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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

#### 2020 ANNUAL RESULTS ANNOUNCEMENT

#### **ANNUAL RESULTS**

The Board of Directors (the "Board"/ "Directors") of Singamas Container Holdings Limited (the "Company") would like to announce the consolidated results of the Company and its subsidiaries (collectively the "Group") for the year ended 31 December 2020 as follows:

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2020

1 of the year chaed 51 December 2020		2020	2019
	Notes	US\$'000	US\$'000
Revenue	2	274,305	712,209
Other income		3,420	4,613
Changes in inventories of finished goods and work in			,
progress		(4,827)	(10,469)
Raw materials and consumables used		(166,342)	(545,580)
Staff costs		(41,963)	(98,615)
Depreciation expense		(12,814)	(29,434)
Impairment losses under expected credit loss model, net			
of reversal		(17,407)	(7,961)
Impairment loss on property, plant and equipment		(2,400)	-
Other expenses		(43,943)	(97,143)
Finance costs		( <b>799</b> )	(14,515)
Investment income		7,381	9,629
Other gains and losses		2,743	(23,962)
Gain on disposal of subsidiaries		8,457	7,771
Share of results of associates		1,651	(829)
Share of results of joint ventures		408	127
Profit (loss) before taxation		7,870	(94,159)
Income tax expense	4	(3,120)	(16,638)
Profit (loss) for the year		4,750	(110,797)

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

For the year ended 31 December 2020

	Notes	2020 US\$'000	2019 US\$'000
Other comprehensive income			
<i>Item that will not be reclassified to profit or loss:</i> Fair value gain on equity instrument at fair value through other comprehensive income ("FVTOCI"), net of tax effect		5,204	1,515
<i>Items that may be reclassified subsequently to profit or loss:</i> Exchange differences arising on translation Release of exchange translation reserve upon disposal of a joint venture		2,635	(2,023) 1,467
Other comprehensive income for the year		7,839	959
Total comprehensive income (expense) for the year		12,589	(109,838)
<b>Profit (loss) for the year attributable to:</b> Owners of the Company Non-controlling interests		4,576 174	(110,230) (567)
		4,750	(110,797)
<b>Total comprehensive income (expense) attributable to:</b> Owners of the Company Non-controlling interests		12,051 538	(109,245) (593)
		12,589	(109,838)
Earnings (loss) per share Basic	6	US0.19 cent	US(4.56) cents
Diluted		US0.19 cent	US(4.56) cents

#### CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2020

	Notes	2020 US\$'000	2019 US\$'000
Non-current assets			
Property, plant and equipment	7	84,185	84,200
Right-of-use assets		38,755	43,986
Investment properties		18,866	18,504
Interests in associates		44,812	43,782
Interests in joint ventures		7,681	7,355
Equity instrument at FVTOCI		26,156	18,997
Financial asset at fair value through profit and loss ("FVTPL")		3,027	_
Other receivables	10	31,678	29,090
Deposits for non-current assets	10	299	775
Amount due from immediate holding company	11	91,847	105,602
Amounts due from fellow subsidiaries	12	28,276	32,269
Amounts due from associates		13,727	13,003
		389,309	397,563
Current assets			
Inventories	8	59,907	76,136
Trade receivables	9	62,624	33,350
Prepayments and other receivables	10	89,631	38,152
Amount due from immediate holding company	11	2,500	-
Amounts due from associates	13	3,678	8,421
Derivative financial instruments		109	41
Tax recoverable		804	717
Bank balances and cash		48,787	119,032
		268,040	275,849

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION (Continued)

As at 31 December 2020

As al 51 December 2020	Notes	2020 US\$'000	2019 US\$'000
Current liabilities			
Trade payables Lease liabilities Accruals and other payables Advances from customers Amount due to immediate holding company Amount due to a fellow subsidiary Amounts due to associates Amounts due to joint ventures Tax payable	14	50,980 1,345 19,364 11,170 189 53 241 12 3,599	$24,848 \\ 2,270 \\ 22,490 \\ 18,259 \\ 103 \\ 14 \\ 265 \\ 76 \\ 11,112$
Bank borrowings	_	27,584	23,584
		114,537	103,021
Net current assets	_	153,503	172,828
Total assets less current liabilities	_	542,812	570,391
Capital and reserves			
Share capital Accumulated profits Other reserves Equity attributable to owners of the Company Non-controlling interests	15	268,149 183,801 45,642 497,592 36,094	268,149 216,655 41,006 525,810 36,897
Total equity	_	533,686	562,707
Non-current liabilities Lease liabilities		1,421	1,196
Deferred tax liabilities	_	7,705	6,488
	—	9,126	7,684
		542,812	570,391

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 FVTOCI, financial asset at FVTPL and investment properties, that are measured at fair values at the end of each reporting period.

In the current year, the Group has applied the Amendments to References to the Conceptual Framework in HKFRS Standards and the following amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") for the first time, which are mandatorily effective for the annual periods beginning on or after 1 January 2020 for the preparation of the consolidated financial statements:

Amendments to HKAS 1 and HKAS 8	Definition of Material
Amendments to HKFRS 3	Definition of a Business
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	Interest Rate Benchmark Reform

The application of the Amendments to References to the Conceptual Framework in HKFRS Standards and Amendments to HKFRS 9, HKAS 39 and HKFRS 7 Interest Rate Benchmark Reform in the current year had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in the consolidated financial statements.

#### Impacts on application of Amendments to HKAS 1 and HKAS 8 Definition of Material

The amendments provide a new definition of material that states "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments also clarify that materiality depends on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements taken as a whole.

The application of the amendments in the current year had no impact on the consolidated financial statements.

#### Impacts on application of Amendments to HKFRS 3 Definition of a Business

The amendments clarify that while businesses usually have outputs, outputs are not required for an integrated set of activities and assets to qualify as a business. To be considered a business, an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs.

The amendments remove the assessment of whether market participants are capable of replacing any missing inputs or processes and continuing to produce outputs. The amendments also introduce additional guidance that helps to determine whether a substantive process has been acquired.

In addition, the amendments introduce an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business. Under the optional concentration test, the acquired set of activities and assets is not a business if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar assets. The gross assets under assessment exclude cash and cash equivalents, deferred tax assets, and goodwill resulting from the effects of deferred tax liabilities. The election on whether to apply the optional concentration test is available on transaction-by-transaction basis.

The Group has elected to apply the optional concentration test on the acquisition of a subsidiary and concluded that such acquisition does not constitute a business. The application of the amendments in the current year had no material impact on the consolidated financial statements as similar conclusion would have been reached without applying the optional concentration test.

#### 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:* 

	2020 US\$'000	2019 US\$'000
Manufacturing	246,677	683,925
Logistics services	27,628	28,284
	274,305	712,209
Disaggregation of revenue from contracts with customers		
	2020	2019
Types of goods or services	US\$'000	US\$'000
Manufacturing (recognised at a point in time):		
Dry freight containers	187,036	453,949
Tank containers	16,886	33,830
Other specialised containers and container parts	42,755	78,498
Refrigerated containers	-	92,335
US domestic containers	-	25,313
	246,677	683,925
Logistics services (recognised over time):		
Container storage and handling services	6,042	6,547
Repair and drayage services	6,316	6,313
Container freight station services	7,880	9,615
Other container related services	7,390	5,809
	27,628	28,284
	274,305	712,209

#### 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 Operating Segments.

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 dry freight containers, collapsible flatrack containers, tank 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:

Year ended 31 December 20	020	Logistics			
	Manufacturing US\$'000	services US\$'000	Sub-total US\$'000	Eliminations US\$'000	Total US\$'000
REVENUE	0.50 000	0.54 000		0.54 000	0.50 000
External sales	246,677	27,628	274,305	-	274,305
SEGMENT RESULTS	(8,003)	1,510	(6,493)	-	(6,493)
Finance costs					( <b>799</b> )
Investment income					4,575
Fair value gain on					
derivative financial					
instruments					109
Fair value loss on financial asset at FVTPL					(38)
Gain on disposal of a					0.455
subsidiary					8,457
Share of results of					1,651
associates					1,051
Share of results of joint ventures					408
ventures					
Profit before taxation					7,870

Year ended 31 December 2019 Logistics						
	Manufacturing US\$'000	services US\$'000	Sub-total US\$'000	Eliminations US\$'000	Total US\$'000	
REVENUE		0.50 000				
External sales	683,925	28,284	712,209	-	712,209	
Inter-segment sales (Note)	-	3,281	3,281	(3,281)	-	
Total	683,925	31,565	715,490	(3,281)	712,209	
SEGMENT RESULTS	(92,352)	1,544	(90,808)	-	(90,808)	
Finance costs					(14,515)	
Investment income					4,477	
Fair value loss on						
derivative financial instruments					(382)	
Gain on disposal of subsidiaries					7,771	
Share of results of associates					(829)	
Share of results of joint ventures					127	
ventures						
Loss before taxation					(94,159)	

Note: Inter-segment sales are charged at prevailing market prices.

Segment results represent the profit earned (loss incurred) by each segment without allocation of finance costs, certain investment income, fair value gain (loss) on derivative financial instruments, fair value loss on financial asset at FVTPL, gain on disposal of subsidiaries, 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 resources allocation and assessment of segment performance.

#### 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:

	Year ended 3	<u> 31 December</u>	r 2020	Year ende	d 31 Decembe	r 2019
	Logistics		Logistics		<b></b>	
	Manufacturing	services	Total	Manufacturing	services	Total
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Hong Kong	78,952	4,677	83,629	103,854	4,476	108,330
Europe	53,167	-	53,167	80,957	-	80,957
United States of	·		-			
America	41,118	-	41,118	169,363	-	169,363
PRC	26,224	22,951	49,175	32,826	23,808	56,634
Singapore	15,751	-	15,751	92,747	-	92,747
Taiwan	11,692	-	11,692	52,363	-	52,363
Korea	2,220	-	2,220	108,878	-	108,878
Others	17,553	-	17,553	42,937	-	42,937
Total	246,677	27,628	274,305	683,925	28,284	712,209

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

	As at 31 December	As at 31 December
	2020	2019
	US\$'000	US\$'000
PRC	143,426	156,451
Hong Kong	22,120	13,304
Others	29,052	28,847
	194,598	198,602

#### Information about major customers

Revenue from customers contributing over 10% of the total sales of the Group are mainly derived from the manufacturing segments. In 2020, one customer (2019: nil) contributes over 10% of the total sales amounting to US\$40,575,000.

#### 4. Income tax expense

5.

No Hong Kong Profits Tax has been provided as there was no taxable profit during the both years.

*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.

	2020 US\$'000	2019 US\$'000
Current tax:		
PRC Enterprise Income Tax		
- Current year	3,545	18,284
- Prior years overprovision	-	(2)
· · · ·	3,545	18,282
Deferred tax:		
- Current year credit	(1,106)	(6)
- Withholding tax on undistributed profits	681	(1,638)
	(425)	(1,644)
Income tax expense for the year	3,120	16,638
Dividends	2020	2019
	US\$'000	US\$'000
Dividends recognised as distributions during the year:		
Final dividend in respect of the previous financial year, nil		
(2019: HK7 cents) per ordinary share	-	21,654
Special dividend in respect of the disposal of subsidiaries, HK13 cents (2019: nil) per ordinary share	40,537	-

No final dividend in respect of previous financial years was paid during the year. A special dividend in respect of the disposal of subsidiaries of HK13 cents per ordinary share, amounted to US\$40,537,000 for the year ended 31 December 2019, was paid during the year.

No final dividend for the year ended 31 December 2020 was proposed by the directors of the Company, nor has any dividend been proposed since the end of the reporting period.

#### 6. Earnings (loss) per share

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

Earnings (loss):	2020 US\$'000	2019 US\$'000
Profit (loss) for the purposes of calculating basic and diluted earnings (loss) per share	4,576	(110,230)
Number of shares:		
Weighted average number of ordinary shares for the purpose of calculating basic and diluted earnings (loss) per share	2,416,919,918	2,416,919,918

The computation of diluted earnings per share for the year ended 31 December 2020 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 the year, and therefore, was anti-dilutive to the earnings per share.

The computation of diluted loss per share for the year ended 31 December 2019 did not assume the exercise of the Company's outstanding share options as the exercise would result in a decrease in loss per share.

#### 7. Movements in property, plant and equipment

During the year, there was additions of US\$9,932,000 (2019: US\$33,159,000) in property, plant and equipment for upgrading existing manufacturing and logistics services facilities of the Group and US\$9,392,000 (2019: nil) through the acquisition of a subsidiary. In addition, there was a disposal of property, plant and equipment with carrying value of US\$7,977,000 (2019: US\$271,069,000) through disposal of subsidiaries. An impairment loss of US\$2,400,000 has been provided on the plant and machinery of a subsidiary.

#### 8. Inventories

	2020 US\$'000	2019 US\$'000
Raw materials	35,249	46,651
Work in progress	11,234	8,288
Finished goods	13,424	21,197
	59,907	76,136

The entire carrying amounts of inventories as at 31 December 2020 and 31 December 2019 are expected to be recovered within the next twelve months.

#### 9. Trade receivables

	2020	2019
	US\$'000	US\$'000
Trade receivables	62,710	34,049
Less: allowance for credit losses	(86)	(699)
Net trade receivables	62,624	33,350

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 (2019: 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:

	2020 US\$'000	2019 US\$'000
0 to 30 days	40,344	21,055
31 to 60 days	14,737	7,337
61 to 90 days	6,041	3,293
91 to 120 days	87	832
Over 120 days	1,415	833
	62,624	33,350

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 2020, prepayments and other receivables included consideration receivables in connection with disposal of subsidiaries of US\$53,432,000 (2019: US\$39,456,000), consideration receivables in connection with disposal of a joint venture of US\$6,319,000 (2019: US\$6,811,000), and advance of US\$47,451,000 (2019: US\$8,594,000) to certain suppliers as deposits for raw materials purchases.

#### 11. Amount due from immediate holding company

The general credit term for trade balances with immediate holding company is 60 days (2019: 60 days).

The aged analysis of amount due from immediate holding company, net of allowance for credit losses, which is prepared based on invoice date of each transaction, which approximated the respective revenue recognition dates, at the end of the reporting period is as follows:

	2020 US\$'000	2019 US\$'000
0 to 30 days	-	2,072
Over 120 days	94,347	103,530
	94,347	105,602

#### 12. Amounts due from fellow subsidiaries

The general credit term for trade balances with fellow subsidiaries is 30 to 60 days (2019: 30 to 60 days).

The aged analysis of amounts due from fellow subsidiaries, net of allowance for credit losses, which is prepared based on invoice date of each transaction, which approximated the respective revenue recognition dates, at the end of the reporting period is as follows:

	2020 US\$2000	2019
	US\$'000	US\$'000
0 to 30 days	196	838
31 to 60 days	35	214
61 to 90 days	1	635
91 to 120 days	1	157
Over 120 days	28,043	30,425
	28,276	32,269

#### 13. Amounts due from associates

The general credit terms are 30 to 90 days (2019: 30 to 90 days).

The aged analysis of trade related amounts due from associates, net of allowance for credit losses, which is prepared based on invoice date of each transaction, which approximated the respective revenue recognition dates, at the end of the reporting period is as follows:

	2020 US\$'000	2019 US\$'000
0 to 30 days	310	505
31 to 60 days	52	69
61 to 90 days	6	540
91 to 120 days	14	306
Over 120 days	3,296	7,001
	3,678	8,421

#### 14. Trade payables

Bills payables of US\$5,422,000 (2019: US\$1,608,000) was included in the Group's trade payables as at 31 December 2020. The following is an analysis of trade payables by age based on invoice date of each transaction:

	2020 US\$'000	2019 US\$'000
0 to 30 days	24,767	12,667
31 to 60 days	12,150	4,455
61 to 90 days	4,903	1,851
91 to 120 days	2,691	433
Over 120 days	6,469	5,442
	50,980	24,848

The average credit period on purchases of materials is 30 to 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

#### 15. Share capital

	Number of shares		Share Capital			
	2020	2019	2020	2020	2019	2019
			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