

Issuer & Securities

Issuer/ Manager

METRO HOLDINGS LTD

FINANCIAL STATEMENTS AND RELATED ANNOUNCEMENT::THIRD QUARTER RESULTS

Announcement Details

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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:

1. Unaudited Results For Third Quarter Ended 31 December 2018 ; and
2. Press Release

Additional Details

For Financial Period Ended

31/12/2018

Attachments



[MHL-Q3FY2019.pdf](#)



[MHL-News%20Release.pdf](#)

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METRO HOLDINGS LIMITED

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

UNAUDITED RESULTS FOR THE THIRD QUARTER ENDED 31 DECEMBER 2018

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		
	3rd Qtr ended 31-Dec-2018	3rd Qtr ended 31-Dec-2017 (restated*)	% Change	9 months ended 31-Dec-2018	9 months ended 31-Dec-2017 (restated*)	% Change
	\$'000	\$'000		\$'000	\$'000	
Revenue						
- Retail	39,250	37,669	4.2	98,429	97,100	1.4
- Sale of property rights	14,442	-	n.m.	28,395	-	n.m.
- Rental income	1,745	1,660	5.1	5,110	4,899	4.3
	<u>55,437</u>	<u>39,329</u>	41.0	<u>131,934</u>	<u>101,999</u>	29.3
Cost of revenue	(49,131)	(35,325)	39.1	(122,627)	(96,539)	27.0
Gross profit	<u>6,306</u>	<u>4,004</u>	57.5	<u>9,307</u>	<u>5,460</u>	70.5
Other net income	2,148	7,991	(73.1)	17,974	21,542	(16.6)
General and administrative expenses	(6,299)	(8,823)	(28.6)	(17,954)	(19,200)	(6.5)
Interest on borrowings	(1,900)	(517)	267.5	(3,275)	(1,336)	145.1
Interest in associates						
- Share of results, net of tax	6,501	142,692	(95.4)	10,820	153,941	(93.0)
- Dilution loss	-	(2,054)	n.m.	(72)	(4,552)	(98.4)
	<u>6,501</u>	<u>140,638</u>	(95.4)	<u>10,748</u>	<u>149,389</u>	(92.8)
Interest in joint ventures						
- Share of results, net of tax	5,991	5,422	10.5	32,100	(3,507)	n.m.
- Reversal of write down of amount due from a joint venture	-	-	n.m.	-	9,472	n.m.
	<u>5,991</u>	<u>5,422</u>	10.5	<u>32,100</u>	<u>5,965</u>	438.1
Profit from operations before taxation	<u>12,747</u>	<u>148,715</u>	(91.4)	<u>48,900</u>	<u>161,820</u>	(69.8)
Taxation	(1,459)	(1,590)	(8.2)	(4,386)	(3,384)	29.6
Profit net of taxation	<u>11,288</u>	<u>147,125</u>	(92.3)	<u>44,514</u>	<u>158,436</u>	(71.9)
Attributable to:						
Owners of the Company	11,224	147,026	(92.4)	44,261	158,265	(72.0)
Non-controlling interests	64	99	(35.4)	253	171	48.0
	<u>11,288</u>	<u>147,125</u>	(92.3)	<u>44,514</u>	<u>158,436</u>	(71.9)

n.m. - not meaningful

* The results for the period ended 31 December 2017 are restated following the adoption of the new financial reporting framework, Singapore Financial Reporting Standards (International) (SFRS(I)). Please refer to para 5 for the details of the financial impact from the adoption of SFRS(I).

Statement of Comprehensive Income

	Group			Group		
	3rd Qtr ended 31-Dec-2018	3rd Qtr ended 31-Dec-2017 (restated)	% Change	9 months ended 31-Dec-2018	9 months ended 31-Dec-2017 (restated)	% Change
	\$'000	\$'000		\$'000	\$'000	
Profit net of taxation	11,288	147,125	(92.3)	44,514	158,436	(71.9)
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)	(1,352)	(4,332)	(68.8)	(4,903)	(10,029)	(51.1)
Investments at fair value through other comprehensive income (Refer to Section 1(a)(ii) Note 3 on page 3)						
- net fair value changes	-	2,267	n.m.	-	7,224	n.m.
- net fair value changes reclassified to profit or loss	-	(1,337)	n.m.	-	(1,760)	n.m.
Share of other comprehensive (expense)/income of associates and joint ventures (Note 2)	(11,721)	(8,605)	36.2	(16,960)	5,755	n.m.
Other comprehensive (expense) /income, net of tax:	(13,073)	(12,007)	8.9	(21,863)	1,190	n.m.
Total comprehensive (expense) /income for the period	<u>(1,785)</u>	<u>135,118</u>	n.m.	<u>22,651</u>	<u>159,626</u>	(85.8)
Total comprehensive (expense) /income attributable to:						
Owners of the Company	(2,388)	135,074	n.m.	23,724	159,257	(85.1)
Non-controlling interests	603	44	n.m.	(1,073)	369	n.m.
	<u>(1,785)</u>	<u>135,118</u>	n.m.	<u>22,651</u>	<u>159,626</u>	(85.8)

n.m. - not meaningful

Note:

- (1) Currency translation adjustments on foreign subsidiaries, associates and joint ventures are mainly a result of the Group's exposure to the effects of fluctuations in foreign currency exchange rates in relation to Chinese Renminbi ("RMB") for the Group's investment properties and development projects situated in the People's Republic of China ("PRC"). There is also exposure to British pounds and Indonesian rupiah in respect of the projects in the United Kingdom and Indonesia. Whenever possible, the Group seeks to maintain a natural hedge through the matching of liabilities, including borrowings, against assets in the same currency.
- (2) The share of other comprehensive income/(expense) of associates and joint ventures relates mainly to the share of foreign currency translation reserve. 3QFY2019's share of exchange difference arose mainly due to an associate which is exposed to foreign currency translation from the exposure of RMB as a result of its investment in the PRC.

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

	Group			Group		
	3rd Qtr ended 31-Dec-2018	3rd Qtr ended 31-Dec-2017 (restated)	% Change	9 months ended 31-Dec-2018	9 months ended 31-Dec-2017 (restated)	% Change
	\$'000	\$'000		\$'000	\$'000	
Cost of revenue and general and administrative expenses includes:-						
Depreciation of plant and equipment	(640)	(540)	18.5	(1,851)	(1,540)	20.2
Cost of property rights sold	(12,226)	-	n.m.	(24,284)	-	n.m.
Inventories recognised as an expense	(25,302)	(23,140)	9.3	(63,672)	(60,778)	4.8
Allowance for obsolete inventories	(512)	(9)	n.m.	(530)	(539)	(1.7)
Inventories written down	(1,002)	(1,918)	(47.8)	(1,669)	(2,102)	(20.6)
Rental expense	(6,386)	(6,111)	4.5	(18,225)	(17,643)	3.3
Other net income includes:-						
Interest income	5,144	3,380	52.2	12,630	10,444	20.9
Dividends from						
- long term investments	-	524	n.m.	2,090	2,751	(24.0)
- short term investments	688	814	(15.5)	1,776	2,416	(26.5)
Net change in fair value of investments at fair value through profit and loss (Note 3)	(2,059)	1,257	n.m.	3,327	3,330	(0.1)
- long term investments	(833)	-	n.m.	5,767	-	n.m.
- short term investments	(1,226)	1,257	n.m.	(2,440)	3,330	n.m.
Gain on disposal of						
- short term investments	-	240	n.m.	-	531	n.m.
- long term investments	-	1,182	n.m.	-	1,182	n.m.
- an investment property (Note 4)	-	-	n.m.	-	809	n.m.
Management fee income from associates	98	235	(58.3)	296	669	(55.8)
Foreign exchange loss (net)	(2,342)	(82)	n.m.	(3,511)	(1,602)	119.2

n.m. - not meaningful

Note:

- (3) On 1 April 2018, the Group adopted SFRS(I) 9 Financial Instruments and reclassified the “Long term investments – available-for-sale (“AFS”)” to “Long term investments – fair value through profit or loss (“FVTPL”)” (please refer to Section 5(b) on page 16 for more details). Consequently, changes in fair value of previously held AFS are recognised in profit or loss instead of fair value through other comprehensive income (“FVOCI”).
- (4) In the previous period ended 31 December 2017, the gain on disposal of an investment property relates to the gain arising on the sale of Lakeville Regency, Shanghai, being gross proceeds over and above the valuation as at 31 March 2017.

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

	Group			Group		
	3rd Qtr ended 31-Dec-2018	3rd Qtr ended 31-Dec-2017 (restated)	% Change	9 months ended 31-Dec-2018	9 months ended 31-Dec-2017 (restated)	% Change
	\$'000	\$'000		\$'000	\$'000	
The Group's share of associates' results consists of:						
- Operating results	(6,762)	(10,381)	(34.9)	(6,428)	(7,529)	(14.6)
- Fair value gain on investment properties	5,475	6	n.m.	10,254	9,187	11.6
- Non-operating results	11,152	188,052 *	(94.1)	11,152	197,224	(94.3)
- Taxation	(3,316)	(34,985) *	(90.5)	(4,250)	(45,145)	(90.6)
- Others	(48)	-	n.m.	92	204	(54.9)
	<u>6,501</u>	<u>142,692</u>	<u>(95.4)</u>	<u>10,820</u>	<u>153,941</u>	<u>(93.0)</u>

n.m. - not meaningful

Note:

* In the previous period ended 31 December 2017, the non-operating results of associates of \$188.0 million refer to the Group's share of a divestment gain from Top Spring International Holdings Limited's ("Top Spring") very substantial disposal of eight property projects. The taxation charge includes an estimated tax expense in respect of this divestment gain of \$33.9 million.

The Group, in 3QFY2019, has applied the equity method for the operating results of the Top Spring group 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 30 June 2018, 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 estimates of its results for the 3 months to 30 September 2018 and adjusted for the effects of significant transactions or events that occurred between 1 October 2018 and 31 December 2018.

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

	Group			Group		
	3rd Qtr ended 31-Dec-2018 \$'000	3rd Qtr ended 31-Dec-2017 \$'000	% Change	9 months ended 31-Dec-2018 \$'000	9 months ended 31-Dec-2017 \$'000	% Change
The Group's share of joint ventures' results consists of:						
- Operating results	10,468	8,419	24.3	42,866	32,905	30.3
- Additional Buyer's Stamp Duty Expenses	-	-	n.m.	-	(27,747)	n.m.
- Fair value loss on investment properties	(2,418)	(941)	157.0	(2,954)	(1,165)	153.6
- Taxation	(2,059)	(2,056)	0.1	(7,812)	(7,500)	4.2
	<u>5,991</u>	<u>5,422</u>	10.5	<u>32,100</u>	<u>(3,507)</u>	n.m.

n.m. - not meaningful

1(a) (v) Taxation

	Group			Group		
	3rd Qtr ended 31-Dec-2018 \$'000	3rd Qtr ended 31-Dec-2017 \$'000	% Change	9 months ended 31-Dec-2018 \$'000	9 months ended 31-Dec-2017 \$'000	% Change
Current Year Tax	952	222	328.8	2,948	2,224	32.6
Overprovision in respect of prior year	(1)	-	n.m.	(16)	(208)	(92.3)
Deferred Tax	508	1,364	(62.8)	1,454	1,364	6.6
Withholding Tax	-	4	n.m.	-	4	n.m.
	<u>1,459</u>	<u>1,590</u>	(8.2)	<u>4,386</u>	<u>3,384</u>	29.6

n.m. - not meaningful

The tax charge of the Group for the third quarter period ended 31 December 2018, 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 deferred tax expense being withholding tax provided on undistributed profits of joint ventures and expenditure not deductible for tax purposes.

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-Dec-2018	31-Mar-2018 (restated)	31-Dec-2018	31-Mar-2018
	\$'000	\$'000	\$'000	\$'000
Non-current assets				
Plant and equipment	3,477	4,466	35	42
Investment property	95,396	100,214	-	-
Subsidiaries	-	-	17,790	17,790
Amounts due from subsidiaries	-	-	463,029	535,448
Associates	743,834	544,174	500	500
Joint ventures	201,346	419,917	-	-
Long term investments				
- Fair value through profit or loss	85,316	-	-	-
- Available-for-sale	-	80,336	-	-
	<u>1,129,369</u>	<u>1,149,107</u>	<u>481,354</u>	<u>553,780</u>
Current assets				
Development properties	115,068	50,556	-	-
Inventories	15,911	16,950	-	-
Prepayments	977	1,922	298	-
Accounts and other receivables	58,517	135,350	203	192
Tax recoverable	432	-	2	-
Amounts due from subsidiaries	-	-	195,695	-
Amounts due from associates	1,978	-	-	-
Amounts due from joint ventures	191,874	-	4,143	-
Short term investments	28,789	30,262	-	-
Pledged fixed bank deposits	118,510	158,409	-	-
Cash and cash equivalents	200,812	159,364	5,143	9,588
	<u>732,868</u>	<u>552,813</u>	<u>205,484</u>	<u>9,780</u>
Current liabilities				
Borrowings	99,348	136,752	-	-
Accounts and other payables	67,842	53,876	4,485	7,954
Amounts due to subsidiaries	-	-	170,407	-
Amount due to a joint venture	22,409	-	-	-
Provision for taxation	1,135	1,448	-	15
	<u>190,734</u>	<u>192,076</u>	<u>174,892</u>	<u>7,969</u>
Net current assets	<u>542,134</u>	<u>360,737</u>	<u>30,592</u>	<u>1,811</u>
Non-current liabilities				
Borrowings	149,113	-	149,113	-
Amounts due to subsidiaries	-	-	-	255,192
Amount due to a joint venture	19,321	-	-	-
Deferred income	10,062	11,325	-	-
Deferred taxation	17,171	16,377	10	12
	<u>(195,667)</u>	<u>(27,702)</u>	<u>(149,123)</u>	<u>(255,204)</u>
Net assets	<u>1,475,836</u>	<u>1,482,142</u>	<u>362,823</u>	<u>300,387</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	1,287,930	1,305,608	194,874	132,438
	<u>1,455,879</u>	<u>1,473,557</u>	<u>362,823</u>	<u>300,387</u>
Non-controlling interests	<u>19,957</u>	<u>8,585</u>	<u>-</u>	<u>-</u>
Total equity	<u>1,475,836</u>	<u>1,482,142</u>	<u>362,823</u>	<u>300,387</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-Dec-2018		As at 31-Mar-2018	
Secured	Unsecured	Secured	Unsecured
99,348,000	-	136,752,000	-

Amount repayable after one year

As at 31-Dec-2018		As at 31-Mar-2018	
Secured	Unsecured	Secured	Unsecured
-	149,113,000	-	-

Borrowings repayable after one year (unsecured) relates to the 3 years \$150 million notes at 4% per annum issued on 25 October 2018 by the Company pursuant to its \$1 billion Multicurrency Debt Issuance Programme.

Details of any collateral for banking facilities

Subsidiaries:

Fixed deposits totaling S\$118.5 million (31 March 2018: S\$158.4 million) have been pledged to banks for banking facilities of GBP78.5 million (31 March 2018: GBP78.5 million) granted to certain subsidiaries. Total loans drawn on such facilities as at 31 December 2018 amounted to S\$99.3 million (equivalent to GBP57.4 million) (31 March 2018: S\$136.8 million (equivalent to GBP74.2 million)).

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	
	3rd Qtr ended 31-Dec-2018	3rd Qtr ended 31-Dec-2017 (restated)	9 months ended 31-Dec-2018	9 months ended 31-Dec-2017 (restated)
	\$'000	\$'000	\$'000	\$'000
Cash flows from operating activities				
Operating profit/(loss) before reinvestment in working capital	2,017	1,820	(3,308)	(6,237)
Increase in development properties	(34,812)	(19,181)	(61,405)	(19,181)
Increase in inventories	(1,532)	(2,161)	(1,160)	(3,873)
(Increase)/decrease in accounts and other receivables	(4,719)	(553)	77,846	(149)
Increase in accounts and other payables	18,863	7,948	12,777	8,160
Cash (used in)/from operations	(20,183)	(12,127)	24,750	(21,280)
Interest expense paid	(1,900)	(517)	(3,275)	(1,336)
Interest income received	3,328	870	9,619	5,888
Income taxes paid	(690)	(531)	(3,605)	(2,396)
Net cash flows (used in)/generated from operating activities	(19,445)	(12,305)	27,489	(19,124)
Cash flows from investing activities				
Purchase of plant & equipment	(261)	(509)	(905)	(1,387)
Decrease in investments	-	856	118	829
Purchase of short term investments	-	-	(967)	-
Proceeds from:				
- disposal of an investment property	-	-	-	7,833
- disposal of plant and equipment	-	-	-	1
- disposal of short term investments	-	1,930	-	7,042
- disposal of long term investments	-	5,555	-	5,555
Investment in associates	-	2,944	(14,597)	9,414
Decrease in amount due to an associate	-	(17,436)	-	(36,812)
(Increase)/decrease in amounts due from associates	(138,037)	3,682	(202,221)	(87,807)
Increase in amounts due to joint venture	-	-	43,407	-
(Increase)/decrease in amounts due from joint ventures	-	(1,634)	31,859	(11,111)
Dividends received from:				
- long term investments	-	524	2,090	2,751
- short term investments	688	814	1,776	2,416
- associates	2,857	24,809	16,346	61,264
- joint ventures	-	-	7,888	22,360
Changes in pledged fixed bank deposits	-	(1,000)	39,899	(6,000)
Net cash flows (used in)/from investing activities	(134,753)	20,535	(75,307)	(23,652)
Cash flows from financing activities				
Drawdown of borrowings	149,113	-	149,113	33,231
Repayment of borrowings	-	-	(29,954)	-
Dividend paid	-	-	(41,402)	(41,402)
Contributions from non-controlling interest	4,754	-	12,445	-
Net cash flows from/(used in) financing activities	153,867	-	90,202	(8,171)
Net (decrease)/increase in cash and cash equivalents	(331)	8,230	42,384	(50,947)
Effect of exchange rate changes in cash and cash equivalents	(1,543)	(1,851)	(936)	(1,872)
Cash & cash equivalents at beginning of financial period	202,686	218,966	159,364	278,164
Cash & cash equivalents at end of financial period	200,812	225,345	200,812	225,345

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

	Group		Group	
	3rd Qtr ended 31-Dec-2018	3rd Qtr ended 31-Dec-2017 (restated)	9 months ended 31-Dec-2018	9 months ended 31-Dec-2017 (restated)
	\$'000	\$'000	\$'000	\$'000
Reconciliation between profit from operations before taxation and operating cash flows before changes in working capital:				
Profit from operations before taxation	12,747	148,715	48,900	161,820
Adjustments for:				
Interest expense	1,900	517	3,275	1,336
Depreciation of plant and equipment	640	540	1,851	1,540
Share of results of associates	(6,501)	(142,692)	(10,820)	(153,941)
Dilution loss on interest in associates	-	2,054	72	4,552
Share of results of joint ventures	(5,991)	(5,422)	(32,100)	3,507
Reversal of write down of amount due from a joint venture	-	-	-	(9,472)
Interest income	(5,144)	(3,380)	(12,630)	(10,444)
Dividends from				
- long term investments	-	(524)	(2,090)	(2,751)
- short term investments	(688)	(814)	(1,776)	(2,416)
Inventories written down	1,002	1,918	1,669	2,102
Allowance for obsolete inventories	512	9	530	539
Allowance for doubtful debts	-	-	1	2
Plant and equipment written off	-	-	43	-
Gain on disposal of an investment property	-	-	-	(809)
Net change in fair value of investments at fair value through profit and loss	2,059	(1,257)	(3,327)	(3,330)
Gain on disposal of short term investments	-	(240)	-	(531)
Gain on disposal of long term investments	-	(1,182)	-	(1,182)
Foreign exchange adjustments	1,481	3,578	3,094	3,241
Operating profit/(loss) before reinvestment in working capital	<u>2,017</u>	<u>1,820</u>	<u>(3,308)</u>	<u>(6,237)</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

	Share Capital \$'000	Treasury Shares \$'000	FVOCI Reserve \$'000	Foreign Currency Translation Reserve \$'000	Statutory reserve \$'000	Other Reserve \$'000	Revenue Reserve \$'000	Total \$'000	Non- controlling Interests \$'000	Total Equity \$'000
Group										
At 1 April 2018 (as previously stated)	169,717	(1,768)	5,330	(42,219)	4,081	1,811	1,336,605	1,473,557	8,585	1,482,142
Effects of adoption of SFRS(I)	-	-	(5,330)	47,456	-	-	(42,126)	-	-	-
At 1 April 2018 (as restated)	169,717	(1,768)	-	5,237	4,081	1,811	1,294,479	1,473,557	8,585	1,482,142
Profit for the period	-	-	-	-	-	-	33,037	33,037	189	33,226
<u>Other comprehensive income/(expense)</u>										
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	-	(1,686)	-	-	-	(1,686)	(1,865)	(3,551)
Share of other comprehensive expense of associates and joint ventures	-	-	-	(5,025)	-	(214)	-	(5,239)	-	(5,239)
Other comprehensive expense for the financial period, net of tax	-	-	-	(6,711)	-	(214)	-	(6,925)	(1,865)	(8,790)
Total comprehensive (expense)/income for the financial period	-	-	-	(6,711)	-	(214)	33,037	26,112	(1,676)	24,436
<u>Changes in ownership interests in a subsidiary</u>										
Interest in a subsidiary	-	-	-	-	-	-	-	-	7,691	7,691
Total changes in ownership interests in a subsidiary	-	-	-	-	-	-	-	-	7,691	7,691
<u>Contributions by and distributions to owners</u>										
Dividends paid	-	-	-	-	-	-	(41,402)	(41,402)	-	(41,402)
Total contributions by and distributions to owners	-	-	-	-	-	-	(41,402)	(41,402)	-	(41,402)
<u>Others</u>										
Transfer to statutory reserve fund	-	-	-	-	110	-	(110)	-	-	-
At 30 September 2018	169,717	(1,768)	-	(1,474)	4,191	1,597	1,286,004	1,458,267	14,600	1,472,867

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

<u>Group</u>	Share Capital \$'000	Treasury Shares \$'000	FVOCI Reserve \$'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 30 September 2018	169,717	(1,768)	-	(1,474)	4,191	1,597	1,286,004	1,458,267	14,600	1,472,867
Profit for the period	-	-	-	-	-	-	11,224	11,224	64	11,288
<u>Other comprehensive income/(expense)</u>										
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	-	(1,891)	-	-	-	(1,891)	539	(1,352)
Share of other comprehensive expense of associates and joint ventures	-	-	-	(11,485)	-	(236)	-	(11,721)	-	(11,721)
Other comprehensive (expense)/income for the financial period, net of tax	-	-	-	(13,376)	-	(236)	-	(13,612)	539	(13,073)
Total comprehensive (expense)/income for the financial period	-	-	-	(13,376)	-	(236)	11,224	(2,388)	603	(1,785)
<u>Changes in ownership interests in a subsidiary</u>										
Interest in a subsidiary	-	-	-	-	-	-	-	-	4,754	4,754
Total changes in ownership interests in a subsidiary	-	-	-	-	-	-	-	-	4,754	4,754
<u>Others</u>										
Transfer to statutory reserve fund	-	-	-	-	59	-	(59)	-	-	-
At 31 December 2018	169,717	(1,768)	-	(14,850)	4,250	1,361	1,297,169	1,455,879	19,957	1,475,836

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

<u>Group</u>	Share Capital \$'000	Treasury Shares \$'000	FVOCI Reserve \$'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 2017 (As previously stated)	169,717	(1,768)	3,366	(50,177)	3,880	1,474	1,221,734	1,348,226	2,473	1,350,699
Effects of adoption of SFRS(I)	-	-	-	50,177	-	-	(50,177)	-	-	-
At 1 April 2017 (As restated)	169,717	(1,768)	3,366	-	3,880	1,474	1,171,557	1,348,226	2,473	1,350,699
Profit for the period	-	-	-	-	-	-	11,239	11,239	72	11,311
<u>Other comprehensive income/(expense)</u>										
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	-	(5,625)	-	-	-	(5,625)	(72)	(5,697)
Investments at fair value through other comprehensive income										
- net fair value changes	-	-	4,607	-	-	-	-	4,607	350	4,957
- net fair value changes reclassified to profit or loss	-	-	(398)	-	-	-	-	(398)	(25)	(423)
Share of other comprehensive income of associates and joint ventures	-	-	-	14,036	-	324	-	14,360	-	14,360
Other comprehensive income for the financial period, net of tax	-	-	4,209	8,411	-	324	-	12,944	253	13,197
Total comprehensive income for the financial period	-	-	4,209	8,411	-	324	11,239	24,183	325	24,508
<u>Contributions by and distributions to owners</u>										
Dividends paid	-	-	-	-	-	-	(41,402)	(41,402)	-	(41,402)
Total contributions by and distributions to owners	-	-	-	-	-	-	(41,402)	(41,402)	-	(41,402)
<u>Others</u>										
Transfer to statutory reserve fund	-	-	-	-	154	-	(154)	-	-	-
At 30 September 2017	169,717	(1,768)	7,575	8,411	4,034	1,798	1,141,240	1,331,007	2,798	1,333,805

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

<u>Group</u>	Share Capital \$'000	Treasury Shares \$'000	FVOCI Reserve \$'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 30 September 2017	169,717	(1,768)	7,575	8,411	4,034	1,798	1,141,240	1,331,007	2,798	1,333,805
Profit for the period	-	-	-	-	-	-	147,026	147,026	99	147,125
<u>Other comprehensive income/(expense)</u>										
Currency translation adjustments on foreign subsidiaries, associates and joint ventures	-	-	-	(4,235)	-	-	-	(4,235)	(97)	(4,332)
Investments at fair value through other comprehensive income										
- net fair value changes	-	-	2,144	-	-	-	-	2,144	123	2,267
- net fair value changes reclassified to profit or loss	-	-	(1,256)	-	-	-	-	(1,256)	(81)	(1,337)
Share of other comprehensive expense of associates and joint ventures	-	-	-	(8,605)	-	-	-	(8,605)	-	(8,605)
Other comprehensive income/(expense) for the financial period, net of tax	-	-	888	(12,840)	-	-	-	(11,952)	(55)	(12,007)
Total comprehensive income/(expense) for the financial period	-	-	888	(12,840)	-	-	147,026	135,074	44	135,118
<u>Changes in ownership interests in a subsidiary</u>										
Interest in a subsidiary	-	-	-	-	-	-	-	-	2,519	2,519
Total changes in ownership interests in a subsidiary	-	-	-	-	-	-	-	-	2,519	2,519
<u>Others</u>										
Transfer to statutory reserve fund	-	-	-	-	-	-	-	-	-	-
At 31 December 2017	169,717	(1,768)	8,463	(4,429)	4,034	1,798	1,288,266	1,466,081	5,361	1,471,442

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 2018	169,717	(1,768)	132,438	300,387
Profit for the period, representing total comprehensive income for the financial period	-	-	56,823	56,823
<u>Contributions by and distribution to owners</u>				
Dividends paid	-	-	(41,402)	(41,402)
At 30 September 2018	169,717	(1,768)	147,859	315,808
Profit for the period, representing total comprehensive income for the financial period	-	-	47,015	47,015
At 31 December 2018	169,717	(1,768)	194,874	362,823
At 1 April 2017	169,717	(1,768)	103,071	271,020
Loss for the period, representing total comprehensive expense for the financial period	-	-	(2,431)	(2,431)
<u>Contributions by and distribution to owners</u>				
Dividends paid	-	-	(41,402)	(41,402)
At 30 September 2017	169,717	(1,768)	59,238	227,187
Loss for the period, representing total comprehensive income for the financial period	-	-	(1,609)	(1,609)
At 31 December 2017	169,717	(1,768)	57,629	225,578

1(d) (ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State 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 December 2018, there were 3,512,800 treasury shares (as at 31 December 2017: 3,512,800).

The Company did not issue any shares during the 3 months ended 31 December 2018.

There were no convertible instruments outstanding as at 31 December 2018 (31 December 2017: 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 December 2018 (end of current financial period)	As at 31 March 2018 (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 3rd Quarter period ended 31 December 2018.

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 report on.

The Company did not have any subsidiary holdings in the 3rd Quarter period ended 31 December 2018.

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 qualifications or emphasis of a matter)

Not applicable.

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

Except as disclosed in 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 2018.

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

In December 2017, the Accounting Standards Council (ASC) issued the Singapore Financial Reporting Standards (International) (SFRS(I)). SFRS(I) comprises standards and interpretations that are equivalent to International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The Group's financial statements for the financial year ending 31 March 2019 will be prepared in accordance with SFRS(I) issued by the ASC, and IFRS issued by the IASB.

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 2018, except for the adoption of new/revised SFRS(I) applicable for the financial period beginning 1 April 2018 as follows:

SFRS(I) 1 First-time Adoption of Singapore Financial Reporting Standards (International)
SFRS(I) 9 Financial Instruments
SFRS(I) 15 Revenue from Contracts with Customers

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)

(a) Application of SFRS(I) 1 First-time Adoption of Singapore Financial Reporting Standards (International)

The Group is required to retrospectively apply all SFRS(I) effective at the end of the first SFRS(I) reporting period (financial year ending 31 March 2019), subject to the mandatory exceptions and optional exemptions under SFRS(I)1. The Group has elected the relevant optional exemptions and the exemptions resulting in adjustments to the Group's financial statements are as follows:

Cumulative translation differences

The Group has elected for the optional exemption to reset its cumulative translation differences for all foreign operations to nil at the date of transition at 1 April 2017. As a result, cumulative translation losses of \$50,177,000 were reclassified from foreign currency translation reserve to retained earnings as at 1 April 2017 for the Group. After the date of transition, any gain or loss on disposal of any foreign operations will exclude translation differences that arose before 1 April 2017.

(b) Adoption of SFRS(I) 9 Financial Instruments

The Group has applied the exemption in SFRS(I) 9 which allowed it not to restate comparative information in the FY2019 SFRS(I) financial statements. Differences in the carrying amounts of financial assets and financial liabilities resulting from the adoption of SFRS(I) 9 are recognised as an adjustment to the opening balance of retained earnings and reserves as at 1 April 2018.

Amounts due from subsidiaries and joint ventures

The Group and the Company have reclassified certain amounts due from subsidiaries and joint ventures from non-current assets to current assets and amounts due to subsidiaries from non-current liabilities to current liabilities to conform with the requirements of SFRS(I) 9.

Investments

On adoption of SFRS(I) 9, the Group has reclassified “Long term investments – available-for-sale” of \$80.3 million to “Long term investments – fair value through profit or loss” (Please refer to Section 1(a)(ii) Note 3 on Page 3 for the consequential impact on the income statement and other comprehensive income).

The Group continues to measure the “Short term investments” at fair value through profit or loss.

(c) SFRS(I) 15 Revenue from Contracts with Customers

SFRS(I) 15 establishes a five-step model to account for revenue arising from contracts with customers, and introduces new contract cost guidance. Under SFRS(I) 15, revenue is recognised at an amount that reflects the consideration which an entity expects to be entitled in exchange for transferring goods or services to a customer. The Group has applied the changes in accounting policies, using the full retrospective approach.

The adoption of the SFRS(I) 15 did not have any significant impact on the financial statements of the Group.

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

Earnings Per Share

	Group Figures	
	Latest Period	Previous corresponding period (restated)
Earnings per ordinary share based on net profit attributable to shareholders and after deducting any provision for preference dividends		
(a) Based on existing issued share capital	1.4 cents	17.8 cents
(b) On a fully diluted basis	1.4 cents	17.8 cents

Earnings per share is calculated on the Group's profit attributable to shareholders of the Company of \$11,224,000 (period ended 31 December 2017: \$147,026,000) divided by the weighted average number of ordinary shares of 828,035,874 for the period ended 31 December 2018 (period ended 31 December 2017: 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 December 2018.

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 December 2018	\$1.76	\$0.44
(b) 31 March 2018	\$1.78	\$0.36

Net asset value for the Group is calculated on the equity attributable to owners of the Company as at 31 December 2018 of \$1,455,879,000 (31 March 2018: \$1,473,557,000) divided by the total number of issued shares excluding treasury shares as at 31 December 2018 of 828,035,874 (31 March 2018: 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 3rd Quarter ended 31 December 2018 against 3rd Quarter ended 31 December 2017

The Group's revenue of \$55.4 million for the third financial quarter to 31 December 2018 ("3QFY2019") increased by 41.0% over 3QFY2018's \$39.3 million as the property division recognised revenue of \$14.4 million from the sale of property rights of the residential development properties in Bekasi, Jakarta. The retail division also reported higher sales. Correspondingly, gross profit for 3QFY2019 increased to \$6.3 million as compared to 3QFY2018's \$4.0 million.

Other net income decreased to \$2.1 million for 3QFY2019 from \$8.0 million for 3QFY2018 mainly due to unrealised foreign exchange loss of \$2.3 million and net change in fair value of investments at fair value through profit or loss ("FVTPL") where a fair value loss of \$2.1 million in 3QFY2019 was recorded as compared to a fair value gain of \$1.3 million in 3QFY2018.

Share of results of associates recorded a gain of \$6.5 million in 3QFY2019 as compared to \$142.7 million in 3QFY2018. In the previous 3QFY2018, the Group recorded a \$154.1 million share of a gain (net of tax) arising from a very substantial disposal of eight property projects by Top Spring (see note under 1(a)(iii) on page 4).

As a result of the foregoing, profit before taxation decreased to \$12.7 million in 3QFY2019 from \$148.7 million in 3QFY2018 in the absence of a one-off item of \$154.1 million share of a gain relating to the very substantial disposal by Top Spring.

Segmental Results for 3rd Quarter ended 31 December

Business segment

2018

	Property \$'000	Retail \$'000	Group \$'000
Segment revenue			
- Sale of goods and net commission from concessionaires	-	39,250	39,250
- Sale of property rights	14,442	-	14,442
- Rental income	1,745	-	1,745
	<u>16,187</u>	<u>39,250</u>	<u>55,437</u>
Segment results	1,072	1,083	2,155
Interest on borrowings	(1,900)	-	(1,900)
Interest in associates			
- Share of results, net of tax	5,694	807	6,501
Interest in joint ventures			
- Share of results, net of tax (Note)	5,991	-	5,991
Profit from operations before taxation	<u>10,857</u>	<u>1,890</u>	<u>12,747</u>
Taxation			(1,459)
Profit net of taxation			<u>11,288</u>
Attributable to:			
Owners of the Company			11,224
Non-controlling interests			64
			<u>11,288</u>

Note:

Share of joint ventures' results, net of tax

	\$'000
Segment revenue	<u>19,118</u>
Segment results	10,972
Fair value loss on investment properties	(2,418)
Interest on borrowings	(504)
Profit from operations before taxation	<u>8,050</u>
Taxation	(2,059)
Profit net of taxation	<u>5,991</u>

Segmental Results for 3rd Quarter ended 31 December (Cont'd)

Business segment

2017 (restated)

	Property \$'000	Retail \$'000	Group \$'000
Segment revenue			
- Sale of goods and net commission from concessionaires	-	37,669	37,669
- Rental income	1,660	-	1,660
	<u>1,660</u>	<u>37,669</u>	<u>39,329</u>
Segment results	2,365	807	3,172
Interest on borrowings	(517)	-	(517)
Interest in associates			
- Share of results, net of tax	141,230	1,462	142,692
- Dilution loss	(2,054)	-	(2,054)
	<u>139,176</u>	<u>1,462</u>	<u>140,638</u>
Interest in joint ventures			
- Share of results, net of tax (Note)	5,422	-	5,422
Profit from operations before taxation	<u>146,446</u>	<u>2,269</u>	<u>148,715</u>
Taxation			(1,590)
Profit net of taxation			<u>147,125</u>
Attributable to:			
Owners of the Company			147,026
Non-controlling interests			99
			<u>147,125</u>

Note:

Share of joint ventures' results, net of tax

	\$'000
Segment revenue	<u>16,779</u>
Segment results	8,419
Fair value loss on investment properties	(941)
Profit from operations before taxation	<u>7,478</u>
Taxation	(2,056)
Profit net of taxation	<u>5,422</u>

Geographical Segments

	Asean \$'000	People's Republic of China \$'000	Group \$'000
Segment revenue			
2018	<u>53,692</u>	<u>1,745</u>	<u>55,437</u>
2017	<u>37,669</u>	<u>1,660</u>	<u>39,329</u>

Segmental Results - Property Division

Revenue from the property division for 3QFY2019 increased to \$16.2 million from 3QFY2018's \$1.7 million mainly due to revenue recognition of \$14.4 million from the sale of property rights of the residential development properties in Bekasi, Jakarta. Revenue from GIE Tower remains comparable.

Segment results of the property division, excluding associates and joint ventures, reported a gain of \$1.1 million in 3QFY2019 against a gain of \$2.4 million in 3QFY2018.

Share of results of associates declined because in the previous 3QFY2018, our associate, Top Spring, reported a divestment gain on a very substantial disposal of property projects (see note under 1(a)(iii) on page 4).

The average occupancy of the Group's four investment properties held by a subsidiary and joint ventures as at 31 December 2018 was 97.8%.

The portfolio summary of the Group's Investment Properties as at 31 December 2018 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	36	94.2%
<u><i>Owned by Joint Ventures</i></u>				
Metro City, Shanghai	60%	36 year term from 1993	182	99.1%
Metro Tower, Shanghai	60%	50 year term from 1993	31	97.7%
5 Chancery Lane, London	50%	Freehold	1	100.0%

Segmental Results - Retail Division

Revenue from the Singapore operations of the retail division for 3QFY2019 increased to \$39.3 million from 3QFY2018's \$37.7 million. Consequently, results improved marginally by \$0.3 million.

The retail division's associate company in Indonesia reported strong competition. Overall profitability declined by \$0.7 million.

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 \$621.4 million as at 30 September 2018 to \$745.8 million as at 31 December 2018 mainly due to a shareholder loan of \$130.5 million extended to a wholly-owned subsidiary of our associate, Top Spring International Holdings Limited. There was also a loan of \$17.0 million extended to an associate, Jovial Paradise Limited. These were partially offset by the repayment of a shareholder loan of \$9.5 million from an associate, South Bright Investment Limited and currency translation adjustments of foreign associates.

Joint ventures (Non-current assets) and Amounts due from joint ventures (Current assets) increased marginally from \$389.3 million as at 30 September 2018 to \$393.2 million as at 31 December 2018.

Development properties (Current assets) increased to \$115.1 million as at 31 December 2018 from \$74.3 million as at 30 September 2018. This relates to the residential development properties in Jakarta, Indonesia, held for sales.

Accounts and other payables (Current liabilities) increased to \$67.8 million as at 31 December 2018 from \$48.9 million as at 30 September 2018 mainly due to payables for cost of property rights sold.

Borrowings (Non-current liabilities) relates to the 3 years \$150 million notes at 4% per annum issued on 25 October 2018 by the Company pursuant to its \$1 billion Multicurrency Debt Issuance Programme.

Consequently, Cash and cash equivalents decreased marginally from \$202.7 million as at 30 September 2018 to \$200.8 million as at 31 December 2018 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 has 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

Rental income of the GIE Tower investment property, as well as those held by our joint ventures, Metro City and Metro Tower, Shanghai, and 5 Chancery Lane, London, is expected to remain steady.

Sales of the residential project, The Crest at Prince Charles Crescent in Singapore, will be subject to the impact of cooling measures announced on 5 July 2018 in the Singapore property market.

Leasing activities for the office buildings in Bay Valley, New Jiangwan City, Yangpu District, Shanghai, are underway.

The Group's joint venture in Shanghai Plaza, has commenced the asset enhancement works whilst leasing activities are also underway.

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 (cont'd)

The Middlewood Locks development will provide 2,215 new homes and 750,000 square feet of commercial space including offices, hotel, shops, restaurants, a convenience store and gym. Phase 1, comprising 571 apartment units of the whole development, has been completed and is being handed over in stages. Sales and marketing activities of the units are in progress. The Group has entered into an agreement in September 2018 to sell 277 units in Phase 1 and all 546 apartment units of Phase 2 to a single buyer, Get Living, a UK private-rented sector venture. Construction work on Phase 2 is ongoing.

Construction work and presales of the residential projects in Bekasi and Bintaro, Jakarta, Indonesia, which commenced in late 2017 and March 2018 respectively, are ongoing.

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, due to volatility in foreign currency exchange rates, as a major portion of its net assets which mainly represent investment properties and projects situated in the People's Republic of China, are denominated in the Chinese Renminbi. Some of the Group's net assets are also denominated in British pounds and Indonesian rupiah.

The retail division continues to operate amidst difficult trading conditions.

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

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

None

- (b) (i) Amount per share (cents) – None

(ii) Previous corresponding period (cents) – None

- (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.

Not applicable

- (d) The date the dividend is payable.

Not applicable

- (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.

Not applicable

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

No interim dividend has been declared for the quarter ended 31 December 2018. The Company usually declares dividend at financial year end.

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. Negative confirmation pursuant to Rule 705(5)

The Board of Directors confirms that to the best of their knowledge, nothing has come to their attention which may render the third quarter financial results to be false or misleading in any material aspect.

15. 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.

BY ORDER OF THE BOARD

Tan Ching Chek and Eve Chan Bee Leng

Joint Company Secretaries

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NEWS RELEASE

METRO HOLDINGS REGISTERS 3QFY2019 PROFIT AFTER TAX OF S\$11.3 MILLION

*An improvement of S\$18.3 million after excluding a one-off gain of S\$154.1 million
recognised in the comparative period*

- ***Revenue boosted mainly from the sale recognition of S\$14.4 million from the residential development in Bekasi, Jakarta***
- ***Maintains strong balance sheet with Net Assets at S\$1.5 billion***
- ***Makes good progress across its various projects:***
 - ***Phase 1 of Middlewood Locks comprising 571 apartment units has been completed and units are being handed over progressively. 277 apartment units in Phase 1 and all 546 apartment units in Phase 2 are being sold to Get Living, a UK private rented sector venture. Sales and marketing of the remaining apartment units under Phase 1 are also on track. Meanwhile the development of Phase 2 is underway to transform the area to one of the most desirable neighbourhoods in Manchester, the UK***
 - ***Construction and presales of both residential development projects in Bekasi and Bintaro in Jakarta are on track***

Singapore, 13 February 2019 – 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 in the region, registered revenue growth to S\$55.4 million for the third quarter ended 31 December 2018 (“**3QFY2019**”), an improvement by S\$16.1 million compared to the same corresponding period a year ago (“**3QFY2018**”).

The Group's profit after tax ("**PAT**") of S\$11.3 million in 3QFY2019 fell from S\$147.1 million in the same corresponding period a year ago, mainly due to the absence of a share of one-off gain of S\$154.1 million from a very substantial disposal of eight property projects by Top Spring, a Hong Kong-listed associate, in 3QFY2018. Excluding the one-off gain, the PAT for 3QFY2019 improved by S\$18.3 million, as compared to a net loss after tax of S\$7.0 million in 3QFY2018.

Group Chief Executive Officer, Lawrence Chiang Kok Sung (郑国彬), said, "We are encouraged by the smooth progress of our overseas projects, with intensified marketing efforts for our residential developments in Indonesia and mixed-use developments in the UK. In Shanghai, China, leasing for our three office buildings in Bay Valley is underway, whilst the asset enhancement works for centrally-located Shanghai Plaza has commenced. The recent co-investments with InfraRed NF China Real Estate Fund III L.P. in real estate debt instruments in June 2018 and January 2019 will provide new recurring income streams.

Mr Chiang added, "We are well positioned in China, the UK and Indonesia and will continue to make prudent and strategic investment decisions to capture opportunities in these familiar markets and beyond."

Review of Financial Performance

Property Division

The Property Division's revenue increased by S\$14.5 million to S\$16.2 million in 3QFY2019, up from S\$1.7 million in 3QFY2018 mainly with the revenue recognition of S\$14.4 million from the sale of property rights of the residential units in the development in Bekasi, Jakarta.

Average occupancy rate for Metro's four investment properties – GIE Tower in Guangzhou; Metro City and Metro Tower in Shanghai, China; and the freehold and fully-leased office property at 5 Chancery Lane in Central London, the UK – stood at 97.8% as at 31 December 2018.

Property segment results, excluding associates and joint ventures, reported a decrease of S\$1.3 million to S\$1.1 million in 3QFY2019 as compared to S\$2.4 million in 3QFY2018 mainly due to unrealised fair value loss of S\$3.3 million from long term and short term investments, partially offset by higher contribution of S\$2.2 million from sale of property rights of the residential units in the development in Bekasi, Jakarta.

Share of results of associates recorded a gain of S\$5.7 million in 3QFY2019 as compared to S\$141.2 million in 3QFY2018, mainly due to absence of a share of divestment gain of S\$154.1 million from a very substantial disposal of eight property projects by Top Spring recorded in 3QFY2018.

Share of results of joint ventures improved marginally to S\$6.0 million from S\$5.4 million over the same period, lifted by higher contributions from the ongoing joint venture projects.

Retail Division

Metro retail revenue advanced 4.2% to S\$39.3 million in 3QFY2019 from S\$37.7 million in 3QFY2018, mainly due to higher sales from Singapore driven by the year-end festive season. Despite the competitive trading environment, results improved marginally in line with the higher sales as the Group continues to focus on cost discipline.

The retail division's associate company in Indonesia faced pressure from strong competition resulting in a marginal decline in profitability by S\$0.7 million.

Strong Balance Sheet

Metro's balance sheet remained strong with net assets of S\$1.5 billion as of 31 December 2018.

Outlook

Looking ahead, the Group's Property Division in China is expected to continue to receive recurring rental income from its GIE Tower in Guangzhou as well as from Metro City and Metro Tower in Shanghai. Meanwhile, leasing activities are underway for the Group's office buildings in Bay Valley, New Jiangwan City, Yangpu District in Shanghai. The Group's joint venture in Shanghai Plaza has commenced the asset enhancement works whilst leasing activities are also underway.

In the UK, Phase 1 construction work for the 571 apartment units of the Middlewood Locks development project has been completed in October 2018 and the apartment units sold are being handed over in stages. Phase 2 will consist of four separate buildings of up to 10 floors providing 546 apartments as well as ground-level parking and landscape gardens.

The Middlewood Locks development, worth £1 billion, will eventually provide 2,215 new homes and about 750,000 square feet of commercial development space including offices, a hotel, shops, restaurants, a convenience store and gym. At the Insider North West Residential Property Awards 2019, Middlewood Locks received the award for the best Large Apartment Development of the Year (more than 100 units) for being strategically significant on a national and international level.

Mr Chiang said, “This large-scale development, which is a new residential and commercial neighbourhood, will be positioned as “the western gateway to Manchester’s CBD”, and is set to transform the area to one of the most desirable neighbourhoods in Manchester, the UK. Working closely alongside our partners, sales and marketing of remaining apartment units under Phase 1 of Middlewood Locks are on track and the construction of Phase 2 is progressing well. We are also pleased to witness an achievement of a significant milestone of our project by selling over 800 apartment units of which 277 units from Phase 1 and all 546 units from Phase 2 to Get Living, a UK private rented sector venture backed by Delancey Oxford Residential, APG and Qatari Diar. This is also a testament of our commitment and synergies with our JV partners.”

In Indonesia, construction and sales of the residential projects in Bekasi and Bintaro, Jakarta, Indonesia, which commenced in late 2017 and March 2018 respectively, are ongoing.

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.

Today, the Group operates two core business segments – property investment and development, and retail – and is focused on key markets in the region such as China, Indonesia, Singapore and the UK.

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. It has expanded its portfolio to cover a fuller spectrum of properties in China, Indonesia, Singapore and the UK.

Retail

Metro's retail arm serves customers through a chain of three Metro department stores in Singapore, and another 10 department stores in Indonesia. The Metro shopping brand is an established household name in the retail industry, and offers a wide range of quality merchandise over 1.4 million square feet of downtown and suburban retail space in Singapore and Indonesia.

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APPENDIX (A)



The Middlewood Locks, a landmark 24.5-acre mixed development, will eventually provide 2,215 new homes and 750,000 square feet of commercial space including offices, hotel, shops, restaurants, a convenience store and gym