Board of Directors of Metro Holdings Limited is pleased to announce the following:-

UNAUDITED RESULTS FOR THE FULL YEAR ENDED 31 MARCH 2021

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

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

	Group			Group		
	2nd Half Year ended 31-Mar-2021 \$'000	2nd Half Year ended 31-Mar-2020 \$'000	% Change	Full Year ended 31-Mar-2021 \$'000	Full Year ended 31-Mar-2020 \$'000	% Change
Revenue						
- Retail	47,545	47,194	0.7	72,771	108,858	(33.2)
- Sale of property rights	9,697	31,525	(69.2)	17,924	95,161	(81.2)
- Rental income	3,364	2,814	19.5	6,628	6,235	6.3
	<u>60,606</u>	<u>81,533</u>	(25.7)	<u>97,323</u>	<u>210,254</u>	(53.7)
Cost of revenue	<u>(50,050)</u>	<u>(73,583)</u>	(32.0)	<u>(81,833)</u>	<u>(190,097)</u>	(57.0)
Gross profit	10,556	7,950	32.8	15,490	20,157	(23.2)
Other net income	18,833	20,559	(8.4)	31,537	36,141	(12.7)
Fair value gain/(loss) on investment property	533	(2,452)	n.m.	533	(2,452)	n.m.
Impairment on right-of-use assets*	(4,578)	-	n.m.	(4,578)	-	n.m.
General and administrative expenses	(10,962)	(11,599)	(5.5)	(19,642)	(22,115)	(11.2)
Finance costs	(9,616)	(9,775)	(1.6)	(19,373)	(18,970)	2.1
Share of results of associates, net of tax	(13,028)	(30,454)	(57.2)	(20,559)	(28,965)	(29.0)
Share of results of joint ventures, net of tax	32,077	39,801	(19.4)	64,154	55,935	14.7
Profit from operations before taxation	<u>23,815</u>	<u>14,030</u>	69.7	<u>47,562</u>	<u>39,731</u>	19.7
Taxation	<u>(6,643)</u>	<u>(2,554)</u>	160.1	<u>(10,567)</u>	<u>(6,651)</u>	58.9
Profit net of taxation	<u>17,172</u>	<u>11,476</u>	49.6	<u>36,995</u>	<u>33,080</u>	11.8
Attributable to:						
Owners of the Company	16,969	11,276	50.5	36,752	32,248	14.0
Non-controlling interests	203	200	1.5	243	832	(70.8)
	<u>17,172</u>	<u>11,476</u>	49.6	<u>36,995</u>	<u>33,080</u>	11.8

n.m. - not meaningful

*The impairment on right-of-use asset was from the retail segment.

Statement of Comprehensive Income

	Group			Group		
	2nd Half Year	2nd Half Year	% Change	Full Year	Full Year	% Change
	ended 31-Mar-2021 \$'000	ended 31-Mar-2020 \$'000		ended 31-Mar-2021 \$'000	ended 31-Mar-2020 \$'000	
Profit net of taxation	17,172	11,476	49.6	36,995	33,080	11.8
Other comprehensive income/ (expense):						
<i>Items that may be reclassified subsequently to profit or loss:</i>						
Currency translation adjustments on foreign subsidiaries, associates and joint ventures (Note 1)	3,034	3,420	(11.3)	(909)	1,075	n.m.
Share of other comprehensive income/(expense) of associates and joint ventures (Note 2)	23,874	(4,496)	n.m.	18,680	(7,259)	n.m.
Other comprehensive income/ (expense), net of tax:	26,908	(1,076)	n.m.	17,771	(6,184)	n.m.
Total comprehensive income for the period	<u>44,080</u>	<u>10,400</u>	323.8	<u>54,766</u>	<u>26,896</u>	103.6
Total comprehensive income attributable to:						
Owners of the Company	43,718	13,200	231.2	53,041	28,387	86.8
Non-controlling interests	362	(2,800)	n.m.	1,725	(1,491)	n.m.
	<u>44,080</u>	<u>10,400</u>	323.8	<u>54,766</u>	<u>26,896</u>	103.6

n.m. - not meaningful

Note:

(1) In 2HFY2021, currency translation adjustments of \$3.0 million mainly relates to the exchange translation gain of foreign operations' net assets due to the appreciation of RMB and IDR against SGD which amounted to \$9.7 million and \$2.1 million respectively. These were partially offset by depreciation of HKD and USD against SGD which amounted to \$5.4 million and \$3.9 million respectively.

In 2HFY2020, currency translation adjustments of \$3.4 million mainly relates to the exchange translation gain of foreign operations' net assets due to the appreciation of USD, HKD and RMB against SGD which amounted to \$7.2 million, \$11.0 million and \$14.9 million respectively. This was partially offset by depreciation of IDR against SGD amounted to \$30.5 million.

In FY2021, currency translation adjustments of \$0.9 million mainly relates to the exchange translation loss of foreign operations' net assets due to the depreciation of HKD and USD against SGD which amounted to \$14.4 million and \$12.9 million respectively. These were partially mitigated by appreciation of IDR and RMB against SGD which amounted to \$16.5 million and \$9.9 million respectively.

In FY2020, currency translation adjustments of \$1.1 million mainly relates to the exchange translation gain of foreign operations' net assets due to the appreciation of HKD and USD against SGD which amounted to \$15.8 million and \$11.9 million respectively. These were partially offset by depreciation of IDR and RMB against SGD which amounted to \$24.7 million and \$2.4 million respectively.

- (2) In 2HFY2021 and FY2021, share of other comprehensive income of \$23.9 million and \$18.7 million respectively, was largely attributable to our associate i.e. Top Spring International Holdings Limited (“Top Spring”), as a result of strengthening RMB against HKD.

In 2HFY2020 and FY2020, share of other comprehensive income of \$4.5 million and \$7.3 million respectively, was largely attributable to our associate i.e. Top Spring, as a result of weakening RMB against HKD.

1(a) (ii) Profit from operations before taxation is arrived at after accounting for:-

	Group			Group		
	2nd Half Year ended 31-Mar-2021 \$'000	2nd Half Year ended 31-Mar-2020 \$'000	% Change	Full Year ended 31-Mar-2021 \$'000	Full Year ended 31-Mar-2020 \$'000	% Change
Cost of revenue and general and administrative expenses includes:-						
Depreciation of plant and equipment	(807)	(654)	23.4	(1,171)	(1,387)	(15.6)
Depreciation of right-of-use assets	(3,537)	(5,845)	(39.5)	(5,751)	(11,513)	(50.0)
Cost of property rights sold	(8,927)	(28,219)	(68.4)	(16,292)	(85,348)	(80.9)
Inventories recognised as an expense	(27,650)	(27,221)	1.6	(43,608)	(61,691)	(29.3)
Inventories written back/(down)	611	638	(4.2)	385	(387)	n.m.
Rental expense	(2,274)	(3,970)	(42.7)	(3,550)	(10,652)	(66.7)
Impairment on plant and equipment	(138)	-	n.m.	(138)	-	n.m.
Other net income/(loss) includes:-						
Interest income	9,417	11,011	(14.5)	19,946	22,708	(12.2)
Dividends from						
- long term investments	4,492	1,793	150.5	6,296	4,348	44.8
- short term investments	456	848	(46.2)	673	1,805	(62.7)
Net change in fair value of investments at fair value through profit and loss	(1,472)	(9,398)	(84.3)	(2,514)	(7,898)	(68.2)
- long term investments	(3,482)	(1,363)	155.5	(7,458)	(644)	n.m.
- short term investments	2,010	(8,035)	n.m.	4,944	(7,254)	n.m.
Gain on disposal of:						
- short term investments	-	896	n.m.	-	896	n.m.
- an associate	-	10,592	n.m.	-	10,592	n.m.
Management fee income from associates	-	110	n.m.	-	292	n.m.
Foreign exchange gain	2,044	2,215	(7.7)	2,925	117	n.m.

n.m. - not meaningful

1(a) (iii) Share of Associates' results (net of tax)

	Group		% Change	Group		% Change
	2nd Half Year ended	2nd Half Year ended		Full Year ended	Full Year ended	
	31-Mar-2021 \$'000	31-Mar-2020 \$'000		31-Mar-2021 \$'000	31-Mar-2020 \$'000	
The Group's share of associates' results consists of:						
- Operating results	(17,441)	(14,191)	22.9	(22,036)	(12,949)	70.2
- Fair value gain/(loss) on investment properties	6,657	(10,219)	n.m.	4,130	(6,675)	n.m.
- Taxation	(3,327)	(4,175)	(20.3)	(3,901)	(6,873)	(43.2)
- Others	1,083	(1,869)	n.m.	1,248	(2,468)	n.m.
	<u>(13,028)</u>	<u>(30,454)</u>	<u>(57.2)</u>	<u>(20,559)</u>	<u>(28,965)</u>	<u>(29.0)</u>

n.m. - not meaningful

Note:

The Group, in 2HFY2021, has applied the equity method for the operating results of Top Spring using financial statements that are prepared as of a different reporting date from that of the Company, after adjustments are made for the effects of significant transactions or events that occur between that date and the reporting date of the Company.

As Top Spring releases its results on a half-year basis, with the last financial statements as at 31 December 2020, in accordance with the rules governing the listing of securities on The Stock Exchange of Hong Kong Limited, the Group has equity accounted for Top Spring using its actual results for the 6 months to 31 December 2020 and adjusted for the effects of significant transactions or events that occurred between 1 January 2021 and 31 March 2021.

1(a) (iv) Share of Joint Ventures' results (net of tax)

	Group			Group		
	2nd Half Year	2nd Half Year	%	Full Year	Full Year	%
	ended	ended		ended	ended	
	31-Mar-2021	31-Mar-2020	Change	31-Mar-2021	31-Mar-2020	Change
	\$'000	\$'000		\$'000	\$'000	
The Group's share of joint ventures' results consists of:						
- Operating results	32,834	46,956	(30.1)	71,851	72,181	(0.5)
- Fair value gain on investment properties	8,881	3,768	135.7	6,572	127	n.m.
- Taxation	(9,638)	(10,923)	(11.8)	(14,269)	(16,373)	(12.9)
	<u>32,077</u>	<u>39,801</u>	(19.4)	<u>64,154</u>	<u>55,935</u>	14.7

n.m. - not meaningful

1(a) (v) Taxation

	Group			Group		
	2nd Half Year	2nd Half Year	%	Full Year	Full Year	%
	ended	ended		ended	ended	
	31-Mar-2021	31-Mar-2020	Change	31-Mar-2021	31-Mar-2020	Change
	\$'000	\$'000		\$'000	\$'000	
Current Year Tax	422	5,196	(91.9)	4,430	9,118	(51.4)
Under/(over) provision in respect of prior year	3,410	(60)	n.m.	3,427	23	n.m.
Deferred Tax	2,810	(2,218)	n.m.	2,646	(2,729)	n.m.
Under/(over) provision in respect of prior year	1	(364)	n.m.	1	239	(99.6)
Withholding Tax	-	-	n.m.	63	-	n.m.
	<u>6,643</u>	<u>2,554</u>	160.1	<u>10,567</u>	<u>6,651</u>	58.9

n.m. - not meaningful

The tax charge of the Group for the 2nd half year ended 31 March 2021, excluding share of results of associates and joint ventures which is already stated net of tax, is higher than that derived by applying the Singapore statutory income tax rate of 17% applicable to company profits, mainly due to (i) tax charges on dividend income from associates and joint ventures which are eliminated on consolidation, (ii) deferred tax expense provided on undistributed profits of joint ventures and (iii) expenditure not deductible for tax purposes.

In the prior 2HFY2020, current tax expense included \$1.3 million on the disposal of the retail associate in Indonesia, PT Metropolitan Retailmart ("PT MRM") and deferred tax credit included recognition of deferred tax asset and reversal of temporary differences.

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 as at	Group		Company	
	31-Mar-2021 \$'000	31-Mar-2020 \$'000	31-Mar-2021 \$'000	31-Mar-2020 \$'000
Non-current assets				
Plant and equipment	2,710	1,465	334	22
Right-of-use assets	46,960	62,590	3,292	3,840
Investment property	111,725	109,022	-	-
Subsidiaries	-	-	17,790	17,790
Amounts due from subsidiaries	-	-	502,030	542,055
Associates	773,271	795,642	500	500
Joint ventures	367,948	337,269	-	-
Long term investments				
- Fair value through profit or loss	88,534	99,873	-	-
Deferred tax asset	-	1,121	-	-
	<u>1,391,148</u>	<u>1,406,982</u>	<u>523,946</u>	<u>564,207</u>
Current assets				
Development properties	163,405	166,735	-	-
Inventories	9,022	10,159	-	-
Prepayments	616	1,499	-	-
Accounts and other receivables	81,813	94,030	181	415
Amounts due from subsidiaries	-	-	430,138	290,970
Amounts due from associates	136,696	8,321	-	-
Amounts due from joint ventures	123,072	188,258	4,021	4,296
Short term investments	15,932	10,988	-	-
Cash and cash equivalents	425,669	349,367	2,490	63,703
	<u>956,225</u>	<u>829,357</u>	<u>436,830</u>	<u>359,384</u>
Current liabilities				
Borrowings	324,957	145,165	218,349	18,789
Accounts and other payables	48,679	48,006	7,928	6,280
Amounts due to subsidiaries	-	-	176,339	192,886
Lease liabilities	9,651	10,573	539	523
Provision for taxation	7,079	4,875	-	111
	<u>390,366</u>	<u>208,619</u>	<u>403,155</u>	<u>218,589</u>
Net current assets	565,859	620,738	33,675	140,795
Non-current liabilities				
Borrowings	199,128	348,348	199,128	348,348
Amounts due to joint ventures	124,639	73,813	-	-
Lease liabilities	43,058	53,871	2,944	3,483
Deferred income	1,912	2,100	-	-
Deferred taxation	22,774	20,891	3	7
	<u>(391,511)</u>	<u>(499,023)</u>	<u>(202,075)</u>	<u>(351,838)</u>
Net assets	<u>1,565,496</u>	<u>1,528,697</u>	<u>355,546</u>	<u>353,164</u>
Equity attributable to owners of the Company				
Share capital	169,717	169,717	169,717	169,717
Treasury shares	(1,768)	(1,768)	(1,768)	(1,768)
Reserves	1,368,700	1,332,130	187,597	185,215
	<u>1,536,649</u>	<u>1,500,079</u>	<u>355,546</u>	<u>353,164</u>
Non-controlling interests	28,847	28,618	-	-
Total equity	<u>1,565,496</u>	<u>1,528,697</u>	<u>355,546</u>	<u>353,164</u>

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

Amount repayable in one year or less, or on demand

As at 31-Mar-2021		As at 31-Mar-2020	
Secured	Unsecured	Secured	Unsecured
-	324,957,000	-	145,165,000

Amount repayable after one year

As at 31-Mar-2021		As at 31-Mar-2020	
Secured	Unsecured	Secured	Unsecured
-	199,128,000	-	348,348,000

Borrowings repayable in one year or less (unsecured) includes the \$150 million 4% Notes due 2021 issued on 25 October 2018 by the Company pursuant to its \$1 billion Multicurrency Debt Issuance Programme and the Group's borrowings of \$175.1 million from the bank revolving credit facilities.

Borrowings repayable after one year (unsecured) relates to the \$200 million 4.3% Notes due 2024 issued on 2 April 2019 by the Company pursuant to its \$1 billion Multicurrency Debt Issuance Programme.

Details of any collateral for banking facilities

Subsidiaries:

Nil

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 Statement of Cash Flows for the period ended

	Group		Group	
	2nd Half Year ended 31-Mar-2021 \$'000	2nd Half Year ended 31-Mar-2020 \$'000	Full Year ended 31-Mar-2021 \$'000	Full Year ended 31-Mar-2020 \$'000
Cash flows from operating activities				
Operating profit before reinvestment in working capital	7,439	4,528	7,250	15,045
Decrease/(increase) in development properties	7,686	14,826	14,027	(16,701)
Decrease in inventories	1,529	1,249	1,522	3,149
Decrease/(increase) in accounts and other receivables	11,513	(3,331)	19,048	(46,422)
(Decrease)/increase in accounts and other payables	(8,872)	(29,212)	783	(20,426)
Cash from/(used in) operations	19,295	(11,940)	42,630	(65,355)
Interest expense paid	(8,985)	(13,472)	(17,770)	(17,762)
Interest income received	11,140	27,433	25,742	41,232
Income taxes paid	(1,845)	(1,875)	(5,665)	(5,737)
Net cash flows from/(used in) operating activities	19,605	146	44,937	(47,622)
Cash flows from investing activities				
Purchase of plant & equipment	(1,500)	(346)	(2,555)	(724)
Decrease/(increase) in long term investments	2,903	(1,064)	3,113	2,658
Proceeds from disposal of				
- plant and equipment	-	-	1	7
- short term investments	-	14,053	-	14,053
- an associate	-	23,750	-	23,750
Investment in associates	(26,116)	(87,792)	(23,781)	(93,429)
Investment in joint ventures	-	(500)	-	(40,758)
Increase in amounts due from associates	(83,038)	(13,816)	(103,840)	(16,372)
Decrease/(increase) in amounts due from joint ventures	26,563	39,715	102,864	(11,789)
Increase in amounts due to joint ventures	33,780	18,495	48,713	30,915
Dividends received from:				
- long term investments	4,492	1,793	6,296	4,348
- short term investments	456	848	673	1,805
- associates	3,112	7,125	8,275	16,892
- joint ventures	-	-	2,108	-
Changes in pledged fixed bank deposits	-	15,000	-	37,242
Net cash flows (used in)/from investing activities	(39,348)	17,261	41,867	(31,402)
Cash flows from financing activities				
Drawdown of borrowings	12,276	91,843	12,276	290,414
Repayment of borrowings	-	-	(2)	(23,400)
Payment of lease liabilities	(5,318)	(6,279)	(8,185)	(12,465)
Dividends paid	-	-	(16,561)	(37,262)
Advances from non-controlling interests	-	-	-	7,481
Contributions from non-controlling interest	-	6,253	(1,496)	6,253
Net cash flows from/(used in) financing activities	6,958	91,817	(13,968)	231,021
Net (decrease)/increase in cash and cash equivalents	(12,785)	109,224	72,836	151,997
Effect of exchange rate changes in cash and cash equivalents	1,597	3,290	3,466	2,054
Cash & cash equivalents at beginning of financial period	436,857	236,853	349,367	195,316
Cash & cash equivalents at end of financial period	425,669	349,367	425,669	349,367

Consolidated Statement of Cash Flows for the period ended (cont'd)

	Group		Group	
	2nd Half Year ended 31-Mar-2021 \$'000	2nd Half Year ended 31-Mar-2020 \$'000	Full Year ended 31-Mar-2021 \$'000	Full Year ended 31-Mar-2020 \$'000
Reconciliation between profit from operations before taxation and operating cash flows before changes in working capital:				
Profit from operations before taxation	23,815	14,030	47,562	39,731
Adjustments for:				
Fair value (gain)/loss on investment property	(533)	2,452	(533)	2,452
Finance costs	9,616	9,775	19,373	18,970
Depreciation of plant and equipment	807	654	1,171	1,387
Depreciation of right-of-use assets	3,537	5,845	5,751	11,513
Share of results of associates	13,028	30,454	20,559	28,965
Dilution loss on interest in associates	-	-	-	55
Share of results of joint ventures	(32,077)	(39,801)	(64,154)	(55,935)
Interest income	(9,417)	(11,011)	(19,946)	(22,708)
Dividends from				
- long term investments	(4,492)	(1,793)	(6,296)	(4,348)
- short term investments	(456)	(848)	(673)	(1,805)
Inventories written (back)/down	(611)	(638)	(385)	387
Provision for doubtful debts	18	-	18	-
Impairment on plant and equipment	138	-	138	-
Impairment on right-of-use assets	4,578	-	4,578	-
Plant and equipment written off	-	-	2	-
Gain on disposal of				
- plant and equipment	-	-	(1)	(7)
- short term investments	-	(896)	-	(896)
- an associate	-	(10,592)	-	(10,592)
Net change in fair value of investments at fair value through profit and loss	1,472	9,398	2,514	7,898
Foreign exchange adjustments	(1,984)	(2,501)	(2,428)	(22)
Operating profit before reinvestment in working capital	<u>7,439</u>	<u>4,528</u>	<u>7,250</u>	<u>15,045</u>

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.

Statement of Changes in Shareholders' Equity

<u>Group</u>	Share	Treasury	Foreign	Statutory	Other	Revenue	Total	Non-	Total
	Capital	Shares	Currency	reserve	Reserve	Reserve		controlling	
	\$'000	\$'000	Reserve	\$'000	\$'000	\$'000	\$'000	Interests	\$'000
At 1 April 2020	169,717	(1,768)	(10,296)	4,734	434	1,337,258	1,500,079	28,618	1,528,697
Profit for the period	-	-	-	-	-	19,783	19,783	40	19,823
<u>Other comprehensive income/(expense)</u>									
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	(5,266)	-	-	-	(5,266)	1,323	(3,943)
Share of other comprehensive expense of associates and joint ventures	-	-	(5,212)	-	18	-	(5,194)	-	(5,194)
Other comprehensive (expense)/income for the financial period, net of tax	-	-	(10,478)	-	18	-	(10,460)	1,323	(9,137)
Total comprehensive (expense)/income for the financial period	-	-	(10,478)	-	18	19,783	9,323	1,363	10,686
<u>Changes in ownership interests in a subsidiary</u>									
Interest in a subsidiary	-	-	-	-	-	-	-	(1,496)	(1,496)
Total changes in ownership interests in a subsidiary	-	-	-	-	-	-	-	(1,496)	(1,496)
<u>Contributions by and distributions to owners</u>									
Dividends paid	-	-	-	-	-	(16,561)	(16,561)	-	(16,561)
Total contributions by and distributions to owners	-	-	-	-	-	(16,561)	(16,561)	-	(16,561)
<u>Others</u>									
Transfer to statutory reserve fund	-	-	-	239	-	(239)	-	-	-
At 30 September 2020	169,717	(1,768)	(20,774)	4,973	452	1,340,241	1,492,841	28,485	1,521,326

Statement of Changes in Shareholders' Equity (cont'd)

<u>Group</u>	Share Capital \$'000	Treasury Shares \$'000	Foreign Currency Translation Reserve \$'000	Statutory reserve \$'000	Other Reserve \$'000	Revenue Reserve \$'000	Total \$'000	Non- controlling Interests \$'000	Total Equity \$'000
At 1 October 2020	169,717	(1,768)	(20,774)	4,973	452	1,340,241	1,492,841	28,485	1,521,326
Profit for the period	-	-	-	-	-	16,969	16,969	203	17,172
<u>Other comprehensive income/(expense)</u>									
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	2,875	-	-	-	2,875	159	3,034
Share of other comprehensive income of associates and joint ventures	-	-	23,479	-	395	-	23,874	-	23,874
Other comprehensive income for the financial period, net of tax	-	-	26,354	-	395	-	26,749	159	26,908
Total comprehensive income for the financial period	-	-	26,354	-	395	16,969	43,718	362	44,080
<u>Contributions by and distributions to owners</u>									
Dividends unclaimed	-	-	-	-	-	90	90	-	90
Total contributions by and distributions to owners	-	-	-	-	-	90	90	-	90
<u>Others</u>									
Transfer to statutory reserve fund	-	-	-	211	-	(211)	-	-	-
At 31 March 2021	169,717	(1,768)	5,580	5,184	847	1,357,089	1,536,649	28,847	1,565,496

Statement of Changes in Shareholders' Equity (cont'd)

<u>Group</u>	Share Capital \$'000	Treasury Shares \$'000	Foreign Currency Translation Reserve \$'000	Statutory reserve \$'000	Other Reserve \$'000	Revenue Reserve \$'000	Total \$'000	Non- controlling Interests \$'000	Total Equity \$'000
At 1 April 2019	169,717	(1,768)	(7,007)	4,321	1,006	1,342,685	1,508,954	23,856	1,532,810
Profit for the period	-	-	-	-	-	20,972	20,972	632	21,604
<u>Other comprehensive income/(expense)</u>									
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	(3,022)	-	-	-	(3,022)	677	(2,345)
Share of other comprehensive expense of associates and joint ventures	-	-	(2,238)	-	(525)	-	(2,763)	-	(2,763)
Other comprehensive (expense)/income for the financial period, net of tax	-	-	(5,260)	-	(525)	-	(5,785)	677	(5,108)
Total comprehensive (expense)/income for the financial period	-	-	(5,260)	-	(525)	20,972	15,187	1,309	16,496
<u>Contributions by and distributions to owners</u>									
Dividends paid	-	-	-	-	-	(37,262)	(37,262)	-	(37,262)
Total contributions by and distributions to owners	-	-	-	-	-	(37,262)	(37,262)	-	(37,262)
<u>Others</u>									
Transfer to statutory reserve fund	-	-	-	180	-	(180)	-	-	-
At 30 September 2019	169,717	(1,768)	(12,267)	4,501	481	1,326,215	1,486,879	25,165	1,512,044

Statement of Changes in Shareholders' Equity (cont'd)

<u>Group</u>	Share Capital \$'000	Treasury Shares \$'000	Foreign Currency Translation Reserve \$'000	Statutory reserve \$'000	Other Reserve \$'000	Revenue Reserve \$'000	Total \$'000	Non- controlling Interests \$'000	Total Equity \$'000
At 1 October 2019	169,717	(1,768)	(12,267)	4,501	481	1,326,215	1,486,879	25,165	1,512,044
Profit for the period	-	-	-	-	-	11,276	11,276	200	11,476
<u>Other comprehensive income/(expense)</u>									
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	6,420	-	-	-	6,420	(3,000)	3,420
Share of other comprehensive expense of associates and joint ventures	-	-	(4,449)	-	(47)	-	(4,496)	-	(4,496)
Other comprehensive income/(expense) for the financial period, net of tax	-	-	1,971	-	(47)	-	1,924	(3,000)	(1,076)
Total comprehensive income/(expense) for the financial period	-	-	1,971	-	(47)	11,276	13,200	(2,800)	10,400
<u>Changes in ownership interests in a subsidiary</u>									
Interest in a subsidiary	-	-	-	-	-	-	-	6,253	6,253
Total changes in ownership interests in a subsidiary	-	-	-	-	-	-	-	6,253	6,253
<u>Others</u>									
Transfer to statutory reserve fund	-	-	-	233	-	(233)	-	-	-
At 31 March 2020	169,717	(1,768)	(10,296)	4,734	434	1,337,258	1,500,079	28,618	1,528,697

Statement of Changes in Shareholders' Equity (cont'd)

<u>Company</u>	Share Capital \$'000	Treasury Shares \$'000	Revenue Reserve \$'000	Total Equity \$'000
At 1 April 2020	169,717	(1,768)	185,215	353,164
Profit for the period, representing total comprehensive income for the financial period	-	-	1,967	1,967
<u>Contributions by and distribution to owners</u>				
Dividends paid	-	-	(16,561)	(16,561)
At 30 September 2020	169,717	(1,768)	170,621	338,570
Profit for the period, representing total comprehensive income for the financial period	-	-	16,886	16,886
<u>Contributions by and distribution to owners</u>				
Dividends unclaimed	-	-	90	90
At 31 March 2021	169,717	(1,768)	187,597	355,546
At 1 April 2019	169,717	(1,768)	194,191	362,140
Profit for the period, representing total comprehensive income for the financial period	-	-	1,912	1,912
<u>Contributions by and distribution to owners</u>				
Dividends paid	-	-	(37,262)	(37,262)
At 30 September 2019	169,717	(1,768)	158,841	326,790
Profit for the period, representing total comprehensive income for the financial period	-	-	26,374	26,374
At 31 March 2020	169,717	(1,768)	185,215	353,164

1(d) (ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, 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 the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

Changes in the Company's share capital and treasury shares are as follows:

As at 31 March 2021, there were 3,512,800 treasury shares (as at 31 March 2020: 3,512,800).

The Company did not issue any shares during the 6 months ended 31 March 2021.

There were no convertible instruments outstanding as at 31 March 2021 (31 March 2020: 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 year.

	As at 31 March 2021 (end of current financial period)	As at 31 March 2020 (end of immediately preceding year)
Total number of issued shares (excluding treasury shares)	828,035,874	828,035,874

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

The Company did not sell, transfer, cancel or use any treasury shares in the 2nd half year ended 31 March 2021.

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

The Company did not have any subsidiary holdings in the 2nd half year ended 31 March 2021.

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

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

3. Where the figures have been audited or reviewed, the auditors' report (including any modifications 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 Note 5 below, the Group has applied the same accounting policies and method of computation in the financial statements for the current financial period compared with those of the audited financial statements as at 31 March 2020.

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.

The Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting period as that of the audited financial statements for the year ended 31 March 2020, except for the adoption of new/revised SFRS(I) applicable for the financial period beginning 1 April 2020 as follows:

- Amendments to SFRS(I) 1-1 and SFRS(I) 1-8 Definition of Material
- Amendments to SFRS(I) 3 Definition of Business
- Amendments to SFRS(I) 9, SFRS(I) 1-39 and SFRS(I) 7 Interest Rate Benchmark Reform
- Amendments to References to the Conceptual Framework in SFRS(I) Standards
- Amendments to SFRS(I) 16 COVID-19-Related Rent Concession

The Group has elected to early adopt Amendment to SFRS(I) 16: Covid-19 Related Rent Concessions which is effective from 1 June 2020. Under SFRS(I) 16, the Group may apply the practical expedients and elect to account for any change in lease payments resulting from the rent concession as if the changes were not a lease modification.

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.
(cont'd)

The adoption of the above amendments to SFRS(I) did not have any significant financial impact on the financial position or performance of the Group.

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

Earnings Per Share

	Group Figures	
	Latest Period	Previous corresponding period
Earnings per ordinary share based on net profit attributable to shareholders and after deducting any provision for preference dividends		
(a) Based on the weighted average number of ordinary shares on issue	4.4 cents	3.9 cents
(b) On a fully diluted basis	4.4 cents	3.9 cents

Earnings per share is calculated on the Group's profit attributable to owners of the Company of \$36,752,000 (period ended 31 March 2020: \$32,248,000) divided by the weighted average number of ordinary shares of 828,035,874 for the period ended 31 March 2021 (period ended 31 March 2020: 828,035,874).

Diluted earnings per ordinary share is computed based on the same basis as earnings per share by applying the weighted average number of ordinary shares in issuance during the periods under review and adjusted to include all potential dilutive ordinary shares up to 31 March 2021.

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.

Net Asset Value

	Group	Company
Net asset value per ordinary share based on issued share capital at end of the period reported on		
(a) Current Period - 31 March 2021	\$1.86	\$0.43
(b) 31 March 2020	\$1.81	\$0.43

Net asset value per ordinary share for the Group is calculated on the equity attributable to owners of the Company as at 31 March 2021 of \$1,536,649,000 (31 March 2020: \$1,500,079,000) divided by the total number of issued shares excluding treasury shares as at 31 March 2021 of 828,035,874 (31 March 2020: 828,035,874).

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

8(a) Review of Group Results for 2nd Half Year ended 31 March 2021 against 2nd Half Year ended 31 March 2020.

The Group results in 2HFY2020 was adversely impacted by Covid-19 pandemic with the full impact felt in 4QFY2020 following the early-2020 lockdown in China, resulting in lower contributions and fair value loss (net of tax) from the China properties as well as fair value loss on the short-term investments held by the Group, though it was being mitigated by the one-off divestment gain of \$10.6 million registered in December 2020 from the disposal of the Group's 50% equity interest in its retail associate i.e. PT MRM. With the success of China government measures to contain the Covid-19 pandemic quickly, its economy has rebounded, correspondingly the Group results in 2HFY2021 was lifted-up mainly from the higher contributions and fair value gains (net of tax) from the China properties. In addition, the Group results in 2HFY2021 was lifted-up by the fair value gain on the short term investment mainly in marketable securities held by the Group as compared to the fair value loss where the market plunged in early 2020, higher contributions from the Group's 20% stake in a portfolio of properties in Australia, the recent investment in the 26% stake in a portfolio of 14 properties in Boustead Industrial Fund and the two office towers i.e. Tampines Grade in Singapore underpinned by economic recovery for both countries, whilst the Covid-19 pandemic has continued to impact adversely our sale of property rights in Jakarta, Indonesia.

The Group's revenue of \$60.6 million for the second financial half year to 31 March 2021 ("2HFY2021") decreased by 25.7% over 2HFY2020's \$81.5 million. Revenue from the property division for 2HFY2021 decreased to \$13.1 million from 2HFY2020's \$34.3 million, mainly due to lower revenue recognition by \$21.8 million from the sale of property rights of the residential development properties in Bekasi and Bintaro, Jakarta, largely impacted by the ongoing COVID-19 pandemic. Revenue from GIE Tower, Guangzhou, increased marginally by \$0.6 million from \$2.8 million in 2HFY2020 to \$3.4 million in 2HFY2021. The retail division's revenue of \$47.5 million in 2HFY2021 was comparable to \$47.2 million in 2HFY2020.

Overall gross profit increased to \$10.6 million in 2HFY2021 from \$8.0 million in 2HFY2020 mainly due to rental rebates granted by landlords, property tax rebates and jobs support scheme, totalling \$2.5 million from the retail division. This was partially offset by lower gross profit from the sale of property rights of the residential units, in line with lower revenue.

Other net income was lower by \$1.7 million from \$20.5 million in 2HFY2020 to \$18.8 million in 2HFY2021 mainly due to absence of a one-off divestment gain of \$10.6 million from the disposal of the Group's 50% equity interest in its retail associate, PT MRM and gain on disposal of short term investments of \$0.9 million recognised in the prior 2HFY2020. These were partially mitigated by unrealised fair value gain on short term investments of \$2.0 million in 2HFY2021, as compared to unrealised fair value loss of \$8.0 million in 2HFY2020 arising from the COVID-19 pandemic where the full impact was felt in early 2020.

The Group recorded a fair value gain on investment property of \$0.5 million in 2HFY2021 as compared to a fair value loss of \$2.5 million in 2HFY2020 arising from the COVID-19 pandemic with the early-2020 lockdown in China, from GIE Tower, Guangzhou.

The Group accounted for the impairment loss on the retail's right-of-use of assets of \$4.6 million in 2HFY2021 to reduce the carrying value of these assets in view of the continuing challenges faced by the retail segment amidst the uncertainty of recovery in the COVID-19 pandemic.

General and administrative expenses was lower by \$0.6 million from \$11.6 million in 2HFY2020 to \$11.0 million in 2HFY2021 mainly due to government grants of \$0.8 million comprising mainly jobs support scheme.

Share of associates' loss decreased by \$17.4 million from \$30.4 million in 2HFY2020 to \$13.0 million in 2HFY2021 mainly due to fair value gain (net of tax) on investment properties owned by associates of \$5.9 million in 2HFY2021, as compared to fair value loss (net of tax) of \$10.1 million in 2HFY2020. Shanghai Plaza in China and the 20% stake in a portfolio of properties in Australia recorded fair value gain of \$0.4 million and \$3.6 million respectively in 2HFY2021 as compared to fair value loss of \$4.1 million and \$9.0 million respectively in 2HFY2020. The Group's share of associates' operating losses (net of tax) decreased mainly due to lower losses incurred by Top Spring of \$12.0 million and Shanghai Plaza of \$6.5 million, higher contribution from the 20% stake in a portfolio of properties in Australia and our recent 26% investment stake in a portfolio of 14 properties in Boustead Industrial Fund, partially offset by lower contributions of \$18.2 million from the co-investments with InfraRed NF China Real Estate Fund III L.P. in real estate debt instruments.

Share of profit of joint ventures decreased by \$7.7 million from \$39.8 million in 2HFY2020 to \$32.1 million in 2HFY2021 mainly due to lower contributions from The Crest by \$6.9 million, partially mitigated by higher contributions from the two Singapore office towers i.e. Tampines Grande and the China investment properties, mainly Metro City and Metro Tower in Shanghai, underpinned by the strong recovery of the China economy. The Atrium Mall in Chengdu recorded higher fair value gain (net of tax) of \$5.5 million in 2HFY2021, which was partially offset by absence of fair value gain of \$5.3 million from Tampines Grande, Singapore.

As a result of the foregoing, profit before taxation increased to \$23.8 million in 2HFY2021 from \$14.0 million in 2HFY2020.

Segmental Results for 2nd Half Year ended 31 March

Business segment

2021	Property \$'000	Retail \$'000	Group \$'000
Segment revenue			
- Sale of goods and net commission from concessionaires	-	47,545	47,545
- Sale of property rights	9,697	-	9,697
- Rental income	3,364	-	3,364
	<u>13,061</u>	<u>47,545</u>	<u>60,606</u>
Segment results*	13,500	349	13,849
Fair value gain on investment property	533	-	533
Finance costs	(8,833)	(783)	(9,616)
Share of associates' results, net of tax	(13,028)	-	(13,028)
Share of joint ventures' results, net of tax (Note)	32,077	-	32,077
	<u>24,249</u>	<u>(434)</u>	<u>23,815</u>
Profit/(loss) from operations before taxation			
Taxation			(6,643)
Profit net of taxation			<u>17,172</u>
Attributable to:			
Owners of the Company			16,969
Non-controlling interests			203
			<u>17,172</u>

* Included impairment on right-of-use assets

Note:

Share of joint ventures' results, net of tax

	\$'000
Segment revenue	<u>75,424</u>
Segment results	35,712
Fair value gain on investment properties	8,881
Finance costs	<u>(2,878)</u>
Profit from operations before taxation	41,715
Taxation	<u>(9,638)</u>
Profit net of taxation	<u>32,077</u>

Segmental Results for 2nd Half Year ended 31 March (cont'd)

Business segment

2020	Property \$'000	Retail \$'000	Group \$'000
Segment revenue			
- Sale of goods and net commission from concessionaires	-	47,194	47,194
- Sale of property rights	31,525	-	31,525
- Rental income	2,814	-	2,814
	<u>34,339</u>	<u>47,194</u>	<u>81,533</u>
Segment results	6,637	10,273	16,910
Fair value loss on investment property	(2,452)	-	(2,452)
Finance costs	(9,040)	(735)	(9,775)
Share of associates' results, net of tax	(30,596)	142	(30,454)
Share of joint ventures' results, net of tax (Note)	39,801	-	39,801
Profit from operations before taxation	<u>4,350</u>	<u>9,680</u>	<u>14,030</u>
Taxation			<u>(2,554)</u>
Profit net of taxation			<u>11,476</u>
Attributable to:			
Owners of the Company			11,276
Non-controlling interests			200
			<u>11,476</u>

Note:

Share of joint ventures' results, net of tax

	\$'000
Segment revenue	<u>90,269</u>
Segment results	51,305
Fair value gain on investment properties	3,768
Finance costs	<u>(4,349)</u>
Profit from operations before taxation	50,724
Taxation	<u>(10,923)</u>
Profit net of taxation	<u>39,801</u>

Geographical Segments

	Asean \$'000	People's Republic of China \$'000	Group \$'000
Segment revenue			
2021	<u>57,242</u>	<u>3,364</u>	<u>60,606</u>
2020	<u>78,719</u>	<u>2,814</u>	<u>81,533</u>

Segmental Results - Property Division

Revenue from the property division for 2HFY2021 decreased to \$13.1 million from 2HFY2020's \$34.3 million, mainly due to lower revenue recognition by \$21.8 million from the sale of property rights of the residential development properties in Bekasi and Bintaro, Jakarta, largely impacted by the ongoing COVID-19 pandemic. Correspondingly, this has resulted in lower gross profit by \$2.2 million.

The Group recorded a fair value gain on investment property of \$0.5 million in 2HFY2021 as compared to a fair value loss of \$2.5 million in 2HFY2020 arising from the COVID-19 pandemic with the early-2020 lockdown in China, from GIE Tower, Guangzhou.

Segment results of the property division, excluding associates and joint ventures, reported a higher profit by \$6.9 million from \$6.6 million in 2HFY2020 to \$13.5 million in 2HFY2021 mainly due to unrealised fair value gain on short term investments of \$2.0 million in 2HFY2021, as compared to unrealised fair value loss of \$8.0 million in 2HFY2020 arising from the COVID-19 pandemic where the full impact was felt in early 2020. This was partially offset by absence of gain on disposal of short term investments of \$0.9 million recognised in the prior 2HFY2020 and lower interest income of \$1.6 million.

Share of associates' loss decreased by \$17.6 million from \$30.6 million in 2HFY2020 to \$13.0 million in 2HFY2021 mainly due to fair value gain (net of tax) on investment properties owned by associates of \$5.9 million in 2HFY2021, as compared to fair value loss (net of tax) of \$10.1 million in 2HFY2020. Shanghai Plaza in Shanghai, China and the 20% stake in a portfolio of properties in Australia recorded fair value gain of \$0.4 million and \$3.6 million respectively in 2HFY2021 as compared to fair value loss of \$4.1 million and \$9.0 million respectively in 2HFY2020. The Group's share of associates' operating losses (net of tax) decreased mainly due to lower losses incurred by Top Spring of \$12.0 million and Shanghai Plaza of \$6.5 million, higher contribution from the 20% stake in a portfolio of properties in Australia and from our recent 26% investment stake in a portfolio of 14 properties in Boustead Industrial Fund, partially offset by lower contributions of \$18.2 million from the co-investments with InfraRed NF China Real Estate Fund III L.P. in real estate debt instruments.

Share of profit of joint ventures decreased by \$7.7 million from \$39.8 million in 2HFY2020 to \$32.1 million in 2HFY2021 mainly due to lower contributions from The Crest by \$6.9 million, partially mitigated by higher contributions from the two Singapore office towers i.e. Tampines Grande and the China investment properties, mainly Metro City and Metro Tower in Shanghai, underpinned by the strong recovery of the China economy. The Atrium Mall in Chengdu recorded higher fair value gain (net of tax) of \$5.5 million in 2HFY2021, which was partially offset by absence of fair value gain of \$5.3 million from Tampines Grande, Singapore.

The average occupancy of the Group's five investment properties held by a subsidiary and joint ventures as at 31 March 2021 remain high at 91.7%.

The portfolio summary of the Group's Investment Properties as at 31 March 2021 was as follows:

	<i>Percentage Owned</i>	<i>Tenure</i>	<i>No. of Tenants</i>	<i>Occupancy Rate (%)</i>
<u><i>Owned by a Subsidiary</i></u>				
GIE Tower, Guangzhou	100%	50 year term from 1994	34	92.8%
<u><i>Owned by Joint Ventures</i></u>				
Metro City, Shanghai	60%	36 year term from 1993	173	98.3%
Metro Tower, Shanghai	60%	50 year term from 1993	32	89.4%
5 Chancery Lane, London	50%	Freehold	1	100.0%
7 & 9 Tampines Grande	50%	99 year term from 2007	16	78.1%

Segmental Results - Retail Division

Revenue from the Singapore operations of the retail division for 2HFY2021 increased marginally to \$47.5 million from 2HFY2020's \$47.2 million. Segment results registered a marginal profit of \$0.3 million in 2HFY2021 as compared to a profit of \$10.3 million in 2HFY2020 that included a divestment gain of \$10.6 million from the disposal of the Group's 50% equity interest in its associate in Indonesia.

Excluding the above divestment gain of \$10.6 million in the prior period, the retail segment recorded a marginal profit of \$0.3 million in 2HFY2021 after including rental rebates granted by landlords, property tax rebates and jobs support scheme, totalling \$3.1 million, as compared to a segment loss of \$0.3 million in 2HFY2020. The segment profit has also accounted for the impairment loss on the right-of-use of assets and plant and equipment to reduce the carrying value of these assets by \$4.7 million in view of the continuing challenges faced by the retail segment amidst the uncertainty of recovery in the COVID-19 pandemic.

Pressure on margins amidst a highly competitive trading environment and impact from the ongoing COVID-19 pandemic affected the results.

8(b) Cash Flow, Working Capital, Assets and Liabilities of the group during the current financial period reported on.

Associates (Non-current assets) and Amounts due from associates (Current assets) increased from \$795.0 million as at 30 September 2020 to \$910.0 million as at 31 March 2021 mainly due to funding of \$75.6 million for investment in a 26% stake in a portfolio of 14 quality industrial, business park, high-spec industrial and logistics properties by subscribing into the Units and Notes of Boustead Industrial Fund; share of funding of \$11.9 million for the acquisition of two seed assets in the UK – Red Queen, Warwick and Dean Street Works, Bristol – under the recently established Purpose-Built Student Accommodation (“PBSA”) fund, Paideia Capital UK Trust in the UK; extending shareholder loans of \$30.8 million to associates in the PRC and currency translation gain of foreign associates. These were partially offset by the repayment of shareholder loans of \$9.1 million from associates, dividend distribution from associates of \$3.1 million and share of losses of \$13.0 million in 2HFY2021.

Joint Ventures (Non-current assets) and Amounts due from joint ventures (Current assets) increased from \$476.4 million as at 30 September 2020 to \$491.0 million as at 31 March 2021 mainly due to share of profit of \$32.1 million and currency translation gain of foreign joint ventures in 2HFY2021, which was partially offset by repayment of shareholder loan of \$26.4 million from a joint venture.

Development properties (Current assets) decreased to \$163.4 million as at 31 March 2021 from \$169.6 million as at 30 September 2020. This relates to the residential development properties in Jakarta, Indonesia, held for sales. During the financial year, the progressive sale recognition of property rights of residential units was \$7.7 million.

Accounts and other receivables (Current assets) decreased from \$92.4 million as at 30 September 2020 to \$81.8 million as at 31 March 2021 mainly due to receipts for the sale of property rights of \$14.6 million, which was partially offset by sale recognition of property rights of \$9.7 million, relating to the residential development properties in Jakarta, Indonesia, held for sales in FY2021.

Short term investments (Current assets) increased from \$13.9 million as at 30 September 2020 to \$15.9 million as at 31 March 2021 mainly due to unrealised fair value gain on short term investments in quoted securities held by the Group.

Bank borrowings (Current liabilities) increased to \$325.0 million as at 31 March 2021 from \$154.8 million as at 30 September 2020 mainly due to \$150 million 4% Notes due 2021 issued on 25 October 2018 by the Company pursuant to its \$1 billion Multicurrency Debt Issuance Programme was reclassified from Bank borrowings (Non-current liabilities) and loan drawn on banking facilities for the acquisition of two seed PBSA assets – Red Queen, Warwick and Dean Street Works, Bristol, in the UK. Consequently, Bank borrowings (Non-current liabilities) decreased from \$348.7 million as at 30 September 2020 to \$199.1 million as at 31 March 2021.

Amounts due to joint ventures (Non-current liabilities) increased to \$124.6 million as at 31 March 2021 from \$89.1 million as at 30 September 2020 mainly due to loans from joint ventures in the PRC.

Consequently, Cash and cash equivalents decreased from \$436.9 million as at 30 September 2020 to \$425.7 million as at 31 March 2021 after taking into account the above-mentioned funds flow.

There were no other material factors that affected the cash flow, working capital, assets and liabilities of the Group during the current financial quarter reported on.

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

There have been no material variances with prospect statements issued for the period being reported.

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.

COVID-19

One year into the COVID-19 pandemic, the accumulating human toll continues to raise concerns, even as growing vaccine coverage lifts sentiment. High uncertainty surrounds the global economic outlook, primarily related to the path of the pandemic. After a 3.3% contraction in 2020, the global economy is projected to grow at 6% in 2021, moderating to 4.4% in 2022. Global growth is expected to moderate to 3.3% over the medium term – reflecting projected damage to supply potential and forces that predate the pandemic, including aging-related slower labour force growth in advanced economies and some emerging market economies. Emerging market economies and low-income developing countries have been hit harder and are expected to suffer more significant medium-term losses¹.

Property Division

China

Following the early-2020 lockdown, China has managed to contain the Covid-19 pandemic quickly and its economy embarked on a V-shaped recovery yielding annual growth of 2.3% in 2020. 1Q2021 saw lower sequential growth more in line with China's pre-crisis pace, with the strong year-on-year growth number of 18.3% mostly reflecting the base effect from the large contraction in 1Q2020². CBRE expects China to register GDP growth of 8.2% in 2021, underpinned by the new “dual circulation” economic development strategy which lies at the centre of China's 14th Five-Year Plan (2021-2025) and beyond. The strategy involved leveraging China's large domestic market while retaining the existing “opening-up” policy to create more balanced development. Economic development over the next five years will therefore rely more upon domestic consumption and technological innovation³. As of 19 May 2021, China has administered 449.5 million doses of the COVID-19 vaccine⁴ for its people which is in line with the central government plan, and this will also accelerate its efforts to help inoculate the rest of the world.

Our investment properties in Shanghai and Guangzhou continue to enjoy high occupancy, while asset enhancement completed for Shanghai Plaza and the Atrium Mall in Chengdu with the malls reopening in September 2020 and December 2020 respectively. Occupancy for Bay Valley in Shanghai has improved gradually, while our associate Top Spring International Holdings Limited and co-investments with InfraRed NF China Real Estate Fund III L.P. in real estate debt instruments will continue to be subject to the respective markets turbulence in China and Hong Kong.

¹ IMF, *World Economic Outlook – April 2021*

² IMF, *Policy Responses to COVID-19, 6 May 2021*

³ CBRE, *China Market Outlook 2021*

⁴ *Our World in Data, Vaccinations by location, 19 May 2021*

Singapore

Singapore's GDP grew by 0.2% on a year-on-year basis in the first quarter of 2021⁵. Singapore's Ministry of Trade and Industry ("MTI") adjusted 2021 GDP growth forecast to 4.0 to 6.0%⁶, but the nation's 1Q2021 economic momentum will be disrupted by the renewed stringent measures brought about by the new COVID-19 variants⁷. As part of the Singapore government effort to administer vaccinations to all Singaporean as well as long-term residents, as of 17 May 2021 about 25.3% of Singapore population had received a second dose of the COVID-19 vaccine⁸. In the office sector, despite the total return of 0.5 million sqft of CBD office space by major financial institutions, 30-40% of this returned space has already been backfilled by landlords and co-working spaces⁹. Coupled with the recent expansion of Chinese technology companies such as Tencent, TikTok owner ByteDance and Alibaba¹⁰ in Singapore, all these are likely to benefit our premium Grade-A office towers at the Tampines Regional Centre. Underpinned by some recovery signs of the Singapore residential market where prime home sales volume rose moderately in 1Q2021¹¹, our residential project The Crest at Prince Charles Crescent is now fully sold. The logistics and warehouse sector stood out as the star performer in 2020 due to the eight-weeks of circuit breaker and the subsequent three-phase reopening had driven a spike in demand for logistics and warehouse space on the back of stockpiling needs and the e-commerce boom¹². Metro is well positioned in this sector given our recent investment into Boustead Industrial Fund's quality portfolio of 14 industrial, business park, high-spec industrial and logistics properties in Singapore.

Indonesia

On 6 January 2021, the government announced the implementation of tighter social restriction in Java and Bali region, effective from 11-25 January 2021 and subsequently extended until 8 February 2021. The government also launched its nationwide vaccination program in mid-January 2021, starting with health care workers. As of 5 May 2021, about 3% of Indonesia population had received a second dose of the COVID-19 vaccine. Indonesia's annual GDP growth in 2020 recorded -2.1% and 1Q2021 GDP declined -0.7% over a year ago and some volatility remains¹³ and this is expected to continue to negatively impact the sales and collections of our Bekasi and Bintaro residential projects, though sales continue both in our sales galleries/marketing suites and online.

United Kingdom

On 4 January 2021, amidst rising contagions and the rapid spread of a new string of the virus, the Government imposed a third coronavirus lockdown across England, moving it up to tier 4, shutting schools, restaurants, bars, and non-essential shops and ordering the public to stay at home. The full emergency lockdown will now be lifted in phases, starting with the reopening of schools and recreation in outdoor public spaces on 8 March 2021. By 21 June 2021, all sectors of the economy are expected to reopen¹⁴. As of 18 May 2021, about 31.3% of UK population had received a second dose of the COVID-19 vaccine¹⁵. The student accommodation sector attracted £190 million worth of capital in March 2021, bringing the 1Q2021 total to £685m, the highest quarterly figure since the sale of the iQ portfolio a year ago¹⁶. Amidst this backdrop, Metro's two PBSA properties at Warwick and Bristol are well-positioned and enjoy high occupancy rates of 100% and 94% respectively. In Manchester, the residential prices are forecast to grow 3.4% over the next five years, while rental growth is expected to average 3.3% per annum¹⁷. With the reopening of the Middlewood Locks marketing suite, the team continues to market both in person and via online channels. Despite COVID-19 causing exceptional occupier uncertainty in London and causing expansion/relocation decisions to be put on hold¹⁸, our office property at 5 Chancery Lane continues to be fully leased through 2023.

⁵ MTI Singapore, *Singapore's GDP Grew by 0.2 Per Cent in the First Quarter of 2021*, 14 April 2021

⁶ MTI Singapore, *MTI Maintains 2021 GDP Growth Forecast at "4.0 to 6.0 Per Cent"*, 15 February 2021

⁷ DBS, *Singapore's Renewed Pandemic Stringency*, 17 May 2021

⁸ *Our World in Data, Vaccinations by location*, 17 May 2021

⁹ DBS, *Darkest Before Dawn*, 30 April 2021

¹⁰ *Business Times, Facing Pressure At Home, Chinese Tech Giants Expand In Singapore*, 5 April 2021

¹¹ JLL, *Property Market Monitor Singapore*, 15 April 2021

¹² JLL, *Road to recovery*, 3 February 2021

¹³ IMF, *Policy Responses to COVID-19*, 5 May 2021

¹⁴ IMF, *Policy Responses to COVID-19*, 1 April 2021

¹⁵ *Our World in Data, Vaccinations by location*, 18 May 2021

¹⁶ *Colliers, United Kingdom Property Snapshot*, 14 April 2021

¹⁷ JLL, *Living with 2020 Vision: UK City Centre Forecasts*, 10 March 2020

¹⁸ *Colliers, London Offices Update*, 1 April 2021

Australia

COVID-19 vaccinations in Australia started from 22 February 2021 and 3.47 million doses have been administered as at 21 May 2021¹⁹. The economy has continued to recover with real GDP increasing by 3.1% QoQ in the fourth quarter of 2020, following the 3.4% QoQ rise in the third quarter 2020²⁰. According to Savills, Australia's economic recovery is now well underway with strong GDP growth recorded over the last two quarters of 2020, after falling into a recession in June 2020. The rebound has been supported by better-than-expected health outcomes and expansion of monetary and fiscal policy. Despite the national economy shrinking by 1.1% over the course of 2020, 2H2020 saw two quarters of more than 3% growth for the first time in history (3.4% and 3.1% respectively). The Reserve Bank of Australia has cited that they are forecasting that GDP will return to pre-pandemic levels by the middle of 2021, which is a result of quicker than anticipated removal of restrictions and social distancing measures throughout the states. The rapid economic turnaround has translated into improvements in business confidence and consumer sentiment with increased consumer spending evident²¹. This should benefit Metro's portfolio of 15 quality freehold properties comprising 4 office buildings strategically located in the core CBD of Sydney and Brisbane, and the fringe CBD of Melbourne and Perth. The other 11 retail centres are located regionally with over 90% of the retail space being anchored by defensive non-discretionary retailers such as supermarkets that cater to day-to-day necessities.

Others

The Group's portfolio of investments, held at fair value through profit or loss, will continue to be subject to fluctuations in their fair value. The Group will continue to be subject to significant currency translation adjustments on foreign operations which will affect the results and other comprehensive income and the balance sheet, as its net assets which represent investment properties and projects are denominated in Chinese Renminbi, Hong Kong dollar, United States dollar, Sterling pound, Indonesian rupiah and Australian dollar.

Retail Division

The retail division continues to operate amidst difficult trading conditions. Soft retail sales in Singapore due to operational-capacity constraints and low visitor arrivals²² continue to weigh on our two department stores at Paragon and Causeway Point, exacerbated by heightened social distancing measures implemented from 8 May 2021 to 13 June 2021. This is in response to the increase in locally transmitted COVID-19 cases and unlinked community cases in early May 2021. Measures include further reduction in current permissible group size of up to 8 persons to up to 2 persons, and work-from-home to be default at workplaces²³. The Group's online retail business continues to remain operational.

The Group

Metro operates across Singapore, China, Indonesia, the UK and Australia with each country being in a different phase of the COVID-19 pandemic. Amidst the evolving Covid-19 pandemic situation, the Group continues to monitor the situation closely and take proactive measures to strengthen our financial position, including preserving cash, optimising cash flows and liquidity, and actively managing our existing investment portfolio to optimise returns and capitalise on new opportunities to enhance shareholder value. With regards to our asset management strategy, we will prioritise critical asset enhancement, while deferring uncommitted capital expenditure and implementing cost saving measures, where possible.

¹⁹ Australian Government Department of Health, COVID-19 Vaccines, 21 May 2021

²⁰ IMF, Policy Responses to COVID-19, 6 May 2021

²¹ Savills, Asia Pacific Investment Quarterly Q1 2021, 22 April 2021

²² JLL, Property Market Monitor Singapore, 15 April 2021

²³ MOH Singapore, Updates On Local Situation And Heightened Alert To Minimise Transmission, 14 May 2021

11. If a decision regarding dividend has been made:-

- (a) Whether an interim (final) ordinary dividend has been declared (recommended);

Yes

- (b) (i) Amount per share (cents)

Name of Dividend	Tax exempt (one tier) Final
Dividend Type	Cash
Dividend Amount per share (in cent)	2.0 cents per ordinary share

Name of Dividend	Special Tax exempt (one-tier) Final
Dividend Type	Cash
Dividend Amount per share (in cent)	0.25 cents per ordinary share

- (ii) Previous corresponding period (cents)

Name of Dividend	Tax exempt (one tier) Final
Dividend Type	Cash
Dividend Amount per share (in cent)	2 cents per ordinary share

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

The proposed final dividend is a tax exempt dividend.

- (d) The date the dividend is payable.

The dividend payment date will be announced later.

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

The record date for the purposes of determining entitlement to the dividend will be announced later.

12. If no dividend has been declared (recommended), a statement to that effect and the reason(s) for the decision.

Not applicable.

13. If the Group has obtained a 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 Company did not seek and does not have a shareholders' general mandate pursuant to Rule 920 of the Listing Manual.

14. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1).

The Company hereby confirms that it has procured undertakings from all its directors and executive officers under Rule 720(1) of the Listing Manual.

PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

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.

Business segment

2021	Property \$'000	Retail \$'000	Group \$'000
Segment revenue			
- Sale of goods and net commission from concessionaires	-	72,771	72,771
- Sale of property rights	17,924	-	17,924
- Rental income	6,628	-	6,628
	<u>24,552</u>	<u>72,771</u>	<u>97,323</u>
Segment results*	23,224	(417)	22,807
Fair value gain on investment property	533	-	533
Finance costs	(17,733)	(1,640)	(19,373)
Share of associates' results, net of tax	(20,559)	-	(20,559)
Share of joint ventures' results, net of tax (Note)	64,154	-	64,154
Profit/(loss) from operations before taxation	<u>49,619</u>	<u>(2,057)</u>	47,562
Taxation			<u>(10,567)</u>
Profit net of taxation			<u>36,995</u>
Attributable to:			
Owners of the Company			36,752
Non-controlling interests			<u>243</u>
			<u>36,995</u>

* Included impairment on right-of-use assets

Note:

Share of joint ventures' results, net of tax

	\$'000
Segment revenue	<u>175,755</u>
Segment results	77,427
Fair value gain on investment properties	6,572
Finance costs	<u>(5,576)</u>
Profit from operations before taxation	78,423
Taxation	<u>(14,269)</u>
Profit net of taxation	<u>64,154</u>

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. (cont'd)

Business segment

2020	Property \$'000	Retail \$'000	Group \$'000
Segment revenue			
- Sale of goods and net commission from concessionaires	-	108,858	108,858
- Sale of property rights	95,161	-	95,161
- Rental income	6,235	-	6,235
	<u>101,396</u>	<u>108,858</u>	<u>210,254</u>
Segment results	23,823	10,360	34,183
Fair value loss on investment property	(2,452)	-	(2,452)
Finance costs	(17,636)	(1,334)	(18,970)
Share of associates' results, net of tax	(29,695)	730	(28,965)
Share of joint ventures' results, net of tax (Note)	55,935	-	55,935
Profit from operations before taxation	<u>29,975</u>	<u>9,756</u>	<u>39,731</u>
Taxation			<u>(6,651)</u>
Profit net of taxation			<u>33,080</u>
Attributable to:			
Owners of the Company			32,248
Non-controlling interests			832
			<u>33,080</u>

Note:

Share of joint ventures' results, net of tax

	\$'000
Segment revenue	<u>138,612</u>
Segment results	78,820
Fair value gain on investment properties	127
Finance costs	<u>(6,639)</u>
Profit from operations before taxation	<u>72,308</u>
Taxation	<u>(16,373)</u>
Profit net of taxation	<u>55,935</u>

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. (cont'd)

Geographical Segments

	Asean	China	Group
Segment revenue	\$'000	\$'000	\$'000
2021	90,695	6,628	97,323
2020	<u>204,019</u>	<u>6,235</u>	<u>210,254</u>

	Asean	China	Others	Group
Profit from operations before taxation	\$'000	\$'000	\$'000	\$'000
2021	13,235	27,888	6,439	47,562
2020	<u>18,908</u>	<u>20,781</u>	<u>42</u>	<u>39,731</u>

Others includes investment properties and projects mainly in the UK and Australia.

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.

Turnover

Group turnover for the financial year to 31 March 2021 ("FY2021") decreased to \$97.3 million from \$210.3 million in the previous year ("FY2020") as the property division recognised lower revenue of \$17.9 million in FY2021 as compared to \$95.2 million in FY2020 from the sale of property rights of the residential development properties in Bekasi and Bintaro, Jakarta, largely impacted by the ongoing COVID-19 pandemic. Revenue from GIE Tower, Guangzhou, increased marginally from \$6.2 million in FY2020 to \$6.6 million in FY2021.

The retail division also reported lower sales from \$108.9 million in FY2020 to \$72.8 million in FY2021 mainly due to closure of Metro Centrepoint in October 2019 upon lease expiry as well as lower sales in the departmental stores in Singapore from the closures of retail stores during circuit breaker and Phase One from 7 April 2020 to 18 June 2020, arising from the COVID-19 pandemic.

In line with lower revenue, the property division's gross profit was lower by \$8.3 million. Similarly, the retail division had reported a marginal gross profit of \$0.8 million in FY2021 where the negative impact was being mitigated by rental rebates granted by landlords, property tax rebates and jobs support scheme, totalling \$7.6 million resulting in a net gross profit of \$8.4 million, as compared to a gross profit of \$4.8 million in FY2020. Resulting from the above, the Group's gross profit for FY2021 decreased to \$15.5 million from \$20.2 million in FY2020.

Profit Before Tax

The Group's profit before tax for the year increased to \$47.6 million in FY2021 from \$39.7 million in FY2020.

Segment results decreased to \$22.8 million in FY2021 from \$34.2 million in FY2020 mainly due to the absence of divestment gain of \$10.6 million from the disposal of the Group's 50% equity interest in its associate in Indonesia.

Other net income was lower by \$4.6 million from \$36.1 million in FY2020 to \$31.5 million in FY2021 mainly due to absence of divestment gain of \$10.6 million from the disposal of the Group's 50% equity interest in its retail associate, PT MRM, higher fair value loss on long term investments of \$6.8 million and lower interest income of \$2.8 million. These were partially mitigated by unrealised fair value gain of short term investments of \$4.9 million in FY2021, as compared to unrealised fair value loss of \$7.3 million in FY2020 arising from the COVID-19 pandemic where the full impact was felt in early 2020 and higher exchange gain of \$2.8 million.

The Group accounted for the impairment loss on the right-of-use of assets of \$4.6 million in FY2021 to reduce the carrying value of these assets in view of the continuing challenges faced by the retail segment amidst the uncertainty of recovery in the COVID-19 pandemic.

General and administrative expenses was lower by \$2.5 million from \$22.1 million in FY2020 to \$19.6 million in FY2021 mainly due to government grants of \$2.3 million comprising mainly jobs support scheme.

The Group recorded a fair value gain on investment property of \$0.5 million in FY2021 as compared to a fair value loss of \$2.5 million in FY2020 arising from the COVID-19 pandemic with the early-2020 lockdown in China, from GIE Tower, Guangzhou.

Share of associates' loss decreased by \$8.4 million from \$29.0 million in FY2020 to \$20.6 million in FY2021 mainly due to fair value gain (net of tax) on investment properties owned by associates of \$4.0 million in FY2021, as compared to fair value loss (net of tax) of \$7.4 million in FY2020. The 20% stake in a portfolio of properties in Australia recorded fair value gain of \$3.6 million in FY2021 as compared to fair value loss of \$9.0 million in FY2020. The Group's share of associates' operating losses (net of tax) was higher by \$3.1 million due to lower contributions of \$22.8 million from the co-investments with InfraRed NF China Real Estate Fund III L.P. in real estate debt instruments. This was partially mitigated by lower losses incurred by Top Spring of \$14.0 million and Shanghai Plaza of \$3.4 million, higher contributions from the 20% stake in a portfolio of properties in Australia and from our recent 26% investment stake in a portfolio of 14 properties in Boustead Industrial Fund.

Share of profit of joint ventures increased by \$8.2 million from \$55.9 million in FY2020 to \$64.1 million in FY2021 mainly due to higher share of joint ventures' operating profits (net of tax) of \$4.8 million arising from higher contributions from The Crest and the two Singapore office towers i.e. Tampines Grande, Singapore and the China investment properties mainly Metro City and Metro Tower in Shanghai, underpinned by the strong recovery of the China economy. The China properties, mainly The Atrium Mall in Chengdu, Metro City and Metro Tower in Shanghai recorded higher fair value gain (net of tax) totalling \$9.1 million in FY2021, which was partially offset by absence of fair value gain of \$5.0 million from Tampines Grande, Singapore.

Investments / Balance Sheet

Associates (Non-current assets) and Amounts due from associates (Current assets) increased from \$804.0 million as at 31 March 2020 to \$910.0 million as at 31 March 2021 mainly due to funding of \$75.6 million for investment in a 26% stake in a portfolio of 14 quality industrial, business park, high-spec industrial and logistics properties by subscribing into the Units and Notes of Boustead Industrial Fund; share of funding of \$11.9 million for the acquisition of 2 seed assets in the UK – Red Queen, Warwick and Dean Street Works, Bristol – under the recently established Purpose-Built Student Accommodation (“PBSA”) fund, Paideia Capital UK Trust in the UK; extending shareholder loans of \$47.0 million to associates in the PRC and currency translation gain of foreign associates.

All the above were partially offset by the repayment of shareholder loans of \$11.6 million from associates, dividend distribution from associates of \$8.2 million and share of losses of \$20.6 million in FY2021.

Joint ventures (Non-current assets) and Amounts due from joint ventures (Current assets) decreased from \$525.5 million as at 31 March 2020 to \$491.0 million as at 31 March 2021 mainly due to repayment of shareholder loan of \$102.8 million from a joint venture and dividend distribution from joint ventures of \$2.1 million. These were partially offset by currency translation gain of foreign joint ventures and share of profit of \$64.1 million in FY2021.

Development properties (Current assets) decreased marginally to \$163.4 million as at 31 March 2021 from \$166.7 million as at 31 March 2020. This relates to the residential development properties in Jakarta, Indonesia, held for sales. During the financial year, the progressive sale recognition of property rights of residential units was \$14.0 million.

Accounts and other receivables (Current assets) decreased from \$94.0 million as at 31 March 2020 to \$81.8 million as at 31 March 2021 mainly due to receipts for the sale of property rights of \$30.8 million, which was partially offset by sale recognition of property rights of \$17.9 million, relating to the residential development properties in Jakarta, Indonesia, held for sales in FY2021.

Short term investments (Current assets) increased from \$11.0 million as at 31 March 2020 to \$15.9 million as at 31 March 2021 mainly due to unrealised fair value gain on short term investments in quoted securities held by the Group.

Borrowings (Current liabilities) increased from \$145.2 million as at 31 March 2020 to \$325.0 million as at 31 March 2021 mainly due to \$150 million 4% Notes due 2021 issued on 25 October 2018 by the Company pursuant to its \$1 billion Multicurrency Debt Issuance Programme was reclassified from Bank borrowings (Non-current liabilities) and loan drawn on banking facilities for the acquisition of 2 seed PBSA assets – Red Queen, Warwick and Dean Street Works, Bristol, in the UK. Consequently, Bank borrowings (Non-current liabilities) decreased from \$348.3 million as at 31 March 2020 to \$199.1 million as at 31 March 2021.

Amounts due to joint ventures (Non-current liabilities) increased to \$124.6 million as at 31 March 2021 from \$73.8 million as at 31 March 2020 mainly due to loans from joint ventures in the PRC.

As a result of the above and after taking into account a dividend of \$16.6 million paid to shareholders, Cash and cash equivalents increased to \$425.7 million as at 31 March 2021 from \$349.4 million as at 31 March 2020.

17. A breakdown of sales as follows:-

	31-Mar-2021	31-Mar-2020	Increase/ (Decrease)
	Group	Group	
	\$'000	\$'000	%
Sales reported for the first half year	36,717	128,721	(71.5)
Operating profit after tax before deducting non-controlling interests reported for the first half year	19,823	21,604	(8.2)
Sales reported for the second half year	60,606	81,533	(25.7)
Operating profit after tax before deducting non-controlling interests reported for the second half year	17,172	11,476	49.6

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 Dividend

	Year Ended	
	31-Mar-2021	31-Mar-2020
	\$'000	\$'000
Ordinary final dividend	16,561	16,561
Special dividend (Final)	2,070	-
Total	18,631	16,561

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(13) 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
Mdm Ong Sioe Hong	71	Aunt of substantial shareholders, Ong Ling Ling, Ong Jenn, Ong Ching Ping and Ong Sek Hian (Wang ShiXian)	Managing Director of Metro (Pte) Ltd since March 1994 and appointed Executive Chairman in 2012. Responsible for overall corporate strategies of Metro (Pte) Ltd and its subsidiaries, the retail division of the Group.	N.A.
Ong Jenn	46	Substantial shareholder Nephew of (i) Mdm Ong Sioe Hong and (ii) Mr Ong Jen Yaw who is a substantial shareholder Sibling of substantial shareholders, Ong Ling Ling, Ong Ching Ping and Ong Sek Hian (Wang ShiXian)	Director of Business Development of the Company since 2 November 2020. To assist management to implement business development strategies.	N.A.

BY ORDER OF THE BOARD
Tan Ching Chek and Eve Chan Bee Leng
Joint Company Secretaries
Date: 25 May 2021



NEWS RELEASE

METRO HOLDINGS ACHIEVES 11.8% GROWTH IN FY2021 NET PROFIT AFTER TAX TO S\$37.0 MILLION DESPITE COVID-19 HEADWINDS

- ***Higher FY2021 Profit After Tax of S\$37.0 million, from S\$33.1 million in FY2020 that includes a one-off divestment gain of S\$10.6 million, mainly due to higher contributions and fair value gain from the investment properties in China underpinned by the strong recovery of the China economy, lower losses incurred by associates and fair value gain from the short term investments***
- ***Diversification for resilience:***
 - ***Invests in new asset class – A quality portfolio of 14 Singapore industrial, business park, high-spec industrial and logistics properties***
 - ***Establishes Purpose-Built Student Accommodation fund to expand further in the UK with two asset acquisitions in Warwick and Bristol***
 - ***Further expands in Australia with the acquisition of Ropes Crossing Village Shopping Centre in New South Wales***
 - ***Subsequent to financial year end, continues to expand into logistics asset class by investing into an European logistics fund with 12 income producing assets across Poland, the UK and Spain***
- ***Completes asset enhancement for Shanghai Plaza (“上海广场”), Shanghai (opened in September 2020) and The Atrium Mall (“晶融汇”), Chengdu (opened in December 2020)***
- ***Maintains a strong balance sheet with Net Assets at S\$1.6 billion and Total Assets of S\$2.3 billion***
- ***Proposes final dividend of 2.0 Singapore cents and final special dividend of 0.25 Singapore cents per ordinary share***

Singapore, 25 May 2021 – Main Board-listed Metro Holdings Limited (“**Metro**” or the “**Group**”) (“美罗控股有限公司”), a property investment and development group backed by established retail operations, registered a 11.8% growth in net profit after tax to S\$37.0 million for the full year ended 31 March 2021 (“**FY2021**”), as compared to S\$33.1 million in the same corresponding period a year ago (“**FY2020**”) that includes a one-off divestment gain of S\$10.6 million. The Group’s FY2020 results was adversely affected by the COVID-19 pandemic with the full impact felt following the lockdown in China in early 2020. With the success of China government measures to contain the COVID-19 pandemic quickly, its economy has rebounded and the Group results in FY2021 was lifted-up mainly from the higher contributions and fair value gains from the investment properties in China. In addition, lower losses incurred by associates and fair value gain from the short term investments contributed to higher earnings registered in FY2021. The Group posted revenue of S\$97.3 million in FY2021, as compared to S\$210.3 million in FY2020, largely due to lower contributions from the sale of property rights of the residential development properties in Bekasi and Bintaro, Jakarta, impacted by the ongoing COVID-19 pandemic and lower revenue from retail segment due to closure of our 2 Singapore stores during the Circuit Breaker from April to June 2020.

Metro Chairman, Lt Gen (Rtd) Winston Choo (“朱維良”), said, “We are pleased to have achieved a resilient set of results, notwithstanding macro headwinds brought on by the global pandemic. This is testament to our sound diversification strategy built for resilience, led by a strong management team and Board.”

Review of Financial Performance

Property Division

The Property Division’s revenue decreased by S\$76.8 million to S\$24.6 million in FY2021 from S\$101.4 million in FY2020, mainly from the lower sale of property rights of the residential development properties in Bekasi and Bintaro, Jakarta, largely impacted by the ongoing COVID-19 pandemic. Revenue from GIE Tower, Guangzhou, increased marginally by S\$0.4 million to S\$6.6 million in FY2021.

The average occupancy rate for Metro's five investment properties – GIE Tower in Guangzhou; Metro City and Metro Tower in Shanghai, China; the fully-leased freehold office property at 5 Chancery Lane in Central London, the United Kingdom (the "UK"); and 7 and 9 Tampines Grande, Singapore – remain high at 91.7% as at 31 March 2021.

Property segment, excluding associates and joint ventures, reported a profit of S\$23.2 million in FY2021 comparable to S\$23.8 million in FY2020.

The Group recorded a fair value gain on investment property of S\$0.5 million in FY2021 as compared to a fair value loss of S\$2.5 million in FY2020 arising from the COVID-19 pandemic with the early-2020 lockdown in China, from GIE Tower, Guangzhou.

The Group's share of associates' loss decreased to S\$20.6 million in FY2021, as compared to a loss of S\$29.7 million in FY2020. This was mainly due to fair value gain (net of tax) on associates' investment properties of S\$4.0 million in FY2021, as compared to fair value loss (net of tax) of S\$7.4 million in FY2020, driven by the fair value gain from the 20% stake in a portfolio of properties in Australia, partially offset by higher share of associates' operating losses (net of tax) by S\$3.1 million. Higher share of associates' loss mainly due to lower contributions of S\$22.8 million from the co-investments with InfraRed NF China Real Estate Fund III L.P. in real estate debt instruments, partially mitigated by lower losses incurred by Top Spring of S\$14.0 million and Shanghai Plaza of S\$3.4 million, higher contributions from the 20% stake in a portfolio of properties in Australia and from our recent 26% investment stake in a portfolio of 14 properties in Boustead Industrial Fund.

Share of profit of joint ventures increased by S\$8.2 million from S\$55.9 million in FY2020 to S\$64.1 million in FY2021 mainly due to higher share of joint ventures' operating profits (net of tax) of S\$4.8 million arising from higher contributions from The Crest and the two Singapore office towers i.e. Tampines Grande, Singapore and the China investment properties mainly Metro City and Metro Tower in Shanghai, underpinned by the strong recovery of the China economy. The China properties,

mainly The Atrium Mall in Chengdu, Metro City and Metro Tower in Shanghai recorded higher fair value gain (net of tax) totalling S\$9.1 million in FY2021, which was partially offset by absence of fair value gain of S\$5.0 million from Tampines Grande, Singapore.

Retail Division

Metro's retail revenue decreased to S\$72.8 million in FY2021 from S\$108.9 million in FY2020 mainly due to the closure of Metro Centrepoint in October 2019 upon lease expiry as well as lower sales in the departmental stores in Singapore from the closures of retail stores during the circuit breaker from 7 April 2020 to 18 June 2020, arising from the COVID-19 pandemic. The Group's online retail business continues to remain operational.

Excluding the divestment gain of S\$10.6 million from the sale of the Group's 50% equity interest of PT MRM which operated 11 Metro stores in Indonesia, the Group recorded a segment loss of S\$0.2 million in FY2020, which was comparable to the segment loss of S\$0.4 million in FY2021, after receiving the rental rebates granted by landlords, property tax rebates and jobs support scheme, totalling S\$9.3 million. FY2021 profits include an impairment loss on the right-of-use of assets and plant and equipment of S\$4.7 million in view of the continuing challenges faced by the retail segment amidst the uncertainty of recovery in this COVID-19 pandemic.

Key Investments and Strategic Moves in FY2021

During the year, Metro diversified into new asset classes in key markets in the UK and Singapore, working closely with strategic partners. This includes the Purpose-Built Student Accommodation ("**PBSA**") segment in the UK, and 14 properties in the industrial/logistics real estate segment in Singapore. The Group further expanded in Australia by acquiring a retail asset in suburban New South Wales.

In December 2020, Metro established a PBSA fund, Paideia Capital UK Trust ("**Trust**"), through a newly formed strategic partnership with Lee Kim Tah Holdings Limited ("**LKT**") and Woh Hup Holdings Pte Ltd ("**WH**"), to expand and diversify further in the

UK. Metro and its joint venture partners incorporated Paideia Partners Pte. Ltd. (“**Paideia Partners**”) to act as fund manager to grow its fund management arm. This follows Metro’s November 2019 setup of Sim Lian – Metro Capital Pte Ltd as the asset and investment management company to manage the portfolio of quality office and retail centers in Australia.

Upon the First Closing of the fund, the Trust acquired its first PBSA seed property in Warwick for a total consideration of £21.5 million (approximately S\$38.7 million). The property is newly constructed and situated one mile north of the main campus of the University of Warwick, with approximately 22,000 full-time students with a committed occupancy of 90%. Shortly after, in January 2021, the Trust acquired its second asset in Bristol – Dean Street Works, for a total purchase consideration of £30.1 million (approximately S\$54.8 million). This asset was completed in August 2020 with 100% committed occupancy. It is located 1.4 km from the main campus of the University of Bristol with approximately 27,000 students, and is a five-minute drive from Bristol’s city centre and main shopping district Broadmead.

In addition, in December 2020, Metro acquired a 26% stake in a portfolio of 14 quality industrial, business park, high-spec industrial and logistics properties in Singapore, for an investment amount of up to S\$76.6 million via entering into subscription agreements to subscribe for 26% of the Units and 7.0 per cent. Notes due 2031 of Boustead Industrial Fund. This also represents the first collaboration and strategic partnership with the sponsor, Boustead Projects Limited (“**BPL**”), and marks Metro’s entry into the industrial/logistics real estate segment in Singapore with an immediate scale of 14 quality assets to generate stable and recurring income and for long term investment growth. The portfolio enjoys a high committed average occupancy rate of 99% and an overall weighted average lease expiry of approximately 7.5 years.

Metro Group Chief Executive Officer, Yip Hoong Mun (“**叶康文**”), said, “Metro continues to diversify our portfolio across resilient asset classes geographically. This is in line with our strategy to further enhance the quality, diversity and income profile of the Group’s investment portfolio to generate stable and recurring income.”

“The strategic investment in PBSA assets will position the Group favourably in the UK, given the resilience in demand for quality higher education. Together with our experienced partners LKT and WH, we will leverage on this platform to grow the PBSA portfolio in the UK, where we see good growth prospects. With an initial aggregate committed capital of £60 million (approximately S\$108 million) upon its First Closing, the Trust will acquire PBSA properties in the UK to potentially grow its asset portfolio size to £150 million (approximately S\$270 million). Paideia Partners will manage and grow the portfolio, which will potentially include new investors in the future.”

“The Group’s maiden entry into the highly sought-after industrial/logistics real estate market is another strategic move. This sector is poised for sustainable growth over the long term, well-supported by structural demand drivers such as the growth in e-commerce, and we are delighted to collaborate with an experienced and established partner like BPL.”

Additionally, Metro also deepened its footprint in Australia in November 2020 by acquiring Ropes Crossing Village Shopping Centre in New South Wales, which enjoys a high occupancy of 96.7% as at 31 March 2021.

On the asset enhancement front, Metro completed the makeover of Shanghai Plaza (“上海广场”), which was opened in September 2020, and The Atrium Mall (“晶融汇”) in Chengdu, which was opened in December 2020. Strategically located at Number 138 Huai Hai Zhong Road (“淮海中路”), Huang Pu district in Shanghai, the PRC, 500 meters from the Xintiandi (“新天地”) Business District, the rebranded Shanghai Plaza has created a buzz in the vicinity. It is repositioned as a lifestyle destination with premium food and beverage operators and top specialty retailers. WeWork, a leading co-working space operator anchors the office space. Since its opening, Shanghai Plaza has won several awards and accolades and is a preferred venue for art and sculpture exhibitions by renowned artist Xu Zhen (“徐震”). The integrated product offerings continue to excite and draw footfall into Shanghai Plaza. As for our LEED Gold certified The Atrium Mall, it builds upon its central location in the heart of the Chun Xi Road’s (“春熙路”) core business district surrounded by top malls, Chengdu

International Finance Square and Taikoo Li (“太古里”) Chengdu to create its unique and distinct niche targeting flagship stores in Southwest China, including beauty store Harmay (“话梅”), Sevenbus bubble tea, and others that appeal to younger shoppers. Both assets are expected to begin contributing to the Group’s bottom line in the coming years.

Subsequent to financial year 2021, Metro invested €10 million (S\$16 million) into an European Logistics Fund to further diversify into the growing logistics sector. The Fund currently has 12 income producing assets, including eight in Poland, three in the UK and one in Spain. All properties are predominantly freehold, with long weighted average unexpired lease term of close to 6 years and quality tenants including PepsiCo, Deutsche Post, DHL Group, DFS Group and Fiege Logistics.

Strong Balance Sheet

Metro’s balance sheet remained strong with net assets of S\$1.6 billion and total assets of S\$2.3 billion as of 31 March 2021.

Proposed Dividend

To reward loyal shareholders, the Board has recommended dividends totalling 2.25 Singapore cents comprising an ordinary final dividend of 2.0 Singapore cents per share and a special dividend of 0.25 Singapore cents per share. This translates to a payout ratio of 50.7% of the Group’s net profit attributable to shareholders for FY2021.

Outlook

Metro Chairman, Lt Gen (Rtd) Winston Choo (“朱维良”), added, “The Group operates across Singapore, China, Indonesia, the UK and Australia, with each country being in a different phase of the global pandemic. We will continue to monitor, embrace and evolve our growth strategies, building upon our established track record in the real estate sector. We will also actively manage our existing investment portfolio to optimise returns and capitalise on new opportunities to enhance shareholder value.”

One year into the COVID-19 pandemic, high uncertainty continues to surround the global economic outlook. After a -3.3% contraction in 2020, the global economy is projected to grow at 6% in 2021, moderating to 4.4% in 2022 and to 3.3% over the medium term¹.

In China, supported by good GDP growth and the new “dual circulation” economic development strategy, it is expected that economic development over the next five years will be reliant more upon domestic consumption and technological innovation². The Group’s investment properties in Shanghai and Guangzhou continue to enjoy high occupancy, while asset enhancements have been completed for Shanghai Plaza (“上海广场”) in Shanghai and The Atrium Mall (“晶融汇”) in Chengdu, with the malls opening in September 2020 and December 2020 respectively. Bay Valley’s occupancy in Shanghai has also improved gradually.

In Singapore, the Group’s premium Grade-A office towers at Tampines Regional Centre are expected to benefit from the backfilling of returned office space (by major financial institutions) by landlords and co-working spaces³. The property enjoys a committed occupancy of 88.9% as at 31 March 2021. Underpinned by some recovery signs of the Singapore residential market where prime home sales volume rose moderately in 1Q2021⁴, our residential project The Crest at Prince Charles Crescent is now fully sold. As for the logistics/industrial sector, it stood out as the star performer in 2020 due to the eight-weeks of circuit breaker and the subsequent three-phase reopening had driven a spike in demand for logistics and warehouse space on the back of stockpiling needs and the e-commerce boom⁵. Metro is well-positioned given our recent investment into Boustead Industrial Fund’s quality portfolio of 14 industrial, business park, high-spec industrial and logistics properties in Singapore.

In Indonesia, the implementation of tighter social restrictions, a slowdown in GDP growth and ongoing volatilities brought on by the global pandemic⁶, continue to impact

¹ IMF, *World Economic Outlook, April 2021*

² CBRE, *China Market Outlook 2021*

³ DBS, *Darkest Before Dawn, 30 April 2021*

⁴ JLL, *Property Market Monitor Singapore, 15 April 2021*

⁵ JLL, *Road to recovery, 3 February 2021*

⁶ IMF, *Policy Responses to COVID-19, 5 May 2021*

the sales and collections of the Group's residential projects in Bekasi and Bintaro, Jakarta. Despite this, sales have continued both in our sales galleries/marketing suites and online.

In the UK, despite rising contagions and the rapid spread of a new variant of the virus, the student accommodation sector remains resilient, and attracted £190 million worth of capital in March 2021, bringing the 1Q2021 total to £685m, the highest quarterly figure since the sale of the iQ portfolio a year ago⁷. Amidst this backdrop, Metro's two PBSA properties at Warwick and Bristol are well-positioned and enjoy high occupancy rates of 90% and 100% respectively. In Manchester, the residential prices are forecast to grow 3.4% over the next five years, while rental growth is expected to average 3.3% per annum⁸. The Group's residential project, Middlewood Locks, continues to market via marketing suite and online channels. Despite COVID-19 causing exceptional occupier uncertainty in London and causing expansion/relocation decisions to be put on hold⁹, the Group's office property at 5 Chancery Lane continues to be fully leased through 2023.

In Australia, with the economic recovery now well underway with strong GDP growth recorded in the last two quarters of 2020, this should benefit Metro's portfolio of 15 quality freehold properties comprising four office buildings and 11 retail centres. The four office buildings are strategically located in the core CBD of Sydney and Brisbane, and the fringe CBD of Melbourne and Perth, while the 11 retail centres are located regionally with over 90% of the retail space being anchored by defensive non-discretionary retailers such as supermarkets that cater to day-to-day necessities. The portfolio enjoys high average occupancy of 94.8% as at 31 March 2021.

ABOUT METRO HOLDINGS LIMITED

Listed on the Main Board of the SGX-ST in 1973, Metro Holdings started out in 1957 as a textile store on 72 High Street. Over the years, Metro has grown to become a property and retail group with investments and operations in the region.

⁷ Colliers, *United Kingdom Property Snapshot*, 14 April 2021

⁸ JLL, *Living with 2020 Vision: UK City Centre Forecasts*, 10 March 2020

⁹ Colliers, *London Offices Update*, 1 April 2021

Today, the Group operates two core business segments – property investment and development, and retail – and focuses on key markets in Singapore, China, Indonesia, the UK and Australia.

Property Investment and Development

The Group's property arm owns and manages several prime retail and office properties in first tier cities in China, such as Shanghai and Guangzhou, and up-and-coming high growth cities like Chengdu. Through strategic partnerships and joint ventures, the Group has expanded its portfolio to cover a fuller spectrum of properties in Singapore, China, Indonesia, the UK and Australia.

Retail

Metro's retail arm serves customers through two Metro department stores in Singapore. The Metro shopping brand is an established household name in the retail industry and offers a wide range of quality merchandise.

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25 May 2021