

## **VICOM LTD**

Company Registration No.: 198100320K

# **Second Quarter 2019 Financial Statements and Dividend Announcement**

The Board of Directors announces the unaudited results of the Group for the Second Quarter and Half Year ended 30 June 2019.

## 1 GROUP INCOME STATEMENT

	Group					
	2nd Qtr 2019	2nd Qtr 2018	Incr/ (Decr)	1st Half 2019	1st Half 2018	Incr/ (Decr)
	\$'000	\$'000	%	\$'000	\$'000	%
Revenue	25,570	24,654	3.7	51,103	49,177	3.9
Staff costs	12,054	11,591	4.0	22,963	22,276	3.1
Depreciation and amortisation*	1,799	1,547	16.3	3,776	3,137	20.4
Contract services	838	832	0.7	1,712	1,533	11.7
Materials and consumables	582	611	(4.7)	1,205	1,223	(1.5)
Premises costs*	433	957	(54.8)	960	1,891	(49.2)
Utilities and communication costs	418	385	8.6	849	762	11.4
Repairs and maintenance costs	364	359	1.4	819	748	9.5
Other operating costs	1,090	1,017	7.2	2,002	2,033	(1.5)
Total operating costs	17,578	17,299	1.6	34,286	33,603	2.0
Operating Profit	7,992	7,355	8.7	16,817	15,574	8.0
Interest Income	390	364	7.1	855	748	14.3
Finance Costs*	(231)		n.m.	(463)		n.m.
Profit before Taxation	8,151	7,719	5.6	17,209	16,322	5.4
Taxation	(1,473)	(1,360)	8.3	(3,076)	(2,843)	8.2
Profit after Taxation	6,678	6,359	5.0	14,133	13,479	4.9
Attributable to:						
Shareholders of the Company	6,556	6,247	4.9	13,899	13,252	4.9
Non-Controlling Interests	122	112	8.9	234	227	3.1
	6,678	6,359	5.0	14,133	13,479	4.9

<sup>\*</sup> Incorporates the effect of adoption of SFRS(I) 16 *Leases* from 1 January 2019.

n.m. - not meaningful

# 2 STATEMENTS OF FINANCIAL POSITION

	Gro	oup	Company		
	30 Jun 2019	31 Dec 2018	30 Jun 2019	31 Dec 2018	
	\$'000	\$'000	\$'000	\$'000	
<u>ASSETS</u>					
Current assets					
Cash and cash equivalents	88,989	104,097	85,321	74,627	
Trade receivables	15,316	16,857	2,037	2,334	
Other receivables and prepayments	1,539	1,638	727	1,012	
Inventories	27	28	<del></del> .	<u> </u>	
Total current assets	105,871	122,620	88,085	77,973	
Non-current assets					
Subsidiaries	-	-	25,941	25,941	
Associate	25	25	-	-	
Club memberships	-	155	-	155	
Financial assets at FVTOCI	1,353	- 56.090	1,353	- 01 00 <i>E</i>	
Vehicles, premises and equipment Right-of-use assets*	54,949 26,687	56,089	20,980 19,265	21,885	
Goodwill	11,325	- 11,325	19,205	-	
Total non-current assets	94,339	67,594	67,539	47,981	
Total assets	200,210	190,214	155,624	125,954	
LIABILITIES AND EQUITY		,		-,	
Current liabilities					
Trade and other payables	20,448	22,804	7,054	6,757	
Provision for relocation costs	6,928	-	-	-	
Lease liabilities*  Due to subsidiaries	1,174	-	562 45,205	- 15,704	
Income tax payable	6,936	6,890	3,790	3,676	
Total current liabilities	35,486	29,694	56,611	26,137	
		20,001		20,101	
Non-current liabilities Deferred tax liabilities	1 5 4 0	1 661	105	244	
Lease liabilities*	1,542 32,906	1,661	185 25,770	244	
Provision for relocation costs	32,900	7,053	23,770	-	
Total non-current liabilities	34,448	8,714	25,955	244	
Total liabilities	69,934	38,408	82,566	26,381	
Capital, reserves and non-controlling interests	_	•	_		
Share capital	36,284	36,284	36,284	36,284	
Other reserves	3,069	3,073	3,069	3,073	
Foreign currency translation reserve	(1)	21	-	-	
Accumulated profits*	89,972	111,456	33,705	60,216	
Equity attributable to	100.001	450.004	70.050	00.570	
shareholders of the Company*	129,324	150,834	73,058	99,573	
Non-controlling interests*  Total equity	952 130,276	972 151,806	73,058	99,573	
•					
Total liabilities and equity	200,210	190,214	155,624	125,954	

<sup>\*</sup> The Group has adopted SFRS(I) 16 Leases on 1 Jan 2019. Please refer to paragraph 11 for further details.

# 3 AGGREGATE AMOUNT OF GROUP'S BORROWINGS

# Secured / Unsecured Lease liabilities as at 30 June 2019

Lease liabilities	<u>30 Jun 2019</u> \$'000	31 Dec 2018 \$'000
Secured		
Amount repayable in one year or less, or on demand	1,174	-
Amount repayable after one year	32,906	-
	34,080	-

# **Details of any collateral**

The lease liabilities of \$34.1 million relates to the adoption of SFRS(I) 16 Leases.

# 4 GROUP CASH FLOW STATEMENT

		GIC	Jup	
	2nd Qtr 2019	2nd Qtr 2018	1st Half 2019	1st Half 2018
	\$'000	\$'000	\$'000	\$'000
Operating activities				
Profit before taxation Adjustments for:	8,151	7,719	17,209	16,322
Depreciation and amortisation*	1,799	1,547	3,776	3,137
Interest income	(390)	(364)	(855)	(748)
Finance costs*	231	-	463	-
Allowance for expected credit losses Loss (Gain) on disposal of vehicles, premises	117	98	134	194
and equipment	7	(19)	11	(20)
Operating cash flows before movements in				
working capital	9,915	8,981	20,738	18,885
Trade and other payables	(422)	(161)	(2,481)	(2,270)
Trade receivables	(467)	(790)	1,407	(2,342)
Other receivables and prepayments	249	(451)	(243)	(537)
Inventories	1	(6)	1	(4)
Cash generated from operations	9,276	7,573	19,422	13,732
Interest paid arising from leases*	(231)	-	(463)	-
Income tax paid	(2,936)	(2,403)	(3,149)	(2,414)
Net cash from operating activities	6,109	5,170	15,810	11,318
Investing activities				
Purchase of vehicles, premises and equipment Purchases of unquoted equity instruments held	(839)	(780)	(1,859)	(1,474)
at FVTOCI	(1,357)	-	(1,357)	-
Interest received Proceeds from disposal of vehicles, premises	674	639	1,197	992
and equipment	20	26	32	36
Net cash used in investing activities	(1,502)	(115)	(1,987)	(446)

<sup>\*</sup> Incorporates the effect of adoption of SFRS(I) 16 Leases from 1 January 2019

Group

	Group					
	2nd Qtr 2019	2nd Qtr 2018	1st Half 2019	1st Half 2018		
	\$'000	\$'000	\$'000	\$'000		
Financing activities						
Payments under lease liabilities*	(264)	-	(525)	-		
Dividends paid to non-controlling interests	-	-	(211)	(244)		
Dividends paid	(28,179)	(20,281)	(28,179)	(20,281)		
Net cash used in financing activities	(28,443)	(20,281)	(28,915)	(20,525)		
Net effect of exchange rate changes in						
consolidating subsidiaries	(13)	35	(16)	41		
Net decrease in cash and cash equivalents	(23,849)	(15,191)	(15,108)	(9,612)		
Cash and cash equivalents at beginning of period	112,838	113,093	104,097	107,514		
Cash and cash equivalents at end of period	88,989	97,902	88,989	97,902		

<sup>\*</sup> Incorporates the effect of adoption of SFRS(I) 16 Leases from 1 January 2019

# 5 GROUP COMPREHENSIVE INCOME STATEMENT

	Group			
	2nd Qtr 2019	2nd Qtr 2018	1st Half 2019	1st Half 2018
	\$'000	\$'000	\$'000	\$'000
Profit after taxation	6,678	6,359	14,133	13,479
Items that may be reclassified subsequently to profit or loss				
Exchange differences arising on translation of foreign operations	(29)	31	(22)	61
Items that will not be reclassified subsequently to profit or loss				
Fair value adjustment on equity investments	(4)		(4)	
Other comprehensive income for the period	(33)	31	(26)	61
Total comprehensive income for the period	6,645	6,390	14,107	13,540
Total comprehensive income attributable to:				
Shareholders of the Company	6,523	6,278	13,873	13,313
Non-controlling interests	122	112	234	227
	6,645	6,390	14,107	13,540

# 6 STATEMENTS OF CHANGES IN EQUITY

Consolidated Statement of Changes in Equity for the Second Quarter and Half Year ended 30 June 2019:

				Group			
	А	ttributable	to sharehold	ers of the Compa	ny		
	Share capital	Other reserves	Foreign currency translation reserve	Accumulated profits	Total	Non- controlling interests	Total equity
•	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 1 January 2019 (as previously reported)	36,284	3,073	21	111,456	150,834	972	151,806
Adoption of SFRS(I) 16*	-	-	-	(7,204)	(7,204)	(43)	(7,247)
Balance at 1 January 2019	36,284	3,073	21	104,252	143,630	929	144,559
Total comprehensive income for the period							
Profit for the period	-	-	-	7,343	7,343	112	7,455
Other comprehensive income for the period	-	-	7	-	7	-	7
Total	-	-	7	7,343	7,350	112	7,462
Payments to non-controlling interests	-	-	-	-	-	(211)	(211)
Balance at 31 March 2019	36,284	3,073	28	111,595	150,980	830	151,810
Total comprehensive income for the period							
Profit for the period	-	-	-	6,556	6,556	122	6,678
Other comprehensive income for the period	-	(4)	(29)	-	(33)	-	(33)
Total	-	(4)	(29)	6,556	6,523	122	6,645
Transactions recognised directly in equity							
Payment of dividends	-	-	-	(28,179)	(28,179)	-	(28,179)
Total	-	-	-	(28,179)	(28,179)	-	(28,179)
Balance at 30 June 2019	36,284	3,069	(1)	89,972	129,324	952	130,276

<sup>\*</sup> The Group has adopted SFRS(I) 16 on 1 January 2019 and adjusted the opening accumulated profits by the cumulative effect of initially applying the standard. Please refer to paragraph 11 for further details.

Consolidated Statement of Changes in Equity for the Second Quarter and Half Year ended 30 June 2018:

				Group			
	Α	ttributable	to sharehold	ers of the Compa	any	•	
			Non-				
	Share capital	Other reserves	translation reserve	Accumulated profits	Total	controlling interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 1 January 2018	36,284	3,073	6	108,969	148,332	977	149,309
Total comprehensive income for the period							
Profit for the period	-	-	-	7,005	7,005	115	7,120
Other comprehensive income for the period	-	-	30	-	30	-	30
Total	-	-	30	7,005	7,035	115	7,150
Payments to non-controlling interests	-	-	-	-	-	(244)	(244)
Balance at 31 March 2018	36,284	3,073	36	115,974	155,367	848	156,215
Total comprehensive income for the period							
Profit for the period	-	-	-	6,247	6,247	112	6,359
Other comprehensive income for the period	-	-	31	-	31	-	31
Total	-	-	31	6,247	6,278	112	6,390
Transactions recognised directly in equity							
Payment of dividends	-	-	-	(20,281)	(20,281)	-	(20,281)
Total	-	-	-	(20,281)	(20,281)	-	(20,281)
Balance at 30 June 2018	36,284	3,073	67	101,940	141,364	960	142,324

Statement of Changes in Equity of the Company for the Second Quarter and Half Year ended 30 June 2019:

	Company					
	Share capital	Other reserves	Accumulated profits	Total equity		
	\$'000	\$'000	\$'000	\$'000		
Balance at 1 January 2019 (as previously reported)	36,284	3,073	60,216	99,573		
Adoption of SFRS(I) 16*	-	-	(7,020)	(7,020)		
Balance at 1 January 2019	36,284	3,073	53,196	92,553		
Profit for the period, representing total comprehensive income for the period		-	4,778	4,778		
Balance at 31 March 2019	36,284	3,073	57,974	97,331		
Profit for the period, representing total comprehensive income for the period		(4)	3,910	3,906		
Transactions recognised directly in equity						
Payment of dividends	-	-	(28,179)	(28, 179)		
Total	-	-	(28,179)	(28, 179)		
Balance at 30 June 2019	36,284	3,069	33,705	73,058		

<sup>\*</sup> The Group has adopted SFRS(I) 16 on 1 January 2019 and adjusted the opening accumulated profits by the cumulative effect of initially applying the standard. Please refer to paragraph 11 for further details.

Statement of Changes in Equity of the Company for the Second Quarter and Half Year ended 30 June 2018:

	Company					
	Share capital	Other reserves	Accumulated profits	Total equity		
	\$'000	\$'000	\$'000	\$'000		
Balance at 1 January 2018	36,284	3,073	69,040	108,397		
Profit for the period, representing total comprehensive income for the period		-	4,646	4,646		
Balance at 31 March 2018	36,284	3,073	73,686	113,043		
Profit for the period, representing total comprehensive income for the period		-	3,668	3,668		
Transactions recognised directly in equity						
Payment of dividends	-	-	(20,281)	(20,281)		
Total	_	-	(20,281)	(20,281)		
Balance at 30 June 2018	36,284	3,073	57,073	96,430		

#### 7 CHANGES IN COMPANY'S SHARE CAPITAL

#### **Share Capital**

During the second quarter ended 30 June 2019, no new ordinary shares were issued by the Company.

As at 30 June 2019, the total number of issued shares was 88,642,000 (31 December 2018: 88,642,000).

The Company does not hold any treasury shares as at 30 June 2019.

#### 8 AUDIT

The financial statements have not been audited or reviewed.

#### 9 AUDITORS' REPORT

Not applicable.

#### 10 ACCOUNTING POLICIES

Except as disclosed in paragraph 11 below, the Group has applied accounting policies and methods of computation in the financial statements for the current reporting period consistent with those of the audited financial statements for the year ended 31 December 2018.

## 11 CHANGES IN ACCOUNTING POLICIES AND ESTIMATES

SFRS(I) 16 *Leases* is effective for financial years beginning on or after 1 January 2019. The Group has applied the simplified transition approach and will not restate comparative amounts for the year prior to first adoption.

SFRS(I) 16 resulted in most of the leases being recognized on the Statement of Financial Position, as the distinction between operating and finance leases is removed. Under the new standard, it requires a lessee to recognise a right-of-use ("ROU") asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments resulting mainly in higher depreciation, lower lease payments (premises costs) and higher finance costs. The only exceptions are short-term leases and leases of low value assets. The accounting for lessors has not changed significantly.

ROU assets are measured using the cost model and are carried at cost less accumulated depreciation and accumulated impairment loss, if any, subsequent to initial recognition. The carrying amount for lease liabilities subsequent to initial recognition would take into account interest on the lease liabilities, lease payments made and any reassessment or lease modifications.

The ROU assets as at 30 June 2019 were largely related to leases of the inspection and testing centres occupied by the Group in the various locations. Accordingly, there was a corresponding increase in lease liabilities as at 30 June 2019.

The adoption of SFRS(I) 16 resulted in adjustments to the Statement of Financial Position of the Group and Company as at 1 January 2019. The differences from the Statement of Financial Position as previously reported at 31 December 2018 are as follows:

Statement of Financial Position	Group	Company
	1 Jan 2019 \$'000	1 Jan 2019 \$'000
Increase in right-of-use assets Increase in lease liabilities	27,358 (34,605)	19,589 (26,609)
Decrease in net assets	(7,247)	(7,020)
Decrease in accumulated profits Decrease in non-controlling interests	(7,204) (43)	(7,020) -
Decrease in total equity	(7,247)	(7,020)

# 12 GROUP EARNINGS PER ORDINARY SHARE AND GROUP EARNINGS BEFORE INTEREST, TAXATION, DEPRECIATION AND AMORTISATION (EBITDA)

# Earnings per ordinary share - Basic and Diluted

	Group					
	2nd Qtr 2019	2nd Qtr 2018	1st Half 2019	1st Half 2018		
Based on weighted average number of ordinary shares in issue - cents	7.40	7.05	15.68	14.95		

# **EBITDA**

			Group			
		2nd Qtr 2019	2nd Qtr 2018	1st Half 2019	1st Half 2018	
(i)	EBITDA (\$'000)	9,791	8,902	20,593	18,711	
(ii)	EBITDA margin (%)	38.3	36.1	40.3	38.0	

# 13 NET ASSET VALUE PER ORDINARY SHARE

	Group		Company	
	30 Jun 2019	31 Dec 2018	30 Jun 2019	31 Dec 2018
Net asset value per ordinary share based on issued share capital - cents	145.89	170.16	82.42	112.33

#### 14 REVIEW OF GROUP PERFORMANCE

#### **Performance Review**

### Revenue

The Group's total revenue of \$25.6 million for 2Q19 was \$0.9 million or 3.7% higher than 2Q18, contributed by higher business volumes.

#### **Operating Costs**

The Group's operating costs of \$17.6 million for 2Q19 were \$0.3 million or 1.6% higher than 2Q18 due mainly to expenses incurred to generate the increase in revenue.

#### **Operating Profit**

Consequently, the Group's operating profit of \$8.0 million for 2Q19 was \$0.6 million or 8.7% higher than 2Q18.

The Group's profit before tax of \$8.2 million for 2Q19 was \$0.4 million or 5.6% higher than 2Q18.

Taxation for the Group of \$1.5 million for 2Q19 was \$0.1 million or 8.3% higher than 2Q18 due to higher profit in 2Q19.

The Group's Profit attributable to Shareholders of the Company of \$6.6 million for 2Q19 was \$0.3 million or 4.9% higher than 2Q18.

#### **Statements of Financial Position**

Total Equity decreased by \$21.5 million to \$130.3 million as at 30 June 2019 due mainly to payment of dividends of \$28.4 million and adjustments to the opening balance of the accumulated profits and non-controlling interest by \$7.2 million from the adoption of SFRS(I) 16 on 1 January 2019 offset by profits generated from operations of \$14.1 million.

Total Assets increased by \$10.0 million to \$200.2 million as at 30 June 2019 due to the increase in Non-Current Assets by \$26.7 million offset by the decrease in Current Assets by \$16.7 million. The increase in Non-Current Assets was due mainly to the increase in Right-of-use Assets of \$26.7 million and Financial Assets at FVTOCI of \$1.4 million, offset by decrease in Vehicles, Premises and Equipment of \$1.2 million and Club Memberships of \$0.2 million. The decrease in Current Assets was due mainly to the decrease in Cash and Cash Equivalents of \$15.1 million, together with the decrease of \$1.5 million in Trade Receivables and \$0.1 million in Other Receivables & Prepayments.

Total Liabilities increased by \$31.5 million to \$69.9 million as at 30 June 2019 due mainly to the increase in Lease Liabilities of \$34.1 million, offset by the decrease in Trade and Other Payables of \$2.4 million, Tax Provision of \$0.1 million and Provision of Relocation Cost of \$0.1 million.

#### **Cash Flow**

The net cash outflow in the quarter was \$23.8 million after payment of dividends.

# 15 ANY VARIANCE BETWEEN PROSPECT STATEMENT PREVIOUSLY DISCLOSED AND THE ACTUAL RESULTS

No forecast or prospect statement has been previously disclosed.

#### 16 GROUP OUTLOOK

The vehicle inspection business is expected to remain strong as more cars that were registered after April 2014 pass the three-year mark and are now subject to a new emission test requirement by the National Environment Agency. The non-vehicle testing business will remain challenging, with the expected slowdown in the Singapore economy.

#### 17 DIVIDEND

## (a) Current Financial Period Reported On

The Directors are pleased to declare a tax-exempt one-tier interim dividend of 14.11 cents (2018: 13.46 cents) per ordinary share.

Name of Dividend	Interim		
Dividend Type	Cash; Tax-exempt one-tier		
Dividend Amount per ordinary share	14.11 cents		
Tax Rate	Exempt one-tier		

## (b) Corresponding Period of the Immediate Preceding Financial Year

Name of Dividend	Interim
Dividend Type	Cash; Tax-exempt one-tier
Dividend Amount per ordinary share	13.46 cents
Tax Rate	Exempt one-tier

#### (c) Date payable

The interim dividend will be paid on 26 August 2019.

# (d) Books closure date

NOTICE IS HEREBY GIVEN that the Transfer Books and Register of Members of the Company will be closed on 20 August 2019 for the purposes of determining Shareholders' entitlements to the interim dividend.

Duly completed and stamped transfers received by the Company's Share Registrar, B.A.C.S. Private Limited, 8 Robinson Road, #03-00 ASO Building, Singapore 048544 up to 5.00 p.m. on 19 August 2019 will be registered to determine Shareholders' entitlements to the interim dividend.

Shareholders (being depositors) whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares in the capital of the Company as at 5.00 p.m. on 19 August 2019 will be entitled to the interim dividend.

### 18 SEGMENT INFORMATION

Not applicable.

## 19 BREAKDOWN OF REVENUE

Not applicable.

## 20 BREAKDOWN OF TOTAL ANNUAL DIVIDEND (IN DOLLAR VALUE)

Not applicable.

# 21 INTERESTED PERSON TRANSACTIONS

There is no Shareholders' mandate for interested person transactions pursuant to Rule 920 of the Listing Manual.

# 22 CONFIRMATION PURSUANT TO RULE 720(1) OF THE LISTING MANUAL

The Company confirms that it has procured the Undertakings from all its Directors and Executive Officers in the format set out in Appendix 7.7 pursuant to Rule 720(1) of the Listing Manual.

# 23 NEGATIVE ASSURANCE CONFIRMATION ON INTERIM FINANCIAL RESULTS UNDER SGX LISTING RULE 705(5) OF THE LISTING MANUAL

The Directors confirm that, to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the second quarter 2019 financial results to be false or misleading in any material aspects.

ON BEHALF OF THE DIRECTORS

Lim Jit Poh Sim Wing Yew Chairman Chief Executive Officer

# BY ORDER OF THE BOARD

Chan Wan Tak, Wendy / Yeo Tee Yeok, Edwin Joint Company Secretaries

7 August 2019