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勝獅貨櫃企業有限公司

SINGAMAS CONTAINER HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

Stock code: 716

Websites: http://www.singamas.com and http://www.irasia.com/listco/hk/singamas

2018 ANNUAL RESULTS ANNOUNCEMENT

ANNUAL RESULTS

The Board of Directors (the "Board"/ "Directors") of Singamas Container Holdings Limited (the "Company") are pleased to announce the consolidated results of the Company and its subsidiaries (collectively the "Group") for the year ended 31 December 2018 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

2010

2017

For the year ended 31 December 2018

		2018	2017
	Notes	US\$'000	US\$'000
Revenue	2	1,807,819	1,476,670
Other income		2,902	6,228
Changes in inventories of finished goods and work in			
progress		(21,483)	86,953
Raw materials and consumables used		(1,377,444)	(1, 141, 145)
Staff costs		(193,956)	(157,525)
Depreciation and amortisation expense		(34,542)	(32,428)
Impairment losses, net of reversal		(924)	-
Exchange gain (loss)		4,452	(10,866)
Other expenses		(151,793)	(157, 235)
Finance costs		(18,549)	(14,434)
Investment income		7,515	2,765
Fair value gain on derivative financial instruments		47	756
Gain on disposal of a subsidiary		65,604	-
Share of results of associates		(2,512)	(1,745)
Share of results of joint ventures	_	37	398
Profit before taxation		87,173	58,392
Income tax expense	4	(13,791)	(14,952)
Profit for the year	_	73,382	43,440
i ioni ioi inc ycai	_	75,502	+3,++0

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (Continued)

For the year ended 31 December 2018

	Notes	2018 US\$'000	2017 US\$'000
Other comprehensive income			
<i>Items that will not be reclassified to profit or loss:</i> Fair value loss on equity instrument at fair value through other comprehensive income Gain on revaluation of prepaid lease payment and property,		(3,052)	-
 plant and equipment upon transfer to investment property Deferred tax liability on recognition of revaluation of prepaid lease payment and property, plant and equipment upon transfer to investment property 		16,297 (4,783)	-
Item that may be reclassified subsequently to profit or loss: Exchange differences arising on translation		(3,300)	4,601
Other comprehensive income for the year		5,162	4,601
Total comprehensive income for the year		78,544	48,041
Profit for the year attributable to: Owners of the Company Non-controlling interests		72,252 1,130 73,382	41,452 1,988 43,440
Total comprehensive income attributable to: Owners of the Company Non-controlling interests		77,660	45,630 2,411
Earnings per share Basic	6	78,544 US2.99 cents	48,041 US1.72 cents
Diluted		US2.99 cents	US1.72 cents

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2018

	Notes	2018 US\$'000	2017 US\$'000
Non-current assets			
Property, plant and equipment Investment property Goodwill Interests in associates Interests in joint ventures Available-for-sale investment Equity instrument at fair value through other comprehensive income Derivative financial instruments Prepaid lease payments Deposits for non-current assets	7	362,708 18,068 3,589 44,509 21,671 - 17,482 1,061 88,415 19,077	387,417 3,589 43,308 21,789 6,608 1,014 90,302 22,362
		576,580	576,389
Current assets			
Inventories Trade receivables Prepayments and other receivables Amount due from immediate holding company Amounts due from fellow subsidiaries Amounts due from joint ventures Amounts due from associates Tax recoverable Prepaid lease payments Bank balances and cash	8 9 10	222,039 191,069 128,076 108,234 33,325 2 18,538 694 1,547 119,879 823,403	257,617 312,870 131,007 543 97,122 1 17,397 1,084 2,258 234,774 1,054,673
Non-current assets classified as assets held for sale		-	3,393
	_	823,403	1,058,066

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (Continued)

As at 31 December 2018

	Notes	2018 US\$'000	2017 US\$'000
Current liabilities			
Trade payables Bills payable Accruals and other payables Advances from customers Amount due to immediate holding company Amounts due to associates Amounts due to joint ventures Tax payable Bank borrowings	11 12	122,264 80,216 60,178 43,114 - 63 9 5,137 169,796	256,347 211,833 102,948 15 85 9 6,160 125,076
	_	480,777	702,473
Net current assets	_	342,626	355,593
Total assets less current liabilities	_	919,206	931,982
Capital and reserves			
Share capital Accumulated profits Other reserves	13	268,149 327,270 61,278	268,149 259,838 46,212
Equity attributable to owners of the Company Non-controlling interests	_	656,697 39,082	574,199 46,394
Total equity	_	695,779	620,593
Non-current liabilities			
Bank borrowings Deferred tax liabilities	_	210,640 12,787	302,684 8,705
	_	223,427	311,389
		919,206	931,982

Notes:

1. Significant accounting policies

The consolidated financial statements have been prepared on the historical cost basis except for derivative financial instruments, equity instrument at fair value through other comprehensive income and investment property, which are measured at fair values at the end of each reporting period.

The Group has applied the following new and amendments to Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") for the first time in the current year:

HKFRS 9	Financial Instruments
HKFRS 15	Revenue from Contracts with Customers and the related Amendments
HK(IFRIC)-Int 22	Foreign Currency Transactions and Advance Consideration
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions
Amendments to HKFRS 4	Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014-2016 Cycle
Amendments to HKAS 40	Transfer of Investment Property

The new and amendments to HKFRSs have been applied in accordance with the relevant transition provisions in the respective standards and amendments which results in changes in accounting policies, amounts reported and/or disclosures as described below.

1.1 HKFRS 15 Revenue from Contracts with Customers

The Group has applied HKFRS 15 for the first time in the current year. HKFRS 15 superseded HKAS 18 Revenue, HKAS 11 Construction Contracts and the related interpretations.

The Group has applied HKFRS 15 retrospectively with the cumulative effect of initially applying this Standard recognised at the date of initial application, 1 January 2018. Any difference at the date of initial application is recognised in the opening accumulated profits (or other components of equity, as appropriate) and comparative information has not been restated. Furthermore, in accordance with the transition provisions in HKFRS 15, the Group has elected to apply the Standard retrospectively only to contracts that are not completed at 1 January 2018. Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 18 Revenue and related interpretations.

Summary of effects arising from initial application of HKFRS 15

The following adjustments were made to the amounts recognised in the consolidated statement of financial position as at 1 January 2018. Line items that were not affected by the changes have not been included.

Impact on the consolidated statement of financial position (extracted)	Carrying amount previously reported at 31 December 2017*	Reclassification	Carrying amount under HKFRS 15 as at 1 January 2018	
	US'000	US'000	US'000	
Current liabilities				
Accruals and other payables	102,948	(27,942)	75,006	
Advances from customers (Note)		27,942	27,942	

* The amounts in this column are before the adjustments from the application of HKFRS 15.

The following tables summarise the impacts of applying HKFRS 15 on the Group's consolidated statement of financial position as at 31 December 2018 for each of the line items affected. Line items that were not affected by the changes have not been included.

Impact on the consolidated statement of financial position (extracted)	As reported	Adjustments	Amounts without application of HKFRS 15
	US'000	US'000	US'000
Current liabilities			
Accruals and other payables	60,178	43,114	103,292
Advances from customers (Note)	43,114	(43,114)	-

Note: The adjustment relates to advances from customers of US\$43,114,000 (1 January 2018: US\$27,942,000) was related to sales contracted on containers yet to be transferred to customers previously included in accruals and other payables as at 31 December 2018.

1.2 HKFRS 9 Financial Instruments and the related amendments

In the current year, the Group has applied HKFRS 9 Financial Instruments and the related consequential amendments to other HKFRSs. HKFRS 9 introduces new requirements for 1) the classification and measurement of financial assets and financial liabilities; 2) expected credit losses ("ECL") for financial assets; and 3) general hedge accounting.

The Group has applied HKFRS 9 in accordance with the transition provisions set out in HKFRS 9. i.e. applied the classification and measurement requirements (including impairment under ECL model) retrospectively to instruments that have not been derecognised as at 1 January 2018 (date of initial application) and has not applied the requirement to instruments that have already been derecognised as at 1 January 2018. The difference between carrying amounts as at 31 December 2017 and the carrying amounts as at 1 January 2018 are recognised in the opening accumulated profits and other components of equity, without restating comparative information.

Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 39 Financial Instruments: Recognition and Measurement.

Summary of effects arising from initial application of HKFRS 9

The table below illustrates the classification and measurement of financial assets and other items subject to ECL under HKFRS 9 and HKAS 39 at the date of initial application, 1 January 2018.

	Available-for -sale investment US'000	Equity instruments at fair value through other comprehensive income US'000	Amount due from immediate holding company US'000	Amounts due from fellow subsidiaries US'000	Amounts due from associates US'000	Accumulated profits US'000	Revaluation reserve US'000
Closing balance at 31	05000	05000	05000	05000	0.5 000	05000	05000
December 2017							
- HKAS 39	6,608	-	543	97,122	17,397	259,838	1,361
Effect arising from initial application of HKFRS 9: Reclassification From available-for-sale investment	(6,608)	6,608	-	-	-	-	-
Remeasurement From cost less impairment to fair							
value	-	13,926	-	-	-	-	13,926
Impairment under ECL model			(5)	(957)	(55)	(1,017)	-
At 1 January 2018	-	20,534	538	96,165	17,342	258,821	15,287

Except as described above, the application of other amendments to HKFRSs in the current year has had no material effect on the amounts reported and/or disclosures set out in these consolidated financial statements.

New and amendments to HKFRSs in issued but not yet effective

The Group has not early applied the following new and amendments to HKFRSs that have been issued but are not yet effective.

HKFRS 16	Leases ¹
HKFRS 17	Insurance Contracts ²
HK(IFRIC)-Int 23	Uncertainty over Income Tax Treatments ¹
Amendments to HKFRS 3	Definition of a Business ⁴
Amendments to HKFRS 9	Prepayment Features with Negative Compensation ¹
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³
Amendments to HKAS 1 and	
HKAS 8	Definition of Material ⁵
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement ¹
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures ¹
Amendments to HKFRSs	Annual Improvements to HKFRSs 2015-2017 Cycle ¹

¹ Effective for annual periods beginning on or after 1 January 2019.

² *Effective for annual periods beginning on or after 1 January 2021.*

³ *Effective for annual periods beginning on or after a date to be determined.*

⁴ Effective for business combinations and asset acquisitions for which the acquisition date is on or after the beginning of the first annual period beginning on or after 1 January 2020.

⁵ Effective for annual periods beginning on or after 1 January 2020.

The financial information relating to the years ended 31 December 2017 and 2018 included in this preliminary announcement of annual results does not constitute the Company's statutory annual consolidated financial statements for those years but is derived from those financial statements. The financial statements for the year ended 31 December 2018 have yet to be reported by the Company's auditor and will be delivered to the Registrar of Companies in due course. The Company has delivered the financial statements for the year ended 31 December 2017 to the Registrar of Companies as required by the Hong Kong Companies Ordinance. The Company's auditor has reported on the financial statements of the Group for the year ended 31 December 2017. The auditor's report was unqualified and did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report, and did not include a statement under section 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance.

2. Revenue

Revenue represents sales of goods from manufacturing and services income from logistics services operations, less sales related taxes, and is analysed as follows:

	2018 US\$'000	2017 US\$'000
Manufacturing Logistics services	1,780,404 27,415	1,443,177 33,493
~	1,807,819	1,476,670

3. Segment information

Information reported to the Group's chief operating decision maker (i.e. Chief Executive Officer) for the purpose of resource allocation and assessment of segment performance are organised into two operating divisions – manufacturing and logistics services. These divisions are the basis on which the Group reports its segment information under HKFRS 8.

No operating segments identified by the chief operating decision maker have been aggregated in arriving at the reportable segments of the Group.

Principal activities are as follows:

Manufacturing	-	manufacturing of marine dry freight containers, refrigerated containers, collapsible flatrack containers, tank containers, US domestic containers, offshore containers, other specialised containers and container parts.
Logistics services	-	provision of container storage, repair and trucking services, serving as a freight station, container / cargo handling and other container related services.

Information regarding these segments is presented below:

Segment revenue and results

The following is an analysis of the Group's revenue and results by operating and reportable segment:

2018	Manufacturing US\$'000	Logistics services US\$'000	Sub-total US\$'000	Eliminations US\$'000	Total US\$'000
REVENUE External sales Inter-segment sales Total	1,780,404 	27,415 8,135 35,550	1,807,819 8,135 1,815,954	(8,135) (8,135)	1,807,819
10101	Inter-segment sale				1,007,019
SEGMENT RESULTS	32,226	2,805	35,031	-	35,031
Finance costs Investment income Fair value gain on					(18,549) 7,515
derivative financial instruments					47
Gain on disposal of a subsidiary					65,604
Share of results of associates					(2,512)
Share of results of joint ventures				_	37
Profit before taxation				-	87,173

2017	Manufacturing US\$'000	Logistics services US\$'000	Sub-total US\$'000	Eliminations US\$'000	Total US\$'000
REVENUE External sales Inter-segment sales Total	1,443,177 <u>1,443,177</u> <i>Inter-segment sale</i>	33,493 6,801 40,294	1,476,670 6,801 1,483,471	(6,801)	1,476,670
SEGMENT RESULTS	64,974	5,678	70,652	-	70,652
Finance costs Investment income Fair value gain on					(14,434) 2,765
derivative financial instruments					756
Share of results of associates					(1,745)
Share of results of joint ventures				_	398
Profit before taxation				_	58,392

Segment results represent the profit earned by each segment without allocation of finance costs, investment income, fair value gain on derivative financial instruments, gain on disposal of a subsidiary, share of results of associates and share of results of joint ventures. This is the measure reported to the Group's Chief Executive Officer for the purposes of resource allocation and assessment of segment performance.

Segment assets and liabilities

The following is an analysis of the Group's total assets and total liabilities by operating and reportable segment:

Logistics

2018

Manufacturing US\$'000	services US\$'000	Total US\$'000
977,807	56,781	1,034,588 44,509 21,671 299,215
		1,399,983
294,883	10,889 	305,772 398,432 704,204
60,359 31,117 (1,083) (349) (416)	1,613 3,425 159 236 (27)	61,972 34,542 (924) (113) (443)
	⁶ US\$'000 977,807 294,883 60,359 31,117 (1,083)	US\$'000 US\$'000 977,807 56,781 294,883 10,889 60,359 1,613 31,117 3,425 (1,083) 159 (349) 236

2017	Manufacturing US\$'000	Logistics services US\$'000	Total US\$'000
ASSETS			
Segment assets	1,155,124	55,691	1,210,815
Interests in associates Interests in joint ventures			43,308 21,789
Unallocated corporate assets			358,543
Consolidated total assets			1,634,455
LIABILITIES			
Segment liabilities	552,736	18,392	571,128
Unallocated corporate liabilities		·	442,734
Consolidated total liabilities			1,013,862
OTHER INFORMATION			
Amounts included in the measure of segment profit or loss or segment assets:			
Additions of capital expenditure	92,351	510	92,861
Depreciation and amortisation	28,868	3,560	32,428
Gain on disposal of property, plant and			
equipment	627	149	776
Loss on property, plant and equipment		(1)	(570)
written off	(571)	(1)	(572)

The amounts included in other information are part of the operating and reportable segments.

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to operating segments other than interests in associates, interests in joint ventures and unallocated corporate assets, which include available-for-sale investment, equity instrument at fair value through other comprehensive income, derivative financial instruments, amount due from immediate holding company, amounts due from fellow subsidiaries, amounts due from joint ventures, amounts due from associates, tax recoverable and bank balance and cash. Assets used jointly by reportable segments are allocated on the basis of the revenue earned by individual reportable segments; and
- all liabilities are allocated to operating segments other than unallocated corporate liabilities, which included amount due to immediate holding company, amounts due to associates, amounts due to joint ventures, tax payable, bank borrowings and deferred tax liabilities. Liabilities for which reportable segments are jointly liable are allocated in proportion to segment assets.

Revenue from major products and services

The following is an analysis of the Group's revenue from its major products and services (after elimination of inter-segment sales):

	2018 US\$'000	2017 US\$'000
Manufacturing	0.50 000	0.54 000
Dry freight containers	1,414,658	1,234,394
Refrigerated containers	99,425	38,593
Tank containers	67,189	65,669
US domestic containers	115,227	59,523
Other specialised containers and container parts	83,905	44,998
Logistics services	27,415	33,493
	1,807,819	1,476,670

Geographical information

The Group's operations are located in Hong Kong and the People's Republic of China (the "PRC"). The Group's manufacturing division is located in the PRC. Logistics services division is located in Hong

Kong and the PRC.

The following table provides an analysis of the Group's revenue by geographical market, based on the location of customers for manufacturing segment and based on the origin of the goods/services for logistics services segment:

	2018		2	017		
	Manufacturing US\$'000	Logistics services US\$'000	Total US\$'000	Manufacturing US\$'000	Logistics services US\$'000	Total US\$'000
United States of America	787,227	-	787,227	758,225	-	758,225
Hong Kong	387,059	4,823	391,882	350,517	6,872	357,389
Singapore	209,463	-	209,463	52,448	-	52,448
Europe	104,197	-	104,197	106,949	-	106,949
Korea	94,394	-	94,394	12,836	-	12,836
Taiwan	74,839	-	74,839	48,532	-	48,532
PRC	39,839	22,592	62,431	66,385	26,621	93,006
Others	83,386	-	83,386	47,285	-	47,285
	1,780,404	27,415	1,807,819	1,443,177	33,493	1,476,670

The following is an analysis of the carrying amount of segment assets and non-current assets other than financial instruments, analysed by the geographical area in which the assets are located:

	Carrying an of segment		Carrying am non-current asset financial insti	s other than
-	2018	2017	2018	2017
	US\$'000	US\$'000	US\$'000	US\$'000
PRC	961,477	1,182,697	511,587	521,308
Hong Kong	73,058	28,015	13,992	15,735
Others	53	103	32,458	31,724
_	1,034,588	1,210,815	558,037	568,767

Information about major customers

Revenue from customers contributing over 10% of the total sales of the Group are mainly derived from the manufacturing segment. In 2018, two customers (2017: three customers) contribute over 10% of the total sales, amounting to US\$394,875,000 in aggregate (2017: US\$590,012,000).

4. Income tax expense

PRC Enterprise Income Tax has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the PRC in which the Group operates. 2018 2017

2018 US\$'000	2017 US\$'000
-	-
-	(2)
-	(2)
13,634	13,708
(792)	(27)
12,842	13,681
949	1,273
13,791	14,952
	US\$'000 - - - - - - - - - - - - - - - - - -

5. Dividends

Dividends recognised as distributions during the year:	2018 US\$'000	2017 US\$'000
Interim in respect of current financial year, paid – Nil (2017: HK1.5 cents per ordinary share)		4,648
Final in respect of the previous financial year, paid – HK2.5 cents (2017: Nil) per ordinary share	7,702	-
	7,702	4,648

The final dividend of HK7 cents in respect of the year ended 31 December 2018 (2017: HK2.5 cents) per ordinary share, total of which equivalent to approximately HK\$169,184,000 (equivalent to approximately US\$21,602,000) (2017: HK\$60,423,000 (equivalent to approximately US\$7,746,000)) has been proposed by the board of directors and is subject to approval by the shareholders in forthcoming annual general meeting.

6. Earnings per share

The calculation of basic and diluted earnings per share attributable to owners of the Company is based on the following data:

	2018 US\$'000	2017 US\$'000
Earnings:		0.50 000
Earnings for the purposes of calculating basic and diluted earnings per share	72,252	41,452
Number of shares:		

Weighted average number of ordinary shares for the purpose of calculating basic and diluted earnings per share

2,416,919,918 2,416,919,918

The computation of diluted earnings per share for the year ended 31 December 2018 and 2017 does not assume the exercise of the Company's outstanding share options, as the exercise price of those options are higher than the average market price per share for both years, and therefore, was anti-dilutive to the earnings per share.

7. Movements in property, plant and equipment

During the year, there was an addition of US\$42,185,000 (2017: US\$70,844,000) in property, plant and equipment, in which US\$26,359,000 (2017: US\$ 32,438,000) was for the construction of a new refrigerated container factory in Qingdao. The remaining was for upgrading existing manufacturing and logistics services facilities of the Group. In addition, there was a transfer of leasehold land and buildings and site improvements of US\$942,000 to investment property during the year.

8. Inventories

	2018 US\$'000	2017 US\$'000
Raw materials Work in progress Finished goods	101,035 46,510 74,494	115,130 57,955 84,532
	222,039	257,617

The entire carrying amounts of inventories as at 31 December 2018 and 2017 are expected to be recovered within the next twelve months.

9. Trade receivables

	2018 US\$'000	2017 US\$'000
Trade receivables Less : allowance for credit losses	<i>192,068</i> (<i>999</i>)	313,519 (649)
Net trade receivables	191,069	312,870

A defined credit policy is maintained within the Group. The credit terms are agreed with each of its trade customers depending on the creditworthiness of the customers ranging from 30 days to 120 days (2017: 30 days to 120 days).

The aged analysis of trade receivables net of allowance for credit losses, which is prepared based on invoice date of each transaction which approximated the respective revenue recognition dates, or date of rendering of services, at the end of the reporting period is as follows:

	2018 US\$'000	2017 US\$'000
0 to 30 days 31 to 60 days	125,636 36,406	191,580 81,918
61 to 90 days	20,294	25,673
91 to 120 days Over 120 days	4,653 4,080	271 13,428
	191,069	312,870

The Group assessed the credit quality of trade receivables based on historical default rates and the creditworthiness of the customers.

10. Prepayments and other receivables

As at 31 December 2018, prepayments and other receivables included advanced of US\$37,823,000 (2017: US\$79,860,000) to certain suppliers as deposits for raw materials purchases and receivable of cash consideration of US\$48,653,000 from the disposal of a subsidiary during the year. The remaining balances mainly included refundable value added tax and other advance payments. The entire amount is expected to be recovered within the next twelve months.

11. Trade payables

The aged analysis, based on the invoice date of each transaction, of trade payables at the end of the reporting period is as follows:

	2018 US\$'000	2017 US\$'000
0 to 30 days 31 to 60 days 61 to 90 days 91 to 120 days Over 120 days	54,417 30,532 15,190 12,598 9,527	110,426 59,111 48,117 25,113 13,580
	122,264	256,347

The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

12. Bills payable

The aged analysis, based on issuance date of each bills, of bills payable at the end of the reporting period is as follows:

	2018 US\$'000	2017 US\$'000
0 to 30 days	21,446	44,444
31 to 60 days	9,194	50,742
61 to 90 days	3,808	44,756
91 to 120 days	5,977	27,518
Over 120 days	39,791	44,373
	80,216	211,833

13. Share capital

	Number	of shares		Share Capi	tal	
	2018	2017	2018	2018	2017	2017
			US\$'000	HK\$'000	US\$'000	HK\$'000
Issued and fully paid:						
At beginning and						
end of the year	2,416,919,918	2,416,919,918	268,149	2,078,513	268,149	2,078,513