

BOUSTEAD PROJECTS LIMITED
AND ITS SUBSIDIARIES

**SINGAPORE'S LEADING INNOVATOR IN
INDUSTRIAL REAL ESTATE SOLUTIONS**

SGXNET ANNOUNCEMENT
UNAUDITED RESULTS FOR FY2019
ENDED 31 MARCH 2019



Corporate Profile

Established in 1996, Boustead Projects Limited (SGX:AVM) is a leading industrial real estate solutions provider in Singapore, with core engineering expertise in the design-and-build and development of industrial facilities for multinational corporations and local enterprises. To date, we have constructed and developed more than 3,000,000 square metres of industrial real estate regionally in Singapore, China, Malaysia and Vietnam. Our wholly-owned design-and-build subsidiary, Boustead Projects E&C Pte Ltd (“BP E&C”) is approved by Singapore’s Building & Construction Authority (“BCA”) for Grade CW01-A1 and General Builder Class 1 License to execute building construction contracts of unlimited value.

Our in-depth experience in designing and constructing custom-built facilities covers the aerospace, business park and commercial, food, healthcare and pharmaceutical, high-tech manufacturing, info-communications, lifestyle, logistics, oil & gas, precision engineering, research & development, technology and waste management industries. We are also a leader in pioneering advanced eco-sustainable facilities under the BCA’s Green Mark Programme and the US Green Building Council’s Leadership in Energy & Environmental Design (LEED) Program. In Singapore, BP E&C is one of only seven bizSAFE Mentors and also a bizSAFE Star, the highest qualification that can be attained in recognition of a company’s workplace safety and health (“WSH”) management programmes. Our WSH efforts have been further recognised with five prestigious WSH Performance Silver Awards and 11 SHARP Awards to date.

On 30 April 2015, Boustead Projects listed on the SGX Mainboard. We were awarded the Singapore Corporate Governance Award in the Newly Listed Category at the Securities Investors Association (Singapore)’s 18th Investors’ Choice Awards 2017. We are also listed on the MSCI World Micro Cap Index and FTSE ST Fledgling Index.

Boustead Projects is a 53%-owned subsidiary of Boustead Singapore Limited (SGX:F9D), a progressive global infrastructure-related engineering and technology group which is separately listed on the SGX Mainboard.

Visit us at www.bousteadprojects.com.

BOUSTEAD PROJECTS LIMITED
(Company Registration No. 199603900E)

Unaudited Financial Statements and Related Announcement for the Fourth Quarter and Full-Year Ended 31 March 2019

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

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.

	Note	GROUP Fourth quarter ended			GROUP Full-year ended		
		31.3.19 \$'000	31.3.18 (Restated)# \$'000	Inc/(Dcr) %	31.3.19 \$'000	31.3.18 (Restated)# \$'000	Inc/(Dcr) %
Revenue		69,291	46,232	50%	234,223	169,635	38%
Cost of sales		(56,710)	(33,294)	70%	(173,643)	(110,361)	57%
Gross profit		12,581	12,938	-3%	60,580	59,274	2%
Other income	1	1,563	1,372	14%	5,478	3,617	51%
Other (losses)/gains – net	2	(29)	(181)	-84%	6,032	77	NM
Expenses							
- Selling and distribution		(949)	(942)	1%	(4,744)	(4,265)	11%
- Administrative		(6,676)	(6,644)	0%	(26,771)	(24,414)	10%
- Finance		(717)	(507)	41%	(2,283)	(1,949)	17%
Share of (loss)/profit of an associated company and joint ventures #		(1,630)	870	NM	(2,617)	3,112	NM
Profit before income tax	3	4,143	6,906	-40%	35,675	35,452	1%
Income tax credit/(expense)	4	1,577	(1,094)	NM	(5,097)	(6,301)	-19%
Total profit		5,720	5,812	-2%	30,578	29,151	5%
Profit attributable to equity holders of the Company		5,720	5,812	-2%	30,578	29,151	5%

NM – not meaningful

With effect from the financial year ended 31 March 2019, the Group changed its accounting policy for the elimination of unrealised gains and losses on transactions between the Group and its associated company and joint ventures. The change was applied retrospectively and accordingly, the comparative financial statements have been restated, with no impact to total profit. The effects of the change on the Group's financial statements are set out in paragraph 5.

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. (cont'd)

	GROUP			GROUP		
	Fourth quarter ended			Full-year ended		
	31.3.19	31.3.18 (Restated)	Inc/(Dcr) %	31.3.19	31.3.18 (Restated)	Inc/(Dcr) %
	\$'000	\$'000		\$'000	\$'000	
Total profit	5,720	5,812	-2%	30,578	29,151	5%
Other comprehensive income/(loss):						
<u>Items that may be reclassified subsequently to profit or loss</u>						
Cash flow hedges						
- Fair value losses	(17)	-	NM	(17)	-	NM
Currency translation differences arising from consolidation	126	888	-86%	(437)	1,405	NM
<u>Items that will not be reclassified subsequently to profit or loss</u>						
Financial assets, at Fair Value Through Other Comprehensive Income ("FVOCI") – Equity instrument						
- Fair value gain	231	-	NM	231	-	NM
Other comprehensive income/(loss), net of tax	340	888	-62%	(223)	1,405	NM
Total comprehensive income	6,060	6,700	-10%	30,355	30,556	-1%
Total comprehensive income attributable to equity holders of the Company	6,060	6,700	-10%	30,355	30,556	-1%

NM – not meaningful

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. (cont'd)

	GROUP			GROUP		
	Fourth quarter ended			Full-year ended		
	31.3.19	31.3.18 (Restated)	Inc/(Dcr) %	31.3.19	31.3.18 (Restated)	Inc/(Dcr) %
	\$'000	\$'000	%	\$'000	\$'000	%
<u>Note 1: Other income</u>						
Interest income	1,270	1,046	21%	4,317	2,388	81%
Sublease income	293	326	-10%	1,161	1,229	-6%
	1,563	1,372	14%	5,478	3,617	51%
<u>Note 2: Other (losses)/gains – net</u>						
Currency exchange (losses)/gains – net	(29)	(181)	-84%	142	77	84%
Gain on disposal of property	-	-		5,890	-	NM
	(29)	(181)	-84%	6,032	77	NM
<u>Note 3: Profit before income tax is arrived at after charging the following:</u>						
Depreciation expense	(1,622)	(1,674)	-3%	(6,570)	(6,692)	-2%
Employee share-based payment expense	(135)	(816)	-83%	(538)	(1,314)	-59%
<u>Note 4: Income tax expense</u>						
<p>The provision for income tax is made after taking into account non-deductible expenses, non-taxable income and temporary differences, and is based on the statutory income tax rates of the respective countries that the Group operates in.</p> <p>The Group's income tax expense varied from the amount of income tax expense determined by applying the Singapore income tax rate of 17%, mainly due to certain expenses which are not deductible for tax purposes and overseas subsidiaries' profits which are subject to higher income tax rates.</p> <p>The income tax credit for 4Q FY2019 is due to the recognition of deferred tax asset on the unrealised gains and losses on transactions between the Group and its associated company and joint ventures.</p>						

NM – not meaningful

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

	Note	GROUP			COMPANY		
		31.3.19 \$'000	31.3.18 (Restated) \$'000	1.4.17 (Restated) \$'000	31.3.19 \$'000	31.3.18 (Restated) \$'000	1.4.17 (Restated) \$'000
ASSETS							
Current assets							
Cash and cash equivalents		108,328	111,386	113,374	54,947	52,802	100,164
Properties held for sale		26,670	30,730	30,612	-	-	-
Trade receivables		51,039	51,546	61,437	5,886	12,594	40,524
Other receivables and prepayments		38,478	29,984	41,681	142,516	140,053	143,309
Derivative financial assets		13	-	-	-	-	-
Contract assets		69,945	16,872	11,184	420	2,540	5,216
		294,473	240,518	258,288	203,769	207,989	289,213
Non-current assets							
Trade receivables		10,759	4,619	-	-	-	-
Other receivables and prepayments		2,267	2,651	6,064	-	-	-
Investment in an associated company		-	588	-	-	-	-
Investments in joint ventures		40,673	37,148	32,354	59,156	44,240	37,263
Investments in subsidiaries		-	-	-	39,754	40,022	28,282
Intangible assets		121	-	-	-	-	-
Financial assets, at FVOCI		31,426	20,519	20,519	31,426	20,519	20,519
Investment properties		182,118	128,827	134,796	-	-	-
Property, plant and equipment		913	780	812	-	-	506
Deferred income tax assets		3,196	-	-	-	-	-
		271,473	195,132	194,545	130,336	104,781	86,570
Total assets		565,946	435,650	452,833	334,105	312,770	375,783
LIABILITIES							
Current liabilities							
Borrowings	1(b)(ii)	66,519	5,095	18,295	-	-	-
Trade and other payables		100,496	95,353	106,695	70,459	73,000	167,419
Derivative financial liabilities		30	-	-	-	-	-
Income tax payable		10,873	10,632	10,898	2,136	2,468	4,651
Contract liabilities		18,695	7,872	9,458	-	-	-
		196,613	118,952	145,346	72,595	75,468	172,070
Non-current liabilities							
Borrowings	1(b)(ii)	79,757	65,409	70,059	-	-	-
Trade payables		4,572	3,418	4,973	-	-	3,170
Deferred income tax liabilities		3,974	3,770	3,077	-	-	77
		88,303	72,597	78,109	-	-	3,247
Total liabilities		284,916	191,549	223,455	72,595	75,468	175,317
NET ASSETS		281,030	244,101	229,378	261,510	237,302	200,466
EQUITY							
Capital and reserves attributable to equity holders of the Company							
Share capital		15,000	15,000	15,000	15,000	15,000	15,000
Treasury shares		(8,244)	(8,885)	(35)	(8,244)	(8,885)	(35)
Retained profits		264,004	238,066	216,907	242,581	229,818	185,141
Other reserves		10,270	(80)	(2,494)	12,173	1,369	360
Total equity	1(d)(i)	281,030	244,101	229,378	261,510	237,302	200,466

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

Amount repayable within one year or less, or on demand

As at 31.3.19 \$'000		As at 31.3.18 \$'000	
Secured	Unsecured	Secured	Unsecured
63,706	2,813	5,095	-

Amount repayable after one year

As at 31.3.19 \$'000		As at 31.3.18 \$'000	
Secured	Unsecured	Secured	Unsecured
79,757	-	65,409	-

Total borrowings of \$143,463,000 (31.3.18: \$70,504,000) are secured either by banker's guarantee given in favour of the Group, or by properties held for sale and investment properties of the Group.

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

	GROUP		GROUP	
	Fourth quarter ended 31.3.19 \$'000	31.3.18 \$'000	Full-year ended 31.3.19 \$'000	31.3.18 \$'000
Cash flows from operating activities				
Profit before income tax	4,143	6,906	35,675	35,452
Adjustments for:				
Amortisation of intangible asset	1	-	4	-
Depreciation expense	1,622	1,674	6,570	6,692
Share of loss of an associated company and joint ventures	1,630	(870)	2,617	(3,112)
Elimination of share of unrealised construction and project management margins	2,507	1,826	8,248	5,963
Employee share-based compensation expense	135	816	538	1,314
Interest income	(1,270)	(1,046)	(4,317)	(2,388)
Finance expenses	717	507	2,283	1,949
Gain on disposal of a property	-	-	(5,890)	-
Currency exchange losses/(gains) – net	29	181	(142)	(77)
	9,514	9,994	45,586	45,793
Change in working capital:				
- Trade and other receivables	(1,466)	11,938	(2,178)	(1,385)
- Contract assets and liabilities – net	(6,204)	(4,851)	(42,250)	(1,851)
- Trade and other payables	(4,594)	2,807	4,963	(11,863)
- Properties held for sale	(445)	-	(445)	(55)
Cash (used in)/generated from operations	(3,195)	19,888	5,676	30,639
Interest received	1,270	1,046	4,317	2,388
Interest paid	(717)	(507)	(2,283)	(1,949)
Income tax paid	(214)	(870)	(7,849)	(5,874)
Net cash (used in)/provided by operating activities	(2,856)	19,557	(139)	25,204

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 (cont'd)

	GROUP		GROUP	
	Fourth quarter ended 31.3.19 \$'000	31.3.18 \$'000	Full-year ended 31.3.19 \$'000	31.3.18 \$'000
Cash flows from investing activities				
Purchase of property, plant and equipment	(307)	-	(520)	(291)
Government grant received	-	-	92	-
Proceeds from disposal of a property	-	-	10,500	-
Proceeds from disposal of an available-for-sale financial asset	-	-	-	25,895
Loans to joint ventures	(1,107)	(2,625)	(15,190)	(9,390)
Loan to an associated company	(278)	(1,246)	(3,916)	(6,587)
Loan to a related party	-	-	-	(1,897)
Additions to intangible asset	-	-	(125)	-
Additions to investment properties	(1,951)	(377)	(59,578)	(377)
Deposits paid for property, plant and equipment	(4,788)	-	(4,788)	-
Deposits paid for investment	(3,089)	-	(3,089)	-
Dividends received from joint ventures	2,600	-	2,600	115
Net cash (used in)/provided by investing activities	(8,920)	(4,248)	(74,014)	7,468
Cash flows from financing activities				
Repayment of borrowings	(31,274)	(14,517)	(35,540)	(17,850)
Proceeds from borrowings	61,933	-	111,313	-
Purchase of treasury shares	-	(8,865)	-	(9,155)
Dividends paid to equity holders of the Company	-	-	(4,640)	(7,992)
Net cash provided by/(used in) financing activities	30,659	(23,382)	71,133	(34,997)
Net increase/(decrease) in cash and cash equivalents	18,883	(8,073)	(3,020)	(2,325)
Cash and cash equivalents				
Beginning of financial period	89,316	119,166	111,386	113,374
Effects of currency translation on cash and cash equivalents	129	293	(38)	337
End of financial period	108,328	111,386	108,328	111,386

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.

	(-----Other reserves-----)										Total \$'000
	Share capital \$'000	Treasury shares \$'000	Retained profits \$'000	Merger reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Foreign currency translation reserve \$'000	Fair value reserve \$'000	Hedge reserve \$'000	Subtotal \$'000	
GROUP											
Balance at 31 March 2018, as previously reported under SFRS	15,000	(8,885)	239,338	(2,854)	2	1,367	133	-	-	(1,352)	244,101
Impact of adopting SFRS(I) 1	-	-	(1,272)	-	-	-	1,272	-	-	1,272	-
Impact of adopting SFRS(I) 9 on 1 April 2018	-	-	-	-	-	-	-	10,676	-	10,676	10,676
Balance at 1 April 2018 as restated under SFRS (I)	15,000	(8,885)	238,066	(2,854)	2	1,367	1,405	10,676	-	10,596	254,777
Profit for the period	-	-	24,858	-	-	-	-	-	-	-	24,858
Other comprehensive loss for the period	-	-	-	-	-	-	(563)	-	-	(563)	(563)
Total comprehensive income/(loss) for the period	-	-	24,858	-	-	-	(563)	-	-	(563)	24,295
Employee share-based compensation											
- Value of employee services	-	-	-	-	-	403	-	-	-	403	403
- Treasury shares re-issued	-	641	-	-	28	(669)	-	-	-	(641)	-
Dividends	-	-	(4,640)	-	-	-	-	-	-	-	(4,640)
Balance at 31 December 2018	15,000	(8,244)	258,284	(2,854)	30	1,101	842	10,676	-	9,795	274,835
Profit for the period	-	-	5,720	-	-	-	-	-	-	-	5,720
Other comprehensive income/(loss) for the period	-	-	-	-	-	-	126	231	(17)	340	340
Total comprehensive income/(loss) for the period	-	-	5,720	-	-	-	126	231	(17)	340	6,060
Employee share-based compensation											
- Value of employee services	-	-	-	-	-	135	-	-	-	135	135
Balance at 31 March 2019	15,000	(8,244)	264,004	(2,854)	30	1,236	968	10,907	(17)	10,270	281,030

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)								Total \$'000
	Share capital \$'000	Treasury shares \$'000	Retained profits \$'000	Merger reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Foreign currency translation reserve \$'000	Subtotal \$'000	
GROUP									
Balance at 31 March 2017, as previously reported under SFRS	15,000	(35)	218,179	(2,854)	-	360	(1,272)	(3,766)	229,378
Impact of adopting SFRS(l) 1	-	-	(1,272)	-	-	-	1,272	1,272	-
Balance at 1 April 2017 as restated under SFRS (l)	15,000	(35)	216,907	(2,854)	-	360	-	(2,494)	229,378
Profit for the period	-	-	23,339	-	-	-	-	-	23,339
Other comprehensive income for the period	-	-	-	-	-	-	517	517	517
Total comprehensive income for the period	-	-	23,339	-	-	-	517	517	23,856
Purchase of treasury shares	-	(290)	-	-	-	-	-	-	(290)
Employee share-based compensation									
- Value of employee services	-	-	-	-	-	498	-	498	498
- Treasury shares re-issued	-	305	-	-	2	(307)	-	(305)	-
Dividends	-	-	(7,992)	-	-	-	-	-	(7,992)
Balance at 31 December 2017	15,000	(20)	232,254	(2,854)	2	551	517	(1,784)	245,450
Profit for the period	-	-	5,812	-	-	-	-	-	5,812
Other comprehensive income for the period	-	-	-	-	-	-	888	888	888
Total comprehensive income for the period	-	-	5,812	-	-	-	888	888	6,700
Purchase of treasury shares	-	(8,865)	-	-	-	-	-	-	(8,865)
Employee share-based compensation									
- Value of employee services	-	-	-	-	-	816	-	816	816
Balance at 31 March 2018	15,000	(8,885)	238,066	(2,854)	2	1,367	1,405	(80)	244,101

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)							Total \$'000
	Share capital \$'000	Treasury shares \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Fair value reserve \$'000	Subtotal \$'000	Retained profits \$'000	
COMPANY								
Balance at 31 March 2018, as previously reported under SFRS	15,000	(8,885)	2	1,367	-	1,369	229,818	237,302
Impact of adopting SFRS(I) 9 on 1 April 2018	-	-	-	-	10,676	10,676	-	10,676
Balance at 1 April 2018 as restated under SFRS (I)	15,000	(8,885)	2	1,367	10,676	12,045	229,818	247,978
Profit for the period	-	-	-	-	-	-	14,112	14,112
Profit for the period, representing total comprehensive income for the period	-	-	-	-	-	-	14,112	14,112
Employee share-based compensation								
- Value of employee services	-	-	-	403	-	403	-	403
- Treasury shares re-issued	-	641	28	(669)	-	(641)	-	-
Dividends	-	-	-	-	-	-	(4,640)	(4,640)
Balance at 31 December 2018	15,000	(8,244)	30	1,101	10,676	11,807	239,290	257,853
Profit for the period	-	-	-	-	-	-	3,291	3,291
Other comprehensive income for the period	-	-	-	-	231	231	-	231
Total comprehensive income for the period	-	-	-	-	231	231	3,291	3,522
Employee share-based compensation								
- Value of employee services	-	-	-	135	-	135	-	135
Balance at 31 March 2019	15,000	(8,244)	30	1,236	10,907	12,173	242,581	261,510

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)						
	Share capital \$'000	Treasury shares \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Subtotal \$'000	Retained profits \$'000	Total \$'000
COMPANY							
Balance at 1 April 2017	15,000	(35)	-	360	360	185,141	200,466
Profit for the period	-	-	-	-	-	10,610	10,610
Profit for the period, representing total comprehensive income for the period	-	-	-	-	-	10,610	10,610
Purchase of treasury shares	-	(290)	-	-	-	-	(290)
Employee share-based compensation							
- Value of employee services	-	-	-	498	498	-	498
- Treasury shares re-issued	-	305	2	(307)	(305)	-	-
Dividends	-	-	-	-	-	(7,992)	(7,992)
Balance at 31 December 2017	15,000	(20)	2	551	553	187,759	203,292
Profit for the period	-	-	-	-	-	42,059	42,059
Profit for the period, representing total comprehensive income for the period	-	-	-	-	-	42,059	42,059
Purchase of treasury shares	-	(8,865)	-	-	-	-	(8,865)
Employee share-based compensation							
- Value of employee services	-	-	-	816	816	-	816
Balance at 31 March 2018	15,000	(8,885)	2	1,367	1,369	229,818	237,302

1.(d)(ii) Details of any changes in the company’s share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

During the period, there was no change to the issued and paid-up capital of the Company (excluding treasury shares) of 309,706,987 ordinary shares. As at 31 March 2019, there were a total of 10,293,013 (31.3.18: 11,093,855) treasury shares.

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 31.3.19	As at 31.3.18
Total number of issued shares	309,706,987	308,906,145

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

Not applicable.

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

The figures have not been audited or reviewed.

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, the Group has applied the same accounting policies and methods 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.**

Accounting for Elimination of Unrealised Gains and Losses on Transactions Between the Group and its Associated Company and Joint Ventures

With effect from the financial year ended 31 March 2019, the Group changed its accounting policy with respect to the elimination of unrealised gains and losses on transactions between the Group and its associated company and joint ventures. The elimination of unrealised gains and losses are made through a proportionate reduction in “revenue” and “cost of sales” on the income statement, with no impact to total profit. This change provides a straightforward approach to comprehending the Group’s actual share of profit/loss of an associated company and joint ventures, and is also aligned with general industry practice.

This change in accounting policy was applied retrospectively to the financial year ended 31 March 2018 and accordingly, the comparative financial statements were restated. The effects of this change on the Group’s financial statements are as follows:

Income Statement

	GROUP		Net impact of restatement
	Fourth quarter ended		
	31.3.18 (Restated) \$'000	31.3.18 \$'000	
Revenue	46,232	57,640	(11,408)
Cost of sales	(33,294)	(42,876)	(9,582)
Share of gain/(loss) of an associated company and joint ventures	870	(956)	+1,826
Total profit	5,812	5,812	No impact

	GROUP		Net impact of restatement
	Full-year ended		
	31.3.18 (Restated) \$'000	31.3.18 \$'000	
Revenue	169,635	201,342	(31,707)
Cost of sales	(110,361)	(136,105)	(25,744)
Share of gain/(loss) of an associated company and joint ventures	3,112	(2,851)	+5,963
Total profit	29,151	29,151	No impact

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)**

Application of Singapore Financial Standards (International) (“SFRS(I)”)

The Singapore Accounting Standards Council has introduced a new financial reporting framework identical to the International Financial Reporting Standards, referred to as Singapore Financial Reporting Standards (International) (“SFRS(I)”). Singapore incorporated companies listed on the SGX are required to apply the new financial reporting framework for annual periods beginning on or after 1 January 2018.

The Group and Company have adopted and issued the first set of financial information under the SFRS(I) for the period commencing on 1 April 2018. The impact of adopting the following SFRS(I)s which are effective for the financial year beginning 1 April 2018, are as follows:

SFRS(I) 1 – First-time adoption of Singapore Financial Reporting Standards (International)

The Group elected to set the cumulative translation differences for all foreign operations to zero as at the date of transition to SFRS(I) on 1 April 2017.

As a result, other reserves and retained profits as at 1 April 2017 and 31 March 2018 will be increased/reduced by \$1,272,000 respectively.

SFRS(I) 9 – Financial Instruments

The Group and the Company have an investment in an unquoted equity security, previously carried at cost. Under SFRS(I) 9, the Group and the Company are required to measure the unquoted equity security at fair value.

Any difference between the previous carrying amount under FRS 39 and the fair value as at 1 April 2018 has been recognised in the opening fair value reserve. As a result, financial assets, at FVOCI, and other reserves as at 1 April 2018 will be increased by \$10,676,000.

SFRS(I) 15 – Revenue from Contracts with Customers

The Group and Company adopted SFRS(I) 15 and elected to apply the standard retrospectively.

As a result, the Group and the Company have changed the presentation of certain amounts in the balance sheets to reflect the terminology in SFRS(I) 15:

- Gross amounts due from customers for contract work-in-progress under FRS 11 have been reclassified to be presented as part of contract assets.
- Gross amounts due to customers for contract work-in-progress under FRS 11 have been reclassified to be presented as part of contract liabilities.

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.**

	GROUP		GROUP	
	Fourth quarter ended 31.3.19	31.3.18	Full-year ended 31.3.19	31.3.18
Earnings per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares in issue (¢)	1.8	1.8	9.9	9.1
(ii) On a fully diluted basis (¢)	1.8	1.8	9.8	9.1
Weighted average number of ordinary shares in issue:				
Basic	309,706,987	316,242,745	309,543,978	318,898,931
Fully diluted basis	311,495,072	318,808,418	311,495,072	320,000,000

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 current financial period reported on and immediately preceding financial year.**

	GROUP		COMPANY	
	31.3.19	31.3.18	31.3.19	31.3.18
Net asset value per ordinary share based on issued shares (excluding treasury shares) as at the end of the period reported on (\$)	0.907	0.790	0.844	0.768
Number of issued shares (excluding treasury shares) as at the end of the period reported on	309,706,987	308,906,145	309,706,987	308,906,145

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.

Overview

The Boustead Projects Group ("BP Group")'s revenue is largely derived from project-oriented business and as such, quarterly results would not accurately reflect the full-year performance. Full-year to full-year comparisons are more appropriate for analytical purposes.

For 4Q FY2019, total revenue was 50% higher year-on-year at \$69.3 million, due to higher design-and-build revenue. However, total profit was marginally lower year-on-year at \$5.7 million, mainly due to lower gross margins in design-and-build projects and depreciation incurred on ALICE@Mediapolis where leasing income has yet to be stabilised, partially offset by significant income tax credit as a result of recognising deferred tax asset on the unrealised gains and losses on transactions between the Group and its associated company and joint ventures.

For FY2019, total revenue was 38% higher year-on-year at \$234.2 million, due to higher design-and-build revenue. Total profit was 5% higher year-on-year at \$30.6 million, mainly driven by a gain from the sale of 25 Changi North Rise, higher revenue conversion and interest income, and significant income tax credit, partially offset by depreciation incurred on ALICE@Mediapolis as mentioned earlier for 4Q FY2019 and the absence of a one-off gain from the BP Group's share of results from associated company, THAB Development Sdn Bhd ("THAB"), registered in FY2018.

Segment Revenue

Segment	Revenue Fourth quarter ended			Favourable/ (Unfavourable) Change %	Revenue Full-year ended			Favourable/ (Unfavourable) Change %
	31.3.19	31.3.18	(Restated)		31.3.19	31.3.18	(Restated)	
	\$'m	\$'m			\$'m	\$'m		
Design-and-Build	62.0	38.8		+60	205.1	138.8		+48
Real Estate*	7.3	7.4		-1	29.2	30.8		-5
BP Group Total	69.3	46.2		+50	234.2	169.6		+38

Note: Any differences in summation are due to rounding differences.
* Segment previously known as 'Leasing'

4Q FY2019 Segment Revenue

Design-and-build revenue for 4Q FY2019 was 60% higher year-on-year at \$62.0 million. The higher revenue conversion during the quarter was supported by the healthy order book backlog carried forward at the end of FY2018. In particular, there was a sizeable project under a deferred payment arrangement that provided significant revenue.

Real estate revenue for 4Q FY2019 was comparable year-on-year at \$7.3 million.

FY2019 Segment Revenue

Design-and-build revenue for FY2019 was 48% higher year-on-year at \$205.1 million, due to the same reasons mentioned for 4Q FY2019.

Real estate revenue for FY2019 was 5% lower year-on-year at \$29.2 million, mainly impacted by the lease expiry of 85 Tuas South Avenue 1 in January 2018.

Group Profitability

A breakdown of profit before income tax ("PBT") by business segment is provided as follows.

Segment	PBT Fourth quarter ended		Favourable/ (Unfavourable)	PBT Full-year ended		Favourable/ (Unfavourable)
	31.3.19 \$'m	31.3.18 \$'m	Change %	31.3.19 \$'m	31.3.18 \$'m	Change %
Design-and-Build	3.2	3.1	+3	23.4	19.1	+23
Real Estate*	**0.9	3.8	-76	***6.4	16.4	-61
Sale of Building	-	-	-	****5.9	-	NM
BP Group Total	4.1	6.9	-40	35.7	35.5	+1

Note: Any differences in summation are due to rounding differences.
NM – not meaningful
* Segment previously known as 'Leasing'
** Mainly affected by depreciation incurred on ALICE@Mediapolis where leasing income has yet to be stabilised.
*** Mainly affected by lease expiry of 85 Tuas South Avenue 1 and depreciation incurred on ALICE@Mediapolis as mentioned earlier.
**** Gain attributable to sale of 25 Changi North Rise, net of fees.

4Q FY2019 Group Profitability

The BP Group's overall gross profit for 4Q FY2019 decreased 3% year-on-year to \$12.6 million, mainly due to a decline in gross margin from 28% in 4Q FY2018 to 18% in 4Q FY2019. The decrease in gross margin was mainly attributable to lower quantum of cost savings from previously completed projects and tighter gross margins for ongoing projects.

Other income for 4Q FY2019 grew 14% year-on-year to \$1.6 million on the back of higher interest income.

Finance expenses for 4Q FY2019 rose 41% year-on-year to \$0.7 million in line with the increase in borrowings during the period.

Share of loss of an associated company and joint ventures for 4Q FY2019 was \$1.6 million, mainly due to depreciation incurred on the newly completed ALICE@Mediapolis where leasing income has yet to be stabilised.

Total PBT for 4Q FY2019 decreased 40% year-on-year to \$4.1 million, mainly due to reasons mentioned earlier.

Income tax expense for 4Q FY2019 was a credit arising from the recognition of deferred tax asset on the unrealised gains and losses on transactions between the Group and its associated company and joint ventures.

Total profit and profit attributable to equity holders of the Company (“net profit”) for 4Q FY2019 were 2% lower year-on-year at \$5.7 million.

FY2019 Group Profitability

The BP Group’s overall gross profit for FY2019 increased marginally year-on-year to \$60.6 million. Overall gross margin for FY2019 fell to 26% from 35% in FY2018, mainly due to lower quantum of cost savings from previously completed projects and the lease expiry of 85 Tuas South Avenue 1 in January 2018. Although a new lease agreement for 85 Tuas South Avenue 1 has been signed, the property is currently undergoing additions & alterations, with rental revenue commencing in FY2020.

Other income for FY2019 grew 51% year-on-year to \$5.5 million on the back of higher interest income.

Other gains for FY2019 climbed to \$6.0 million with the sale of 25 Changi North Rise.

Total overhead expenses for FY2019 increased 10% year-on-year to \$31.5 million (selling and distribution expenses of \$4.7 million and administrative expenses of \$26.8 million), in line with investments in new capabilities under the BP Group’s regional growth strategies along with higher legal and professional engineering fees, partially offset by lower employee share-based payment expense.

Finance expenses for FY2019 rose 17% year-on-year to \$2.3 million in line with the increase in borrowings during the year.

Share of loss of an associated company and joint ventures for FY2019 was \$2.6 million, mainly driven by the same reasons mentioned for 4Q FY2019, in addition to the absence of a gain from the BP Group’s share of results from an associated company registered in FY2018.

Total PBT for FY2019 increased marginally year-on-year to \$35.7 million, mainly due to reasons mentioned earlier.

Income tax expense for FY2019 was 19% lower year-on-year at \$5.1 million, mainly as a result of recognising deferred tax asset on the unrealised gains and losses on transactions between the Group and its associated company and joint ventures.

Total profit and net profit for FY2019 grew 5% year-on-year to \$30.6 million.

Dividends

In view of the BP Group’s healthy performance for FY2019, the Board has proposed a final ordinary dividend of 1.5 cents and a special dividend of 0.5 cent, totalling 2 cents.

Statement of Cash Flows

4Q FY2019 Cash Flows

During 4Q FY2019, cash and cash equivalents (after taking into account the effects of currency translation) increased by \$19.0 million to \$108.3 million, mainly driven by net cash provided by financing activities, partially offset by net cash used in operating and investing activities.

Net cash used in operating activities amounted to \$2.9 million, with \$9.5 million in operating cash flows before changes in working capital and a \$12.7 million negative change in working capital. This negative net cash used in operating activities arose mainly from payments made to subcontractors and suppliers for a sizeable project in which the client is under a deferred payment arrangement.

Net cash used in investing activities amounted to \$8.9 million, mainly due to deposits paid for property, plant and equipment (“PPE”), deposits paid for an investment and additions to investment properties, partially offset by dividends received from joint ventures.

Net cash provided by financing activities amounted to \$30.7 million, mainly due to net proceeds from borrowings to finance the Braddell Road land purchase and as working capital for the sizeable project under a deferred payment arrangement.

FY2019 Cash Flows

During FY2019, cash and cash equivalents (after taking into account the effects of currency translation) slightly decreased by \$3.1 million to \$108.3 million, mainly driven by net cash used in investing activities, partially offset by net cash provided by financing activities.

Net cash used in investing activities amounted to \$74.0 million, mainly due to the same reasons mentioned for 4Q FY2019, partially offset by the proceeds from the sale of 25 Changi North Rise.

Net cash provided by financing activities amounted to \$71.1 million, mainly due to the same reasons mentioned for 4Q FY2019, partially offset by dividends paid to shareholders.

Balance Sheets

At the end of FY2019, the BP Group's financial position remained healthy with cash and cash equivalents of \$108.3 million and total equity of \$281.0 million.

Under current assets, the BP Group's cash and cash equivalents slightly decreased to \$108.3 million as described earlier under the explanation for Statement of Cash Flows. Properties held for sale declined to \$26.7 million with the sale of 25 Changi North Rise. Trade receivables (both current and non-current) climbed to \$61.8 million due to increased progress billings made to clients as at the end of FY2019. Other receivables and prepayments (both current and non-current) increased to \$40.7 million mainly due to deposits paid for PPE and an investment. Net contract assets exponentially rose to \$51.3 million, mainly as a result of increased work in a sizeable project under a deferred payment arrangement.

Under non-current assets, investments in joint ventures increased to \$40.7 million with the extension of shareholders' loans to joint ventures for the development of industrial properties for lease, partially offset by the elimination of construction and project management profits attributable to projects in which the BP Group has entered into with joint ventures. Financial assets, at FVOCI significantly rose due to the adoption of SFRS(I) 9 as explained earlier in Note 5. Investment properties significantly jumped to \$182.1 million, mainly as a result of the Braddell Road land purchase.

Under liabilities, total borrowings significantly climbed to \$146.3 million, mainly as a result of additional borrowings to finance the Braddell Road land purchase and as working capital for the sizeable project under a deferred payment arrangement. Total trade and other payables increased to \$105.1 million, mainly due to increased progress billings from subcontractors and suppliers arising from the increased volume of projects.

The BP Group's net asset value per share climbed to 90.7 cents at the end of FY2019 from 79.0 cents at the end of FY2018. However, the BP Group moved into a net debt position (cash and cash equivalents less total borrowings) of \$37.9 million at the end of FY2019, mainly as a result of additional borrowings to finance the Braddell Road land purchase and as working capital for the sizeable project under a deferred payment arrangement.

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

None.

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.

As a result of the BP Group's success in winning several milestone projects in FY2019, the BP Group has reinforced its position as one of Singapore's market leaders in the industrial real estate sector, offering integrated capabilities across almost the entire industrial real estate value chain. The BP Group continues to invest substantially in advanced capabilities with Industry 4.0 transformation standards and market-leading methodologies – including integrated digital delivery, 7D building information modelling, virtual design and construction, design for manufacturing and assembly, drone technology, and augmented and virtual reality – initiatives that are visibly advancing the BP Group's real estate partnership credentials with global industry leaders and furthering its competitive edge. Notwithstanding that the BP Group has seen an improvement in construction activities in the industrial real estate sector in Singapore, competition is expected to remain intense with margin pressure.

A record \$633 million worth of contracts were secured in FY2019 (adjusted following the change in accounting policy explained earlier under Note 5), contributing to the BP Group's current order book backlog which stands at a record full-year announcement level of approximately \$660 million (unrecognised project revenue remaining at the end of FY2019 plus the total value of new orders secured since then). These include the sizeable contracts for the JTC Multi-Storey Recycling Facility and Surbana Jurong Campus.

On the real estate front, the BP Group successfully completed the Boustead Development Partnership's ALICE@Mediapolis, with approximately 80% of the property's net leasable area either committed or under advanced negotiations as at the date of this announcement. Rental cash flow from Amcor Flexibles Singapore's integrated production and logistics facility and the new lease for 85 Tuas South Avenue 1 are also expected to commence during FY2020 following the completion of construction and additions and alterations works respectively. During FY2019, the BP Group also successfully secured land for its new Braddell Road smart development in Singapore, with construction to commence in FY2020.

During FY2019, the BP Group also progressed on several of its strategic partnerships to augment its growth, which include:

- Securing the fifth and sixth development projects under its Boustead Development Partnership, which are respectively Amcor Flexibles Singapore's integrated production and logistics facility, and Bombardier Aerospace Singapore Service Centre Phase 2 at Seletar Aerospace Park;
- Establishing the Echo Base joint venture – a real estate fund management and services platform focused on the development, investment and management of smart buildings and integrated developments across the Asia Pacific in selected global gateway cities – with the Razer Southeast Asia HQ as its maiden project and is also expected to facilitate the BP Group's entry into non-industrial asset classes across a wider geographical reach; and
- Entering into a joint venture with Malaysia Airports Holdings Bhd to develop an aerospace and high-tech park at Subang Aerotech Park in Selangor, to be leased to corporations serving the aerospace industry.

The new leasehold developments secured in FY2019 are expected to be completed over the next two years and will significantly boost the cash flow, income, quality and size of the BP Group's leasehold portfolio (both wholly-owned and jointly-owned). Among these assets – ALICE@Mediapolis and the Braddell Road smart development – are also expected to contribute to the future profitability of the BP Group once full leasing and asset stabilisation have been achieved.

Shortly after the close of FY2019, the BP Group also completed its strategic investment in 25% of DSCO Group Holdings Pte Ltd ("DSCO"), a provider of specialised building engineering consulting services in the Asia Pacific. The BP Group expects its investment in DSCO to support its future expansion and complement its range of expertise in high-tech and high-value specialised projects such as data centres.

11. Dividend

(a) Current financial period reported on

Any dividend declared for the current financial period reported on?

Yes.

The Board is proposing a final ordinary dividend of 1.5 cents per share and special dividend of 0.5 cents per share for shareholders' approval.

Name of Dividend	Final (proposed)	Special (proposed)
Dividend Type	Cash	Cash
Dividend Amount (per ordinary share)	1.5 cents	0.5 cents
Tax Rate	Tax exempt (1-tier)	Tax exempt (1-tier)

(b) Corresponding period of the immediately preceding financial year

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

Yes, as detailed in Note 16.

(c) Date payable

16 August 2019

(d) Books closure

Notice is hereby given that the Transfer Books and Register of Members of the Company will be closed from 5.00pm on 2 August 2019 for the purpose of determining shareholders' entitlements to the final and special dividends to be paid on 16 August 2019, subject to and contingent upon shareholders' approval for the proposed dividends being obtained at the forthcoming Annual General Meeting of the Company.

Duly completed transfers received by the Company's Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 up to 5.00pm on 2 August 2019 will be registered before entitlements to the dividend are determined.

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

Not applicable.

PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL-YEAR ANNOUNCEMENT

13. 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.

Segment information is presented in respect of the Group’s business segments which comprise its two core segments, design-and-build and real estate. These are provided to the Group’s chief operating decision maker for the purpose of resource allocation and assessment of segment performance and are reported in accordance with SFRS (I) 8 Operating Segments. The Group operates predominantly in Singapore and has operations in China, Malaysia and Vietnam.

BY BUSINESS SEGMENTS

FY2019					
Primary segments	Design-and-Build \$'000	Real Estate* \$'000	Sale of Building \$'000	Elimination \$'000	Group \$'000
Revenue					
External revenue	205,061	29,162	-	-	234,223
Total revenue	205,061	29,162	-	-	234,223
Result					
Segment result before interest	19,898	7,853	5,890	-	33,641
Interest income	3,799	518	-	-	4,317
Finance expense					(2,283)
Profit before income tax					35,675
Income tax expense					(5,097)
Total profit					30,578
Attributable to:					
Equity holders of the Company					30,578
Non-controlling interests					-
					30,578
FY2018					
Primary segments	Design-and-Build \$'000	Real Estate* \$'000		Elimination \$'000	Group \$'000
Revenue (Restated)					
External revenue	138,794	30,841		-	169,635
Total revenue	138,794	30,841		-	169,635
Result					
Segment result before interest	17,573	17,440		-	35,013
Interest income	1,478	910		-	2,388
Finance expense					(1,949)
Profit before income tax					35,452
Income tax expense					(6,301)
Total profit					29,151
Attributable to:					
Equity holders of the Company					29,151
Non-controlling interests					-
					29,151

* Segment previously known as 'Leasing'

BY GEOGRAPHICAL SEGMENTS

Revenue	Singapore \$'000	Other Countries \$'000	Group \$'000
External sales for the full-year ended			
31.3.19	224,957	9,266	234,223
31.3.18 (Restated)	157,933	11,702	169,635

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

As detailed in Note 8.

15. A breakdown of sales.

	GROUP Full-year ended		
	31.3.19 \$'000	31.3.18 (Restated) \$'000	Inc/(Dcr) %
Sales reported for first half-year	94,216	81,591	15%
Operating profit after income tax for first half-year	18,075	15,326	18%
Sales reported for second half-year	140,007	88,044	59%
Operating profit after income tax reported for second half-year	12,503	13,825	-10%

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

Name of Dividend	Current Financial Year Ended 31.3.19		
	Ordinary	Special	Total
Type of Dividend	Cash	Cash	Cash
Dividend Per Share	1.5 cents	0.5 cents	2.0 cents
Annual Dividend (S\$'000)	4,646	1,549	6,195

Name of Dividend	Previous Financial Year Ended 31.3.18		
	Ordinary	Special	Total
Type of Dividend	Cash	Cash	Cash
Dividend Per Share	1.5 cents	-	1.5 cents
Annual Dividend (S\$'000)	4,634	-	4,634

17. 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 has not obtained a general mandate from shareholders for interested person transactions. The following transactions that the Group entered into would be regarded as interested person transactions pursuant to the Listing Manual of the SGX-ST:-

Name of interested person	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than S\$100,000)	
	Full-year ended 31.3.19 S\$'000	31.3.18 S\$'000
Boustead Singapore Limited (“BSL”) and its subsidiaries (“BSL Group”) Lease of office premises from the BSL Group ⁽¹⁾ (includes shared expenses such as IT, utilities and common area usage)	169	176

(1) This is deemed to have been specifically approved by shareholders upon the distribution of shares by dividend *in specie* following the extraordinary general meeting of Boustead Singapore Limited held on 16 April 2015 and is therefore not subject to Rules 905 and 906 of the Listing Manual to the extent that there are no subsequent changes to the terms of such agreement.

18. 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).

Name	Age	Family relationship with any director and/or chief executive officer and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Wong Yu Wei (Huang Youwei)	42	Son of Mr Wong Fong Fui, Substantial Shareholder	Deputy Chairman & Executive Director The position of Deputy Chairman was first held with effect from 25 March 2015.	No change

19. Confirmation of Undertakings from Directors and Executive Officers

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

On behalf of the Board of Directors

John Lim Kok Min
Chairman

Wong Yu Wei
Deputy Chairman & Executive Director

BY ORDER OF THE BOARD

Tay Chee Wah
Company Secretary
23 May 2019