

# ARION ENTERTAINMENT SINGAPORE LIMITED

## Full Year Financial Statement And Dividend Announcement

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

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

	Note	Group		% Increase/ (Decrease)
		(Unaudited) 31/03/2019	(Audited) 31/03/2018	
		S\$'000		
<b>Continuing operations</b>				
<b>Revenue</b>				
Advertisement		157	162	(3.1)
Circulation		835	859	(2.8)
Exhibition and events		4	-	100.0
		<u>996</u>	<u>1,021</u>	(2.5)
<b>Other income, net</b>	(i)	11	305	(96.4)
<b>Direct costs:</b>				
Printing and editorial costs		(507)	(558)	(9.1)
Employee compensation		(899)	(912)	(1.4)
Amortisation, depreciation and impairment		(5)	(5)	-
Operating lease expenses		(37)	(58)	(36.2)
Professional fees		(414)	(213)	94.4
Other expenses		(433)	(461)	(6.1)
Total expenses		<u>(2,295)</u>	<u>(2,207)</u>	4.0
<b>Loss before income tax</b>		<b>(1,288)</b>	<b>(881)</b>	46.2
Income tax expense		(26)	(2)	> 100.0
<b>Total loss</b>		<b><u>(1,314)</u></b>	<b><u>(883)</u></b>	48.8
<b>Other comprehensive (loss)/ income</b>				
Items that may be reclassified subsequently to profit or loss				
Currency translation differences arising from consolidation				
- Gains/ (losses)		17	(72)	NM
Total comprehensive loss for the year		<u>(1,297)</u>	<u>(955)</u>	35.8
<b>(Loss)/ income attributable to:</b>				
- Equity holders of the company		<b>(1,314)</b>	<b>(890)</b>	47.6
- Non-controlling interests		<u>-</u>	<u>7</u>	(100.0)
<b>Total comprehensive (loss)/ income attributable to:</b>				
- Equity holders of the company		<b>(1,297)</b>	<b>(962)</b>	34.8
- Non-controlling interests		<u>-</u>	<u>7</u>	(100.0)

NM – Not meaningful

Note	Group		% Increase/ (Decrease)
	(Unaudited) 31/03/2019	(Audited) 31/03/2018	

**Notes to income statement:**

**(i) Included in other income are:**

Publishing related income	8	7	14.3
Gain on disposal of property, plant & equipment	3	-	100.0
Write off of trade creditors (a)	-	90	(100.0)
Gain on disposal of subsidiary corporations, net (b)	-	118	(100.0)
Foreign exchange gains (c)	-	89	(100.0)
Others	-	1	(100.0)
	<u>11</u>	<u>305</u>	(96.4)

(a) This relates to creditors that have been outstanding for more than six years and are statute barred.

(b) In the financial year ended 31 March 2018 ("FY 2018"), the Company deconsolidated two China subsidiaries that have been dormant for more than six years.

(c) This relates to the revaluation of inter-company balances due to the appreciation of Malaysian Ringgit in FY 2018.

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

	Group		Company	
	31/03/2019 (Unaudited)	31/03/2018 (Audited) (Restated)	31/03/2019 (Unaudited)	31/03/2018 (Audited)
	S\$'000	S\$'000	S\$'000	S\$'000
<b>Current assets</b>				
Cash and cash equivalents	3,160	2,547	2,636	2,281
Trade and other receivables	178	250	-	1
Other current assets	57	40	51	33
	3,395	2,837	2,687	2,315
<b>Non-current assets</b>				
Investment in subsidiary corporations	-	-	-	-
Property, plant and equipment	16	9	-	4
Intangible assets	-	-	-	-
	16	9	-	4
<b>TOTAL ASSETS</b>	<b>3,411</b>	<b>2,846</b>	<b>2,687</b>	<b>2,319</b>
<b>Current liabilities</b>				
Trade and other payables	481	494	291	333
Due to subsidiaries (non-trade)	-	-	-	3,447
	481	494	291	3,780
<b>TOTAL LIABILITIES</b>	<b>481</b>	<b>494</b>	<b>291</b>	<b>3,780</b>
<b>NET ASSETS/ (LIABILITIES)</b>	<b>2,930</b>	<b>2,352</b>	<b>2,396</b>	<b>(1,461)</b>
<b>EQUITY</b>				
<b>Capital and reserves attributable to equity holders of the Company</b>				
Share capital	144,676	142,601	144,676	142,601
Share options reserve	259	259	259	259
Accumulated losses	(141,950)	(141,186)	(142,539)	(144,321)
Currency translation reserve	(55)	(72)	-	-
	2,930	1,602	2,396	(1,461)
Non-controlling interests	-	750	-	-
<b>TOTAL EQUITY</b>	<b>2,930</b>	<b>2,352</b>	<b>2,396</b>	<b>(1,461)</b>

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

**Amount repayable in one year or less, or on demand**

As at 31/03/2019		As at 31/03/2018	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
-	-	-	-

**Amount repayable after one year**

As at 31/03/2019		As at 31/03/2018	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
-	-	-	-

**Details of any collateral**

Not applicable.

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

	For the 12 months ended	
	31/03/2019 (Unaudited) S\$'000	31/03/2018 (Audited) S\$'000
<b>Cash flows from operating activities</b>		
Total loss	(1,314)	(883)
Adjustments for:		
Amortization and depreciation	5	5
Gain on disposal of property, plant and equipment	(3)	-
Gain on disposal of subsidiary corporations	-	(118)
Employee share options expense	-	38
Income tax expense	26	2
<b>Operating cashflow before working capital changes</b>	<b>(1,286)</b>	<b>(956)</b>
Inventories	-	2
Trade and other receivables	55	(16)
Trade and other payables	(13)	(262)
Cash used in operations	(1,244)	(1,232)
Income tax paid	(26)	(2)
<b>Net cash used in operating activities</b>	<b>(1,270)</b>	<b>(1,234)</b>
<b>Cash flows from investing activities</b>		
Proceeds from sale of property, plant and equipment	5	-
Additions to property, plant and equipment	(14)	(10)
Acquisition of equity interests in subsidiary from non-controlling shareholders	(200)	-
<b>Net cash used in investing activities</b>	<b>(209)</b>	<b>(10)</b>
<b>Cash flows from financing activity</b>		
Proceeds from issue of new shares	2,075	-
<b>Net cash provided by financing activity</b>	<b>2,075</b>	<b>-</b>
Net increase/ (decrease) in cash and cash equivalents	596	(1,244)
Cash and cash equivalents at beginning of financial year	2,547	3,863
Effects of currency translation on cash and cash equivalents	17	(72)
<b>Cash and cash equivalents at end of financial year</b>	<b>3,160</b>	<b>2,547</b>

**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.**

	Attributable to equity holders of the Company				Total S\$'000	Non- controlling Interests S\$'000	Total S\$'000
	Share Capital S\$'000	Currency translation reserve S\$'000	Share options reserve S\$'000	Accumulated Losses S\$'000			
<b>The Group</b>							
<b>2019</b>							
Balance as at 01/04/2018	142,601	2,707	259	(143,965)	1,602	750	2,352
Effect of adopting SFRS(I)	-	(2,779)	-	2,779	-	-	-
Balance at 01/04/2018 – restated	142,601	(72)	259	(141,186)	1,602	750	2,352
Acquisition of equity interests from non-controlling shareholders	-	-	-	550	550	(750)	(200)
Issuance of shares	2,075	-	-	-	2,075	-	2,075
Total comprehensive loss for the year	-	17	-	(1,314)	(1,297)	-	(1,297)
<b>Balance as at 31/03/2019</b>	<b>144,676</b>	<b>(55)</b>	<b>259</b>	<b>(141,950)</b>	<b>2,930</b>	<b>-</b>	<b>2,930</b>
<b>2018</b>							
Balance as at 01/04/2017	142,601	2,779	221	(143,075)	2,526	743	3,269
Effect of adopting SFRS(I)	-	(2,779)	-	2,779	-	-	-
Balance at 01/04/2017 – restated	142,601	-	221	(140,296)	2,526	743	3,269
Total comprehensive loss for the year	-	(72)	-	(890)	(962)	7	(955)
Employee share option scheme: - Value of employee services	-	-	38	-	38	-	38
<b>Balance as at 31/03/2018</b>	<b>142,601</b>	<b>(72)</b>	<b>259</b>	<b>(141,186)</b>	<b>1,602</b>	<b>750</b>	<b>2,352</b>
<b>The Company</b>							
<b>2019</b>							
Balance as at 01/04/2018	142,601	-	259	(144,321)	(1,461)	-	(1,461)
Issuance of shares	2,075	-	-	-	2,075	-	2,075
Total comprehensive loss for the year	-	-	-	1,782	1,782	-	1,782
<b>Balance as at 31/03/2019</b>	<b>144,676</b>	<b>-</b>	<b>259</b>	<b>(142,539)</b>	<b>2,396</b>	<b>-</b>	<b>2,396</b>
<b>2018</b>							
Balance as at 01/04/2017	142,601	-	221	(143,151)	(329)	-	(329)
Total comprehensive loss for the year	-	-	-	(1,170)	(1,170)	-	(1,170)
Employee share option scheme: - Value of employee services	-	-	38	-	38	-	38
<b>Balance as at 31/03/2018</b>	<b>142,601</b>	<b>-</b>	<b>259</b>	<b>(144,321)</b>	<b>(1,461)</b>	<b>-</b>	<b>(1,461)</b>

**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.**

	Number of Shares	Share Capital S\$'000
As at 30/09/18 <sup>(1)</sup>	363,552,518	142,601
Issue of shares pursuant to rights issue <sup>(2)</sup>	<u>259,388,024</u>	<u>2,075</u>
As at 31/03/19	<u>622,940,542</u>	<u>144,676</u>
<b>Treasury shares or subsidiary holdings</b>		
As at 31/03/18 and 31/03/19	<u>-</u>	<u>-</u>

Notes:

- (1) On 10 August 2018, the Company completed a shares consolidation of every ten existing ordinary shares in the capital of the Company into one ordinary share (the "**Shares Consolidation**"). Pursuant to the Shares Consolidation, the outstanding warrants from Warrant 2015 issue and options granted pursuant to the ESOS (as defined herein) were adjusted to 136,845,123 warrants and 7,000,000 options respectively.
- (2) Pursuant to the rights issue, 259,388,024 shares were allotted and issued by the Company on 26 December 2018. Additionally, 16,541,460 warrants and 846,154 options were issued pursuant to the rights issue adjustment.

Pursuant to the Warrants 2015 Issue, there are 153,386,583 and 1,368,451,292 outstanding warrants which are exercisable into 153,386,583 and 1,368,451,292 new ordinary shares of the Company as at 31 March 2019 and 31 March 2018 respectively.

During the financial year ended 31 March 2019 ("FY 2019") and FY 2018, no options were granted pursuant to Arion Entertainment Singapore Limited Employees' Share Option Scheme 2014 ("**ESOS**").

As at 31 March 2019 and 31 March 2018, 7,846,154 and 70,000,000 options are exercisable into 7,846,154 and 70,000,000 new ordinary shares of the Company respectively after 24 months from the date of grant, being 13 July 2015.

**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.**

The issued shares excluding treasury shares as at 31 March 2019 and 31 March 2018 is 622,940,542 and 3,635,525,365 shares respectively. The Company did not have any treasury shares as at 31 March 2019 and 31 March 2018.

**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.**

Not applicable. The Company does not have any treasury shares during and as at the end of the current financial period reported on.

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

Not applicable. The Company does not have any subsidiary holdings during and as at the end of the current financial period reported on.

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

The figures are unaudited and are not reviewed by the auditors.

**3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of 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 paragraph 5 below, the Group has applied the same accounting policies and methods of computations in the financial statements for the current financial year compared with those for 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.**

The Group had adopted a new financial reporting framework, Singapore Financial Reporting Standards (International) ("SFRS(I)"), which are effective for the financial periods beginning on or after 1 January 2018. The adoption of SFRS(I) have no significant financial impact on the Group's financial statements except as described below:-

The Group elected the optional exemption in SFRS(I) to reset its cumulative currency translation reserves for all foreign operation to zero at the date of transition and reclassify the cumulative currency translation reserves of S\$2.78 million as at 1 April 2017 to accumulated losses.

**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.**

	31/03/2019	31/03/2018
Loss per share (LPS) based on Group's profit after taxation and non-controlling interests		
- on weighted average number of shares (Singapore cents)	(0.09)	(0.02)
- on a fully diluted basis (Singapore cents)	(0.09)	(0.02)

Notes:

(1) The weighted average number of ordinary shares outstanding is 1,540,672,808 and 3,635,525,365 for FY 2019 and FY 2018 respectively.

Assuming that the shares consolidation was completed on 1 April 2017:

(a) the weighed average number of shares outstanding for FY 2018 would be 363,552,518 and the LPS would be 0.24 cents; and

(b) the weighted average number of shares outstanding for FY 2019 would be 450,015,193 and the LPS would be 0.29 cents.

(2) The basic and diluted LPS for FY2019 and FY2018 were the same as the 153,386,583 outstanding warrants as at 31 March 2019 (31 March 2018: 1,368,451,292 warrants) and the 7,846,154 options as at 31 March 2019 (31 March 2018: 70,000,000 options) were anti-dilutive.

**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.**

	Group		Company	
	31/03/2019	31/03/2018	31/03/2019	31/03/2018
Net asset value based on total number of issued shares as at the respective period (Singapore cents)	0.47	0.04	0.38	(0.04)
Issued number of shares ('000)	622,941	3,635,525	622,941	3,635,525



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.**

#### Revenue

Revenue from Malaysian publishing operations for the year ended 31 March 2019 decreased marginally to S\$1.0 million as compared to S\$1.02 million in the previous corresponding period.

#### Other income

Other income decreased to S\$11,000 as compared to S\$0.31 million in FY 2018 due mainly to the write-off of trade creditors, the gain on disposal of subsidiary corporations and foreign exchange gains in FY 2018 (please refer to note (i) to the income statement in page 2 for details).

#### Direct Costs

Printing and editorial costs decreased by 9.1% to S\$0.51 million as compared to S\$0.56 million in FY 2018 mainly due to lower costs of production for the publications.

Operating lease expenses decreased by 36.2% to S\$37,000 as compared to S\$58,000 in FY 2018 due to a new lease at a lower monthly rental taken up by the Company in December 2017.

Professional fees increased by 94.4% to S\$0.41 million as compared to S\$0.21 million in FY 2018 largely due to the professional fees incurred relating to the Company's Shares Consolidation exercise and rights issue undertaken by the Company in FY 2019 amounting to S\$40,000 and S\$0.15 million respectively.

Other operating expenses decreased by 6.1% to S\$0.43 million as compared to S\$0.46 million in FY 2018 mainly due to the decrease in directors' fees in FY 2019.

#### Loss attributable to shareholders

Loss attributable to shareholders for FY 2019 was S\$1.31 million as compared to a loss of S\$0.89 million in FY 2018.

The higher loss was largely due to an increase in professional fees and the decrease in other income in FY 2019.

#### Balance sheet

The decrease in trade and other receivables is due to better collection during the financial year.

The increase in property, plant and equipment is largely due to the purchase of computers by our Malaysian subsidiary in FY 2019.

Cash and cash equivalents increased by S\$0.61 million mainly due to proceeds raised from rights issue in FY 2019 which is offset by utilisation of cash for operating activities. Please refer to the section "Cash-flow" below for explanation on the cash flow.

#### Cash-flow

Cash and cash equivalents as at 31 March 2019 was S\$3.16 million as compared to S\$2.55 million as at 31 March 2018.

Cash used in operating activities was S\$1.27 million in FY 2019. The net operating cash outflow was mainly due to operating loss before working capital changes of S\$1.29 million, which was adjusted for working capital inflow of S\$42,000 that is mainly attributable to collection from trade receivables during the period.

Cash used in investing activities was S\$0.21 million due to the acquisition of the 21.8% stake in Auston Technology Group Pte Ltd ("ATG") on August 2018 after which ATG became a wholly-owned subsidiary corporation of the Company.

Cash provided by financing activity was S\$2.08 million due to the rights issue which was completed in December 2018.

The Group had a positive working capital of S\$2.91 million as at FY 2019 as compared to S\$2.34 million as at FY 2018.

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

Not applicable. No forecast or prospect statement has been previously disclosed to shareholders.

**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 previously announced, the Company is actively seeking new business activities, including but not limited to acquisitions that may result in a reverse takeover transaction.

As for the expansion of the publishing operations in the region, the Company has been actively seeking for a suitable business partner who is familiar with the industry.

We will update shareholders when there is material development in relation to the above.

**11. Dividend**

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

Any dividend declared for the current financial period reported on?

None.

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

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

None.

**(c) Date payable**

Not applicable.

**(d) Books closure date**

Not applicable.

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

No dividend has been recommended for the financial year ended 31 March 2019 as the Group is loss making .

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 Group has not obtained a general mandate from shareholders for IPTs. There were no IPTs of S\$100,000 and above for the financial year ended 31 March 2019.

14. Confirmation that the issuer has procured undertakings from all its directors and executive officers under Rule 720(1)

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

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

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

By business segments

	Continuing operations		Total S\$'000
	Malaysia Publishing, exhibition & events S\$'000	Singapore HQ costs & Investments S\$'000	
<b><u>For year ended 31 March 2019</u></b>			
Sales to external parties	996	-	996
Segment result	121	(1,420)	(1,299)
Other income, net	7	4	11
Profit/ (loss) before income tax	128	(1,416)	(1,288)
Income tax	-	(26)	(26)
<b>Net profit/ (loss)</b>	<b>128</b>	<b>(1,442)</b>	<b>(1,314)</b>
<b>Net loss includes</b>			
- Depreciation & amortisation	3	2	5
<b>Segment assets</b>	<b>708</b>	<b>2,703</b>	<b>3,411</b>
Segment assets includes:			
Additions to property, plant and equipment	12	2	14
<b>Segment liabilities</b>	<b>164</b>	<b>317</b>	<b>481</b>

	Continuing operations		Total S\$'000
	Malaysia Publishing, exhibition & events S\$'000	Singapore HQ costs & Investments S\$'000	
<b>For year ended 31 March 2018</b>			
Sales to external parties	1,021	-	1,021
Segment result	100	(1,286)	(1,186)
Other income, net	96	209	305
Profit/ (loss) before income tax	196	(1,077)	(881)
Income tax	-	(2)	(2)
<b>Net profit/ (loss)</b>	<b>196</b>	<b>(1,079)</b>	<b>(883)</b>
<b>Net loss includes</b>			
- Depreciation & amortisation	4	1	5
<b>Segment assets</b>	<b>527</b>	<b>2,319</b>	<b>2,846</b>
Segment assets includes:			
Additions to property, plant and equipment	4	6	10
<b>Segment liabilities</b>	<b>127</b>	<b>367</b>	<b>494</b>

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

Please refer to section 8 above.

**17. A breakdown of sales**

	<b>31 Mar 2019 S\$'000</b>	<b>31 Mar 2018 S\$'000</b>	<b>% Increase/ (Decrease)</b>
(a) Revenue reported for first half year	498	479	4.0
(b) Operating profit/ (loss) after tax before deducting non-controlling interests reported for first half year	125	(461)	NM
(c) Revenue reported for second half year	498	542	(8.1)
(d) Operating loss after tax before deducting non-controlling interests reported for second half year	(1,439)	(422)	> 100.0

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

Not applicable. No dividend has been declared or recommended for FY2019 and FY2018.

**19. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10).**

Not applicable. There is no person occupying a managerial position in the Company and/or its subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company and/or its subsidiaries as at 31 March 2019 pursuant to Rule 704(10) of the Catalist Rules.

## 20. Use of Net Proceeds

The following relates to the net proceeds of S\$2.55 million raised from the placement of 1.2 billion shares in December 2016:

Purpose	Net proceeds utilised from 2 Nov 2018* till the date of announcement (S\$'000)	Net proceeds utilised as at the date of announcement (S\$'000)	Balance unutilised (S\$'000)
Working capital			
- Wages and staff related costs	290	688	
- Creditors	261	1,065	
- FY 2018 directors' fees	184	184	
- Acquisition of 21.8% stake in ATG	-	200	
<b>Total</b>	<b>635</b>	<b>2,137</b>	<b>413</b>

The following relates to the net proceeds of S\$1.88 million raised from the rights issue that was completed in December 2018:

Purpose	Net proceeds utilised as at the date of announcement (S\$'000)	Balance unutilised (S\$'000)
<b>Working capital</b>	<b>-</b>	<b>1,877</b>

\* The date on which the Company released the half year results for half year ended 30 September 2018.

## BY ORDER OF THE BOARD

**Ng Kai Man**  
Executive Director  
Singapore, 21 May 2019

*This release may contain forward-looking statements that involve risks and uncertainties. Actual future performance, and results may differ materially from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, exchange rate movement, cost of capital and capital availability, competition from other companies, shifts in customer demands, customers and partners, changes in operating expenses, including employee wages, benefits and training, governmental and public policy changes. You are cautioned not to place undue reliance on these forward-looking statements, which are based on current view of management on future events.*

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalyst.*

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*The contact person for the Sponsor is Ms Keng Yeng Pheng, Director, Continuing Sponsorship (Mailing address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).*