YOMA
STRATEGIC HOLDINGS LTD.

Focus on Future GROWTH

Yoma Strategic Holdings Ltd.
Annual Report 2017

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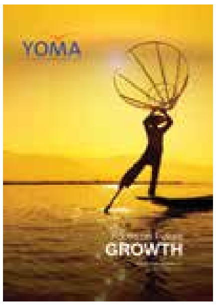
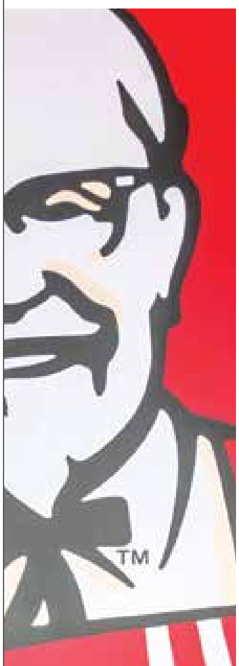


Fishermen on Myanmar's Inle Lake are known for their unique way of navigating the waters – using one leg to stand on their boats' edge while using the other to paddle. This difficult technique, which fishermen learn and master from their early teens, is meant to free up both hands to hold conical nets for catching carp.

Akin to these fishermen's time-honed skill and discipline, Yoma Strategic strives to create sustainable value by exercising prudence, insight and a balanced strategy in its diverse business lines and investments. With an eye on long-term growth and a fruitful future, the Group will continue to pursue opportunities with greater focus and determination.



FOCUS ON FUTURE GROWTH

THE ECONOMIC DEVELOPMENT OF MYANMAR CONTINUES TO OPEN DOORS TO GROWTH OPPORTUNITIES.

With our focused and specialised geographical presence in Myanmar – one of Asia's dynamic emerging economies – we aim to grow with the country on multiple fronts.

Our stable foundation, diverse business interests, strong partnerships, and dedicated people are set to propel us forward and allow us to ride the wave of growth in Myanmar.

OUR BUSINESSES

Yoma Strategic Holdings Ltd. ("Yoma Strategic", the "Company", or collectively with its subsidiaries, the "Group") was listed on the Mainboard of the Singapore Exchange in 2006 and has established itself as one of the leading conglomerates in the Republic of the Union of Myanmar.

Over the last 10 years, Yoma Strategic has built a diversified portfolio of businesses in Myanmar through organic business expansions and collaborations with established international and local partners. The Company's three core business divisions are Real Estate, Automotive & Heavy Equipment and Consumer, and the Group has several other Investments with established multinational players.

The Company is affiliated to Serge Pun & Associates (Myanmar) Limited ("SPA") and First Myanmar Investment Company Limited ("FMI"), which is a public company listed on the Yangon Stock Exchange.

Leveraging on its experience in Myanmar and its strong commitment to corporate governance, the Group has forged strategic alliances with international partners such as Mitsubishi Corporation, Mitsubishi Estate Co., Ltd ("Mitsubishi Estate"), Sumitomo Corporation, The Hongkong and Shanghai Hotels, Limited ("Hongkong and Shanghai Hotels"), Yum! Brands, Inc., the International Finance Corporation ("IFC"), and the Asian Development Bank ("ADB"). These partners provide invaluable expertise and capabilities which add to the Group's capacity to execute its business strategy and help to ensure that the Group's projects adhere to international standards.

01

REAL ESTATE

Master plan and develop large scale residential estates and mixed-used commercial properties. Provide construction, leasing, and estate and project management services

02

AUTOMOTIVE & HEAVY EQUIPMENT

Distribution rights for international brands for agriculture & construction equipment and passenger & commercial vehicles. Provide fleet leasing services

03

CONSUMER

Food related platform covering quick service restaurants, food & beverage distribution and wholesale & cold chain logistics

04

INVESTMENTS

Covering fast growing industries including telecommunications towers and tourism among others

OUR VISION

The Group aims to be a diversified blue-chip conglomerate in Myanmar with the highest standards of product and service quality, corporate governance and personnel development. It aims to be the partner of choice for multinationals looking to enter the country and build businesses that occupy a leading competitive position within their respective sectors.

Key Milestones

jul 2016

EXTENDED LEASES FOR YOMA CENTRAL AND THE PENINSULA YANGON

> Signed 2 separate extended master leases relating to the Yoma Central and The Peninsula Yangon sites (formerly the Landmark Development Project)

sept 2016

ACQUISITION OF REMAINING INTERESTS IN TOURISM INVESTMENT

> Completed the acquisition of the remaining interests in the Company's tourism investment in Myanmar including the Balloons over Bagan business through its 70%-owned subsidiary

REPRESENTING JCB IN MYANMAR

> Appointed as the exclusive distributor for JCB construction equipment in Myanmar

oct 2016

PROPOSED TOURISM ASSETS SPIN-OFF INTO A NEW PLATFORM

> Signed conditional agreement to spin-off tourism-related assets into SHC Capital Asia Limited, a public company listed on the Catalist Board of the Singapore Exchange

dec 2016

DISPOSAL OF 12.5% STAKE IN TELECOMMUNICATIONS TOWERS BUSINESS

> Completed the disposal of half its investment in the telecommunications towers business for a consideration of US$35 million. The Company now holds a remaining 12.5% stake in the investment

jan 2017

MIC APPROVAL FOR YOMA CENTRAL AND THE PENINSULA YANGON

> Both the Yoma Central and The Peninsula Yangon projects have been approved by the Myanmar Investment Commission ("MIC") and listed as Permitted Investments

feb 2017

YOMA CENTRAL AND THE PENINSULA YANGON GROUNDBREAKING CEREMONY

> Groundbreaking ceremony attended by partners in the projects and other invited guests including official dignitaries from the MIC, the Ministry of Transport and Telecommunications, the Ministry of Hotels and Tourism, the Yangon Region Government, Myanma Railways and the Yangon City Development Committee

mar 2017

PARTNERSHIP WITH METRO GROUP ON FOOD & BEVERAGE DISTRIBUTION

> Building a one-stop food and beverage distribution platform in Myanmar. The Company will hold a 15% stake in the investment

may 2017

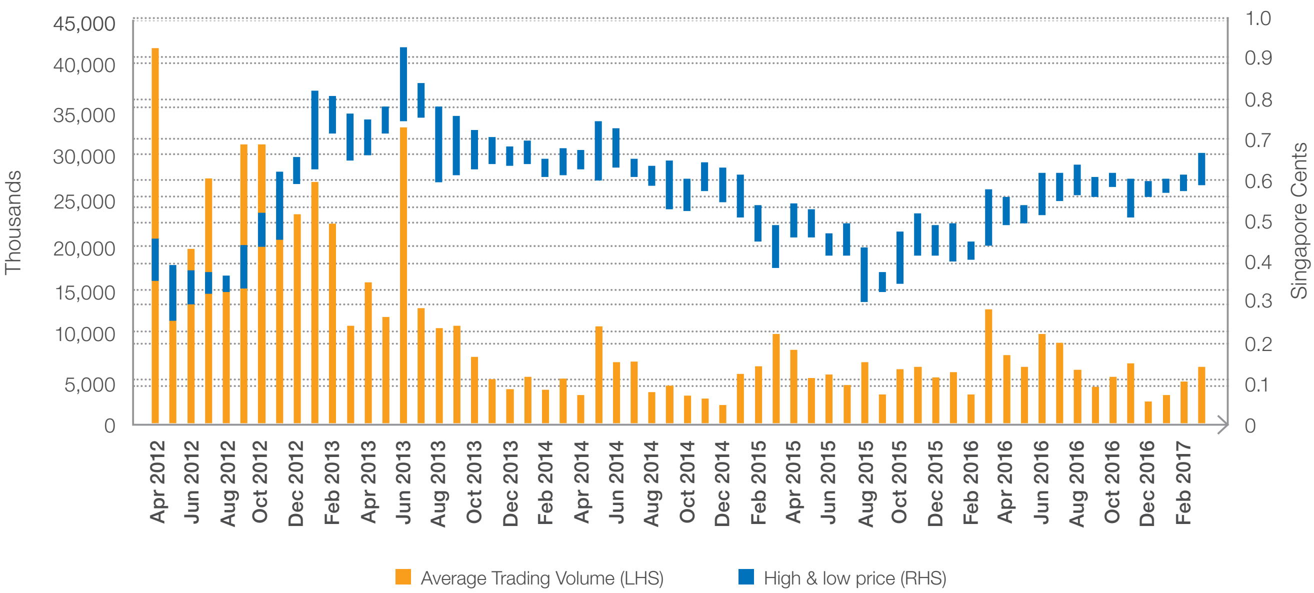
PARTNERSHIP WITH NORFUND TO BUILD DISTRIBUTED POWER NETWORK

> Building distributed generation micropower plants and mini grids to generate and distribute electricity to off-grid rural communities and telecommunications towers in Myanmar. The Company holds a 47.5% stake in the investment

Share Price Performance

S$ million	FY2013	FY2014	FY2015	FY2016	FY2017
Share Price (S$)					
High	0.82	0.93	0.75	0.58	0.67
Low	0.25	0.60	0.39	0.30	0.49
Volume weighted average	0.49	0.74	0.59	0.46	0.58
Per Share					
Earnings	1.45	1.32	2.00	2.15	2.07

Share Price Performance[1]



[1] Source: Share Investor.com

Group FY2017 Financial Highlights

S$124m
RECORD REVENUE

Record revenue driven by Consumer and Automotive & Heavy Equipment businesses

40.4%
GROSS PROFIT MARGINS

Improvement in margins from FY2016 due to improved margins in Real Estate and Consumer businesses

S$43m
NET PROFIT

Second highest annual net profit since 2006 with strong gross profit and other income offset by higher administrative and finance expenses

2.07cents
EARNINGS PER SHARE

Weighted average number of shares outstanding increased to 1,737 million in FY2017 from 1,733 million in FY2016

24.8%
TOTAL SHAREHOLDER RETURN

Included a 0.25 cents cash dividend paid in August 2016

15.0%
FINANCIAL GEARING RATIO[1]

Incorporation of leverage within capital structure. Remains below the Group's 40% financial gearing target

[1] The financial gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings (excluding loans from non-controlling interests) less cash and cash equivalents. Total capital is calculated as total equity plus net debt. Net Debt has been changed for consistency with debt documentation to exclude trade and other payables and accordingly, the financial gearing ratios for the past financial years have been adjusted.

GROUP ANNUAL RESULTS

	FY2017	FY2016	% Change
For the financial year (S$million)			
Revenue	**124.2**	111.9	11.0
EBITDA	**73.3**	57.4	27.8
Net Profit	**42.6**	44.0	(3.2)
Net Profit attributable to Equity Holders	**35.9**	37.2	(3.5)
Net Cash Flow from Operating Activities	**65.4**	13.6	379.5
Per Share			
Basic Earnings (cents)	**2.07**	2.15	(3.7)
Net Asset (cents)	**38.22**	38.59	(1.0)
As at 31 March 2017 (S$million)			
Shareholders' Fund	**664.2**	669.4	(0.8)
Non-Controlling Interests	**78.6**	67.0	17.3
Net Debt[1]	**131.1**	76.2	72.0
Total Capital[2]	**873.9**	812.6	7.5
Financial Gearing Ratio[3](%)	**15.0**	9.4	5.6
Shareholders' Value			
Distribution (cents per Share)	**0.25**[4]	–	N.M
Volume Weighted Average Share Price (S$)	**0.58**	0.46	26.1
Total Shareholder Return (%)[5]	**24.8**	7.3	17.5

1 Net debt is calculated as borrowings (excluding loans from non-controlling interests) less cash and cash equivalents. Net debt has been changed for consistency with debt documentation to exclude trade and other payables.
2 Total capital is caculated as total equity plus net debt.
3 The financial gearing ratio is calculated as net debt divided by total capital.
4 The Group declared a cash dividend of 0.25 Singapore cents per ordinary share for FY2016, which was paid in August 2016.
5 Total shareholder return is calculated based on the change in share price at the beginning and end of the financial year plus any dividend paid during that period as a percentage of the share price at the beginning of the financial year.

N.M: Not Meaningful

REAL ESTATE

CONSUMER

AUTOMOTIVE & HEAVY EQUIPMENT

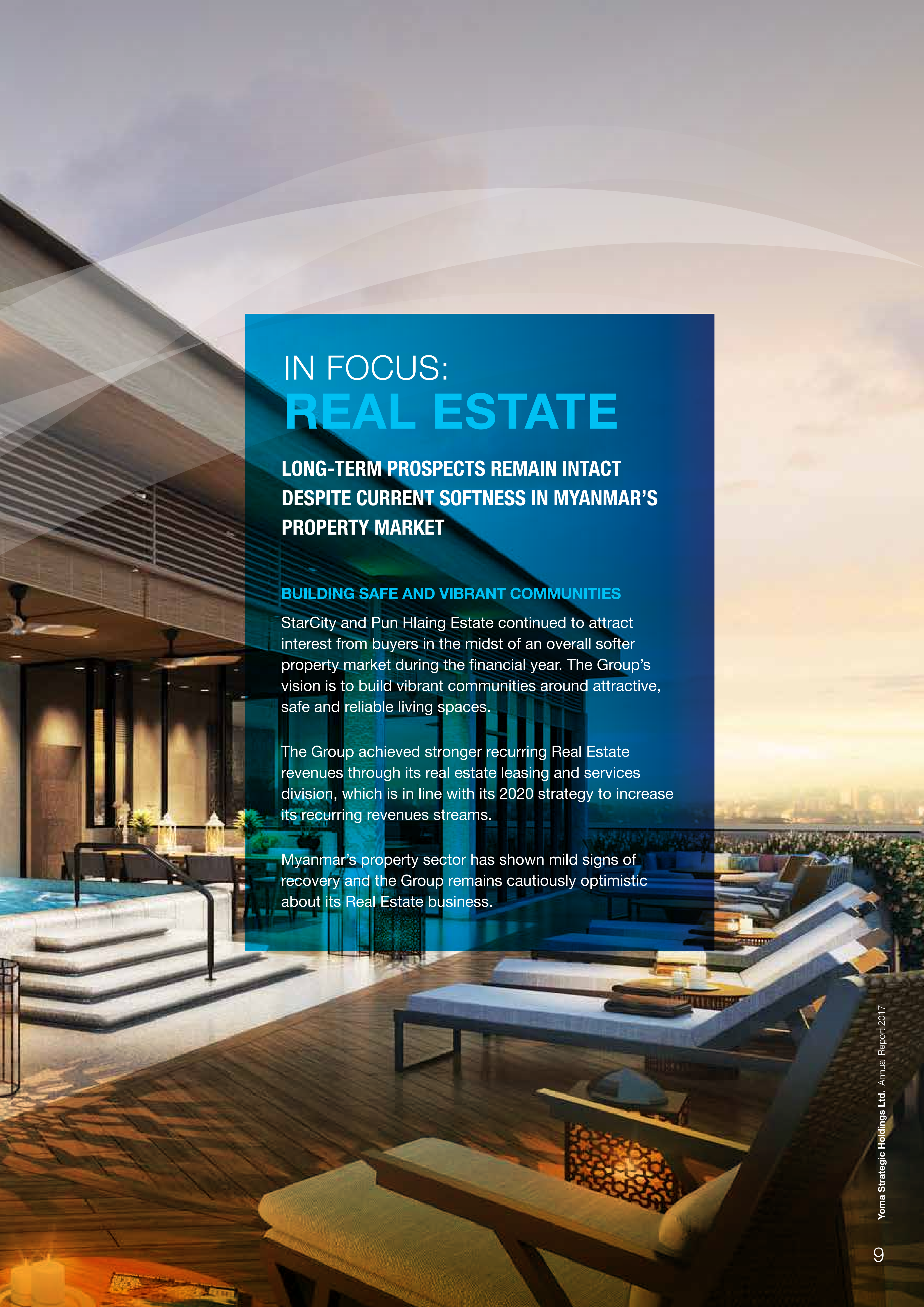
INVESTMENTS

S$46.5M
Revenue from Sales of Residences and LDRs

37.4%
of Total Group Revenue

S$19.9M
Revenue from Real Estate Leasing and Services

16.0%
of Total Group Revenue



IN FOCUS:
REAL ESTATE

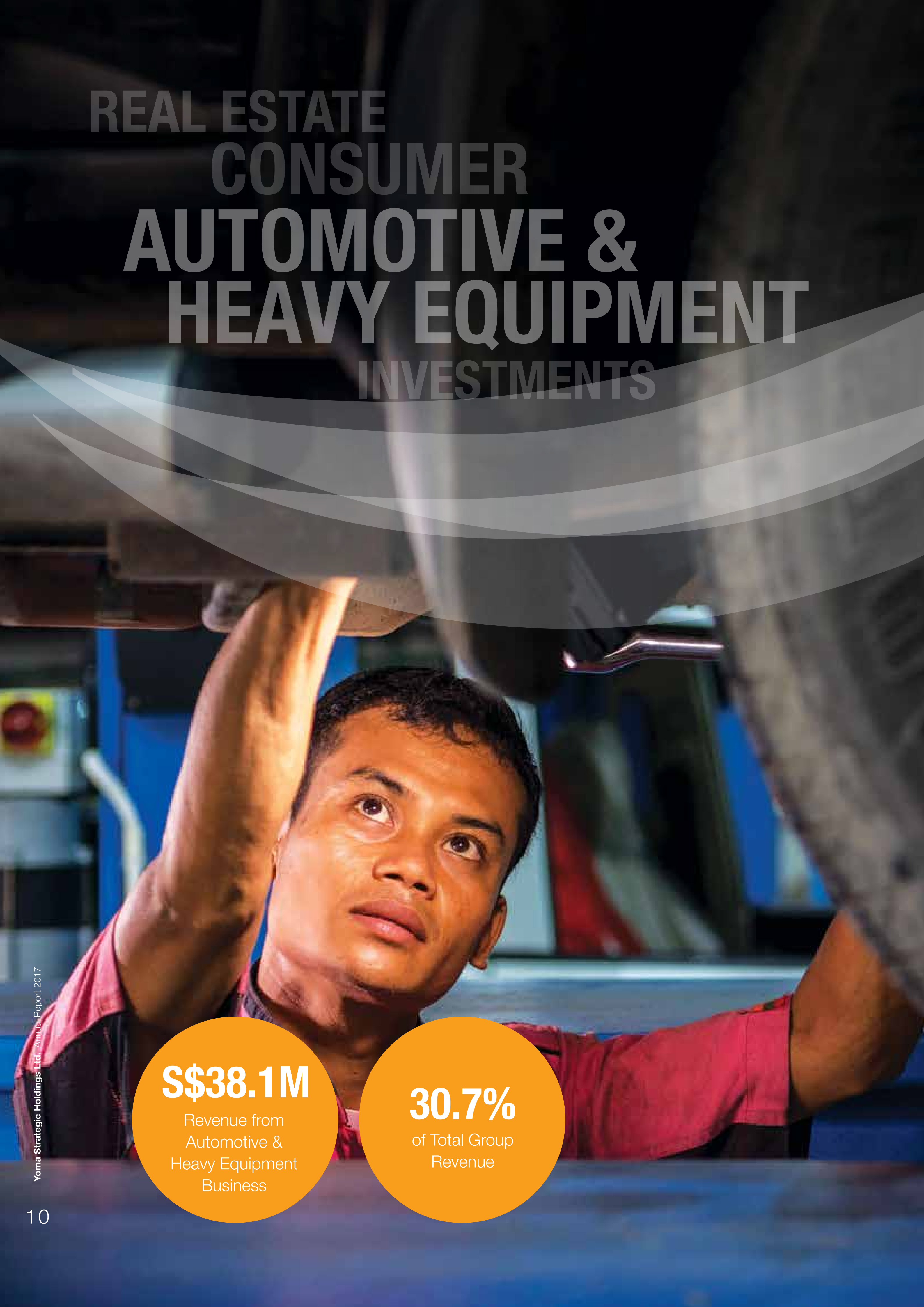
LONG-TERM PROSPECTS REMAIN INTACT DESPITE CURRENT SOFTNESS IN MYANMAR'S PROPERTY MARKET

BUILDING SAFE AND VIBRANT COMMUNITIES

StarCity and Pun Hlaing Estate continued to attract interest from buyers in the midst of an overall softer property market during the financial year. The Group's vision is to build vibrant communities around attractive, safe and reliable living spaces.

The Group achieved stronger recurring Real Estate revenues through its real estate leasing and services division, which is in line with its 2020 strategy to increase its recurring revenues streams.

Myanmar's property sector has shown mild signs of recovery and the Group remains cautiously optimistic about its Real Estate business.



REAL ESTATE

CONSUMER

AUTOMOTIVE & HEAVY EQUIPMENT

INVESTMENTS

S$38.1M

Revenue from Automotive & Heavy Equipment Business

30.7%

of Total Group Revenue

IN FOCUS: AUTOMOTIVE & HEAVY EQUIPMENT

THE GROUP'S AUTOMOTIVE & HEAVY EQUIPMENT BUSINESS IS EXPECTED TO CONTINUE ITS HEALTHY GROWTH

POSITIONED FOR LONG-TERM GROWTH

The Group's New Holland tractor business, which is a market leader in the supply of agricultural equipment in Myanmar along with the new JCB construction equipment business are expected to continue to benefit from the modernisation of the agriculture and infrastructure sectors.

Meanwhile, Yoma Fleet which is an established fleet leasing company, is expected to benefit from higher economic activities. The Group's distribution of Volkswagen, Mitsubishi Motors and Hino Motors brands will likely benefit from the long-term growth in the automotive market in Myanmar.

REAL ESTATE

CONSUMER

AUTOMOTIVE & HEAVY EQUIPMENT

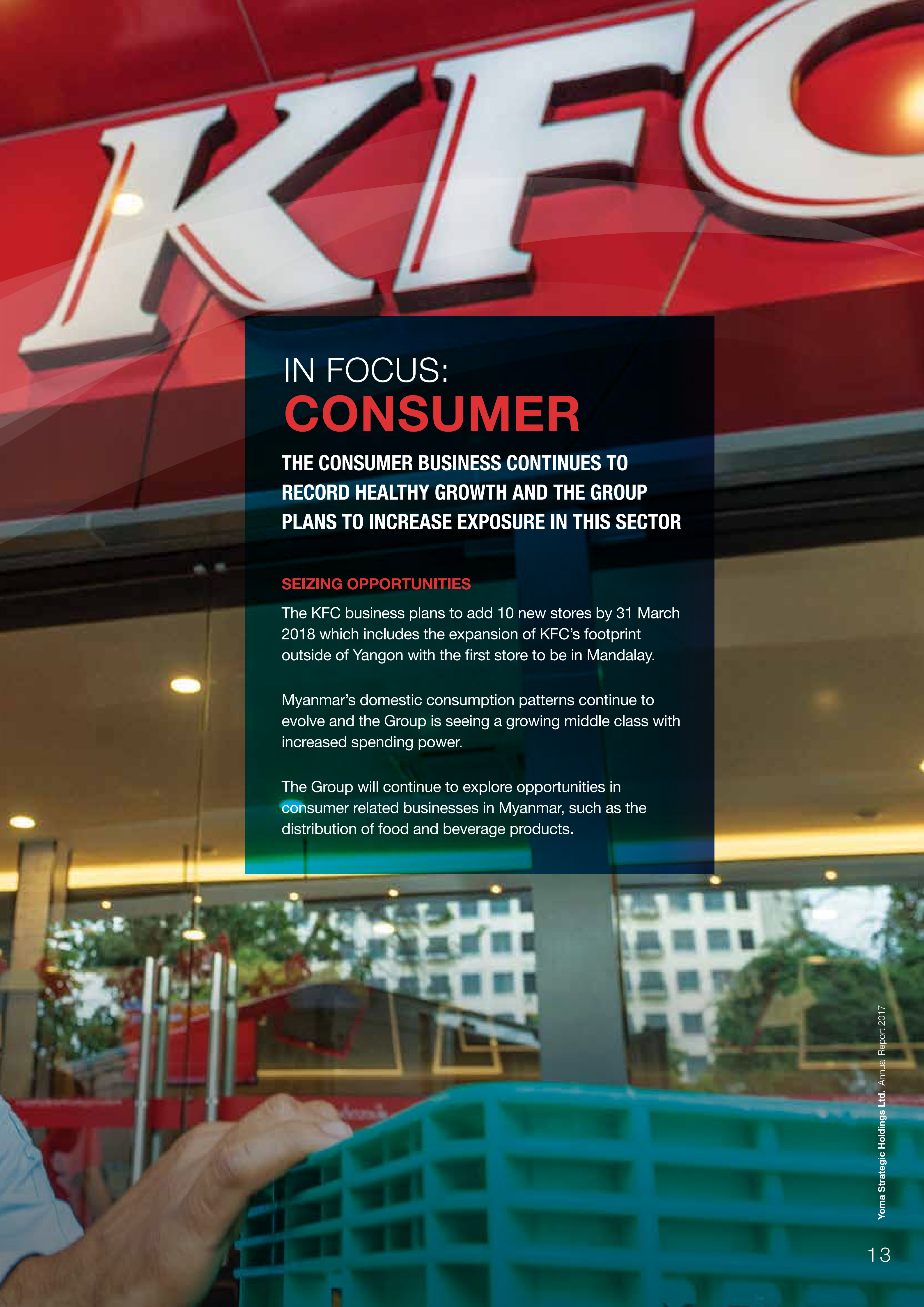
INVESTMENTS

S$10.9M
Revenue from KFC Business

8.8%
of Total Group Revenue

12
KFC stores as at 31 March 2017

Target
22
KFC stores by 31 March 2018



IN FOCUS: CONSUMER

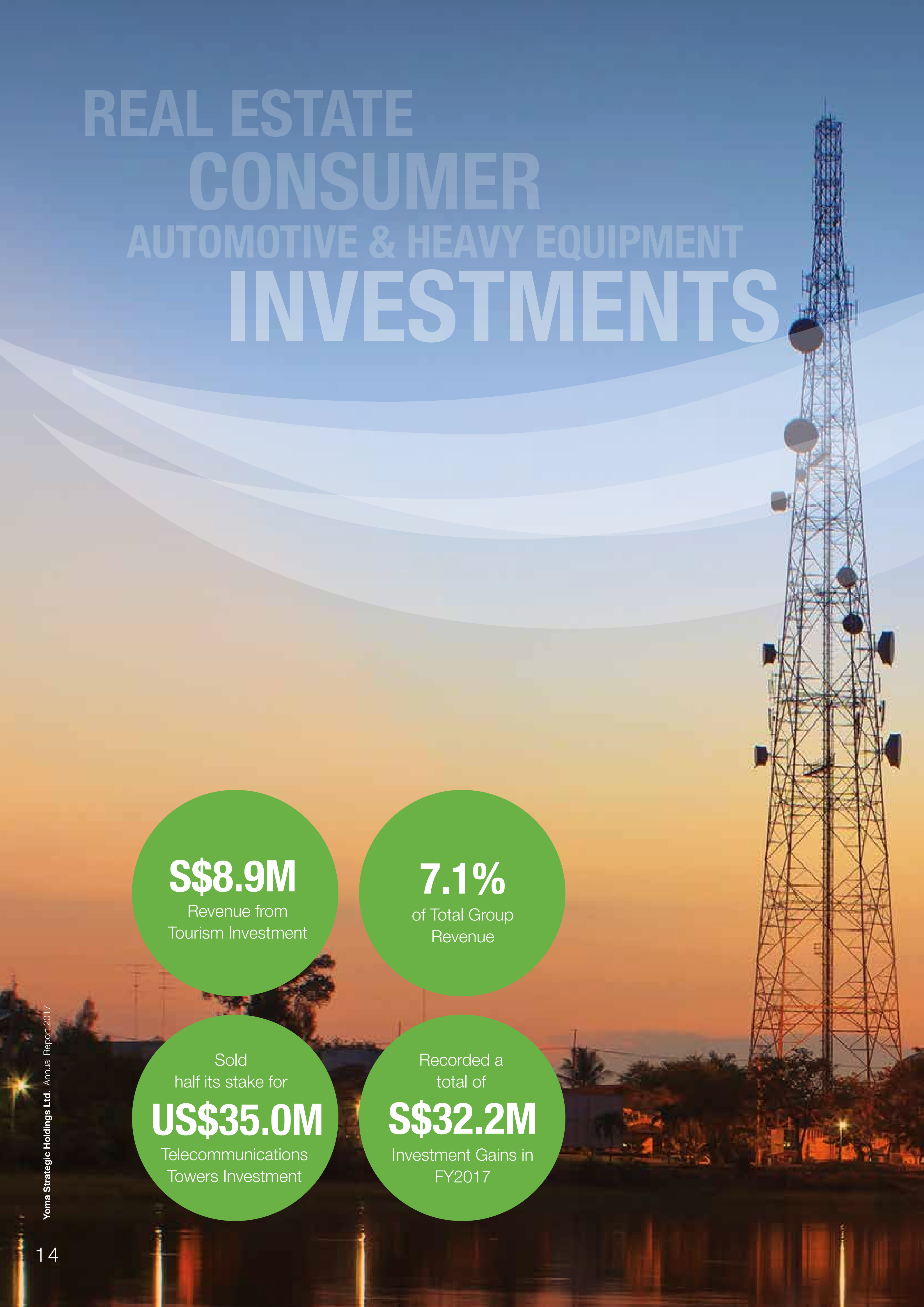
THE CONSUMER BUSINESS CONTINUES TO RECORD HEALTHY GROWTH AND THE GROUP PLANS TO INCREASE EXPOSURE IN THIS SECTOR

SEIZING OPPORTUNITIES

The KFC business plans to add 10 new stores by 31 March 2018 which includes the expansion of KFC's footprint outside of Yangon with the first store to be in Mandalay.

Myanmar's domestic consumption patterns continue to evolve and the Group is seeing a growing middle class with increased spending power.

The Group will continue to explore opportunities in consumer related businesses in Myanmar, such as the distribution of food and beverage products.



REAL ESTATE

CONSUMER

AUTOMOTIVE & HEAVY EQUIPMENT

INVESTMENTS

S$8.9M
Revenue from Tourism Investment

7.1%
of Total Group Revenue

Sold half its stake for
US$35.0M
Telecommunications Towers Investment

Recorded a total of
S$32.2M
Investment Gains in FY2017

IN FOCUS:
INVESTMENTS

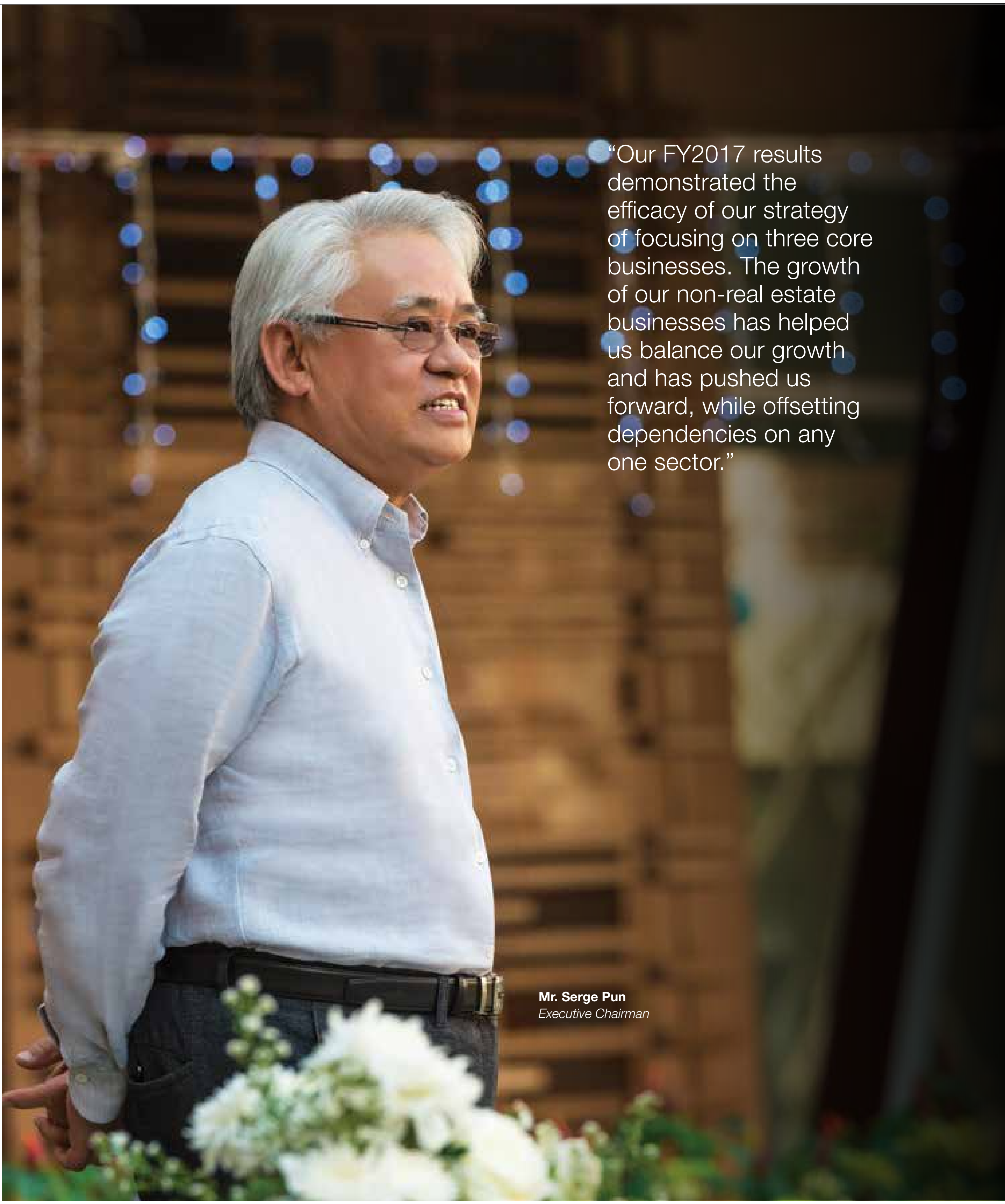
ASSESSING OTHER OPPORTUNITIES WHILE GROWING THE GROUP'S CORE BUSINESS SEGMENTS

FINDING ADDITIONAL OPPORTUNITIES

The Group is well-positioned to take advantage of the country's large and young population, growing GDP, rich resources and increasing FDI. As it continues on its path to grow its core business segments, the Group is also assessing other opportunities as they arise.

The Group's investment in the tourism sector continues to record healthy revenue growth while the rapid mobile penetration rate in the country has benefitted its telecommunications towers investment which has increased in value by more than three times its original investment.

Chairman's Message



"Our FY2017 results demonstrated the efficacy of our strategy of focusing on three core businesses. The growth of our non-real estate businesses has helped us balance our growth and has pushed us forward, while offsetting dependencies on any one sector."

Mr. Serge Pun
Executive Chairman

Dear Shareholders,

I am delighted to present to you Yoma Strategic's annual report for the financial year ended 31 March 2017 ("FY2017"). Of particular interest is that 46.6% of total revenue in FY2017, came from the Group's non-real estate businesses, which brings us one step closer towards achieving our 2020 goal of having at least half of our revenue coming from non-real estate businesses.

I am also very pleased to report that your Board will be proposing an interim dividend of 0.25 Singapore cent per ordinary share for the financial year ending 31 March 2018 ("FY2018").

A CREDIBLE PERFORMANCE

Our management put in a highly commendable performance in FY2017 in their efforts to build up our Consumer and Automotive & Heavy Equipment business segments, where our non-real estate revenue grew 34.4% year-on-year.

All this was achieved against the backdrop of a soft Yangon property market, which affected the performance of our Real Estate business. Our FY2017 results thus demonstrated the efficacy of our strategy of focusing on three core businesses. The growth of our non-real estate businesses has helped us balance our growth and has pushed us forward, while offsetting dependencies on any one sector.

We remain optimistic of the business prospects ahead in Myanmar. A gradual recovery in the real estate sector in Yangon and a pick-up in investment activities more broadly appear to be imminent in the near and mid-term, and Yoma Strategic is well-positioned to benefit from these developments. As we continue to grow our core businesses, we will be assessing other opportunities as they arise and will certainly make use of our strong human resource capabilities to capitalise on these opportunities.

A BRIGHT OUTLOOK AHEAD

The young National League for Democracy led ("NLD") government battled many challenges in its first year of administration. Whilst there were many achievements in the political and social arenas, progress in the economic sphere had somewhat lagged behind. It is my belief that the government is cognisant of this and will be taking corrective measures in the coming months.

Myanmar's Department of Investment and Company Administration had reported that approved foreign investment hit US$6.6 billion in fiscal 2016/17, which was a drop from US$9.5 billion the previous year. Notably, about US$3.8 billion came from Singapore, which is the second largest investor in the country[1]. The memorandum of understanding signed in June this year between Myanmar's investment promotion agency, Myanmar Investment Commission ("MIC"), and International Enterprise Singapore will open more doors for Singaporean firms in Myanmar. The new investment by-laws which came into effect in April 2017, provide investors with a more cohesive and modern legal framework, which aims to improve transparency and reduce red tape. Meanwhile, the imminent passing of the new Companies Act is expected to have a profound impact on foreign investment into local companies, and maybe a catalyst for accelerated growth.

According to the Asian Development Bank ("ADB"), Myanmar's estimated GDP growth slowed to 6.4% in 2016, from 7.3% in the previous year[2], reflecting a weak external environment, unfavourable weather, and uncertainties about the economic policy during the political transition. However, the ADB estimates that with improved external factors including favourable global commodity prices and stronger demands from trading partners, the economy is expected to recover with growth to around 7.7% in 2017 and 8.0% in 2018[2]. It is important to note that these growth estimates compare favourably with its Asian neighbours and Myanmar remains one of the fastest growing economies in the world.

As the Myanmar economy moves from being principally agrarian and resource-based to one encompassing manufacturing, exports and digital, the need for essential infrastructure to enhance connectivity between regions within Myanmar becomes critical. The rise in infrastructure investment will likely result in increased demand for construction equipment where Yoma Strategic is well-positioned with our JCB distributorship.

Likewise, the number of middle-income consumers is expected to double by 2020 and will naturally increase the demand for consumer goods and services, bringing a promising impact to our food and beverage retailing, distribution and cold chain logistics platform. As Myanmar leapfrogs into becoming a digital economy, we believe that our telecommunications towers business is central to providing the backbone for greater mobile penetration.

Greater affordability for housing supported by the recent introductions of long-term loans into the market, which did not exist in the past, is expected to bring about a significant increase in the demand for housing and will benefit our Real Estate business. The future indeed looks bright.

1 http://www.dica.gov.mm/sites/dica.gov.mm/files/document-files/year_country_final.pdf
2 http://www.adb.org/countries/myanmar/economy

Chairman's Message

Artist Impression of Yoma Central & The Peninsula Yangon

OPTIMISTIC ON REAL ESTATE

The real estate market had a cyclical slowdown over the past two years dampening much of the frenzied speculation. I consider this to be an overall positive movement. Yoma Strategic's strong land bank of some 10 million square feet of land development rights comprising Pun Hlaing Estate, StarCity and our iconic downtown project, Yoma Central and The Peninsula Yangon, places us in a good position to weather any cyclical ups and downs in the next decade and further.

PARTNERSHIP APPROACH

As a Group, we have focused on improving our operational processes and building up our management talent pool over the years. I am proud to see more of our younger executives assuming leadership roles within the Group, as they have been our most important investment. Additionally, having integrity and corporate governance as part of our core values has also helped us to attract talented people to come to work for us.

I am immensely proud that our reputation of being a good business partner and corporate citizen has gained traction among the international community. Yoma Strategic has become the partner of choice for many multinational corporations wishing to enter the Myanmar market. Our list of distinguished partners is long and growing and they are involved in different areas like financing (IFC, ADB), Real Estate (Mitsubishi Corporation, Mitsubishi Estate, The Hongkong and Shanghai Hotels), Consumer (Yum! Brands, Metro Group, Kokubu & Co), telecommunications towers (edotco), power generation (Norfund), and in the case of Automotive & Heavy Equipment (Mitsubishi Corporation, Sumitomo Corporation, Volkswagen, New Holland, and most recently, JCB).

The Group will continue to work with our strategic partners to address the many needs of the country. We intend to progressively develop businesses that can address specific opportunities in Myanmar and grow them in a sustainable manner. Some of these may ultimately become core

Artist Impression of Lotus Hill Clubhouse

businesses for Yoma Strategic, while others will remain as investments or be spun-off to stand on their own. For example, our tourism assets are currently in the process of being spun-off in a separate listed platform as we await the necessary regulatory approvals.

PRIMING UP FOR GROWTH

As you can see, Yoma Strategic is readying itself for a very exciting future. For some of you who have been on our shareholders' trips to Myanmar, you would have had the first-hand opportunity to see our progress over the years and how the market has developed. Over the last four years, we had hosted more than 250 shareholders coming from Europe, the United States and a number of countries across Asia. In the recent shareholders' trip in March of this year, the participants were kept appraised of the Group's recent developments and had the opportunity to visit our New Holland and JCB sales offices, Mitsubishi Motors' showroom, KFC store, Dulwich College at Pun Hlaing Estate, as well as Pun Hlaing Estate and StarCity. I enjoyed meeting with you all and wish to thank you once again for taking the time to visit us, and showing your keen interest in wanting to know us better, thus making our interactions more fruitful and meaningful.

In closing, I would like to once again express my appreciation to our Board of Directors for their sound leadership and to our management team and staff for their hard work and diligence. Lastly, I wish to also thank our business partners, business associates and shareholders for their unwavering support as Yoma Strategic continues to prime itself for a brighter future ahead.

Mr. Serge Pun
Executive Chairman

CEO's Message

Mr. Melvyn Pun
Chief Executive Officer

Dear Shareholders,

I am pleased to report that Yoma Strategic has delivered another solid performance for FY2017. In FY2017, the Group recorded a healthy revenue growth of 11.0% to S$124.2 million from S$111.9 million in the preceding financial year ("FY2016"), with a slight decrease in net profit of 3.2% to S$42.6 million.

ANOTHER YEAR OF SOLID ACHIEVEMENT

FY2017 was a transition year not only for Myanmar under the newly elected NLD government, but for the Company as well. Just within a period of three years, we have successfully transitioned from a substantially real estate led company to a more balanced diversified conglomerate.

The Group's non-real estate businesses contributed 46.6% to the total FY2017 revenue, ahead of its progress towards our 2020 target. During this transition, we have maintained our profitability with an improvement in gross profit margins, while reducing the reliance on our higher margin Real Estate businesses.

Our non-real estate businesses continued to record strong growth and we have managed to build these businesses by partnering with some of the best brands in the world. Our diversified portfolio of businesses will continue to give us strength and resilience to drive growth, while capitalising on changes in the future business environment.

BROADENING OUR REAL ESTATE OFFERINGS

We continue to focus on growing our Real Estate business despite a relatively soft real estate market in terms of sales over the past 12 to 24 months. We believe that the long-term potential of the real estate market remains attractive and should improve together with business sentiments. As a leading real estate developer in Myanmar with a large land bank, we have the scope and agility to capitalise on the growth of the real estate sector.

The pace of urbanisation remains healthy in Yangon. The enactment of the Condominium Law which will enable banks to provide mortgages to condominium owners will also help to improve affordability. The growing population and a growing middle class in Yangon are expected to drive the demand for reasonably priced housing.

In StarCity, we have re-configured the current phase of StarCity's development into smaller units to enhance affordability. In Pun Hlaing Estate, we have also widened the product offering by offering a range of townhouses, semi-detached villas and luxury villas at different price points to attract different customer segments. The Group will continue to be sensitive to market needs and explore opportunities to reduce cost to offer more reasonably priced housing, especially at StarCity.

The number of residents at our estates has been growing and the Group will continue to position itself for the future by innovating and enhancing the community value of its real estate developments. The opening of the two Dulwich Colleges at Pun Hlaing Estate and StarCity will further enhance the attractiveness of both communities as housing options for families.

Meanwhile, Yoma Central and The Peninsula Yangon (together, previously known as the Group's Landmark Development project) have achieved several milestones including obtaining approval by the MIC and their listing as Permanent Investments during the year. Major demolition and construction works have commenced and we look forward to sharing more updates with you as construction progresses.

SCALING UP THE AUTOMOTIVE & HEAVY EQUIPMENT PLATFORM

Our concerted efforts to grow our Automotive & Heavy Equipment division into a sturdy pillar for the Group have borne fruit, with the division contributing 30.7% of our revenue in FY2017.

Our Automotive & Heavy Equipment business has thus far been driven by our New Holland tractor business, which has benefited from Myanmar's efforts to modernise the agriculture sector. We are pleased that New Holland has established itself as one of the leading tractor brands in the country, which is underlined by an order of 600 tractors to be delivered to farmers in coordination with the government's Agriculture Mechanisation Department.

More recently, the Group started operations in January 2017 as the exclusive distributor of JCB construction equipment in the country. We believe the JCB brand, which offers high-quality and cost-efficient equipment globally, will attract strong demand as Myanmar develops its infrastructure. We are confident in developing our JCB business into a major contributor to the Group similar to how we have grown our New Holland tractor business.

We are pleased to see that Yoma Fleet has been recording strong growth since the business started in 2014. In FY2017, its fleet size grew by 62.7% to 540 vehicles. We expect its growth to remain healthy and that it will provide a good source of recurring income for the Group.

MORE OPPORTUNITIES TO GROW OUR CONSUMER PLATFORM

Myanmar's domestic consumption patterns continue to evolve, and we are seeing a growing middle class with increased spending power. Our KFC business has enjoyed healthy growth and is on track with its targeted store openings while improving its overall operational efficiency. Strong customer loyalty is the foundation of our growing success as we expand our presence across the country. In FY2017, we met our target of 12 stores in operation, and more recently, we opened our first KFC store outside of Yangon in Mandalay. We are planning to increase the total store count to 22 nationwide by the end of FY2018.

As for our distribution and logistics platform, we have broadened our business scope by partnering with Metro Group from Germany, one of the world's leading wholesale and food retailers, to establish a one-stop food distribution platform in Myanmar. This partnership will dovetail nicely with our cold chain logistics joint venture with Kokubu Group to enhance our distribution business. Together with our investment in Access Myanmar Distribution Company, we will have the opportunity to build a nationwide food and beverage distribution network.

We continue to see strong growth in the consumer space, and will look to expand our food and beverage related businesses when the opportunity arises.

RECYCLING OF CAPITAL

A year ago, we said that we would like to focus on growing our core businesses and would help to fund the growth by streamlining and monetising some of our non-core assets. We are pleased to have seen substantial progress. Our telecommunications towers investment had grown more than three times in value to US$70 million. As such, we made the decision to dispose of half of our 25% stake in edotco Investments Singapore Pte. Ltd.

While we remain positive on the tourism sector, we believe the proposed divestment of our tourism-related assets into a dedicated platform, in partnership with other tourism players in Myanmar, will unlock better value for our shareholders in the long run.

As we build our core businesses, we will continue to rebalance our investment portfolio by constantly assessing the long-term potential of our investments, while unlocking value and recycling capital for better returns.

FOCUS AND DISCIPLINE

As we look ahead, Myanmar is expected to see a pick-up in economic activities that will have a positive impact on all of our businesses. We will continue to focus on enhancing operational execution for each business and will sharpen our core competencies through innovation and customer insight to strengthen the Group's leadership position.

ACKNOWLEDGEMENTS

I would like to express my sincere appreciation to our Board of Directors for the hard work and valuable input, and to our many partners and stakeholders for their unwavering support. I would also like to thank our staff for their dedication and agility in driving strong growth in our key businesses while steering through the slower growth areas. I believe we have built a solid foundation for Yoma Strategic that puts us in a strong position to seize new opportunities and overcome challenges and to grow the Group as a best-in-class business group in Myanmar.

Mr. Melvyn Pun
Chief Executive Officer

Board of Directors

Mr. Serge Pun
Executive Chairman

Serge Pun	**Executive Chairman**
Board Committee(s) served on:	Nil
Present Directorships in listed companies (as at 28 June 2017):	• First Myanmar Investment Company Limited • Myanmar Thilawa SEZ Holdings Public Limited
Past Directorships in listed companies held over the preceding 3 years:	Nil
Education and Achievements:	Awarded the special honor of being selected as one of the 65 outstanding Overseas Chinese Models worldwide to feature on a series of commemorative postage stamp celebrating the 65th anniversary of the People's Republic of China (2014)
Date of Appointment:	17 August 2006
Last Re-elected:	27 July 2015

Mr. Serge Pun is a Myanmar national and the Chairman of Serge Pun & Associates (Myanmar) Limited ("SPA"). In 1983, Mr. Pun founded Serge Pun & Associates Limited in Hong Kong SAR and eventually returned to the country of his birth to establish SPA in 1991.

In 1992, Mr. Pun established First Myanmar Investment Company Limited ("FMI") as one of the earliest public companies (unlisted) in Myanmar. In 2006, he led Yoma Strategic to a successful listing on the mainboard of the Singapore Stock Exchange, and in 2016, FMI became the first company to list on the Yangon Stock Exchange.

Mr. Pun is a member of the World Economic Forum's ASEAN Regional Strategy Group and ASEAN Regional Business Council. He is a standing member of the Chinese People's Political Consultative Conference of Dalian and a member of the Asia Business Council. He is the Chair of the International Advisory Board of Singapore Management University for Myanmar and served as an Honorary Business Representative of the International Enterprise Singapore for Myanmar from 2004 till 2006. Mr. Pun is a frequent speaker in international forums on Myanmar and ASEAN.

Mr. Melvyn Pun
Chief Executive Officer and Executive Director

Mr. Cyrus Pun
Head of Real Estate and Executive Director

Melvyn Pun	**Chief Executive Officer and Executive Director**
Board Committee(s) served on:	NGC (Member)
Present Directorships in listed companies (as at 28 June 2017):	Nil
Past Directorships in listed companies held over the preceding 3 years:	Nil
Education and Achievements:	Bachelor of Arts (First Class Honours), Masters of Engineering and Masters of Arts, University of Cambridge (2000)
Date of Appointment:	27 July 2015
Last Re-elected:	Not Applicable

Mr. Melvyn Pun was the Alternate Director to Mr. Serge Pun at Yoma Strategic and the Chief Executive Officer of SPA between 2013 and 2015. Since his appointment as the Chief Executive Officer of Yoma Strategic, he has been extensively involved in developing the Group's relationships with key parties, including Mitsubishi Corporation, IFC, ADB, Yum! Brands, Parkson, New Holland, JCB, Dulwich College International and Kokubu, amongst others.

Prior to joining SPA, Mr. Pun spent 12 years at Goldman Sachs in Hong Kong SAR, where he was Managing Director, Head of Asia Ex-Japan Corporate Solutions Group. He has extensive financial and corporate experience in various markets across Asia such as Greater China, Southeast Asia and Korea where he provided corporations and non-profit organisations with financial services that included fund raising, investments and risk management.

Cyrus Pun	**Head of Real Estate and Executive Director**
Board Committee(s) served on:	Nil
Present Directorships in listed companies (as at 28 June 2017):	Nil
Past Directorships in listed companies held over the preceding 3 years:	Nil
Education and Achievements:	Bachelor's Degree in Economics, London School of Economics (2003)
Date of Appointment:	21 February 2011
Last Re-elected:	27 July 2015

Mr. Cyrus Pun commenced his career in China, PRC with an established manufacturer of building materials, where he headed a team to develop the export and trading market. In February 2007, Mr. Pun joined SPA and assumed a leading role in the development of Grand Central in Dalian, PRC — a real estate project undertaken by SPA Grand Central (Dalian) Enterprise Co., Ltd.

Prior to joining SPA in 2007, Mr. Pun worked for Hutchison Port Holdings in the South China Commercial Division based in Hong Kong SAR. He was appointed as the Head of Corporate Development of Yoma Strategic in June 2010 and an Executive Director in February 2011. Subsequently, he headed various corporate exercises to identify, develop and evaluate existing businesses and new business opportunities for the Group.

Board of Directors

Mr. Adrian Chan
Lead Independent Director

Mr. Basil Chan
Non-Executive Independent Director

Adrian Chan	**Lead Independent Director**
Board Committee(s) served on:	NGC (Chairman), RC (Chairman), ARMC (Member)
Present Directorships in listed companies (as at 28 June 2017):	• Global Investments Limited • Nobel Design Holdings Limited • Ascendas Funds Management (S) Limited • Hong Fok Corporation Limited
Past Directorships in listed companies held over the preceding 3 years:	• Isetan (Singapore) Limited • AEM Holdings Ltd • Biosensors International Group Limited
Education and Achievements:	Bachelor of Laws (Honours), National University of Singapore (1989)
Date of Appointment:	17 August 2006
Last Re-elected:	26 July 2016

Mr. Adrian Chan is the Head of the Corporate Department and a Senior Partner at the law firm, Lee & Lee. He is a Board member of the Accounting and Corporate Regulatory Authority of Singapore ("ACRA") and serves on the Legal Service Commission. He was formerly the First Vice-Chairman of the Singapore Institute of Directors ("SID").

He currently serves as the Chairman of both the Corporate Practice Committee of the Law Society of Singapore and the Panel of the Institute of Corporate Law at ACRA. He has been appointed by the SGX to its Catalist Advisory Panel.

Basil Chan	**Non-Executive Independent Director**
Board Committee(s) served on:	ARMC (Chairman), NGC (Member), RC (Member)
Present Directorships in listed companies (as at 28 June 2017):	• Grand Banks Yachts Limited • Global Invacom Group Limited • AEM Holdings Limited
Past Directorships in listed companies held over the preceding 3 years:	• Singapore eDevelopment Limited • SBI Offshore Limited
Education and Achievements:	Bachelor of Science (Economics) Honours Degree in Business Administration from the University of Wales Institute of Science & Technology, U.K. (1977) and ACA, Institute of Chartered Accountants in England and Wales (1981)
Date of Appointment:	17 August 2006
Last Re-elected:	27 July 2015

Mr. Basil Chan is the Founder and Managing Director of MBE Corporate Advisory Pte. Ltd. Mr. Chan has more than 35 years of experience in audit, financial and general management, having held senior financial and management positions in both private and listed companies.

Mr. Chan was formerly a director and a member of the Governing Council of the SID for almost 12 years. He is currently a member of the Audit Committee Chapter of SID. He was a member of the Corporate Governance Committee in 2001 that developed the Singapore Code of Corporate Governance and was a former member of the Accounting Standards Committee and the Auditing and Assurance Standards Committee of the Institute of Singapore Chartered Accountants ("ISCA").

He currently sits on the Corporate Governance and Risk Management Committee of ISCA as its Deputy Chairman. He is a Chartered Accountant by training and is a member of the Institute of Chartered Accountants in England and Wales as well as a member of ISCA. He is a Fellow of the Singapore Institute of Directors.

Ms. Wong Su-Yen
Non-Executive Independent Director

Dato Timothy Ong Teck Mong
Non-Executive Independent Director

Wong Su-Yen	**Non-Executive Independent Director**
Board Committee(s) served on:	ARMC (Member), RC (Member)
Present Directorships in listed companies (as at 28 June 2017):	Nera Telecommunications Ltd
Past Directorships in listed companies held over the preceding 3 years:	Nil
Education and Achievements:	Bachelor of Arts (summa cum laude) in Music and Computer Science from Linfield College (1989) and M.B.A. from the University of North Carolina at Chapel Hill (1993)
Date of Appointment:	15 December 2015
Last Re-elected:	26 July 2016

Ms. Wong Su-Yen brings over 20 years of experience in driving business strategy, strategic talent development, organisational transformation, operations re-design and risk management. She is the Chief Executive Officer of the Human Capital Leadership Institute, and the Chairman of the Board of Nera Telecommunications Ltd. She also serves on the board of MediaCorp and NTUC First Campus.

Previously she was the Chairman (Singapore) for Marsh & McLennan Companies and the Managing Director, Southeast Asia at Mercer. Prior to that, she was the Asia Managing Partner for the Communications, Information & Entertainment practice at Oliver Wyman. She has worked across North America and Asia, and was previously based in Boston, Bangkok, Hong Kong SAR, Beijing and Seoul.

Dato Timothy Ong	**Non-Executive Independent Director**
Board Committee(s) served on:	ARMC (Member)
Present Directorships in listed companies (as at 28 June 2017):	TEE Land Limited
Past Directorships in listed companies held over the preceding 3 years:	Nil
Education and Achievements:	Bachelor of Arts (Honours) Degree in Economics and Political Science from the Australian National University and a Master of Science (with Distinction) in International Relations from the London School of Economics (1982)
Date of Appointment:	20 May 2016
Last Re-elected:	26 July 2016

Dato Timothy Ong is a leading Brunei businessman who served as the Acting Chairman of the Brunei Economic Development Board (BEDB) from 2005 to 2010. Dato Ong is a member of a number of leading Brunei and regional boards including Asia Inc Forum, Baiduri Bank Group, National Insurance of Brunei, Hotel Associates Sdn Bhd and the Asian Advisory Board of Prudential Financial. He is also a member of the Board of Governors of the Asian Institute of Management (AIM) and a Trustee of the Ramon Magsaysay Awards Foundation.

Dato Ong has represented Brunei in a number of regional councils including the APEC Business Advisory Council (ABAC), which he chaired in 2000, the APEC Eminent Persons Group, ASEAN-Japan Business Meeting and the Pacific Economic Cooperation Council. He is also the recipient of various state honours, including the Most Honorable Order of Seri Paduka Mahkota Brunei (Second Class) (DPMB) by His Majesty, the Sultan of Brunei, which confers the title 'Dato Paduka', and the Grand Cross of the Order of Bernardo O'Higgins (highest civilian award) by the President of Chile for his contribution to regional economic cooperation.

Key Management Team

Mr. Serge Pun
Executive Chairman

Mr. Melvyn Pun*
Chief Executive Officer and Executive Director

Mr. Cyrus Pun*
Head of Real Estate and Executive Director

Mr. JR Ching*
Chief Financial Officer

Mr. JR Ching joined the Group in May 2013 and was appointed as Chief Financial Officer in May 2015 to oversee the Group's financial functions and strategic business development. Prior to this role, he served as the Group's Head of Business Development where he was responsible for developing the Group's businesses and new business areas, overseeing acquisition and investment opportunities and reviewing the Group's overall business strategy.

Mr. Ching also oversees the Group's KFC Myanmar business.

Mr. Ching graduated as a Morehead Scholar from the University of North Carolina at Chapel Hill with a Bachelor of Arts Degree in International Studies with the Highest Distinction. He then spent over a decade at Goldman Sachs in the Fixed Income, Currency & Commodities, Capital Markets and Investment Banking Divisions in London and Hong Kong, where he was most recently the Head of Structured Finance for the Asia- Pacific ex-Japan region. Mr. Ching has extensive financial and corporate experience in a wide range of business sectors and had executed investing, financing and risk management transactions across Asia, the Middle East, Europe and North America.

Ms. Loo Hwee Fang*
Group General Counsel and Company Secretary

Ms. Loo Hwee Fang was appointed as Group General Counsel in April 2013. Prior to that she was with Lee & Lee for 13 years and was a Partner in their Corporate Department since 2006. Her main area of legal practice was in corporate finance, capital markets and fund management and her scope of work included advising on fund raising, mergers and acquisitions, stock exchange procedures, compliance and corporate governance issues. Ms. Loo is listed in The Legal 500's first ever GC Powerlist for South-East Asia which was launched in February 2017. She was also previously included in The Legal 500's GC Powerlist for Asia Pacific in 2014.

Ms. Loo graduated from the University of Sheffield, England, with an L.L.B (Hons) Degree in 1996. She is also a Barrister in-law, having been called to the English Bar at Gray's Inn, England and Wales in 1997, and was admitted to the Singapore Bar in 1998.

Ms. Joycelyn Siow
Group Financial Controller

Ms. Joycelyn Siow joined as Group Finance Manager in June 2008 and was subsequently promoted to Group Financial Controller in May 2013. Prior to joining the Group, Ms. Siow had 10 years of audit experience in international audit firms where she was involved in audit services for publicly listed companies, multinational corporations, and small and medium sized enterprises. Besides audit work, Ms. Siow was also involved in special assignments such as internal audit, the preparation of accountants' report for Initial Public Offerings and Reverse Takeovers and due diligence reviews.

Ms. Siow graduated from Singapore Polytechnic with a Diploma in Banking and Financial Services and later went to pursue her ACCA qualification.

Ms. Win Min Htwe
Head of Risk Management and Assurance
Financial Management

Ms. Win Min Htwe was appointed as Head of Risk Management and Assurance in March 2013. Ms. Htwe possesses over 20 years of professional experience in private, public and government corporations across various industries including consulting, financial services, auditing, insurance, IT, mining, manufacturing, utilities and FMCG.

Ms. Htwe holds a Masters of Applied Finance from the University of Western Sydney, Australia and a Masters of Business Administration from the Sydney Graduate School of Management, Australia. Ms. Htwe is a member of the Australian Institute of Company Directors, the Institute of Internal Auditors Australia, the Australian Institute of Management and the Financial Services Accountants Association of Australia.

Mr. Martin Appel
Head of Human Resources

Mr. Martin Appel was appointed as Head of Human Resources in August 2016. Prior to joining the Group, he held executive HR roles at Bank of America Merrill Lynch, Honeywell and IBM. Originally from South Africa, Mr. Appel has lived and worked in Asia including Singapore, Bangalore and Johore Bahru since December 2000. He is currently based in Yangon, Myanmar.

Mr. Appel graduated from the University of Kwa Zula Natal (formerly the University of Natal), Durban, South Africa with a BA Degree from the University of the Witwatersrand, Johannesburg, South Africa with a Bachelor of Education (Hons).

Real Estate

Mr. Peter Crowhurst
Head of Asset Management, Real Estate

Mr. Peter Crowhurst joined as Head of Real Estate Asset Management in January 2013 and is responsible for the operation and investment performance of the Group's real estate assets. Prior to joining Yoma Strategic, Mr. Crowhurst spent 10 years with ING Real Estate Investment Management as Head of Asset Management for China and Country Manager for Taiwan, managing assets for co-mingled funds and the company's balance sheet. He was the portfolio manager

* These are key executives as defined in Chapter 7 of the SGX-ST Listing Manual.

for ING Life for their real estate transactions in Taiwan. Mr. Crowhurst has extensive experience in all real estate asset classes that include, but are not limited to, full service hotels, retail centres, residential development and commercial properties, both as an operating general manager and asset manager.

Mr. Crowhurst is a full member of the Institute of Hospitality, the UK professional body for hospitality excellence, and studied at Ealing College, London and Cornell University, New York.

Mr. Steven Nelson
Head of Project Management, Real Estate

Mr. Steven Nelson was appointed as the Project Director of Pun Hlaing Estate in February 2001. He has been with the enlarged SPA group since March 1995.

Mr. Nelson was born and educated in Australia where he obtained a Building Diploma in 1977. He has extensive experience in the areas of construction engineering management, quantity survey, design management, infrastructure development and project management in Asia and Australia.

Mr. Stephen Purvis
Project Director, Real Estate

Mr. Stephen Purvis was appointed as the Project Director for Yoma Central in April 2015. He joined the Group in December 2013 as the Project Director for StarCity and spearheaded the master planning of the estate. Mr. Purvis has more than 30 years of experience in the real estate market including developing substantial mixed-use city centre projects in emerging and developed markets.

Prior to joining the Group, Mr. Purvis was a director at Coral Capital Group Ltd, a Cuba-focused country fund, where he oversaw long-term equity real estate projects, including the design, funding, construction and operation of a portfolio of hotels under the Hotel Saratoga brand. Notably, he master planned the new container port and economic zone of Mariel with partner Dubai Ports World and was also the project manager for high profile clients such as the Prince of Wales Foundation.

Mr. Purvis is a chartered member of the Royal Institute of British Architects and holds a Bachelors of Arts (Hons) Degree in Architecture from Newcastle University, England and a Bachelors in Architecture from Westminster University, England.

Mr. Kyaw Thu Tun, Paul
Project Director, Real Estate

Mr. Kyaw Thu Tun, Paul was appointed as the Project Director for Pun Hlaing Estate in June 2014. He joined the Group in 2002 as a project manager for Pun Hlaing Estate where he was a key team member in the development and management of Pun Hlaing Estate.

Mr. Kyaw graduated from Rangoon Institute of Technology (RIT) with a Bachelor of Engineering (Mechanical) Degree in 1984. He has extensive experience in the Myanmar real estate market and has overseen the development of several large-scale projects from construction to project management.

Automotive & Heavy Equipment

Mr. Michael Rudenmark
Head of Automotive

Subsequent to the acquisition of German Car Industries ("GCI") by Yoma Strategic in March 2013, Mr. Michael Rudenmark was appointed as Head of Automotive and is responsible for growing the Group's Automotive division, including exploring and evaluating opportunities to secure new automotive brands for the Group.

Mr. Rudenmark has lived in Yangon more than 20 years and has extensive experience in the Myanmar automotive market as the Founder and Managing Director of GCI, an automobile sales and after-sales company since April 1996.

Mr. Gerhard Hartzenberg
Head of Heavy Equipment

Mr. Gerhard Hartzenberg joined the Group in January 2015. Prior to joining the Group, he spent more than 30 years in the automotive and related industries with companies including Super Group Industrial Products, John Deere and Imperial in South Africa. He has extensive experience in sales and marketing, operations, network development, training and brand establishment.

Mr. Hartzenberg was most recently the Chief Operating Officer for Powerstar, overseeing a network of 56 dealers. He is a member of the John Deere International Marketing Leadership Council, Toyota S.A Dealer Council and Toyota Wings Club. He has also received several awards including three Chairman's awards from Toyota/Hino and General Motors between 1990 and 2005.

Mr. Allan Davidson
Head of Yoma Fleet

Mr. Allan Davidson joined the Group in November 2013. Prior to joining the Group, he spent more than 25 years in the vehicle leasing and rental industry in Australia, Papua New Guinea, New Zealand and Thailand.

Mr. Davidson headed up a joint venture that started the Budget Rent A Car franchise in Thailand. During his 8 years there, he grew the business into a market leader with more than 1,450 vehicles across 25 locations while enduring the effects of the 1997 Asian financial crisis. He is a Member of the Military Division of the Order of Australia (AM).

Consumer

Mr. Yue Wai Khin
Chief Operating Officer, KFC Myanmar

Mr. Yue Wai Khin joined the Group in December 2014 to oversee the daily operations, recruiting and training and supply chain management functions of KFC Myanmar. Prior to joining the Group, he spent more than 25 years in the food and beverage industry at KFC/Pizza Hut Malaysia with extensive experience in sales and operations, staff development and training and brand development.

Mr. Yue was previously the Deputy General Manager for the Pizza Hut Dine-In segment, overseeing 115 restaurants. He was also the Deputy General Manager of Field Human Resources at KFC and the Head of Field Human Resources at Pizza Hut. Mr. Yue has received several awards for both Operations Excellence and Training and Development from Yum! Brands and is certified as a Yum! Master Trainer in Malaysia.

Group Structure

Yoma Strategic Holdings Ltd.[1]

Updated as at 28 June 2017
Unless otherwise stated, effective interests are held through direct or deemed wholly-owned subsidiaries.

The complete list of subsidiary corporations and associated companies is available at the Company's website: www.yomastrategic.com

REAL ESTATE

DEVELOPMENT PROPERTIES

Pun Hlaing Estate	
Yoma Development Group Limited	**100%**
Lion Century Properties Limited	**100%**
Pun Hlaing Lodge Limited	**100%**[2]
StarCity	
Thanlyin Estate Development Limited	**70%**
Yoma Central & The Peninsula Yangon	
Meeyahta Development Limited	**48%**[3]
Peninsula Yangon Holdings Pte. Limited	**24%**

INVESTMENT PROPERTIES

Star Residence & Commercial Units at StarCity	
Thanlyin Estate Development Limited	**70%**
The Residence at Pun Hlaing	
Yoma Development Group Limited	**100%**
Dulwich College Yangon	
Yangon Sand Industries Limited (Pun Hlaing Campus)	**100%**
Star City International School Company Limited (StarCity Campus)	**70%**
Dalian Shopping Mall	
XunXiang (Dalian) Enterprise Co., Ltd.	**100%**

CONSTRUCTION & PROJECT SERVICES

SPA Project Management Services Limited	**100%**
SPA Design Pte. Ltd.	**100%**
BYMA Pte. Ltd.	**40%**

AUTOMOTIVE & HEAVY EQUIPMENT

HEAVY EQUIPMENT

New Holland	
Convenience Prosperity Company Limited	**100%**
Yoma JCB	
Convenience Prosperity Company Limited	**100%**

FLEET LEASING

Yoma Fleet	
Yoma Fleet Limited	**100%**

PASSENGER & COMMERCIAL VEHICLES

Volkswagon	
Yoma German Motors Limited	**100%**
German Car Industries Company Limited	**100%**
Mitsubishi Motors	
MM Cars Myanmar Limited	**50%**
Hino Motors	
Summit SPA Motors Limited	**40%**
Bridgestone Tyres	
First Japan Tire Services Company Limited	**30%**
Denso	
D Service (Myanmar) Limited	**40%**

CONSUMER

FOOD & BEVERAGE RETAIL	
KFC	
Summit Brands Restaurant Group Company Limited	**100%**
FOOD & BEVERAGE DISTRIBUTION	
Access Myanmar Distribution Company Limited	**30%[4]**
METRO Wholesale Myanmar Ltd.	**15%[5]**
COLD CHAIN LOGISTICS	
KOSPA Limited	**50%**

INVESTMENTS

TOURISM	
Shwe Lay Ta Gun Travels & Tours Company Limited (Balloons over Bagan)	**70%[2,6]**
Chindwin Investments Limited	**70%[2,6]**
TELECOMMUNICATIONS TOWERS	
edotco Investments Singapore Pte. Ltd.	**12.5%**
OTHERS	
Agriculture	
Plantation Resources Pte. Ltd.	**100%**
Yoma Agriculture Company Limited	**100%**
Mitsubishi Elevators	
MC Elevator (Myanmar) Limited	**40%**
Mandalay Airport	
MC-Jalux Airport Services Company Limited	**9%**
Private Investments	
Welbeck Global Limited	**100%**
Distributed Power Network	
Yoma Micro Power (S) Pte. Ltd.	**47.5%**

1. All interests are held by a wholly-owned intermediary holding company, Yoma Strategic Investments Ltd.
2. To be spun-off into an independent platform
3. Ultimate effective interest will be 48% upon the satisfaction of certain conditions
4. Effective interest held through a 60%-owned subsidiary, Access Myanmar Holding Company Pte. Ltd.
5. Effective interest will be 15% upon the receipt of requisite approval for allotment
6. Effective interest held through a 70%-owned subsidiary, Chindwin Holdings Pte. Ltd.

Group Businesses

StarCity Landscape

The Group has three core business pillars and a portfolio of investments which allow it to capture opportunities in other fast growing sectors.

REAL ESTATE

The Group focuses on large-scale developments that are shaping and transforming Yangon's cityscape.

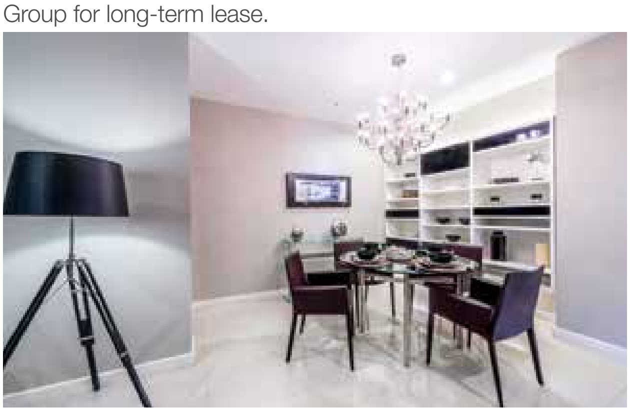
Development Properties

StarCity

StarCity, "The Star of Yangon", is a development located between the city centre of Yangon and the Thilawa Special Economic Zone. Targeting the middle- to upper-income market segments, the 135-acre community estate is being developed in phases and is expected to feature some 10,000 homes and 1.7 million square feet of commercial space upon completion.

Artist Impression of Lotus Terrace at Pun Hlaing Estate

The community at StarCity is flourishing and becoming more vibrant. In the past year, the number of residents living in StarCity has grown by 20%. As at 31 March 2017, a total of 1,805 apartment units had been handed over to home owners, with a further 150 units in Star Residence managed by the Group for long-term lease.



Artist Impression of StarCity Interior

The Group had sold more than 2,000 apartments as at 31 March 2017 in StarCity. It is now into its third phase of development with Galaxy Towers comprising 6 residential towers with 1,038 apartments for sale. The land development rights ("LDRs") in relation to Galaxy Towers were sold to a third party investor in September 2014 and the Group is managing the construction and sales of the units. As at 31 March 2017, about 30% of the 381 initial launched units in this phase had been sold.

Pun Hlaing Estate

Pun Hlaing Estate is a 652-acre beautifully landscaped oasis of luxury homes set on a peninsula between the Hlaing and Pun Hlaing Rivers. The lush communal green spaces and tranquil living environment of the estate, featuring a world class 18-hole Gary Player golf course, offers a unique lifestyle for families.

The Group had sold more than 400 properties as at 31 March 2017 and is now into its next phase of development which includes the Lotus Hill, Lotus Place, Lotus Terrace and Golf Course View Villa developments comprising 144 units of villas, townhouses, semi-detached houses and apartments. As at 31 March 2017, about 60% of the 92 initial launched units in this phase had been sold.

Yoma Central and The Peninsula Yangon

Situated on a 10-acre downtown site at the heart of the central business district with about 2.44 million square feet of gross floor area, Yoma Central and The Peninsula Yangon have been approved by Myanmar Investment Commission for a total of investment of more than US$700 million.

The projects are collaborations with several international corporations and financiers including The Hongkong and Shanghai Hotels, Limited, Mitsubishi Companies[1], First Myanmar Investment Company Limited, International Finance Corporation and the Asian Development Bank.

Designed by prominent architect, Cecil Balmond OBE, Yoma Central is an integrated development featuring Peninsula-branded luxury residences, two Grade A office towers, a business hotel and serviced apartments, all of which will be connected seamlessly by a retail podium. Anchoring the site is the former headquarters of the Burma Railway Company which will be restored into The Peninsula Yangon, a luxury hotel that will bring a new level of distinction to the Myanmar hospitality scene.

Yoma Central and The Peninsula Yangon are expected to be completed in FY2021, and the Group is targeting to launch the sale of the luxurious Peninsula Residences in FY2018.

Investment Properties

Star Residence at StarCity & The Residence at Pun Hlaing

The Group owns a 150-unit apartment block in StarCity Zone A known as Star Residence and a 16-unit apartment block in Pun Hlaing Estate, known as The Residence at Pun Hlaing. These apartments are popular rental options for expatriates and multinational corporations.

Dulwich College Yangon

The Group is building two new international school campuses, under the Dulwich College Yangon brand at Pun Hlaing Estate and StarCity to enhance the community value of its real estate developments. Dulwich College International will operate both international schools, making Dulwich College Yangon the first international school in Myanmar with a direct link to a renowned British independent school in the United Kingdom. The first phase of both Dulwich College Yangon campuses is scheduled for completion by September 2017 and they will form part of the Group's investment properties portfolio.

Commercial Units at StarCity

The Group owns approximately 72,000 square feet of commercial space in StarCity Zones A2 to A5, which are leased out to a variety of retail shops, restaurants and services ranging from fitness to banking services.

Dalian Shopping Mall

The Group owns approximately 320,000 square feet of a retail mall in Dalian PRC. This is is a non-core asset of the Group.

Construction and Services

The Group has a construction unit known as BYMA Pte. Ltd., which is a joint venture between Dragages Singapore Pte. Ltd, a member of Bouygues Construction and the Group. The Group also owns a project management & design company that provides real estate services. The Group has built up its Estate Management team to over 300 staff, providing professional management services which include customer service, utility and IT operations, landscaping, housekeeping, security, repair and maintenance for its residents.

Artist Impression of Yoma Central and The Peninsula Yangon

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[1] Mitsubishi Corporation and Mitsubishi Estate (together, the "Mitsubishi Companies") have established a joint venture with Japan Overseas Infrastructure Investment Corporation for Transport & Urban Development (JOIN) known as MMJ Yangon Development Pte. Ltd., to hold their 30%-interest in the Yoma Central project. JOIN is the first and only government-private sponsored fund in Japan that specialises in overseas infrastructure investment (Source:http://www.join-future.co.jp).

Group Businesses

AUTOMOTIVE & HEAVY EQUIPMENT

The Group offers a comprehensive product range across agriculture equipment, construction equipment, passenger cars, commercial vehicles, parts and tyres and fleet leasing solutions to customers.

Heavy Equipment

The Group's wholly-owned subsidiary, Convenience Prosperity Company Limited ("CPCL"), is the distributor and after-sales service provider for New Holland tractors and JCB construction equipment in Myanmar.

Driven by the modernisation of Myanmar's agriculture industry, New Holland tractors has established a market leading position by sales volume as at 31 March 2017 and Myanmar is now the biggest market for New Holland tractors in South East Asia[2]. As at 31 March 2017, there are 14 CPCL branches in 10 cities throughout Myanmar.

CPCL's newest business division, Yoma JCB started operations in January 2017. Yoma JCB currently has 3 branches located in Yangon, Mandalay and Taunggyi and plans to open 9 additional branches across Myanmar over the next 2 years in order to grow the Yoma JCB distributorship brand and bring JCB products and services closer to its customers.

Fleet Leasing

Yoma Fleet is one of the largest fleet leasing operators in Myanmar by providing medium to long-term fleet leasing solutions to customers. Clients come from various industries including the FMCG, telecommunications and construction sectors.

JCB Machine

[2] Source: http://newhollandmyanmar.com and http://agriculture1.newholland.com

Showcasing New Holland Tractors to the farmers

Passenger & Commercial Vehicles

The Group is the Myanmar distributor and after sales service provider for international brands including Mitsubishi Motors, Hino Motors, Volkswagen and Bridgestone Tyres and it operates showrooms and service centers in various cities.

CONSUMER

The Group is establishing a food and beverage platform that includes restaurant outlets, manufacturing and distribution of food and beverage, and cold chain logistic services.

Food and Beverage Retail

KFC is the first global quick service restaurant brand in Myanmar. The Group opened its first KFC store in June 2015. As at 31 March 2017, it had 12 stores in Yangon and targets to have 22 stores nationwide by 31 March 2018.

KFC Myanmar is now one of the leading consumer brands in the country and has been one of the best performing KFC markets within Asia, winning several awards including Yum! Brands' "Rookie of the Year" franchisee award in 2016.

Food and Beverage Distribution

The Group's beverage distribution arm, Access Myanmar Distribution Company Limited ("AMDC") produces, markets and distributes alcoholic beverages products in Myanmar. AMDC has a distribution network covering 80% of the country and owns the second largest domestic whiskey brand, known as High Class Whiskey.

In February 2017, the Group strengthened its food and beverage distribution business by forming a partnership with the Metro Group, an internationally leading specialist in wholesale and food retail, to establish a one-stop food distribution platform in Myanmar. A depot for wholesale distribution located in the Thilawa Special Economic Zone is currently being built and is expected to commence operations early next year.

Cold Chain Logistics

The Group, together with Kokubu Group from Japan, has set up a cold chain logistics business called KOSPA Limited ("KOSPA") to tap into the demand for logistics facilities. KOSPA operates a 45,000 square feet multi-temperature storage facility in Yangon and a fleet of temperature controlled trucks serving a range of customers from the food and beverage, FMCG, agricultural, pharmaceutical, and hospitality industries.

Balloons over Bagan

INVESTMENTS

The Group has investments in the infrastructure, tourism and agriculture sectors, where it leverages on its international partners' strong network and expertise to grow each of these businesses. Out of its investment portfolio, the telecommunications towers and tourism investments are the Group's largest investments.

Telecommunications Towers

The Group invests in the building and operation of more than 1,380 telecommunications towers in Myanmar through edotco Investments (Labuan) Limited, which is a subsidiary of Axiata Group Berhad.

Telecommunications Towers

Tourism Assets

The Group is in the process of spinning-off its tourism assets comprising Balloons over Bagan, a 4.3-acre land plot in Bagan and a development property, Pun Hlaing Lodge, a 46-key hotel development in Pun Hlaing Estate that is currently under construction, into a separate SGX-listed company.

Others

The Group owns the rights to 100,000 acres of agricultural land in the Ayerwaddy Division of Myanmar, of which approximately 3,700 acres has been earmarked for a robusta coffee plantation.

In October 2013, the Group formed a strategic business alliance with Mitsubishi Corporation to explore business opportunities in Myanmar. Besides their joint partnerships in the real estate and automotive, Mitsubishi Corporation and the Group are importing, supplying and providing maintenance services for elevators and have formed a joint venture with JALUX Inc. to upgrade and operate the Mandalay International Airport.

The Group has an investment in a private investment fund, known as Delta Capital Myanmar that invests in businesses with significant operations in Myanmar.

In May 2017, the Group announced a partnership with Norfund to build distributed generation micropower plants and mini grids to off-grid rural communities and telecommunications towers in Myanmar. The pilot program in the Sagaing Region is expected to be operational in FY2018.

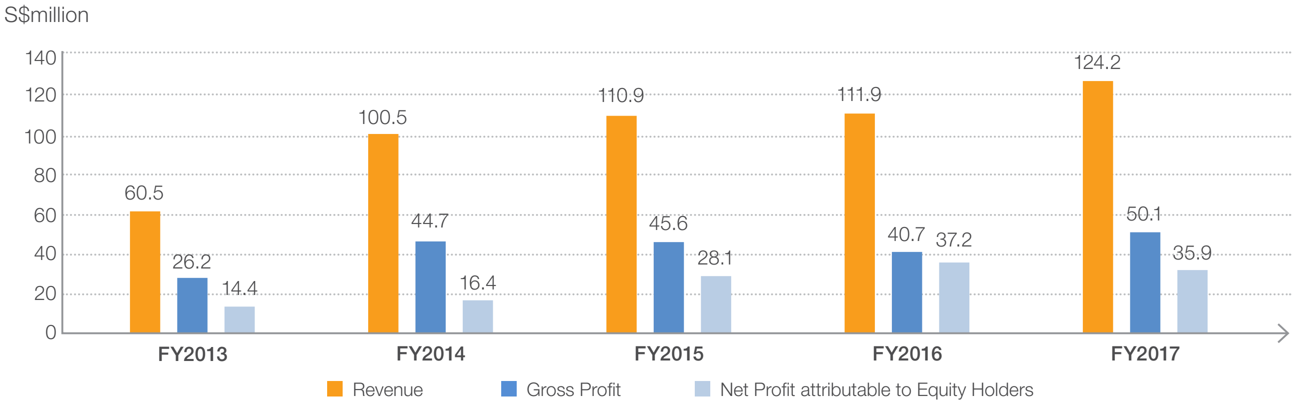
Operational & Financial Review

GROUP OVERVIEW

The Group's FY2017 financial results recorded a healthy revenue growth of 11.0% to S$124.2 million from S$111.9 million for the preceding financial year ended 31 March 2016 ("FY2016") which was underpinned by the strong performance of the Group's non-real estate businesses.

Out of the Group's total revenue, 46.6% was contributed by the Group's non-real estate businesses, indicating that the Group is ahead of its 2020 target to have at least half of its revenue coming from its non-real estate businesses.

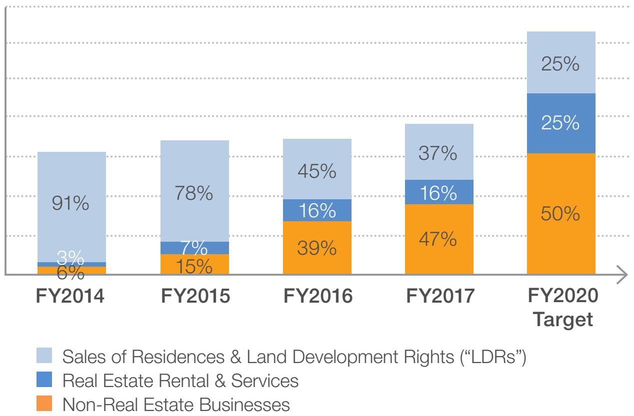
Key Financial Highlights



Revenue from the Group's non-real estate businesses recorded strong revenue growth of 34.4% to S$57.8 million, while revenue from its Real Estate business recorded a marginal decline of 3.6% to S$66.3 million.

Gross profit margin improved to 40.4% in FY2017 as compared to 36.4% in FY2016 largely due to the improved margins in the Real Estate and Consumer segments.

Revenue Breakdown by Sectors



Other income increased by 20.4% to S$66.9 million in FY2017 which was mainly driven by the fair value gains recognised from investment properties and the telecommunications towers investment classified as financial assets at fair value through profit or loss. A fair value gain of S$25.7 million on its investment properties was primarily due to the progressive completion of Phase One of the Dulwich International Schools which are scheduled to be opened by September 2017. Over the course of FY2017, the telecommunications towers investment also contributed a S$32.2 million gain comprising S$28.8 million of fair value gain and S$3.4 million of disposal gain.

The strengthening of the United States Dollar ("USD") against both Singapore Dollar and Myanmar Kyats in FY2017 resulted in a S$6.3 million currency translation loss on its borrowings, offset by a S$3.6 million currency translation gain recorded in other income.

Interest expenses on borrowings rose to S$8.9 million in FY2017 due to a higher amount of borrowings and a rising interest rate environment, whilst administrative expenses rose by 12.1% to S$51.8 million due to the increase in staff costs, rental and lease expenses and depreciation in relation to the growing number of KFC stores and New Holland distributorship branches. Administrative expenses in relation to the Group's head office functions decreased during FY2017.

Share of losses of the Group's joint ventures was smaller at S$1.8 million in FY2017 as compared to S$2.1 million in FY2016 mainly due to the improvement of results in BYMA Pte Ltd, which is in the construction service business, and MM Cars Myanmar Limited, which is the distributor of Mitsubishi Motors vehicles in Myanmar.

The Group recorded a share of losses in associated companies of S$0.5 million in FY2017 as compared to a share of profits of S$2.6 million in FY2016, mainly due to (i) regulatory and tax changes which affected the performance of Access Myanmar Distribution Company Limited over the course of the financial year and (ii) the absence of the share of profit in edotco Investments Singapore Pte. Ltd. from November 2015 when the investment was reclassified as a "financial assets at fair value through profit or loss".

As a result, net profit attributable to shareholders saw a slight decrease of 3.5% to S$35.9 million in FY2017. This translates into basic earnings per share of 2.07 Singapore cents as at 31 March 2017.

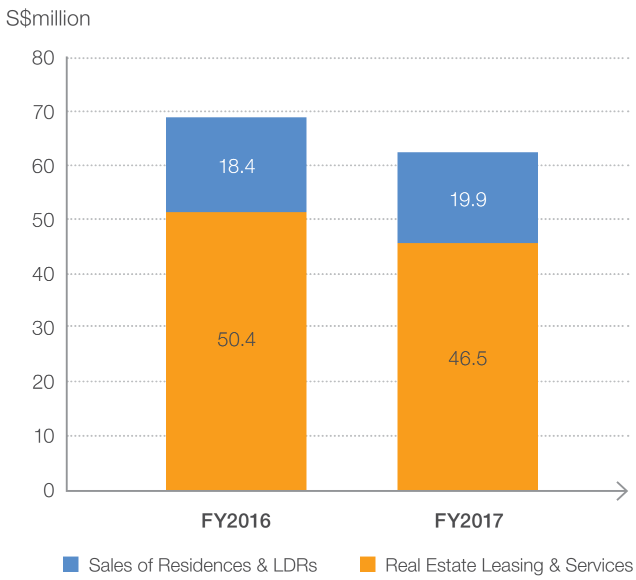
REAL ESTATE

The property market in Myanmar continued to see softness during the financial year and revenue generated from the sales of residences and land development rights ("LDRs") recorded a decrease of 7.9% year-on-year to S$46.5 million in FY2017, which was derived mainly from the sale of 17 units of near completed units in Pun Hlaing Estate, while revenue in FY2016 came mainly from the sale of 97 buyback units in StarCity Zone B.

Revenue from real estate leasing and services increased 8.0% year-on-year to S$19.9 million in FY2017 which was in line with the Group's 2020 strategy to increase recurring revenues of its Real Estate business. The increase was mainly due to higher revenue recorded in the golf and country club at Pun Hlaing Estate and higher estate management and utilities revenue at StarCity as more units were handed over to home owners in FY2017 as compared to FY2016.

Artist Impression of Lotus Hill at Pun Hlaing Estate

Revenue from Real Estate Business



New Holland Tractors

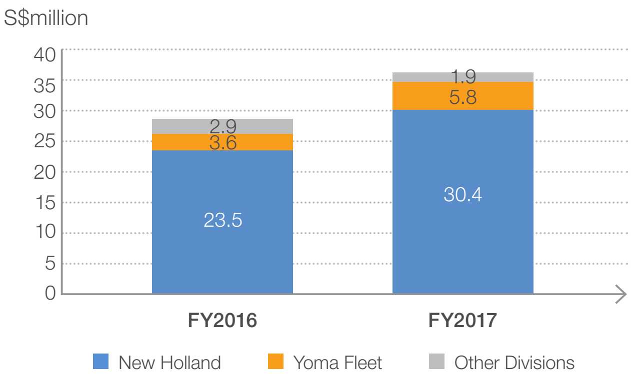
AUTOMOTIVE & HEAVY EQUIPMENT

Revenue from the Automotive & Heavy Equipment business increased by 27.2% to S$38.1 million in FY2017. This significant growth was largely attributed to its New Holland tractor business where the sale of 164 out of the 600 units secured as part of the Ministry of Agriculture and Irrigation's nationwide mechanisation programme helped to lift the Group's 4Q2017 revenue.

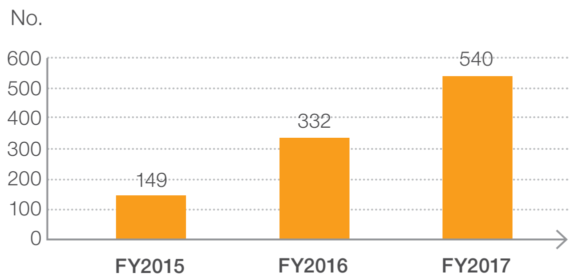
In FY2017, the Group sold 692 tractors and 1,499 implements as compared to 607 tractors and 885 implements in FY2016.

Revenue from Yoma Fleet, the Group's vehicle leasing business, also grew by 63.2% year-on-year to S$5.8 million with an increase in its fleet size to 540 vehicles as at 31 March 2017.

Revenue from Automotive & Heavy Equipment Business



Yoma Fleet, Number of vehicles in its portfolio as at end of the financial year



Operational & Financial Review

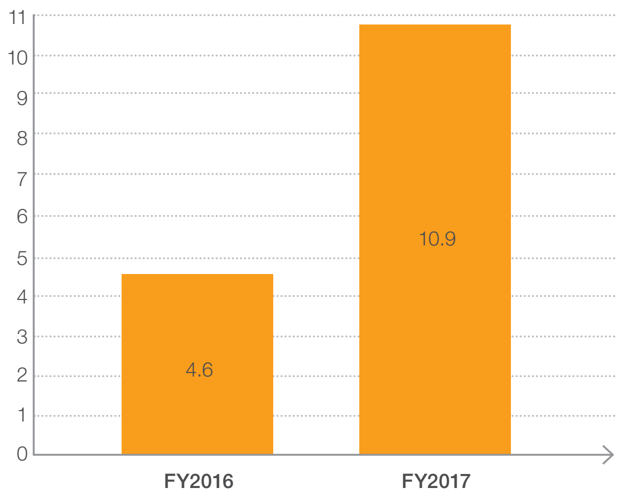
CONSUMER

Revenue generated from the Consumer business, which comprises the KFC operations more than doubled to S$10.9 million in FY2017 from S$4.6 million in FY2016. This was the result of incremental revenue from new store openings as the Group achieved its target of 12 stores as at 31 March 2017.

KFC outlet

Revenue from KFC Business

S$million



INVESTMENT PORTFOLIO

During FY2017, the Group made progress in realising value in its telecommunications towers and tourism investments.

Telecommunications Towers

The Group's investment in the telecommunications towers business, a 25% interest in edotco Investments Singapore Pte. Ltd. ("EIS"), had grown substantially in value over the last 3 years. EIS is an investment with edotco investments (Labuan) Limited ("EIL") which is a subsidiary of Axiata Group Berhad to operate telecommunications towers in Myanmar.

On 19 December 2016, the Group partially exercised its put option and completed the disposal of half its stake in EIS for a consideration of US$35.0 million. The Group originally invested US$10.4 million in relation to this 12.5% stake. Over the course of FY2017 the entirety of, this investment contributed a S$32.2 million gain to the Group comprising S$28.8 million of fair value gain driven by strong operational performance and S$3.4 million of disposal gain.

Following the completion of this disposal, the Group retains a 12.5% interest in EIS and the put price of this remaining 12.5% interest under the revised shareholders agreement is floored at US$35.0 million.

Tourism

In September 2016, the Group purchased the remaining interests in its Balloons over Bagan business through its 70%-owned subsidiary Chindwin Holdings Pte. Ltd. ("Chindwin Holdings") and terminated the call option for a plot of land in Bagan. The restructuring of the Group's tourism assets has resulted in a debit adjustment of S$14.9 million to equity attributable to equity holders of the Company in FY2017.

On 24 October 2016, the Group announced that it was looking to spin off its tourism-related businesses into a separate company following a Reverse Take-Over ("RTO") of SHC Capital Asia Limited ("SHC") which is listed on the Catalist Board of the Singapore Exchange Securities Trading Limited ("SGX-ST"). These tourism-related businesses comprise the Balloons over Bagan business; a parcel of land in Bagan which is intended for a commercial and tourism related hospitality development and a development property, Pun Hlaing Lodge which is a hotel development currently under construction in the Group's Pun Hlaing Estate. The aggregate purchase consideration for its stake in these tourism assets and businesses is S$43.9 million.

OUTLOOK

The Myanmar government has taken further steps to reform investment rules and regulations in an effort to encourage investment and reduce uncertainty. The recently announced new investment rules increased the number of promoted economic sectors, enhanced tax incentives for underdeveloped areas and strengthened the role of the Myanmar Investment Commission in dealing with government ministries. These changes are widely seen as materially positive in improving the investment climate in Myanmar and have been applauded by the business community.

The Group expects the new rules to lead to reduced bureaucracy and shorter approval processes for new investments. The Yangon property market is showing mild signs of recovery, with a couple of new projects being launched by property developers in the past months. The Group remains cautiously optimistic about its real estate business. Meanwhile, the opening of Dulwich College Yangon at both Pun Hlaing Estate and StarCity by end of the second quarter of FY2018 is expected to drive buying and leasing interest in the Group's properties.

The Group's Automotive & Heavy Equipment business is expected to continue its strong growth. The Group will be delivering the remaining 436 units out of the 600 New Holland tractors to farmers in a sale that was organised by the government's Agriculture Mechanisation Department, which is expected to record approximately S$11 million of revenue in FY2018. The successful implementation of this programme is expected to lead to a continual push towards mechanisation of this sector.

Meanwhile, the Group's JCB construction equipment business started operations in January 2017 and is expected to further drive the division's revenue, whilst the Yoma Fleet leasing business is also seeing continued healthy demand.

The Group achieved its target of 12 KFC stores in operation as at 31 March 2017 and has expanded its footprint outside of Yangon, opening its first KFC store in Mandalay on 30 June 2017 and is planning to increase its store count to 22 nationwide by the end of FY2018. The Group continues to explore opportunities in other consumer related businesses, particularly in relation to the distribution of food and beverage products.

The Group's plan to spin off its tourism related assets into an independent platform remains on track pending regulatory approvals.

The Group continues to expect healthy growth in the telecommunications infrastructure sector. The decision to dispose half of the Group's stake in EIS and retain the remaining 12.5% interest strikes a balance between its positive outlook of the business and the Group's long term strategy to monetise its non-core assets at the appropriate time and focus on growing its core businesses.

FINANCIAL POSITION

The net assets attributable to equity holders decreased to S$664.2 million as at 31 March 2017 as compared to S$669.4 million as at 31 March 2016. The decline was mainly due to currency translation losses on long-term loans that formed part of the Group's net investment in subsidiary companies and the debit adjustment resulting from the restructing of the Group's tourism assets, which was offset by the increase in retained profits.

The Group total assets of S$1,117.0 million as at 31 March 2017 was S$168.6 million or 17.8% higher than the previous financial year end. The increase in non-current assets was mainly attributable to fair value gains on investment properties partly driven by the progressive completion of the two Dulwich International Schools (Phase One), as well, an increase in its properties, plants and equipment mainly due to an increase in the number of KFC stores and the size of the fleet in Yoma Fleet. The increase in current assets was largely attributed to an increase in development properties, which was mainly due to the increase in the value of the LDRs for Yoma Central and The Peninsula Yangon projects (formerly known as "Landmark project") following the extension of the land leases and the issuance of permits from the Myanmar Investment Commissions ("MIC").

The Group's total liabilities of S$374.2 million as at 31 March 2017 was 76.5% higher than the previous financial year end. This was mainly due to an increase in trade payables which included a S$47.5 million balance payment relating to the acquisition of the LDRs at the Yoma Central and The Peninsula Yangon projects as a result of the extension of the land leases and the issuance of MIC permits and higher non-current borrowings mainly from the additional drawdown of US$31.0 million from the US$100.0 million loan facility that was extended to the Company by the Asian Development Bank ("ADB") and a US$24.0 million loan secured by an assignment of the put right in EIS.

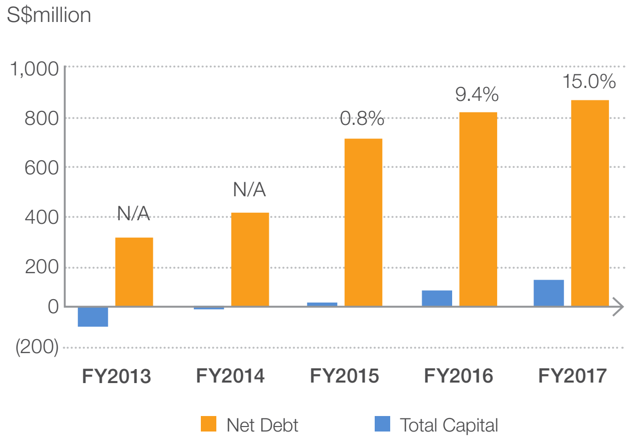
CASH FLOW

The Group's cash and cash equivalents stood at S$34.8 million as at 31 March 2017 as compared to S$13.4 million as at 31 March 2016. Included in the cash and cash equivalents as at 31 March 2017 were bank balances amounting to S$9.8 million which were restricted for use. During FY2017, the Group increased the net cash provided by operating activities as compared to FY2016. Positive operating cashflow, along with the net cash provided by financing activities, were used to fund the Group's investing activities in FY2017.

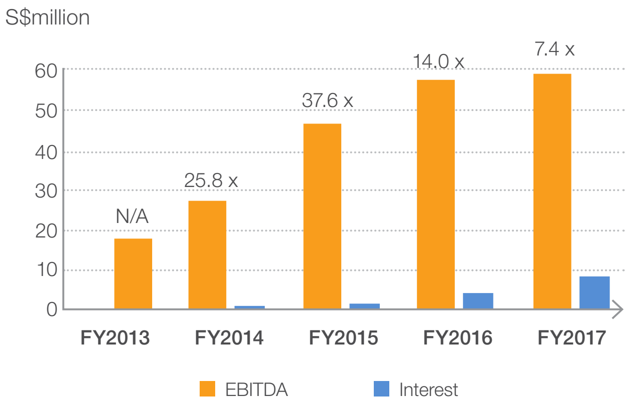
BORROWINGS

The Group borrows from development banks, such as ADB and IFC, as well as local and foreign banks in the form of short-term and long-term loans and limited recourse project loans. Total Group borrowings as at 31 March 2017 was S$165.9 million compared to S$89.7 million as at 31 March 2016. The Group's financial gearing ratio currently stands at 15.0%[1] and interest coverage ratio remains healthy at 7.4x as at 31 March 2017.

FINANCIAL GEARING RATIO[1] (NET DEBT / TOTAL CAPITAL)



INTEREST COVERAGE RATIO (EBITDA / INTEREST)



[1] The financial gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings (excluding loans from non-controlling interests) less cash and cash equivalents. Total capital is calculated as total equity plus net debt. Net Debt has been changed for consistency with debt documentation to exclude trade and other payables and accordingly, the financial gearing ratios for the past financial years have been adjusted.

Governance & Sustainability

SUSTAINABILITY STRATEGY

The Group's sustainability strategy is centered around building capacity and giving back to the communities in which it operates. The Group is committed to creating long-term economic value and growth for its stakeholders, through the management of its operations and the projects, so as to ensure commercial viability without compromising the environment in the longer term.

The Group's Board of Directors plays an important role in shaping the long-term viability of its strategy including providing guidance on matters relating to stakeholders and incorporating sustainable practices into its business operations.

OPERATIONAL

- Embrace and promote the United Nation Global Compact's value within daily operations
- Advocate strong corporate culture in employees to ensure that they operate in an ethical and responsible manner
- Put in place a sound system of risk management and internal controls to enhance business agility

VALUE AND RELATIONSHIP

- Strive to engage stakeholders in the communities in which operates
- Provide a platform for employees to grow
- Build relationships with customers to understand their needs and strengthen offerings to better serve them

SOCIAL AND ENVIRONMENTAL

- Provide education for children and help to alleviate poverty by creating jobs
- Aim to reduce environmental footprint whenever possible, while balancing commercial needs
- Help to raise awareness on responsible business practices in Myanmar

Alignment with the Sustainable Development Goals

As a member of the United Nation ("UN") Global Compact since 2012, the Group continues to uphold the ten principles that cover the areas of human rights, labour, the environment and anti-corruption. The UN Global Compact is a United Nations initiative to encourage businesses worldwide to adopt sustainable and socially responsible policies, and to report on their implementation (www.unglobalcompact.org).

Steps are taken to embrace sustainability and promote the UN Global Compact's values within daily operations. The focus is on building future long-term resiliency for the Group's businesses. This means that the Group is committed to growing its businesses in a manner that sustains a healthy balance among the diverse interests of all its stakeholders – employees and their families, business partners, customers and host communities.

ENGAGING STAKEHOLDERS

The Group strives to engage its stakeholders, especially in the communities where it operates, in a variety of formal and informal settings. Its engagements range from meetings with local, regional and national groups to ongoing dialogues with its suppliers, partners and consumers. At an international level, the Group actively involves itself in multi-stakeholder initiatives, such seminars with the Asian Development Bank, the Centre for Strategic International Studies and the Milken Institute, as well as, the World Economic Forum to share with the international community some of Myanmar's opportunities and challenges.

With the increasing number of people in Myanmar using the internet as a platform to gain access to information, the Group has leveraged on social media to better communicate and garner feedback from its customers. The Group endeavors to provide a timely response to customers' feedback, complaints and suggestions.

Commitment to Stakeholders

Engagement with shareholders

Case Study - Engaging with communities at the early stage of the project

Yoma Central and The Peninsula Yangon ("The Projects") are key real estate projects for the Group, which are likely to be the focal point of downtown Yangon. Since initiation of The Projects in 2011, consultations with various stakeholder groups including local communities, companies and organisations had been carried out and were an integral part of the pre-construction phase.

Public inputs for The Projects were gathered through public consultation. Disclosure on the various component of the environmental impact assessment were also made. Different stakeholder engagement methodologies were applied, including focus groups, surveys, and public discussions to ensure all channels were employed for optimal public consultation and disclosure. Public notification of The Projects was also carried out by placing project-related information in the leading local newspapers.

Further consultations will be conducted with all relevant stakeholders as The Projects progress and the feedback received will be recorded on the project register and given due consideration if, and when, applicable and possible.

Governance & Sustainability

Engagement with Shareholders

Engaging Shareholders

The Group is committed to providing the investment and media communities with regular, relevant, unbiased and transparent information. It engages with existing and potential investors actively through a wide variety of additional communication channels including media publicity, investor meetings, conferences, teleconference calls and site visits.

Shareholders and the public can also access the Group's current and past SGXNet announcements, media releases, financial results, presentation materials and other corporate information via its website at http://www. yomastrategic.com.

Regular Communication with Investment Community

Analyst and media briefings are held half-yearly with the CEO, CFO and other key members of the management team to communicate the Group's financial results and strategies.

In addition, the Group holds additional standalone analyst briefings, if needed, and when there are major or significant business developments, so as to complement the SGX announcements and promote understanding. The presentation materials for these briefings are uploaded on SGXNet.

The management has also participated in investor conferences and roadshows in Singapore as well as overseas, including Hong Kong SAR, Thailand, Japan, the United States and Europe. Such events facilitate access to potential new investors and help Yoma Strategic deepen relationships with existing long-term investors. The Group has also hosted several site visits to help investors better understand its operations and growth plans for its core Real Estate, Automotive & Heavy Equipment, and Consumer businesses.

Annual Shareholders' Trip

The Group has organised an annual shareholders' trip to Yangon since 2014, which is targeted at retail shareholders who are interested in getting to know the Group better. The annual shareholders' trip is part of its continuous effort to enhance its communication with shareholders as it continues to seek effective ways to further dialogue and engage retail shareholders beyond the Annual General Meeting. The trip affords shareholders the opportunity to interact with management and visit some of the Group's businesses.

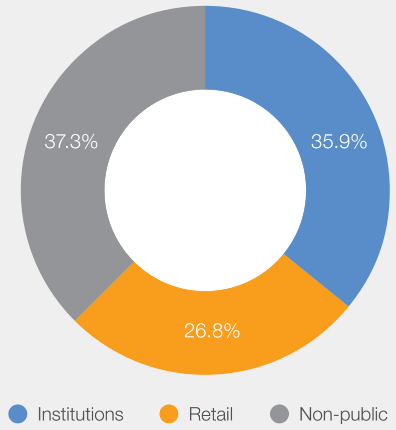
The Company hosted its fourth shareholders' trip to Yangon from 23 March 2017 to 25 March 2017. Feedback from shareholders who went on this trip was positive as in previous years, since the trip provided them with a first-hand experience of the country and the Group's operations and gave them a greater appreciation of Yoma Strategic's long-term growth potential.

Shareholders' Trip

Shareholder Information

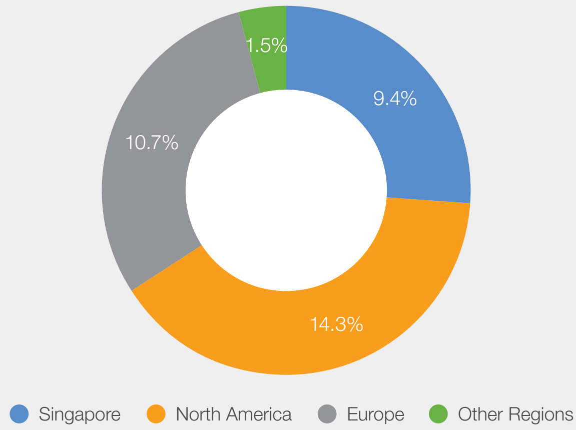
As at 31 March 2017, institutions formed 35.9% of the Company's shareholder base, while retail investors and other non-public shareholders formed 26.8% and 37.3% respectively. Its institutional shareholders were geographically diversified across Asia, North America and Europe with Singapore holding approximately 9.4% of the Company's issued capital, while North America and Europe represented 14.3% and 10.7% respectively.

Shareholding by Investors [1]



[1] Institutions includes 0.7% interest held by brokers and retail includes 9.8% interest that have not been classified due either to non-disclosure policies or the ultimate investment advisor not being known.

Institutions' Shareholding by Region [2]



[2] Percentage based on the Company's total issued capital.

IR Calendar Events

July 2016	1Q2017 Results Briefing to Analysts, Singapore
August 2016	Hong Leong Investment Bank Berhad Investors' Trip, Yangon
September 2016	CLSA Investors' Forum, Hong Kong SAR
September 2016	CLSA Non-Deal Roadshow, New York, Washington, Boston, Chicago
September 2016	Daiwa Non-Deal Roadshow, Tokyo
September 2016	Morgan Stanley, Singapore Connect: "C Suite" Corporate Day, London
November 2016	1H2017 Results Briefing to Analysts, Singapore
November 2016	Daiwa Investment Conference, Hong Kong SAR
February 2017	Krungthai Bank Non-Deal Roadshow, Bangkok
March 2017	Company Shareholders' Trip, Yangon
May 2017	FY2017 Results Briefing to Analysts, Singapore
May 2017	DBS Pulse of Asia Regional Corporate Access Day

CORPORATE GOVERNANCE HIGHLIGHTS

The Group continuously advocates a strong corporate governance culture among its people to ensure that they operate in an ethical and responsible manner. The Group is known to be one of the front-runners for corporate governance in Myanmar and is the partner of several multinational companies and development banks including ADB and IFC.

In recognition of the continuous commitment to corporate governance, the Group was ranked in the top 10% of the Governance and Transparency index for three consecutive years (2014 – 2016) and ranked 17th out of the top 100 largest Singapore companies in the Asean Corporate Governance Scorecard 2015. The Group's Board of

Prestigious award of Best Managed Board Award (Gold) for mid-cap category in 2016 and Best Managed Board Award (Silver) for mid-cap category in 2015.

Directors was also the recipient of the prestigious award of Best Managed Board Award (Gold) for the mid-cap category in 2016 and Best Managed Board Award (Silver) for the mid-cap category in 2015.

Board Independence, Diversity and Performance

All Board Committees are chaired by Independent Non-Executive Directors. The Audit & Risk Management Committee ("ARMC") and Remuneration Committee, comprise only Independent Non-Executive Directors. For more information, please refer to page 56 and 60.

The Board of Directors comprises business leaders and professionals with diverse expertise and backgrounds including financial, legal, human resource and business management. The Nominating & Governance Committee, in consultation with the management, assesses if there is adequate representation in respect of any of those attributes and if so, determines the role and the desirable competencies for an appointment.

The Board of Directors provides an appropriate balance and diversity of skills, experience, gender, knowledge of our businesses and the necessary core competencies to meet needs of the Group and to allow for diverse and objective discussions on its strategic direction and growth.

Corporate Governance Framework

The Group adopts a strong stance against bribery and corruption, which extends to its business dealings with third-party service providers and vendors. Policies including Anti-Bribery, Code of Conduct and Whistle Blowing are published on the Company's website at http://www.yomastrategic.com and ensure that employees maintain the highest standards of integrity in their work and business dealings.

For detailed disclosure on the application of its corporate governance practices, please refer to page 49.

RISK MANAGEMENT

Enterprise Risk Management

The Board of Directors has an overall responsibility for the establishment and oversight of the Group's Risk Management Framework. The ARMC is responsible for developing and monitoring the Group's risk management policies. The Enterprise Risk Management ("ERM") Framework is used to facilitate the ARMC and the Board of Directors in identifying, assessing, treating and monitoring potential risks inherent within the Group and external risks which the Group faces in the pursuit of its corporate objectives. The outlines of this ERM Framework are as follows:

a) identification of potential risks inherent within the Group and external risks which the Group faces in the pursuit of its corporate objectives;

b) assessing and rating all the identified risks in a meaningful way in order for the Group to determine the extent of risks that it faces;

c) treating all identified risks, as far as possible, through established controls or pending controls plans;

d) monitoring and updating any changes to the severity of the identified risks and any new risks that have emerged; and

e) reporting key risks and the established controls (or pending controls plans) to the ARMC and the Board of Directors regularly.

The ERM Framework provides a sound system of risk management and internal control and is underpinned by a firm foundation of the Group's strong corporate governance culture, supported by the five pillars of the management control system: Policies & Procedures; Internal & External Audits; Due Diligence Reviews; Compliance Monitoring & Reporting; and Enterprise Risk Assessments, all of which are overseen by the ARMC and the Board of Directors.

Risk Identification and Assessment

The Group follows an enterprise risk assessment process based on the principles set out in international standards such as Enterprise Risk Management - COSO Framework, and the ISO 31000:2009 Risk Management – Principles and Guidelines.

Half yearly and annual enterprise risk assessments are carried out to validate the existence and effectiveness of the controls in place; review the changes in risk profile; and update the existing controls if required. The process provides the ARMC and the Board of Directors with insight of the challenges that the entities are facing as well as the degree of residual risks, through a calibrated and integrated enterprise risk register.

The risks identified are assessed based on their inherent and residual risk ratings, taking established controls into consideration and comparing them against the risk tolerance levels approved by the Board of Directors.

Risk Categories

During the enterprise risk assessment process, potential risks are identified and classified into the following categories:

Strategic Risk entails decision-making processes at the level of senior management and the Board of Directors; risk of loss is associated with poor decision-making by senior management including product pricing, market entry and exit and any new product development.

Financial Risk is the risk that cash flows and financial risks are not managed effectively to maximise cash availability; uncertainty of currency; credit and other financial risks.

Operational Risk arises from ongoing business activities concerning people, processes and technologies necessary to deliver a service, or produce and sell the products, pertaining to efficiency and effectiveness in executing the Company's business model; satisfying customers and achieving the Company's quality, cost and time performance objectives.

Compliance Risk arises from non-compliance of regulations which include the Companies Act (Cap.50), the SGX-ST listing Manual, legal contracts and intellectual property rights.

Information Technology Risk arises from inadequate IT governance and oversight, poorly drafted information technology security policies and standards, inadequate knowledge, regulations and standards (e.g data protection rules), risks associated with the introduction of new technologies, outsourcing, etc.

Monitoring and Reporting

The ERM committee, with the assistance of the Risk Management & Assurance team, monitors identified risks on an ongoing basis. An enterprise risk register is maintained in accordance with the relative degree of the significance of impact, likelihood and exposure to the Group.

Results of the enterprise risk assessment including an update on the key risks and the established controls (or pending controls plans) are presented to the ARMC and the Board of Directors annually.

The risks and the adequacy and effectiveness of mitigating controls identified in the enterprise risk register are closely monitored and validated as part of a Risk-Based Internal Audit (RBIA). Identified risks are also included and monitored in the enterprise risk register, and mitigating measures are followed up.

The ARMC oversees how Management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the ERM Framework in relation to the risks faced by the Group. Results of the RBIA are presented to the ARMC and the Board of Directors together with half yearly and annual enterprise risk assessment results.

Promoting workplace health and safety

Any existing or new risks that are identified as posing a high risk to the Group, which exceeds the risk tolerance level of the Group or requires immediate corrective actions, will be reported to the senior management and ARMC as soon as practicable.

Key Risk Areas Identified

The Group understands the importance of risk management in its daily operations as well as when it comes to assessing new investment opportunities. Primarily based in Myanmar, the Group recognises the potential risks to which it is exposed may impact its future performance.

Recent enterprise risk assessment exercises identified the key risk areas for the Group, and the most significant residual risks are in operational and strategic risk categories.

Risk Category	Description	Established Control / Action Plan
Operational	Risk inherent in customer facing businesses where the delivery of products and/or services in a safe, consistent and satisfactory manner is critical to customer satisfaction and retention.	Established audits, controls, procedures, standards, ongoing training guidelines and SOPs.
	Approval processes, changing requirements and inability to implement timelines may affect planned programmes and/or staging in each of the business units.	Actively engage with authorities and monitor situations closely. Develop effective programme management in collaboration with stakeholders.
	Recruitment & retention of qualified staff.	Implementation of long-term benefits, providing career development opportunities, ongoing recruitment and training and motivation for employees.
Strategic	Dissemination of confidential information both internally and externally including trade secrets, standards, procedures, contracts, and sales data.	Put in place strict protocols in terms of information storage and sharing practices.

Risk Management Culture

The Group instils and promotes a risk management culture to allow prudent risk-based decision-making by embedding core values, principles and dynamic internal control systems in its day-to-day operations. Ongoing communication, education, monitoring and mitigation are an integral part of the Group's dynamic risk management culture which is being adopted across all its business activities.

Improvement opportunities identified during the RBIA are implemented as part of standard operating procedures prepared by the Risk Management & Assurance team in collaboration with the businesses to further mitigate operational risks.

Investment assessments and due diligence exercises are carried out on prospective business opportunities to ensure that potential financial and strategic risks are identified and mitigated prior to commitment.

ENVIRONMENTAL & SOCIAL MANAGEMENT

In addition to the ERM Framework, the Group established its Environmental & Social Management System ("ESMS") in 2014 to enhance its business resilience and agility. The Group's ESMS is a complete set of Environmental & Social Management policies and procedures that provide a framework and guidelines to help the Group identify anticipated risks and their impact on each business and industry sector.

The ESMS was developed in line with the requirements of IFC's Performance Standards. It has since been updated to comply with ADB's Safeguard Policy Statement requirements to achieve the following:

- Incorporate environmental and social considerations into business strategy, and allocate adequate resources to the ESMS risks associated with projects;
- Promote a safe, clean and healthy environment and a better work culture to minimise any adverse environment, health, safety and social impacts arising out of operations;
- Establish the ESMS system and processes to adhere to and comply with applicable legislation, regulations and other requirements pertaining to the environment, health, safety, labour and the community at large;
- Optimise energy and resources by way of minimising wastes and increasing use of environmentally sustainable products, materials and services;
- Monitor, report and improve applicable procedures and performances (where required) regularly; and
- Communicate the ESMS policy to all employees, contractors, suppliers and business partners.

The ESMS highlights the Group's commitment to put in place adequate management systems and protocols that will help manage environmental and social risks arising from the various activities of the Group.

Environment Initiatives

During the year, the Group has implemented processes to monitor and reduce its energy and water consumption and has incorporated green initiatives at some of its projects. Whenever possible, the Group aims to minimise its environmental impact and reduce its energy footprint and water consumption, while concurrently balancing its commercial needs.

Environmental Initiatives

Divisions	What we have done
Group-wide	A paperless culture is promoted across the Group and electronic communication is used where possible. This is further supported by a cloud-based file sharing system eliminating the need to print, photocopy and send paper-based documents.
Real Estate	Materials from development projects are salvaged and reused as appropriate. For example, old timber roof (approximately 12 tons) from the demolition of the existing buildings at Yoma Central is being reused at Pun Hlaing Estate, and native trees were transplanted at StarCity.
	Daily waste collection is carried out and recyclable wastes are taken to a recycling plant at FMI City.
	Waste water recycling is in place at Pun Hlaing Estate whereby waste water is treated using a biologically aerated filtering process and later used in the irrigation system throughout the estate.
Automotive	Used engine oil from car service centres is recycled to form kerosene for side use. Impurities from used oil are removed and re-refined to form lubricating, hydraulic or transformer oil.

PRODUCT EXCELLENCE

The safety and quality of services and products are amongst the Group's top priorities and it targets the entire supply chain of its businesses to achieve the highest level of standards whenever possible.

Divisions	What have been done
Real Estate	Dedicated occupational health and safety teams are in place at Pun Hlaing Estate and StarCity, as well as 24-hour security monitoring by both security personnel and CCTV is in place for residents' safety.
Automotive	Technical team to monitor technical maintenance and to promote active safety requirements to customers. The Group's fleet leasing business offers 24/7 roadside breakdown assistance to its customers.
Consumer	KFC business sources only from suppliers who meet international standards (e.g. HACCP) in the areas of food safety and quality. It also ensures that its supply chain undergoes yearly food safety audits carried out by independent auditors. The restaurants follow strict standard operating procedures for food handling, hygiene and storage and are subject to regular checks by its in-house quality assurance team.

Governance & Sustainability

BUILDING CAPACITY

The Group recognises that employees are the foundation of its business and believes that a strong workforce will provide a better foundation to capitalise on the emerging opportunities in Myanmar. To this end, it has made a conscious effort to develop talent and create a diverse and inclusive work environment for its employees, by adhering to its core values.

Our Core Values

Supporting Business Growth

The Group's human resource team continually reviews and adjusts its organisational and workforce profile to ensure business relevance and resource optimisation. As of 31 March 2017, Yoma Strategic had a work force of 3,373 employees. Permanent employees represented 81.1% of the total staff headcount. Real Estate (52%), Consumer (18%) and Automotive & Heavy Equipment (16%) businesses accounted for the largest shares of permanent staff headcount.

New Holland providing training to farmers

Leadership Development Course

Although Myanmar's fast growing economy has led to increased competition for talent, the Group has been achieving a healthy retention rate. The turnover rate of 11% in FY2017 was lower than the 13.5% in FY2016.

Training and Development

As an emerging economy, Myanmar still experiences large skill gaps in its domestic workforce and the Group is committed to do its part to help close this gap by up-skilling its own workforce.

Training programs are available to ensure that employees have the appropriate learning and development opportunities to build functional and technical skills to succeed at their jobs, and for leaders, the necessary management and leadership skills to inspire and lead their teams to perform well. In addition to internal and external training programmes, the Group has collaborated with organisations including the Global Institute for Tomorrow (GIFT) and the de Boers Foundation to help selected employees develop their leadership capabilities.

Performance and progress reviews with all employees in relation with their career aspirations and training needs are carried out regularly. Education assistance schemes are also made available for employees to pursue higher education opportunities and granted paid examination leave is also made available to full-time employees.

Engagement with Employees

There are various avenues, including regular communication sessions held by senior management, for the effective flow of information and the alignment of business goals and objectives across all levels of the workforce.

An annual employee conference ("Annual Conference") and quarterly meetings chaired by our Chairman and CEO are held to facilitate better communication and interaction between the senior management team and managers, as well as to provide employees a platform to bond and network with colleagues across different business units. During the Annual Conference and quarterly meetings, Group strategies, accomplishments and results are presented and discussed, and information from the Annual Conference and quarterly meetings is then communicated to all employee levels through various formal and informal information channels to ensure an alignment of goals.

Apart from the Annual Conference, several family events such as the annual Yoma Yangon International Marathon and off-site team meetings are held to foster camaraderie among employees.

Employee Engagement Survey

The Yoma Strategic Employee Engagement Survey in 2016 achieved a strong response rate and a high employee engagement across all areas surveyed.

Highlights of the Employee Engagement Survey 2016 are as follows:

- ***96%** of staff agree that the organisation has an excellent reputation*
- ***93%** of staff would recommend the company to a friend seeking for the employment*
- ***92%** of staff believe that there are opportunities for personal and professional growth*
- ***92%** of staff appreciate how the organisation values the diversity of age, gender and race*

Diversity and Equal Opportunity

The Group strives to achieve a diverse and inclusive workforce that broadens its collective skills and perspectives as an organisation, which in turn drives growth and excellence. The Group's workforce comprises

- Foreign employees of more than 25 nationalities
- Repatriates (a pool of Myanmar nationals, who had previously left the country to pursue studies or oversees work opportunities and now have returned home with their international experience and education)
- Locals who comprise the majority of the Group workforce

With such diversity, the Group works hard to ensure that all employees feel included regardless of their roles, cultures, nationalities and languages. It believes in a merit-based system where all employees, despite their varied backgrounds, are given the same level of opportunities to succeed. At the same time, employees are expected to be respectful and tolerant towards one another.

Succession Planning

Besides cultivating a team that strives for excellence, the Group believes that succession planning is vital to ensure continuity and leadership to help achieve its strategic objectives.

Talent is constantly identified internally and externally to build bench strength and serves as pipeline for leadership succession planning. Localisation is an integral part of this talent strategy and senior management has been grooming and training its middle management which includes a number of locals, to take charge of the day-to-day operations. The Group has implemented a five-year "work out of yourself job" program where its senior executives and managers are encouraged to identify and train a local executive to succeed them in their role.

The Group also has tie-ups with private institutions such as (Global Institute for Tomorrow ("GIFT") and Singapore Institute of Management ("SIM") to develop high impact training courses for leadership development.

Workplace Health and Safety

The Group promotes a proactive health and safety culture and is committed to working towards the goal of zero injuries in its workplace, with a workforce that puts safety first. The Group benchmarks itself against relevant global industry safety statistics, such as the number of occupational injuries on site, the number of inspections, safety trainings and induction courses and health awareness programmes, and aims for progressive improvement.

All incidents, injuries, diseases and near miss occurrences involving employees, contractors, sub-contractors and customers are reported, investigated, rectified and recorded accordingly to identify the root cause and prevent a reoccurrence. Ongoing briefings, training sessions and education on safety issues is provided based on the key risk areas identified from the surveillance data, which is used for the introduction of new rules, SOPs and employee's guidelines.

HELPING COMMUNITIES

The Group is committed to contribute to Myanmar's development and drive positive change to the communities in which it operates. Its community framework focuses on improving education for children and promoting and raising awareness on responsible business practices. Corporate Social Responsibility ("CSR") is instilled within its business practices and behaviour, as well as its involvement in various community projects.

More than
2000
people benefited from the Responsible Business Seminars and Workshops

More than
3000
children benefited from our CSR Projects

8000
people participated in the 5th Yoma Yangon International Marathon

Governance & Sustainability

Yoma Yangon International Marathon 2017

Responsible Business Seminars and Workshops

The Group has a longstanding partnership with Myanmar Business Coalition on Aid ("MBCA") to deliver its CSR activities in Myanmar. MBCA was founded by a group of business owners who are socially conscious of all stakeholders. MBCA's projects are mainly educational and focus on promoting sustainable and responsible business practices. Seminars and workshops are regularly held for small and medium-sized enterprises ("SME") owners and their management teams throughout Myanmar.

With 80% of all businesses in Myanmar made up of SMEs, the Group is committed to supporting this group of owners and helping them thrive and grow which will eventually lead to more employment and empowerment in local communities. Over the past year, more than 1,800 individuals have attended MBCA workplace advocacy sessions which aim to promote a safe working environment.

MBCA also conducted several Responsible Business Management Workshops in Myanmar which benefitted more than 200 SME owners and senior managers, who have a better understanding on responsible business practices.

Education programs to the SMEs

	Responsible Businesses	Corporate Governance	Business Knowledge
Key Areas	Principle of successful leadership, UN Global Compact 10 Principles, responsible business practices	The need for standard operation procedures ("SOP"), employee's handbook and how to ensure employees adhere to the SOP	Branding, economic & conflict, sales & marketing, finance and business expansion

Yoma Yangon International Marathon ("YYIM")

An annual marathon in the city of Yangon is held together with the Yangon City Development Committee. The Yoma Yangon International Marathon ("YYIM") which started in 2013 aims to inspire athletes and to connect communities both locally and internationally through a mutual passion for running. Weaving through a unique blend of modern and rustic Yangon, runners are treated to a visual feast making the YYIM a key highlight of the global running calendar.

In 2017, the fifth YYIM received overwhelming interest and brought together 8,000 runners which is 32% more than the 6,022 runners in 2016. The funds raised from the YYIM registration fees were all donated to 5 adopted charities that are committed to the education and healthcare of underprivileged children in Myanmar with more than 3,000 children and students benefiting from these donations.

Engaging the Community in Various Projects

The Group continues to contribute to the development and uplifting of the quality of life in the communities where it operates.

Project/ Business	Contributions to the local communities
StarCity	Donations made to various projects to help the local community and the wider society. StarCity held disease awareness seminars and education programs for its staff, provided monthly medical treatments and computer training for the children of its staff, and gave better access to clean water to their staff
	Employees donated towards the "Gift of Light" – Community Light Center—project. A short internship held for students and teachers from the Academy of Skills and Knowledge Education Services. Training was provided to West Yangon Technological University students. A blood donation drive, vaccination and awareness training for Elephantiasis was sponsored by StarCity at a charity event
CPCL	Supported various projects such as an annual free servicing campaign for its customers, took part in the flood relief programs across the country, supported schools and orphanages, and provided free transportation and uniforms to its staffs.
Coffee Plantation	Supported education at Si Taung Gyi School and Elephant Camp School. Provided education on road safety and access to clean water for villages residing in the neighboring communities. Bridge construction and road paving and repair were also done for the benefit of Maw Tin Estate and Mandat Village.
Balloons over Bagan	Donations made to various CSR programs. From its engagement with the local community, various villages' most pressing needs and much needed items, such as drinking water were addressed. Furthermore the staff pitched in and helped the community, with disaster relief or trash cleanup projects.
KFC	Donations made to various charities including schools, orphanages and monasteries.

Corporate Governance Report

The Board of Directors (the "Board" or "Directors") and the management of the Company (the "Management") of Yoma Strategic Holdings Ltd. (the "Company") and its subsidiary corporations (collectively, the "Group") firmly believe that a genuine commitment to good corporate governance is a fundamental part of their responsibilities to protect and enhance shareholder value and the financial performance of the Group.

In compliance with Rule 710 of the SGX-ST Listing Manual, this report describes the Group's corporate governance practices and structures that were in place during the financial year ended 31 March 2017 ("FY2017"), with specific reference to the principles and guidelines of the Code of Corporate Governance 2012 (the "2012 Code").

The Board believes that these guidelines should be an evolving set of corporate governance principles, subject to the specific needs of the company and subject to modification when circumstances may warrant.

HIGHLIGHTS OF CORPORATE GOVERNANCE ACHIEVEMENTS

ASEAN Corporate Governance Scorecard	SIAS Investors' Choice Awards	Governance & Transparency Index	Singapore Corporate Awards
Ranked **#17** for Singapore (2015)	**Most Transparent Company** in Construction Materials category (2015)	Ranked **#43** (2016)	Best Managed Board Award **GOLD** for S$300 million to S$1 billion market cap category (2016)

BOARD MATTERS

Principle 1 – The Board's Conduct of Affairs

Functions of the Board
The Company is managed by the Board which leads and controls, and is collectively responsible for overseeing the business and affairs of the Company, and for the long-term success of the Group. Management is responsible for the day-to-day operations and administration of the Company in accordance with the policies and strategy set by the Board. The Management remains accountable to the Board.

The principal functions of the Board include:

(a) providing entrepreneurial leadership, setting strategic objectives and ensuring that the necessary financial and human resources are in place for the Company to meet its objectives;

(b) establishing a framework of prudent and effective controls which enables risks to be assessed and managed, including the safeguarding of shareholders' interests and the Company's assets;

(c) reviewing Management's performance;

(d) identifying the key stakeholder groups and recognising that their perceptions affect the Company's reputation;

(e) setting the Company's values and standards (including ethical standards);

(f) ensuring that obligations to shareholders and other stakeholders are understood and met; and

(g) considering sustainability issues, such as environmental and social factors, as part of its strategic formulation.

Delegation by the Board
To assist the Board in discharging its responsibilities and to enhance the Company's corporate governance framework, the Board had, without abdicating its responsibility, established three (3) Board Committees, namely the Audit and Risk Management Committee (the "ARMC"), the Nominating and Governance Committee (the "NGC") and the Remuneration Committee (the "RC"). Each Board Committee has its own terms of reference to address their respective areas of focus. All Board Committees are chaired by a Non-Executive Independent Director.

Board Processes
All Directors objectively make decisions in the interests of the Company and are expected to exercise independent judgment in the best interests of the Company. Management provides the Board with monthly operational updates. Decisions on all key matters are made by the Board.

Board meetings are scheduled to coincide with quarterly financial results reporting in order to facilitate a review of the financial statements and announcement of the unaudited quarterly results of the Group. Such quarterly Board meetings, in addition to an off-site Board strategy meeting, are typically scheduled before the start of the financial year to enable the Directors to plan ahead to attend these meetings. The Board plans to hold at least one Board meeting a year in Myanmar, where the Group has most of its operations, so that the Board can be better apprised of the business developments there. Board meetings generally last a full day and may include presentations by key management personnel and external consultants/experts on strategic issues relating to specific business areas, as well as presentations by the Group's associates. This allows the Board to develop a good understanding of the Group's businesses and to promote active engagement with the Group's partners and key executives. Other ad-hoc Board meetings will be convened to discuss and approve material acquisitions and disposals of assets and major undertakings of the Group as and when the need arises. In addition to the formal Board meetings, the Board also organizes an off-site Board strategy meeting annually for in-depth discussion on strategic issues and the direction of the Group. This is followed by an update of each business unit's strategic plans for alignment with the Group's strategy.

During FY2017, the Board met on five (5) occasions, of which one of the meetings in December 2016 was held in Myanmar whereby the Directors visited key projects and met with key management personnel, to review and approve various matters relating to business strategies, activities and performance of the Group. A two-day off-site Board strategy meeting was also held in FY2017. The number of Board and Board Committee meetings as well as the attendance of each Board member at these meetings and the last Annual General Meeting ("AGM") held on 26 July 2016 are disclosed in Table 1. Notwithstanding such disclosure, the Board is of the view that the contribution of each Director should not be focused only on his/her attendance at meetings of the Board and/or Board Committees. A Director's contribution also extends beyond the confines of the formal environment of such meetings, through the sharing of views, advice, experience and strategic networking relationships which would further the interests of the Company.

The Constitution of the Company provides for meetings to be held via telephone, electronic or other communication facilities which permits all persons participating in the meeting to communicate with each other simultaneously. Where the attendance of certain Directors was not physically possible, the meeting was conducted with these Directors communicating through teleconferencing. To further facilitate the efficient management of the Group, resolutions of the Board would be passed by way of circulating resolutions pursuant to the Constitution of the Company.

Table 1 : Directors' Attendance at meetings held during FY2017

Name	Board Meeting Attendance	ARMC Meeting Attendance	NGC Meeting Attendance	RC Meeting Attendance	AGM 26 July 2016 Attendance
Total number of meetings held	5	4	1	1	1
Executive Directors					
Mr. Serge Pun @ Theim Wai ("Mr. Serge Pun")	5	N.A.	N.A.	N.A.	1
Mr. Pun Chi Tung Melvyn ("Mr. Melvyn Pun")[1]	5	N.A.	0 (Out of 0)	N.A.	1
Mr. Pun Chi Yam Cyrus ("Mr. Cyrus Pun")	5	N.A.	N.A.	N.A.	1
Non-Executive Directors					
Mr. Kyi Aye[2]	2 (Out of 2)	2 (Out of 2)	1	1	1
Mr. Adrian Chan Pengee ("Mr. Adrian Chan")	5	4	1	1	1
Mr. Basil Chan	5	4	1	1	1
Ms Wong Su Yen	5	4	N.A.	1	1
Dato Timothy Ong Teck Mong ("Dato Timothy Ong")[3]	4 (Out of 4)	3 (Out of 3)	N.A.	N.A.	1

Notes:

(1) Mr. Melvyn Pun was appointed as a member of the NGC with effect from 20 May 2016.
(2) Mr. Kyi Aye retired from the Board after the AGM held on 26 July 2016.
(3) Dato Timothy Ong was appointed as a Non-Executive Independent Director and a member of the ARMC with effect from 20 May 2016.

Board Approval

The Board has adopted a board approval matrix whereby the approval of the Board is required for any matters which are likely to have a material impact on the Group's operating units and/or financial position as well as matters other than in the ordinary course of business.

Board Approval Matrix

Matters that specifically require Board approval include without limitation:-

- ☑ Group's strategic plans
- ☑ Group's annual and interim financial statements
- ☑ Dividend policy and payout
- ☑ Acquisitions and divestments exceeding the prescribed amount by any Group company
- ☑ Group's annual budget
- ☑ Capital-related matters including capital adequacy objectives, capital structure, capital issuance and redemption
- ☑ Commitments by any Group company to term loans and lines of credit exceeding one year from banks and financial institutions

Board Orientation and Training

The Company conducts an induction programme for newly appointed Directors which seeks to familiarize Directors with the Group's businesses, board processes, internal controls and governance practices at the Company's expense. The induction programme includes site visits, Management presentations on the Group's businesses, strategic plans and objectives, meetings with key management personnel and briefings on key areas of the Company's operations. If a new Director has no prior experience as a director of a listed company, the Company will endeavour to arrange for trainings appropriate to the level of his prior experience in areas such as accounting, legal and industry knowledge. The Company provides a formal letter to each new Director upon his appointment, setting out clearly the Director's duties and obligations. Dato Timothy, who was appointed as a Non-Executive Independent Director on 20 May 2016, was given a detailed briefing and induction by one of the joint Company Secretaries and the Group Financial Controller. He was briefed on the Company's businesses and operations including an overview of the organisational structure, roles and responsibilities of various departments and the Company's internal corporate governance practices. In addition, he went to Myanmar to meet with key management personnel and visited some of the Group's key projects during the off-site Board strategy meeting held in FY2017.

The Directors are also provided with updates and/or briefings from time to time by professional advisers, auditors, Management and the Company Secretaries in areas such as directors' duties and responsibilities, corporate governance practices, risk management matters and changes in financial reporting standards. In the course of FY2017, in-house seminars were conducted on topics relating to the financial reporting surveillance program by the Accounting & Corporate Regulatory Authority, corporate governance updates, Singapore Financial Reporting Standard's update and the global macro-economic development. Directors also attended seminars, conferences and presentations to supplement and keep themselves updated on areas such as accounting, legal and industry-specific knowledge. The Company will also, where it feels appropriate, arrange for training courses for Directors which it will fund. In addition, Directors are also at liberty to approach Management should they require any further information or clarification concerning the Group's operations.

Principle 2 – Board Composition and Guidance

The Board comprises seven (7) Directors of whom three (3) are Executive Directors and four (4) are Non-Executive Independent Directors. All four (4) Non-Executive Independent Directors collectively comprise more than fifty per cent. (50%) of the Board of Directors.

Profiles and qualifications of the Directors and the listed directorships held by the Directors as at 28 June 2017, and in the last three (3) years are set out in the Board of Directors section of this Annual Report.

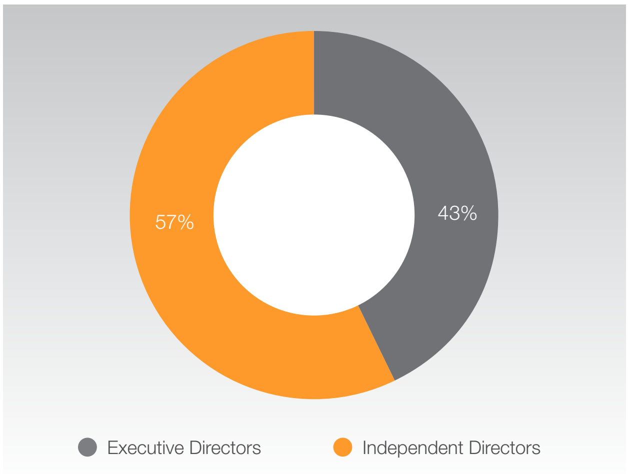
The compositions of the Board and Board Committees as at the date of this Annual Report are set out below.

Name	Date of First Appointment	Last Re-election	Board	ARMC	RC	NGC
Mr. Serge Pun	17 August 2006	27 July 2015[(1)]	Chairman	–	–	–
Mr. Melvyn Pun	27 July 2015	–	Member	–	–	Member
Mr. Cyrus Pun	21 February 2011	27 July 2015[(1)]	Member	–	–	–
Mr. Adrian Chan	17 August 2006	26 July 2016	Member	Member	Chairman	Chairman
Mr. Basil Chan	17 August 2006	27 July 2015	Member	Chairman	Member	Member
Ms. Wong Su Yen	15 December 2015	26 July 2016	Member	Member	Member	–
Dato Timothy Ong	20 May 2016	26 July 2016	Member	Member	–	–

Note:

(1) Both Mr. Serge Pun and Mr. Cyrus Pun will retire and stand for re-election at the AGM to be held on 26 July 2017.

Board Independence



There is a strong independence element on the Board. The 2012 Code provides that the independent directors should make up at least half of the Board where the Chairman and the CEO are immediate family members. As the Executive Chairman, Mr. Serge Pun is the father of the CEO, Mr. Melvyn Pun. The Company has appointed Mr. Adrian Chan, Mr. Basil Chan, Ms. Wong Su Yen and Dato Timothy Ong as the Non-Executive Independent Directors, comprising more than half of the Board. Mr. Adrian Chan serves as the Lead Independent Director.

The Board has decided to adopt a more stringent test of what constitutes a Non-Executive Independent Director in its review by using the reference to substantial shareholders as opposed to the ten per cent. (10%) shareholder in the definition of independence. The 2012 Code defines an "independent director" as one who has no relationship with the Company, its related companies, its ten per cent. (10%) shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgment with a view to the best interests of the Company. The independence of each Director is also reviewed annually by the NGC. The NGC requires each Non-Executive Independent Director to confirm his relationships with the Company, Management, officers and substantial shareholders in writing every year and reviews these confirmations of independence with the Director concerned abstaining and not taking part in any such deliberations. The NGC will recommend the independence of the Non-Executive Independent Directors to the Board only after it is satisfied that the independence of these Directors is not compromised. The Board, after taking into consideration the recommendations of the NGC, is of the view that the Non-Executive Independent Directors are not only independent in light of the provisions of the 2012 Code, but that they are also independent from substantial shareholders and that no individual or small group of individuals dominates the Board's decision making process.

The 2012 Code states that the independence of any director who has served on the Board beyond nine (9) years from the date of his first appointment ("Long Tenured Independent Directors") should be subject to particularly rigorous review.

In this regard, the NGC noted that Mr. Adrian Chan and Mr. Basil Chan who are both Non-Executive Independent Directors have served on the Board for more than nine (9) years.

In order to satisfy the 2012 Code requirements, the NGC developed a detailed and rigorous process and procedure to assess the independence of Long Tenured Independent Directors.

This process involved taking into account, among other things, whether their long-term relationship with Management could interfere, or be reasonably perceived to interfere, with the exercise of their independent judgment with a view to the best interests of the Company. The process extended beyond the submission of confirmations of independence which all Non-Executive Independent Directors are subject to, but instead further required Long Tenured Independent Directors to undertake a detailed self-assessment in which they had to provide written justification and examples of past conduct to support why they should continue to be deemed independent. In addition to the self-assessment, the process also comprised a peer-assessment component which involved not only the NGC members but all members of the Board. The assessment criteria included, *inter alia*, whether the Long Tenured Independent Directors had made decisions on matters with the interest of the Company at heart without undue reliance, influence or consideration of the Company's interested parties, and avoided apparent conflicts of interest by abstaining from deliberation on matters in which they had an interest in.

All members of the Board were also given the opportunity to highlight if there had been any circumstances that could have materially interfered with any of the Long Tenured Independent Director's exercise of unfettered and independent judgment which appeared relevant to the assessment of his independence which should be brought to the Board's attention.

Based on the rigorous review conducted, the Board, accepting the recommendations of the NGC, is of the view that Mr. Adrian Chan and Mr. Basil Chan should be deemed independent even though they each have served on the Board for more than nine (9) years from the respective dates of their first appointment, as they have continued to exercise their independent judgment with a view to the best interests of the Company. Neither Mr. Adrian Chan nor Mr. Basil Chan took part in the review of his own independence.

Directors' Participation

Non-Executive Independent Directors contribute to the Board process by monitoring and reviewing Management's performance. Their views and opinions provide alternative perspectives to the Group's businesses. When challenging Management's proposals or decisions, they bring independent judgment to bear on business activities and transactions involving conflicts of interests and other complexities. The Non-Executive Independent Directors also meet and communicate regularly through emails without the presence of Management so as to facilitate a more effective check on Management. Such meetings are scheduled on a need-be basis.

Board Composition and Size

The Board comprises business leaders and professionals with financial, legal and business management backgrounds. The NGC has reviewed the Board composition, taking into account the scope and nature of the operations of the Group, the requirements of the business and the need to avoid undue disruptions from changes to the composition of the Board and the Board committees, and is satisfied that the current size of the Board is appropriate and allows for effective decision making. The standing of the members of the Board in the business and professional communities, and with their combined business, management and professional experience, knowledge and expertise, provides an appropriate balance and diversity of skills, experience, gender, knowledge of the Group and the necessary core competencies to meet the Group's needs and to allow for diverse and objective perspectives on the Group's strategic direction and growth.

Board Diversity Statement

The Company is strongly committed to fostering diversity and inclusion on its Board, leveraging on the collective strength of its members who possess diverse abilities, knowledge, skills and professional experiences, and are able to contribute unique and valuable perspectives due to their different backgrounds, gender and cultures, effectively spurring innovative thinking and cultivating sustainable competitive advantages for the Company's long-term growth and success.

Principle 3 – Chairman and Chief Executive Officer

There is a clear separation of the roles and responsibilities of the Executive Chairman and the Chief Executive Officer (the "CEO") of the Company such that no one individual represents a considerable concentration of power.

Role of Chairman

Mr. Serge Pun is the Executive Chairman of the Company.

Mr. Serge Pun plays an instrumental role in providing the Company with strong leadership and vision, assisting the Board to develop policies and strategies and ensuring that these are implemented effectively, as well as to promote high standards of corporate governance.

As the Executive Chairman, he bears primary responsibility for the workings of the Board by ensuring effectiveness in all aspects of its role, including setting the agenda for Board meetings with input from Management and exercising control over the quality, quantity and timeliness of information flow between the Board and Management to encourage constructive relations within the Board and between the Board and Management. To promote a culture of openness and debate at the Board, he ensures that adequate time is available for discussion of all agenda items, in particular, strategic issues, and he also facilitates the effective contribution of Non-Executive Independent Directors. At the AGM and other shareholder meetings, he plays a pivotal role in fostering constructive dialogue between shareholders, the Board and Management.

Role of the CEO

Mr. Melvyn Pun is the CEO of the Company. The role of the CEO includes:

(a) running the day-to-day operations of the Company; and

(b) implementing the Company's strategies and policies.

The CEO is the son of the Executive Chairman. In line with best practices in corporate governance, the respective duties and responsibilities of the Executive Chairman and the CEO have been formalised in writing and approved by the Board.

Role of the Lead Independent Director

As the Executive Chairman and CEO are both part of Management, the Board appointed Mr. Adrian Chan as the Lead Independent Director to lead and co-ordinate the activities of the Non-Executive Independent Directors in circumstances where it would be inappropriate for the Executive Chairman to serve in such capacity. The Lead Independent Director assists the Board in ensuring effective corporate governance in managing the affairs of the Board and the Company. He also serves as Chairman of the NGC and the RC. Led by the Lead Independent Director, the Non-Executive Independent Directors meet periodically without the presence of the other Directors, and the Lead Independent Director will provide feedback to the Executive Chairman after such meetings.

The Lead Independent Director also facilitates a two-way flow of information between the Shareholders, the Executive Chairman and the Board, and is available to shareholders where they have concerns and for which contact through the normal channels of the Chairman, the CEO or the Chief Financial Officer has failed to resolve them or is inappropriate.

Principle 4 – Board Membership

NGC Composition and Role

Nominating and Governance Committee ("NGC")
The NGC has been established to make recommendations to the Board on all board appointments.

Mr. Adrian Chan *Chairman and Lead Independent Director*	**Mr. Basil Chan** *Non-Executive Independent Director*	**Mr. Melvyn Pun** *CEO and Exeutive Director*

The majority of the members of the NGC including the Chairman are Non-Executive Independent Directors. The Lead Independent Director is the Chairman of the NGC.

The NGC is regulated by a set of written terms of reference endorsed by the Board, setting out the duties and responsibilities of its members. The responsibilities of the NGC include:

(a) developing and maintaining a formal and transparent process for the appointment of new Directors, including the nomination and selection process of the new Director and how he/she will fit in the overall competency of the Board;

(b) reviewing the Board succession plans for Directors;

(c) determining annually whether a Director is independent, bearing in mind the circumstances set forth in the 2012 Code;

(d) recommending to the Board as to whether the Director is to be considered independent, based on the returns submitted by the Directors upon his/her appointment and subsequently on an annual basis in the form set out in the NGC's terms of reference;

(e) reviewing the change in circumstances upon notification of an Independent Director to the Board that he no longer meets the criteria for independence as a result of a change in circumstances and making its recommendation to the Board;

(f) deciding whether a Director is able to and has adequately carried out his duties as a Director of the Company in particular where the Director concerned has multiple board representations;

(g) developing and maintaining a formal assessment process for the evaluation of the effectiveness of the Board as a whole and the contributions of each individual Director to the Board's effectiveness;

(h) developing a process for evaluation of the performance of the Board, its Board Committees and Directors;

(i) deciding on how the Board's performance may be evaluated and proposing objective performance criteria for the Board's approval;

(j) retaining such professional consultancy firm as it may deem necessary to enable it to discharge its duties hereunder satisfactorily;

(k) reviewing the training and professional development programs for the Board;

(l) considering the various disclosure requirements for the appointment of Directors, particularly those required by regulatory bodies such as the Singapore Exchange Securities Trading Limited ("SGX-ST"); and

(m) undertaking such other duties as may be agreed to between itself and the Board.

Re-nomination of Directors
The NGC reviews annually the nomination of the relevant Directors for re-election and re-appointment as well as the independence of Directors. The NGC conducts an annual performance assessment of individual Directors. When considering the nomination of Directors for re-election and re-appointment, the NGC takes into account their contribution to the effectiveness of the Board, preparedness, participation and the competing time commitments faced by Directors with multiple board representations. The NGC, in assessing the performance of each individual Director, considers whether sufficient time and attention has been given by the Director to the affairs of the Company. It also has regard to the Director's other Board memberships and commitments.

Notwithstanding that some of the Directors have multiple board representations, the Board and NGC are of the view that the Directors have demonstrated their commitment and effectiveness in discharging their duties and responsibilities and avoiding actual or potential conflicts of interest from serving on other Boards. The NGC noted the confirmations from Directors who held multiple board representations that their time/effort in carrying out their duties as Directors of the Company would not be compromised. The Directors have adopted a guide that a Director should not have more than six (6) listed company board representations. In determining whether each Director is able to devote sufficient time to discharge his duty, the contributions by Directors to and during meetings of the Board and Board Committees as well as their attendance at such meetings are also taken into account.

The Directors are subject to re-election at least once every three (3) years and the Constitution of the Company provides that at least one-third of the Directors (including the Executive Chairman) for the time being, shall retire as Directors at each AGM of the Company. Shareholders are provided with relevant information on the candidates for election or re-election.

At the forthcoming AGM, Mr. Serge Pun and Mr. Cyrus Pun will retire and seek re-election pursuant to Article 104 of the Constitution of the Company.

No alternate director has been appointed by the Board in FY2017.

Criteria and Process for Appointment of New Directors
The NGC reviews annually the balance and diversity of skills, experience, gender and knowledge required by the Board and the size of the Board which would facilitate decision-making. It will also consider the need to position and shape the Board in line with the evolving needs of the Company and the business. The NGC, in consultation with Management, assesses if there is any adequate representation in respect of any of those attributes and if so, determines the role and the desirable competencies for a particular appointment. The NGC's criteria for the selection and appointment of new Directors is based on potential candidates' skills, knowledge and experience. External help may be used to source for potential candidates, if need be. Directors and Management may also make recommendations. The NGC would conduct a review of the skills and experience that is needed of a potential candidate and thereafter actively seek out such potential nominees that can provide positive contributions in those areas to the Board by conducting external searches. The NGC will take an active role in screening and interviewing potential candidates before assessing the candidate's suitability and recommending him/her for nomination to the Board.

The NGC has fulfilled its duty of making the requisite recommendations to the Board on all Board appointments, re-nominations and re-elections.

Succession Planning
There is a process of refreshing the Board progressively over time so that the experience of longer serving directors can be drawn upon while tapping into the new external perspectives and insights of new appointees. During FY2017, Dato Timothy Ong was appointed as a Non-Executive Independent Director in place of Mr Kyi Aye, a Non-Executive Independent Director who had served the Board for more than nine (9) years from the date of his first appointment. He retired and did not seek re-appointment at the last AGM.

Principle 5 – Board Performance

The Board and the NGC strive to ensure that Directors on the Board possess the experience, knowledge and skills relevant to the Group's business so as to enable them to make sound decisions. The Board also holds an annual Board retreat at off-site locations with Management to discuss broader issues of strategy and business direction for the Group.

Board Evaluation Process
The Board acknowledges the importance of a formal assessment of the Board's performance and the NGC has adopted a formal system of evaluating the performance of the Board as a whole and its Board Committees, as well as to assess the contributions by the Chairman and each individual Director which had been made during FY2017.

For FY2017, an independent external party was appointed to facilitate the evaluation of the Board and Board Committees. Directors were requested to complete appraisal forms to assess the overall effectiveness of the Board and Board Committees. The appraisal process took into account objective performance criteria which would allow for comparison with industry peers and addresses how the Board has enhanced long-term shareholder value. The appraisal process took into account factors and criteria such as the Board's structure, size, composition, conduct of meetings, processes, responsibilities and communication with shareholders. Completed forms were returned for collation and compilation on a non-attribution basis, so that open and frank feedback and comments can be encouraged. In FY2017, the Board had considered and approved some amendments to the performance criteria for FY2017 to promote a more rigorous and transparent evaluation process. The compiled report was then sent to the NGC for its deliberation and discussion. The NGC made its recommendations to and shared its conclusions with the Board.

The NGC has also made available a process of assessment of the contribution made by each individual Director towards the effectiveness of the Board and Board Committees, taking into account factors such as the Director's attendance, participation and contribution at the Board and Board Committee meetings. The NGC also takes into consideration the feedback from individual Directors on areas relating to the Board and Board Committee's competencies and effectiveness. The Executive Chairman will act on the results of the performance evaluation and, in consultation with the NGC, propose, where appropriate, new members to be appointed to the Board or seek the resignation of Directors.

Principle 6 – Access to Information

Complete, Adequate and Timely Information and Access to Management

Prior to each meeting, members of the Board and Board Committees are provided with the meeting agenda and the relevant documents submitted by Management, containing where possible and practicable, complete, adequate and timely information to enable full deliberation on the issues to be considered at the respective meetings. Management also regularly keeps the Board updated on the operational activities, future prospects, progress and development of the Company, and monthly reports of the Group's businesses are provided. Comprehensive quarterly financial reports, which include background and explanatory information, are submitted to the Board for approval and release to the public. Management and the Company's Independent Auditor, who can provide additional insight into the matters for discussion, are also invited from time to time to attend such meetings.

In addition, Directors receive analysts' reports on the Company and weekly Myanmar news updates. Such reports and news updates enable the Directors to keep abreast of key issues and developments in the industry and the country, as well as challenges and opportunities for the Group.

The Directors have separate and independent access to Management as and when they require further enquiries or additional information. Management endeavours to meet their requirements in a timely manner so as to enable them to make informed decisions. The annual Board meeting held in Myanmar gives the Non-Executive Independent Directors a better understanding of the Group and its business, and provides an opportunity for the Non-Executive Independent Directors to familiarise themselves with the key management personnel.

Company Secretary

The Board has separate and independent access to the Group's Management and the Company Secretaries. The Company Secretaries play a significant role in supporting the Board in discharging their duties and are trained in legal and company secretarial practices. The responsibilities of the Company Secretaries include:

(a) attending all Board meetings;

(b) preparing minutes of these meetings;

(c) ensuring compliance with applicable laws and regulations;

(d) ensuring compliance with internal procedures and guidelines of the Group;

(e) the maintenance and updating of all statutory books and records;

(f) ensuring good information flows within the Board and the respective Board Committees and between Management and Non-Executive Independent Directors;

(g) advising the Board on governance matters; and

(h) facilitating orientation and assisting with professional development as required.

The appointment and removal of the Company Secretaries are matters for the Board to decide as a whole.

Independent Professional Advice

The Directors, whether as a group or individually, are entitled to seek and obtain independent professional advice in furtherance of their duties and in the event that circumstances warrant the same. The expenses incurred in procuring such advice shall be borne by the Company.

REMUNERATION MATTERS

Principle 7 – Procedures for Developing Remuneration Policies

Principle 8 – Level and Mix of Remuneration

Principle 9 – Disclosure on Remuneration

Composition and Role of RC

Remuneration Committee ("RC")

The principle responsibility of the RC is to ensure the level of remuneration for the Directors and key management personnel is fair, equitable and competitive based on their level of contribution.

Mr. Adrian Chan *Chairman and Lead Independent Director*	**Mr. Basil Chan** *Non-Executive Independent Director*	**Ms. Wong Su Yen** *Non-Executive Independent Director*

All members of the RC are Non-Executive Independent Directors. The RC met once during FY2017.

The RC is regulated by a set of written terms of reference, setting out the duties and responsibilities of its members. The responsibilities of the RC include:

(a) developing and maintaining a formal and transparent policy for the determination of the Directors' remuneration including but not limited to the Directors' fees, salaries, allowances, bonuses, options and benefits-in-kind;

(b) recommending to the Board a framework of remuneration for the Directors and specific remuneration packages for each Executive Director and the CEO;

(c) reviewing the remuneration of senior Management;

(d) considering what compensation commitments the Directors' contracts of service, if any, would entail in the event of early termination and ensuring that such contracts of service contain fair and reasonable termination clauses;

(e) ensuring that the level of remuneration offered is appropriate to the level of contribution, taking into account factors such as effort and time spent, pay and employment conditions within the industry and in comparable companies and responsibilities undertaken;

(f) reviewing whether the Directors should be eligible for benefits under long-term incentive schemes and to evaluate the costs and benefits of long-term incentive schemes;

(g) making recommendations in consultation with the CEO and submitting its recommendations for endorsement by the entire Board;

(h) retaining such professional consultancy firm as it may deem necessary to enable it to discharge its duties hereunder satisfactorily;

(i) considering the various disclosure requirements for the Directors' remuneration, particularly those required by regulatory bodies such as the SGX-ST, and ensuring that there is adequate disclosure in the financial statements to ensure and enhance transparency between the Company and relevant interested parties; and

(j) undertaking such other duties as may be agreed to by itself and the Board.

RC's Evaluation Criteria and Recommendations on Directors' Remuneration

During FY2017, based on the framework endorsed by the Board in the financial year ended 31 March 2016 ("FY2016"), the RC made recommendations on all aspects of remuneration, including but not limited to the Directors' fees, salaries and benefits in kind. In setting remuneration packages, the RC took into account the performance of the Group, as well as individual Directors and key management personnel, aligning their interests with those of shareholders and linking rewards to corporate and individual performance. The RC also sought to ensure that the level and mix of remuneration is competitive and appropriate to balance between current versus long-term compensation and between cash versus equity incentive compensation. The RC also reviewed and made the requisite recommendations in relation to the remuneration of key management personnel during FY2017 and submitted them for endorsement by the Board. No Director was involved in deciding his own remuneration.

The RC seeks expert advice and views on remuneration and governance matters from both within and outside the Group as appropriate. In FY2017, the RC relied on the report by an independent remuneration consultant, Freshwater Advisors Pte. Ltd., issued in FY2016 on board and executive remuneration. The consultant is not related to the Company or any of its Directors. In its deliberations, the RC also took into consideration industry practices and norms in compensation.

In setting the remuneration packages of the Executive Directors and key management personnel, the RC takes into consideration the remuneration and employment conditions within the same industry and of comparable companies as well as the Group's size and scope of operations. A significant and appropriate portion of the Executive Directors' and key management personnels' remuneration is structured so as to link rewards to corporate and individual performance.

Such performance-related remuneration takes into account the risk policies of the Company, is symmetric with risk outcomes and is sensitive to the time horizon of risks. In assessing the performance of the Executive Directors and key management personnel, the RC takes into account the financial and operational performance of the Group, as well as their execution and the expansion growth of the Company. The RC has the discretion not to award incentives in any year if an Executive Director or key management personel is involved in misconduct or fraud resulting in financial loss to the Company.

Shareholders had on 25 May 2012 approved the Yoma Strategic Holdings Employee Share Option Scheme 2012 (the "YSH ESOS 2012") for the remuneration of the Directors and employees of the Group. The YSH ESOS 2012 is administered by the RC. No options were granted during FY2017. An aggregate number of 35,495,303 options (including those which had been forfeited or exercised and taking into account adjustments) were granted to the key executives as at 31 March 2017. These options are subject to a vesting period whereby one-third of each and every subsequent grant is vested on each and every subsequent anniversary of the date of grant. Details of the YSH ESOS 2012 are set out in the Directors' Statement section of this Annual Report.

The RC also recognised that long-term incentives reinforce the delivery of long-term growth and shareholder value to drive an ownership culture and retain key talent. As such, a performance share plan ("YSH PSP") which comprises equity awards provisionally granted to employees based on performance had been approved by Shareholders on 27 July 2015. In FY2017, the RC granted an aggregate of 7,855,409 award shares (including those which had been forfeited) under the YSH PSP to employees and the Non-Executive Independent Directors as part of the Group's compensation structure. The award shares are largely subject to a vesting period even upon the satisfaction of the performance criteria. Details of the YSH PSP are set out in the Directors' Statement section of this Annual Report.

The Company has a service agreement with:

(a) the Executive Chairman, Mr. Serge Pun, which was renewed on 1 April 2016 and can be terminated by not less than six (6) months' notice in writing by either party;

(b) the Chief Executive Officer, Mr. Melvyn Pun, which commenced on 27 July 2015 and can be terminated by not less than six (6) months' notice in writing by either party; and

(c) the Executive Director, Mr. Cyrus Pun, which commenced on 21 February 2011 and can be terminated by not less than six (6) months' notice in writing by either party.

The Directors and key management personnel are remunerated on an earned basis and there are no termination, retirement and post-employment benefits that are granted over and above what has been disclosed.

Disclosure on Directors' Remuneration

The RC has taken into consideration the various disclosure requirements for the Directors' remuneration, particularly those required by regulatory bodies such as the SGX-ST, and also to enable adequate disclosure in the financial statements for enhanced transparency between the Company and relevant interested parties.

The level and mix of each of the Executive Directors' remuneration for FY2017 are set out below:

Remuneration Band & Name of Director	Base / Fixed Salary (%)	Variable Component or Bonuses (%)		Benefits-in-kind, Allowances and Other Incentives (%)	Total (%)
		Paid	Deferred[1]		
Executive Directors					
Mr. Serge Pun					
S$1,895,500	32	63	–	5	100
Mr. Melvyn Pun					
S$1,623,138	33	63	–	4	100
Mr. Cyrus Pun					
S$1,528,138	26	37	34	3	100

Note:

[1] The deferred bonus will be paid over a period of time prescribed and approved by the RC and commencing in financial year ending 31 March 2018.

Non-Executive Independent Directors are paid Directors' fees which are subject to shareholders' approval at a general meeting. The RC has recommended to the Board the payment of the Directors' fees of S$310,705 for FY2017. This was approved by shareholders at the last AGM on 26 July 2016.

The fee structure of the Non-Executive Independent Directors for FY2017 is as follows:

	S$
Basic Retainer Fee	
Non-Executive Independent Director	63,000
Lead Independent Director	68,300
Fee for Appointment to ARMC	
Committee Chairman	9,300
Committee Member	4,700
Fee for Appointment to NGC and RC	
Committee Chairman	4,100
Committee Member	2,100

Non-Executive Independent Directors	Deferred Share Awards[3] S$	Directors' Fees S$	Total S$
Mr. Kyi Aye[1]	–	23,967	23,967
Mr. Adrian Chan	82,463	81,200	163,663
Mr. Basil Chan	82,463	76,500	158,963
Ms. Wong Su Yen	82,463	69,800	152,263
Dato Timothy Ong[2]	82,463	59,238	141,701

Notes:

1 Mr. Kyi Aye retired at the AGM and did not seek re-appointment at the AGM on 26 July 2016.
2 Dato Timothy Ong was appointed as a Non-Executive Independent Director with effect from 20 May 2016.
3 This is based on the total fair value of the share awards granted under the YSH PSP. One-third of the share awards will only be released on each and every subsequent anniversary of the date of grant.

The RC had considered the recommendations of the 2012 Code to implement a scheme to encourage Non-Executive Independent Directors to hold shares in the Company, so as to better align the interests of the Non-Executive Independent Directors with the interests of shareholders. One-third of the share awards will only be released on each and every subsequent anniversary of the date of grant.

Disclosure on Key Executives' Remuneration

The level and mix of each of the key executives' remuneration, in bands of S$250,000, for FY2017, are set out below:

Remuneration Band and Names of Top 5 Key Management Personnel and Senior Management	Base / Fixed Salary (%)	Variable Component or Bonuses (%)		Benefits-in-kind, Allowances and Other Incentives (%)	Total (%)
		Paid	Deferred[1]		
S$1,350,000-S$1,600,000					
Mr. JR Ching	28	–	68	4	100
S$600,000-S$850,000					
Ms. Loo Hwee Fang	39	–	61	–	100
S$350,000-S$600,000					
Mr. Gerhard Hartzenberg	49	22	13	16	100
Mr. Stephen Purvis	81	9	–	10	100
Ms. Joycelyn Siow	41	–	59	–	100

Note:

1 This is based on the total fair value of the share awards granted under the YSH PSP. One-third of the share awards will only be released on each and every subsequent anniversary of the date of grant.

Furthermore, an aggregate number of 3.2 million share awards has also been granted to the top 5 key management personnel and senior management under the YSH PSP. These share awards are long-term incentive awards which will vest and be released in May 2020 pursuant to the remuneration framework adopted by the Company.

The aggregate amount of the total remuneration paid to the 5 top key management personnel for FY2017 is approximately S$3.7million. During FY2017, no termination, retirement and post-employment benefits have been granted to the Directors, the CEO or the top 5 key management personnel and senior management.

Apart from Mr. Serge Pun (who is the father of Mr. Melvyn Pun and Mr. Cyrus Pun), Mr. Melvyn Pun and Mr. Cyrus Pun (who are the sons of Mr. Serge Pun) and Mr. Martin Pun (who is the brother of Mr. Serge Pun and the uncle of Mr. Melvyn Pun and Mr. Cyrus Pun), there were no employees who are immediate family members of a director or CEO, and whose remuneration exceeds S$50,000 during FY2017. The remuneration of Mr. Serge Pun, Mr. Melvyn Pun and Mr. Cyrus Pun are disclosed above. The remuneration of Mr. Martin Pun is less than S$80,000 during FY2017. "Immediate family members" means the spouse, child, adopted child, step-child, brother, sister and parent.

ACCOUNTABILITY AND AUDIT

Principle 10 – Accountability

Accountability of Board and Management

The Board undertakes the responsibility of overseeing the corporate performance of the Company and is accountable to shareholders for the processes and structure of directing and managing the Company's business and affairs. Management's role is to report to the Board on the operational and financial performance of the Group by keeping the Board informed and updated with the provision of comprehensive financial and management reports as the Board may require from time to time to enable the Board to make a balanced and informed assessment of the Company's performance, position and prospects.

Aside from adopting corporate governance practices in line with the spirit of the 2012 Code, the Company also observes obligations of continuing disclosure under the Listing Manual of the SGX-ST ("Listing Manual"). The Company undertakes to circulate timely, adequate and non-selective disclosure of information. The Board has also issued quarterly financial statements reviewed by the ARMC to provide shareholders with comprehensive information and a balanced view on the Group's performance, position and prospects.

Audit, Risk Management and Internal Controls

Principle 11 – Risk Management and Internal Controls

Principle 12 – Audit Committee

Principle 13 – Internal Audit

Composition of ARMC

Audit and Risk Management Committee ("ARMC")

The principle responsibility of the ARMC is to assist the Board in maintaining a high standard of corporate governance, particularly by providing an independent review of the effectiveness of the Group's financial reporting process and material internal controls, including financial, operational, compliance and risk management controls.

Mr. Basil Chan	**Mr. Adrian Chan**	**Ms. Wong Su Yen**	**Dato Timothy Ong**
Chairman and Non-Executive Independent Director	*Lead Independent Director*	*Non-Executive Independent Director*	*Non-Executive Independent Director*

The ARMC was established by the Board and all members of the ARMC including the Chairman are Non-Independent Executive Directors. The Chairman of the ARMC is experienced in audit, financial and general management.

Key Audit Matter	ARMC's comments
Valuation of land development rights and development properties	The ARMC reviewed on a quarterly basis (a) the actual transacted selling prices of the Group's land development rights and development properties as well as comparable land development rights and development properties sold by other developers; and (b) the estimated total costs to completion to ensure that the selling prices of the Group's land developments rights and development properties are above their carrying amounts plus estimated costs to complete the development properties. Overall, the ARMC is satisfied that Management does monitor closely the net relisable value of land development rights and development properties and concurred with the Management's conclusion that no write-down is required for the Group's land development rights and development properties for the period under review.
Valuation of investment properties	The ARMC considered the methodology applied to the valuation models in assessing the valuation of investment properties conducted by the independent real estate valuers, and also evaluated the valuers' objectivity and competency. The ARMC also reviewed the outcomes of the annual valuation process and discussed the details of the valuation, including the independent real estate valuer's assessment of the appropriateness of valuation methodologies and the underlying key assumptions applied in the valuation of investment properties, with Management and the Independent Auditor. The ARMC is satisfied with the approach and methodology applied to the valuation models in assessing the fair value of the Group's investment properties.

Key Audit Matter	ARMC's comments
Revenue recognition	The ARMC reviewed the Management's approach to the recognition of revenue, particularly for revenue from sale of development properties which are recognised progressively as construction progresses with reference to the percentage-of-completion method which involved the Management's assessment of the stage of completion of the properties and the estimated total costs to completion. The ARMC also reviewed the basis on which other revenue streams had been recognised which occur only upon the transfer of significant risk and rewards of ownership of the goods to the customers, usually on delivery of goods and rendering of services. The ARMC concurred with the Management's methodology of revenue recognition as described in the Group's significant accounting policies.

Powers and Duties of the ARMC

The ARMC is authorised by the Board to investigate any matters it deems appropriate within its terms of reference and has direct and unrestricted access to the Independent Auditor and the internal auditor. It may invite any Director, Management, any officer or employee of the Company, the Independent Auditor and the internal auditor to attend its meetings. It is also authorised to engage any firm of accountants, lawyers or other professionals as it sees fit to provide independent counsel and advice to assist in the review or investigation on such matters within its terms of reference as it deems appropriate, at the Company's expense. The duties within its written terms of reference include:

(a) to review with Management and, where appropriate, with the Independent Auditor on the quarterly and full year financial statements to be issued by the Group before their submission to the Board;

(b) to ensure the completeness, consistency, and accuracy of the quarterly and full year financial statements of the Group;

(c) to review the integrity of the financial statements of the Group to be announced or reported and any other formal announcements relating to the Group's financial performance;

(d) to assess the role and effectiveness of the internal audit function in the overall context of the Group's internal controls and risk management systems;

(e) to review and approve the annual audit plans of the internal auditor and the Independent Auditor;

(f) to review, on an annual basis, the scope and results of the external audit and its cost-effectiveness and the independence and objectivity of the Independent Auditor and also the nature and extent of any non-audit services provided by the Independent Auditor to the Company;

(g) to review quarterly and/or annually, as applicable, with Management, the internal auditor and the Independent Auditor, the results of their review on the Group's internal controls, including financial, operational and compliance controls and risk management policies and systems and reporting to the Board annually the adequacy and effectiveness of such internal controls;

(h) to make recommendations to the Board on the nomination for the appointment, re-appointment and removal of the Independent Auditor, and to approve the remuneration and terms of engagement of the Independent Auditor;

(i) to review interested person transactions falling within the scope of Chapter 9 of the Listing Manual; and

(j) to review the Company's whistle-blowing policy and arrangements put in place for raising concerns about possible improprieties in matters of financial reporting or any other matters.

The Board is of the view that all the members, including the Chairman of the ARMC, have accounting, financial, business management, corporate legal expertise and work experience to discharge their responsibilities as set out in its terms of reference. The Chairman of the ARMC is a member of the Institute of Chartered Accountants in England and Wales and is also a member of the Institute of Singapore Chartered Accountants and is well qualified to chair the ARMC.

The ARMC has explicit authority to investigate any matter within its terms of reference, the right of full access to and co-operation of Management and full discretion to invite any Director or executive officer to any of its meetings. The ARMC is in possession of reasonable resources to enable it to discharge its functions properly.

During FY2017, the ARMC met with Management and the Independent Auditor on four (4) occasions. These meetings included, amongst other things, a review of the Group's financial statements, prospects of the Group and the independence of the Independent Auditor. Where there are changes to the various accounting standards that have an important bearing on the Company's disclosure obligations, the Directors (including members of the ARMC) are kept informed of such changes from time to time through circulation of the relevant changes which are also tabled during Board Meetings.

The Independent Auditor also met with the ARMC members without the presence of Management during FY2017.

The Independent Auditor provides periodic updates and briefings to the ARMC on changes or amendments to the accounting standards to enable the members of the ARMC to keep abreast of such changes and its corresponding impact on the financial statements, if any.

Independent Auditor
The Company has engaged Nexia TS Public Accounting Corporation ("Nexia TS") as its Independent Auditor to audit the financial statements of the Company and all its subsidiary corporations incorporated in Singapore. For the purpose of the audit of the Group's consolidated financial statements, Nexia TS also audited significant subsidiary corporations and other significant entities incorporated outside Singapore. Nexia TS has confirmed that it is registered with the Accounting and Corporate Regulatory Authority in Singapore. The report of the Independent Auditor is set out in the Independent Auditor's Report section of this Annual Report.

During FY2017, the fees paid or payable by the Group to the Independent Auditor for their audit services amounted to S$395,000. The Independent Auditor did not provide any non-audit service during FY2017.

After considering the adequacy of the resources and experience of the current auditing firm and the audit engagement director assigned to the audit, the firm's other audit engagements, the size and complexity of the Group and the number and experience of supervisory and professional staff assigned to the particular audit, the ARMC has recommended to the Board the re-appointment of Nexia TS Public Accounting Corporation as the Independent Auditor for the Company's audit obligations for the financial year ending 31 March 2018.

The Company has complied with Rules 712 and 715 of the Listing Manual in relation to the appointment of its auditor.

None of the members of the ARMC were partners or directors of the Company's existing Independent Auditor within the last twelve (12) months and none of the members of the ARMC hold any financial interest in the auditing firm.

Release of Annual Reports
The Company ensures that the audited annual financial statements and the Annual Report are released within 120 days from the financial year end, and the Directors affirm in the Directors' Statement that the consolidated financial statements of the Group and the statement of financial position of the Company give a true and fair view of the state of affairs of the Company and the Group. Financial statements and other price sensitive information are disseminated to shareholders through announcements in SGXNet, press release, the Company's website as well as results briefings. This Annual Report is accessible on the Company's website.

Whistle-blowing Policy
The Group is committed to a high standard of ethical conduct and adopts a zero tolerance approach to fraud and corruption. It undertakes to investigate complaints of suspected fraud and corruption in an objective manner. As such, the Company has put in place a whistle-blowing policy. In order to promote an environment conducive to employees to raise or report genuine concerns about possible improprieties in matters of business activities, financial reporting or other matters they may encounter in confidence and without fear of retaliatory action, all whistle-blowing reports, other than reports involving any Director, member of key management personnel (i.e. having designation of Head/Chief/Managing Director of a Division and above) shall be received by the Head of Risk Management and Assurance, who will conduct an initial review of the report received and recommend the remedial, disciplinary or other action to be taken by the Company. All investigations shall be reported to the ARMC for their attention and further action as necessary.

In the event that the whistle-blowing report involves any Director, member of the key management personnel or the Head of Risk Management and Assurance, the reports shall be escalated to the Chairman of the ARMC, for his attention and further action as necessary.

All employees who make a disclosure or raise a concern in accordance with such policy will be protected if such employee (a) discloses the information in good faith; (b) has reasonable grounds to believe such disclosure or concern is substantially true; (c) does not act maliciously; and (d) does not seek any personal or financial gain. While employees are strongly encouraged to disclose their identity when lodging complaints, efforts will be made to ensure confidentiality as far as reasonably practicable. Furthermore, anonymous complaints will not be disregarded and will be considered by the Non-Executive Independent Directors. The contact details of the Non-Executive Independent Directors have been made known to the employees for the purposes of raising their concerns under the whistle-blowing policy. The Company has policies and procedures to protect an employee who reveals illegal or unethical behaviour from retaliation.

On an ongoing basis, the whistle-blower policy is covered during employee training and periodic communication to employee as part of the Group's efforts to promote awareness of fraud control.

Internal Controls
The Board acknowledges that it oversees Management in implementing the risk management and internal controls system, and is responsible for maintaining a sound system of internal controls including financial, operational and compliance controls and risk management policies and systems to safeguard shareholders' interest and maintain accountability of its assets. The ARMC reviews the adequacy of the Company's internal controls, including financial operational, compliance and information technology controls, and risk management policies and systems established by Management. The Independent Auditor reviews the internal controls of the Group and reports these findings to the ARMC during its meetings. This gives the ARMC the opportunity to comment on the adequacy of internal controls and to submit

its findings to the Board so to reassure the Board that sufficient checks have been put in place and so as to enable the Board to comment on the adequacy and effectiveness of the internal controls. The ARMC is satisfied that the independence of the Independent Auditor is not compromised by any other material relationship with the Company. A framework of internal controls is in place and will be refined constantly, with reviews conducted at least annually. The internal controls structure which is established includes:

(a) a risk management framework for the identification, assessment and monitoring of the Group's key risks;

(b) policies and procedures and an approved authorization matrix in place, which are reviewed from time to time, that govern and allow from time to time the monitoring of financial and operational controls;

(c) a programme of external and internal audits; and

(d) a whistle-blowing programme, whereby staff can raise in confidence, whether anonymously or otherwise, concerns on possible improprieties relating to accounting, financial reporting, internal controls and auditing matters without fear of reprisals in any form, and the provision of internal arrangements for the investigation of matters raised thereunder.

The Group has also implemented a set of standard operating procedures relating to sales and accounts receivables, purchases, human resources and payroll, cash management capital expenditure and capital disposal.

The Group's internal audit is undertaken by the risk management and assurance team led by the Head of Risk Management & Assurance to assist the ARMC in ensuring that the Company maintains a sound system of internal controls through regular monitoring of key controls and procedures and ensuring their effectiveness, undertaking investigations as directed by the ARMC and conducting regular audits of high-risk areas. Please refer to the information on the Enterprise Risk Management Framework implemented by the Group on page 42 of this Annual Report for a description of the process and framework used to assess the internal control systems and risk management policies.

The Head of Risk Management & Assurance, Ms. Win Min Htwe, is a member of the Institute of Internal Auditors and the internal audits were carried out in accordance with the standards set by internationally recognised professional bodies including the Standards for the Professional Practice of Internal Auditing set by The Institute of Internal Auditors. Ms. Win Min Htwe is a qualified finance professional with an MBA from Sydney Graduate School of Management and a Masters in Applied Finance from University of Western Sydney. She has professional experience in providing independent assurance to boards and senior management regarding compliance with ASX Principle 7 requirements and other stewardship controls by assessing risk management frameworks, evaluating investment risks for new businesses/projects and conducting assurance reviews over the adequacy, economy and effectiveness of critical business processes, systems and controls. Her team is also staffed with persons with the relevant qualifications and experience and is adequately resourced with the appropriate standing. Besides Ms. Win Min Htwe, there are 4 members on the Internal Audit and Assurance team and 3 members on the Risk Management and Governance team. They hold the relevant qualifications and are suitably experienced, with the appropriate standing from internationally recognised bodies such as Myanmar Accountancy Council, the Association of Chartered Certified Accountants, The London Chamber of Commerce & Industry, the Yangon Institute of Economics, Yangon University, Paris Graduate School of Management and the University of Northampton. The team has unfettered access to all the Group's documents, records, properties, personnel and the ARMC. The ARMC approves the hiring, removal and evaluation of the Head of Risk Management & Assurance.

The ARMC members meet with the Head of Risk Management & Assurance without the presence of Management.

The ARMC reviews and approves, on an annual basis, the internal audit plans and the resources required to adequately perform this function.

During FY2017, the Board and the ARMC reviewed the system of internal controls and after taking into consideration and adopting the recommendations of the Group's risk management and assurance team, the work done by both the internal auditor and Independent Auditor, representations made by Management to the Board and reviews undertaken by Management, the Board and Board Committees, the Board is of the opinion, with the concurrence of the ARMC, that the internal control systems, addressing the financial, operational, compliance and information technology risks faced by the Group, are adequate to safeguard the interests of shareholders. The Board, however, notes that no system of internal controls can provide absolute assurance against the occurrence of material errors, poor judgment in decision-making, human error, losses, fraud or other irregularities.

The Board has also received assurance from the CEO and the Chief Financial Officer that the financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances, and the Company has put in place and will continue to maintain an effective and reliable system of risk management and internal controls.

Corporate Governance Report

The system of internal controls and risk management policies established by the Company is designed to manage, rather than eliminate, the risk of failure in achieving the Company's strategic objectives. It should be recognised that such systems are designed to provide reasonable assurance, but not an absolute guarantee, against material misstatement or loss.

The Board, together with the ARMC and Management, will continue to enhance and improve the existing internal control frameworks to identify and mitigate these risks.

An annual internal audit program is developed based on the key risk areas identified during the annual enterprise risk assessment exercise. Please refer to the information on the Enterprise Risk Management Framework implemented by the Group on page 42 of this Annual Report for a description of the categories of risk identified by the Company. Terms of Reference are issued for each audit prior to field work detailing the objectives, scope, methodology, audit team, timing, reporting and follow up information. Field work includes:

(a) site visits, onsite observations and discussions with the relevant staff to obtain an understanding of the control environment and procedures;

(b) documenting key control processes and undertaking walkthroughs to assess their effectiveness;

(c) data-mining and testing of key controls to determine compliance with policy and procedures;

(d) documenting observations, identifying opportunities for improvement and recommending Management action plans to address the issues identified; and

(e) discussing findings with Management and obtaining feedback.

Each finding is 'risk rated' as per the tolerance levels approved by the Board and action plan implementation due dates are agreed with Management. Follow up reviews are conducted to validate the existence and effectiveness of the action plans implemented. Based on the review of the Group's governing framework, systems, policies and processes in addressing the risks identified under the Enterprise Risk Management Framework and the monitoring and review of the Group's overall performance, the Board, with the concurrence of the ARMC, is of the view that, as at 31 March 2017, the Group's risk management system is adequate and effective.

There were no material contracts entered into by the Company or any of its subsidiaries involving interests of any Director or controlling shareholder during FY2017.

COMMUNICATION WITH SHAREHOLDERS

Principle 14 – Shareholder Rights

Principle 15 – Communication with Shareholders

Principle 16 – Conduct of Shareholder Meetings

The Company is committed to delivering high standards of corporate disclosure and transparency through an open and non-discriminatory approach towards its communications with shareholders, the investment community and the media.

The Company has in place a communication framework that disseminates timely and complete financial data, price- sensitive information and material developments to shareholders. Quarterly releases of financial results and all other information including presentation materials are first announced on the website of the SGX-ST via SGXNet and then posted on the Company's website at http://www.yomastrategic.com. The Company's latest financial results and annual reports are available on the website. There is also a specific "Investor Relations" link and the investor relations contact provided on the Company's website. The Company also issues press releases after the release of significant developments and regularly conducts briefings for analysts together with key executives being present. Presentation materials for such briefings are made available on SGXNet and on the Company's website. The Company makes timely disclosures of any new material information to the SGX-ST. These filings are also posted on the Company's website, allowing investors to keep abreast of strategic and operational developments.

The Company reports financial results on a quarterly basis, within the prescribed forty-five (45) days from the end of each financial quarter for the first three quarters and within sixty (60) days from the end of the financial year. It also notifies investors of the scheduled date of announcement of the financial statements generally about one week before the scheduled date by way of an SGX-ST announcement, as a part of its commitment to ensure transparent disclosure to investors.

The contact details of the Company's Investor Relations personnel are as follows:

Company
Ms. Jane Kwa, Tel: (65) 9759 2602 or (95) 09 79311 3587
Email: janekwa@yomastrategic.com

Cogent Communications Pte Ltd
Mr. Gerald Woon, Tel: (65) 6704 9268 or (65) 9694 8364
Email: woon@cogentcomms.com

General Meetings
The Company also encourages active shareholder participation at its general meetings. It delivers the notice of AGM and related information at least fourteen (14) days' in advance. In each notice of AGM, the Company provides explanatory notes for most of the agenda items which require shareholders' approval. Notices of meetings are also published in the Business Times. Reports or circulars of the general meetings are despatched to all shareholders by post. The Company also holds its general meetings at a central location in Singapore with convenient access to public transportation.

Shareholders who are unable to attend the general meetings may appoint up to two (2) proxies each to attend and vote on their behalf and shareholders who hold shares through nominees and custodial services may attend the general meetings as observers without being constrained by the two (2) proxies requirement. The Company is proposing to adopt a new Constitution at an extraordinary general meeting ("EGM") to be convened immediately after the 2017 AGM and if the new Constitution is adopted by Shareholders, a registered shareholder who is not a relevant intermediary (as defined in the Companies Act (Cap. 50)) and who is unable to attend may choose to appoint up to two (2) proxies to attend and vote on its behalf, while relevant intermediaries may appoint more than two (2) proxies to attend and participate in general meetings. The Company's ordinary shares have one (1) vote per share. Voting in absentia by mail, facsimile or email is currently not permitted to ensure proper authentication of the identity of shareholders and their voting intent.

Separate resolutions are passed at every general meeting on each distinct issue. Results of each general meeting (and in the case where resolutions are passed by poll, detailed results of the voting) will be published on the website of the SGX-ST via SGXNet. Shareholders are given the right to participate in decisions including amendments to the Company's Constitution, the authorization of additional shares and the transfer of all or substantially all assets of the Company. Shareholders also have the opportunity to approve remuneration (including fees, allowances and other emoluments) and increases in remuneration for Non-Executive Independent Directors.

Prior to the commencement of each general meeting, the Executive Chairman and/or the CEO will deliver a presentation to update shareholders on the Company's progress over the past year. Shareholders are given an opportunity to air their views and ask questions regarding the Company and the Group. The Directors and key executives are in attendance to address queries and concerns about the Company. The Company's Independent Auditor also attends the AGM to help address shareholders' queries relating to the conduct of the audit and the preparation and content of the auditors' reports.

The Company will be conducting poll voting for shareholders/proxies present at the 2017 AGM and EGM to be convened on 26 July 2017 and future meetings for all the resolutions proposed at the meetings. A scrutineer will also be appointed to count and validate the votes cast at the meetings. Voting and vote tabulation procedures will be disclosed at the general meetings. The total number of votes cast for or against the resolutions and the respective percentages will also be announced on SGXNet after the general meetings.

The Company Secretaries prepare minutes of general meetings, which incorporate substantial comments or queries from shareholders and responses from the Board and Management. These minutes are available to shareholders upon their requests.

2016 AGM
The 2016 AGM was attended by all the Directors, including the Chairman of the Board, the CEO and the Chairmen of all the Board Committees. It was held at The Fullerton Hotel at 1 Fullerton Square, Singapore 049178, a central and easily accessible location in Singapore. The Company's Independent Auditor was also present. The Company made the results of the votes of the 2016 AGM for all resolutions publicly available on the website of the SGX-ST via SGXNet on the same day that the meeting was held. Proxy documents are made easily available to shareholders via post.

Shareholders' Trip
The Company intends to organise an annual shareholders' trip to Myanmar as it believes that such a trip will reinforce the Company's efforts to enhance communications with shareholders. Hence, following the first three shareholders' trips which were organised in the previous three (3) financial years, a fourth shareholders' trips was organised in March 2017 whereby shareholders visited the Group's projects and met with key management personnel including the various business division heads in Yangon. Over the last four (4) years, the Company has hosted more than 250 participants of various nationalities (e.g. Bangladesh, France, Germany, Myanmar, Singapore, Thailand, the United Kingdom, and the United States). The Company will continue to seek effective ways to engage with shareholders.

Communication with investors
The Company is committed to provide the investment and media communities with regular, effective and transparent information. It engages its investors actively through its wide variety of communication channels such as physical meetings, conference calls, email communications, investor roadshows and conferences to enhance investors' understanding of the Company and of Myanmar. During the year, Management participated in roadshows in Singapore

as well as overseas, including Kuala Lumpur, Hong Kong SAR, Tokyo, Bangkok, the United States and Europe.

The Company also held its analysts briefings via physical meetings or conference calls in July 2016, November 2016 and May 2017 for its first quarter, half-yearly and full year results to communicate its results', strategies and outlook. Key management personnel (including the CEO) were at hand during these meetings and conference calls to answer any questions that the analysts had. Site visits to the Company's businesses in Yangon are frequently arranged for investors and analysts to offer them a first-hand experience of our operations and a greater appreciation of the long term growth potential of the Company.

Dividend Policy

The Company has adopted a dividend policy which aims to provide shareholders with an annual dividend payout of between ten per cent. (10%) to twenty per cent. (20%) of its consolidated profit after income tax attributable to shareholders subject to (a) the level of cash, gearing, return on equity and retained earnings; (b) expected financial performance; (c) projected levels of capital expenditure and other investment plans; (d) restrictions on the payment of dividends that may be imposed by the Group's financing arrangements; and (e) such other factors that the directors deem appropriate.

The declaration and payment of dividends is determined at the sole discretion of the Board and the dividend policy is intended to maintain a balance between meeting shareholders' expectations and prudent capital management. The Board will continually review the dividend policy and reserves the right to update, amend, modify and/or cancel the dividend policy at any time.

In paying the dividends, all shareholders will be treated equally and final dividends will be approved by shareholders at general meetings.

Subject to shareholders' approval, the Company will be distributing an interim cash dividend of 0.25 cents per ordinary share on 18 August 2017 for the financial year ending 31 March 2018.

Code of conduct

The Company has adopted a Code of Conduct for the Group with which all employees are required to comply. The Code of Conduct is made available on the Company's website at http://www.yomastrategic.com. It sets out principles to guide employees in carrying out their duties and responsibilities to the highest standards of personal and corporate integrity when dealing with the Group, its competitors, customers, suppliers and the community. The Code of Conduct is clearly stipulated to guide employees in carrying out their daily tasks. Measures are taken to ensure compliance with the Code of Conduct and breaches of the Code of Conduct will result in disciplinary action.

The Company's Code of Conduct sets out principles to guide its employees in carrying out their duties and responsibilities when dealing with competitors, customers, suppliers, other employees and the community. The whistle-blowing policy stated above is a prominent example of its efforts to work against corruption.

ROLE OF STAKEHOLDERS

The Company values its stakeholders and has affirmed its support of the Ten Principles of the United Nations Global Compact. Its efforts to promote the welfare of its stakeholders are reflected in the Sustainability Summary section of this Annual Report. The Company's contact details for both its Singapore and Myanmar offices are provided on its website to enable stakeholders to contact the Company.

As disclosed in this Annual Report, the Company is involved in various community projects in order to contribute to the growth of Myanmar. One such event is the Yoma Yangon International Marathon which the Company organises annually to promote healthy living among members of the community. The Company donates the registration fees from this marathon to organisations which are committed to the education and healthcare of underprivileged Myanmar children.

The Company also ensures that its value chain is environmentally friendly. It promotes a "paperless culture" by encouraging employees to read documents electronically instead of printing, and has introduced a "cloud based" file sharing system which eliminates the need for printing and photocopying documents.

EMPLOYEE PARTICIPATION

The Company has policies and programmes in place to enhance the performance of its employees. Please refer to the Sustainability Summary of this Annual Report for more information on these training and development programmes.

INTERESTED PERSON TRANSACTIONS

The Company has adopted an internal policy governing procedures for the identification, approval and monitoring of interested person transactions. This policy requires Directors to disclose their interest in transactions and any other conflicts of interest and to abstain from participating in Board discussions on a particular agenda when they are conflicted. The Company discloses trading in the Company's shares by its Directors where such trading has taken place.

All interested person transactions are subject to review by the ARMC which determines whether such transactions are in the best interest of the Company and shareholders. None of the interested person transactions in FY2017 can be classified as financial assistance to entities other than wholly-owned subsidiary corporations.

On 10 September 2007, the Company obtained shareholders' approval for the Company and its subsidiary corporations to enter into transactions falling within the categories of interested person transactions described in the Company's circular to shareholders dated 14 August 2007 with any party who is of the class or classes of interested persons described in the said circular, provided that such transactions are entered into in accordance with the review procedures set out in the said circular (the "Shareholders' Mandate"). The Shareholders' Mandate (as modified and approved by shareholders in subsequent general meetings) was last reviewed and approved for renewal by the shareholders at the last AGM on 26 July 2016. The Company is proposing to seek shareholders' approval to modify and renew the Shareholders' Mandate in the EGM to be convened after the 2017 AGM. An independent financial adviser's opinion is only required for certain modifications to the Shareholders' Mandate.

The details of interested person transactions for FY2017 are set out below.

Name of Interested Person	Aggregate value of all interested person transactions during FY2017 (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 FY2017 which are conducted under Shareholders' Mandate pursuant to Rule 920 (excluding transactions less than S$100,000)
Associates of Mr. Serge Pun in relation to:	S$'000	S$'000
(a) Purchases	–	1,456
(b) Sales	–	1,671
(c) Treasury transactions	–	605
(d) Financial arrangement	3,513	10,500
(e) Land development rights transactions	–	109
(f) Prepayments for projects	–	530

* Shareholders' Mandate was renewed and approved (with modifications) at the AGM held on 26 July 2016. Accordingly, the aggregate value of all interested person transactions is presented for the twelve-month period from 1 April 2016 to 31 March 2017.

SECURITIES TRANSACTION

The Company has adopted an internal code on dealings in securities by its officers who have access to price-sensitive or confidential information. Directors and employees of the Company are required to observe this code and adhere to the following rules at all times:

(a) to observe insider trading laws and avoid potential conflict of interests at all times when dealing in securities;

(b) not to deal in the Company's shares while in possession of unpublished material price sensitive information;

(c) not to deal in the Company's shares for short-term considerations; and

(d) not to deal in the Company's shares during the period commencing two (2) weeks before the announcement of the Company's financial statements for each of the first three-quarters of its financial year, or one (1) month before the announcement of the Company's full year financial statements, and ending on the date of announcement of such results.

The Directors are required to report any dealings in the Company's shares within two (2) business days of such dealing.

FINANCIAL **CONTENTS**

Directors' Statement

For the financial year ended 31 March 2017

The Directors present their statement to the members together with the audited consolidated financial statements of the Group for the financial year ended 31 March 2017 and the statement of financial position of the Company as at 31 March 2017.

In the opinion of the Directors,

(a) the consolidated financial statements of the Group and the statement of financial position of the Company as set out on pages 81 to 179 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2017 and of the financial performance, changes in equity and cash flows of the Group for the financial year covered by the consolidated financial statements; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The Board of Directors has on this statement, authorised these financial statements for issue.

DIRECTORS

The Directors of the Company in office as at the date of this statement are as follows:

Mr. Serge Pun @ Theim Wai
Mr. Pun Chi Tung Melvyn
Mr. Pun Chi Yam Cyrus
Mr. Adrian Chan Pengee
Mr. Basil Chan
Ms. Wong Su Yen
Dato Timothy Ong Teck Mong (appointed on 20 May 2016)

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Except as disclosed under "Option Scheme" on pages 70 to 72 and "Performance Share Plan" on pages 73 to 74 of this statement, neither at the end of nor at any time during the financial year ended 31 March 2017 was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN SHARES OR DEBENTURES

(a) According to the register of directors' shareholdings, none of the Directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Holdings registered in name of director or nominee		Holdings in which director is deemed to have an interest	
	At 31.3.2017	At 1.4.2016	At 31.3.2017	At 1.4.2016
Company				
Number of ordinary shares				
Mr. Serge Pun @ Theim Wai	450,436,358	444,936,358	179,096,790	198,896,790
Mr. Pun Chi Tung Melvyn	17,300,000	3,000,000	–	–
Mr. Pun Chi Yam Cyrus	888,000	888,000	–	–
Mr. Adrian Chan Pengee	595,681	221,333	–	–
Mr. Basil Chan	595,681	221,333	–	–
Mr. Kyi Aye*	–	221,333	–	–

DIRECTORS' INTERESTS IN SHARES OR DEBENTURES (CONTINUED)

(b) According to the register of directors' shareholdings, certain Directors holding office at the end of the financial year had interests in options to subscribe for ordinary shares of the Company granted pursuant to the Yoma Strategic Holdings Employee Share Option Scheme 2012 as set out below and under "Option Scheme" on pages 70 to 72 of this statement.

	No. of unissued ordinary shares under option	
	At 31.3.2017	At 1.4.2016
2013 Options		
Mr. Serge Pun @ Theim Wai	1,495,154	1,495,154
Mr. Pun Chi Yam Cyrus	1,495,154	1,495,154
Mr. Adrian Chan Pengee	–	374,348
Mr. Basil Chan	–	374,348
Mr. Kyi Aye*	–	374,348
2016 Options		
Mr. Pun Chi Tung Melvyn	4,000,000	4,000,000

(c) By virtue of Section 7 of the Singapore Companies Act (Chapter 50), Mr. Serge Pun @ Theim Wai is deemed to have interests in all the ordinary shares of the Company's subsidiary corporations.

(d) The directors' interests in the ordinary shares of the Company as at 21 April 2017 were the same as those as at 31 March 2017.

* Mr. Kyi Aye retired as a director of the Company after the Annual General Meeting held on 26 July 2016.

OPTION SCHEME

(a) Yoma Strategic Holdings Employee Share Option Scheme 2012

The Yoma Strategic Holdings Employee Share Option Scheme 2012 (the "YSH ESOS 2012") was approved by the Company's shareholders at an Extraordinary General Meeting held on 25 May 2012.

The YSH ESOS 2012 provides eligible participants with an opportunity to participate in the equity of the Company to motivate and encourage them towards better performance through stronger ties and dedication to the Company and its subsidiaries (the "Group"). Under the scheme, options to subscribe for the ordinary shares of the Company (the "Shares") are granted to eligible participants including Group Executive Directors and Group Non-Executive Directors who, in the opinion of the Remuneration Committee ("RC"), have contributed or will contribute to the success and development of the Group. Controlling shareholders of the Company and their associates are also eligible to participate in the YSH ESOS 2012.

The aggregate number of Shares over which the RC may grant options under the YSH ESOS 2012 (the "Options") on any date, when added to the number of Shares issued and issuable in respect of all Options granted under the YSH ESOS 2012 and any other share-based incentive schemes of the Company, shall not exceed ten per cent of the issued share capital of the Company (excluding treasury shares and subsidiary holdings) from time to time.

OPTION SCHEME (CONTINUED)

(a) Yoma Strategic Holdings Employee Share Option Scheme 2012 (continued)

Under the rules of the YSH ESOS 2012, the Options that are granted may have exercise prices that are, at the RC's discretion, set at the price equal to the average of the last dealt prices for the Shares as determined by reference to the last daily official list or any other publication published by the Singapore Exchange Securities Trading Limited ("SGX-ST") for the five (5) consecutive market days immediately preceding the relevant date of grant of an Option (the "Market Price"), or at a discount to the Market Price (provided that the maximum discount shall not exceed twenty per cent (the "Discount Price Options"). An Option which is fixed at the Market Price shall not vest earlier than the first anniversary of the date of grant of the Option (the "Date of Grant") and shall be exercised before the fifth anniversary of the Date of Grant or such earlier date as may be determined by the RC. The Options may be exercised in full or in part in respect of 1,000 Shares or any multiple thereof, after the second anniversary of the Date of Grant of that Option and in accordance with the vesting schedule and the conditions (if any) to be determined by the RC on the Date of Grant of the relevant Options, provided that all Discount Price Options shall be exercised before the tenth anniversary of the relevant Date of Grant of the Option, or such earlier date as may be determined by the RC.

The YSH ESOS 2012 is administered by the RC in its absolute discretion with such powers and duties as are conferred on it by the Board of Directors of the Company, provided that no member of the RC shall participate in any deliberation or decision in respect of Options granted or to be granted to him.

The Company granted options under the scheme to subscribe for an aggregate of 19,250,000 ordinary shares of the Company during the financial year ended 31 March 2013 ("2013 Options"), 3,750,000 ordinary shares of the Company during the financial year ended 31 March 2014 ("2014 Options"), 4,600,000 ordinary shares of the Company during the financial year ended 31 March 2015 ("2015 Options"), and 6,000,000 ordinary shares of the Company during the financial year ended 31 March 2016 ("2016 Options"). Particulars of these Options were set out in the Directors' Report for the financial years ended 31 March 2013, 31 March 2014 and 31 March 2015 and the Directors' Statement for the financial year ended 31 March 2016 respectively.

Details of the Options granted to certain Directors are as follows:

	Granted in financial year ended 31.03.2017	Aggregate granted since commencement of the scheme to 31.03.2017	Aggregate adjusted since commencement of the scheme to 31.03.2017[i]	Aggregate exercised since commencement of the scheme to 31.03.2017	Aggregate outstanding as at 31.03.2017
Mr. Serge Pun @ Theim Wai	–	2,000,000	161,154	(666,000)	1,495,154
Mr. Pun Chi Tung Melvyn	–	4,000,000	–	–	4,000,000
Mr. Pun Chi Yam Cyrus	–	2,000,000	161,154	(666,000)	1,495,154
Mr. Adrian Chan Pengee	–	500,000	40,348	(540,348)	–
Mr. Basil Chan	–	500,000	40,348	(540,348)	–
Mr. Kyi Aye*	–	500,000	40,348	(540,348)	–

(i) On 9 February 2015, the Company issued and allotted 432,537,405 new ordinary shares ("rights share") at an issue price of S$0.38 for each share based on one rights share for every three existing shares held by shareholders of the Company as at 14 January 2015. As a result of the completion of the rights issue, the RC had determined that the adjustments are to be made to the outstanding share options under the YSH ESOS 2012.

* Mr. Kyi Aye retired as a director of the Company after the Annual General Meeting held on 26 July 2016.

OPTION SCHEME (CONTINUED)

(a) Yoma Strategic Holdings Employee Share Option Scheme 2012 (continued)

Total of 8,322,308 Options have been granted to controlling shareholders of the Company or their associates (as defined in the Listing Manual of SGX-ST).

No participant under the scheme has received five per cent or more of the total number of Options available under the scheme.

During the financial year ended 31 March 2017, an aggregate of 2,871,740 new ordinary shares of the Company were issued at the exercise price of S$0.28 per share upon the exercise of some of the 2013 Options. This has resulted in the increase on the number of issued and paid-up capital of the Company from 1,734,816,620 to 1,737,688,360.

All Options were issued at a discount of twenty per cent to the Market Price, except for 4,000,000 Options under 2016 Options – Second Tranche, which were granted at Market Price.

(b) Options outstanding

The number of unissued ordinary shares of the Company under Option in relation to the YSH ESOS 2012 outstanding at the financial year was as follows:

	No. of unissued ordinary shares under Options 31.3.2017	Exercise price	Exercise period
2013 Options			
– First Tranche	5,352,723	S$0.28*	3.7.2014 - 1.7.2022
2014 Options			
– First Tranche	840,604	S$0.57*	2.4.2015 - 31.3.2023
– Second Tranche	840,604	S$0.58*	2.5.2015 - 30.4.2023
– Third Tranche	1,120,804	S$0.61*	2.6.2015 - 31.5.2023
– Fourth Tranche	840,575	S$0.65*	31.7.2015 - 29.7.2023
	3,642,587		
2015 Options			
– First Tranche	1,457,046	S$0.51*	29.11.2016 - 27.11.2024
– Second Tranche	336,241	S$0.50*	6.1.2017 - 4.1.2025
	1,793,287		
2016 Options			
– First Tranche	2,000,000	S$0.37	29.7.2017 - 27.7.2025
– Second Tranche	4,000,000	S$0.36	25.8.2020 - 23.8.2025
	6,000,000		
	16,788,597		

* Adjusted pursuant to the completion of the rights issue on 9 February 2015 in accordance with Rule 11.1 of the YSH ESOS 2012.

PERFORMANCE SHARE PLAN

Yoma Performance Share Plan

The Yoma Performance Share Plan (the "Yoma PSP") was approved by the Company's shareholders at an Extraordinary General Meeting held on 27 July 2015.

The Yoma PSP allows the Company to target specific performance objectives and to provide an incentive for eligible participants to achieve these targets, which ultimately, will create and enhance economic value for shareholders. Through the Yoma PSP, the Company will be able to recognise and reward past contributions and services and motivate eligible participants to continue to strive for the Group's long-term prosperity. In addition, the Yoma PSP aims to foster an ownership culture within the Group. Under the Yoma PSP, awards of fully-paid shares, free of charge, are granted to Group employees including Group Executive Directors and Group Non-Executive Directors who, in the opinion of the RC, have contributed or will contribute to the success and development of the Group. Controlling shareholders of the Company and their associates are also eligible to participate in the Yoma PSP.

Under the Yoma PSP, the award of fully-paid shares, free of charge (the "Award") to eligible participants will be determined at the sole discretion of the RC which will oversee and administer the Yoma PSP. In considering the grant of an Award to a participant, the RC shall take into account (where applicable) criteria such as rank, scope of responsibilities, performance, years of services and potential for future development of the participant. The length of the vesting period in respect of each Award will be determined by the RC on a case-by-case basis taking into consideration the length of service of the participant and the need to retain the participant so as to encourage him/her to continue serving the Group for a further period even after having satisfied the performance target. No minimum vesting periods are prescribed under the Yoma PSP. The criteria and terms of the Awards will be applied consistently to all participants including the controlling shareholders and their associates.

The aggregate number of shares over which the RC may grant under the Yoma PSP on any date, when aggregated with the aggregate number of shares which may be granted under the YSH ESOS 2012 and any other share-based incentive scheme, shall not exceed the ten per cent of the issued share capital of the Company (excluding treasury shares and subsidiary holdings) from time to time.

The Yoma PSP is administered by the RC in its absolute discretion with such powers and duties as are conferred on it by the Board of Directors of the Company, provided that no member of the RC shall participate in any deliberation or decision in respect of Awards granted or to be granted to him.

No Award has been granted to controlling shareholders of the Company or their associates during the financial year ended 31 March 2017.

On 27 May 2016 and 7 November 2016, the Company granted Awards for an aggregate of 7,255,409 shares and 600,000 shares respectively to the employees and the Directors of the Company pursuant to the Yoma PSP.

Awards granted, vested and cancelled during the financial year, and Awards outstanding at the end of the financial year, were as follows:

Performance Shares for Employees

Date of grant	Number of Awards outstanding as at beginning of the financial year	Number of Awards granted during the financial year	Number of Awards vested and released during the financial year	Number of Awards cancelled during the financial year	Number of Awards outstanding as at end of the financial year
27.05.2016	–	7,255,409	–	(67,647)	7,187,762

PERFORMANCE SHARE PLAN (CONTINUED)

Performance Shares for Non-Executive Directors

Date of grant	Number of Awards outstanding as at beginning of the financial year	Number of Awards granted during the financial year	Number of Awards vested and released during the financial year	Number of Awards cancelled during the financial year	Number of Awards outstanding as at end of the financial year
07.11.2016					
Mr. Adrian Chan Pengee	–	150,000	–	–	150,000
Mr. Basil Chan	–	150,000	–	–	150,000
Ms. Wong Su Yen	–	150,000	–	–	150,000
Dato Timothy Ong Teck Mong	–	150,000	–	–	150,000
	–	600,000	–	–	600,000

AUDIT AND RISK MANAGEMENT COMMITTEE

The members of the Audit and Risk Management Committee (the "ARMC") at the end of the financial year ended 31 March 2017 were as follows:

Mr. Basil Chan (Chairman)
Mr. Adrian Chan Pengee
Ms. Wong Su Yen
Dato Timothy Ong Teck Mong

All members of the ARMC were independent and non-executive directors.

The ARMC carried out its functions in accordance with Section 201B(5) of the Singapore Companies Act, Chapter 50. In performing those functions, the ARMC reviewed:

- the scope and the results of internal audit procedures with the internal auditor;
- the audit plan of the Company's independent auditor and its report on the weaknesses of internal accounting controls arising from the statutory audit;
- the assistance given by the Company's management to the independent auditor; and
- the statement of financial position of the Company and the consolidated financial statements of the Group for the financial year ended 31 March 2017 before their submission to the Board of Directors, as well as the independent auditor's report on the statement of financial position of the Company and the consolidated financial statements of the Group.

The ARMC has recommended to the Board of Directors that the independent auditor, Nexia TS Public Accounting Corporation, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

INDEPENDENT AUDITOR

The independent auditor, Nexia TS Public Accounting Corporation, has expressed its willingness to accept re-appointment.

On behalf of the Board of Directors

Mr. Serge Pun @ Theim Wai
Director

Mr. Pun Chi Tung Melvyn
Director

28 June 2017

Independent Auditor's Report to the Members of Yoma Strategic Holdings Ltd.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of Yoma Strategic Holdings Ltd. (the "Company") and its subsidiary corporations (the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 March 2017, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies set out on pages 81 to 179.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Singapore Companies Act, Chapter 50 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 March 2017 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date.

Basis of Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code")* together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current financial year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

(1) Valuation of land development rights and development properties
See accounting policies on Note 2.5 and Note 2.6
Refer to Note 26 and Note 14 to the financial statements

Area of focus

The Group has significant land development rights and development properties in its core market – Myanmar. Land development rights and development properties are carried at the lower of cost and net realisable value. Specific audit focus in this area is required, as the determination of the estimated net realisable value of these assets involve significant judgements and is critically dependent upon the Group's expectation of future selling prices, which are assessed with reference to market prices at the reporting date for comparable land development rights and completed properties less direct selling expenses, and management's estimation of the budgeted total costs to complete the development properties. In addition, the general macroeconomic condition in Myanmar might exert downward pressure on transaction volumes and prices, which potentially result in the future trends in these markets departing from known trends based on past experience. There is, therefore, a risk that the Group's estimates of net realisable values may exceed future selling prices, which may result in the land development rights and development properties having to be written-down.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Key Audit Matters (continued)

(1) Valuation of land development rights and development properties (continued)

How our audit addressed the matter

We evaluated the design, implementation and operating effectiveness of key internal controls over the preparation, monitoring and management of the budgeted construction and other costs for major property development projects.

We assessed the Group's estimated total construction costs for development properties by comparing the budgeted costs to contracts and agreements and through inquiries with the project teams, taking into consideration the costs incurred to-date, status of construction progress and deviation in design plans or cost overrun, if any, the appropriateness of management's basis of allocating common costs and infrastructure costs which are capitalised in land development rights and development properties.

We challenged the Group's forecasted selling prices by comparing the forecasted selling prices to, where available, recently transacted selling prices and/or prices of comparable land development rights and development properties located in the same or nearby location of the respective land development rights and development properties.

(2) Valuation of investment properties
See accounting policies on Note 2.9
Refer to Note 22 to the financial statements

Area of focus

The Group owns a portfolio of investment properties comprising a shopping centre, retail stores, apartment units and school buildings, which are primarily located in Myanmar and the People's Republic of China. The investment properties are stated at their fair values determined by independent real estate valuers (the "Valuer").

The valuation process is inherently subjective and involves significant judgements in determining the appropriate valuation methodology to be used, and in estimating the underlying assumptions to be applied.

Given the degree of complexity, subjective nature and the involvement of assumptions in the valuation process, additional audit focus was placed on this area. Any input inaccuracies or unreasonable bases used in the valuation model could result in a material misstatement of the Group's consolidated financial statements.

How our audit addressed the matter

We have considered the Group's processes for the selection of the valuers, the determination of the scope of work of the valuers, and the review and acceptance of the valuations reported by the valuers.

We assessed the qualifications and competence of the valuers. We also read the terms of engagement of the valuers with the Group to determine whether there were any matters that might have affected their objectivity or limited the scope of their work.

We evaluated the appropriateness of valuation methodologies and significant underlying assumptions used in the valuation of investment properties. We reviewed and discussed with both the valuers and management for the bases of the fair value measurement and the appropriateness of input provided by management to the valuers, taking into consideration of comparability and market factors.

We considered the adequacy of the descriptions in the financial statements, in describing the inherent degree of subjectivity and key assumptions in the estimates. This includes the relationships between the key unobservable assumptions or inputs and fair values, in conveying the uncertainties.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Key Audit Matters (continued)

(3) Revenue recognition

See accounting policies on Note 2.2
Refer to Note 4 to the financial statements

Area of focus

The Group's revenue is primarily generated from the sale of land development rights and development properties, sale of goods (comprising agricultural products, automotive & heavy equipment and food and beverages), revenue from leasing of investment properties and motor vehicles, and provision of project management, design service and estate management and tourism business. The Group also offers certain arrangements where a customer can purchase certain land development rights, together with development and sale of properties on behalf of customer. There is judgement involved in determining the fair value of each of the element in an arrangement which is determined based on the current market price when the elements are sold separately.

(i) Sale of development properties

The Group recognises revenue for sale of development properties progressively as construction progresses by reference to the stage of completion of the properties. The stage of completion is measured by reference to the contract costs incurred to date compared to the estimated total costs (including costs to complete) of the projects.

This revenue stream warrants additional audit focus as significant management's judgement required in the estimation of the contract works completed by subcontractors and suppliers determined based on past experience and the work of specialists, and the estimation of total contract costs. These estimations will affect the stage of completion and the amount of revenue recognised.

(ii) Other revenue streams

Other sales are generally recognised when the risks and rewards of the underlying products have been transferred to the customers or when services are rendered and accepted by customers and tend to not have multiple deliverable elements. We focused on this area as a key audit matter as there is presumed fraud risk with regards to revenue recognition and there is inherent risk that revenue could be misstated and recorded in the incorrect financial period.

How our audit addressed the area of focus

In respect of sale of development properties under construction in which revenue recognition derived from percentage of completion ("POC") method as the legal terms of the contract are such that the construction represents the continuous transfer of work in progress to the purchaser, we sighted certified progress reports from quantity surveyor, performed site visits, and collaborated the observations with project managers to assess the appropriateness of management's estimates of the works completed by subcontractors and suppliers.

We evaluated the effectiveness of management's controls over the estimation of total contract costs and assessed the reasonableness of key inputs in the costs estimation. We tested the appropriateness of estimated contract costs by comparing these against actual contract costs incurred. We recomputed the cumulative construction revenue and costs recognised and the construction revenue and costs recognised for the current financial year based on the respective POC and traced these to the accounting records.

In respect to other revenue streams, we discussed with management on the processes involved in the sales cycle for each revenue stream and performed walkthrough tests to consolidate our understanding. We also conducted substantive testing and assessed whether the revenue recognition policies are in accordance with the relevant financial reporting standards. We assessed sales transactions taking place before and after financial year-end to ensure that revenue was recognised in the correct financial year. We also performed analytical audit procedures to assess whether the recognised revenue was in line with the expected level.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance in respect of the conclusions thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain the accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide the directors with a statement that we have complied with the relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement director on the audit resulting in this independent auditor's report is Mr. Low See Lien.

Nexia TS Public Accounting Corporation
Public Accountants and Chartered Accountants

Singapore
28 June 2017

Consolidated Statement of Comprehensive Income

For the financial year ended 31 March 2017

	Note	2017 S$'000	2016 S$'000
Revenue	4	**124,184**	111,868
Cost of sales		**(74,058)**	(71,134)
Gross profit		**50,126**	40,734
Other income - net	6	**66,949**	55,583
Expenses			
– Administrative		**(51,750)**	(46,183)
– Finance	7	**(16,049)**	(3,092)
Share of losses of joint ventures	18	**(1,753)**	(2,137)
Share of (losses)/profits of associated companies	19	**(518)**	2,607
Profit before income tax		**47,005**	47,512
Income tax expense	9(a)	**(4,419)**	(3,507)
Net profit		**42,586**	44,005
Other comprehensive (loss):			
Items that may be reclassified subsequently to profit or loss:			
– Currency translation losses arising from consolidation		**(25,111)**	(37,790)
– Fair value change on available-for-sale financial assets	17	**(1,380)**	652
– Share of other comprehensive loss of associated companies	19	**–**	(471)
– Reversal of share of other comprehensive income of associated companies		**–**	2,779
Other comprehensive loss, net of tax		**(26,491)**	(34,830)
Total comprehensive income for the financial year		**16,095**	9,175
Net profit attributable to:			
Equity holders of the Company		**35,871**	37,188
Non-controlling interests		**6,715**	6,817
		42,586	44,005
Total comprehensive income attributable to:			
Equity holders of the Company		**11,275**	5,763
Non-controlling interests		**4,820**	3,412
		16,095	9,175
Earnings per share attributable to equity holders of the Company (Cents per share)	10		
– Basic		**2.07**	2.15
– Diluted		**2.05**	2.14

The accompanying notes form an integral part of these financial statements.

Statements of Financial Position

As at 31 March 2017

	Note	Group 2017 S$'000	Group 2016 S$'000	Company 2017 S$'000	Company 2016 S$'000
ASSETS					
Current assets					
Cash and bank balances	11	**34,825**	13,439	**12,466**	3,292
Trade and other receivables	12	**58,685**	58,186	**3,696**	8,547
Inventories	13	**33,159**	13,946	**–**	–
Development properties	14	**262,789**	182,894	**–**	–
Other assets	15	**24,690**	13,935	**3,852**	1,017
Financial assets at fair value through profit or loss	16	**49,843**	63,098	**–**	–
Land development rights	26	**7,832**	16,790	**–**	–
		471,823	362,288	**20,014**	12,856
Non-current assets					
Trade and other receivables	12	**79,995**	61,805	**–**	–
Other assets	15	**688**	651	**–**	–
Available-for-sale financial assets	17	**6,084**	4,918	**–**	–
Investments in joint ventures	18	**11,854**	9,816	**–**	–
Investments in associated companies	19	**29,267**	28,523	**–**	–
Investments in subsidiary corporations	20	**–**	–	**685,890**	641,680
Call option to acquire land	21	**–**	13,161	**–**	–
Investment properties	22	**219,314**	192,933	**–**	–
Prepayments	23	**6,865**	6,319	**–**	–
Property, plant and equipment	24	**50,970**	34,273	**218**	406
Intangible assets	25	**28,743**	30,466	**–**	–
Land development rights	26	**211,432**	203,255	**–**	–
		645,212	586,120	**686,108**	642,086
Total assets		**1,117,035**	948,408	**706,122**	654,942
LIABILITIES					
Current liabilities					
Trade and other payables	28	**147,699**	82,008	**7,853**	8,786
Current income tax liabilities	9(b)	**5,039**	2,871	**156**	152
Borrowings	29	**40,841**	58,614	**31,263**	33,611
Deferred income tax liabilities	30	**1,077**	1,634	**–**	–
		194,656	145,127	**39,272**	42,549
Non-current liabilities					
Borrowings	29	**179,583**	66,876	**109,013**	31,050
Total liabilities		**374,239**	212,003	**148,285**	73,599
NET ASSETS		**742,796**	736,405	**557,837**	581,343
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	31	**591,504**	590,013	**591,504**	590,013
Other reserves	33	**(46,654)**	(23,291)	**5,258**	4,025
Retained profits/(accumulated losses)	34	**119,328**	102,698	**(38,925)**	(12,695)
		664,178	669,420	**557,837**	581,343
Non-controlling interests		**78,618**	66,985	**–**	–
Total equity		**742,796**	736,405	**557,837**	581,343

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Changes in Equity

For the financial year ended 31 March 2017

	Note	Attributable to equity holders of the Company					
		Share capital S$'000	Other reserves S$'000	Retained profits S$'000	Total S$'000	Non-controlling interests S$'000	Total equity S$'000
2017							
Beginning of financial year		590,013	(23,291)	102,698	669,420	66,985	736,405
Issuance of shares pursuant to exercise of share options	31, 33(b)(i)	1,491	(687)	–	804	–	804
Employee share option scheme – value of employee services	33(b)(i)	–	928	–	928	–	928
Employee share award scheme – value of employee services	33(b)(ii)	–	992	–	992	–	992
Incorporation of subsidiary corporations		–	–	–	–	12,093	12,093
Dividends paid	36	–	–	(4,342)	(4,342)	–	(4,342)
Effect of changes in shareholdings in subsidiary corporations without a change of control	20, 33(b)(iii)	–	–	(14,899)	(14,899)	(1,334)	(16,233)
Dividends declared to non-controlling interests		–	–	–	–	(3,946)	(3,946)
Total comprehensive (loss)/ income for the financial year		–	(24,596)	35,871	11,275	4,820	16,095
End of financial year		**591,504**	**(46,654)**	**119,328**	**664,178**	**78,618**	**742,796**
2016							
Beginning of financial year		587,583	9,140	65,100	661,823	70,368	732,191
Issuance of shares under share based payment to Chief Executive Officer ("CEO")	31	910	–	–	910	–	910
Issuance of shares pursuant to exercise of share options	31, 33(b)(i)	1,520	(693)	–	827	–	827
Employee share option scheme – value of employee services	33(b)(i)	–	483	–	483	–	483
Forfeiture of share option	33(b)(i)	–	(825)	825	–	–	–
Effect of changes in shareholdings in subsidiary corporations without a change of control	20, 33(b)(iii)	–	29	(415)	(386)	286	(100)
Dividends declared to non-controlling interests		–	–	–	–	(7,081)	(7,081)
Total comprehensive (loss)/ income for the financial year		–	(31,425)	37,188	5,763	3,412	9,175
End of financial year		**590,013**	**(23,291)**	**102,698**	**669,420**	**66,985**	**736,405**

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Cash Flows

For the financial year ended 31 March 2017

	Note	2017 S$'000	2016 S$'000
Cash flows from operating activities			
Net profit		**42,586**	44,005
Adjustments for:			
– Income tax expense	9(a)	**4,419**	3,507
– Depreciation of property, plant and equipment	5	**8,534**	5,039
– Amortisation of intangible assets	5	**1,723**	1,723
– Write-off of property, plant and equipment	5	**50**	329
– Fair value loss on prepayments	6	**–**	2,400
– Net fair value gains on investment properties	6	**(25,671)**	(13,010)
– Gain on disposal of property, plant and equipment	6	**(224)**	(3)
– Gain on deemed divestment of a subsidiary corporation	6	**(7,249)**	–
– Interest income on bank deposits	6	**(67)**	(258)
– Interest income on loan to a non-related party	6	**(2,415)**	(974)
– Interest income from trade receivables under instalments	6	**(899)**	(1,038)
– Interest expense on bank borrowings	7	**8,903**	4,163
– Share-based payment to CEO	8	**–**	910
– Employee share option expenses	8	**928**	483
– Employee share award expenses	8	**992**	–
– Share of losses of joint ventures	18	**1,753**	2,137
– Share of losses/(profits) of associated companies	19	**518**	(2,607)
– Unrealised currency translation losses/(gains)		**907**	(20,567)
Operating cash flows before changes in working capital		**34,788**	26,239
Changes in working capital, net of effects from acquisition of subsidiary corporations:			
– Inventories		**(19,226)**	2,328
– Development properties		**18,676**	(3,664)
– Trade and other receivables		**(20,404)**	1,384
– Land development rights		**2,490**	(372)
– Trade and other payables		**36,567**	24,860
– Financial assets at fair value through profit or loss		**13,255**	(36,293)
Cash generated from operations		**66,146**	14,482
Interest received		**969**	1,253
Income tax paid		**(1,758)**	(2,104)
Net cash provided by operating activities		**65,357**	13,631
Cash flows from investing activities			
Acquisition of subsidiary corporations, net of cash acquired	41(b)	**–**	338
Additions to investment properties	22	**(12,727)**	(14,697)
Additions to property, plant and equipment	24	**(26,250)**	(27,835)
Additions to available-for-sale financial assets	17	**(2,768)**	–
Additions to investment in future projects		**(2,940)**	(2,087)
Additions to development properties intended for investing activities		**(45,723)**	(22,426)
Investments in joint ventures		**(4,083)**	(4,103)
Investments in associated companies		**–**	(8,944)
Loans to associated company		**(478)**	–
Proceeds from dilution of interests in available-for-sale financial assets	17	**346**	–
Proceeds from disposal of property, plant and equipment		**1,120**	600
Net cash used in investing activities		**(93,503)**	(79,154)

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Cash Flows

For the financial year ended 31 March 2017

	Note	2017 S$'000	2016 S$'000
Cash flows from financing activities			
Interest paid		**(7,048)**	(2,791)
Proceeds from issuance of ordinary shares pursuant to exercise of share options	31(a)	**804**	827
Dividends paid	36	**(4,342)**	–
Proceeds from borrowings		**114,794**	73,021
Repayment of borrowings		**(38,765)**	(7,389)
Loan to a non-related party		**(18,399)**	(19,960)
Shareholders' loans from non-controlling interests		**2,235**	15,451
Interest received		**1,405**	936
Increase in bank deposits restricted for use		**(9,676)**	–
Acquisition of non-controlling interests		**(1,119)**	(94)
Net cash provided by financing activities		**39,889**	60,001
Net increase/(decrease) in cash and cash equivalents		**11,743**	(5,522)
Cash and cash equivalents at beginning of financial year		**13,439**	20,025
Effects of currency translation on cash and cash equivalents		**(126)**	(1,064)
Cash and cash equivalents at end of financial year	11	**25,056**	13,439

The accompanying notes form an integral part of these financial statements.

Notes to the Financial Statements

For the financial year ended 31 March 2017

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Yoma Strategic Holdings Ltd. on 28 June 2017.

1. GENERAL INFORMATION

Yoma Strategic Holdings Ltd. (the "Company") is listed on the Singapore Exchange Securities Trading Limited and incorporated and domiciled in Singapore. The address of its registered office is 78 Shenton Way, #32-00 Singapore 079120.

The principal activity of the Company is that of an investment holding company. The principal activities of its subsidiary corporations are disclosed in Note 20.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

These financial statements have been prepared in accordance with Singapore Financial Reporting Standards ("FRS") under the historical cost convention, except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. Areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 3.

Interpretations and amendments to published standards effective in 2017

On 1 April 2016, the Group adopted the new or amended FRS and Interpretations to FRS ("INT FRS") that are mandatory for application for the financial year. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The adoption of the new or amended FRS and INT FRS did not result in substantial changes to the Group's and the Company's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

2.2 Revenue recognition

Sales comprise the fair value of the consideration received or receivable for the sale of goods and rendering of services in the ordinary course of the Group's activities. Sales are presented, net of value-added tax, rebates and discounts, and after eliminating sales within the Group.

The Group assesses its role as an agent or principal for each transaction and in an agency arrangement the amounts collected on behalf of the principal are excluded from revenue. The Group recognises revenue when the amount of revenue and related cost can be reliably measured, it is probable that the collectability of the related receivables is reasonably assured and when the specific criteria for each of the Group's activities are met as follows:

(a) *Sale of goods – Agricultural products, automotive & heavy equipment, and food and beverages*

Revenue from these sales is recognised when the Group has delivered the goods to locations specified by its customers and/or transferred the possession or title to the customers and the customers have accepted the goods in accordance with the sale contract.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Revenue recognition (continued)

(b) *Rendering of services – Project management, design service and estate management (collectively "real estate services") and hot air balloon service*

Revenue from rendering of services is recognised when the services are rendered. When services are provided in stages, revenue is recognised using the percentage-of-completion method based on the actual services provided as a proportion of the total services to be performed.

(c) *Sale of land development rights and development properties*

<u>Land development rights</u>

Revenue from sale of land development rights is recognised when the Group transferred the possession of title or risk and reward of the land development rights to the customers and the customers have accepted the terms as stated in the sale contract.

<u>Completed development properties</u>

A completed development property is regarded as sold when the significant risks and rewards have been transferred to the buyer, which is normally on unconditional exchange of contracts. For conditional exchanges, sales are recognised only when all the significant conditions are satisfied.

<u>Development properties under construction</u>

Where a development property is under construction and agreement has been reached to sell such property when construction is complete, the Directors consider whether the contract comprises:

– a contract to construct a property; or

– a contract for the sale of a completed property

(i) Where a contract is judged to be for the construction of a property, revenue is recognised using the percentage of completion method when the transfer of significant risks and rewards of ownership occurs as construction progresses.

(ii) Where the contract is judged to be for the sale of a completed property, revenue is recognised when the significant risks and rewards of ownership of the completed property have been transferred to the buyer, generally upon completion of the construction of the property. If, however, the legal terms of the contract are such that the construction represents the continuous transfer of work in progress to the purchaser, the percentage of completion method of revenue recognition is applied and revenue is recognised as work progresses.

Please refer to Note 2.6 for the accounting policy for "Development properties".

(d) *Leasing income from investment properties and motor vehicles*

Leasing of investment properties and motor vehicles under operating leases (net of any incentives given to the lessees) are recognised on a straight-line basis over the lease term.

(e) *Dividend income*

Dividend income is recognised when the right to receive payment is established.

(f) *Interest income*

Interest income is recognised using the effective interest method.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Revenue recognition (continued)

(g) Management services fees

Management services fees are recognised upon the rendering of management and consultation services to and acceptance by subsidiary corporations, joint ventures and associated companies.

(h) Multiple-element arrangements

The Group offers certain arrangements where a customer can purchase certain land development rights, together with contracts for the development and sale of properties on behalf of the customer. When such multiple-element arrangements exist, the amount recognised as revenue upon the sale of land development rights is the fair value of the land development rights in relation to the fair value of arrangement taken as a whole and is recognised when significant risks and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. The revenue relating to the service element, which represents the fair value of the development and sale of properties arrangement in relation to the fair value of the arrangement taken as a whole, is recognised progressively over the construction period of the properties based on the contractual terms of the arrangements. The fair value of each element is determined based on the current market price when the elements are sold separately.

When the Group is unable to determine the fair value of each of the element in an arrangement, it uses the residual value method. Under this method, the Group determines the fair value of the delivered element by deducting the fair value of the undelivered element from the total contract consideration. To the extent that there is a discount on the arrangement, such discount is allocated between the elements of the contract in such a manner as to reflect the fair value of the elements.

2.3 Group accounting

(a) Subsidiary corporations

(i) Consolidation

Subsidiary corporations are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiary corporations are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date on which that control ceases.

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment indicator of the assets transferred. Accounting policies of subsidiary corporations have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests comprise the portion of a subsidiary corporation's net results of operations and its net assets, which is attributable to the interests that are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, consolidated statement of changes in equity and statements of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary corporation, even if this results in the non-controlling interests having a deficit balance.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.3 Group accounting (continued)

(a) Subsidiary corporations (continued)

(ii) Acquisitions

The acquisition method of accounting is used to account for business combinations entered into by the Group.

The consideration transferred for the acquisition of a subsidiary corporation or business comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and any pre-existing equity interest in the subsidiary corporation measured at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interests in the acquiree at the date of acquisition either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets.

The excess of (a) the consideration transferred, the amount of any non-controlling interests in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair value of the identifiable net assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the subsidiary corporation acquired and the measurement of all amounts have been reviewed, the difference is recognised directly in profit or loss as a bargain purchase. Please refer to paragraph "Intangible assets – Goodwill on acquisitions" for the subsequent accounting policy on goodwill.

(iii) Disposals

When a change in the Group's ownership interest in a subsidiary corporation results in a loss of control over the subsidiary corporation, the assets and liabilities of the subsidiary corporation including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained profits if required by a specified Standard.

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

Please refer to the paragraph "Investments in subsidiary corporations, joint ventures and associated companies" for the accounting policy on investments in subsidiary corporations in the separate financial statements of the Company.

(b) Transactions with non-controlling interests

Changes in the Group's ownership interest in a subsidiary corporation that do not result in a loss of control over the subsidiary corporation are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interests and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.3 Group accounting (continued)

(c) Associated companies and joint ventures

Associated companies are entities over which the Group has significant influence, but not control, generally accompanied by a shareholding giving rise to voting rights of 20% and above but not exceeding 50%.

Joint ventures are entities over which the Group has joint control as a result of contractual arrangements, and rights to the net assets of the entities.

Investments in associated companies and joint ventures are accounted for in the consolidated financial statements using the equity method of accounting less impairment losses, if any.

(i) Acquisitions

Investments in associated companies and joint ventures are initially recognised at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Goodwill on associated companies and joint ventures represents the excess of the cost of the acquisition of the associated company or joint venture over the Group's share of the fair value of the identifiable net assets of the associated company or joint venture and is included in the carrying amount of the investments.

(ii) Equity method of accounting

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise Group's share of its associated companies' and joint ventures' post-acquisition profits or losses of the investee in the profit or loss and its share of the movements in other comprehensive income of the investee's other comprehensive income. Dividends received or receivable from the associated companies or joint ventures are recognised as a reduction of the carrying amount of the investments. When the Group's share of losses in an associated company and a joint venture equals to or exceeds its interest in the associated company or joint venture, the Group does not recognise further losses, unless it has legal or constructive obligations to make, or has made, payments on behalf of the associated company or joint venture. If the associated company or joint venture subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

Unrealised gains on transactions between the Group and its associated companies and joint ventures are eliminated to the extent of the Group's interest in the associated companies or joint ventures. Unrealised losses are also eliminated unless the transactions provide evidence of impairment of the assets transferred. The accounting policies of associated companies and joint ventures are changed where necessary to ensure consistency with the accounting policies adopted by the Group.

(iii) Disposals

Investments in associated companies and joint ventures are derecognised when the Group loses significant influence or joint control. If the retained equity interest in the former associated company or joint venture is a financial asset, the retained equity interest is remeasured at fair value. The difference between the carrying amount of the retained equity interest at the date when significant influence or joint control is lost, and its fair value and any proceeds on partial disposal, is recognised in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.3 Group accounting (continued)

(c) Associated companies and joint ventures (continued)

(iii) Disposals (continued)

Gains and losses arising from partial disposals or dilutions in investments in associated companies and joint ventures, in which significant influence or joint control is retained, are recognised in profit or loss.

Please refer to the paragraph "Investments in subsidiary corporations, joint ventures and associated companies" for the accounting policy on investments in associated companies and joint ventures in the separate financial statements of the Company.

2.4 Property, plant and equipment

(a) Measurement

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Costs of a self-constructed asset include material costs, labour costs and other direct costs used in the construction of the asset. Other costs such as start-up costs, administration and other general overhead costs, advertising and training costs are excluded and recognised as an expense when incurred. Costs also includes borrowing costs (refer to Note 2.19 on borrowing costs).

(b) Depreciation

Depreciation of property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	Useful lives
Buildings	10 years
Machinery, facilities and equipment	3 - 10 years
Renovation, furniture and office equipment	3 - 5 years
Motor vehicles	3 - 5 years
Computers	3 years
Hot air balloons and equipment	6 years
Water treatment plant	10 years
Bearer plants	20 years

The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

Assets under construction included in property, plant and equipment are not depreciated as these assets are not yet available for use.

Fully depreciated property, plant and equipment are retained in the financial statements until they are no longer in use.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4 Property, plant and equipment (continued)

(c) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

(d) Disposal

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within "Other income - net".

2.5 Land development rights

Land development rights refer to rights to own, use, develop and sell plots of land acquired for sale in the ordinary course of business and for future development.

Land development rights are carried at the lower of cost and net realisable value. Cost includes acquisition costs, capitalised borrowing costs and other costs directly attributable to the acquisition. Net realisable value is the estimated selling price in the ordinary course of business based on market prices at the reporting date and discounted for the time value of money, if material, less estimated costs necessary to make the sale.

Land development rights on plots sold are transferred at their carrying value to profit or loss. Land development rights are presented as non-current assets, except for those to be sold or developed within 12 months after the reporting date, which are presented as current assets.

2.6 Development properties

Development properties refer to properties acquired or being constructed for sale in the ordinary course of business, rather than to be held for the Group's own use, rental or capital appreciation.

Development properties that are unsold are carried at the lower of cost and net realisable value. Cost includes acquisition costs, development expenditure, capitalised borrowing costs and other costs directly attributable to the development activities. Cost includes an appropriate share of development overheads allocated based on normal capacity.

Borrowing costs that are directly attributable to the acquisition and construction of the development properties are capitalised as part of development properties during the period of constuction.

Net realisable value is the estimated selling price in the ordinary course of business based on market prices at the reporting date and discounted for the time value of money, if material, less estimated costs of completion and the estimated costs necessary to make the sale.

Sales of development properties under construction in respect of sale and purchase agreements entered into prior to completion of construction are recognised when the properties are delivered to the buyer, except for in cases where the control and risk and rewards of the property are transferred to the buyers as construction progresses.

The stage of completion is measured by reference to the ratio of contract costs incurred to date to the estimated total contract costs for the contract. When it is probable that the total construction costs will exceed the total revenue, the expected loss is recognised as an expense immediately.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.6 Development properties (continued)

The aggregate costs incurred and the profit/loss recognised in each development property that has been sold are compared against progress billings up to the financial year-end. Where the costs incurred and recognised profits (less recognised losses) exceed progress billings, the balance is shown as "Development properties - due from customers" under "Trade and other receivables". Where progress billings exceed costs incurred plus recognised profits (less recognised losses), the balance is shown as "Development properties - due to customers", under "Trade and other payables".

2.7 Investments in subsidiary corporations, joint ventures and associated companies

Investments in subsidiary corporations, joint ventures and associated companies are carried at cost less accumulated impairment losses in the Company's statement of financial position. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2.8 Intangible assets

(a) Goodwill on acquisitions

Goodwill on acquisitions of subsidiary corporations on or after 1 January 2010 represents the excess of (i) the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the acquisition-date fair value of any previous equity interest in the acquire over (ii) the fair value of the identifiable net assets acquired.

Goodwill on acquisition of subsidiary corporations prior to 1 January 2010 and on acquisition of joint ventures and associated companies represents the excess of the cost of the acquisition over the fair value of the Group's share of the net identifiable assets acquired.

Goodwill on subsidiary corporations is recognised separately as intangible assets and carried at cost less accumulated impairment losses.

Goodwill on acquisition of joint ventures and associated companies represents the excess of the cost of the acquisition over the Group's share of the fair value of the identifiable net assets required. Goodwill on joint ventures and associated companies is included in the carrying amount of the investments.

Gain and losses on the disposal of subsidiary corporations, joint ventures and associated companies include the carrying amount of goodwill relating to the entity sold.

(b) Agriculture operating rights

Agriculture operating rights pertain to the 70% exclusive rights granted by a related party to the Group to manage and oversee all existing and future plantation estates (the "Maw Tin Estate") which are owned or to be owned by a joint venture company of the related party, and to market and sell the produce for the related party in accordance with the terms and conditions set out in the Joint Planting and Operation Deed. Agriculture operating rights for agriculture activities are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of operating rights over 30 years, which is the shorter of the estimated useful lives and the period of contractual rights.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.8 Intangible assets (continued)

(c) *Golf course operating rights*

Golf course operating rights pertain to the 70% exclusive rights acquired from a related party to operate and manage the entire estate of Pun Hlaing Estate including the golf estate and the country club. Golf course operating rights are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of operating rights over 37 years, which is the shorter of the estimated useful lives and the period of contractual rights.

(d) *Air operator certificates*

Air operator certificates acquired in a business combination are initially recognised at cost, which represents the fair value at the date of acquisition and are subsequently carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of air operator certificates over the management's estimated useful lives of six years. Air operator certificates relate to the certificate issued by the Myanmar Department of Civil Aviation to authorise an operator to carry out specific commercial air transport operations, i.e. hot air balloons for the Group and a certificate for each balloon to be flown over Bagan, Myanmar.

(e) *Distributor licence*

Distributor licence acquired in a business combination is initially recognised at cost, which represents fair value at the date of the acquisition and is subsequently carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of distributor licence over the management's estimated useful life of ten years. Distributor licence relates to an Import and Distribution Agreement entered with CNH International SA ("CNHI") whereby the Group is licensed by CNHI to market and sell the agricultural tractors under the brand of New Holland Agriculture.

The amortisation period and amortisation method of intangible assets other than goodwill are reviewed at least at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

2.9 Investment properties

Investment properties include a shopping centre, retail stores, apartment units and school buildings that are held for long-term rental yields and/or for capital appreciation. Investment properties also include properties that are being constructed or developed for future use as investment properties.

Investment properties are initially recognised at cost and subsequently carried at fair value, determined annually by independent professional valuers on the highest and best use basis. Changes in fair values are recognised in profit or loss.

Investment properties are subject to renovations or improvements at regular intervals. The costs of major renovations and improvements are capitalised and the carrying amounts of the replaced components are recognised in profit or loss. The costs of maintenance, repairs and minor improvements are recognised in profit or loss when incurred.

On disposal of an investment property, the difference between the disposal proceeds and the carrying amount is recognised in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.10 Call option to acquire land

Call option to acquire land ("call option") is a derivative instrument as it gives the Group the right, but not obligation to buy a plot of land during a 5-year period. Call option is initially recognised at fair value. Subsequent to initial recognition, the call option to acquire land is measured at fair value. The gain or loss arising from the change in fair value is recognised in profit or loss for the period in which the change arises. The call option is derecognised when the Group exercises the option or when the option is expired, disposed or terminated.

2.11 Impairment of non-financial assets

(a) *Goodwill*

Goodwill recognised separately as an intangible asset is tested for impairment annually and whenever there is indication that the goodwill may be impaired.

For the purpose of impairment testing of goodwill, goodwill is allocated to each of the Group's cash-generating-units ("CGU") expected to benefit from synergies arising from the business combination.

An impairment loss is recognised when the carrying amount of a CGU, including the goodwill, exceeds the recoverable amount of the CGU. The recoverable amount of a CGU is the higher of the CGU's fair value less the cost to sell and the value-in-use.

The total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU.

An impairment loss on goodwill is recognised as an expense and is not reversed in a subsequent period.

(b) *Intangible assets*
Prepayments
Property, plant and equipment
Investments in subsidiary corporations, joint ventures and associated companies

Intangible assets, prepayments, property, plant and equipment and investments in subsidiary corporations, joint ventures and associated companies are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less the cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the CGU to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The difference between the carrying amount and the recoverable amount is recognised as an impairment loss in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.11 Impairment of non-financial assets (continued)

(b) Intangible assets
Prepayments
Property, plant and equipment
Investments in subsidiary corporations, joint ventures and associated companies (continued)

An impairment loss for an asset other than goodwill is reversed if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss, unless the asset is carried at a revalued amount, in which case, such reversal is treated as a revaluation increase. However, to the extent that an impairment loss on the same revalued asset was previously recognised as an expense, a reversal of that impairment is also credited to profit or loss.

2.12 Financial assets

(a) Classification

The Group classifies its financial assets in the following categories: loans and receivables, available-for-sale financial asset and financial assets at fair value through profit or loss. The classification depends on the nature of the assets and the purpose for which the assets were acquired. Management determines the classification of its financial assets at initial recognition.

(i) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those expected to be realised later than 12 months after the reporting date, which are presented as non-current assets. Loans and receivables are presented as "trade and other receivables" (Note 12) and "cash and bank balances" (Note 11) on the statements of financial position.

(ii) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are presented as non-current assets unless the investment matures or management intends to dispose of the assets within 12 months after the reporting date.

(iii) Financial assets at fair value through profit or loss

This category has two sub-categories: financial assets held for trading and those designated at fair value through profit or loss at inception. A financial asset is classified as held for trading if it is acquired principally for the purpose of selling in the short term. Financial assets designated as at fair value through profit or loss at inception are those that are managed and their performances are evaluated on a fair value basis, in accordance with a documented Group's investment strategy. Derivatives are also categorised as held for trading unless they are designated as hedges. Assets in this category are presented as current assets if they are either held for trading or are expected to be realised within 12 months after the reporting date.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.12 Financial assets (continued)

(b) *Recognition and derecognition*

Regular way purchases and sales of financial assets are recognised on the trade date – the date on which the Group commits to purchase or sell the asset.

Financial assets are derecognised when the rights to receive the cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership. On disposal of a financial asset, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset is reclassified to profit or loss.

(c) *Initial measurement*

Financial assets are initially recognised at fair value plus transaction costs except for financial assets at fair value through profit or loss, which are recognised at fair value. Transaction costs for financial assets at fair value through profit or loss are recognised immediately as expenses.

(d) *Subsequent measurement*

Loans and receivables are subsequently carried at amortised cost using the effective interest method. Available-for-sale financial assets and financial assets at fair value through profit or loss are subsequently carried at fair value. Investments in equity instruments classified as available-for-sale financial assets whose fair values cannot be reliably measured are measured at cost less impairment loss.

Changes in the fair values of financial assets at fair value through profit or loss, including the effects of currency translation, interest and dividends, are recognised in profit or loss when the changes arise.

Interest and dividend income on available-for-sale financial assets are recognised separately in income. Changes in fair values of available-for-sale debt securities (i.e. monetary items) denominated in foreign currencies are analysed into currency translation differences on the amortised cost of the securities and other changes; the currency translation differences are recognised in profit or loss and the other changes are recognised in other comprehensive income and accumulated in the fair value reserve. Changes in the fair values of available-for-sale equity securities (i.e. non-monetary items) are recognised in other comprehensive income and accumulated in the fair value reserve, together with the related currency translation differences.

(e) *Impairment*

The Group assesses at each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired and recognises an allowance for impairment when such evidence exists.

(i) *Loans and receivables*

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy and default or significant delay in payments are objective evidence that loans and receivables are impaired.

The carrying amount of these assets is reduced through the use of an impairment allowance account, which is calculated as the difference between the carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. When the asset becomes uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are recognised against the same line item in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.12 Financial assets (continued)

(e) Impairment (continued)

(i) Loans and receivables (continued)

The impairment allowance is reduced through profit or loss in a subsequent period when the amount of impairment loss decreases and the related decrease can be objectively measured. The carrying amount of the asset previously impaired is increased to the extent that the new carrying amount does not exceed the amortised cost had no impairment been recognised in prior periods.

(ii) Available-for-sale financial assets

In addition to the objective evidence of impairment described in Note 2.12(e)(i), a significant or prolonged decline in the fair value of an equity security below its cost is considered as an indicator that the available-for-sale financial asset is impaired.

If there is objective evidence of impairment, the cumulative loss that had been recognised in other comprehensive income is reclassified from equity to profit or loss. The amount of cumulative loss that is reclassified is measured as the difference between the acquisition cost (net of any principal repayment and amortisation) and current fair value, less any impairment loss on that financial asset previously recognised in profit or loss. The impairment losses recognised as an expense for an equity security are not reversed through profit or loss in subsequent periods.

2.13 Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.14 Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities.

Trade and other payables are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method.

2.15 Inventories

Inventories consist of construction materials and consumables which are purchased for the purposes of development properties and property leasing business and trading of goods, such as tractors, implements, other spare parts, motor vehicles, and food and beverages for sale in the ordinary course of business.

Inventories are carried at the lower of cost and net realisable value. Cost is determined using the weighted average basis. Costs include all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Costs of purchase comprise the purchase price, import duties and other taxes (other than those subsequently recoverable by the entity from the taxing authorities) and transport, handling and other costs directly attributable to the acquisition of finished goods, materials and services. Trade discounts, rebates and other similar items are deducted in determining the costs of purchase.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.15 Inventories (continued)

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and applicable variable selling expenses. The amount of any write-down of inventories to net realisable value shall be recognised as an expense in the period the write-down occurs. The amount of any reversal of write-down of inventories, arising from an increase in net realisable value, shall be recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

2.16 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operation losses.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

2.17 Financial guarantee contracts

Financial guarantees are financial instruments issued by the Group that require the issuer to make specified payments to reimburse the holder for the loss it incurs because a specified debtor fails to meet payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are accounted for as insurance contracts and recognised as provision based on the Group's estimate of the ultimate cost of settling all claims incurred but unpaid at the reporting date if the Group considers it probable that the claim will be made against the Group under the financial guarantee. The provision is assessed by reviewing individual claims and tested for adequacy by comparing the amount recognised and the amount that would be required to settle the guarantee contract.

The unrecognised financial guarantee contracts are disclosed as contingent liabilities in the Group's financial statements.

2.18 Borrowings

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the reporting date, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair value (net of transactions costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.19 Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method except for those costs that are directly attributable to the acquisition of land development rights, construction or development of properties and assets under construction. This includes those costs on borrowings acquired specifically for the construction or development of properties and assets under construction.

2.20 Leases

(a) When the Group is the lessee:

The Group leases offices, apartment units, retail space and office equipment under operating leases from non-related parties and related parties.

Lessee - Operating leases

Leases where substantially all risks and rewards incidental to ownership are retained by the lessors are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessors) are recognised in profit or loss on a straight-line basis over the period of the lease. Contingent rents are recognised as an expense in profit or loss when incurred.

(b) When the Group is the lessor:

The Group leases investment properties and motor vehicles under operating leases to non-related parties and related parties.

Lessor - Operating leases

Leases of investment properties and motor vehicles where the Group retains substantially all risks and rewards incidental to ownership are classified as operating leases. Rental income from operating leases (net of any incentives given to the lessees) is recognised in profit or loss on a straight-line basis over the lease term.

Initial direct costs incurred by the Group in negotiating and arranging operating leases are added to the carrying amount of the leased assets and recognised as an expense in profit or loss over the lease term on the same basis as the lease income. Contingent rents are recognised as income in profit or loss when earned.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.21 Income taxes

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

A deferred income tax liability is recognised on temporary differences arising on investments in subsidiary corporations, joint ventures and associated companies, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred income tax is measured:

(i) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date; and

(ii) based on the tax consequence that will follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amounts of its assets and liabilities except for investment properties. Investment properties measured at fair value are presumed to be recovered entirely through sale.

Current and deferred income taxes are recognised as income or expense in profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition.

2.22 Employee compensation

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

(a) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund in Singapore and Social Security Board in Myanmar on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.22 Employee compensation (continued)

(b) *Share-based compensation*

The Group operates an equity-settled, share-based compensation plan (i.e. share options plan and performance share plan). The values of the employee services received in exchange for the grant of options and shares are recognised as expenses with a corresponding increase in the share option reserve and share award reserve over the vesting period. The total amount to be recognised over the vesting period is determined by reference to the fair value of the options and shares granted on the grant date. Non-market vesting conditions are included in the estimation of the number of shares under options that are expected to become exercisable and the number of shares that are expected to be issued on the vesting date. At each reporting date, the Group revises its estimates of the number of shares under options that are expected to become exercisable and the number of shares that are expected to be issued on the vesting date and recognises the impact of the revision of the estimates in profit or loss, with a corresponding adjustment to the share option reserve and share award reserve over the remaining vesting period.

When the options are exercised and shares are issued through issuance of new ordinary shares, the proceeds received (net of transaction costs) and the related balance previously recognised in the share option reserve and share award reserve are credited to share capital account, or to the treasury shares account, when treasury shares are re-issued to the employees.

(c) *Bonus plan*

The Group recognises a liability and an expense for bonuses, based on formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision when contractually obliged to pay or when there is a past practice that has created a constructive obligation to pay.

2.23 Currency translation

(a) *Functional and presentation currency*

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollar, which is the functional currency of the Company and all values have been rounded to the nearest thousand ("S$ 000") unless otherwise stated.

(b) *Transactions and balances*

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency translation differences from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the reporting date are recognised in profit or loss. However, in the consolidated financial statements, currency translation differences arising from loans in foreign currencies qualifying as net investment in foreign operations, are recognised in other comprehensive income and accumulated in the currency translation reserve.

When a foreign operation is disposed of or any loan forming part of the net investment of the foreign operation is repaid, a proportionate share of the accumulated currency translation differences is reclassified to profit or loss, as part of the gain or loss on disposal.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.23 Currency translation (continued)

(b) Transactions and balances (continued)

Foreign exchange gains and losses that relate to borrowings are presented in the statement of comprehensive income within "finance expenses". All other foreign exchange gains and losses impacting profit or loss are presented in the statement of comprehensive income within "Other income - net".

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

(c) Translation of Group entities' financial statements

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) Assets and liabilities are translated at the closing exchange rates at the reporting date;

(ii) Income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and

(iii) All resulting currency translation differences are recognised in other comprehensive income and accumulated in the currency translation reserve. These currency translation differences are reclassified to profit or loss on the disposal or partial disposal of the entity giving rise to such reserve.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and are translated at the closing rates at the reporting date.

The exchange rates used for translation are as follows:

For financial years ended	Rates	Kyats to USD	USD to SGD
31 March 2017	Year end rate	1,357	1.397600
	Average rate	1,266	1.384247
31 March 2016	Year end rate	1,201	1.350000
	Average rate	1,232	1.386473

The exchange rates used to translate the accounts reported in Kyats into USD are the prevailing open market rates observed by most business organisations in Myanmar.

2.24 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the executive committee whose members are responsible for allocating resources and assessing performance of the operating segments.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.25 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand and deposits with financial institutions which are subject to an insignificant risk of change in value, and bank overdrafts. Bank overdrafts (if any) are presented as current borrowings on the statements of financial position. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

2.26 Government grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received and the Group will comply with all the attached conditions.

Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate on a systematic basis. Government grants relating to expenses are shown separately as other income.

Government grants relating to assets are deducted against the carrying amount of the assets.

2.27 Biological assets

Biological assets, excluding bearer plants, are measured at fair value less costs to sell. Gains or losses arising on initial recognition of plantations at fair value less estimated costs to sell and from the changes in fair value less estimated costs to sell of plantations at each reporting date are included in profit or loss for the period in which they arise. Costs to sell include all costs that would be necessary to sell the assets, including transportation costs.

The fair value of biological asset is estimated by reference to independent professional valuations using the discounted cash flows of the underlying biological assets. The expected cash flows from the whole life cycle of a biological asset are estimated using the estimated yield of the biological asset and the estimated market price of the crops. In determining the present value of expected net cash flows, an entity includes the net cash flows that market participants would expect the asset to generate in its most relevant market. The estimated yield of the biological asset is dependent on the genotype-species and varieties to plant, environment and its management.

Cultivation of seedlings is stated at cost. The accumulated costs will be reclassified to immature plantations at the time of planting. Biological assets also included land preparation costs which are the costs incurred to clear the land and to ensure that the plantations are in a state ready for the planting of seedlings.

2.28 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

2.29 Dividends to Company's shareholders

Dividends to Company's shareholders are recognised when the dividends are approved for payments.

2.30 Fair value estimation of financial assets and liabilities

The fair values of financial instruments traded in active markets (such as exchange-traded and over-the-counter securities and derivatives) are based on quoted market prices at the reporting date. The quoted market prices used for financial assets are the current bid prices and the appropriate quoted markets prices used for financial liabilities are the current asking prices.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.30 Fair value estimation of financial assets and liabilities (continued)

The fair values of financial instruments that are not traded in an active market are determined by using valuation techniques. The Group uses a variety of methods and makes assumptions based on market conditions that are existing at each reporting date. Where appropriate, quoted market prices or dealer quotes for similar instruments are used. Valuation techniques, such as discounted cash flow analysis, are also used to determine the fair values of financial instruments.

The carrying amounts of current financial assets and liabilities are carried at amortised cost and are assumed to approximate their fair values.

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Impairment of loans and receivables

Management reviews its loans and receivables for objective evidence of impairment at least quarterly. Significant financial difficulties of the debtor, the probability that the debtor will enter bankruptcy, and default or significant delay in payments are considered objective evidence that a receivable is impaired. In determining this, management makes judgements as to whether there is observable data indicating that there has been a significant change in the payment ability of the debtor, or whether there have been significant changes with adverse effect in the market, economic or legal environment in which the debtor operates in.

Where there is objective evidence of impairment, management makes judgements as to whether an impairment loss should be recognised in profit or loss. In determining this, management has used estimates based on historical loss experience for assets with similar credit risk characteristics. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any differences between the estimated loss and actual loss experience. The carrying amount of loans and receivables at the reporting date is disclosed in Note 38(f).

If the net present values of estimated cash flows had been lower by 10% (2016: 10%) from management's estimates for all past due but not impaired loans and receivables, the Group would have to recognise allowance for impairment of S$1,534,000 (2016: S$1,634,000).

(b) Fair value estimation of unquoted securities

The Group's interest in edotco Investments Singapore Pte. Ltd. ("edotco Investments"), classified as financial assets at fair value through profit or loss, is determined based on the contractual terms mutually agreed with the counterparty, being the higher of the put price of the remaining Group's interest in edotco Investments stated in the shareholders' agreement and the fair market value determined by valuation mechanism. Fair value is determined, taking into consideration of the recent sales and purchase transaction entered by the Group and also the macroeconomy condition in telecommunication industry. The Group's interest in an unquoted public company classified as financial assets at fair value through profit or loss is derived using the last traded price or counterparty quote. The carrying amount of financial assets at fair value through profit or loss is disclosed in Note 16. If the fair value had been 5% (2016: 5%) higher from management's estimate, the carrying amount of the financial assets at fair value through profit and loss and the fair value remeasurement gain would have been increased by S$2,492,000 (2016: S$3,155,000).

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (CONTINUED)

(b) *Fair value estimation of unquoted securities (continued)*

Fair value of available-for-sale financial assets is determined primarily based on valuation of the private investment fund made by the general partner of the fund. The fair values of securities not quoted in an active market on the date of valuation, are determined using the last traded price on the previous day. If the previous traded prices are not available for a long period, the securities will be treated as not traded and counterparty/broker quotes will be used. Where no market data and counterparty/ broker quotes are available, the general partner may value the unlisted or unquoted investments of the fund by using valuation techniques, primarily earnings multiple, discounted cash flows, recent transaction prices and recent comparable transactions. The models used to determine fair values are validated and periodically reviewed by the general partner. The inputs in the earnings multiple models include observable data, such as earnings multiple of comparable companies to the relevant portfolio company, and unobservable data, such as forecast earnings for the portfolio company. In discounted cash flow models, unobservable inputs are the projected cash flows of the relevant portfolio company and the risk premium for liquidity and credit risk that are incorporated into the discount rate. However, the discount rates used for valuing equity securities are determined based on historical equity returns for other entities operating in the same industry for which market returns are observable. The general partner uses models to adjust the observed equity returns to reflect the actual debt/equity financing structure of the valued equity investment. Models are calibrated by back-testing to actual results to ensure that outputs are reliable.

The carrying amount of available-for-sale financial assets is disclosed in Note 17. If the unrealised gains/losses on the portfolio company invested by the fund had been 10% higher/lower (2016: 10%), the carrying amount of available-for-sale financial assets would have been S$608,000 (2016: S$492,000) higher/lower.

(c) *Estimation of net realisable value for land development rights and development properties*

Land development rights and development properties are stated at the lower of cost and net realisable value. Net realisable value of land development rights and completed properties is assessed by reference to market prices of comparable land development rights and completed properties at same or nearby location at the reporting date less estimated direct selling expenses. Net realisable value of development properties under construction is assessed with reference to market prices at the reporting date for similar completed property less estimated costs to complete construction and direct selling expenses. The carrying amounts of land development rights and development properties at the reporting date are disclosed in Note 26 and Note 14 respectively.

Management has assessed that any substantial increase in the estimated costs to complete construction of development properties and decrease in selling prices of land development rights and development properties from management's estimates is unlikely to result in any write-down in their carrying amounts.

(d) *Revenue for the sale of development properties*

The Group recognises revenue for the sale of development properties by reference to the stage of completion of the properties. The stage of completion is measured by reference to the contract costs incurred to date compared to the estimated total costs (including costs to complete) of the projects.

Significant assumptions are required to estimate the total contract costs and the recoverable variation works that will affect the stage of completion and the contract revenue respectively. In making these estimates, management has relied on past experience and the work of specialists.

The amount of revenue from the sale of development properties recognised during the financial year ended 31 March 2017 is S$31,825,000 (2016: S$49,507,000) and the carrying amount of development properties is disclosed in Note 14.

If the contract costs of uncompleted properties to be incurred increase/decrease by 10% (2016: 10%) from management's estimates, the Group's revenue and profit would have been decreased/increased by S$639,000/ S$640,000 and S$132,000/S$140,000 (2016: S$139,000/S$296,000 and S$18,000/S$133,000) respectively.

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (CONTINUED)

(e) *Revaluation of investment properties*

The Group carries its investment properties at fair value, with changes in fair values being recognised in profit or loss. The fair values of investment properties are determined by independent real estate valuation experts using the properties' highest-and-best use approach which is generally the sales comparison approach (i.e. the basis of market value). In arriving at the valuation figure, the valuers have taken into consideration of the prevailing market conditions and have made due adjustments for differences between the investment properties and the comparables in terms of location, tenure, size, shape, design and layout, age and condition of buildings, dates of transactions and other factors affecting their values. The most significant input into this valuation approach is selling prices. The estimates are based on local market conditions existing at the reporting date.

Fair values of uncompleted investment properties with no available market information are determined by the independent real estate valuation experts using the depreciated replacement cost method, which involved estimating the current replacement cost of the buildings and from which deductions are made to allow for depreciation due to age, condition and functional obsolescence. The replacement cost is then added to the land value to derive the fair value. The land value is determined based on direct comparison method with transactions of comparable plots of land within the vicinity and elsewhere. In arriving at the valuation figure, the valuation experts have taken into consideration of the prevailing market conditions and made due adjustments for differences between the investment properties and the comparables in terms of location, tenure, size, shape, design and layout, age and condition, dates of transactions and other factors affecting their values. The most significant input into this valuation approach is price per unit measurement.

The carrying amount of the investment properties at the reporting date is disclosed in Note 22. If the selling prices and price per unit measurement of the investment properties determined by valuation experts had been 5% (2016: 5%) higher/lower, the carrying amount of the investment properties would have been S$10,966,000 (2016: S$9,647,000) higher/lower.

(f) *Estimated impairment of non-financial assets*

Intangible assets, prepayments, property, plant and equipment and investments in subsidiary corporations, joint ventures and associated companies are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired. In determining the recoverable value, an estimate of expected future cash flows from each asset or CGU and an appropriate discount rate is required to be made. An impairment exists when the carrying amount of an asset or CGU exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use.

Management has assessed that other than prepayments and agriculture operating rights, there is no objective evidence or indication that the carrying amounts of the Group's and the Company's other non-financial assets may not be recoverable as at the reporting date and accordingly an impairment assessment is not required. The carrying amounts of non-financial assets at the reporting date are disclosed in Notes 18, 19, 20, 23, 24 and 25 respectively.

The Group had recognised an impairment charge of S$2,400,000 on prepayments in the financial year ended 31 March 2016, which reduced the carrying amount of prepayments from S$8,719,000 to S$6,319,000. In view of no significant development in agriculture sector during the financial year ended 31 March 2017, management has performed an impairment assessment for prepayments and agriculture operating rights using the value-in-use calculations. No additional impairment charge is recognised for prepayments as the estimated recoverable amount is higher than its carrying amount.

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (CONTINUED)

(f) *Estimated impairment of non-financial assets (continued)*

If the estimated market price of coffee crops used in the value-in-use calculations for prepayments had been lower by 5% (2016: 5%) than management's estimate as at 31 March 2017, the Group would have recognised additional impairment charge on prepayments of S$3,816,000 (2016: S$2,825,000). If the estimated weighted cost of capital used in determining the pre-tax discount rate applied to the discounted cash flows for the prepayments had been 1% (2016: 1%) higher than management's estimate as at 31 March 2017, the Group would have recognised additional impairment charge on prepayments of S$1,538,000 (2016: S$1,874,000).

No impairment was recognised for the Group's agriculture operating rights during the financial years ended 31 March 2017 and 2016, as its recoverable amount is S$7,376,000 or 79% higher (2016: S$4,964,000 or 50% higher) than its carrying amount. A further decrease in the market price of the planted crops by about 4.0% (2016: 3.7%) would result in the recoverable amount of the agriculture operating rights being equal to its carrying amount.

(g) *Uncertain tax positions*

The Group is subject to income taxes in the Singapore and Myanmar jurisdictions. In determining the income tax liabilities, management is required to estimate the amount of capital allowances and the deductibility of certain expenses ("uncertain tax positions") in each tax jurisdiction.

There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which such determination is made. The Group has open tax assessments with a tax authority as at the reporting date. As management believes that the tax povisions are sustainable, the Group has not recognised any additional tax liability on these uncertain tax positions. The amount of income tax expense and the carrying amount of current income tax liabilities at the reporting date are disclosed in Note 9.

4. REVENUE

	Group	
	2017	**2016**
	S$'000	**S$'000**
Sale of goods		
– Automotive & heavy equipment	**32,308**	26,404
– Food and beverages	**10,871**	4,629
	43,179	31,033
Sale of land development rights and development properties	**46,469**	50,440
Leasing income from motor vehicles	**5,815**	3,564
Leasing income from investment properties (Note 22)	**10,096**	11,140
Rendering of services		
– Hot air balloons	**8,852**	8,436
– Real estate services	**9,773**	7,255
	18,625	15,691
	124,184	111,868

5. EXPENSES BY NATURE

	Group 2017 S$'000	Group 2016 S$'000
Amortisation of intangible assets [Note 25(e)]	**1,723**	1,723
Depreciation of property, plant and equipment (Note 24)	**8,534**	5,039
Total amortisation and depreciation	**10,257**	6,762
Write-off of property, plant and equipment	**50**	329
Purchase of inventories	**48,764**	21,209
Costs of land development rights sold (Note 26)	**445**	956
Marketing and commission	**1,032**	2,143
Subcontractors and related construction costs	**33,095**	34,958
Rental expenses on operating leases	**5,496**	3,812
Employee compensation (Note 8)	**33,270**	32,683
Professional fees	**1,444**	2,144
Auditors' fees		
(a) Fees on audit services paid/payable to:		
– Auditor of the Company	**395**	360
– Other auditors	**71**	52
(b) Fees on non-audit services paid/payable to:		
– Auditor of the Company	**–**	2
Total fees on audit and non-audit services	**466**	414
Travelling and related costs	**1,083**	1,939
Hot air balloon operating costs	**3,009**	3,151
Utilities expenses	**848**	570
Others	**5,775**	3,919
Changes in inventories	**(19,226)**	2,328
Total cost of sales and administrative expenses	**125,808**	117,317

6. OTHER INCOME – NET

	Group 2017 S$'000	Group 2016 S$'000
Currency translation gains, net	**3,638**	3,225
Fair value gain on financial assets at fair value through profit or loss (Note 16)	**28,824**	36,293
Fair value loss on prepayments (Note 23)	**–**	(2,400)
Gain on disposal of property, plant and equipment	**224**	3
Gain on deemed divestment of subsidiary corporation	**7,249**	–
Gain on disposal of financial assets at fair value through profit or loss	**3,374**	–
Interest income from bank deposits	**67**	258
Interest income on loan to a non-related party	**2,415**	974
Interest income from trade receivables under instalments	**899**	1,038
Management services fee	**425**	1,951
Net fair value gains on investment properties (Note 22)	**25,671**	13,010
Capitalised project costs included in other receivables expensed-off (Note 12)	**(6,199)**	–
Capitalised costs included in land development rights expensed-off (Note 26)	**(758)**	–
Write-back of long-outstanding payables and accruals	**155**	187
Others	**965**	1,044
	66,949	55,583

7. FINANCE EXPENSES

	Group 2017 S$'000	Group 2016 S$'000
Interest expense – Borrowings	**8,903**	4,163
Other finance costs	**837**	–
Currency translation losses/(gains), net	**6,309**	(1,071)
	16,049	3,092

8. EMPLOYEE COMPENSATION

	Group 2017 S$'000	Group 2016 S$'000
Wages and salaries	**28,341**	28,439
Employer's contribution to defined contribution plans	**209**	172
Share-based payment to CEO [Note 31(b)]	**–**	910
Share option expenses [Note 33(b)(i)]	**928**	483
Share award expenses [Note 33(b)(ii)]	**992**	–
Other short-term benefits	**2,800**	2,679
	33,270	32,683

9. INCOME TAXES

(a) *Income tax expense*

	Group 2017 S$'000	Group 2016 S$'000
Tax expense attributable to profit is made up of:		
– Profit for the financial year:		
Current income tax		
– Singapore	**161**	143
– Foreign	**4,913**	3,462
	5,074	3,605
Deferred income tax (Note 30)	**(557)**	(238)
	4,517	3,367
– Under/(Over)-provision of current income tax in prior financial years		
– Singapore	**33**	(9)
– Foreign	**(131)**	149
	(98)	140
	4,419	3,507

9. INCOME TAXES (CONTINUED)

(a) *Income tax expense (continued)*

The tax on the Group's profit before income tax differs from the theoretical amount that would have arisen using the Singapore standard rate of income tax as follows:

	Group	
	2017 S$'000	2016 S$'000
Profit before income tax	**47,005**	47,512
Share of losses of joint ventures, net of tax (Note 18)	**1,753**	2,137
Share of losses/(profits) of associated companies, net of tax (Note 19)	**518**	(2,607)
Profit before income tax and share of losses/(profits) of joint ventures and associated companies	**49,276**	47,042
Tax calculated at a tax rate of 17% (2016: 17%)	**8,377**	7,997
Effects of:		
– different tax rates in other countries	**3,942**	3,329
– expenses not deductible for tax purposes	**3,105**	57
– income not subject to tax purposes	**(11,962)**	(9,138)
– tax incentives	**(28)**	(32)
– deferred tax assets not recognised	**1,083**	1,154
Income tax expense	**4,517**	3,367

(b) *Movement in current income tax liabilities*

	Group		Company	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Beginning of financial year	**2,871**	1,880	**152**	26
Acquisition of subsidiary corporations [Note 41(c)]	**–**	(65)	**–**	–
Income tax expense for current financial year	**5,074**	3,605	**161**	142
Income tax paid	**(2,689)**	(3,110)	**(190)**	(16)
(Over)/Under-provision in prior financial years	**(98)**	140	**33**	–
Currency translation differences	**(119)**	421	**–**	–
End of financial year	**5,039**	2,871	**156**	152

Included in income tax paid was an amount paid on behalf of the Group by entities related by a common controlling shareholder of S$931,000 (2016: S$1,006,000) in relation to the Group's net leasing income from an investment property and net income derived from operating rights for the golf estate.

10. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

For the purpose of calculating diluted earnings per share, profit attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding are adjusted for the effects of all dilutive potential ordinary shares. The Company has two categories of dilutive potential ordinary shares: share options and share awards.

For share options, the weighted average number of shares on issue has been adjusted as if all dilutive share options were exercised. The number of shares that could have been issued upon the exercise of all dilutive share options less the number of shares that could have been issued at fair value (determined as the Company's average share price for the financial year) for the same total proceeds is added to the denominator as the number of shares issued for no consideration. For share awards, the weighted average number of shares on issue have been adjusted as if all shares under award have been issued at the reporting date. No adjustment is made to the net profit.

	Group	
	2017	**2016**
Net profit attributable to equity holders of the Company (S$'000)	**35,871**	37,188
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	**1,736,648**	1,732,872
Adjustments for share options	**5,198**	4,065
Adjustments for share awards	**7,788**	–
Weighted average number of ordinary shares outstanding for diluted earnings per share ('000)	**1,749,634**	1,736,937
Basic earnings per share (cents)	**2.07**	2.15
Diluted earnings per share (cents)	**2.05**	2.14

11. CASH AND BANK BALANCES

	Group		Company	
	2017	**2016**	**2017**	**2016**
	S$'000	**S$'000**	**S$'000**	**S$'000**
Cash and bank balances	**34,825**	13,439	**12,466**	3,292

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

	Group	
	2017	**2016**
	S$'000	**S$'000**
Cash and bank balances (as above)	**34,825**	13,439
Less: Bank deposits restricted for use	**(9,769)**	–
Cash and cash equivalents per consolidated statement of cash flows	**25,056**	13,439

Bank deposits restricted for use are in relation to the interest reserve account and a loan drawn down for a specific future project.

Please refer to Note 41(b) for the effects of acquisition of subsidiary corporations on cash flows of the Group.

12. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Current				
Trade receivables				
– Non-related parties	**46,615**	35,295	**–**	–
–- Joint ventures	**44**	153	**–**	–
	46,659	35,448	**–**	–
Development properties – Due from customers (Note 14)	**–**	187	**–**	–
Non-trade receivables				
– Non-related parties	**11,118**	18,380	**135**	843
– Entities related by a common controlling shareholder	**–**	–	**2,765**	**6,622**
– Joint ventures	**–**	2,909	**–**	–
– Associated companies	**80**	36	**–**	–
	11,198	21,325	**2,900**	7,465
Staff loans	**828**	1,226	**796**	1,082
	58,685	58,186	**3,696**	8,547
Non-current				
Loan to a non-related party	**38,529**	20,480	**–**	–
Loans to an associated company	**5,514**	–	**–**	–
Trade receivables – Non-related parties	**35,952**	41,325	**–**	–
	79,995	61,805	**–**	–

Non-trade receivables from entities related by a common controlling shareholder, joint ventures and associated companies are unsecured, interest-free and are receivable on demand.

Staff loans are unsecured, interest-bearing at 5% (2016: 5%) per annum and are receivable on demand. Included in the staff loans are loans made to three (2016: three) members of key management personnel of the Group amounting to S$673,000 (2016: S$734,000) which are at the same terms as loans to other staff.

Included in the Group's non-trade receivables from non-related parties are payments made on behalf of joint venture partners and investors for their contribution of future investments amounting to S$4,009,000 (2016: S$5,522,000), and payments made on behalf of customers for their development properties managed by the Group amounting to S$434,000 (2016: S$7,536,000). During the financial year ended 31 March 2017, the Group recognised a write-off of non-trade receivables amounting to S$6,199,000 (2016: S$ Nil) in relation to certain capitalised projects costs which were aborted and not recoverable (Note 6).

During the financial year ended 31 March 2017, the Group transferred refundable deposits to subcontractors amounting to S$1,975,000 (2016: S$9,470,000) included in non-related parties' non-trade receivables to investment properties (Note 22) as the Group commenced construction of the school buildings and utilised the refundable deposit paid.

Loan to a non-related party is unsecured, interest-bearing at 8% and is expected to be receivable within the next two years. The fair value of the loan to a non-related customer of S$40,990,000 (2016: S$21,130,000) which is computed based on the adjusted future cash flows discounted at market borrowing rate of an equivalent instrument at the reporting date of 13% (2016: 13%). The fair value is within Level 2 of the fair value hierarchy.

Loan to an associated company relates to proceeds receivable for the reassignment of a project under development at fair value to an associated company incorporated for the purpose of a publicly announced project based in Yangon. The realisation of this receivable is subjected to the future operations of this associated company upon the completion of construction for this project and therefore the Group classified this financial asset as a non-current receivable. The fair value of the loan to an associated company of S$5,319,000 is determined from the adjusted future cash flow analysis discounted at market borrowing rate of an equivalent instrument at the reporting date of 13% (2016 : Nil). The fair value is within Level 2 of the fair value hierarchy.

12. TRADE AND OTHER RECEIVABLES (CONTINUED)

Trade receivables amounting to S$32,199,000 (2016: S$31,865,000) are under instalment credit agreements which are analysed as below:

	Group 2017 S$'000	Group 2016 S$'000
Gross instalment receivables:		
– Within one year	**30,734**	21,056
– Between one to five years	**2,282**	11,463
	33,016	32,519
Less: Unearned interest income	**(817)**	(654)
Net instalment receivables	**32,199**	31,865

The present value of trade receivables with instalment credit agreements are analysed as follows:

	Group 2017 S$'000	Group 2016 S$'000
Within one year	**30,130**	20,625
Between one and five years	**2,069**	11,240
	32,199	31,865

The fair value of non-current trade receivables of S$36,713,000 (2016: S$41,396,000) is computed based on adjusted future cash flows discounted at market interest rate of an equivalent instrument at the reporting date of 1.6% (2016:3.2%). The fair value is within Level 2 of the fair value hierarchy.

Receivables subject to offsetting arrangements

The Group has receivables and payables from entities related by a common controlling shareholder arising from the sale/purchase of goods and services and the payment/collection on behalf of the Group. The Group and the entities related by a common controlling shareholder have arrangements to settle the net amounts due to or from each other on a net basis based on group-wide balances on a regular basis and under normal credit terms. The Group's receivables from and payables to entities related by a common controlling shareholder are as follows:

Group	Gross carrying amounts 2017 S$'000	Gross amounts offset in the statements of financial position 2017 S$'000	Net amounts in the statements of financial position 2017 S$'000
Trade and other receivables	29,770	(29,770)	–
Trade and other payables	(63,231)	29,770	(33,461)
	2016 S$'000	**2016 S$'000**	**2016 S$'000**
Trade and other receivables	17,098	(17,098)	–
Trade and other payables	(22,356)	17,098	(5,258)

12. TRADE AND OTHER RECEIVABLES (CONTINUED)

Receivables subject to offsetting arrangements (continued)

Company	Gross carrying amounts 2017 S$'000	Gross amounts offset in the statements of financial position 2017 S$'000	Net amounts in the statements of financial position 2017 S$'000
Trade and other receivables	8,701	(5,936)	2,765
Trade and other payables	(5,936)	5,936	–
	2016 S$'000	**2016 S$'000**	**2016 S$'000**
Trade and other receivables	7,309	(687)	6,622
Trade and other payables	(687)	687	–

13. INVENTORIES

	Group 2017 S$'000	Group 2016 S$'000
Construction materials	**80**	738
Consumables	**1,972**	1,056
Trading goods	**31,107**	12,152
	33,159	13,946

The cost of inventories recognised as an expense and included in "cost of sales" amounted to S$29,538,000 (2016: S$23,537,000).

During the financial year ended 31 March 2016, the Group transferred motor vehicles with a net book value of S$125,000 from property, plant and equipment (Note 24) to inventories as these motor vehicles were held for future sale.

14. DEVELOPMENT PROPERTIES

	Group 2017 S$'000	Group 2016 S$'000
Properties under development, sold units for which revenue is recognised using percentage of completion method – costs incurred	**1,010**	111
Other unsold properties under development – costs incurred	**254,928**	181,453
Completed properties	**6,851**	1,330
	262,789	182,894

14. DEVELOPMENT PROPERTIES (CONTINUED)

Development properties under construction where revenue is recognised as construction progresses:

	Group 2017 S$'000	Group 2016 S$'000
Aggregate costs incurred and profits recognised (less losses recognised) on sold development properties in progress	**6,393**	2,256
Less: Progress billings	**(8,628)**	(2,069)
	(2,235)	187
Presented as:		
Due from customers on development properties under construction (Note 12)	**–**	187
Due to customers on development properties under construction (Note 28)	**(2,235)**	–
	(2,235)	187

Development property of the Group with a carrying amount of S$17,599,000 (2016: S$12,496,000) is mortgaged to a financial institution in Myanmar to secure bank borrowings of the Group amounting to S$6,180,000 (2016: S$6,743,000) [Note 29(a)].

15. OTHER ASSETS

	Group 2017 S$'000	Group 2016 S$'000	Company 2017 S$'000	Company 2016 S$'000
Other deposits	**2,950**	583	**1,773**	144
Advances to suppliers and subcontractors	**13,573**	9,739	**–**	–
Other prepayments	**8,855**	4,264	**2,079**	873
	25,378	14,586	**3,852**	1,017
Less: Non-current portion	**(688)**	(651)	**–**	–
Current portion	**24,690**	13,935	**3,852**	1,017

Other deposits relate to amount paid to landlords as a result of expansion of the stores under the Group's quick service restaurant business and costs incurred for future investments.

Other non-current assets relate to prepaid maintenance funds for the shopping centre held by the Group and prepaid market development fees for the Group's quick service restaurant business which are not expected to be utilised within 12 months from the reporting date.

16. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	Group	
	2017	2016
	S$'000	S$'000
Equity security - Myanmar		
Beginning of financial year	**63,098**	–
Additions	**927**	–
Reclassified from investments in associated companies (Note 19)	**–**	25,512
Fair value gain recognised in profit or loss (Note 6)	**28,824**	36,293
Disposal	**(45,074)**	–
Currency translation differences	**2,068**	1,293
End of financial year	**49,843**	63,098

In December 2015, the Company entered into a put and call option agreement with edotco Group Sdn Bhd ("edotco Group") whereby it was granted a put option to sell its 25% interest in edotco Investments to the edotco Group at a minimum valuation of US$40.25 million. Similarly, the Company had also granted a call option to the edotco Group to purchase its 25% interest on the same terms.

Although the Group had more than 20% ownership in the equity interest of edotco Investments, the Group has determined that edotco Investments was no longer classified as an associated company of the Group and should be accounted for as a financial asset at fair value through profit or loss. This classification was determined by a number of factors, including (a) the edotco Group is in the business of and a strategic operator of telecommunication towers across Asia and thus, the Group has not been involved in the management of the operations of edotco Myanmar Limited, the operating entity of the telecommunication towers in Myanmar; (b) the Group had scaled down its rights as a shareholder under the new agreement signed with edotco Investments in view of the put option and therefore did not have significant influence; and (c) with the call option granted to the edotco Group, the Group would be obliged to sell its 25% interest to the edotco Group upon the exercise of the call option and the Company would not be able to control the occurrence of such event.

On 19 December 2016, the Group exercised its put option and completed the partial disposal of half its stake in edotco Investments to edotco Investments (Labuan) Limited, a subsidiary corporation of edotco Group, for a consideration of US$35,000,000. Following the completion of this disposal, the Group retained a 12.5% interest in edotco Investments and the put price of this remaining 12.5% interest under the revised shareholders' agreement is based on the consideration of US$35,000,000, which approximates the fair value as at 31 March 2017. As a result of the partial disposal, a gain amounting to S$3,374,000 (2016: S$ Nil) was recognised as other income (Note 6).

During the financial year ended 31 March 2017, the Group recognised total fair value gain on its investment in edotco Investments of S$28,824,000 (2016: S$36,293,000) in relation to the fair value remeasurement gain at each reporting date (Note 6).

The Group's 12.5% (2016: 25%) interest in edotco Investments with carrying amount of S$48,916,000 (2016: S$63,098,000) is pledged to financial institutions under loan facilities. As at 31 March 2017, loans amounting to US$40,000,000 (equivalent to S$55,904,000) (2016: US$16,000,000 (equivalent to S$21,600,000)) were drawdown against this investment [Note 29 (a)].

Additions in financial assets at fair value through profit or loss during the financial year ended 31 March 2017 of S$927,000 (2016: S$ Nil) related to shares of an unquoted public company which are held for trading purpose and received by the Group from a non-related trade receivable as partial settlement of its outstanding balances.

17. AVAILABLE-FOR-SALE FINANCIAL ASSETS

	Group	
	2017	2016
	S$'000	S$'000
Beginning of financial year	**4,918**	4,379
Additions	**2,768**	–
Fair value (loss)/gain recognised in other comprehensive income [Note 33(b)(iv)]	**(1,380)**	652
Dilution of interests in private equity investment fund - Myanmar	**(346)**	–
Currency translation differences	**124**	(113)
End of financial year	**6,084**	4,918
Analysed as:		
Unlisted securities		
- Private investment fund – Myanmar (Note a)	**5,701**	4,500
- Equity securities – Myanmar (Note b)	**383**	418
Total	**6,084**	4,918

(a) Private investment fund relates to the Group's investment in exempted limited partnership (the "Partnership") which focuses on investments in equity and equity-related securities of companies incorporated in Myanmar, principally based in Myanmar, with principal businesses or have substantial operations (or expect to establish substantial operations) in Myanmar. The Partnership will continue in existence until eight years from its final closing date, subject to two extensions of one year each, provided that the second extension shall be subject to a prior approval requirement as defined in the Limited Partnership Agreement.

(b) This refers to the Group's 9% equity interest in a special purpose company, MC-Jalux Airport Services Co., Ltd. ("MJAS") which focuses on airport operations in Mandalay, Myanmar. MJAS has signed a concession agreement with Myanmar's Department of Civil Aviation (DCA) for the concession to operate Mandalay International Airport for 30 years.

18. INVESTMENTS IN JOINT VENTURES

	Group	
	2017	2016
	S$'000	S$'000
Beginning of financial year	**5,112**	4,248
Additions	**2,520**	3,046
Share of losses [(Note 9(a)]	**(1,753)**	(2,137)
Currency translation differences	**83**	(45)
End of financial year	**5,962**	5,112
Add: Loans to joint ventures (Note h)	**5,892**	4,704
	11,854	9,816

The Group has certain interests in the ownership and voting rights in the joint arrangements that are held through various subsidiary corporations. These joint arrangements are strategic ventures in the respective businesses. The Group jointly controls the arrangements with other partners as the contractual agreements require unanimous consent for all major decisions over the relevant activities. All the Group's joint arrangements are structured as separate vehicles and the Group has residual interests in their net assets.

Accordingly, the Group has classified its interests in these joint arrangements as joint ventures, which are accounted for using the equity method in the consolidated financial statements.

18. INVESTMENTS IN JOINT VENTURES (CONTINUED)

The Group's material joint ventures are summarised below:

	Group	
	2017 S$'000	2016 S$'000
MM Cars Myanmar Limited ("MM Cars")	**4,122**	1,689
KOSPA Limited ("KOSPA")	**3,459**	3,850
BYMA Pte Ltd ("BYMA")	**1,608**	734
Other immaterial joint ventures	**2,665**	3,543
	11,854	9,816

(a) In November 2012, the Group entered into an agreement with Parkson Myanmar Co. Pte Ltd ("Parkson Myanmar") and First Myanmar Investment Company Ltd ("FMI") to establish and operate departmental stores in Myanmar through incorporation of Parkson Myanmar Investment Company Pte. Ltd. and its subsidiary corporations (collectively, "Parkson Myanmar Group"). The Group has a 20% equity interest at a historical cost of S$741,000 in Parkson Myanmar Group.

(b) In March 2013, the Group entered into an agreement with Dragages Singapore Pte Ltd to form a jointly controlled entity, BYMA, to design and construct 1,043 apartments in Zone B of StarCity, Myanmar and other associated works. The Group has a 40% equity interest at a historical cost of S$400 in BYMA which provides construction of residential apartment buildings.

(c) In December 2013, the Group entered into an agreement with Sumitomo Corporation and FMI for the purpose of establishing a jointly-controlled company, Summit SPA Motors Limited ("Summit SPA") which was incorporated in September 2014, to operate authorised service stations for, and to distribute, Hino trucks and buses in Myanmar. Subsequently, in November 2014, the Group acquired an additional 20% equity interest in Summit SPA from FMI, resulting in the increase in its equity interest in Summit SPA from 20% to 40% at historical cost of S$2,422,000.

(d) In April 2014, the Group entered into an agreement with Mitsubishi Corporation and FMI to set up a new company, MC Elevator (Myanmar) Limited ("MC Elevator"), for the purposes of conducting the business of (i) technical services and solutions for the installation, testing and commissioning of elevators, escalators and related products; (ii) installation, testing and commissioning services, and maintenance and repair services for elevators, escalators and related products; (iii) the import and supply of elevators, escalators, parts of elevators and escalators and related products and the installation and repair of equipment in connection with the provision of services; and (iv) all kind of support services to companies engaged in the elevator/escalator business, including administration, documentation and corporate services, operational assistance, management services, business consultancy, technical services and technical assistance, customer related services, and brand and product development services. Subsequently, in October 2014, the Group acquired an additional 20% equity interest in MC Elevator from FMI, which resulted in the increase in its equity interest in MC Elevator from 20% to 40% at historical cost of S$788,000.

18. INVESTMENTS IN JOINT VENTURES (CONTINUED)

(e) In April 2014, the Group through its subsidiary corporation, Myanmar Motors Pte. Ltd. ("Myanmar Motors") entered into a new joint venture with Mitsubishi Corporation and FMI, to carry out the business of providing support services in relation to the provision of various services for companies engaged in the automotive and tyre industry in Myanmar through the incorporation of a joint-controlled company, First Japan Tire Services Company Limited ("FJTS"). In November 2014, the Group acquired an additional 30% interest in Myanmar Motors from FMI and, as a consequence, the Group's effective interest in FJTS increased from 21% to 30% at historical cost of S$266,000.

(f) In July 2014, the Group entered into a joint venture agreement with Kokubu & Co., Ltd. and FMI to incorporate a company, KOSPA, to establish and operate the business of distributing agricultural and marine products, using high-specification vehicles with refrigeration capacity in Myanmar. Subsequently, in March 2015, the Group acquired an additional 20% equity interest in KOSPA from FMI, which resulted in the increased in its equity interest in KOSPA from 30% to 50% at historical cost of S$65,000. As at 31 March 2017, the Group's 50% investment in KOSPA with a carrying amount of S$3,459,000 (2016: S$ Nil) is pledged to secure bank borrowings of the Group amounting to US$2,800,000 (equivalent to S$3,914,000) (2016: S$ Nil).

(g) In October 2015, the Group through its subsidiary corporation, Myanmar Motors entered into a new joint venture with Mitsubishi Corporation to carry out the business of distribution (wholesale), retail sales, after-sales services, maintenance services and importation of motor vehicles and spare parts manufactured by Mitsubishi Motor Corporation in Myanmar through the incorporation of a joint-controlled company, MM Cars. The Group has a 50% equity interest at a historical cost of S$2,703,000 in MM Cars. Part of the cost of investment amounting to approximately S$2,667,000 was satisfied by the transfer of property, plant and equipment of one of the Group's subsidiary corporations (Note 24) to MM Cars.

(h) The loans to joint ventures are unsecured and interest-free. There is no certainty on the date of repayment as the Group is required to provide the loans as financing for the operations of the joint ventures over the long term in accordance with the respective joint venture agreements. Accordingly, these loans are considered to be quasi-capital loans and form part of the Group's costs of investment in the joint ventures.

The above joint ventures are unquoted equity instruments and accordingly there is no information available regarding the fair value of the Group's ownership interest.

The Group has a total of S$2,424,000 (2016: S$6,136,000) of commitments to provide funding if called, relating to the above joint ventures. These commitments have not been recognised in the Group's consolidated financial statements.

There were no contingent liabilities relating to the Group's interests in the joint ventures.

18. INVESTMENTS IN JOINT VENTURES (CONTINUED)

Set out below are the joint ventures of the Group as at the end of the financial year. The joint ventures have share capital consisting solely of ordinary shares, which are held directly by the Group. The country of incorporation is also their principal place of business.

	Name of joint ventures	Principal activities	Country of incorporation/ Principal place of business	Ownership interests at 31.3.2017	Ownership interests at 31.3.2016
	Joint venture held by Yoma Strategic Investments Ltd.				
(a)	Parkson Myanmar Investment Company Pte. Ltd.	Investment holding	Singapore	20%	20%
(b)	MC Elevator (Myanmar) Limited	Technical services and solutions, supply of elevators, escalators and related products	Myanmar	40%	40%
(c)	KOSPA Limited	Cold chain logistics	Myanmar	50%	50%
	Joint venture held by Myanmar Motors Pte. Ltd.				
(b)	First Japan Tire Services Company Limited	Automotive	Myanmar	30%	30%
(b)	MM Cars Myanmar Limited	Automotive	Myanmar	50%	50%
	Joint venture held by Elite Matrix International Limited				
(d)	Summit SPA Motors Limited	Automotive	Myanmar	40%	40%
	Joint venture held by the SPA Project Management Pte. Ltd.				
(a)	BYMA Pte. Ltd.	Construction services	Singapore	40%	40%

(a) Audited by Ernst & Young LLP, Singapore
(b) Audited by Myanmar Vigour & Associates, Myanmar
(c) Audited by Yangon Professional Group, Myanmar
(d) Audited by Khin Su Htay & Associates Limited, Myanmar

Summarised financial information for joint ventures

Management has determined the significance of joint ventures based on the future plans of the respective entities, their prospects and the impact on the financial statements of the Group.

Set out below are the summarised financial information of joint ventures of the Group as at 31 March 2017, which in the opinion of the Directors, are material to the Group. The financial information has been modified for differences in the Group's accounting policies, which are in accordance with FRS.

18. INVESTMENTS IN JOINT VENTURES (CONTINUED)

Summarised financial information for joint ventures (continued)

Summarised statement of financial position as at 31 March

	MM Cars		KOSPA		BYMA	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Current assets	**6,317**	3,223	**1,249**	961	**22,611**	14,355
Includes:						
– Cash and bank balances	**2,757**	2,582	**165**	217	**3,574**	3,893
Current liabilities	**(1,724)**	(3,000)	**(397)**	(5,524)	**(20,783)**	(16,670)
Includes:						
– Financial liabilities (excluding trade and other payables)	**(1,548)**	(2,960)	**–**	–	**(1,167)**	(857)
Non-current assets	**2,857**	3,303	**5,905**	7,149	**2,009**	3,757
Non-current liabilities	**–**	–	**(5,962)**	(4,704)	**–**	–
Net assets/(liabilities)	**7,450**	3,526	**795**	(2,118)	**3,837**	1,442

Summarised statement of comprehensive income for the financial year ended 31 March

	MM Cars		KOSPA		BYMA	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Revenue	**4,623**	–	**1,278**	246	**40,190**	64,356
Expenses	**(5,540)**	(2,027)	**(4,636)**	(2,086)	**(36,608)**	(62,951)
Includes:						
– Depreciation and amortisation	**(406)**	(69)	**(10)**	(234)	**(2,278)**	(1,837)
(Loss)/profit before income tax	**(917)**	(2,027)	**(3,358)**	(1,839)	**3,582**	1,405
Income tax expense	**–**	–	**–**	–	**(2,102)**	(794)
Net (loss)/profit, representing total comprehensive (loss)/income	**(917)**	(2,207)	**(3,358)**	(1,839)	**1,480**	611

Immaterial joint ventures

The following table summarises, in aggregate, the carrying amount and the share of loss and other comprehensive loss of immaterial joint ventures that are accounted for using the equity method:

	Group	
	2017 S$'000	2016 S$'000
Carrying amount of interests in immaterial joint ventures	**2,665**	3,543
Group's share of:		
– Loss for the financial year, representing total comprehensive loss	**(175)**	(1,544)

19. INVESTMENTS IN ASSOCIATED COMPANIES

	Group	
	2017 S$'000	2016 S$'000
Beginning of financial year	**28,191**	40,140
Additions	**344**	12,012
Reclassified to financial assets at fair value through profit or loss (Note 16) (Note a)	**–**	(25,512)
Share of (losses)/profits [Note 9(a)]	**(518)**	2,607
Share of other comprehensive loss	**–**	(471)
Currency translation differences	**906**	(585)
End of financial year	**28,923**	28,191
Add: Loan to associated company (Note b)	**344**	332
	29,267	28,523

The Group's material investments in associated companies are summarised below:

	Group	
	2017 S$'000	2016 S$'000
Access Myanmar Distribution Company Limited (Note a)	**28,836**	28,356
Other immaterial associated companies	**431**	167
	29,267	28,523

(a) Access Myanmar Distribution Company Limited ("Access Myanmar Distribution") was incorporated to hold the Asia Beverages Co., Ltd. group of companies (the "ABC Group") assets and businesses relating to the production, branding, marketing and distribution of bottled water, spirits, wines, beers, alcoholic beverages and other fast-moving consumer goods products in Myanmar (the "ABC Group's assets and business operations"). In prior financial years, the Group completed the acquisition of a 30% interest in Access Myanmar Distribution, and accordingly the Group reclassified the advance payment of US$3,620,000 (equivalent to approximately S$4,227,000) included in other assets to investments in associated companies.

Total consideration for the acquisition of Access Myanmar Distribution as at 31 March 2015 amounting to US$10,370,000 (equivalent to approximately S$14,269,000), was paid in three payment tranches. The consideration and payment of tranche two and tranche three were paid once certain performance benchmarks of the ABC Group's assets and business operations for the calendar years ended 31 December 2014 and 2015 were met. Included in the additions during the financial year ended 31 March 2015 were consideration payable for tranche two of US$5,700,000 (equivalent to approximately S$7,843,000) and estimated contingent consideration for tranche three of US$1,050,000 (equivalent to approximately S$1,445,000).

During the financial year ended 31 March 2016, the Group entered into a shareholder agreement with PMM Partners Limited ("PMM Partners") to inject PMM Partners' 20% interest in Access Myanmar Distribution into a 60%-owned subsidiary corporation of the Group, Access Myanmar Holding Company Pte. Ltd., ("Access Myanmar Holding") and PMM Partners became a shareholder of Access Myanmar Holding with a 40% interest. This has resulted in an increase in the Group's investment in Access Myanmar Distribution by US$6,914,000 (equivalent to approximately S$9,586,000).

During the financial year ended 31 March 2016, the Group made payment for tranche two amounting to US$5,700,000 (equivalent to approximately S$7,903,000) and accrued additional consideration for tranche three of US$2,450,000 (equivalent to approximately S$3,308,000) including PMM Partners' share which was paid during the financial year ended 31 March 2017.

19. INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

(b) The loan to associated company, D Myanmar Investment (Singapore) Pte. Ltd. ("DMI") is unsecured and interest-free. There is no certainty on the definite date of repayment as Myanmar Motors intends to provide this loan as financing for DMI's operations over the long term. Accordingly, the loan is to be considered as a quasi-capital loan and forms part of the Group's cost of investment in DMI.

The above associated companies are unquoted equity instruments and accordingly there is no information available regarding the fair value of the Group's ownership interest.

The Group has an aggregate S$36,897,000 (2016: S$40,500,000) of commitments to provide funding if called, relating to the above associated companies. These commitments have not been recognised in the Group's consolidated financial statements.

There were no contingent liabilities relating to the Group's interest in the associated companies.

Set out below are the associated companies of the Group as at the end of financial year. The associated companies have share capital consisting solely of ordinary shares, which are held directly by the Group. The country of incorporation is also their principal place of business.

	Name of associated companies	Principal activities	Country of incorporation/ Principal place of business	Ownership interests at 31.3.2017	Ownership interests at 31.3.2016
	Associated company held by Yoma Strategic Investments Ltd.				
(a)	Peninsula Yangon Holdings Pte. Limited	Investment holding	Singapore	24%	24%
	Associated company held by Access Myanmar Holding Company Pte. Ltd.				
(b)	Access Myanmar Distribution Company Limited	Food and beverage distribution	Myanmar	50%	50%
	Associated companies held by Myanmar Motors Pte. Ltd.				
(c)	D Myanmar Investment (Singapore) Pte. Ltd.	Investment holding	Singapore	40%	40%

(a) Audited by KPMG, Singapore
(b) Audited by U Win Tin and Associates, Myanmar
(c) Audited by Nexia TS Public Accounting Corporation, Singapore

Summarised financial information for associated companies

Management has determined the significance of associated companies based on the future plans of the respective entities, their prospects and the impact on the financial statements of the Group.

Set out below are the summarised financial information of associated company of the Group as at 31 March 2017 and 2016, which in the opinion of the Directors, is material to the Group. The financial information has been modified for differences in the Group's accounting policies, which are in accordance with FRS.

19. INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

Summarised financial information for associated companies (continued)

Summarised statement of financial position as at 31 March

	Access Myanmar Distribution Company Limited 2017 S$'000	Access Myanmar Distribution Company Limited 2016 S$'000
Current assets	**22,599**	30,384
Includes: Cash and bank balances	**1,728**	1,013
Current liabilities	**(11,846)**	(17,100)
Non-current assets	**8,696**	7,197
Non-current liabilities	**(8,755)**	(5,620)
Net assets	**10,694**	14,861

Summarised statement of comprehensive income for the financial year ended 31 March

	Access Myanmar Distribution Company Limited 2017 S$'000	Access Myanmar Distribution Company Limited 2016 S$'000
Revenue	**52,747**	57,476
Other income	**352**	240
Expenses	**(52,401)**	(53,672)
Includes:		
– Depreciation and amortisation	**(84)**	(482)
– Interest expense	**(658)**	(561)
Profit before income tax	**698**	4,044
Income tax expense	**(1,603)**	(544)
Net (loss)/profit, representing total comprehensive (loss)/income	**(905)**	3,500

19. INVESTMENTS IN ASSOCIATED COMPANIES (CONTINUED)

Summarised financial information for associated companies (continued)

Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented to the carrying amount of the Group's interests in associated companies are as follows:

	Access Myanmar Distribution Company Limited	
	2017	**2016**
	S$'000	**S$'000**
Net assets		
At beginning of financial year	**14,860**	9,715
(Loss)/profit for the financial year	**(905)**	3,500
Increase in share capital	**–**	2,820
Currency translation differences	**(3,261)**	(1,175)
	10,694	14,860
At end of financial year		
Interests in associated companies	**5,874**	8,017
Goodwill	**24,018**	22,905
Effect on the change of shareholding	**–**	(2,128)
Currency translation differences	**(1,056)**	(438)
Carrying value	**28,836**	28,356

Immaterial associated companies

The following table summarises, in aggregate, the carrying amount and the share of loss and other comprehensive loss of immaterial associated companies that are accounted for using the equity method:

	Group	
	2017	**2016**
	S$'000	**S$'000**
Carrying amount of interests in associated companies	**431**	167
Group's share of:		
– Loss for the financial year, representing total comprehensive loss	**(92)**	(170)

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS

	Company 2017 S$'000	Company 2016 S$'000
Equity investment at cost		
Beginning and end of financial year	**103,430**	103,430
Loans to subsidiary corporations (net)	**582,460**	538,250
Total investments in subsidiary corporations	**685,890**	641,680

Loans to subsidiary corporations are unsecured and interest-free. There is no certainty on the definite date of repayment as the Company intends to provide the loans as financing for the operations of the subsidiary corporations over the long term. The settlement of these loans is neither planned nor likely to occur in the foreseeable future, accordingly, these loans are considered to be quasi-capital loans and form part of the Company's costs of investments in the subsidiary corporations.

Details of the subsidiary corporations are as follows:

Name of subsidiary corporation	Principal activities	Country of incorporation/ Principal place of business	Proportion of ordinary shares held by the Parent 2017	Proportion of ordinary shares held by the Parent 2016	Proportion of ordinary shares held by the Group 2017	Proportion of ordinary shares held by the Group 2016
Held by the Company						
(1) Yoma Strategic Investments Ltd.	Investment holding	Singapore	**100%**	100%	**100%**	100%
Subsidiary corporations of Yoma Strategic Investments Ltd.						
(1) Lion Century Properties Limited	Real estate	British Virgin Islands/ Myanmar	**100%**	100%	**100%**	100%
(1) Yoma Education Pte. Ltd.	Investment holding	Singapore	**100%**	100%	**100%**	100%
(1) Yoma Development Group Pte. Ltd.	Investment holding	Singapore	**100%**	100%	**100%**	100%
(1) Plantation Resources Pte. Ltd.	Agricultural	Singapore/ Myanmar	**100%**	100%	**100%**	100%
(1) Wayville Investments Limited	Investment holding	British Virgin Islands	**100%**	100%	**100%**	100%

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Name of subsidiary corporation	Principal activities	Country of incorporation/ Principal place of business	Proportion of ordinary shares held by the Parent		Proportion of ordinary shares held by the Group	
			2017	2016	2017	2016
Subsidiary corporations of Yoma Strategic Investments Ltd. (continued)						
(1) Elite Matrix International Limited	Investment holding	British Virgin Islands	**100%**	100%	**100%**	100%
(1) YSH Finance Ltd.	Investment holding	British Virgin Islands	**100%**	100%	**100%**	100%
(1) Chindwin Holdings Pte. Ltd.	Investment holding	Singapore	**70%**	70%	**70%**	70%
(1) Welbeck Global Limited	Investment holding	British Virgin Islands	**100%**	100%	**100%**	100%
(1) Yoma Agricultural & Logistics Holding Pte. Ltd.	Investment holding	Singapore	**100%**	100%	**100%**	100%
(2) Pun Hlaing Lodge Limited	Real estate	Myanmar	**100%**	100%	**100%**	100%
(2) Yangon Sand Industries Limited	Real estate	Myanmar	**100%**	100%	**100%**	100%
(12) Summit Brands Restaurant Group Company Limited	KFC franchisee	Myanmar	**100%**	100%	**100%**	100%
(10) Meeyahta International Hotel Limited	Real estate	Myanmar	**80%**	80%	**80%**	80%
(1) Access Myanmar Holding Company Pte. Ltd.	Investment holding	Singapore	**60%**	60%	**60%**	60%
(4) Yoma Nominee Limited	Investment holding	Myanmar	**100%**	100%	**100%**	100%

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Name of subsidiary corporation	Principal activities	Country of incorporation/ Principal place of business	Proportion of ordinary shares held by the Parent		Proportion of ordinary shares held by the Group	
			2017	2016	2017	2016
Subsidiary corporations of Yoma Strategic Investments Ltd. (continued)						
(13) Yoma Venture Company Limited	Real estate	Myanmar	**100%**	100%	**100%**	100%
(13) Yoma Agriculture Company Limited (Incorporated in May 2016)	Investment holding	Myanmar	**100%**	–	**100%**	–
(1) MM Myanmar Pte. Ltd. (Incorporated in December 2016)	Investment holding	Singapore	**50%**	–	**50%**	–
(4) Meeyahta Development Limited (Incorporated in February 2017)	Development of the proposed Yoma Central	Myanmar	***60%**	–	**60%**	–
Subsidiary corporations of Elite Matrix International Limited						
(1) Myanmar Motors Pte. Ltd.	Automotive	Singapore/ Myanmar	**100%**	100%	**100%**	100%
(9) Convenience Prosperity Company Limited	Automotive and equipment	Myanmar	**100%**	100%	**100%**	100%
Subsidiary corporation of Wayville Investments Limited						
(1) Wyndale International Limited	Investment holding	British Virgin Islands	**100%**	100%	**100%**	100%
Subsidiary corporations of Yoma Development Group Pte. Ltd.						
(2) Yoma Development Group Limited	Real estate	Myanmar	**100%**	100%	**100%**	100%
(1) SPA Project Management Pte. Ltd.	Project management and design	Singapore	**100%**	100%	**100%**	100%
(1) SPA Design Pte. Ltd.	Project management and design	Singapore	**100%**	100%	**100%**	100%
(13) SPA Project Management Services Limited	Project management and design	Myanmar	**100%**	100%	**100%**	100%
(13) Pun Hlaing Lodge Hotel Management Limited (Incorporated in August 2016)	Hotel management	Myanmar	**100%**	–	**100%**	–

* Ultimate effective interest will be 48% upon satisfaction of certain conditions.

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Name of subsidiary corporation	Principal activities	Country of incorporation/ Principal place of business	Proportion of ordinary shares held by the Parent		Proportion of ordinary shares held by the Group	
			2017	2016	2017	2016
Subsidiary corporation of Yoma Development Group Limited						
(3) Thanlyin Estate Development Limited	Real estate	Myanmar	**70%**	70%	**70%**	70%
Subsidiary corporations of Thanlyin Estate Development Limited						
(1) Thanlyin Estate Development (Singapore) Pte. Ltd.	Advertising	Singapore	**100%**	100%	**70%**	70%
(9) Star City International School Company Limited	Real estate	Myanmar	**100%**	100%	**70%**	70%
Subsidiary corporation of Plantation Resources Pte Ltd						
(1) Myanmar Coffee Company Pte. Ltd. (Struck off in December 2016)	Agricultural	Singapore/Myanmar	**–**	100%	**–**	100%
Subsidiary corporations of Myanmar Motors Pte. Ltd.						
(5) German Car Industries Company Limited	Automotive	Myanmar	**100%**	100%	**100%**	100%
(11) Yoma Fleet Limited	Automotive	Myanmar	**100%**	100%	**100%**	100%
(11) Vehicle Lease Management Limited	Automotive	Myanmar	**100%**	100%	**100%**	100%
(9) Successful Goal Trading Company Limited	Automotive	Myanmar	**100%**	100%	**100%**	100%
(11) Seven Golden Gates Company Limited	Automotive	Myanmar	**100%**	100%	**100%**	100%
(11) SGG Motor Services Limited	Automotive	Myanmar	**100%**	100%	**100%**	100%
(5) Yoma German Motor Limited	Automotive	Myanmar	**100%**	100%	**100%**	100%

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Name of subsidiary corporation	Principal activities	Country of incorporation/ Principal place of business	Proportion of ordinary shares held by the Parent		Proportion of ordinary shares held by the Group	
			2017	2016	2017	2016
Subsidiary corporation of Wyndale International Limited						
(7) Xun Xiang (Dalian) Enterprise Co., Ltd.	Real estate	People's Republic of China	**100%**	100%	**100%**	100%
Subsidiary corporations of Chindwin Holdings Pte. Ltd.						
(8) Shwe Lay Ta Gun Travels and Tours Company Limited	Tourism	Myanmar	**100%**	75%	**70%**	52.5%
(1) Eastern Safaris Pte. Ltd. (Disposed in September 2016)	Tourism	Singapore	**–**	75%	**–**	52.5%
(8) Chindwin Investments Limited	Tourism	Myanmar	**100%**	100%	**70%**	70%
Subsidiary corporations of Chindwin Investments Limited						
(8) Chindwin Bagan Company Limited	Tourism	Myanmar	**100%**	75%	**70%**	52.5%
(8) Chindwin Pindaya Company Limited	Tourism	Myanmar	**100%**	75%	**70%**	52.5%
Subsidiary corporations of MM Myanmar Pte. Ltd.						
(1) MM (PHL) Pte. Ltd. (Incorporated in December 2016)	Investment holding	Singapore	**50%**	–	**50%**	–
(1) MM (BOB) Pte. Ltd. (Incorporated in December 2016)	Investment holding	Singapore	**50%**	–	**50%**	–
(1) MM (BL) Pte. Ltd. (Incorporated in December 2016)	Investment holding	Singapore	**50%**	–	**50%**	–
(1) MM (DMC) Pte. Ltd. (Incorporated in December 2016)	Investment holding	Singapore	**50%**	–	**50%**	–
(1) MM (HAL) Pte. Ltd. (Incorporated in December 2016)	Investment holding	Singapore	**50%**	–	**50%**	–

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

(1) Audited by Nexia TS Public Accounting Corporation.

(2) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by U Tun Ne Win Certified Public Accountants, Myanmar for local statutory purposes.

(3) Audited by Nexia TS Public Accounting Corporation for consolidation purpose. Audited by V Advisory Ltd Certified Public Accountants, Myanmar for local statutory purposes.

(4) Not required to be audited for current financial year as the subsidiary corporations were newly incorporated and/or inactive and have insignificant impact to the financial statements of the Group.

(5) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by JF Group Accounting and Consulting Firm Certified Public Accountants, Myanmar for local statutory purposes.

(6) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by U Myint Lwin Certified Public Accountants, Myanmar for local statutory purposes.

(7) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by Dalian Boyuan United Certified Public Accountants, People's Republic of China for local statutory purposes.

(8) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by U Zaw Lwin & Associates Certified Public Accountants, Myanmar for local statutory purposes.

(9) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by Win Htut Aung & Associates Certified Public Accountants, Myanmar for local statutory purposes.

(10) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by EY UTW (Myanmar) Ltd Accountants, Myanmar for local statutory purposes.

(11) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by Daw Swe Swe Thynn & Associates Certified Public Accountants, Myanmar for local statutory purposes.

(12) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by Daw Me Me Than Certified Public Accountants, Myanmar for local statutory purposes.

(13) For the purpose of preparing the consolidated financial statements, these financial statements have been audited by Nexia TS Public Accounting Corporation, Singapore. Audited by Daw Myint Myint Toe Group Certified Public Accountants, Myanmar for local statutory purposes.

(14) Given that full scope of audit on significant subsidiary corporations incorporated outside Singapore have been performed by Nexia TS Public Accounting Corporation for the purpose of expressing its audit opinion on the Group's consolidated financial statements and that no separate opinion is required to be issued on the financial statements of these subsidiaries for which Nexia TS Public Accounting Corporation is not the statutory auditor, the Company believes that Rule 715 has been complied with.

(15) MM Myanmar Pte. Ltd. and its subsidiary corporations are regarded as subsidiary corporations of the Group within the definition of FRS 110 - "Consolidated Financial Statements".

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Transactions with non-controlling interests – Acquisition of additional interests in subsidiary corporations

(a) In September 2016, the Group entered into a strategic arrangement with Ms. Khin Omar Win for the acquisition of the remaining interest in its tourism businesses in Myanmar including the "Balloons Over Bagan" business ("BoB" business) by its 70% owned subsidiary corporation, Chindwin Holdings Pte. Ltd. ("CHPL"). CHPL held an effective 75% interest in (a) Shwe Lay Ta Gun Travels and Tours Company Limited ("SLTG") which owns and operates the BoB business in Myanmar; (b) Chindwin Bagan Company Limited which is to engage in the luxury tourism business in Bagan; (c) Chindwin Pindaya Company Limited which is to explore investment opportunities in Myanmar; and (d) Eastern Safaris Pte. Ltd. ("ESPL") which offers exclusive and luxurious adventure products in Myanmar. The remaining 25% of each entity mentioned earlier was held by Ms. Khin Omar Win and Mr. Brett Melzer.

In exchange for the acquisition of the above 25% interest, CHPL agreed to pay cash consideration of US$1,500,000 (equivalent to S$2,040,000), terminate the call option to acquire land in Bagan (Note 21), write-off all project costs incurred on behalf of Ms. Khin Omar Win for the proposed development of a hotel in Bagan and transfer its 75% interest in ESPL (collectively, "other consideration") to Ms. Khin Omar Win. For the financial year ended 31 March 2017, part of the cash consideration of US$800,000 (equivalent to S$1,119,000) was settled.

(b) In April 2015, the Group, through its wholly-owned subsidiary corporation, Myanmar Motors, acquired the remaining 30% interest in Successful Goal Trading Company Limited ("SGT") for a consideration of Kyats 5,000,000 (equivalent to S$6,000) and SGT became a wholly-owned subsidiary corporation of Myanmar Motors.

(c) In September 2015, the Company's wholly-owned subsidiary corporation, Plantation Resources Pte. Ltd. ("PRPL") and Volcafe Pte. Ltd. ("Volcafe") mutually cancelled and terminated the joint venture agreement ("JVA") in relation to the planting and production of lowland Robusta coffee at the Maw Tin Estate. Following the mutual termination of the JVA, PRPL acquired Volcafe's 15% interest in Myanmar Coffee Company Pte. Ltd. ("MCC") for consideration of US$136,650 (equivalent to S$184,000) and MCC became a wholly-owned subsidiary corporation of PRPL.

The effect of the changes in the ownership interests of the above subsidiary corporations on the equity attributable to owners of the Company during the financial year is summarised as follows:

	Group	
	2017 S$'000	2016 S$'000
Carrying amounts of non-controlling interests acquired	**1,334**	(286)
Consideration paid/payable to non-controlling interests		
- Cash	**(2,040)**	(100)
- Termination of call option (Note 21)	**(13,161)**	–
- Other consideration	**(1,032)**	–
	(16,233)	(100)
Excess of consideration paid recognised in parent's equity	**(14,899)**	(386)

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Interests in subsidiary corporations with non-controlling interests ("NCI") that are material to the Group

Name of subsidiary corporations	County of incorporation/ Principal place of business	Proportion of ownership interests held by NCI	Profit/(loss) allocated to NCI during the financial year S$'000	Accumulated NCI at the end of financial year S$'000	Dividends declared to NCI S$'000
2017					
Thanlyin Estate Development Limited	Myanmar	30%	2,824	46,418	3,946
Meeyahta Development Limited	Myanmar	40%	(50)	25,644*	–

* For the purpose of computing accumulated NCI at the end of financial year, NCI's share of net assets of Meeyahta Development Limited has been adjusted for the effect of share premium not yet contributed by NCI.

Name of subsidiary corporations	County of incorporation/ Principal place of business	Proportion of ownership interests held by NCI	Profit/(loss) allocated to NCI during the financial year S$'000	Accumulated NCI at the end of financial year S$'000	Dividends declared to NCI S$'000
2016					
Thanlyin Estate Development Limited	Myanmar	30%	4,400	49,468	7,081
Shwe Lay Ta Gun Travels and Tours Company Limited	Myanmar	47.5%	798	(1,296)	–
Meeyahta International Hotel Limited	Myanmar	20%	521	13,873	–
Chindwin Holdings Pte. Ltd.	Singapore	30%	121	4,211	–

Comparative financial information for Meeyahta Development Limited is not presented as it was only newly incorporated during the financial year ended 31 March 2017. Current year financial information are not presented for Shwe Lay Ta Gun Travels and Tours Company Limited, Meeyahta International Hotel Limited and Chindwin Holdings Pte. Ltd. as NCI of these entities were assessed to be immaterial to the Group as at 31 March 2017.

Significant restrictions

Cash and bank balances of S$9,160,000 and S$1,650,000 (2016: S$7,747,000 and S$1,162,000) are held in Myanmar and the People's Republic of China respectively and are subject to local exchange control regulations. These local exchange control regulations provide for restrictions on exporting capital from the country other than through normal dividends.

As at 31 March 2017, the Group's 100% interest in Yoma Fleet Limited and Star City International School Company Limited (2016: Yoma Fleet Limited) are pledged to secure bank borrowings of the Group and the Company amounting to US$10,200,000 (equivalent to S$14,255,000) and US$25,000,000 (equivalent to S$34,940,000) (2016: US$7,000,000 (equivalent to S$9,450,000) and S$ Nil) respectively [Note 29(a)].

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Summarised financial information of subsidiary corporations with material non-controlling interests

Set out below are the summarised financial information for each subsidiary corporation that has non-controlling interests that are material to the Group. They are presented before inter-company eliminations.

Summarised statement of financial position as at 31 March

	Thanlyin Estate Development Limited		Meeyahta Development Limited	Meeyahta International Hotel Limited	Chindwin Holdings Pte. Ltd.	Shwe Lay Ta Gun Travels and Tours Company Limited
	2017	2016	2017	2016	2016	2016
	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000
Current						
Assets	**59,213**	58,444	**134,263**	109,338	11,367	6,972
Liabilities	**(74,924)**	(77,400)	**(2,910)**	(34,210)	(2,637)	(3,588)
Total current net (liabilities)/assets	**(15,711)**	(18,956)	**131,353**	75,128	8,730	3,384
Non-current						
Assets	**222,688**	198,278	**–**	415	27,505	4,224
Liabilities	**(52,247)**	(14,512)	**–**	(5,581)	(23,747)	(936)
Total non-current net assets/(liabilities)	**170,441**	183,766	**–**	(5,166)	3,758	3,288
Net assets	**154,730**	164,810	**131,353**	69,962	12,488	6,672

Summarised statement of comprehensive income for financial year ended 31 March

	Thanlyin Estate Development Limited		Meeyahta Development Limited	Meeyahta International Hotel Limited	Chindwin Holdings Pte. Ltd.	Shwe Lay Ta Gun Travels and Tours Company Limited
	2017	2016	2017	2016	2016	2016
	S$'000	S$'000	S$'000	S$'000	S$'000	S$'000
Revenue	**21,478**	41,104	**–**	3,912	–	8,436
Profit/(loss) before income tax	**10,229**	15,975	**(124)**	3,488	402	2,231
Income tax expense	**(816)**	(1,308)	**–**	(885)	–	(551)
Net profit/(loss)	**9,413**	14,667	**(124)**	2,603	402	1,680
Other comprehensive loss	**(5,603)**	(10,145)	**(1,902)**	(1,623)	–	(125)
Total comprehensive income/(loss)	**3,810**	4,522	**(2,026)**	980	402	1,555
Total comprehensive income/ (loss) allocated to non-controlling interests	**1,143**	1,356	**(1,053)**	196	121	739
Dividends declared to non-controlling interest	**3,946**	7,081	**–**	–	–	–

20. INVESTMENTS IN SUBSIDIARY CORPORATIONS (CONTINUED)

Summarised financial information of subsidiary corporations with material non-controlling interests (continued)

Summarised statement of cash flows for the financial year ended 31 March

	Thanlyin Estate Development Limited 2017 S$'000	Thanlyin Estate Development Limited 2016 S$'000	Meeyahta Development Limited 2017 S$'000	Meeyahta International Hotel Limited 2016 S$'000	Chindwin Holdings Pte. Ltd. 2016 S$'000	Shwe Lay Ta Gun Travels and Tours Company Limited 2016 S$'000
Cash generated from operations	**17,527**	518	**2,958**	11,827	–	683
Income tax paid	**(816)**	(360)	**–**	–	–	(697)
Net cash provided by/(used in) operating activities	**16,711**	158	**2,958**	11,827	–	(14)
Net cash used in investing activities	**(311)**	(5,751)	**(2,853)**	(13,680)	–	(740)
Net cash (used in)/provided by financing activities	**(16,994)**	3,225	**–**	1,583	–	–
Net (decrease)/ increase in cash and cash equivalents	**(614)**	(2,368)	**105**	(270)	–	(754)
Cash and cash equivalents at beginning of financial year	**2,014**	4,383	**–**	378	–*	3,261
Cash and cash equivalents at end of financial year	**1,400**	2,015	**105**	108	–*	2,507

* Amount less than S$1,000

21. CALL OPTION TO ACQUIRE LAND

	Group	
	2017 S$'000	2016 S$'000
Beginning of financial year	**13,161**	13,161
Derecognised as consideration paid to NCI (Note 20)	**(13,161)**	–
End of financial year	**–**	13,161

The Group had been granted a 5-year call option over a 75% interest in 21.16 acres of land located near the Irrawaddy River in Bagan, Myanmar ("Bagan Land") for US$3,750,000 by Ms. Khin Omar Win free from all encumbrances in the event that the land use of Bagan Land would be converted into "other use purpose" other than the farmland use and that Ms. Khin Omar Win had obtained the proper Myanmar legal status for the construction and operation of a hotel business on the Bagan Land in accordance with the Farmland Law 2012. The call option was granted to the Group pursuant to the Sale and Purchase Agreement entered into by the Group with Ms. Khin Omar Win and Ms. Khin San Win for the acquisition of shares in Shwe Lay Ta Gun Travels and Tours Company Limited on 28 May 2013.

The Group had accounted for the call option as a derivative instrument as it gives the Group the right, but not the obligation to buy Bagan Land during a 5-year period from 23 May 2013. The fair value of the call option was determined by management using the Binomial model.

As at 31 March 2016, management had assessed that the fair value of the call option to approximate the fair value at the grant date. The significant inputs into the model were the strike price of approximately S$5,055,000, spot price of approximately S$16,348,000, volatility of 100% and risk-free rate of 9.0%.

22. INVESTMENT PROPERTIES

Group	Completed investment properties S$'000	Investment properties under construction S$'000	Total S$'000
2017			
Beginning of financial year	157,591	35,342	192,933
Movements:			
– Subsequent expenditure on investment properties	175	12,552	12,727
– Transferred from other receivables (Note 12)	–	1,975	1,975
– Transferred from property, plant and equipment (Note 24)	159	–	159
	334	14,527	14,861
Net fair value gains recognised in profit or loss (Note 6)	11,389	14,282	25,671
Currency translation differences	(9,406)	(4,745)	(14,151)
End of financial year	**159,908**	**59,406**	**219,314**

22. INVESTMENT PROPERTIES (CONTINUED)

Group	Completed investment properties S$'000	Investment properties under construction S$'000	Total S$'000
2016			
Beginning of financial year	156,143	–	156,143
Movements:			
– Subsequent expenditure on investment properties	3,007	11,690	14,697
– Transferred from development properties	4,848	–	4,848
– Transferred from land development rights (Note 26)	–	10,758	10,758
– Transferred from other receivables (Note 12)	–	9,470	9,470
	7,855	31,918	39,773
Net fair value gains recognised in profit or loss (Note 6)	7,199	5,811	13,010
Currency translation differences	(13,606)	(2,387)	(15,993)
End of financial year	**157,591**	**35,342**	**192,933**

Transfer from development properties
During the financial year ended 31 March 2016, the Group transferred 33 completed commercial units from development properties to investment properties as these properties had been leased out under operating leases.

Transfer from land development rights
During the financial year ended 31 March 2016, the Group commenced the construction of school buildings which are intended to be leased out under operating leases and transferred the costs of the relevant land from land development rights. The construction is still on going and due for completion in August 2017.

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and other enhancements.

Investment properties are leased to non-related parties and related parties under operating leases [Note 35(c)].

Investment property with a carrying amount of S$90,145,000 (2016: S$92,932,000) is mortgaged to secure bank borrowings of the Group amounting to US$11,500,000 (equivalent to S$16,072,000) (2016: US$11,500,000 (equivalent to S$15,518,000)) [Note 29(a)].

The following amounts are recognised in profit or loss:

	Group 2017 S$'000	Group 2016 S$'000
Leasing income (Note 4)	**10,096**	11,140
Direct operating expenses arising from:		
– Investment properties that generate leasing income	**(1,898)**	(931)

22. INVESTMENT PROPERTIES (CONTINUED)

At the reporting date, the details of the Group's investment properties are as follows:

Location	Description/existing use	Tenure
No. 128 Jinma Road, Jinzhou New Area, Dalian, Liaoning Province, the People's Republic of China	Shopping centre and retail stores	Leasehold with 40 years lease expiring on 16 November 2046
Within Pun Hlaing Golf Estate, Yaw Atwin Wun U Pho Hlaing Street, Hlaing Thar Ya Township, Yangon, Myanmar	Residential units	Leasehold with 60 years lease expiring on 5 April 2076
Within StarCity Thanlyin, Kyaik Khauk Pagoda Road, Thanlyin Township, Yangon, Myanmar	Commercial units	Leasehold with 60 years lease expiring on 20 February 2064
Within StarCity Thanlyin, Kyaik Khauk Pagoda Road, Thanlyin Township, Yangon, Myanmar	Residential units	Leasehold with 60 years lease expiring on 20 February 2064
Within StarCity Thanlyin, Kyaik Khauk Pagoda Road, Thanlyin Township, Yangon, Myanmar	Educational use (under construction)	Leasehold with 60 years lease which is currently in-progress
Along Pun Hlaing Golf Estate Road next to the main entrance of Pun Hlaing Golf Estate, Hlaing Thar Ya Township, Yangon, Myanmar	Educational use (under construction)	Leasehold with 60 years lease which is currently in-progress

Fair value hierarchy

	Fair value measurements at 31 March 2017 using		
Description	Quoted prices in active market for identical assets (Level 1) S$'000	Significant other observable inputs (Level 2) S$'000	Significant unobservable inputs (Level 3) S$'000
Recurring fair value measurements			
Investment properties:			
– Shopping centre and retail stores – People's Republic of China	–	90,145	–
– Residential units – Myanmar	–	55,398	–
– Commercial units – Myanmar	–	14,365	–
– Educational use – Myanmar	–	–	59,406

22. INVESTMENT PROPERTIES (CONTINUED)

Fair value hierarchy (continued)

Description	Fair value measurements at 31 March 2016 using Quoted prices in active market for identical assets (Level 1) S$'000	Significant other observable inputs (Level 2) S$'000	Significant unobservable inputs (Level 3) S$'000
Recurring fair value measurements			
Investment properties:			
– Shopping centre and retail stores – People's Republic of China	–	92,932	–
– Residential units – Myanmar	–	52,960	–
– Commercial units – Myanmar	–	11,699	–
– Educational use – Myanmar	–	–	35,342

Valuation techniques used to derive Level 2 fair values

Level 2 fair values of the Group's investment properties have been generally derived using the sales comparison approach. Sale prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size and age. The most significant input into this valuation approach is selling prices per square metre.

Reconciliation of movements in Level 3 fair value measurement

	Group 2017 S$'000	Group 2016 S$'000
Educational use – Myanmar		
Beginning of financial year	**35,342**	–
Additions :		
– Transferred from land development rights	**–**	10,758
– Transferred from other receivables	**–**	9,470
– Subsequent expenditure on investment properties	**14,527**	11,690
Currency translation differences	**(4,745)**	(2,387)
Fair value gains recognised in profit or loss, under "Other income-net"	**14,282**	5,811
End of financial year	**59,406**	35,342
Changes in unrealised gains for assets held at the end of the financial year included in profit or loss under "Other income-net"	**14,282**	5,811

There were no changes in valuation techniques during the financial year. The Group's policy is to recognise transfers into and out of fair value hierarchy levels as of the date the event or the change in circumstances that caused the transfer. There were no transfers into or out of fair value hierarchy levels for the financial years ended 31 March 2017 and 31 March 2016.

22. INVESTMENT PROPERTIES (CONTINUED)

Valuation techniques and inputs used in Level 3 fair value measurements

The following table presents the valuation techniques and key inputs that were used to determine the fair values of investment properties categorised under Level 3 of the fair value hierarchy:

Description	Fair value at 31 March 2017 S$'000	Fair value at 31 March 2016 S$'000	Valuation technique	Unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Educational use – Myanmar	59,406	35,342	Depreciated replacement cost method for building and direct comparison method for land	Estimated construction costs	US$385psm – US$675psm (2016: US$433psm –US$580psm)	The higher the construction cost, the higher the fair value
				Unit rate on land	US$96psm – US$104psm (2016: US$96psm – US$104psm)	The higher the unit rate, the higher the fair value
				Discount on unit rate on land	30% – 35% (2016: 30% – 35%)	The higher the discount, the lower the fair value

Valuation processes of the Group

The Group engages external, independent and qualified valuation experts to determine the fair values of the Group's investment properties at the end of every financial year based on the properties' highest and best use. As at 31 March 2017, the fair values of the properties located in People's Republic of China and Myanmar have been determined by Cushman & Wakefield (2016: Dalian DTZ Debenham Tie Leung Real Estate Appraisal Co., Ltd.) and Jones Lang LaSalle Property Consultants Pte Ltd respectively.

At each financial year end, the Group's finance department:
- verifies all major inputs to the independent valuation report;
- assesses property valuation movements when compared to the prior year valuation report; and
- holds discussions with the independent valuation experts

Changes in Level 2 and Level 3 fair values are analysed at each reporting date at least annually during a valuation discussion among the Executive Chairman, the Chief Executive Officer, the Chief Financial Officer, the Group Financial Controller, the Audit and Risk Management Committee and the valuation team (the "team"). As part of this discussion, the team presents a report that explains the reasons for the fair value movements, if any.

23. PREPAYMENTS

	Group	
	2017	2016
	S$'000	S$'000
Cost		
Beginning of financial year	**17,666**	16,976
Additions	**546**	690
End of financial year	**18,212**	17,666
Accumulated impairment loss		
Beginning of financial year	**(11,347)**	(8,947)
Charge for the financial year (Note 6)	**–**	(2,400)
End of financial year	**(11,347)**	(11,347)
Carrying value	**6,865**	6,319

Pursuant to a Crop and Produce Supply Agreement which a subsidiary corporation, Plantation Resources Pte. Ltd. ("PRPL"), entered into with a company which is controlled by a director who is also the controlling shareholder of the Company. PRPL agrees to make a prepayment to the related party for a minimum quantity of crops produced by the plantation owned by the related party. Such prepayments shall be offset against the price of the crops purchased by PRPL.

The Group reviews the necessity and adequacy of the allowance for impairment loss at each reporting date and makes adjustments when necessary. Prepayments are tested for impairment whenever there is any objective evidence or indication that the prepayments may be impaired.

The Group has carried out impairment tests for the prepayments based on value-in-use. Cash flow projections used in these calculations were based on financial budgets approved by management covering the remaining contractual period of the agriculture operating rights of 20 years (2016: 21 years). Key assumptions used for value-in-use calculations were as below:

	Group	
	2017	2016
Crop yield rate per kg	1,250	1,250
Market price of crop per MT	US$1,997	US$1,850
Discount rate[1]	16%	17%

[1] Pre-tax discount rate applied to the pre-tax cash flow projections

These assumptions were used for the analysis of the agriculture business segment. Management determined projected crop yield rate, market price of the planted crop, related capital expenditure and operating costs based on past performance and its expectations of market developments. The discount rate used was pre-tax and reflected specific risks relating to the agriculture business.

24. PROPERTY, PLANT AND EQUIPMENT

	Buildings S$'000	Machinery, facilities and equipment S$'000	Renovation, furniture and office equipment S$'000	Motor vehicles S$'000	Computers S$'000	Hot air balloons equipment S$'000	Water and treatment plant S$'000	Bearer plants S$'000	Construction-in-progress S$'000	Total S$'000
Group										
2017										
Cost										
Beginning of financial year	2,834	5,333	8,411	17,460	1,440	1,673	1,923	316	2,038	41,428
Reclassification	285	198	772	20	(10)	–	–	–	(1,265)	–
Transferred from land development rights (Note 26)	–	1,019	–	–	–	–	–	–	627	1,646
Transferred to investment properties (Note 22)	(159)	–	–	–	–	–	–	–	–	(159)
Additions	179	3,884	6,634	11,092	1,195	381	403	307	2,175	26,250
Disposals/write-offs	(35)	(140)	(288)	(1,007)	(85)	–	–	–	–	(1,555)
Currency translation differences	(302)	(549)	(1,046)	439	(441)	63	–	(45)	(146)	(2,027)
End of financial year	2,802	9,745	14,483	28,004	2,099	2,117	2,326	578	3,429	65,583
Accumulated depreciation										
Beginning of financial year	673	694	1,495	3,238	643	204	208	–	–	7,155
Depreciation charge (Note 5)	189	690	2,783	3,741	481	378	233	39	–	8,534
Disposals/write-offs	(4)	(82)	(202)	(256)	(65)	–	–	–	–	(609)
Currency translation differences	(55)	(76)	(237)	(84)	(24)	11	–	(2)	–	(467)
End of financial year	803	1,226	3,839	6,639	1,035	593	441	37	–	14,613
Net book value										
End of financial year	**1,999**	**8,519**	**10,644**	**21,365**	**1,064**	**1,524**	**1,885**	**541**	**3,429**	**50,970**

24. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	Building S$'000	Machinery, facilities and equipment S$'000	Renovation, furniture and office equipment S$'000	Motor vehicles S$'000	Computers S$'000	Hot air balloons and equipment S$'000	Water treatment plant S$'000	Bearer plants S$'000	Construction-in-progress S$'000	Total S$'000
Group										
2016										
Cost										
Beginning of financial year, as previously reported	2,211	1,667	1,731	8,275	928	1,533	1,206	–	2,261	19,812
Transferred from biological assets (Note 27)	–	–	–	–	–	–	–	213	–	213
Beginning of financial year, as restated	2,211	1,667	1,731	8,275	928	1,533	1,206	213	2,261	20,025
Acquisition of subsidiary corporations [Note 41(c)]	6	27	23	160	25	–	–	–	–	241
Reclassification	–	144	(142)	6	(8)	–	748	–	(748)	–
Transferred to inventories (Note 13)	–	–	–	(167)	–	–	–	–	–	(167)
Transferred to investments in joint ventures [Note 18(g)]	–	–	–	–	–	–	–		(2,667)	(2,667)
Additions	1,123	3,708	7,051	10,565	659	600	243	445	3,441	27,835
Disposals/write-offs	(19)	(52)	(87)	(483)	(87)	(415)	(274)	(318)	–	(1,735)
Currency translation differences	(487)	(161)	(165)	(896)	(77)	(45)	–	(24)	(249)	(2,104)
End of financial year	2,834	5,333	8,411	17,460	1,440	1,673	1,923	316	2,038	41,428
Accumulated depreciation										
Beginning of financial year	272	444	503	1,270	383	342	10	–	–	3,224
Reclassification	–	1	–	–	(1)	–	–	–	–	–
Transferred to inventories (Note 13)	–	–	–	(42)	–	–	–	–	–	(42)
Depreciation charge (Note 5)	436	323	1,085	2,359	339	290	207	–	–	5,039
Disposals/write-offs	(2)	(24)	(62)	(233)	(65)	(414)	(9)	–	–	(809)
Currency translation differences	(33)	(50)	(31)	(116)	(13)	(14)	–	–	–	(257)
End of financial year	673	694	1,495	3,238	643	204	208	–	–	7,155
Net book value										
End of financial year	**2,161**	**4,639**	**6,916**	**14,222**	**797**	**1,469**	**1,715**	**316**	**2,038**	**34,273**

The Group had elected to early adopt the Amendments to FRS 16 and FRS 41 for the period beginning 1 April 2015 and reclassified coffee trees from biological assets to property, plant and equipment under the category of bearer plants. The initial application of the Amendments has resulted in a restatement of the comparative figures of property, plant and equipment and biological assets as the accounting policies were changed retrospectively.

24. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	Motor vehicles S$'000	Computers S$'000	Renovation, furniture and office equipment S$'000	Total S$'000
Company				
2017				
Cost				
Beginning of financial year	497	155	290	942
Additions	–	11	–	11
Disposals/write-offs	–	–*	–	–*
End of financial year	497	166	290	953
Accumulated depreciation				
Beginning of financial year	260	96	180	536
Depreciation charge	99	26	74	199
Disposals/write-offs	–	–*	–	–*
End of financial year	359	122	254	735
Net book value				
End of financial year	**138**	**44**	**36**	**218**
2016				
Cost				
Beginning of financial year	617	126	281	1,024
Additions	–	48	19	67
Disposals/write-offs	(120)	(19)	(10)	(149)
End of financial year	497	155	290	942
Accumulated depreciation				
Beginning of financial year	266	73	109	448
Depreciation charge	105	42	80	227
Disposals/write-offs	(111)	(19)	(9)	(139)
End of financial year	260	96	180	536
Net book value				
End of financial year	**237**	**59**	**110**	**406**

* Amount less than S$1,000

25. INTANGIBLE ASSETS

	Group 2017 S$'000	Group 2016 S$'000
Composition:		
Agriculture operating rights (Note a)	**9,331**	9,850
Golf estate operating rights (Note b)	**15,264**	15,698
Air operator certificates (Note c)	**746**	1,090
Distributor licence (Note d)	**3,402**	3,828
	28,743	30,466

(a) Agriculture operating rights

	Group 2017 S$'000	Group 2016 S$'000
Cost		
Beginning and end of financial year	**14,661**	14,661
Accumulated amortisation		
Beginning of financial year	**4,811**	4,292
Amortisation charge	**519**	519
End of financial year	**5,330**	4,811
Carrying value	**9,331**	9,850

Agriculture operating rights pertain to the 70% exclusive rights granted by a related party to the Group to manage and oversee all existing and future plantation estates (the "Maw Tin Estate") which are owned or to be owned by a joint venture company of the related party, and to market and sell the product for the related party in accordance with the terms and conditions set out in the Joint Planting and Operation Deed. The Maw Tin Estate, which comprises 100,000 acres of contiguous agricultural land, is located in the Ayerwaddy Division of Myanmar.

The Group reviews the necessity and adequacy of the allowance for impairment at each reporting date and makes adjustments when necessary. Agriculture operating rights are tested for impairment whenever there is any objective evidence or indication that the agriculture operating rights may be impaired.

The impairment test has indicated that the recoverable amount of the agriculture operating rights is S$7,376,000 or 79% higher (2016: S$4,964,000 or 50% higher) than its carrying amount. A further decrease in the market price of the planted crops by about 4.0% (2016: 3.7%) would result in the recoverable amount of the agriculture operating rights being equal to its carrying amount.

25. INTANGIBLE ASSETS (CONTINUED)

(b) Golf estate operating rights

	Group 2017 S$'000	Group 2016 S$'000
Cost		
Beginning and end of financial year	**16,204**	16,204
Accumulated amortisation		
Beginning of financial year	**506**	72
Amortisation charge	**434**	434
End of financial year	**940**	506
Carrying value	**15,264**	15,698

Golf estate operating rights pertain to the 70% exclusive rights acquired from a related party to operate and manage the entire estate of Pun Hlaing Estate including the golf course and the country club for a period of 37 years.

(c) Air operator certificates

	Group 2017 S$'000	Group 2016 S$'000
Cost		
Beginning and end of financial year	**2,064**	2,064
Accumulated amortisation		
Beginning of financial year	**974**	630
Amortisation charge	**344**	344
End of financial year	**1,318**	974
Carrying value	**746**	1,090

(d) Distributor licence

	Group 2017 S$'000	Group 2016 S$'000
Cost		
Beginning and end of financial year	**4,325**	4,325
Accumulated amortisation		
Beginning of financial year	**497**	71
Amortisation charge	**426**	426
End of financial year	**923**	497
Carrying value	**3,402**	3,828

(e) Amortisation expenses amounting to S$1,723,000 (2016: S$1,723,000) are included in the statement of comprehensive income under administrative expenses (Note 5).

26. LAND DEVELOPMENT RIGHTS

	Group 2017 S$'000	Group 2016 S$'000
Beginning of financial year	**220,045**	227,187
Capitalisation of direct costs	**2,307**	1,847
Transferred from development properties	**–**	3,086
Transferred to investment properties (Note 22)	**–**	(10,758)
Transferred to property, plant and equipment (Note 24)	**(1,646)**	–
Capitalised costs expensed-off (Note 6)	**(758)**	–
Charged to profit or loss (Note 5)	**(445)**	(956)
Currency translation differences	**(239)**	(361)
End of financial year	**219,264**	220,045
Less: Current portion	**(7,832)**	(16,790)
Non-Current portion	**211,432**	203,255
Represented by:		
– Pun Hlaing Estate (PHE)	**113,180**	115,288
– FMI City (Orchid Garden)	**496**	496
– Evergreen Condominium	**7,019**	7,019
– Pun Hlaing Lodge II	**2,631**	2,871
– Thanlyin Estate, Star City	**94,371**	94,371
– Thilawa Land – Plot 27, 28 & 29	**1,567**	–
	219,264	220,045

Land development rights of the Group with carrying amount of S$2,631,000 are mortgaged to a financial institution in Myanmar to secure bank borrowings of the Group amounting to S$3,398,000 (2016:S$ Nil) [Note 29(a)].

During the financial year ended 31 March 2016, the Group transferred one plot of land development rights under development properties to land development rights as there was no plan for future development and the land was held for future sale.

27. BIOLOGICAL ASSETS

	Group 2017 S$'000	Group 2016 S$'000
Beginning of financial year	**–**	213
Transferred to property, plant and equipment (Note 24)	**–**	(213)
End of financial year	**–**	–

The Group had elected to early adopt the Amendments to FRS 16 and FRS 41 for the period beginning 1 April 2015 and reclassified coffee trees from biological assets to property, plant and equipment under the category of bearer plants.

28. TRADE AND OTHER PAYABLES

	Group		Company	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Trade payables				
– Non-related parties	**45,719**	27,046	**–**	–
– Entities related by a common controlling shareholder	**33,461**	5,258	**–**	–
	79,180	32,304	**–**	–
Development properties – due to customers (Note 14)	**2,235**	–	**–**	–
Accrued operating expenses	**28,353**	17,491	**5,041**	4,055
Other payables – non-related parties	**37,931**	32,213	**2,812**	4,731
	147,699	82,008	**7,853**	8,786

Included in the Group's accrued operating expenses are accrued bonus and salaries amounting to S$2,771,000 (2016: S$3,242,000) and accrued marketing and commission amounting to S$726,000 (2016: S$676,000).

Included in the Group's other payables to non-related parties are progress billings received from customers on behalf of non-related customers amounting to S$12,441,000 (2016: S$16,060,000).

29. BORROWINGS

	Group		Company	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Current				
Borrowings	**40,841**	55,872	**31,263**	33,611
Trust receipts	**–**	2,742	**–**	–
	40,841	58,614	**31,263**	33,611
Non-current				
Borrowings	**125,085**	31,050	**109,013**	31,050
Loans from non-controlling interests	**54,498**	35,826	**–**	–
	179,583	66,876	**109,013**	31,050
Total borrowings	**220,424**	125,490	**140,276**	64,661

The exposure of bank borrowings of the Group and the Company to interest rate changes and the contractual repricing dates at the reporting dates are as follows:

	Group		Company	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Within one year	**40,841**	55,872	**31,263**	33,611
Between one to five years	**114,044**	21,735	**97,972**	21,735
More than five years	**11,041**	9,315	**11,041**	9,315
Total borrowings	**165,926**	86,922	**140,276**	64,661

29. BORROWINGS (CONTINUED)

(a) Borrowings of the Group are secured by the followings:
- An investment property (Note 22) for loan amount of S$16,072,000 (2016: S$15,518,000)
- A development property (Note 14) for loan amount of S$6,180,000 (2016: S$6,743,000)
- Land development rights (Note 26) for loan amount of S$3,398,000 (2016: S$ Nil)
- Financial assets at fair value through profit or loss (Note 16) for loan amount of S$55,904,000 (2016: S$21,600,000)
- Assignment of 100% interest in certain subsidiary corporations,
  (i) Yoma Fleet Limited (Note 20) for loan amount of S$14,255,000 (2016: S$9,450,000)
  (ii) Star City International School Company Limited (Note 20) for loan amount of S$34,940,000 (2016: S$ Nil)
- Assignment of interest in a joint venture, KOSPA [Note 18(f)] for a loan amount of S$3,914,000 (2016: S$ Nil)

Borrowings of the Company are secured by the followings:
- Financial assets at fair value through profit or loss (Note 16) for an loan amount of S$55,904,000 (2016: S$21,600,000)
- Assignment of 100% interest in certain subsidiary corporations,
  (i) Yoma Fleet Limited (Note 20) for loan amount of S$14,255,000 (2016: S$9,450,000)
  (ii) Star City International School Company Limited (Note 20) for loan amount of S$34,940,000 (2016: S$ Nil)
- Assignment of interest in a joint venture, KOSPA [Note 18(f)] for a loan amount of S$3,914,000 (2016: S$ Nil)

(b) The remaining borrowings of the Group and the Company of S$31,263,000 (2016: S$33,611,000) respectively are unsecured. Included in the unsecured borrowings as at 31 March 2016 was a loan amount of S$10,000,000, supported by a personal guarantee given by the Company's executive chairman which has been released during the financial year ended 31 March 2017. Trust receipts are unsecured, interest-free and payable upon maturity.

(c) Loans from non-controlling interests are made to certain subsidiary corporations based on the non-controlling interests' pro-rata shareholdings in the respective subsidiary corporations. The loans are unsecured, non-interest bearing and the settlements are not expected to occur within twelve months from the reporting date. Accordingly, they are considered to be quasi-equity loan from non-controlling interests.

The fair value of non-current bank borrowings of S$125,837,000 (2016: S$101,745,000) is determined from adjusted future cash flow analyses, discounted at market borrowing rate of an equivalent instrument at the reporting date of 6.30% (2016: 5.75%) which the directors expect to be available to the Group.

30. DEFERRED INCOME TAXES

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same fiscal authority. The amounts determined after appropriate offsetting, are shown on the statement of financial position as follows:

	Group	
	2017 S$'000	**2016 S$'000**
Deferred income tax liabilities		
– To be settled within one year [Note 9(a)]	**557**	238
– To be settled after one year	**520**	1,396
	1,077	1,634

30. DEFERRED INCOME TAXES (CONTINUED)

The movement in deferred income tax liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows:

	Group 2017 S$'000	Group 2016 S$'000
Fair value of air operator certificates		
Beginning of financial year	**272**	358
Credited to profit or loss	**(86)**	(86)
End of financial year	**186**	272
Fair value of distributor licence		
Beginning of financial year	**1,362**	1,514
Credited to profit or loss	**(471)**	(152)
	891	1,362
End of financial year	**1,077**	1,634

Deferred income tax assets are recognised for tax losses and capital allowances carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group has unrecognised tax losses of approximately S$15,409,000 (2016: S$11,405,000) which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements. The tax losses amounting to S$10,426,000 (2016: S$6,529,000) and S$2,702,000 (2016: S$2,326,000) have expiry date of three years and five years respectively from the year of the assessment when the losses were incurred, while the remaining tax losses of S$2,281,000 (2016: S$2,550,000) have no expiry date. These tax losses are not recognised as it is not probable that future taxable profit will be available against which the subsidiary corporations can utilise the benefits.

31. SHARE CAPITAL

	Issued Share Capital: No. of ordinary shares '000	Issued Share Capital: Amount S$'000
Group and Company		
2017		
Beginning of financial year	**1,734,816**	**590,013**
Shares issued pursuant to exercise of share options (Note a)	**2,872**	**1,491**
End of financial year	**1,737,688**	**591,504**
2016		
Beginning of financial year	1,730,149	587,583
Shares issued pursuant to:		
– Exercise of share options (Note a)	2,667	1,520
– Share-based payment to CEO (Note b)	2,000	910
	4,667	2,430
End of financial year	1,734,816	590,013

31. SHARE CAPITAL (CONTINUED)

(a) During the financial year ended 31 March 2017, an aggregate of 2,872,000 (2016: 2,667,000) new ordinary shares were issued at S$0.28 (2016: S$0.31) per share pursuant to the exercise of share options for a total cash consideration of S$804,000 (2016: S$827,000). As a result, an amount of S$687,000 (2016: S$693,000) was transferred from share option reserve [Note 33(b)(i)] to share capital of the Company.

(b) In September 2015, the Company allotted and issued 2,000,000 ordinary shares with a fair value of S$910,000 (Note 8) to its CEO pursuant to his service agreement following the approval of the shareholders at an Extraordinary General Meeting held on 27 July 2015.

The newly issued shares rank pari passu in all respects with the previously issued shares.

All issued ordinary shares are fully paid. There is no par value for these ordinary shares. Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

32. SHARE OPTIONS AND SHARE AWARDS

(a) Share options

Share options were granted to employees (including controlling shareholders and their associates), Executive Directors and Non-Executive Directors of the Group, who have contributed or will contribute to the success and development of the Group under the Yoma Strategic Holdings Employee Share Option Scheme 2012 ("YSH ESOS 2012").

The exercise price of the options is determined at the average of the last dealt prices of the Company's ordinary shares as quoted on the SGX-ST for five consecutive market days immediately preceding the date of grant (the "Market Price"), or at a discount to the Market Price (provided that the maximum discount shall not exceed 20%). The vesting of the options is conditional on the key management personnel or employee completing another two years of service to the Group.

Once they have vested, the options are exercisable over a period of up to ten years. The options may be exercised in full or in part in respect of 1,000 shares or a multiple thereof, on the payment of the exercise price. The persons to whom the options have been issued have no right to participate by virtue of the options in any share issue of any other company. The Group has no legal or construction obligation to repurchase or settle the options in cash.

2016 Options

(i) On 28 July 2015, options to subscribe for 2,000,000 ordinary shares in the Company at an exercise price of S$0.37 per ordinary shares were granted pursuant to the Scheme ("2016 Options – First Tranche"). The Options are exercisable from 29 July 2017 and expire on 27 July 2025.

(ii) On 24 August 2015, options to subscribe for 4,000,000 ordinary shares in the Company at an exercise price of S$0.36 per ordinary shares were granted pursuant to the Scheme ("2016 Options – Second Tranche"). The Options are exercisable from 25 August 2020 and expired on 23 August 2025.

Particulars of share options granted before 1 April 2015 and significant inputs used in deriving the fair value of the share options and the incremental value arising from the rights issue completed on 9 February 2015 were disclosed in prior financial years' financial statements.

32. SHARE OPTIONS AND SHARE AWARDS (CONTINUED)

(a) Share options (continued)

Movements in the number of unissued ordinary shares under options and their exercise prices as follows:

	Beginning of financial year '000	Granted during financial year '000	Forfeited during financial year '000	Exercised during financial year '000	End of financial year '000	Exercise price	Exercise period
Group and Company							
2017							
2013 Options							
– First Tranche	8,224	–	–	(2,871)	5,353	S$0.28*	3.7.2014 – 1.7.2022
2014 Options							
– First Tranche	841	–	–	–	841	S$0.57*	2.4.2015 – 31.3.2023
– Second Tranche	841	–	–	–	841	S$0.58*	2.5.2015 – 30.4.2023
– Third Tranche	1,121	–	–	–	1,121	S$0.61*	2.6.2015 – 31.5.2023
– Fourth Tranche	841	–	–	–	841	S$0.65*	31.7.2015 – 29.7.2023
	3,644	–	–	–	3,644		
2015 Options							
– First Tranche	1,457	–	–	–	1,457	S$0.51*	29.11.2016 – 27.11.2024
– Second Tranche	336	–	–	–	336	S$0.50*	6.1.2017 – 4.1.2025
	1,793	–	–	–	1,793		
2016 Options							
– First Tranche	2,000	–	–	–	2,000	S$0.37	29.07.2017 – 27.07.2025
– Second Tranche	4,000	–	–	–	4,000	S$0.36	25.08.2020 – 23.08.2025
	6,000	–	–	–	6,000		
	19,661	**–**	**–**	**(2,871)**	**16,790**		
2016							
2013 Options							
– First Tranche	10,891	–	–	(2,667)	8,224	S$0.28*	3.7.2014 – 1.7.2022
– Second Tranche	374	–	(374)	–	–	S$0.48*	4.12.2014 – 2.12.2022
	11,265	–	(374)	(2,667)	8,224		
2014 Options							
– First Tranche	841	–	–	–	841	S$0.57*	2.4.2015 – 31.3.2023
– Second Tranche	841	–	–	–	841	S$0.58*	2.5.2015 – 30.4.2023
– Third Tranche	1,121	–	–	–	1,121	S$0.61*	2.6.2015 – 31.5.2023
– Fourth Tranche	1,401	–	(560)	–	841	S$0.65*	31.7.2015 – 29.7.2023
	4,204	–	(560)	–	3,644		
2015 Options							
– First Tranche	4,457	–	(3,000)	–	1,457	S$0.51*	29.11.2016 – 27.11.2024
– Second Tranche	336	–	–	–	336	S$0.50*	6.1.2017 – 4.1.2025
	4,793	–	(3,000)	–	1,793		
2016 Options							
- First Tranche	–	2,000	–	–	2,000	S$0.37	29.07.2017 – 27.07.2025
- Second Tranche	–	4,000	–	–	4,000	S$0.36	25.08.2020 – 23.08.2025
	–	6,000	–	–	6,000		
	20,262	**6,000**	**(3,934)**	**(2,667)**	**19,661**		

* Adjusted pursuant to the completion of the rights issue on 9 February 2015 in accordance with Rule 11.1 of the YSH ESOS 2012.

32. SHARE OPTIONS AND SHARE AWARDS (CONTINUED)

(a) Share options (continued)

Out of the unexercised options for approximately 16,790,000 (2016: 19,661,000) shares, options for approximately 8,379,000 (2016: 6,697,000) shares are exercisable at the reporting date. Options exercised in the financial year ended 31 March 2017 resulted in 2,871,000 new ordinary shares (2016: 2,667,000) being issued at the exercise price of S$0.28 (2016: S$0.31) each respectively. The weighted average share price at the time of exercise was S$0.58 (2016: S$0.36) per share.

The fair value of options granted during the financial year ended 31 March 2016, determined using the Black-Scholes-Merton model, was S$1,473,000. The significant inputs into the model were as follows:

	2016 Options	
	First Tranche	Second Tranche
Share price	S$0.45	S$0.35
Exercise price	S$0.37	S$0.36
Standard deviation[1]	74.26%	74.16%
Option life	10 years	10 years
Risk-free interest rate	2.61%	2.59%

[1] The volatility measured as the standard deviation of expected share price returns was estimated based on statistical analysis of share prices of the Company from the date of listing on the SGX-ST (24 August 2006) till the date of grant.

(b) Share awards

On 27 May 2016, the Group awarded 7,255,409 ordinary shares to employees under the Yoma Strategic Holdings Performance Share Plans ("Yoma PSP"). The release of shares which are the subject of the Awards is subject to the achievement of certain pre-determined performance conditions as determined by the remuneration committee or otherwise in accordance with the rules of the Yoma PSP. A total of 2,155,409 shares which will vest in three tranches from May 2017 to May 2019 are short-term incentive awards pursuant to the remuneration framework adopted by the Company. A total of 5,100,000 shares which will vest in May 2020 are long-term incentive awards pursuant to the remuneration framework adopted by the Company. The fair value at grant date for these share awards were $0.515 per share, which is an observable market price at that date.

On 7 November 2016, the Group had further granted share awards of 600,000 ordinary shares to four directors of the Company, with the fair value at grant date of $0.60 per share, which is an observable market price at that date. The share awards have a three-year service condition.

As at 31 March 2017, the shares have not vested. During the financial year ended 31 March 2017, the Group charged S$992,000 to profit or loss based on the fair value of the share awards at the grant date being expensed over the vesting periods.

33. OTHER RESERVES

	Group 2017 S$'000	Group 2016 S$'000	Company 2017 S$'000	Company 2016 S$'000
(a) Compositions				
Share option reserve	**4,266**	4,025	**4,266**	4,025
Share award reserve	**992**	–	**992**	–
Currency translation reserve	**(51,184)**	(27,968)	**–**	–
Fair value reserve	**(728)**	652	**–**	–
	(46,654)	(23,291)	**5,258**	4,025
(b) Movements				
(i) Share option reserve				
Beginning of financial year	**4,025**	5,060	**4,025**	5,060
Employee share option - value of employee services (Note 8)	**928**	483	**928**	483
Forfeiture of share option [Note 34(b)]	**–**	(825)	**–**	(825)
Issuance of shares pursuant to exercise of option [Note 31 (a)]	**(687)**	(693)	**(687)**	(693)
End of financial year	**4,266**	4,025	**4,266**	4,025
(ii) Share award reserve				
Beginning of financial year	**–**	–	**–**	–
Employee share award - value of employee services (Note 8)	**992**	–	**992**	–
End of financial year	**992**	–	**992**	–
(iii) Currency translation reserve				
Beginning of financial year	**(27,968)**	4,080	**–**	–
Net currency translation differences of financial statements of foreign subsidiary corporations, joint ventures and associated companies	**(23,216)**	(32,077)	**–**	–
Effect of changes in shareholdings in subsidiary corporations without a change in control	**–**	29	**–**	–
End of financial year	**(51,184)**	(27,968)	**–**	–
(iv) Fair value reserve				
Beginning of financial year	**652**	–	**–**	–
Available-for-sale financial assets – Fair value (loss)/gain (Note 17)	**(1,380)**	652	**–**	–
End of financial year	**(728)**	652	**–**	–

Other reserves are non-distributable.

34. RETAINED PROFITS/(ACCUMULATED LOSSES)

(a) Retained profits of the Group are distributable except for accumulated retained profits of joint ventures and associated companies amounting to S$2,057,000 (2016: S$1,032,000) and S$2,235,000 (2016: S$2,660,000) respectively.

(b) Movements in accumulated losses of the Company are as follows:

	Company	
	2017 S$'000	2016 S$'000
Beginning of financial year	**(12,695)**	(18,582)
Net (loss)/profit	**(21,888)**	5,062
Dividends paid	**(4,342)**	–
Forfeiture of share option [Note 33(b)(i)]	**–**	825
End of financial year	**(38,925)**	(12,695)

On 23 June 2017, the Company announced that its subsidiary corporations have declared and made dividends in relation to their retained profits for the financial year ended 31 March 2017, accordingly the Company will be proposing an interim one-tier tax exempt dividends at the forthcoming Annual General Meeting on 26 July 2017 (Note 36).

35. COMMITMENTS

(a) *Capital commitments*

Capital expenditures contracted for at the reporting date but not recognised in the financial statements, excluding those relating to investments in joint ventures and associated companies, are as follows:

	Group	
	2017 S$'000	2016 S$'000
Private equity investment fund	**6,479**	1,900
Property, plant and equipment	**320**	217
Investment properties	**8**	663
	6,807	2,780

(b) *Operating lease commitments - Where the Group is lessee*

The Group leases offices, apartment units, retail space and office equipment from non-related parties under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights.

The future minimum lease payables under non-cancellable operating leases contracted for at the reporting date but not recognised as liabilities, are as follows:

	Group	
	2017 S$'000	2016 S$'000
Within one year	**4,031**	1,929
Between one and five years	**7,712**	4,331
	11,743	6,260

35. COMMITMENTS (CONTINUED)

(c) *Operating lease commitments - Where the Group is lessor*

The Group leases investment properties and motor vehicles under operating leases to non-related parties under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights.

The future minimum lease receivables under non-cancellable operating leases contracted for at the reporting date but not recognised as assets, are as follows:

	Group	
	2017 S$'000	2016 S$'000
Within one year	**11,530**	5,369
Between one and five years	**9,729**	7,412
	21,259	12,781

36. DIVIDENDS

At the forthcoming Annual General Meeting on 26 July 2017, an interim one-tier tax exempt dividends of 0.25 cents per share amounting to a total of S$4,344,000 will be recommended. These financial statements do not reflect this dividend, which will be accounted for in shareholders' equity as an appropriation of retained profits in the subsequent financial year.

Final one-tier text exempt dividends of 0.25 cents per share amounting to S$4,342,000 was passed as shareholder's resolution during Annual General Meeting on 26 July 2016 was paid out during the financial year ended 31 March 2017 and was accounted for in shareholders' equity as an appropriation of retained profits.

37. CONTINGENT LIABILITIES

Group

(a) The Group has agreed to provide a guarantee under a dealer undertaking to a maximum sum of S$24,720,000 (2016: S$ Nil) to a bank for finance lease provided to the Group's customers who have purchased tractors through the bank's financing. The amount of the customers' finance leases under guarantee that remained outstanding as at 31 March 2017 is S$15,239,000 (2016: S$ Nil).

The manner in which the dealer undertaking arrangement is agreed has the Group receiving an up-front non-refundable cash deposit which constitute up to 30% of the selling price of the respective tractors. The reimbursable unpaid sum to the bank to repossess the tractors is unlikely to cause any material loss should the debtor default. The Group has taken the certificates of operating rights of farming from the debtors as security. At the reporting date, the Group does not consider if probable that the claim will be made against the Group under the financial guarantee.

(b) The Group has provided performance guarantee to Myanma Railway in accordance with the master lease of Yoma Central and performance bonds to its suppliers in respect of payment for the purchase of the spare parts for tractors and heavy machinery in the form of bankers' guarantees amounting to S$5,349,000 (2016: S$ Nil) and S$3,682,000 (2016: S$306,000) respectively as at 31 March 2017.

37. CONTINGENT LIABILITIES (CONTINUED)

Company

The Company has provided letters of financial support for some of its subsidiary corporations to enable these subsidiary corporations to operate as going concerns and to meet their liabilities as and when they fall due. No liabilities are recognised in the statement of financial position of the Company as it is considered unlikely that there will be significant outflows of resources made by the Company as a result of the financial support provided by the Company.

38. FINANCIAL RISK MANAGEMENT

Financial risk factors

The Group's activities expose it to market risk (including interest rate risk, currency risk and market price risk), credit risk and liquidity risk. The Group's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the Group's financial performance. The Directors of the Company reviewed and adopted the policies for managing each of these risks and they are summarised below.

(a) Market risk

(i) Cash flow and fair value interest rate risks

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates. As the Group and the Company have interest-bearing assets and/or liabilities, the Group's and the Company's income and/or expense are dependent on changes in market interest rates. The Group's and the Company's exposure to cash flow interest rate risk arises mainly from variable-rate borrowings.

The Group's and the Company's borrowings at variable rates on which hedges have not been entered into are denominated in United States Dollar ("USD") and Singapore Dollar ("SGD"). If the USD and SGD interest rates had increased/decreased by 0.5% (2016: 0.5%) with all other variables including tax rates being held constant, the Group's and the Company's net profit would have been lower/higher by S$782,000 (2016: S$202,000) respectively.

(ii) Currency risk

The Group operates mainly in Myanmar and the People's Republic of China. Entities in the Group regularly transact in currencies other than their respective functional currencies ("foreign currencies"). Currency risk arises within entities in the Group when transactions are denominated in foreign currencies such as Singapore Dollar ("SGD"), Myanmar Kyats ("Kyats"), United States Dollar ("USD") and Chinese Renminbi ("RMB"). In addition, the Group is exposed to currency translation risk on the net assets of the Group's foreign operations in Myanmar, the British Virgin Islands and the People's Republic of China.

The Group manages currency risks, when it is considered significant, by entering into appropriate currency forward contracts. At the reporting date, the Group had not entered into any currency forward contracts.

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(ii) Currency risk (continued)

The Group's currency exposure based on the information provided to key management is as follows:

Group	SGD S$'000	Kyats S$'000	USD S$'000	RMB S$'000	Other S$'000	Total S$'000
2017						
Financial assets						
Cash and bank balances	597	3,394	29,131	1,650	53	34,825
Trade and other receivables	78	62,985	74,616	1,001	–	138,680
Financial assets at fair value through profit or loss	–	927	48,916	–	–	49,843
Available-for-sale financial assets	–	–	6,084	–	–	6,084
Other financial assets	330	776	1,801	43	–	2,950
	1,005	68,082	160,548	2,694	53	232,382
Financial liabilities						
Trade and other payables	1,696	43,296	87,617	474	16	133,099
Borrowings	15,311	21,175	183,938	–	–	220,424
	17,007	64,471	271,555	474	16	353,523
Net financial (liabilities)/ assets	(16,002)	3,611	(111,007)	2,220	37	(121,141)
Add: Non-financial assets	170,354	367,823	236,151	89,609	–	863,937
Currency profile including non-financial assets and liabilities	154,352	371,434	125,144	91,829	37	742,796
Currency exposure of financial liabilities net of those denominated in the respective entities' functional currencies	–*	(2,600)	(137,093)	–	–	(139,693)

* Amount less than S$1,000

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(ii) Currency risk (continued)

Group	SGD S$'000	Kyats S$'000	USD S$'000	RMB S$'000	Other S$'000	Total S$'000
2016						
Financial assets						
Cash and bank balances	762	3,396	8,109	1,162	10	13,439
Trade and other receivables	197	48,795	69,968	1,031	–	119,991
Financial assets at fair value through profit or loss	–	–	63,098	–	–	63,098
Available-for-sale financial assets	–	418	4,500	–	–	4,918
Call option to acquire land	–	–	13,161	–	–	13,161
Other financial assets	99	110	374	–	–	583
	1,058	52,719	159,210	2,193	10	215,190
Financial liabilities						
Trade and other payables	4,929	43,155	33,266	652	6	82,008
Borrowings	10,311	11,755	103,424	–	–	125,490
	15,240	54,910	136,690	652	6	207,498
Net financial (liabilities)/ assets	(14,182)	(2,191)	22,520	1,541	4	7,692
Add: Non-financial assets	165,886	329,439	140,342	93,046	–	728,713
Currency profile including non-financial assets and liabilities	151,704	327,248	162,862	94,587	4	736,405
Currency exposure of financial (liabilities)/ assets net of those denominated in the respective entities' functional currencies	–	(3,969)	(79,727)	–	4	(80,979)

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(ii) Currency risk (continued)

If Kyats and USD change against SGD by 9% and 3% (2016: 13% and 2%) respectively, with all other variables, including tax rates being held constant, the effects arising from the net financial position on the Group's net profit and other comprehensive income will be as follows:

	Impact on			
	Net profit		Other comprehensive income	
	Increase/(decrease)			
Group	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Kyats against SGD				
– strengthened	**325**	(285)	**(559)**	(231)
– weakened	**(325)**	285	**559**	231
USD against SGD				
– strengthened	**(3,330)**	450	**(783)**	(2,045)
– weakened	**3,330**	(450)	**783**	2,045

The Company's currency exposure based on the information provided to key management is as follows:

Company	SGD S$'000	Kyats S$'000	USD S$'000	Other S$'000	Total S$'000
2017					
Financial assets					
Cash and bank balances	460	60	11,945	–	12,466
Trade and other receivables	921	–	2,775	–	3,696
Other financial assets	330	88	1,356	–	1,773
	1,711	148	16,076	–	17,935
Financial liabilities					
Trade and other payables	7,498	–	355	–	7,853
Borrowings	15,000	–	125,276	–	140,276
	22,498	–	125,631	–	148,129
Net financial (liabilities)/assets	(20,787)	148	(109,555)	–	(130,194)
Add: Non-financial assets	491,061	–	195,685	1,285	688,031
Currency profile including non-financial assets and liabilities	470,274	148	86,130	1,285	557,837
Currency exposure of financial assets/(liabilities) net of those denominated in the Company's functional currency	**–**	**148**	**(109,555)**	**–**	**(109,407)**

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(ii) Currency risk (continued)

Company	SGD S$'000	Kyats S$'000	USD S$'000	Other S$'000	Total S$'000
2016					
Financial assets					
Cash and bank balances	569	123	2,600	–	3,292
Trade and other receivables	2,836	–	5,711	–	8,547
Other financial assets	144	–	–	–	144
	3,549	123	8,311	–	11,983
Financial liabilities					
Trade and other payables	5,630	–	3,156	–	8,786
Borrowings	10,000	–	54,661	–	64,661
	15,630	–	57,817	–	73,447
Net financial (liabilities)/assets	(12,081)	123	(49,506)	–	(61,464)
Add: Non-financial assets	487,036	(17,540)	172,071	1,240	642,807
Currency profile including non-financial assets and liabilities	474,955	(17,417)	122,565	1,240	581,343
Currency exposure of financial assets/(liabilities) net of those denominated in the Company's functional currency	**–**	**123**	**(49,506)**	**–**	**(49,383)**

If Kyats and USD change against SGD by 9% and 3% (2016: 13% and 2%) respectively, with all other variables, including tax rates being held constant, the effects arising from the net financial position on net profit of the Company will be as follows:

	Company Impact on net profit Increase/(decrease) 2017 S$'000	Company Impact on net profit Increase/(decrease) 2016 S$'000
Kyats against SGD		
– strengthened	13	16
– weakened	(13)	(16)
USD against SGD		
– strengthened	(3,287)	(990)
– weakened	3,287	990

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(a) Market risk (continued)

(iii) Market price risk

Market price risk is the risk that the fair value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual instrument or factors affecting all instruments in the market.

The Group is exposed to equity securities price risk arising from the investments held by the Group which are classified on the consolidated statement of financial position either as available-for-sale and fair value through profit or loss. These securities are unquoted and relate to operations in Myanmar. To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio and maintains a low interest or shareholding in those investments. If prices for financial instruments classified as available-for-sale financial assets changed by 10% (2016: 10%) with all other variables including tax rates being held constant, the effects on other comprehensive income would have been S$608,000 (2016: S$492,000) higher/lower. If prices for financial assets at fair value through profit or loss increased by 5% (2016: 5%) with all other variables including tax rate being held constant, the effects on net profit would have been S$2,492,000 (2016: S$3,155,000) higher.

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The major classes of financial assets of the Group and the Company are bank deposits and trade and other receivables. For trade receivables, the Group adopts the policy of dealing only with customers of appropriate credit history and obtaining sufficient security where appropriate to mitigate credit risk. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparts.

The maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statements of financial position, except for financial guarantee contracts amounting to S$15,239,000 (2016: S$Nil) as at reporting date [Note 37 (a)].

Trade receivables of the Group comprise of one debtor (2016: one debtor) that individually represents more than 65% (2016: 30%) of total trade receivables.

The credit risk for trade receivables based on the information provided to key management is as follows:

	Group	
	2017 S$'000	2016 S$'000
By geographical areas		
People's Republic of China	**107**	107
Myanmar	**82,606**	76,666
	82,713	76,773
By types of customers		
Joint ventures	**146**	153
Non-related parties		
– Individuals	**24,406**	63,537
– Other companies	**58,161**	13,083
	82,713	76,773

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk (continued)

(i) Financial assets that are neither past due nor impaired

Bank deposits that are neither past due nor impaired are mainly deposits with banks with high credit-ratings. Trade receivables that are neither past due nor impaired are substantially with companies with a good collection track record with the Group.

(ii) Financial assets that are past due and/or impaired

There is no other class of financial assets that is past due and/or impaired except for trade receivables.

The age analysis of trade receivables past due but not impaired is as follows:

	Group	
	2017 S$'000	2016 S$'000
Past due less than 3 months	**3,785**	2,761
Past due 3 to 6 months	**800**	1,494
Past due over 6 months	**10,751**	12,088
	15,336	16,343

No allowance for impairment has been provided for the Group's trade receivables which are past due as management is of the view that there is no indication that these past due trade receivables will default on their payment based on historical transactions with the customers and the reputation of the customers.

(c) Liquidity risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting its obligations associated with financial liabilities. The Group manages liquidity risks by monitoring its liquidity position through periodic preparation of cash flows and forecasted cash balances and periodic evaluation of the ability of the Group to meet its financial obligations, measured by the financial gearing ratio.

The table below analyses the non-derivative financial liabilities of the Group and the Company in their relevant maturity groupings based on the length of remaining period from the reporting date to the contracted maturity date. The amounts disclosed in the table are the contracted undiscounted cash flows. Balances due within 12 months are presented at their carrying amounts as the impact of discounting is not significant.

Group	Less than 1 year S$'000	Between 1 to 2 years S$'000	Between 2 to 5 years S$'000	More than 5 years S$'000
2017				
Trade and other payables	135,334	–	–	–
Borrowings	51,032	22,181	103,542	11,388
	186,366	**22,181**	**103,542**	**11,388**
2016				
Trade and other payables	82,008	–	–	–
Borrowings	58,576	4,844	21,810	9,696
	140,584	4,844	21,810	9,696

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(c) Liquidity risk (continued)

Company	Less than 1 year S$'000	Between 1 to 2 years S$'000	Between 2 to 5 years S$'000	More than 5 years S$'000
2017				
Trade and other payables	7,852	–	–	–
Borrowings	39,944	21,363	87,265	11,388
	47,796	**21,363**	**87,265**	**11,388**
2016				
Trade and other payables	8,786	–	–	–
Borrowings	35,640	21,363	21,810	9,696
	44,426	21,363	21,810	9,696

(d) Capital risk

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the businesses. Management monitors the return on capital as well as the level of dividends to ordinary shareholders and seeks to maintain a balance between the higher returns that might be possible with a higher level of borrowings and the advantages and security afforded by a sound capital position.

Management monitors capital levels based on a financial gearing ratio. The Group's and the Company's strategies which remain unchanged during the financial years ended 31 March 2017 and 31 March 2016, are to maintain a financial gearing ratio not exceeding 40%. The Group is also required by certain financial institutions to maintain certain level of consolidated net worth and certain leverage and financial gearing ratios.

The financial gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings (excluding loans from non-controlling interests) less cash and bank balances. Total capital is calculated as total equity plus net debt.

	Group		Company	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Net debt	**131,101**	76,225	**127,810**	61,369
Total equity	**742,796**	736,405	**557,837**	581,343
Total capital	**873,897**	812,630	**685,647**	642,712
Financial gearing ratio	**15.00%**	9.38%	**18.64%**	9.55%

* Net debt has been changed to exclude trade and other payables to be consistent with the Group's loan documentation, accordingly net debt, total capital and financial gearing ratio as at 31 March 2016 have been adjusted.

The Group and the Company are in compliance with all externally imposed capital requirements for the financial years ended 31 March 2017 and 31 March 2016.

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(e) Fair value measurements

The following table presents assets and liabilities measured at fair value and classified by the level of the following fair value measurement hierarchy:

(i) quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1)

(ii) inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2); and

(iii) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3)

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

The determination of what constitutes "observable" requires significant judgement by management. Management considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary and provided by independent sources that are actively involved in the relevant market.

The following table analyses within the fair value hierarchy the Group's financial assets and liabilities measured at value:

Group	Level 1 S$'000	Level 2 S$'000	Level 3 S$'000	Total S$'000
2017				
Assets				
Financial asset at fair value through profit or loss	–	–	49,843	49,843
Available-for-sale financial assets	–	–	6,084	6,084
2016				
Assets				
Financial asset at fair value through profit or loss	–	–	63,098	63,098
Available-for-sale financial assets	–	–	4,918	4,918
Call option to acquire land	–	–	13,161	13,161

Investments whose values are based on quoted market prices in active markets, and therefore classified within level 1, include active listed equities. Management does not adjust the quoted price for these instruments.

Financial instruments that trade in markets that are not considered to be active but are valued based on quoted market prices, dealer quotations or alternative pricing sources supported by observable inputs are classified within level 2. These include listed equities and over-the-counter derivatives. As level 2 investments include positions that are not traded in active markets and/or are subject to transfer restrictions, valuations may be adjusted to reflect illiquidity and/or non-transferability, which are generally based on available market information.

38. FINANCIAL RISK MANAGEMENT (CONTINUED)

(e) Fair value measurements (continued)

Investments classified within level 3 have significant unobservable inputs as they trade infrequently. Level 3 instruments include private equity funds and private equities. As observable prices are not available for these securities, management has used valuation techniques to derive the fair value. Refer to Note 3(c). The quantitative inputs, assumptions used and changes in the value for the items categorised in Level 3 of the fair value hierarchy as of 31 March 2017 and 31 March 2016 are disclosed in Note 16, Note 17 and Note 21.

There were no changes in valuation techniques and no transfers into or out of fair value hierarchy levels during the financial years ended 31 March 2017 and 31 March 2016.

See Note 22 for disclosures of the investment properties that are measured at fair value.

(f) Fair value measurements by category

The carrying amounts of the different categories of financial instruments are as disclosed on the face of the statement of financial position and in Note 16, Note 17 and Note 21 except for the following:

	Group		Company	
	2017 S$'000	2016 S$'000	2017 S$'000	2016 S$'000
Loans and receivables	**176,455**	134,013	**17,935**	11,983
Financial liabilities at amortised cost	**353,523**	207,498	**148,129**	73,447

39. RELATED PARTY TRANSACTIONS

(a) In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties on terms agreed between the parties:

	Group 2017 S$'000	Group 2016 S$'000
With entities related by a common shareholder, joint ventures and associated companies		
Sales	**2,844**	6,200
Purchases	**1,513**	3,007
Treasury transactions *	**605**	598
Land development rights transactions #	**109**	551
Prepayments for supply of crops	**530**	703
Investment in private equity investment fund	**2,768**	–
Income tax paid on behalf	**930**	1,006
With other related party		
Professional fee paid/payable	**54**	124

* Treasury transactions refers to cash deposits placed with a related party which is an entity controlled by a director who is also the controlling shareholder.

\# Land development rights transactions comprise the receipt of the sale proceeds of land development rights on behalf of the Group by entities related by a common shareholder and the payment of marketing commissions by the Group to entities related by a common shareholder.

Other related party refers to a firm of which the director is a member.

Outstanding balances at 31 March 2017 arising from sale/purchase of goods and services are unsecured and receivable/payable within 12 months from the reporting date and are disclosed in Note 12 and Note 28 respectively.

(b) Key management personnel compensation

	Group 2017 S$'000	Group 2016 S$'000
Wages and salaries	**8,035**	9,194
Directors' fees	**311**	283
Share-based payment to CEO	**–**	910
Share option expenses	**717**	319
Share awards expenses	**926**	–
Other short-term benefits	**671**	650
Employer's contribution to defined contribution plans, including CPF	**29**	26
	10,689	11,382

Included in the above is total compensation to directors of the Company amounting to S$5,194,00 (2016: S$6,224,000).

40. SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the Key Management team that are used to make strategic decisions. The key management team comprises the Executive Chairman, the Chief Executive Officer, the Chief Financial Officer, the Group Financial Controller and the heads of each business unit within each primary geographical segment that are used to make strategic decisions.

The key management team considers the business from both a geographic and business segment perspective. Geographically, management manages and monitors the business in three primary geographic areas: Singapore, Myanmar and the People's Republic of China ("PRC"). The Group's operations in Myanmar derive revenue from all business segments, whereas its operations in PRC derive revenue solely from the leasing of investment properties. The corporate segment relates to corporate services, treasury and finance functions and investment holdings in Singapore and Myanmar (including unallocated investments outside of Singapore which are managed at the corporate level).

For management purposes, the Group is organised into business units based on their products and services, and has seven reportable segments as follows:

(i) The real estate development is in the business of property development and sale of land development rights and development properties.

(ii) The real estate services is in the business of providing project management, design and estate management services as well as property leasing in Myanmar and the PRC. This reportable segment has been formed by aggregating the project management, design and estate management services and the property leasing operating segment, which are regarded by arrangement to exhibit similar economic characteristic.

(iii) The automotive & heavy equipment segment is in the business of supplying and leasing motor vehicles and automotive equipment, and the provision of maintenance services. This reportable segment has been formed by aggregating the operations segments involved in the sale of related products and the provision of maintenance services of related products, which are regarded by management to exhibit similar economic characteristics.

(iv) The consumer segment is in the business of operating quick service restaurants and developing food and beverage distribution and other consumer businesses.

(v) The tourism services segment is involved in the operation of a hot air balloons business and related hospitality services.

(vi) The agriculture activities segment is in the business of cultivating and managing a of plantation estate as well as developing related businesses and services.

(vii) The corporate segment is involved in Group level corporate services, treasury and finance functions and investment holdings.

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

40. SEGMENT INFORMATION (CONTINUED)

The segment information provided by the key management team for the reportable segments and reconciliation to consolidated financial statements are as follows:

Group	Myanmar						PRC	Singapore/ Myanmar	
	Real estate development S$'000	Real estate services S$'000	Automotive & heavy equipment S$'000	Consumer S$'000	Tourism services S$'000	Agricultural activities S$'000	Real estate services S$'000	Corporate S$'000	Total S$'000
2017									
Revenue									
Total segment sales	47,052	22,411	38,232	10,871	8,852	–	1,315	–	128,733
Less: Inter-segment sales	(583)	(3,856)	(110)	–	–	–	–	–	(4,549)
Sale to external parties	46,469	18,555	38,122	10,871	8,852	–	1,315	–	124,184
Segment results	18,036	29,511	(159)	(3,288)	1,638	(1,131)	(155)	–	44,452
Other income - net								38,723	38,723
Administrative expenses								(17,850)	(17,850)
Finance expenses								(16,049)	(16,049)
Share of profits/(losses) of joint ventures	–	899	(971)	(1,811)	–	–	–	130	(1,753)
Share of losses of associated companies	–	–	(93)	(425)	–	–	–	–	(518)
Profit before income tax									47,005
Income tax expense									(4,419)
Net profit									42,586
Net profit includes:									
– Depreciation of property, plant and equipment	(768)	(814)	(3,749)	(2,317)	(597)	(89)	(1)	(199)	(8,534)
– Amortisation of intangible assets	(435)	–	(425)	–	(344)	(519)	–	–	(1,723)
– Write off of property, plant and equipment	(45)	–	(5)	–	–	–	–	–	(50)
– Share option expenses	–	–	–	–	–	–	–	(928)	(928)
– Share award expenses	–	–	–	–	–	–	–	(992)	(992)
– Gain on deemed divestment of subsidiary corporation	–	–	–	–	–	–	–	7,249	7,249
– Interest income on loan to a non-related party	2,415	–	–	–	–	–	–	–	2,415
– Interest income from trade receivables under instalments	–	–	899	–	–	–	–	–	899
– Fair value gain on investment properties	–	25,671	–	–	–	–	–	–	25,671
– Fair value gain on financial assets at fair value through profit or loss	–	–	–	–	–	–	–	28,824	28,824
– Gain on disposal of financial assets at fair value through profit or loss	–	–	–	–	–	–	–	3,374	3,374

40. SEGMENT INFORMATION (CONTINUED)

	Myanmar						PRC	Singapore/ Myanmar	
Group	**Real estate development S$'000**	**Real estate services S$'000**	**Automotive & heavy equipment S$'000**	**Consumer S$'000**	**Tourism services S$'000**	**Agricultural activities S$'000**	**Real estate services S$'000**	**Corporate S$'000**	**Total S$'000**
2017									
Segment assets	609,714	154,018	81,873	45,985	12,961	18,519	92,893	101,072	1,117,035
Segment assets includes:									
Additions to:									
– Investment properties	–	14,861	–	–	–	–	–	–	14,861
– Properties, plant and equipment	2,157	211	14,085	8,656	702	428	–	11	26,250
– Prepayments	–	–	–	–	–	546	–	–	546
– Investments in joint ventures	–	–	2,864	–	–	–	–	1,219	4,083
Segment liabilities	105,513	12,416	18,910	14,571	10,379	350	17,146	194,954	374,239

	Myanmar						PRC	Singapore/ Myanmar	
Group	**Real estate development S$'000**	**Real estate services S$'000**	**Automotive & heavy equipment S$'000**	**Consumer S$'000**	**Tourism services S$'000**	**Agricultural activities S$'000**	**Real estate services S$'000**	**Corporate S$'000**	**Total S$'000**
2016									
Revenue									
Revenue									
Total segment sales	50,877	19,331	32,582	4,629	8,435	–	1,674	–	117,528
Less: Inter-segment sales	(437)	(2,610)	(2,613)	–	–	–	–	–	(5,660)
Sale to external parties	50,440	16,721	29,969	4,629	8,435	–	1,674	–	111,868
Segment results	16,957	15,270	959	(2,630)	1,364	(4,155)	291	–	28,056
Other income - net								41,925	41,925
Administrative expenses								(19,847)	(19,847)
Finance expenses								(3,092)	(3,092)
Share of (losses)/profits of associated companies	–	–	(110)	1,615	–	–	–	1,102	2,607
Share of profits/(losses) of joint ventures	–	362	(1,631)	(1,022)	–	–	–	154	(2,137)
Profit before income tax									47,512
Income tax expense									(3,507)
Net profit									44,005
Net profit includes:									
– Depreciation of property, plant and equipment	(859)	(514)	(2,166)	(789)	(469)	(13)	(2)	(227)	(5,039)
– Amortisation of intangible assets	(435)	–	(425)	–	(344)	(519)	–	–	(1,723)
– Write off of property, plant and equipment	(2)	–	(8)	–	–	(318)	–	(1)	(329)
– Share option expenses	–	–	–	–	–	–	–	(483)	(483)
– Share-based payment to CEO	–	–	–	–	–	–	–	(910)	(910)
– Interest income on loan to a non-related party	974	–	–	–	–	–	–	–	974
– Interest income from trade receivables under instalments	–	–	1,038	–	–	–	–	–	1,038
– Fair value gain on investment properties	11,565	1,445	–	–	–	–	–	–	13,010
– Fair value gain on financial assets at fair value through profit or loss	–	–	–	–	–	–	–	36,293	36,293
– Fair value loss on prepayments	–	–	–	–	–	(2,400)	–	–	(2,400)

40. SEGMENT INFORMATION (CONTINUED)

Group	Myanmar Real estate development S$'000	Myanmar Real estate services S$'000	Myanmar Automotive & heavy equipment S$'000	Myanmar Consumer S$'000	Myanmar Tourism services S$'000	Myanmar Agricultural activities S$'000	PRC Real estate services S$'000	Singapore/ Myanmar Corporate S$'000	Total S$'000
2016									
Segment assets	542,205	81,538	57,320	39,614	29,621	17,494	95,238	85,378	948,408
Segment assets includes:									
Additions to:									
– Investment properties	–	39,773	–	–	–	-	–	–	39,773
– Properties, plant and equipment	3,176	209	13,980	8,773	831	800	–	66	27,835
– Prepayments	–	–	–	–	–	690	–	–	690
– Investments in joint ventures	–	–	2,703	–	–	–	–	4,943	7,646
– Investments in associated companies	–	–	70	12,012	–	–	–	–	12,082
Segment liabilities	83,113	11,558	7,706	15,531	9,281	345	16,178	68,291	212,003

The revenue from external parties reported to the key management team is measured in a manner consistent with that in the statement of comprehensive income.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with non-related parties.

The key management team assesses the performance of the operating segments based on the segment results which represent the profit earned by each segment, including the allocation of administrative expenses and specific other income. Other income-net (other than specific other income), finance expense, income tax expense and share of profits/(losses) of joint ventures and associated companies are not included in segment results.

(a) Geographical information

The Group's seven (2016: seven) business segments operate in three main geographical areas: Singapore, Myanmar and the People's Republic of China.

- Singapore/Myanmar – the Company is headquartered in Singapore and has operations in Singapore and Myanmar. The operations in this area are principally corporate services, treasury and finance functions and investment holdings (including unallocated investments outside Singapore which are managed at the corporate level).

- Myanmar – the operations in this area are principally the development of properties and sale of land development rights and development properties and the leasing of investment properties, the provision of project managements, design and estate management services, the sale of automotive & heavy equipment products, the provision of maintenance services of such products, the operation of quick service restaurants, the development of food and beverage distribution businesses, cultivating and managing a plantation estate and developing related businesses and services and the operation of a hot air balloons business and related hospitality services.

- People's Republic of China – the operations in this area are principally the leasing of investment properties.

40. SEGMENT INFORMATION (CONTINUED)

(a) Geographical information (continued)

Revenue and non-current assets information based on the geographical location of customers and assets respectively are as follows:

	Group 2017 S$'000	Group 2016 S$'000
Revenue		
Myanmar	**122,869**	110,194
People's Republic of China	**1,315**	1,674
	124,184	111,868
Non-current assets		
Singapore	**61,814**	43,255
Myanmar	**492,855**	449,510
People's Republic of China	**90,543**	93,355
	645,212	586,120

Revenue of S$20,347,000 (2016: S$9,324,000) are derived from two (2016: three) external customers. These revenues are attributable to the Myanmar real estate development segment.

(b) Revenue from major products and services

Revenues from external customers are derived mainly from the sale of land development rights and development properties, automotive & heavy equipment, food and beverages products, the provision of project management, design and estate management services (collectively "real estate services"), hot air balloon services and the leasing of motor vehicles and investment properties. No revenue is generated from investment holding companies included in the corporate segment. Breakdown of the revenue is as follows:

	Group 2017 S$'000	Group 2016 S$'000
Land development rights and development properties	**46,469**	50,440
Automotive & heavy equipment	**32,307**	26,404
Real estate services	**9,773**	7,255
Hot air balloons	**8,852**	8,436
Food & beverages	**10,871**	4,629
Leasing of motor vehicles	**5,815**	3,564
Leasing of investment properties	**10,097**	11,140
	124,184	111,868

41. BUSINESS COMBINATIONS

2016

On 1 April 2015, the Company through its wholly-owned subsidiary corporation, Myanmar Motors acquired 100% interest in Seven Golden Gates Company Ltd. ("SGG") and SGG Motor Services Ltd. ("SGGMS") for consideration of Kyats 5,000,000 each (equivalent to S$6,000). The principal activities of SGG and SGGMS are those of trading of automotive products.

As at 31 March 2016, the Group completed the Purchase Price Allocation to fair value the identifiable assets acquired and the liabilities and contingent liabilities assumed from the acquisition of SGG and SGGMS.

Details of the consideration paid, the assets acquired and the liabilities assumed, the non-controlling interests recognised and the effects on the cash flows of the Group, at the acquisition date, were as follows:

	SGG S$'000	SGGMS S$'000	Total S$'000
(a) *Purchase consideration*			
Considerations transferred for the businesses, represent total cash paid	**6**	**6**	**12**
(b) *Effect on cash flows of the Group*			
Total cash paid (as above)	6	6	12
Less: Cash and bank balances in subsidiary corporation acquired	(296)	(54)	(350)
Cash inflows on acquisitions	**(290)**	**(48)**	**(338)**

	SGG At fair value S$'000	SGGMS At fair value S$'000	Total At fair value S$'000
(c) *Identifiable assets acquired and liabilities assumed*			
Cash and bank balances	296	54	350
Trade and other receivables (Note e)	1,700	3,588	5,288
Property, plant and equipment (Note 24)	1	240	241
Inventories (Note f)	–	2,036	2,036
Current income tax receivables [Note 9(b)]	64	1	65
Total assets	2,061	5,919	7,980
Trade and other payables	(2,055)	(5,913)	(7,968)
Total liabilities	(2,055)	(5,913)	(7,968)
Total identifiable net assets	**6**	**6**	**12**
Less: Non-controlling interests	–	–	–
Considerations transferred for the businesses	**6**	**6**	**12**

41. BUSINESS COMBINATIONS (CONTINUED)

(d) *Acquisition-related costs*

No significant acquisition-related costs arose from the acquisition of SGG and SGGMS as the acquisitions are handled by the Group's legal department and risk management department. The related staff costs were included in administrative expenses in the consolidated statement of comprehensive income and in operating cash flows in the consolidated statement of cash flows.

(e) *Acquired receivables*

The fair values of trade and other receivables are S$1,700,000 and S$3,588,000 for SGG and SGGMS respectively, and represent gross contractual amounts receivables. None of the trade and other receivables was expected to be uncollected at the acquisition date.

(f) *Inventories*

The fair value of the inventories of SGGMS, comprising motor vehicles and spare parts, was determined based on the estimated selling price in the ordinary course of business less the estimated costs of sale.

(g) *Revenue and profit/(loss) contribution*

Revenue and net profit/(loss) contributed by SGG and SGGMS to the Group from the acquisition date to 31 March 2016 were as follows:

	SGG S$'000	SGGMS S$'000
Revenue	750	1,972
Net profit/(loss)	233	(107)

SGG and SGGMS had been consolidated from 1 April 2015 (the date of acquisition).

42. EVENTS OCCURRING AFTER REPORTING DATE

(a) On 26 April 2017, the Company's 40% joint venture company, BYMA Pte. Ltd., incorporated a new subsidiary corporation, BYMA Taisei Pte. Ltd. ("BYMA Taisei"), with an issued and paid-up share capital of US$1,000 comprising 1,000 ordinary shares. The interest in BYMA Taisei is held by BYMA Pte. Ltd. and Taisei Corporation, with a distribution of 80% and 20% respectively. BYMA Taisei is incorporated for the purpose of building construction in Myanmar.

(b) On 2 May 2017, the Company's wholly-owned subsidiary corporation, Yoma Strategic Investments Ltd, incorporated a new joint venture company, Yoma Micro Power (S) Pte. Ltd. ("Yoma Micro Power"), with an issued and paid-up share capital of US$200 comprising 200 ordinary shares. The interest in Yoma Micro Power is held by Yoma Strategic Investments Ltd, Norfund and Alakesh Chetia, with a distribution of 47.5%, 47.5%, and 5% respectively. Yoma Micro Power is incorporated for the purpose of providing and distributing electric power to telecommunications towers and rural communities in Myanmar.

(c) On 23 June 2017, the Company granted Awards of 4,186,111 shares under the Yoma PSP to employees of the Group. The release of these shares is subject to the achievement of certain pre-determined performance conditions as determined by the RC or otherwise in accordance with the rules of Yoma PSP.

43. NEW ACCOUNTING STANDARDS AND INTERPRETATION

Below are the mandatory standards, amendments and interpretations to existing standards that have been published and are relevant for the Group's accounting periods ending on 31 March 2018:

Effective for annual periods beginning on or after 1 January 2017

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

Effective for annual periods beginning on or after 1 January 2018

- FRS 109 (*Financial Instruments*)
- FRS 115 (*Revenue from Contracts with Customers)*
- Amendments to FRS 40 (*Transfers of Investment Property)*
- Amendments to FRS 102 (*Classification and Measurement of Share-based Payment Transactions)*
- Amendments to FRS 115 (*Clarifications)* to FRS 115 *(Revenue from Contracts with Customers)*
- Improvements to FRSs
  - Amendments to FRS 28 *(Investments in Associates and Joint Ventures)*
  - Amendments to FRS 101 (*First-Time Adoption of Financial Reporting Standards)*
- INT FRS 122 (*Foreign Currency Transactions and Advance Consideration)*

Effective for annual periods beginning on or after 1 January 2019

- FRS 116 (*Leases)*

Effective date: to be determined*

- Amendments to FRS 110 (*Consolidated Financial Statements)* and FRS 28 (*Investments in Associates and Joint Venture)* Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

* The mandatory effective date of this Amendment had been revised from 1 January 2016 to a date to be determined by the Accounting Standards Council Singapore (ASC) in December 2015 via Amendments to Effective Date of Amendments to FRS 110 and FRS 28.

43. NEW ACCOUNTING STANDARDS AND INTERPRETATION (CONTINUED)

Management anticipates that the adoption of the above FRSs, INT FRSs and amendments to FRS in the future periods will not have a material impact on the consolidated financial statements of the Group in the period of their initial adoption except for the following:

- FRS 115 Revenue from contracts with customers (effective for annual periods beginning on or after 1 January 2018)

  This is the converged standard on revenue recognition. It replaces FRS 11 Construction contracts, FRS 18 Revenue and related interpretations. Revenue is recognised when a customer obtains control of a good or service. A customer obtains control when it has the ability to direct the use of and obtain the benefits from the good or service. The core principle of FRS 115 is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. An entity recognises revenue in accordance with that core principle by applying the following steps:

  - Step 1: Identify the contract(s) with a customer
  - Step 2: Identify the performance obligations in the contract
  - Step 3: Determine the transaction price
  - Step 4: Allocate the transaction price to the performance obligations in the contract
  - Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

  FRS 115 also includes a cohesive set of disclosure requirements that will result in an entity providing users of financial statements with comprehensive information about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

  At this stage, the Group is not able to estimate the impact of the new rules on the Group's consolidated financial statements. The Group will make a more detailed assessment of the impact over the next twelve months.

- FRS 109 Financial instruments (effective for annual periods beginning on or after 1 January 2018)

  The complete version of FRS 109 replaces most of the guidance in FRS 39. FRS 109 retains the mixed measurement model and establishes three primary measurement categories for financial assets: amortised cost, fair value through Other Comprehensive Income (OCI) and fair value through profit or loss. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in OCI.

  The Group does not expect the new guidance to have a significant impact on the classification of its financial assets.

  For financial liabilities, there were no changes to classification and measurement, except for the recognition of changes in own credit risk in OCI for liabilities designed at fair value through profit or loss. There will be no impact on the Group's accounting for financial liabilities as the Group does not have any such liabilities.

43. NEW ACCOUNTING STANDARDS AND INTERPRETATION (CONTINUED)

- FRS 109 Financial instruments (effective for annual periods beginning on or after 1 January 2018) (continued)

  In relation to the impairment of financial assets, FRS 109 requires an expected credit loss model, as opposed to an incurred credit loss model under FRS 39. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

  Management anticipates that the initial application of the new FRS 109 will result in changes to the accounting policies relating to the impairment provisions of financial assets. Management will consider whether a lifetime or 12-month expected credit losses on financial assets should be recognised, which is dependent on whether there has been a significant increase in the credit risk of the assets from initial recognition to the date of initial application of FRS 109. Additional disclosures will also be made. It is currently impracticable to disclose any further information on the known or reasonably estimable impact to the Group's financial statements in the period of initial application as management has yet to complete its detailed assessment.

- FRS 116 Leases (effective for annual periods beginning on or after 1 January 2019)

  FRS 116 will result in almost all leases being recognised on the statement of financial position, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases. The accounting for lessors will not change significantly.

  The standard will affect primarily the accounting for the Group's operating leases. However, the Group has yet to determine to what extent these commitments will result in the recognition of an asset and a liability for future payments and how this will affect the Group's profit and classification of cash flows.

  Some of the commitments may be covered by the exception for short-term and low-value leases and some commitments may relate to arrangements that will not qualify as leases under FRS 116.

Statistics of Shareholdings

As at 15 June 2017

NO OF ISSUED AND FULLY PAID-UP SHARES	:	1,737,688,360
CLASS OF SHARES	:	Ordinary Shares
VOTING RIGHTS	:	1 Vote Per Share

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 - 99	126	1.83	3,276	0.00
100 - 1,000	430	6.26	246,015	0.01
1,001 - 10,000	2,539	36.96	16,023,004	0.92
10,001 - 1,000,000	3,736	54.38	215,280,373	12.39
1,000,001 & ABOVE	39	0.57	1,506,135,692	86.68
TOTAL	6,870	100.00	1,737,688,360	100.00

	List of Top Twenty (20) Shareholders as at 15 June 2017	No. of Shares	%
1	CITIBANK NOMINEES SINGAPORE PTE LTD	320,713,611	18.46
2	HSBC (SINGAPORE) NOMINEES PTE LTD	250,042,912	14.39
3	RAFFLES NOMINEES (PTE) LTD	234,310,042	13.48
4	DBS NOMINEES PTE LTD	227,678,263	13.10
5	DBSN SERVICES PTE LTD	215,536,873	12.40
6	BNP PARIBAS SECURITIES SERVICES	124,229,038	7.15
7	DBS VICKERS SECURITIES (S) PTE LTD	24,173,895	1.39
8	PHILLIP SECURITIES PTE LTD	18,501,088	1.06
9	UOB KAY HIAN PTE LTD	11,677,484	0.67
10	CHONG YEAN FONG	7,351,000	0.42
11	OCBC SECURITIES PRIVATE LTD	7,034,982	0.41
12	SUMMIT NOMINEES SDN BHD	6,500,000	0.37
13	UNITED OVERSEAS BANK NOMINEES PTE LTD	6,362,295	0.37
14	ABN AMRO CLEARING BANK N.V.	5,314,204	0.31
15	OCBC NOMINEES SINGAPORE PTE LTD	4,474,735	0.26
16	CIMB SECURITIES (SINGAPORE) PTE LTD	4,432,248	0.26
17	LIM & TAN SECURITIES PTE LTD	3,558,695	0.20
18	TAN KIM KOON	3,000,000	0.17
19	MAYBANK KIM ENG SECURITIES PTE LTD	2,553,172	0.15
20	LAU CHOO YEW	2,213,333	0.13
		1,479,657,870	85.15

	Substantial Shareholders	No. of Shares	%
1	CITIBANK NOMINEES SINGAPORE PTE LTD	320,713,611	18.46
2	HSBC (SINGAPORE) NOMINEES PTE LTD	250,042,912	14.39
3	RAFFLES NOMINEES (PTE) LTD	234,310,042	13.48
4	DBS NOMINEES PTE LTD	227,678,263	13.10
5	DBSN SERVICES PTE LTD	215,536,873	12.40
6	BNP PARIBAS SECURITIES SERVICES	124,229,038	7.15

Statistics of Shareholdings

As at 15 June 2017

Substantial Shareholders	Direct Interest No. of Shares	%	Deemed Interest No. of Shares	%
SERGE PUN	450,436,358(1)	25.92	179,096,790(2)	10.31
ABERDEEN ASSET MANAGEMENT PLC	–	–	156,742,626(3)	9.02
ABERDEEN ASSET MANAGEMENT ASIA LIMITED	–	–	156,611,026(3)	9.01
THE CAPITAL GROUP COMPANIES, INC.	–	–	138,252,639(4)*	7.97
CAPITAL RESEARCH AND MANAGEMENT COMPANY	–	–	138,252,639(4)*	7.97
CAPITAL GROUP INTERNATIONAL, INC.	–	–	138,252,639(4)*	7.97
EATON VANCE CORP.	–	–	64,876,000(5)**	5.02
EATON VANCE MANAGEMENT	–	–	64,876,000(5)**	5.02
BOSTON MANAGEMENT AND RESEARCH	–	–	65,389,000(5)**	5.06

Note (1)

450,073,332 shares are held through nominee companies.

Note (2)

Mr. Serge Pun is deemed interested in (a) 896,790 shares held by Pun Holdings Pte. Ltd.; and (b) 178,200,000 shares held by Pun Holdings Investments Limited. Pun Holdings Pte. Ltd. is 100% owned by Mr. Serge Pun and Pun Holdings Investments Limited is a 100% subsidiary of Pun Holdings Pte. Ltd.

Note (3)

Aberdeen Asset Management PLC ("AAM PLC") is the parent company of Aberdeen Asset Management Asia Limited ("AAMAL"). AAMAL acts as an investment manager for various clients/funds and has the power to exercise, or control the exercise of, a right to vote attached to the securities and has the power to dispose of, or control the disposal of, the securities. The registered holder(s) of the securities is the client's or fund's custodian. AAM PLC is able to exercise or control the exercise of 8.7669% of the total votes attached to the shares in the Company.

Note (4)

CGC is the parent company of Capital Research and Management Company ("CRMC"). CRMC is a U.S.-based investment management company that manages the American Funds family of mutual funds. CRMC manages equity assets for various investment companies through three divisions, Capital Research Global Investors, Capital International Investors and Capital World Investors. CRMC in turn is the parent company of Capital Group International, Inc. ("CGII"), which in turn is the parent company of five investment management companies ("CGII Management Companies"), Capital Guardian Trust Company, Capital International, Inc., Capital International Limited, Capital International Sàrl and Capital International K.K. The CGII Management Companies primarily serve as investment managers to institutional clients.

Neither CGC nor any of its affiliates own shares of the Company for its own account. Rather, the shares reported are owned by accounts under the discretionary investment management of one or more of the investment management companies described above.

Holdings of the CGII Management Companies are as follows: Capital Guardian Trust Company (22,116,613 voting shares), Capital International, Inc. (73,859,805 voting shares), Capital International Limited (1,418,000 voting shares) and Capital International Sàrl (40,858,221 voting shares). The said shares are managed by the CGII Management Companies in exercise of the investment management discretion vested in them in their respective capacities as investment managers to institutional clients.

As CGII is the holding company of the CGII Management Companies, CGII has a deemed interest in an aggregate of 138,252,639 voting shares in the Company. As CRMC is the parent company of CGII, in accordance with Sections 4(4) and 4(5) of the Securities and Futures Act, CRMC has a deemed interest in the said 138,252,639 voting shares in the Company managed by the CGII Management Companies.

For the reasons stated, CRMC has a total deemed interest of 138,252,639 voting shares in the Company, which constitutes approximately 7.97% of the total number of voting shares (excluding treasury shares) in the Company.

As CGC is the parent company of CRMC, pursuant to Sections 4(4) and 4(5) of the Securities and Futures Act, CGC is deemed interested in the total interest of CRMC of 138,252,639 voting shares (7.97%) in the Company.

Statistics of Shareholdings

As at 15 June 2017

Note (5):

Eaton Vance Corp. ("EVC") is the parent company of multiple fund managers, including Eaton Vance Management ("EVM") and Boston Management and Research ("BMR"). EVM is a wholly owned subsidiary of EVC. BMR is a 99.9% owned subsidiary of EVM. EVM and BMR are managers of certain funds that own in the aggregate more than 5% of the securities of the Company. EVC, through the funds managed by its subsidiaries, has the power to exercise, or control the exercise of, a right to vote attached to the securities and has the power to dispose of, or control the disposal of, the securities.

Company's Notes:

* CGC's notification of substantial shareholdings was made on 29 March 2016 based on disposals of shares in the Company.

** All notifications of substantial shareholdings by EVC, EVM and BMR were made on 1 October 2014 and 16 October 2014 respectively based on acquisitions of shares in the Company.

Based on the information available to the Company as at 15 June 2017, approximately 41.86% of the issued shares of the Company is held by the public and therefore, Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited has been complied with.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of **YOMA STRATEGIC HOLDINGS LTD.** (the "**Company**") will be held at The Straits Room, Level Four, The Fullerton Hotel, 1 Fullerton Square, Singapore 049178 on 26 July 2017 at 10 a.m. to transact the following business:

AS ORDINARY BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

1. To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 March 2017 together with the Independent Auditor's Report thereon.

   (Resolution 1)

2. To approve a one-tier tax exempt interim dividend of 0.25 cents per share for the financial year ending 31 March 2018. *(See Explanatory Note 1)*

   (Resolution 2)

3. To approve the payment of Directors' fees of up to S$380,000 payable by the Company for the financial year ending 31 March 2018.

   (Resolution 3)

4. To re-elect Mr. Serge Pun @ Theim Wai as a Director of the Company, who is retiring pursuant to Article 104 of the Constitution of the Company and who, being eligible, will offer himself for re-election.
   (See Explanatory Note 2)

   (Resolution 4)

5. To re-elect Mr. Pun Chi Yam Cyrus as a Director of the Company, who is retiring pursuant to Article 104 of the Constitution of the Company and who, being eligible, will offer himself for re-election.
   (See Explanatory Note 2)

   (Resolution 5)

6. To re-appoint Nexia TS Public Accounting Corporation as Independent Auditor of the Company for the financial year ending 31 March 2018 and to authorise the Directors to fix their remuneration.

   (Resolution 6)

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following Ordinary Resolutions, with or without any modifications:

7. That pursuant to Section 161 of the Companies Act (Cap. 50) and the rules, guidelines and measures issued by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), the Directors of the Company be and are hereby authorised and empowered to issue:

   (i) shares in the capital of the Company ("**shares**"); or

   (ii) convertible securities; or

   (iii) additional convertible securities issued pursuant to adjustments; or

   (iv) shares arising from the conversion of the securities in (ii) and (iii) above,

   (whether by way of rights, bonus or otherwise or in pursuance of any offer, agreement or option made or granted by the Directors during the continuance of this authority or thereafter) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit (notwithstanding the authority conferred by this Resolution may have ceased to be in force), Provided that:

(1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of convertible securities made or granted pursuant to this Resolution) does not exceed fifty per cent. (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below) ("**Issued Shares**"), provided that the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company (including shares to be issued in pursuance of convertible securities made or granted pursuant to this Resolution) does not exceed twenty per cent. (20%) of the total number of Issued Shares;

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of Issued Shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:

(i) new shares arising from the conversion or exercise of any convertible securities;

(ii) (where applicable) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution, provided the options or awards were granted in compliance with the Listing Manual of the SGX-ST (the "**Listing Manual**"); and

(iii) any subsequent bonus issue, consolidation or subdivision of shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the rules, guidelines and measures issued by the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company for the time being in force; and

(4) (unless revoked or varied by the Company in a general meeting), the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.
(See Explanatory Note 3)

(Resolution 7)

8. That pursuant to Section 161 of the Companies Act (Cap. 50), the Directors be and are hereby authorised to offer and grant options in accordance with the provisions of the Yoma Strategic Holdings Employee Share Option Scheme 2012 (the "**YSH ESOS 2012**") and to issue and allot from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the options under the YSH ESOS 2012, notwithstanding that the approval has ceased to be in force if the shares are issued pursuant to the exercise of an option granted while the approval to offer and grant the option was in force, provided that the aggregate number of new shares to be issued pursuant to YSH ESOS 2012 when aggregated with the aggregate number of shares which may be awarded under the Yoma Performance Share Plan ("**Yoma PSP**") shall not exceed ten per cent. (10%) of the issued share capital of the Company (excluding treasury shares and subsidiary holdings) from time to time.
(See Explanatory Note 4)

(Resolution 8)

9. That pursuant to Section 161 of the Companies Act (Cap. 50), the Directors be and are hereby authorised to issue and allot from time to time such number of shares as may be required to be issued pursuant to the vesting of a contingent award of shares granted under the Yoma PSP ("**Awards**") provided that the aggregate number of new shares to be issued pursuant to Awards issued under the Yoma PSP when aggregated with the aggregate number of shares which may be issued under the YSH ESOS 2012 shall not exceed ten per cent. (10%) of the issued share capital of the Company (excluding treasury shares and subsidiary holdings) from time to time.
(See Explanatory Note 4)

(Resolution 9)

10. To transact any other business which may be properly transacted at an annual general meeting of the Company.

BY ORDER OF THE BOARD

Loo Hwee Fang
Lun Chee Leong
Joint Company Secretaries

Singapore
4 July 2017

Explanatory Notes:

1. The Company has reclassified the proposed first and final one-tier tax exempt cash dividend of 0.25 cents per ordinary share declared in the Company's unaudited financial statements for FY2017 which was announced on 24 May 2017 to an interim one-tier tax-exempt cash dividend of 0.25 cents per ordinary share for the financial year ending 31 March 2018 ("**FY2018**").

   Even though the Group had retained profits of S$119.3 million as at 31 March 2017, the declaration and payment of dividends from the Company's subsidiaries to the Company were only made after FY2017. Since these dividends from the Company's subsidiaries were in relation to FY2017 but were paid after FY2017, the final dividend proposed by the Company for FY2017 should now be technically an interim dividend for FY2018. The Company is seeking shareholders' approval for the interim dividend as it is of the view that the dividend should be treated substantively as a final dividend in relation to FY2017. The Notice of Books Closure Date and Dividend Payment Date had been announced by the Company on 23 June 2017, and is reproduced below. The payment terms and date of the dividend remain unchanged.

2. (a) Mr Serge Pun @ Theim Wai, when re-elected, will be considered an Executive Director.

   (b) Mr Pun Chi Yam Cyrus, when re-elected, will be considered an Executive Director.

3. Ordinary Resolution 7 proposed above, if passed, will empower the Directors of the Company, from the date of the above annual general meeting until the next annual general meeting, to issue shares of the Company and to make or grant convertible securities, and to issue shares in pursuance of such convertible securities, without seeking any further approval from shareholders in a general meeting, up to a number not exceeding fifty per cent. (50%) of the total number of Issued Shares of which up to twenty per cent. (20%) of the total number of Issued Shares may be issued other than on a pro rata basis to shareholders.

4. Ordinary Resolutions 8 and 9 proposed above, if passed, will authorise the Directors to (a) offer and grant options and to issue and allot shares pursuant to the exercise of options under the YSH ESOS 2012; and (b) to grant awards under the Yoma PSP and to issue and allot shares pursuant to the release of such awards provided that the aggregate number of the shares to be issued when aggregated with the existing shares delivered and/or to be delivered pursuant to the YSH ESOS 2012 and Yoma PSP shall not exceed ten per cent. (10%) of the issued shares of the Company (excluding treasury shares and subsidiary holdings) from time to time.

   "**subsidiary holdings**" has the meaning ascribed to it in the Listing Manual.

Proxies:

1. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Annual General Meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

   (b) A member who is relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the annual general meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

   "**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act (Cap.50).

2. A proxy need not be a member of the Company.

3. This form of proxy must be deposited at the Company's registered office at 78 Shenton Way, #32-00, Singapore 079120, not less than forty-eight (48) hours before the time set for the annual general meeting.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the annual general meeting and/or any adjournment thereof, a member of the Company (a) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the annual general meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the annual general meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (b) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTICE OF BOOKS CLOSURE AND DIVIDEND PAYMENT DATE

NOTICE IS HEREBY GIVEN that, subject to shareholders' approval for the proposed interim one-tier tax-exempt cash dividend of 0.25 cents per ordinary share for the financial year ending 31 March 2018, the Share Transfer Books and Register of Members of the Company will be closed on 10 August 2017, being the Books Closure Date. Duly completed transfers received by the Company's Registrar, B.A.C.S Private Limited at 8 Robinson Road, #03-00 ASO Building, Singapore 048544, up to the close of business at 5.00 p.m. on 10 August 2017 will be registered to determine shareholders' entitlement to the proposed dividend. Shareholders whose securities accounts with The Central Depository (Pte) Limited (CDP) are credited with shares in the capital of the Company at 5.00 p.m. on 10 August 2017, will be entitled to the proposed dividend.

The proposed dividend, if approved by shareholders at the forthcoming annual general meeting to be held on 26 July 2017, will be paid on 18 August 2017.

BY ORDER OF THE BOARD

Loo Hwee Fang
Lun Chee Leong
Joint Company Secretaries

Singapore
23 June 2017

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YOMA STRATEGIC HOLDINGS LTD.
(Incorporated in the Republic of Singapore)
(Company Registration No. 196200185E)

IMPORTANT:

1. For investors who have used their CPF monies to buy Yoma Strategic Holdings Ltd.'s shares, this Annual Report is forwarded to them at the request of the CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

Personal Data Privacy

3. By submitting an instrument appointing proxy or proxies and/or representative(s), a member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 4 July 2017.

PROXY FORM
ANNUAL GENERAL MEETING

I/We,____________________________(Name)__________________(NRIC/Passport/UEN Number)

of____(Address)

being a member/members of YOMA STRATEGIC HOLDINGS LTD. (the "Company"), hereby appoint:

Name	Address	NRIC/ Passport No.	Proportion of Shareholdings

and/or (delete as appropriate)

or failing the person, or either or both of the persons, referred to above, the Chairman of the Meeting as *my/our *proxy/proxies to attend, speak and vote on *my/our behalf at the annual general meeting of the Company (the "AGM") to be held at The Straits Room, Level Four, The Fullerton Hotel at 1 Fullerton Square, Singapore 049178 on 26 July 2017 at 10 a.m., and at any adjournment thereof in the following manner as specified below. *My/our *proxy/proxies may vote or abstain from voting at *his/their discretion on any of the resolutions where *I/we have not specified any voting instruction, and on any other matter arising at the AGM.

NOTE: Voting on all resolutions will be conducted by poll. If you wish to exercise 100% of your votes **For** or **Against** a resolution, please tick with "✓" in the corresponding box against that resolution. If you wish to split your votes, please indicate the number of votes **For** and/or **Against** that resolution.

Ordinary Resolutions		For	Against
1.	Adoption of Directors' Report and Audited Financial Statements for financial year ended 31 March 2017 and the Independent Auditor's Report		
2.	Approval of dividends for financial year ending 31 March 2018		
3.	Approval of Directors' fees for the financial year ending 31 March 2018		
4.	Re-election of Mr. Serge Pun @ Theim Wai as a Director		
5.	Re-election of Mr. Pun Chi Yam Cyrus as a Director		
6.	Re-appointment of Nexia TS Public Accounting Corporation as Independent Auditor		
7.	Authority to issue Shares pursuant to the share issue mandate		
8.	Authority to offer and grant options and issue shares pursuant to the YSH ESOS 2012		
9.	Authority to issue and allot shares pursuant to the Yoma PSP		

Dated this __________ day of ______________ 2017

Total number of Shares held in:	No. of Shares
CDP Register	
Register of Members	

____
Signature(s) of Member(s) or Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM.

NOTES:

1 (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the annual general meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

(b) A member who is relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote and the annual general meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

"**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act (Cap 50).

2 A proxy need not be a member of the Company.

3 Please insert the total number of shares held by you. If you have entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act (Cap 289), you should insert that number of shares. If you have shares registered in the Register of Members (maintained by or on behalf of the Company), you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all shares held by you.

Fold along dotted line

Affix
Postage
Stamp

The Company Secretary
YOMA STRATEGIC HOLDINGS LTD.

78 Shenton Way
#32-00
Singapore 079120

Fold along dotted line

4 This form of proxy must be signed by the appointor or his attorney duly authorized in writing. Where the form of proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorized officer. The power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority shall be lodged with the form of proxy, failing which, the person so named shall not be entitled to vote in respect thereof.

5 A corporation which is a member may authorised by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the annual general meeting in accordance with its Constitution and Section 179 of the Companies Act (Cap. 50).

6 Completion and return of this form of proxy shall not preclude a member from attending and voting at the annual general meeting. Any appointment or a proxy or proxies shall be deemed to be revoked if a member attends the annual general meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under this form of proxy to the annual general meeting.

7 This form of proxy must be deposited at the Company's registered office at 78 Shenton Way, #32-00, Singapore 079120, not less than forty-eight (48) hours before the time set for the annual general meeting.

8 The Company shall be entitled to reject the form of proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the form of proxy (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject any form of proxy lodged if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time set for holding the annual general meeting, as certified by the Central Depository (Pte) Limited to the Company.

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Corporate Information

BOARD OF DIRECTORS

Mr. Serge Pun @ Theim Wai
(Executive Chairman)

Mr. Pun Chi Tung Melvyn
(Chief Executive Officer and Executive Director)

Mr. Pun Chi Yam Cyrus
(Executive Director)

Mr. Adrian Chan Pengee
(Lead Independent Director)

Mr. Basil Chan
(Non-Executive Independent Director)

Ms. Wong Su Yen
(Non-Executive Independent Director)

Dato Timothy Ong Teck Mong
(Non-Executive Independent Director)

AUDIT AND RISK MANAGEMENT COMMITTEE

Mr. Basil Chan *(Chairman)*
Mr. Adrian Chan
Ms. Wong Su Yen
Dato Timothy Ong

NOMINATING AND GOVERNANCE COMMITTEE

Mr. Adrian Chan *(Chairman)*
Mr. Basil Chan
Mr. Melvyn Pun

REMUNERATION COMMITTEE

Mr. Adrian Chan *(Chairman)*
Mr. Basil Chan
Ms. Wong Su Yen

COMPANY REGISTRATION NUMBER

196200185E

REGISTERED OFFICE

78 Shenton Way
#32-00
Singapore 079120
Tel : (65) 6223 2262
Fax : (65) 6223 1990

REGISTRAR AND SHARE TRANSFER OFFICE

B.A.C.S. Private Limited
8 Robinson Road
#03-00 ASO Building
Singapore 048544
Tel : (65) 6593 4848
Fax : (65) 6593 4847

INDEPENDENT AUDITOR

Nexia TS Public Accounting Corporation
100 Beach Road
#30-00 Shaw Tower
Singapore 189702

Mr. Low See Lien
Director-in-charge
(Appointed with effect from financial year 2016)

PRINCIPAL BANKERS OF THE GROUP

DBS Bank Ltd
12 Marina Boulevard Tower 3
Marina Bay Financial Centre
Singapore 018982

CIMB Bank Berhad
50 Raffles Place
#09-01 Singapore Land Tower
Singapore 048623

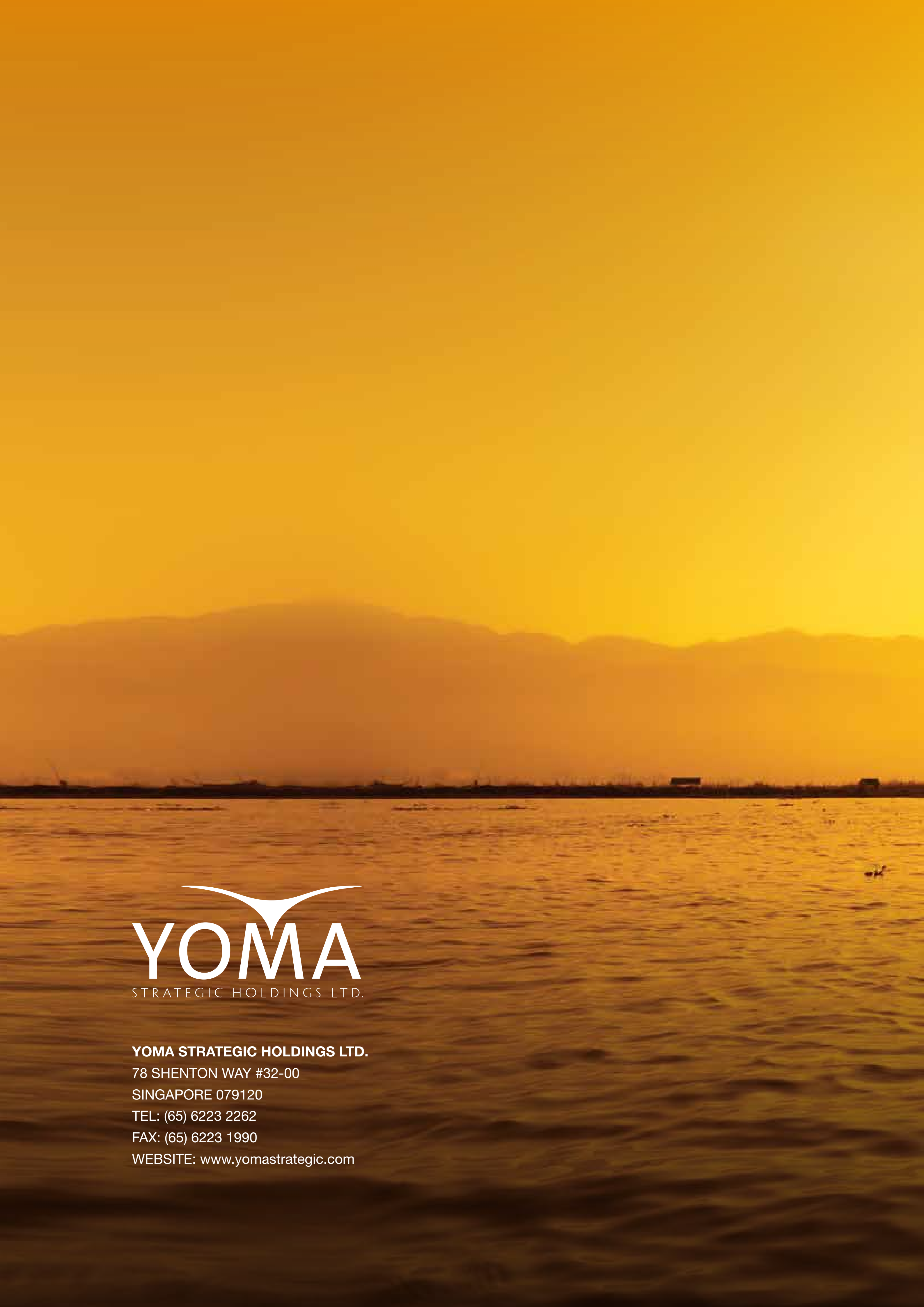
Bangkok Bank Public Company Limited
180 Cecil Street
Bangkok Bank Building
Singapore 069546

Industrial and Commercial Bank of China Limited, Singapore Branch
6 Raffles Quay
#23-01
Singapore 048580

Malayan Banking Berhad
2 Battery Road Maybank Tower
Singapore 049907

The Siam Commercial Bank Public Company Limited, Singapore Branch
61 Robinson Road
#10-03 Robinson Centre
Singapore 068893

The Bank of East Asia, Limited
60 Robinson Road
BEA Building
Singapore 068892



YOMA
STRATEGIC HOLDINGS LTD.

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