

**UNAUDITED FINANCIAL STATEMENT FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2017**

**PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2, Q3 & Q4), HALF-YEAR AND FULL YEAR RESULTS**

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

**UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2017**

	The Group					
	S\$'000		%	S\$'000		%
	Quarter ended			Period ended		
	30.09.2017	30.09.2016	Increase/ (Decrease)	30.09.2017	30.09.2016	Increase/ (Decrease)
<b>Continuing operations</b>						
Revenue	33,141	24,939	32.9	59,018	42,578	38.6
Cost of sales	(18,332)	(14,617)	25.4	(33,760)	(25,526)	32.3
Gross profit	14,809	10,322	43.5	25,258	17,052	48.1
Other income, net	7,577	16,295	(53.5)	16,515	28,035	(41.1)
Expenses						
- Administrative	(13,488)	(12,423)	8.6	(25,761)	(24,439)	5.4
- Finance	(338)	(3,935)	(91.4)	(2,229)	(6,159)	(63.8)
Share of losses of joint ventures	(365)	(1,051)	(65.3)	(750)	(1,546)	(51.5)
Share of losses of associated companies	(494)	(884)	(44.1)	(520)	(1,502)	(65.4)
Profit before income tax	7,701	8,324	(7.5)	12,513	11,441	9.4
Income tax expense	(368)	(96)	283.3	(544)	(683)	(20.4)
<b>Profit from continuing operations</b>	<b>7,333</b>	<b>8,228</b>	<b>(10.9)</b>	<b>11,969</b>	<b>10,758</b>	<b>11.3</b>
<b>Discontinued operations<sup>(1)</sup></b>						
Net loss from discontinued operations	(693)	(595)	16.5	(1,493)	(1,138)	31.2
<b>Total profit</b>	<b>6,640</b>	<b>7,633</b>	<b>(13.0)</b>	<b>10,476</b>	<b>9,620</b>	<b>8.9</b>
<b>Other comprehensive (loss)/income:</b>						
Items that may be reclassified subsequently to profit or loss:						
- Currency translation losses arising from consolidation	(9,886)	(14,808)	(33.2)	(11,665)	(9,106)	28.1
- Fair value change of available-for-sale financial assets	280	-	NM	286	-	NM
Other comprehensive loss, net of tax	(9,606)	(14,808)	(35.1)	(11,379)	(9,106)	25.0
Total comprehensive (loss)/income for the financial period	(2,966)	(7,175)	(58.7)	(903)	514	NM
<b>Net profit/(loss) attributable to:</b>						
Equity holders of the Company	3,679	8,513	(56.8)	6,433	10,093	(36.3)
Non-controlling interests	2,961	(880)	NM	4,043	(473)	NM
	<b>6,640</b>	<b>7,633</b>	<b>(13.0)</b>	<b>10,476</b>	<b>9,620</b>	<b>8.9</b>

**Profit/(loss) attributable to equity holders of the Company relates to:**

Profit from continuing operations  
Loss from discontinued operations

**Total comprehensive (loss)/income attributable to:**

Equity holders of the Company  
Non-controlling interests

The Group						
S\$'000		%	S\$'000		%	
Quarter ended		Increase/ (Decrease)	Period ended		Increase/ (Decrease)	
30.09.2017	30.09.2016		30.09.2017	30.09.2016		
4,310	8,717	(50.6)	7,632	10,642	(28.3)	
(631)	(204)	209.3	(1,199)	(549)	118.4	
3,679	8,513	(56.8)	6,433	10,093	(36.3)	
(5,102)	(4,929)	3.5	(1,991)	1,696	NM	
2,136	(2,246)	NM	1,088	(1,182)	NM	
(2,966)	(7,175)	(58.7)	(903)	514	NM	

NM - Not meaningful

- (1) Following the Group's restructuring of its tourism business in 2Q2018, MM Myanmar Pte Ltd and its subsidiaries ("MM Group") holds the Group's existing tourism assets namely Balloons over Bagan business, Bagan Land business and Pun Hlaing Lodge business. Accordingly, the Company had classified the assets and liabilities of these businesses as Disposal Group Classified As Held-For-Sale as at 30 September 2017 and included the results of these businesses as discontinued operations for all periods presented. In addition, MM Group also acquired two businesses, namely DMC business (which is in the businesses of tourism and destination management) and TLH business (which is in the business of operating a hotel/lodge). In view that these two businesses were acquired for subsequent sale, the Group had accounted for the cost of investment in these two businesses as Assets Held-For-Sale as at 30 September 2017. The results of these two additional businesses were not included in the Group's results for all periods presented.

**1(a)(ii) The following items (with appropriate breakdowns and explanations), if significant, must either be included in the income statement or in the notes to the income statement for the current financial period reported on and the corresponding period of the immediately preceding financial year:**

**Continuing operations:**

**Expenses/(Income)**

Amortisation of intangible assets  
Depreciation of property, plant and equipment  
Employee share option expense  
Employee share award expense  
Fair value gain on financial assets at fair value through profit or loss  
Fair value gains on investment properties  
Interest expenses on borrowings  
Interest income  
Currency translation (gains)/losses on borrowings, net  
Currency translation losses/(gains), net

The Group						
S\$'000		%	S\$'000		%	
Quarter ended		Increase/ (Decrease)	Period ended		Increase/ (Decrease)	
30.09.2017	30.09.2016		30.09.2017	30.09.2016		
345	345	-	690	690	-	
2,852	1,870	52.5	5,079	3,612	40.6	
115	166	(30.7)	239	599	(60.1)	
524	267	96.3	872	355	145.6	
-	(14,667)	NM	-	(24,923)	NM	
(5,669)	-	NM	(13,088)	-	NM	
3,890	2,030	91.6	7,195	3,708	94.0	
(654)	(885)	(26.1)	(1,609)	(1,590)	1.2	
(3,552)	1,905	NM	(4,965)	2,450	NM	
612	(1,584)	NM	413	(2,213)	NM	

**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.**

	The Group (S\$'000)		The Company (S\$'000)	
	30.09.2017	31.03.2017	30.09.2017	31.03.2017
<b>ASSETS</b>				
<b>Current assets</b>				
Cash and bank balances	66,977	34,825	8,965	12,466
Trade and other receivables	46,285	58,685	4,785	3,696
Inventories	31,770	33,159	-	-
Development properties	337,254	262,789	-	-
Other assets	27,513	24,690	3,624	3,852
Financial assets at fair value through profit or loss	48,470	49,843	-	-
Land development rights	7,916	7,832	-	-
	566,185	471,823	17,374	20,014
Assets held-for-sale	14,754	-	-	-
Assets of disposal group classified as held-for-sale	34,319	-	-	-
	615,258	471,823	17,374	20,014
<b>Non-current assets</b>				
Trade and other receivables	12,322	79,995	-	-
Other assets	837	688	-	-
Available-for-sale financial assets	6,183	6,084	-	-
Investments in joint ventures	11,847	11,854	-	-
Investments in associated companies	27,660	29,267	-	-
Investments in subsidiary corporations	-	-	717,418	685,890
Investment properties	254,407	219,314	-	-
Prepayments	7,088	6,865	-	-
Property, plant and equipment	63,622	50,970	115	218
Intangible assets	27,309	28,743	-	-
Land development rights	211,371	211,432	-	-
	622,646	645,212	717,533	686,108
<b>Total assets</b>	1,237,904	1,117,035	734,907	706,122
<b>LIABILITIES</b>				
<b>Current liabilities</b>				
Trade and other payables	140,090	147,699	8,041	7,853
Current income tax liabilities	5,887	5,039	78	156
Borrowings	82,650	40,841	69,966	31,263
Deferred income tax liabilities	815	1,077	-	-
	229,442	194,656	78,085	39,272
Liabilities of disposal group classified as held-for-sale	3,607	-	-	-
	233,049	194,656	78,085	39,272
<b>Non-current liabilities</b>				
Trade and other payables	18,618	-	-	-
Borrowings	114,417	125,085	91,325	109,013
Shareholders' loans from non-controlling interests	48,349	54,498	-	-
	181,384	179,583	91,325	109,013
<b>Total liabilities</b>	414,433	374,239	169,410	148,285
<b>NET ASSETS</b>	823,471	742,796	565,497	557,837

**EQUITY**

**Capital and reserves attributable to equity holders of the Company**

Share capital  
 Share option reserve  
 Share award reserve  
 Currency translation reserve  
 Fair value reserve  
 Retained profits/(accumulated losses)

Non-controlling interests

**Total equity**

	The Group (S\$'000)		The Company (S\$'000)	
	30.09.2017	31.03.2017	30.09.2017	31.03.2017
Share capital	591,940	591,504	591,940	591,504
Share option reserve	4,505	4,266	4,505	4,266
Share award reserve	1,428	992	1,428	992
Currency translation reserve	(59,894)	(51,184)	-	-
Fair value reserve	(442)	(728)	-	-
Retained profits/(accumulated losses)	121,184	119,328	(32,376)	(38,925)
	658,721	664,178	565,497	557,837
Non-controlling interests	164,750	78,618	-	-
<b>Total equity</b>	<b>823,471</b>	<b>742,796</b>	<b>565,497</b>	<b>557,837</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 30.09.2017		As at 31.03.2017	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
25,390	57,260	9,579	31,262

### Amount repayable after one year

As at 30.09.2017		As at 31.03.2017	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
114,417	-	125,085	-

Total borrowings increased from S\$165.93 million as at 31 March 2017 to S\$197.07 million as at 30 September 2017. Included in total borrowings as at 30 September 2017 were:-

- (a) a loan of S\$73.39 million (or US\$54.00 million) owing by the Company to the Asian Development Bank ("ADB"). US\$16.00 million of the loan is secured by shares in the Company's wholly-owned subsidiary corporation, YSH Finance Ltd (which holds the Group's 12.5% interest in edotco Investments Singapore Pte Ltd ("edotco Investments")) and an assignment of the put in relation to edotco Investments (the "edotco Investments Assignment"), US\$13.00 million is secured by the assignment and/or mortgage of the Group's interests in Yoma Fleet Limited ("Yoma Fleet") and KOSPA Limited and US\$25.00 million is secured by the assignment and/or mortgage of the Group's interest in Star City International School Company Limited;
- (b) a loan of S\$32.61 million (or US\$24.00 million) owing by the Company which is also secured by the edotco Investments Assignment;
- (c) a loan of S\$14.94 million (or US\$11.00 million) owing by Xun Xiang (Dalian) Enterprise Co Ltd ("Xun Xiang") which is secured by its investment property (i.e. retail mall in Dalian, China);
- (d) a loan of S\$9.36 million (or Kyats9.30 billion) is secured by an investment property and certain land development rights in Myanmar; and
- (e) A loan of S\$9.51 million (or US\$7.00 million) owing by Yoma Fleet to the International Finance Corporation ("IFC"). This loan is secured by the assignment and/or mortgage of the Group's interests in Yoma Fleet.

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

	The Group (S\$'000)			
	Quarter ended		Period ended	
	30.09.2017	30.09.2016	30.09.2017	30.09.2016
<b>Cash flows from operating activities:</b>				
Total profit	6,640	7,633	10,476	9,620
Adjustments for:				
Income tax expense	368	75	544	640
Depreciation of property, plant and equipment	2,904	2,010	5,293	3,886
Amortisation of intangible assets	373	431	804	862
Write-off of property, plant and equipment	10	1	22	1
Fair value gains on investment properties	(5,669)	-	(13,088)	-
Loss/(Gain) on disposal of property, plant and equipment	18	21	(74)	(64)
Interest income	(656)	(886)	(1,612)	(1,592)
Interest expenses on borrowings	3,890	2,030	7,195	3,708
Employee share option expenses	115	166	239	599
Employee share award expenses	524	267	872	355
Share of losses of joint ventures	365	1,051	750	1,546
Share of losses of associated companies	494	884	520	1,502
Unrealised currency translation gains	(3,995)	(11,169)	(6,963)	(7,206)
Operating cash flows before changes in working capital	5,381	2,514	4,978	13,857
Changes in working capital:				
Trade and other receivables	16,686	1,321	5,650	(2,896)
Inventories and properties under development	(38,400)	9,207	(43,407)	6,202
Land development rights	31	(14)	(22)	(1,312)
Trade and other payables	41,640	21,859	34,386	32,168
Financial assets at fair value through profit or loss	970	(14,667)	1,373	(24,923)
Cash generated from operations	26,308	20,220	2,958	23,096
Interest received	106	326	262	600
Income tax paid	(213)	(1,213)	(999)	(1,223)
<b>Net cash provided by operating activities</b>	<b>26,201</b>	<b>19,333</b>	<b>2,221</b>	<b>22,473</b>
<b>Cash flows from investing activities:</b>				
Additions to investment properties	(8,613)	(5,837)	(16,330)	(7,652)
Additions to property, plant and equipment	(7,310)	(9,820)	(13,506)	(13,156)
Additions to available-for-sale financial assets	-	-	-	(1,356)
Additions to investments in future projects	(982)	(977)	(3,583)	(1,690)
Additions to development properties intended for investing activities	(12,955)	(17,701)	(23,542)	(23,141)
Capital contributions from non-controlling interests	49,951	-	63,938	-
Investments in joint ventures	(809)	(192)	(978)	(3,463)
Proceeds from disposal of property, plant and equipment	993	156	1,327	348
Proceeds from dilution of interest in available-for-sale financial assets	-	-	-	339
<b>Net cash provided by/(used in) investing activities</b>	<b>20,275</b>	<b>(34,371)</b>	<b>7,326</b>	<b>(49,771)</b>

**Cash flows from financing activities:**

	Quarter ended		Period ended	
	30.09.2017	30.09.2016	30.09.2017	30.09.2016
Interest paid	(2,209)	(771)	(6,076)	(2,686)
Proceeds from issuance of shares pursuant to exercise of share options	-	419	-	699
Dividends paid	(4,346)	(4,342)	(4,346)	(4,342)
Shareholders' loans from non-controlling interests	-	151	-	151
Shareholders' loans to associated company	-	-	(1,087)	-
Proceeds from borrowings	12,156	43,295	43,754	70,299
Repayment of borrowings	(7,060)	(2,087)	(7,838)	(12,738)
Loan to a non-related party	-	(5,442)	-	(8,636)
Interest received	-	297	-	574
Acquisition of non-controlling interests	-	(1,118)	-	(1,118)
Decrease/(Increase) in bank deposits restricted for use	5,190	(1,258)	5,251	(2,372)
<b>Net cash provided by financing activities</b>	<b>3,731</b>	<b>29,144</b>	<b>29,658</b>	<b>39,831</b>
<b>Net increase in cash and cash equivalents</b>	<b>50,207</b>	<b>14,106</b>	<b>39,205</b>	<b>12,533</b>
<b>Cash and cash equivalents</b>				
Beginning of financial period	13,591	11,986	25,056	13,439
Effect of currency translation on cash and cash equivalents	(195)	(199)	(658)	(79)
End of financial period	63,603	25,893	63,603	25,893

The Group (S\$'000)				
	Quarter ended		Period ended	
	30.09.2017	30.09.2016	30.09.2017	30.09.2016
Interest paid	(2,209)	(771)	(6,076)	(2,686)
Proceeds from issuance of shares pursuant to exercise of share options	-	419	-	699
Dividends paid	(4,346)	(4,342)	(4,346)	(4,342)
Shareholders' loans from non-controlling interests	-	151	-	151
Shareholders' loans to associated company	-	-	(1,087)	-
Proceeds from borrowings	12,156	43,295	43,754	70,299
Repayment of borrowings	(7,060)	(2,087)	(7,838)	(12,738)
Loan to a non-related party	-	(5,442)	-	(8,636)
Interest received	-	297	-	574
Acquisition of non-controlling interests	-	(1,118)	-	(1,118)
Decrease/(Increase) in bank deposits restricted for use	5,190	(1,258)	5,251	(2,372)
<b>Net cash provided by financing activities</b>	<b>3,731</b>	<b>29,144</b>	<b>29,658</b>	<b>39,831</b>
<b>Net increase in cash and cash equivalents</b>	<b>50,207</b>	<b>14,106</b>	<b>39,205</b>	<b>12,533</b>
<b>Cash and cash equivalents</b>				
Beginning of financial period	13,591	11,986	25,056	13,439
Effect of currency translation on cash and cash equivalents	(195)	(199)	(658)	(79)
End of financial period	63,603	25,893	63,603	25,893

For the purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise the following:-

The Group (S\$'000)				
	Quarter ended		Period ended	
	30.09.2017	30.09.2016	30.09.2017	30.09.2016
Cash and bank balances (as below)	67,918	28,284	67,918	28,284
Less: Bank deposits restricted for use	(4,315)	(2,391)	(4,315)	(2,391)
Cash and cash equivalents per consolidated statement of cash flows	63,603	25,893	63,603	25,893

The Group (S\$'000)				
	Quarter ended		Period ended	
	30.09.2017	30.09.2016	30.09.2017	30.09.2016
Cash and bank balances (as below)	67,918	28,284	67,918	28,284
Less: Bank deposits restricted for use	(4,315)	(2,391)	(4,315)	(2,391)
Cash and cash equivalents per consolidated statement of cash flows	63,603	25,893	63,603	25,893

Analysed as:

- Continued operations
- Discontinued operations

The Group (S\$'000)				
	Quarter ended		Period ended	
	30.09.2017	30.09.2016	30.09.2017	30.09.2016
Continued operations	66,977	28,284	66,977	28,284
Discontinued operations	941	-	941	-
	67,918	28,284	67,918	28,284

**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 capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.**

S\$'000									
The Group	Attributable to equity holders of the Company								Total
	Share Capital	Share Option Reserve	Share Award Reserve	Currency Translation Reserve	Fair Value Reserve	Retained Profits	Total	Non-controlling Interests	
At 1 April 2017	591,504	4,266	992	(51,184)	(728)	119,328	664,178	78,618	742,796
Issuance of share pursuant to exercise of share award	436	-	(436)	-	-	-	-	-	-
Employee share option scheme	-	239	-	-	-	-	239	-	239
Employee share award scheme	-	-	872	-	-	-	872	-	872
Additional capital contributions from non-controlling interests	-	-	-	-	-	-	-	63,938	63,938
Dividends paid	-	-	-	-	-	(4,346)	(4,346)	-	(4,346)
Dividends declared to non-controlling interests	-	-	-	-	-	-	-	(4,877)	(4,877)
Effect of changes in shareholdings in subsidiary corporations without a change in control	-	-	-	-	-	(231)	(231)	231	-
Increase in share capital of subsidiary corporations	-	-	-	-	-	-	-	25,752	25,752
Total comprehensive (loss)/income	-	-	-	(8,710)	286	6,433	(1,991)	1,088	(903)
At 30 September 2017	591,940	4,505	1,428	(59,894)	(442)	121,184	658,721	164,750	823,471
At 1 April 2016	590,013	4,025	-	(27,968)	652	102,698	669,420	66,985	736,405
Issue of new shares under YSH ESOS 2012	1,300	(600)	-	-	-	-	700	-	700
Employee share option scheme	-	599	-	-	-	-	599	-	599
Employee share award scheme	-	-	355	-	-	-	355	-	355
Dividends paid	-	-	-	-	-	(4,342)	(4,342)	-	(4,342)
Effect of changes in shareholdings in subsidiary corporations without a change in control	-	-	-	-	-	(14,899)	(14,899)	(1,334)	(16,233)
Total comprehensive (loss)/income	-	-	-	(8,397)	-	10,093	1,696	(1,182)	514
At 30 September 2016	591,313	4,024	355	(36,365)	652	93,550	653,529	64,469	717,998



**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 capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.**

S\$'000					
The Company	Share Capital	Share Option Reserve	Share Award Reserve	Accumulated Losses	Total
At 1 April 2017	591,504	4,266	992	(38,925)	557,837
Issuance of shares pursuant to exercise of share award	436	-	(436)	-	-
Employee share option scheme	-	239	-	-	239
Employee share award scheme	-	-	872	-	872
Dividends paid	-	-	-	(4,346)	(4,346)
Total comprehensive income	-	-	-	10,895	10,895
At 30 September 2017	591,940	4,505	1,428	(32,376)	565,497
At 1 April 2016	590,013	4,025	-	(12,695)	581,343
Issue of new shares under YSH ESOS 2012	1,300	(600)	-	-	700
Employee share option expense	-	599	-	-	599
Employee share award expense	-	-	355	-	355
Dividends paid	-	-	-	(4,342)	(4,342)
Total comprehensive loss	-	-	-	(10,945)	(10,945)
At 30 September 2016	591,313	4,024	355	(27,982)	567,710

**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.**

The Company did not allot and issue any new ordinary shares pursuant to the Employees Shares Option Scheme (YSH ESOS 2012) during the six-month period ended 30 September 2017. As at 30 September 2017, the outstanding share options granted under the YSH ESOS 2012 were for a total of 16.79 million (30 September 2016: 17.16 million) ordinary shares.

During the six-month period ended 30 September 2017, the Company allotted and issued 886,959 new ordinary shares pursuant to the granted awards under the Yoma PSP. As at 30 September 2017, the total number of ordinary shares awarded under the Yoma Performance Share Plan ("Yoma PSP") was 11.09 million (30 September 2016: 7.26 million).

As a result, the total number of issued shares of the Company increased from 1,737,688,360 as at 31 March 2017 to 1,738,575,319 as at 30 September 2017 and the share capital increased from S\$591.50 million to S\$591.94 million.

**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.**

Total number of issued shares as at 30 September 2017 – 1,738,575,319

Total number of issued shares as at 31 March 2017 – 1,737,688,360

The Company had no treasury shares as at 30 September 2017 and 31 March 2017.

**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.**

Nil

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

The figures have not been audited nor reviewed by the Company's independent auditor.

**3. Where the figures have been audited or reviewed, the auditor's report (including any qualifications or emphasis of a matter).**

NA.

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

Save as disclosed in paragraph 5 below, the Group has consistently applied the same accounting policies and methods of computation in the financial statements for the current reporting period as compared to its audited financial statements for the financial year ended 31 March 2017.

**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 the current financial period, the Group and the Company adopted the new/revised Financial Reporting Standards ("FRS") and Interpretations of FRS ("INT FRS") that are effective for annual periods beginning on or after 1 January 2017:

- Amendments to FRS 7 - Disclosure Initiative
- Amendments to FRS 12 - Recognition of Deferred Tax Assets for Unrealised Losses
- Amendments to FRS 112 - Disclosure of Interests in Other Entities

The adoption of the above FRSs did not result in any substantial change to the Group and the Company's accounting policies nor any material impact on the financial statements of the Group.

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

	The Group					
	Quarter ended 30.09.2017			Quarter ended 30.09.2016		
	Continuing	Discontinued	Total	Continuing	Discontinued	Total
<b>(a) Basic earnings per ordinary share</b>						
Net profit/(loss) attributable to equity holders of the Company (S\$'000)	4,310	(631)	3,679	8,717	(204)	8,513
Weighted average number of ordinary shares outstanding ('000)	1,738,575	1,738,575	1,738,575	1,736,690	1,736,690	1,736,690
Basic earnings/(loss) per ordinary share (cents)	0.25	(0.04)	0.21	0.50	(0.01)	0.49

	The Group					
	Quarter ended 30.09.2017			Quarter ended 30.09.2016		
	Continuing	Discontinued	Total	Continuing	Discontinued	Total
<b>(b) Diluted earnings per ordinary share</b>						
Net profit/(loss) attributable to equity holders of the Company (S\$'000)	4,310	(631)	3,679	8,717	(204)	8,513
Weighted average number of ordinary shares outstanding ('000)	1,754,730	1,754,730	1,754,730	1,749,532	1,749,532	1,749,532
Basic earnings/(loss) per ordinary share (cents)	0.25	(0.04)	0.21	0.50	(0.01)	0.49

	The Group					
	Period ended 30.09.2017			Period ended 30.09.2016		
	Continuing	Discontinued	Total	Continuing	Discontinued	Total
<b>(a) Basic earnings per ordinary share</b>						
Net profit/(loss) attributable to equity holders of the Company (S\$'000)	7,632	(1,199)	6,433	10,642	(549)	10,093
Weighted average number of ordinary shares outstanding ('000)	1,738,132	1,738,132	1,738,132	1,735,920	1,735,920	1,735,920
Basic earnings/(loss) per ordinary share (cents)	0.44	(0.07)	0.37	0.61	(0.03)	0.58

	The Group					
	Period ended 30.09.2017			Period ended 30.09.2016		
	Continuing	Discontinued	Total	Continuing	Discontinued	Total
<b>(b) Diluted earnings per ordinary share</b>						
Net profit/(loss) attributable to equity holders of the Company (S\$'000)	7,632	(1,199)	6,433	10,642	(549)	10,093
Weighted average number of ordinary shares outstanding ('000)	1,755,372	1,755,372	1,755,372	1,748,351	1,748,351	1,748,351
Basic earnings/(loss) per ordinary share (cents)	0.44	(0.07)	0.37	0.61	(0.03)	0.58

As at 30 September 2017, there were share options for a total of 16.79 million (30 September 2016: 17.16 million) ordinary shares under the YSH ESOS 2012 and performance share awards of 11.09 million (30 September 2016: 7.26 million) under the Yoma PSP that were outstanding. The weighted average number of shares in issue for the purpose of calculating diluted earnings per share had been adjusted as if all dilutive share options were exercised and all performance share awards were issued as at 30 September 2017 and 30 September 2016 respectively.

**7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued share excluding treasury shares of the issuer at the end of the:**

- (a) current financial period reported on; and**
- (b) immediately preceding financial year.**

	The Group		The Company	
	30.09.2017	31.03.2017	30.09.2017	31.03.2017
Net asset value per share (cents)	37.89	38.22	32.53	32.10

The net asset value per share attributable to equity holders of the Company was calculated based on the number of ordinary shares in issue being 1,738,575,319 as at 30 September 2017 and 1,737,688,360 as at 31 March 2017.

**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.**

**INCOME STATEMENT**

**Continuing operations**

The Group's total revenue for the current reporting quarter ended 30 September 2017 ("2Q2018") increased by 32.9% to S\$33.14 million as compared to S\$24.94 million in the previous corresponding quarter ended 30 September 2016 ("2Q2017"). Below is the breakdown of revenue:-

	2Q2018		2Q2017	
	S\$'million	As a percentage of total revenue	S\$'million	As a percentage of total revenue
Sale of residences and LDRs	9.83	29.7%	9.89	39.7%
Real estate rental and services	5.40	16.3%	5.35	21.5%
Automotive & heavy equipment	14.63	44.1%	6.97	27.9%
Consumer	3.28	9.9%	2.73	10.9%
<b>Total</b>	<b>33.14</b>	<b>100.0%</b>	<b>24.94</b>	<b>100.0%</b>

Revenue generated from the sale of residences and land development rights ("LDRs") in 2Q2018 was S\$9.83 million as compared to S\$9.89 million in 2Q2017. In 2Q2018, the revenue from this segment comprised primarily of revenue earned from the share of profits of sales of residences in StarCity Zone C and the additional share of profits in StarCity Zone B following its completion.

In 2Q2018, the Group entered into an agreement to buyback StarCity Zone C from a third party investor, who had purchased the LDRs relating to Zone C in the quarter ended 30 September 2015. Under the buyback arrangement, the Group took over the development properties at the investor's original cost and is entitled to the revenue and profits in relation to the sales of the residential units made prior to the date of the buyback. Going forward, the Group will recognise the revenue of the sold units progressively in accordance with the Group's accounting policy.

Real estate rental and services revenue in 2Q2018 was S\$5.40 million as compared to S\$5.35 million in 2Q2017. In 2Q2018, the Group started to recognise leasing revenue from the two Dulwich International Schools in its investment properties portfolio.

Revenue from the Group's automotive & heavy equipment segment increased by 109.9% to S\$14.63 million in 2Q2018 as compared to S\$6.97 million in 2Q2017. Revenue in this segment was mainly contributed by Convenience Prosperity Company Limited ("Convenience Prosperity") which is in the trading business of New Holland tractors and JCB construction equipment. In 2Q2018, Convenience Prosperity continued to sell and deliver the 600-tractor order secured under the Ministry of Agriculture and Irrigation's nationwide mechanisation programme and recorded revenue of S\$12.54 million in 2Q2018 as compared to S\$5.27 million in 2Q2017. Yoma Fleet which is in the vehicle leasing and rental business contributed S\$1.71 million of revenue in 2Q2018 as compared to S\$1.36 million in 2Q2017 mainly due to the increase in the number of vehicles leased-out.

The Group also recorded higher revenue of S\$3.28 million from its KFC stores in 2Q2018 as compared to S\$2.73 million in 2Q2017. The increase was due to a higher number of stores in 2Q2018. The Group opened its 16th KFC store on 30 September 2017.

Gross profit margin improved from 41.4% in 2Q2017 to 44.7% in 2Q2018. This improvement was mainly due to the higher margin achieved in the revenue generated from the share of profits in StarCity Zone C and Zone B.

Other income decreased 53.5% to S\$7.58 million in 2Q2018 as compared to S\$16.30 million in 2Q2017. The decrease was mainly due to the absence of the fair value gain on financial assets at fair value through profit or loss of S\$14.67 million which was recognised in 2Q2017. The other income in 2Q2018 was mainly made up of fair value gains on investment properties. In 2Q2018, the Group completed the construction of (i) The Campus (previously known as Yoma Office Park in the results announcement for the quarter ended 30 June 2017), (ii) Dulwich International School in Pun Hlaing Estate and (iii) Phase 1 of Dulwich International School in StarCity. Accordingly, these investment properties were revalued at completion and an additional fair value gain of S\$5.67 million was recognised in 2Q2018.

Included in finance expenses, net were the following items:-

	The Group	
	S\$'000	
	Quarter ended	
	30.09.2017	30.09.2016
Interest expenses on borrowings <sup>(a)</sup>	3,890	2,030
Currency translation (gains)/losses on borrowings, net <sup>(b)</sup>	(3,552)	1,905
	338	3,935

(a) Interest expenses on borrowings increased by S\$1.86 million in 2Q2018 due to the increase in total borrowings as well as the rising interest rate environment. Total borrowings as at 30 September 2017 was S\$197.07 million as compared to S\$145.22 million as at 30 September 2016.

- (b) Currency translation gains on borrowings recognised in 2Q2018 was a result of the weakening of USD, in which the majority of the borrowings are denominated, against the functional currencies (i.e. Chinese Yuan and SGD) of the borrowing entities. For example, USD as at 30 September 2017 weakened by approximately 2.0% against SGD as compared to 30 June 2017.

The Group recorded a share of losses of joint ventures of S\$0.37 million in 2Q2018 as compared to S\$1.05 million in 2Q2017. The lower amount of the share of losses in 2Q2018 was mainly due to the absence of the share of losses in the Parkson retail business following the cessation of operations by the joint venture.

The Group recorded a lower share of losses in associated companies of S\$0.49 million in 2Q2018 as compared to a share of losses of S\$0.88 million in 2Q2017, mainly due to the improvement of results in Access Myanmar Distribution Co., Ltd., which is in the business of the production, branding, marketing and distribution of bottled water, alcoholic beverages and other FMCG products in Myanmar.

Administrative expenses stood at S\$13.49 million in 2Q2018 as compared to S\$12.42 million in 2Q2017. Administrative expenses were mainly made up of staff costs, rental and land lease expenses and the depreciation of property, plant and equipment. The increase was mainly due to the increase in the number of KFC stores and Convenience Prosperity branches.

#### Discontinued operations

Discontinued operations refer to the results of the tourism businesses which are proposed to be spun off and are now classified as Disposal Group Classified As Held-For-Sale. In 2Q2018, the loss from discontinued operations was slightly higher at S\$0.69 million as compared to S\$0.60 million in 2Q2017. The slight increase in loss was due to the increase in staff costs following the setting up of the management team in MM Group to oversee the spin off process.

#### Total profit from continuing and discontinued operations

As a result, the Group recorded a net profit attributable to equity holders of the Company of S\$3.68 million in 2Q2018 and S\$8.51 million in 2Q2017.

### **BALANCE SHEET**

Value of investment properties increased to S\$254.41 million as at 30 September 2017 as compared to S\$219.31 million as at 31 March 2017 mainly due to the transfer of Golf Apartments and certain office space in The Campus, which are meant for leasing purposes, from development properties. The Group has Star Residence at StarCity Zone A, construction-in-progress Dulwich International School projects in StarCity and PHE, The Residence at Pun Hlaing, Golf Apartments at PHE, certain office space in The Campus and the retail mall in Dalian under its investment properties portfolio.

Intangible assets, net of accumulated amortisation, was S\$27.31 million as at 30 September 2017 as compared to S\$28.74 million as at 31 March 2017 and comprised:-

- (a) operating rights in respect of the Pun Hlaing Golf Course and Country Club and the estate operations at PHE;
- (b) operating rights in respect of the agriculture activities at Maw Tin Estate; and
- (c) intangible asset in respect of the distributor agreement for the marketing and sale of New Holland tractors within Myanmar.

The LDRs of S\$219.29 million as at 30 September 2017 were mainly made up of S\$94.37 million at StarCity and S\$124.92 million at PHE and FMI City. As at 30 September 2017, the Group held economic interests in 70% of the LDRs of approximately 4.74 million square feet in PHE, 100% of the LDRs of approximately 0.56 million square feet (including the Lakeview project) in PHE and 52.5% of the LDRs of approximately 0.17 million square feet in FMI City.

Property, plant and equipment, increased to S\$63.62 million as at 30 September 2017 from S\$50.97 million as at 31 March 2017. The increase was mainly due to the transfer of certain office space in The Campus, which is retained for the Group's own use, from development properties.

Development properties increased to S\$337.25 million as at 30 September 2017 as compared to S\$262.79 million as at 31 March 2017. The increase is mainly due to the buyback of StarCity's Zone C development as an additional development property and the capitalization of construction costs for the development of other existing projects. This increase is offset by the transfer of costs relating to Golf Apartments and certain office space in The Campus to investment properties and property, plant and equipment and the recognition of costs relating to sold residential units in profit or loss. Development properties as at 30 September 2017 comprised mainly of the cost of land rights and construction costs of the Group's Yoma Central project and StarCity's Zone C.

Trade and other receivables (current and non-current portions) stood at S\$58.61 million as at 30 September 2017 as compared to S\$138.68 million as at 31 March 2017. The decrease was mainly due to the offset of receivables relating to StarCity's Zone C owing by the investors against the Group's purchase consideration of the buyback. The amount of such receivables as at 31 March 2017 was S\$68.28 million. The total amount of S\$58.61 million of trade and other receivables was made up mainly of:-

- (a) S\$22.23 million of unbilled trade receivables;
- (b) S\$4.48 million of non-current trade receivables; and
- (c) S\$6.99 million of current trade receivables.

Trade and other payables (current and non-current portions) increased to S\$158.71 million as at 30 September 2017 as compared to S\$147.70 million as at 31 March 2017. Included in trade and other payables were:-

- (a) current payables for construction works and the purchase of tractors of S\$36.21 million;
- (b) accruals, which were mainly made up of uncertified and unbilled construction costs, of S\$20.53 million;
- (c) progress billings and advance receipts from customers of S\$17.96 million;
- (d) payable for the buyback of StarCity's Zone C development of S\$28.13 million; and
- (e) a payable to a related party, Serge Pun & Associates (Myanmar) Limited ("SPA"), of S\$37.92 million for the balance payment of the consideration relating to the acquisition of the LDRs for the Yoma Central and the Peninsula Yangon projects as a result of the extension of the land leases and the issuance of the MIC permits, which was due in August 2017. The Company is in discussions with SPA on the manner and timing of this payment. Please refer to the circular to shareholders dated 22 December 2014.

Total borrowings increased from S\$165.93 million as at 31 March 2017 to S\$197.07 million as at 30 September 2017. Included in total borrowings as at 30 September 2017 were:-

- (a) a loan of S\$73.39 million (or US\$54.00 million) owing by the Company to ADB. US\$16.00 million of the loan is secured by shares in the Company's wholly-owned subsidiary corporation, YSH Finance Ltd (which holds the Group's 12.5% interest in edotco Investments) and the edotco Investments Assignment, US\$13.00 million is secured by the assignment and/or mortgage of its interests in Yoma Fleet and KOSPA Limited and US\$25.00 million is secured by the assignment and/or mortgage of its interest in Star City International School Company Limited;
- (b) a loan of S\$32.61 million (or US\$24.00 million) owing by the Company which is also secured by the edotco Investments Assignment;
- (c) a loan of S\$14.94 million (or US\$11.00 million) owing by Xun Xiang. This loan is secured by an investment property (i.e. retail mall in Dalian, China) held by Xun Xiang;
- (d) a loan of S\$9.36 million (or Kyats9.30 billion) that is secured by an investment property and certain land development rights in Myanmar; and
- (e) A loan of S\$9.51 million (or US\$7.00 million) owing by Yoma Fleet to IFC. This loan is secured by the assignment and/or mortgage of its interests in Yoma Fleet.



### Disposal group classified as held-for-sales and Asset held-for-sale

Following the Group's restructuring of its tourism business in 2Q2018, MM Group holds the Group's existing tourism assets namely Balloons over Bagan business, Bagan Land business and Pun Hlaing Lodge business. Accordingly, the Company had classified the assets and liabilities of these businesses as Disposal Group Classified As Held-For-Sale as at 30 September 2017 and included the results of these businesses as discontinued operations for all periods presented. In addition, MM Group also acquired two businesses, namely DMC business (which is in the businesses of tourism and destination management) and TLH business (which is in the business of operating a hotel/lodge). In view that these two businesses were acquired for subsequent sale, the Group had accounted for the cost of investment in these two businesses as Assets Held-For-Sale as at 30 September 2017. The results of these two additional businesses were not included in the Group's results for all periods presented.

### **CASHFLOW STATEMENT**

Cash and bank balances stood at S\$67.92 million as at 30 September 2017 as compared to S\$28.28 million as at 30 September 2016. Included in the cash and bank balances as at 30 September 2017 were bank balances amounting to S\$4.32 million (30 September 2016: S\$2.39 million) which were restricted for use. During 2Q2018, the Group generated positive cashflow of S\$26.20 million from its operations.

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

There is no material variance between the information previously disclosed in the results announcements for the quarter ended 30 June 2017 and the actual results for the quarter ended 30 September 2017.

#### **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.**

#### Real Estate Business

Rental demand for the Group's serviced apartments is expected to remain healthy. With the completion of the two Dulwich International Schools at Pun Hlaing Estate and StarCity, as well as the ongoing plans to develop community facilities, the attractiveness of both communities as housing options for families will be further enhanced.

#### Automotive & Heavy Equipment

The Group's automotive & heavy equipment business continues to grow steadily. The Group's JCB construction equipment business is seeing healthy interest. While fleet leasing recorded slower growth in the current reporting quarter, the Group expects leasing activities to pick up over the rest of the financial year.

The Group will continue to deliver the remaining 151 tractors to farmers in a sale that was organized by the government's Agriculture Mechanisation Department ("AMD") and is expected to record approximately S\$4 million of sales revenue in 3Q2018. Furthermore, the Group has secured an additional order of 500 tractors also organized by AMD, which is expected to be recognised in the coming months.

#### Consumer Business

The Group's KFC business is focused on adding new stores and its expansion outside of Yangon remains on track. The Group currently has 16 stores in Yangon, Mandalay and Taunggyi.



**11. Dividend**

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

Any dividend declared for the current financial period reported on?

NIL

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

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

NIL

**(c) Date payable**

Not applicable.

**(d) Books closure date**

Not applicable.

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

Not applicable.

**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.**

Not applicable.

**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.**

Please refer to paragraph 8.

**15. A breakdown of sales.**

Not applicable.

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

Not applicable.

## 17. Interested Person Transactions

The details of interested person transactions for the six-month period ended 30 September 2017 are set out below.

Name of Interested Person	Aggregate value of all interested person transactions during FY2018 (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions during FY2018 which are conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000) *
	S\$'000	S\$'000
Associates of Mr. Serge Pun:-		
(a) Purchases	-	283
(b) Sales	-	906
(c) Treasury transactions	-	742
(d) Financial arrangement	1,193	11,399
(e) Land development rights transactions	-	113
(f) Prepayments for projects	-	223

\* Shareholders' mandate was renewed and approved at the Annual General Meeting held on 26 July 2017. Accordingly, the aggregate value of all interested person transactions is presented for the six-month period ended 30 September 2017.

## 18. Negative assurance on Interim Financial Statements

We, Serge Pun and Melvyn Pun, being the Directors of the Company, do hereby confirm for and on behalf of the Board of Directors that, to the best of our knowledge, nothing has come to our attention which may render the financial results for the second quarter ended 30 September 2017 to be false or misleading in any material aspect.

## 19. 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) of the SGX-ST Listing Manual

The Company confirms that it has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1) of the SGX-ST Listing Manual.

BY ORDER OF THE BOARD

Serge Pun  
Executive Chairman

Melvyn Pun  
Chief Executive Officer

27 October 2017