SEN YUE HOLDINGS LIMITED
森跃控股有限公司

SEN YUE HOLDINGS LIMITED RCB REG. NO: 200105909M

Unaudited Financial Statements and Dividend Announcement for the Half Year Ended 31 March 2019 ("HY2019")

PART 1 – 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 statement of comprehensive income for the group, together with a comparative statement for the corresponding period of the immediate preceding financial year.

	Group		
	Half Year ended 31/03/2019 (unaudited) $'000	**Half Year ended 31/03/2018 (unaudited) $'000**	**Change %**
Revenue	127,312	125,493	1.4
Cost of sales	(121,247)	(118,610)	2.2
Gross profit	6,065	6,883	(11.9)
Other operating income	602	758	(20.6)
Distribution costs	(701)	(642)	9.2
Administrative expenses	(4,701)	(4,146)	13.4
Other operating expenses	(190)	(242)	(21.5)
Results from operating activities	1,075	2,611	(58.8)
Finance costs	(1,266)	(949)	33.4
(Loss) Profit before tax	**(191)**	**1,662**	**NM**
Income tax expense	(364)	(248)	46.8
(Loss) Profit after tax	**(555)**	**1,414**	**NM**

NM: Not Meaningful

A statement of comprehensive income (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Group		
	Half Year ended 31/03/2019 (unaudited) $'000	**Half Year ended 31/03/2018 (unaudited) $'000**	**Change %**
(Loss) Profit for the financial period	(555)	1,414	NM
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations	191	508	(62.4)
Other comprehensive income, net of tax	191	508	(62.4)
Total comprehensive (loss) income for the financial period	**(364)**	**1,922**	**NM**

NM: Not Meaningful

1(a)(ii) Other profit and loss items disclosure.

The following items were (credited)/ charged to the income statement:

	Group		
	Half Year ended 31/03/2019 (unaudited) $'000	**Half Year ended 31/03/2018 (unaudited) $'000**	**Change %**
Other income	(491)	(712)	(31.0)
Interest income	(111)	(46)	141.3
Interest expense	1,266	949	33.4
Depreciation of property, plant and equipment	1,540	1,274	20.9
Loss (Gain) on disposal of property, plant and equipment	3	(3)	NM
Property, plant and equipment written off	1	-	NM
Foreign exchange loss, net	125	235	(46.8)
(Reversal of) Allowance for inventories	(4)	2	NM

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.

	Group			Company		
	As at 31/03/ 2019 (Unaudited) $'000	As at 30/09/ 2018 (Audited) $'000	As at 1/10/ 2017 (Restated) $'000	As at 31/03/ 2019 (Unaudited) $'000	As at 30/09/ 2018 (Audited) $'000	As at 1/10/ 2017 (Audited) $'000
Assets						
Current assets						
Cash and cash equivalents	20,379	18,141	10,407	121	125	278
Trade and other receivables	52,861	46,888	52,470	195	171	2,125
Inventories	13,556	19,008	5,772	-	-	-
Total current assets	**86,796**	**84,037**	**68,649**	**316**	**296**	**2,403**
Non-current assets						
Property, plant and equipment	28,257	29,092	27,289	-	-	-
Goodwill	338	338	338	-	-	-
Subsidiaries	-	-	-	31,773	31,767	31,554
Other receivables	668	702	677	-	-	-
Insurance assets	3,972	3,985	3,359	-	-	-
Deferred tax assets	69	57	49	-	-	-
Total non-current assets	**33,304**	**34,174**	**31,712**	**31,773**	**31,767**	**31,554**
Total assets	**120,100**	**118,211**	**100,361**	**32,089**	**32,063**	**33,957**
Liabilities and equity						
Current liabilities						
Bank overdrafts, loans and trade bills	59,259	56,498	42,951	1,000	1,000	1,283
Trade and other payables	14,579	14,488	9,876	4,257	3,874	3,434
Convertible notes	-	-	1,900	-	-	1,900
Finance leases	307	319	238	-	-	-
Income tax payable	260	379	545	-	-	-
Total current liabilities	**74,405**	**71,684**	**55,510**	**5,257**	**4,874**	**6,617**
Non-current liabilities						
Bank overdrafts, loans and trade bills	2,872	3,269	4,083	-	-	-
Finance leases	592	703	578	-	-	-
Other payables	66	53	63	-	-	-
Deferred tax liabilities	1,381	1,354	1,455	-	-	-
Total non-current liabilities	**4,911**	**5,379**	**6,179**	**-**	**-**	**-**
Total liabilities	**79,316**	**77,063**	**61,689**	**5,257**	**4,874**	**6,617**
Capital, reserves and non-controlling interests						
Share capital	40,255	40,255	40,255	40,255	40,255	40,255
Merger deficit	(3,454)	(3,454)	(3,454)	-	-	-
Translation reserve	(7,212)	(7,403)	(7,421)	-	-	-
Revaluation reserve	8,623	8,623	8,066	-	-	-
Capital reserve	2,605	2,605	2,605	-	-	-
(Accumulated losses) Retained earnings	(33)	522	(1,379)	(13,423)	(13,066)	(12,915)
Net equity attributable to owners of the Company	**40,784**	**41,148**	**38,672**	**26,832**	**27,189**	**27,340**
Total liabilities and equity	**120,100**	**118,211**	**100,361**	**32,089**	**32,063**	**33,957**

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

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

As at 31/03/2019 (Unaudited)		As at 30/09/2018 (Audited)	
Secured $'000	Unsecured $'000	Secured $'000	Unsecured $'000
59,566	-	56,817	-

Amount repayable after one year:

As at 31/03/2019 (Unaudited)		As at 30/09/2018 (Audited)	
Secured $'000	Unsecured $'000	Secured $'000	Unsecured $'000
3,464	-	3,972	-

Details of any collateral:-

As at 31 March 2019, total bank borrowings amounting to $62,131,000 (30 September 2018: $59,767,000) were secured on one or more of the followings:

(i) Mortgage over certain freehold land and buildings of the Group;
(ii) Mortgage over a leasehold land and building of the Group;
(iii) Deposits pledged with financial institutions;
(iv) Corporate guarantee given by the Company;
(v) Personal guarantee by a Director;
(vi) Assignment of life insurance policies assured on a Director; and
(vii) Assignment of life insurance policy assured on a general manager of a subsidiary.

The finance leases of $899,000 (30 September 2018: $1,022,000) were secured by the lessor's title to the leased assets.

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

	Group (Unaudited)	
	Half Year ended 31/03/2019 $'000	**Half Year ended 31/03/2018 $'000**
Operating activities		
(Loss) Profit before income tax	(191)	1,662
Adjustments for:		
(Reversal of) Allowance for inventories	(4)	2
Interest income	(111)	(46)
Interest expense	1,266	949
Depreciation of property, plant and equipment	1,540	1,274
Foreign exchange loss (net)	105	105
Loss (Gain) on disposal of property, plant and equipment	3	(3)
Property, plant and equipment written off	1	-
Post-employment benefits	11	16
Increase in fair value of insurance assets	(36)	(34)
Operating cash flows before movements in working capital	**2,584**	**3,925**
Trade and other receivables	(6,126)	271
Inventories	5,465	(3,797)
Trade and other payables	38	2,158
Trade bills	2,898	3,381
Cash generated from operations	4,859	5,938
Income taxes paid	(423)	(474)
Net cash from operating activities	**4,436**	**5,464**
Investing activities		
Interest received	93	20
Purchase of plant and equipment	(507)	(544)
Proceeds from disposal of plant and equipment	4	27
Net cash used in investing activities	**(410)**	**(497)**
Financing activities		
Interest paid	(1,266)	(949)
Repayments of borrowings	(537)	(800)
Repayments of finance lease liabilities	(163)	(145)
Increase in pledged deposits with financial institutions	(1,537)	(3,304)
Net cash used in financing activities	**(3,503)**	**(5,198)**
Net increase (decrease) in cash and cash equivalents	**523**	**(231)**
Cash and cash equivalents at beginning of the financial period	1,056	1,798
Effect of exchange rate changes on cash balances held in foreign currencies	130	68
Cash and cash equivalents at end of the financial period	**1,709**	**1,635**
Cash at banks and in hand	2,829	2,513
Fixed deposits with financial institutions	17,550	11,233
Cash and cash equivalents in statement of financial position	20,379	13,746
Fixed deposits pledged with financial institutions	(17,550)	(11,233)
Bank overdraft (secured)	(1,120)	(878)
Cash and cash equivalents at end of the financial period	**1,709**	**1,635**

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.

Group	Share capital $'000	Merger deficit $'000	Translation reserve $'000	Revaluation reserve $'000	Capital reserve $'000	Retained earnings (Accumulated losses) $'000	Net equity attributable to owners of the Company $'000
Balance as at October 1, 2017 (audited)	**40,255**	**(3,454)**	**(7,421)**	**8,066**	**2,605**	**(1,379)**	**38,672**
Total comprehensive income for the period							
Profit for the period	-	-	-	-	-	1,414	1,414
Other comprehensive income for the period	-	-	508	-	-	-	508
Total	-	-	**508**	**-**	**-**	**1,414**	**1,922**
Balance as at March 31, 2018 (unaudited)	**40,255**	**(3,454)**	**(6,913)**	**8,066**	**2,605**	**35**	**40,594**
Balance as at October 1, 2018 (audited)	**40,255**	**(3,454)**	**(7,403)**	**8,623**	**2,605**	**522**	**41,148**
Total comprehensive (loss) income for the period							
Loss for the period	**-**	**-**	**-**	**-**	**-**	**(555)**	(555)
Other comprehensive income for the period	-	-	191	-	-	-	191
Total	-	-	**191**	**-**	**-**	**(555)**	**(364)**
Balance as at March 31, 2019 (unaudited)	**40,255**	**(3,454)**	**(7,212)**	**8,623**	**2,605**	**(33)**	**40,784**

Company	Share Capital $'000	Accumulated losses $'000	Total $'000
Balance as at October 1, 2017 (audited)	**40,255**	**(12,915)**	**27,340**
Loss for the period, representing total comprehensive loss for the period	-	(458)	(458)
Balance as at March 31, 2018 (unaudited)	**40,255**	**(13,373)**	**26,882**
Balance as at October 1, 2018 (audited)	**40,255**	**(13,066)**	**27,189**
Loss for the period, representing total comprehensive loss for the period	-	(357)	(357)
Balance as at March 31, 2019 (unaudited)	**40,255**	**(13,423)**	**26,832**

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.

Issued and fully paid-up ordinary shares of the Company ("Shares")

Movements in the Company's share capital since 30 September 2018 up to 31 March 2019 were as follows:

	Number of Shares	Issued and paid-up capital – $
Balance as at 30 September 2018	864,280,038	40,254,502
Balance as at 31 March 2019	864,280,038	40,254,502

The Company had $1,900,000 Convertible Notes ("the Notes") as at 31 March 2018, which can be converted into an aggregate of 26,388,887 Shares (disregarding fractional entitlements of the Subscribers). As disclosed therein the Company's SGXNET announcement dated 9 May 2018 and 23 July 2018, the Notes of $900,000 and $1,000,000 were redeemed on 8 May 2018 and 23 July 2018 respectively.

Save as disclosed above, the Company did not have any outstanding options, convertibles, treasury shares or subsidiary holdings as at 31 March 2019 and 31 March 2018.

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.

	Company as at 31/03/2019	Company as at 30/09/2018
Total number of issued shares excluding treasury shares	864,280,038	864,280,038

There were no treasury shares as at 31 March 2019 and 30 September 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. There were no sales, transfers, cancellations and/or use of treasury shares during the 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. There were no sales, transfers, cancellations and/or use of subsidiary holdings during the financial period reported on.

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

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

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

Not applicable.

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

Save as disclosed in paragraph 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those used in the most recently audited financial statements for the financial year ended 30 September 2018 ("FY2018").

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

In December 2017, the Accounting Standards Council (ASC) has issued a new financial reporting framework - Singapore Financial Reporting Standards (International) (SFRS(I)), which is to be adopted by Singapore-incorporated companies listed on the Singapore Exchange (SGX), for annual periods beginning on or after January 1, 2018. SFRS(I) is identical to the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The Group has adopted the Singapore Financial Reporting Standards (International) (SFRS(I)) and the related Interpretations to SFRS(I)s which took effect from financial period beginning 1 October 2018. The adoption of SFRS(I) 1 *First-time Adoption of Singapore Financial Reporting Standards (International)*, SFRS(I) 9 *Financial Instruments* and SFRS(I) 15 *Revenue from Contract with Customers*, including amendments and interpretations of SFRS(I) 15 did not have any significant impact on the financial statements of the Group.

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

	Group	
Basic earnings (loss) per ordinary share ("EPS" or "LPS")	**HY2019 (Unaudited)**	**HY2018 (Unaudited)**
(Loss) Profit attributable to equity holders of the Company ($)	(555,000)	1,414,000
Weighted average number of ordinary shares in issue	864,280,038	864,280,038
(LPS) EPS (Singapore cents)	(0.06)	0.16

	Group	
Diluted EPS or LPS	**HY2019 (Unaudited)**	**HY2018 (Unaudited)**
(Loss) Profit attributable to equity holders of the Company ($)	(555,000)	1,414,000
Weighted average number of ordinary shares in issue	864,280,038	864,280,038
(LPS) EPS (Singapore cents)	(0.06)	0.16

The basic and diluted EPS or LPS for the half year ended 31 March 2019 ("HY2019") and 31 March 2018 ("HY2018") were the same as there were no potentially dilutive ordinary shares in issue as at end of the respective financial periods.

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	
	As at 31/03/2019 (Unaudited)	As at 30/09/2018 (Audited)	As at 31/03/2019 (Unaudited)	As at 30/09/2018 (Audited)
Net asset value as per ordinary share based on existing issued share capital excluding treasury shares as at the end of the period (in Singapore cents)	4.72	4.76	3.10	3.15
Number of ordinary shares in issue	864,280,038	864,280,038	864,280,038	864,280,038

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss 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. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Statement of Comprehensive Income

For HY2019, the Group recorded revenue, loss before tax and loss after tax of $127.3 million, $0.2 million, and $0.6 million respectively.

The Group's revenue increased by $1.8 million or 1.4% mainly due to increase of revenue in the commodities segment.

Cost of sales increased by $2.6 million or 2.2% mainly due to increase in material costs, higher direct labour costs and increase in depreciation expense arising from the new lithium-ion battery recycling line for HY2019.

Gross profit decreased by $0.8 million or 11.9% due to increase in cost of sales in HY2019 and decline in cobalt price.

Other operating income decreased by $0.2 million or 20.6% in HY2019 mainly due to discontinuation of rental income in commodities segments.

Administrative expenses increased by $0.6 million or 13.4% in HY2019 mainly due to higher staff costs incurred in the commodities segment due to entry into e-waste management activities.

Finance costs increased by $0.4 million from $0.9 million in HY2018 to $1.3 million in HY2019 mainly due to higher borrowing costs as a result of additional trade financing obtained by commodities segment to generate higher sales in HY2019.

As a result of the foregoing, the Group registered a loss after tax of $0.6 million in HY2019 as compared to a profit after tax of $1.4 million in HY2018.

Statement of Financial Position

The following comparative performance for both the Group's assets and liabilities are based on the consolidated financial statements as at 31 March 2019 and 30 September 2018.

Current Assets

The Group's current assets amounted to $86.8 million in HY2019 comprising cash and cash equivalents of $20.4 million, trade and other receivables of $52.8 million and inventories of $13.6 million.

The increase in trade and other receivables of $6.0 million was mainly due to higher credit sales to customers towards the end of HY2019 and increase in deposits made to suppliers to secure purchases.

The decrease in inventories of $5.4 million was mainly due to better inventory management and hence lower inventories in the commodities segment.

Non-Current Assets

The decrease in property, plant and equipment of $0.8 million from $29.1 million as at 30 September 2018 to $28.3 million as at 31 March 2019 was mainly due to depreciation charges, offset by renovation done and purchase of new equipment.

Working Capital

The working capital of the Group as at 31 March 2019 and 30 September 2018 are set out below:-

$'000	As at 31 March 2019 (Unaudited)	As at 30 September 2018 (Audited)
Total current assets	86,796	84,037
Total current liabilities	74,405	71,684
Working capital	**12,391**	**12,353**

The Group had a positive working capital of $12.4 million as at 31 March 2019 and 30 September 2018.

Current Liabilities

The Group's current liabilities amounted to $74.4 million as at 31 March 2019, comprising bank overdrafts, loans and trade bills of $59.2 million, trade and other payables of $14.6 million, finance leases of $0.3 million and income tax payable of $0.3 million.

Bank overdrafts, loans and trade bills increased by $2.8 million as more banking facilities were drawn down to finance higher sales of the commodities segment.

Trade and other payables increased by $0.1 million mainly due to an increase in purchases under commodities segment.

Income tax payable decreased by $0.1 million mainly due to tax credit and availability of capital allowances brought forward from previous financial years to offset against the estimated chargeable income.

Non-Current Liabilities

The Group's non-current liabilities decreased by $0.5 million from $5.4 million as at 30 September 2018 to $4.9 million as at 31 March 2019 mainly due to reclassification of loan repayable from "non-current liabilities" to "current liabilities".

Cash Flow Analysis

In HY2019, the Group generated net cash from operating activities of $4.4 million due to loss before income tax of $0.2 million, adjustments for interest expense of $1.3 million and depreciation of property, plant and equipment of $1.5 million, and changes in working capital of $2.3 million, offset by adjustment for interest income of $0.1 million and income taxes paid of $0.4 million.

Net cash used in investing activities amounted to $0.4 million in HY2019 mainly arising from purchases of plant and equipment of $0.5 million, offset by interest received of $0.1 million.

Net cash used in financing activities of $3.5 million in HY2019 consists of interest paid of $1.3 million, repayment of borrowings and finance leases of $0.7 million and the increase in pledged deposits with financial institutions of $1.5 million.

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

A profit guidance was announced on 23 April 2019 and there is no variance between the announcement and the actual results for HY2019.

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.

The challenging business environment have affected the profit margins of our commodities trading segment and we expect the challenges to remain in the near future. Management intend to strengthen our operations and manage our costs more efficiently in this business segment.

The e-waste management business present many business opportunities and we intend to expand this business in a prudent manner.

We will be focusing on strengthening our operations while continuing our expansion plans in our recycling and e-waste management businesses.

11. If a decision regarding dividend has been made:

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

No dividend has been declared or recommended for the current financial period reported on.

(b)(i) Amount per share:

Not applicable

(ii)Previous corresponding period:

Not applicable. No dividend has been declared or recommended for the previous corresponding period.

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

Not applicable

(d) The date of dividend payable

Not applicable

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

Not applicable

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

No dividend has been declared or recommended for HY2019 in order to conserve cash for future operations in view of prevailing business conditions of the Group.

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.

There were no interested person transactions with a value of $100,000 or more during HY2019.

14. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1).

The Company confirms that it has procured undertakings from all of its directors and executive officers in the required format.

15. Negative Confirmation by the Board pursuant to Rule 705(5) of the Catalist Rules

The Board of Directors of the Company confirms, to the best of their knowledge, nothing has come to their attention which may render the unaudited financial results for HY2019 to be false or misleading in any material aspect.

BY ORDER OF THE BOARD

NEO GIM KIONG
CHIEF EXECUTIVE OFFICER

2 MAY 2019

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") for compliance with the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

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).