Technovator

TECHNOVATOR INTERNATIONAL LIMITED
同方泰德國際科技有限公司*

(incorporated in Singapore with limited liability)

(Stock Code: 1206)

2014 ANNUAL RESULTS ANNOUNCEMENT

ANNUAL RESULTS

The board (the "**Board**") of directors ("**Directors**") of Technovator International Limited (the "**Company**") is pleased to announce the audited results of the Company and its subsidiaries (the "**Group**") for the year ended 31 December 2014, together with the comparative figures for the year ended 31 December 2013. These results have been reviewed by the Company's audit committee, comprising solely independent non-executive Directors, one of whom chairs the committee.

* *For identification purposes only*

MANAGEMENT DISCUSSION AND ANALYSIS

General

In 2014, Technovator integrated its internal and external resources, robustly expanded its core businesses and continuously extended its scope of services.

With the signs of weak economic revival, buffeted by the increasingly serious energy and environmental problems, government-led impetus, at a global level, to the emerging energy saving and environmental protection industry had been strengthening during the results period. In light of the continuous industrialization and urbanization in China, the Chinese government has attached great importance to environmental protection at an unprecedented level. A series of supportive policies and regulations were put in place to regulate and reduce energy consumption, which led and facilitated the development of the energy saving industry, albeit continued structural slowdown in China's economic growth.

As a leading provider of integrated and comprehensive energy saving services, the Group seized the unprecedented and strategic opportunities for its business development. During the results period, the Group's core building energy saving service business flourished in the Chinese market, by leveraging on its technology competencies as its cornerstone and growth driver and making unremitting efforts to R&D and business models breakthrough. The Group had directly acquired 100% equity interest in Tongfang Energy Saving Engineering Technology Co., Ltd. during the year, which facilitated the development of its business layout in the energy saving field and brought enormous potential for development for the Group in respect of the industrial energy saving sector. Meanwhile, we began to vigorously develop the city-level multi-field and comprehensive energy saving services with a focus on forming a sound business layout and enhancing our capabilities to provide integrated services while maintaining our technological edge and leading market position.

For the year 2014, the Group had revenue of US$221 million and net profit of US$27 million, with increases of 33% and 58% respectively as compared to 2013.

Business Review

Building energy saving service – rapid acceleration of city-level progress

In 2014, the Chinese government kept promoting the development of the building energy saving industry strongly, required the construction of green buildings and the retrofit of existing buildings to speed up, set up energy consumption limits on public buildings and implemented a rating and identification system for green buildings. It is expected that in 2020, over 65% of the existing buildings could fulfil the energy saving standards, while over 50% of the newly built urban buildings could fulfil the standards for green buildings.

In 2014, the Group made remarkable progress in implementing its strategy of promoting city-level building energy saving benefited from the historic opportunities in the building energy saving industry in China. As at the end of 2014, the Group had completed an energy saving retrofit project covering more than 2 million sq.m in Chongqing with Energy Management Contract ("**EMC**") business model. With an estimated energy saving rate of over 20%, it made way for Chongqing to be the first energy saving key city to overfulfil the mission of energy efficiency retrofits for public buildings, of which several display projects such as ASE Centre Plaza and Far Eastern Department Stores in Chongqing were well-recognized by relevant central ministries and commissions. Meanwhile, the Group's city-based E-Cloud Service Centre was successfully launched in Wuhan. Currently, over 30 public buildings had been included in the first batch of the energy efficiency monitoring system, and several key energy saving retrofit projects such as Wuhan Library and Wuhan Agricultural Bureau were completed. At the end of 2014, the Group secured the tender for the construction project of large-scale public building energy consumption monitoring platform in Hunan Province, with more than 200 public buildings over the province involved in the first batch. Currently, the data access works for single buildings had commenced. It is expected that the subsequent energy saving retrofit projects will offer a substantial domestic market for the Group.

With the rapid pace of progress in city-level energy saving services, the Group enriched and extended the EMC model, developed and initiated the model of "Government-Enterprises-Financial Institution Triad". Three parties to jointly facilitate the city-level energy saving retrofit – guided by government policy, implementation led by leading enterprises (full participation of small and medium-sized enterprises) while funded by bank. Such business model had currently achieved initial success in Chongqing, a pilot city, and had begun to duplicate the trial success in several cities including Wuhan, Hunan, Karamay and Chifeng. It is hoped that a stable development model will be formed in the future in order to safeguard the rapid development of the Group's core building energy saving business in Mainland China.

Industrial energy saving sector – proactive exploration for breakthroughs

In August 2014, the Group indirectly acquired 100% equity interest in Tongfang Energy Saving Engineering Technology Co., Ltd. ("**Tongfang Energy Saving**") by way of issuing shares. Such acquisition is an important exploration and breakthrough for the Group to pave the way for facilitating energy saving for urban infrastructures. In addition to the existing building energy saving business, the Group expanded horizontally to multi industry layout such as waste heat recovery and industrial energy saving in order to be well-positioned for providing comprehensive energy management services based on the consolidation of "energy sources, transmission network and end users". This represents a major milestone for the Group to move toward a comprehensive portfolio of city-level energy saving services.

Leveraging on its state-of-the-art technology in conjunction with range of ancillary products and services in respect of regional energy planning and industrial waste heat recovery, Tongfang Energy Saving offers energy investment comprehensive solutions primarily under EMC model. It was included on the list of energy saving service companies of NDRC in 2011 and the recommendation list of energy saving service companies of MIIT in 2013. During the results period, the completed projects of Tongfang Energy Saving shared the stable energy saving efficiency. Furthermore, it entered into and intended to enter into approximately 10 more projects, with the expectation of generating a sustainable steady income for the Group in the future. Looking forward, Tongfang Energy Saving will continue to conduct its own research and development and upgrade, increase the project investment amounts upon the capital source of the Group, as well as carry out effective integration within the sector in order to achieve continuous growth.

City-level energy saving retrofit – multi-field expansion and extension

Riding on its core technologies and products of building energy saving, despite industrial energy saving business, the Group kept exploiting the multi-field business coverage of the city-level comprehensive energy saving services, and extended its business scope to urban heating network and rail transport sector. The first phase of energy saving retrofit project for centralized heat supply engineering in Taiyuan City has currently entered into a period of stable return, and the second phase of the project has commenced. During the results period, the trial run for the rail transport energy saving techniques of the Group completed in the South Gate of Olympic Forest Park Station of Beijing Subway, with an energy saving rate over 50%. Currently, there are more than 300 stations in total in Beijing Subway, which represent a substantial and potential market for the Group in the future.

To improve satisfaction of its users' needs from each of the city-level comprehensive energy saving sector, during the results period, the Group implemented a brand new Techcon building monitoring and management system based on BACnet with an energy management concept of "open, green, and sustainable". The powerful open platform largely expanded the system integration and generality of the existing products, and it was widely applied in about 20 provinces and cities including Chengdu, Guangzhou, Wuhan and Changsha. This further enhanced the core competitiveness of the Group and increased the market share of the products.

Financial Review – Continuing Operations

Revenue

Our total revenue increased by approximately US$54.8 million from approximately US$166.6 million for the year ended 31 December 2013 to approximately US$221.4 million for the year ended 31 December 2014.

Revenue by business segments

The table below sets out our revenue by business segment for the periods indicated.

	For the year ended 31 December				
	2013		**2014**		**2014 vs 2013**
	Revenue *(US$'000)* *(Restated)*	% of revenue	**Revenue** ***(US$'000)***	**% of revenue**	
Building energy-saving solutions:					
Integrated building automation systems	106,820	64.2%	125,026	56.5%	17.0%
Energy management systems	21,852	13.1%	35,692	16.1%	63.3%
Industrial energy-saving solutions:	17,868	10.7%	40,346	18.2%	125.8%
Others:					
Control security systems	19,316	11.6%	19,383	8.8%	0.3%
Fire alarm systems	725	0.4%	996	0.4%	37.4%
Total	166,581	100.0%	221,443	100.0%	32.9%

Building energy-saving solutions

Revenue from building energy-saving solutions increased by approximately US$32.0 million from approximately US$128.7 million for the year ended 31 December 2013 to approximately US$160.7 million for the year ended 31 December 2014 which was contributed by both the Chinese and overseas markets. For the Chinese market, the Company recorded revenue from building energy-saving solutions of approximately US$95.9 million, representing an increase of approximately 28.5% as compared to the previous year. For the overseas market, the Company recorded revenue from building energy-saving solutions of approximately US$64.8 million, representing an increase of approximately 19.9% as compared to the previous year.

Increasing demand on building energy-saving played an important role in keeping sustainable growth, which arose from rolling out of domestic encouraging polices and increasing awareness of energy-efficient products globally. The increase was also due to our brand recognition and experience in large-scale projects riding on the Group's efforts to accelerate the research and development of new technology as well as strengthening sales and marketing strategies.

Industrial energy-saving solutions

Revenue from industrial energy-saving solutions dramatically increased by approximately 125.8% million from approximately US$17.9 million for the year ended 31 December 2013 to approximately US$40.3 million for the year ended 31 December 2014.

Besides the domestic encouraging policies on energy saving industry, the dramatically increase in revenue is due to more contracts completing the phase of the construction and entering into the revenue sharing period.

Others

The two non-core business segments, which are controls security systems and fire alarm systems, recorded a revenue of approximately US$20.4 million for the year ended 31 December 2014, representing an increase of approximately 1.7% as compared to 2013.

Revenue by Geographical Region

The table below sets out our revenue by Geographical Region for the periods indicated.

	For the year ended 31 December				
	2013		**2014**		**2014 vs 2013**
	Revenue *(US$'000)* *(Restated)*	% of revenue	**Revenue** ***(US$'000)***	**% of revenue**	
The PRC	112,554	67.6%	156,649	70.7%	39.2%
North America	28,203	16.9%	35,871	16.2%	27.2%
Europe	14,362	8.6%	20,393	9.2%	42.0%
Rest of the world	11,462	6.9%	8,530	3.9%	(25.6%)
Total	166,581	100.0%	221,443	100.0%	32.9%

Revenue from the PRC market dramatically increased by approximately US$44.0 million to approximately US$156.6 million for the year ended 31 December 2014 from approximately US$112.6 million for the year ended 31 December 2013. This increase was due to the good progress of "city-level energy efficiently retrofit", the commitment of the PRC government to the reduction of carbon emission, as well as the incentive provided by PRC government for using environmental friendly products.

For the overseas market, the business in North America market increased by approximately US$7.7 million from approximately US$28.2 million for the year ended 31 December 2013 to approximately US$35.9 million for the year ended 31 December 2014. The revenue from Europe market increased by approximately US$6.0 million from approximately US$14.4 million for the year ended 31 December 2013 to approximately US$20.4 million for the year ended 31 December 2014. This increase was attributable to our increasing marketing efforts in such business segment to procure new projects and the increasing demand for energy-saving solutions and relevant products in the market.

Cost of sales

Cost of sales increased by approximately 30.9%, or approximately US$34.1 million, from approximately US$110.3 million for the year ended 31 December 2013 to approximately US$144.4 million for the year ended 31 December 2014. Reasons lead to the increase were mainly attributable to an overall increase in the number of projects and the size of projects.

Gross profit

Due to the foregoing factors, gross profit increased by approximately US$20.8 million from approximately US$56.2 million for the year ended 31 December 2013 to approximately US$77.0 million for the year ended 31 December 2014. Gross profit margin increased from approximately 33.8% for the year ended 31 December 2013 to approximately 34.8% for the year ended 31 December 2014.

Other revenue

Other revenue increased from approximately US$3.7 million for the year ended 31 December 2013 to approximately US$4.2 million for the year ended 31 December 2014, due to US$0.7 million increase in interest income.

Other net (loss)/gain

Other net (loss)/gain increased from approximately US$1.1 million of loss for the year ended 31 December 2013 to approximately US$0.03 million of gain for the year ended 31 December 2014 primarily due to the change of foreign exchange rate.

Selling and distribution costs

Selling and distribution costs increased by approximately US$2.0 million, from approximately US$12.5 million for the year ended 31 December 2013 to approximately US$14.5 million for the year ended 31 December 2014. The increase was primarily due to an increase of approximately US$1.2 million in staff costs associated with the expansion of the Group's sales and distribution network. As a percentage of sales, selling and distribution costs slightly decreased to 6.6% for the year ended 31 December 2014 from 7.5% for the year ended 31 December 2013 due to the efficient cost control system.

Administrative and other operating expenses

Administrative and other operating expenses increased by approximately US$3.7 million, from approximately US$16.7 million for the year ended 31 December 2013 to approximately US$20.4 million for the year ended 31 December 2014. The increase was primarily due to group's expansion.

Research and development expenses

Research and development expenses significantly increased from approximately US$4.7 million for the year ended 31 December 2013 to approximately US$5.5 million for the year ended 31 December 2014, mainly due to our continuing effort in research and development activities.

Finance costs

Finance costs increased from approximately US$2.9 million for the year ended 31 December 2013 to approximately US$5.1 million for the year ended 31 December 2014. The increase was primarily due to the increase of financing for large-scale projects.

Income tax

Income tax increased from approximately US$5.3 million for the year ended 31 December 2013 to approximately US$9.2 million for the year ended 31 December 2014. The increase was mainly due to an increase in the Group's profit before taxation in 2014.

Profit for the year

As a result of the foregoing factors, net profit for the year increased by approximately 58.3% from approximately US$16.8 million for the year ended 31 December 2013 to approximately US$26.6 million for the year ended 31 December 2014. Net profit margin increased from approximately 10.1% for the year ended 31 December 2013 to approximately 12.0% for the year ended 31 December 2014.

Working capital and financial resources

The following table sets forth the Group's current assets and liabilities as of the dates indicated:

	As at 31 December	
	2013	**2014**
	(US$'000)	***(US$'000)***
	(Restated)	
Inventories	16,586	18,059
Trade and other receivables	89,235	123,509
Trade and other payables	85,967	84,308
Average inventories turnover days	51	45
Average trade and other receivables turnover days	174	175
Average trade and other payables turnover days	236	215

The Group's inventories increased from approximately US$16.6 million as at 31 December 2013 to approximately US$18.1 million as at 31 December 2014 primarily due to the stock up of inventory in anticipation of securing large-scale projects.

The Group's average inventory turnover days slightly decreased from approximately 51 days in 2013 to approximately 45 days for the year ended 31 December 2014 to accommodate the Group's inventory management policy.

The Group's trade and other receivables amounted to approximately US$89.2 million and approximately US$123.5 million as at 31 December 2013 and 2014, respectively. Such increase in trade and other receivables is attributable to the increase in the revenue of the Group as a result of its global expansion.

The Group's average trade and other receivables turnover days were approximately 174 days and approximately 175 days for the year ended 31 December 2013 and 2014 to respectively, which primarily resulted from the sustainable credit policy we applied.

The Group's trade and other payables slightly decreased from approximately US$86.0 million as at 31 December 2013 to approximately US$84.3 million as at 31 December 2014 resulting from the Group's trade payable management policy.

The Group's average trade and other payables turnover days was approximately 236 days and approximately 215 days for the year ended 31 December 2013 and 2014 mainly to cope with the credit period granted to the Group's customers (especially those project-based customers) and sustain a good relationship with our suppliers.

Liquidity and financial resources

During 2014, the Group has financed its operations primarily through cash flow from operations and bank borrowings. As at 31 December 2014, the Group had approximately US$74.3 million in cash and cash equivalents. The Group's cash and cash equivalents consist primarily of cash in the banks and on hand and deposits that are readily convertible into known amounts of cash.

As of 31 December 2014, the Group's indebtedness consisted of short-term loan of approximately US$63.7 million, average annual interest rate is 5.93%, long-term loan of approximately US$38.5 million, average annual interest rate is approximately 6.15% and obligations under finance lease of approximately US$0.1 million.

The increase in the Group's indebtedness in 2014 was mainly due to the Group's business expansion in China.

The Group's debts were primarily denominated in Renminbi ("RMB"), Canadian dollar ("CAD") and Euro ("EUR"). Cash and cash equivalents were primarily denominated in RMB, CAD, EUR and U.S. dollars.

Gearing ratio as at 31 December 2014, defined as loans and borrowings divided by total assets, is approximately 28.2% (2013: approximately 22.7%).

The Group is exposed to currency risk primarily through sales and purchases which give rise to receivables, payables and cash balances that are denominated in a foreign currency, i.e. a currency other than the functional currency of the operations to which the transactions related. The currencies giving rise to this risk are primarily Euros, United States Dollars and Hong Kong Dollars. The Group had not used any financial instruments for hedging purposes during the year under review.

Nevertheless, the management will continue to monitor the foreign exchange exposure and is prepared to take prudent measures such as hedging when conditions are required.

Pledge of assets

As at 31 December 2014, certain of the Group's interest-bearing bank borrowings were pledged by the Group's assets. The Group's pledged assets increased from approximately US$17.6 million as at 31 December 2013 to approximately US$22.1 million as at 31 December 2014 resulting primarily from the requirement of the bank.

Contractual obligation and capital commitments

The following table sets forth the Group's non-cancellable operating lease commitments as at 31 December 2013 and 2014. The Group's operating lease commitments relate primarily to its leases of office spaces, workspaces and machinery.

	2013 (US$'000) (Restated)	**2014 (US$'000)**
Within one year	1,198	1,955
After one year but within five years	2,914	3,488
Total	4,112	5,443

Capital commitments outstanding at 31 December 2013 and 2014 not provided for in the financial statements were as follows:

	2013 (US$'000) (Restated)	**2014 (US$'000)**
Contracted for	42,753	34,342

Contingent liabilities

As at 31 December 2014, the Group did not have any material contingent liabilities.

Off-balance sheet arrangements

The Group does not have any special purpose entities that provide financing, liquidity, market risk or credit support to it or engage in leasing, hedging or research and development services with it. The Group has not entered into any derivative contracts that are indexed to the shareholders of the company (the "**shareholders**") and classified as Shareholders' equity, or that are not reflected in its financial statements. Moreover, the Group does not have any retained or contingent interest in assets transferred to an unconsolidated entity that services as credit, liquidity or market risk support to such entity.

Employment, training and development

As at 31 December 2014, the Group had a total of 809 employees, representing an increase of 2% compared to 792 employees as at 31 December 2013. Total staff costs for 2014 increased to approximately US$24.9 million from approximately US$20.0 million for the year ended 2013, mainly due to employee and salary increment.

As a matter of policy, employees of the Group are remunerated based on their performance, experience and prevailing industry practices, with all compensation policies and packages reviewed on a regular basis.

The Group provides training to its employees on a regular basis to keep them abreast of their knowledge in the Group's products, technology developments and market conditions of its industry. The Group also provides additional training for each new product launch so to facilitate its frontline sales staff's sales and orientation efforts. In addition, the Group's senior management also participates in conferences and exhibitions to deepen their knowledge in the industry.

Material Acquisitions and Disposals

On 17 April 2014, the Company (as purchaser) entered into a sale and purchase agreement (the "**Sale and Purchase Agreement**") with Valueworth Ventures Limited and Resuccess Investments Limited (as vendors), which together indirectly own the entire equity interest in Tongfang Energy Saving. Upon completion of the Sale and Purchase Agreement on 14 August 2014, Tongfang Energy Saving became an indirectly wholly-owned subsidiary of the Company. Please refer to the announcements of the Company dated 30 April 2014, 24 June 2014, 14 July 2014 and 14 August 2014 and the circular of the Company dated 24 June 2014 for further details.

Save as disclosed above, for the year ended 31 December 2014, the Group did not make any other material acquisition or disposal of subsidiaries or associates.

Significant investment

For the year ended 31 December 2014, the Group had no significant investment.

Outlook

With the continuous growth in demand for energy saving and emission reduction across the globe, as well as the strong facilitation of the energy saving and environmental protection industry by various nations, The Chinese government made a great effort to implement energy efficiency enhancement plan and adhere to its prioritized energy saving strategy, which will bring an unprecedented historic opportunity for the energy saving industry in China. In the future, the energy saving market in China will emphasize on building, industrial and transportation sectors. Technovator will continue to seize new opportunities, fully capitalize on the strengths of its technologies, brands and resources, embrace challenges and maintain a solid and rapid growth.

Exploitation of business scope, realization of a full coverage of city-level energy saving retrofit

As a leading integrated comprehensive energy saving services provider, in addition to the existing business covering various fields such as building energy saving, rail transport energy saving, industrial energy saving and energy saving for heat supply network, we remain committed to exploit and enhance our business layouts in the city-level energy saving field. In the future, the Group will strive to materialize the horizontal business expansion through seeking out potential acquisition opportunities, with an objective to achieving effective integration of resources in all aspects of the city-level energy saving fields. Meanwhile, the Group will innovate and develop a diversified business model, proactively explore the business model of "products and solutions + EPC/EMC + operation", enhance its capabilities in delivering integrated services. We will use our best endeavors to realize a diversified service portfolio in respect of the city-level energy saving fields as soon as possible and create a new blueprint for smart cities.

Integration of resources, focus on developing the Chinese market

As always, profit contribution from Chinese market, a primary market of the Group, plays a prominent part in the development of the Group. With the current huge demand for low carbon and environmental protection and sustainable development in the cities and towns of China, coupled with the strong support given by the government's policies, the Group is of the view that it is a rare opportunity for the development in the energy saving market in China. In the future, the Group will focus on the integration and allocation of the internal effective resources, and emphasize on accelerating the Chinese market exploitation. Based on the facilitation of city-level building energy saving business and the "Government-Enterprises-Financial Institution Triad" Model, we will keep on developing key cities and engage in demonstration projects so that more market shares would be gained. The Group will also continue to expand its customer base, probe deep into customers' needs, explore the energy saving refining services, extend the continuity of the projects and realize a long term, stable and win-win relationship with customers.

Continuous research and development, innovative technologies and application platform

Improving the technological competencies of its core products and the capabilities in delivering integrated services have always been the cornerstones of the development of the Group. In the future, the Group will continue to increase in R&D investment and innovation, further consolidate and upgrade its leading position and technological edge among the building energy saving and related fields so as to realize the fastest application of the most advanced energy management technologies in the market. The Group will enhance the research and development in respect of the collection and management of cloud data, core algorithm of central air-conditioning control and the application software of regional power station sector, and will extend and apply the core technologies to every sector relating to energy saving. Meanwhile, we will keep on exploring new energy saving technologies, research and develop more diversified and humanized energy saving operation systems, application platforms and end devices. The Group will make use of the most powerful technology that it owns as the development cornerstone in order to provide huge driving force for realizing fast development and continue to create enhanced values for shareholders.

CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2014
(Expressed in United States dollars)

	Note	**2014** **US$'000**	2013 US$'000 (Restated)
Revenue	3, 4	221,443	166,581
Cost of sales		(144,406)	(110,344)
Gross profit		77,037	56,237
Other revenue		4,246	3,701
Other net gain/(loss)		34	(1,108)
Selling and distribution costs		(14,513)	(12,501)
Administrative and other operating expenses		(20,441)	(16,701)
Research and development expenses		(5,506)	(4,650)
Profit from operations		40,857	24,978
Finance costs	5(a)	(5,086)	(2,933)
Profit before taxation		35,771	22,045
Income tax	6	(9,189)	(5,258)
Profit for the year		26,582	16,787
Profit attributable to:			
Equity shareholders of the Company		24,530	15,577
Non-controlling interests		2,052	1,210
Profit for the year		26,582	16,787
Earnings per share	7		
Basic (US$)		0.0393	0.0255
Diluted (US$)		0.0352	0.0230

CONSOLIDATED BALANCE SHEET
At 31 December 2014
(Expressed in United States dollars)

	Note	**31 December 2014** **US$'000**	31 December 2013 US$'000 (Restated)	1 January 2013 US$'000 (Restated)
Non-current assets				
Property, plant and equipment		55,740	57,739	33,117
Lease prepayment		519	539	–
Intangible assets		25,566	21,616	16,953
Goodwill		13,964	15,554	16,257
Other financial assets		46,384	26,471	5,348
Deferred tax assets		631	1,165	420
		142,804	123,084	72,095
Current assets				
Trading securities		1,997	1,823	–
Inventories		18,059	16,586	12,208
Trade and other receivables	8	123,509	89,235	69,599
Gross amounts due from customers for contract work		1,526	451	824
Cash and cash equivalents		74,298	69,222	40,763
		219,389	177,317	123,394
Current liabilities				
Trade and other payables	9	84,308	85,967	56,525
Gross amounts due to customers for contract work		732	51	199
Loans and borrowings		63,734	33,592	10,930
Obligations under finance leases		30	30	12
Income tax payable		2,956	1,761	1,668
		151,760	121,401	69,334
Net current assets		67,629	55,916	54,060
Total assets less current liabilities		210,433	179,000	126,155

CONSOLIDATED BALANCE SHEET (CONTINUED)

At 31 December 2014
(Expressed in United States dollars)

	Note	**31 December 2014** **US$'000**	31 December 2013 *US$'000* *(Restated)*	1 January 2013 *US$'000* *(Restated)*
Non-current liabilities				
Loans and borrowings		38,450	34,711	31,274
Obligations under finance leases		84	114	171
Deferred tax liabilities		3,077	1,965	2,100
Other non-current liabilities		34,691	35,571	–
		76,302	72,361	33,545
NET ASSETS		134,131	106,639	92,610
CAPITAL AND RESERVES				
Share capital	10	98,096	38,121	38,121
Reserves		31,283	63,730	47,887
Total equity attributable to equity shareholders of the Company		129,379	101,851	86,008
Non-controlling interests		4,752	4,788	6,602
TOTAL EQUITY		134,131	106,639	92,610

1 BASIS OF PREPARATION

This announcement does not comprise the consolidated financial statements for the year ended 31 December 2014 but the information herein has been extracted from the audited consolidated financial statements of the Group for the year ended 31 December 2014.

The consolidated financial statements for the year ended 31 December 2014 comprise the Company and its subsidiaries (together referred to as the "Group").

During 2014, the Company acquired 100% equity interest in Tongfang Energy Saving Engineering Technology Co., Ltd. ("Tongfang Energy Saving"), through the acquisition of 100% equity interest in TFRH Investments Limited (the "TFRH Investments") and 100% equity interest in Excel Perfect Investments Limited ("Excel Perfect"), which are investing holding companies holding 75% equity interest and 25% equity interest in Tongfang Energy Saving, respectively. The total consideration was satisfied by the issuance of an aggregate of 119,608,189 shares of the Company, of which 89,706,142 and 29,902,047 shares are issued to the shareholders of TFRH Investments and Excel Perfect, respectively. As the Company and TFRH Investments are under common control of Tsinghua Tongfang Co., Ltd, consequently, the acquisition of TFRH Investments are accounted for using merger accounting as prescribed in Hong Kong Accounting Guideline 5, Merger Accounting for Common Control Combinations ("AG 5") issued by the HKICPA. The comparative amounts in the consolidated financial statements have been restated.

These financial statements are presented in United States Dollars ("US$"), rounded to the nearest thousand except for per share data. The measurement basis used in the preparation of the financial statements is the historical cost basis except that the following assets and liabilities are stated at their fair value as explained in the accounting policies set out below:

– Financial instruments classified as trading securities

– Redeemable preference shares

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

2 CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued a few amendments to HKFRSs and one new Interpretation that are first effective for the current accounting period of the Group and the Company. Of these, the following developments are relevant to the Group's financial statement:

- Amendments to HKAS 32, *Offsetting financial assets and financial liabilities*
- Amendments to HKAS 36, *Recoverable amount disclosures for non-financial assets*
- HK(IFRIC) 21, *Levies*

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period. Impacts of the adoption of the new or amended HKFRSs are discussed below:

Amendments to HKAS 32, Offsetting financial assets and financial liabilities

The amendments to HKAS 32 clarify the offsetting criteria in HKAS 32. The amendments do not have an impact on these financial statements as they are consistent with the policies already adopted by the Group.

Amendments to HKAS 36, Recoverable amount disclosures for non-financial assets

The amendments to HKAS 36 modify the disclosure requirements for impaired non-financial assets. Among them, the amendments expand the disclosures required for an impaired asset or CGU whose recoverable amount is based on fair value less costs of disposal. The adoption of the amendments does not have an impact on the Group's financial statements.

HK(IFRIC) 21, Levies

The Interpretation provides guidance on when a liability to pay a levy imposed by a government should be recognised. The amendments do not have an impact on these financial statements as the guidance is consistent with the Group's existing accounting policies.

3 REVENUE

The Group are principally engaged in the design, manufacturing and distribution of integrated building automation, energy management systems and industrial energy-saving systems. In addition, the Group provides products and solutions for control security and fire alarm systems.

Revenue represents the sales value of goods sold to customers, income from provision of services and revenue from construction contracts. The amounts of each significant category of revenue recognised during the years ended 31 December 2013 and 2014 are as follows:

	2014 ***US$'000***	2013 *US$'000* *(Restated)*
Sales of goods	159,694	122,886
Provision of services	21,200	18,429
Contract revenue	40,549	25,266
	221,443	166,581

4 SEGMENT REPORTING

The Group manages its businesses by divisions, which are organised by a mixture of both business lines (products and services) and geography. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following seven reportable segments. No operating segments have been aggregated to form the following reportable segments.

Building Automation Systems ("BAS") (PRC/North America/Europe/Other countries): This is a control and management system that provides intelligent control over various electrical systems in buildings, including air-conditioning, lighting, elevators, ventilation systems, water supply and discharge systems and power supply systems.

The Group's BAS business is segregated further into four operating segments on a geographical basis. All four operating segments primarily derive their revenue from the sales of BAS products. The products are generally a combination of items sourced externally and manufactured in the Group's manufacturing facilities.

Control security systems ("CSS"): This segment sells video surveillance products and develops security access systems in the PRC.

Fire alarm systems ("FAS"): This segment sells FAS products as well as design and manage fire prevention and fighting systems in different types of premises in the PRC.

Energy management systems ("EMS"): This segment provides advanced EMS through integrating its self-developed range of software as part of its total solution and services offered to customers and the hardware platform from running its software in the PRC.

Industrial energy-saving systems ("IES"): This segment provides energy saving related construction and management services, involves investment, construction, operation and maintenance services for industrial energy saving projects.

(a) Information about reportable segments

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results attributable to each reportable segment on the following bases:

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments. However, other than reporting inter-segment sales of products, assistance provided by one segment to another, including sharing of assets and technical know-how, is not measured.

The measure used for reporting segment results is profit or loss before income tax adjusted for items not specifically attributed to individual segments, such as interest income and interest expenses. Segment profit or loss is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

In addition to receiving segment information concerning segment results, management is provided with segment information concerning revenue (including inter-segment sales), interest expense from borrowings managed directly by the segments, depreciation, amortisation and impairment losses. Inter-segment pricing is determined on a consistent basis using market benchmarks.

Segment assets and liabilities are not regularly reported to the Group's senior executive management and therefore information of reportable segment assets and liabilities are not presented in the consolidated financial statements.

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the years ended 31 December 2013 and 2014 is set out below:

	BAS – PRC		BAS – North America		BAS – Europe		BAS – Other countries		CSS – PRC		FAS – PRC		EMS – PRC		IES – PRC		Total	
	2014	2013	**2014**	2013	**2014**	2013	**2014**	2013	**2014**	2013	**2014**	2013	**2014**	2013	**2014**	2013	**2014**	2013
	US$'000	*US$'000*	***US$'000***	*US$'000*	***US$'000***	*US$'000*	***US$'000***	*US$'000*	***US$'000***	*US$'000*	***US$'000***	*US$'000*	***US$'000***	*US$'000*	***US$'000***	*US$'000*	***US$'000***	*US$'000* (Restated)
Revenue from external customers	60,232	52,793	35,871	28,203	20,393	14,362	8,530	11,462	19,383	19,316	996	725	35,692	21,852	40,346	17,868	221,443	166,581
Inter-segment revenue	7,098	6,759	710	378	–	–	2	3	–	–	–	–	761	–	–	–	8,571	7,140
Reportable segment revenue	67,330	59,552	36,581	28,581	20,393	14,362	8,532	11,465	19,383	19,316	996	725	36,453	21,852	40,346	17,868	230,014	173,721
Reportable segment profit	12,285	10,937	6,117	4,574	3,478	2,298	1,454	1,835	818	1,130	164	110	16,723	10,804	10,386	1,707	51,425	33,395
Finance costs	(1,073)	(503)	(924)	(431)	(526)	(585)	–	–	–	–	–	–	–	–	(2,563)	(1,414)	(5,086)	(2,933)
Depreciation and amortisation for the year	(1,004)	(896)	(2,184)	(2,142)	(1,241)	(1,091)	(37)	(51)	(289)	(291)	(15)	(11)	(544)	(329)	(4,979)	(2,857)	(10,293)	(7,668)

(b) Reconciliations of reportable segment revenues and profit or loss

	2014	2013
	US$'000	*US$'000*
		(Restated)
Revenue		
Reportable segment revenue	230,014	173,721
Elimination of inter-segment revenue	(8,571)	(7,140)
Consolidated revenue	221,443	166,581
Profit		
Reportable segment profit	51,425	33,395
Elimination of inter-segment profits	(40)	(36)
Reportable segment profit derived from the Group's external customers	51,385	33,359
Depreciation and amortisation	(10,293)	(7,668)
Finance costs	(5,086)	(2,933)
Unallocated head office and corporate expenses	(235)	(713)
Consolidated profit before taxation	35,771	22,045

(c) **Geographic information**

The following table sets out information about the geographical location of the Group's revenue from external customers. The geographical location of customers is based on the location at which the services were provided or the goods were delivered.

	2014	2013
	US$'000	*US$'000*
		(Restated)
Revenue derived from:		
PRC	156,649	112,554
United States	29,558	23,836
France	12,494	10,624
Canada	4,993	4,367
Australia	2,391	1,628
Switzerland	1,704	2,147
Other countries	13,654	11,425
	221,443	166,581

5 PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging:

	2014	2013
	US$'000	*US$'000*
		(Restated)
(a) Finance costs		
Interest on loans and borrowings wholly repayable within five years	4,074	2,417
Other financial costs	1	2
Net change in fair value of redeemable preference shares	1,011	514
	5,086	2,933
(b) Staff costs		
Salaries and other benefits	21,834	18,286
Contributions to defined contribution retirement schemes	1,137	934
Equity settled share-based payment expenses	1,902	795
	24,873	20,015
(c) Other items		
Cost of inventories	129,511	101,954
Amortisation of intangible assets and lease prepayment	4,111	3,577
Depreciation	6,182	4,091

6 INCOME TAX

	2014	2013
	US$'000	*US$'000*
		(Restated)
Current tax		
Provision for the year	7,312	6,051
Under provision in respect of prior years	33	48
	7,345	6,099
Deferred tax		
Origination and reversal of temporary differences	1,844	(841)
	9,189	5,258

Notes:

(i) The Company is subject to Singapore corporate income tax at 17% for the year ended 31 December 2014 (2013:17%). No provision for Singapore income tax was made because the Company sustained tax losses for the years ended 31 December 2013 and 2014.

(ii) The subsidiaries of the Group established in the PRC are subject to PRC Corporate Income Tax rate of 25% for the year ended 31 December 2013 and 2014.

Distech Controls Inc. ("Distech Controls") and e2 Solutions Inc. are subject to Canadian corporate income tax at 27% for the year ended 31 December 2014 (2013: 27%). Corporate income tax comprises federal and provincial taxes which also apply to investment income earned by general corporations other than capital gains and dividends received from Canadian corporations. The rate that applies to capital gains is half of the Canadian corporate income tax rate.

Distech Controls LLC ("Distech U.S.") is a single member limited liability company and was structured as a disregarded entity for United States Federal, state and local income tax purpose. Accordingly, no provision for United States corporate income tax was made for the years ended 31 December 2013 and 2014.

Distech Controls S.A.S. (formerly known as Société Comtec Technologies S.A.S.) ("Comtec"), Acelia S.A.S. ("Acelia") and Distech France Holding S.A.S. ("Distech France") are subject to French corporate income tax at rate of 33.33%. Distech France, Comtec and Acelia formed a tax-consolidated group under the French tax law effective from 1 January 2011, whereby the tax-consolidated group is taxed as a single entity headed by Distech France.

The subsidiary of the Group established in the Cayman Islands is not subject to any income tax pursuant to the rules and regulations of the Cayman Islands.

The subsidiary of the Group incorporated in Hong Kong is subject to Hong Kong Profits Tax rate of 16.5% for the year ended 31 December 2014 (2013: not applicable).

(iii) Tongfang Technovator International Technology (Beijing) Co., Ltd. ("Technovator Beijing") is recognised as a high and new technology enterprise and is eligible to enjoy a preferential tax rate of 15% until October 2017.

Tongfang Energy Saving is recognised as a high and new technology enterprise and is eligible to enjoy a preferential tax rate of 15% for the year ended 31 December 2014 (2013: 25%) until December 2016.

7 EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to ordinary equity shareholders of the Company of US$24,530,000 (2013: US$15,577,000 (as restated)) and the weighted average number of ordinary shares of 623,550,209 (2013: 611,226,142 (as restated)) in issue during the year, calculated as follows:

Weighted average number of ordinary shares:

	2014 ***Number of shares***	2013 *Number of shares*
Issued ordinary shares at 1 January (as previously reported)	521,520,000	521,520,000
Adjusted for the acquisition of TFRH investments	89,706,142	89,706,142
Issued ordinary shares at 1 January (as restated)	611,226,142	611,226,142
Shares issued upon acquisition of Excel Perfect	11,387,355	–
Effect of exercise of Share Option Scheme 2012	936,712	–
Weighted average number of ordinary shares at 31 December	623,550,209	611,226,142

(b) Diluted earnings per share

The calculation of diluted earnings per share is based on the profit attributable to equity shareholders of the Company of US$23,307,000 (2013: US$14,614,000 (as restated)) and the weighted average number of ordinary shares of 661,387,532 (2013: 634,425,501 (as restated)) in issue during the year, calculated as follows:

(i) Profit attributable to ordinary equity shareholders of the Company (diluted):

	2014 ***US$'000***	2013 *US$'000* *(Restated)*
Profit attributable to ordinary equity shareholders	24,530	15,577
Diluted effects of redeemable preference shares	(1,223)	(963)
Profit attributable to ordinary equity shareholders (diluted)	23,307	14,614

(ii) Weighted average number of ordinary shares (diluted):

	2014 ***Number of shares***	2013 *Number of shares*
Weighted average number of ordinary shares at 31 December (as restated)	623,550,209	611,226,142
Effect of deemed issue of ordinary shares under the Company's option scheme for nil consideration	37,837,323	23,199,359
Weighted average number of ordinary shares (diluted) at 31 December	661,387,532	634,425,501

8 TRADE AND OTHER RECEIVABLES

	2014	2013
	US$'000	*US$'000*
		(Restated)
Trade debtors due from related parties	30,969	4,156
Other trade debtors and bills receivable	82,630	74,493
Less: Allowance for doubtful debts	(3,148)	(2,338)
	110,451	76,311
Other receivables		
– amounts due from related parties	1,851	598
– amounts due from third parties	2,344	4,484
Loans and receivables	114,646	81,393
Deposits and prepayments	8,863	7,842
	123,509	89,235

At 31 December 2014, certain trade debtors and bills receivable with carrying value US$11,330,000 (2013: US$8,382,000 (as restated)) have been pledged as securities for the loans and borrowings.

All of the trade and other receivables are expected to be recovered or recognised as expense within one year.

Included in trade and other receivables are external trade debtors and bills receivable (net of allowance for doubtful debts) with the following ageing analysis as of the balance sheet date:

	2014	2013
	US$'000	*US$'000*
		(Restated)
Current	68,885	49,835
Less than 1 month past due	8,679	7,086
More than 1 month but less than 3 months past due	10,152	3,662
More than 3 months but less than 12 months past due	16,117	11,751
More than 12 months past due	6,618	3,977
	41,566	26,476
	110,451	76,311

Trade debtors and bills receivable are due within 30–180 days from the date of billing.

9 TRADE AND OTHER PAYABLES

	2014	2013
	US$'000	*US$'000*
		(Restated)
Trade payables due to related parties	6,207	4,647
Other trade and bills payable	58,433	48,645
	64,640	53,292
Other payables and accruals	14,236	27,799
Financial liabilities measured at amortised cost	78,876	81,091
Receipts in advance	5,429	4,846
Deferred income	3	30
	84,308	85,967

All of the above balances are expected to be settled within one year. Included in trade and other payables are trade and bills payables with the following ageing analysis as of the balance sheet date:

	2014	2013
	US$'000	*US$'000*
		(Restated)
By date of invoice:		
Within 3 months	55,989	47,115
More than 3 months but within 6 months	1,554	1,980
More than 6 months but within 12 months	2,881	2,592
More than 12 months	4,216	1,605
	64,640	53,292

10 CAPITAL, RESERVES AND DIVIDENDS

(a) Share capital

	2014		2013	
	Number of shares	***Amounts US$'000***	*Number of shares*	*Amounts US$'000*
Ordinary shares, issued and fully paid:				
At 1 January	521,520,000	38,121	521,520,000	38,121
Shares issued for the acquisition of TFRH Investments and Excel Perfect	119,608,189	59,413	–	–
Shares issued under Share Option Scheme 2012	3,100,000	562	–	–
At 31 December	644,228,189	98,096	521,520,000	38,121

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

(i) On 14 August 2014, a total of 119,608,189 Shares were issued in relation to the acquisition of TFRH Investments by the Company.

(ii) During 2014, a total of 3,100,000 shares were issued by the Company upon the exercise of shares options by certain grantees pursuant to the Share Option Scheme 2012 at a consideration of US$460,000 which was credited to share capital and US$102,000 has been transferred from the share based compensation reserve to the share capital.

(iii) Terms of unexpired and unexercised share options under the Share Option Scheme 2012, 2013 and 2014 at the balance sheet dates are as follows:

	2014		2013	
Exercise period	***Exercise price***	***Number of options***	*Exercise price*	*Number of options*
23 July 2014 to 22 July 2017	HK$1.15	21,150,000	HK$1.15	24,250,000
23 July 2015 to 22 July 2017	HK$1.15	24,250,000	HK$1.15	24,250,000
5 September 2015 to 4 September 2018	HK$3.06	26,950,000	HK$3.06	26,950,000
5 September 2016 to 4 September 2018	HK$3.06	25,150,000	HK$3.06	25,150,000
5 August 2014 to 4 August 2019	HK$3.83	3,000,000	NIL	NIL
15 August 2016 to 14 August 2019	HK$3.83	4,300,000	NIL	NIL
17 October 2015 to 16 October 2019	HK$3.444	3,500,000	NIL	NIL
17 October 2016 to 16 October 2019	HK$3.444	3,500,000	NIL	NIL
		111,800,000		100,600,000

Each option entitles the holder to subscribe for one ordinary share in the Company.

(b) Dividends

The Company has not distributed any dividends during the years ended 31 December 2013 and 2014.

11 BUSINESS COMBINATION UNDER COMMON CONTROL

On 14 August 2014, the Company completed the acquisition of 100% equity interest in Tongfang Energy Saving, through the acquisition of 100% equity interest in TFRH Investments and 100% equity interest in Excel Perfect. The acquisition of TFRH Investments has been accounted for under merger accounting for business combination under common control and the comparative amounts in the consolidated financial statements are restated accordingly. The acquisition of Excel Perfect has been accounted for as an acquisition of non-controlling interests.

Recognised amounts of carrying value of identifiable assets acquired and liabilities assumed at the date of acquisition are as follows:

	USD'000
Property, plant and equipment	31,530
Other non-current assets	19,081
Cash and cash equivalents	2,236
Other current assets	30,823
Current liabilities	(61,556)
Non-current liabilities	(12,009)
Non-controlling interest	(719)
Total identifiable net assets acquired	9,386

The reconciliation of the effect arising from the business combinations under common control on the consolidated financial statements of the Group is as follows:

	The Group *(as previously reported)* *US$'000*	**TFRH Investments** *US$'000*	**The Group** *(as restated)* *US$'000*
Results of operations for the year ended 31 December 2013:			
Profit/(loss) from operations	26,132	(1,154)	24,978
Profit/(loss) for the year	18,827	(2,040)	16,787
Profit/(loss) attributable to:			
– Equity shareholders of the Company	17,105	(1,528)	15,577
– Non-controlling interests	1,722	(512)	1,210
Balance sheet as at 31 December 2013:			
Non-current assets	73,828	49,256	123,084
Current assets	137,708	39,609	177,317
Current liabilities	71,198	50,203	121,401
Non-current liabilities	44,162	28,199	72,361
Total equity attributable to the equity shareholders of the Company	94,619	7,232	101,851
Non-controlling interests	1,557	3,231	4,788

CORPORATE GOVERNANCE

Throughout the year ended 31 December 2014, the Company complied with all code provisions and, where appropriate, adopted the recommended best practices as set out in the Corporate Governance Code in Appendix 14 to the Main Board Listing Rules.

MODEL CODE FOR SECURITIES TRANSACTIONS OF DIRECTORS OF LISTED ISSUERS ("MODEL CODE")

The Company has also adopted the Model Code set out in Appendix 10 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**") effective since its adoption by the Company from 8 September 2011 and throughout the year ended 31 December 2014 as its code of conduct regarding securities transactions by the Directors. Having made specific enquiry with all Directors of the Company, all Directors confirmed that they have complied with the required standard set out in the Model Code and its code of conduct regarding directors' securities transactions during the year ended 31 December 2014.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the year ended 31 December 2014.

DIVIDENDS

The Company has not declared and paid any dividend during the year ended 31 December 2014. The Board does not recommend any final dividend for the year ended 31 December 2014.

BOOK CLOSURE

In order to determine the entitlement to attend and vote at the annual general meeting ("**AGM**"), the transfer books and register of members of the Company will be closed from Friday, 24 April 2015 to Tuesday, 28 April 2015, both days inclusive, during which period no transfer of Shares in the Company will be effected. The record date for entitlement to attend and vote at the AGM is Tuesday, 28 April 2015. In order to be eligible to attend and vote at the forthcoming AGM of the Company to be held on 28 April 2015, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Thursday, 23 April 2015.

AGM

The AGM of the Company will be held in Hong Kong on 28 April 2015. Notice of the annual general meeting will be issued and disseminated to shareholders of the Company in due course.

PUBLICATION OF ANNUAL RESULTS AND ANNUAL REPORT

This annual results announcement is published on the websites of The Stock Exchange of Hong Kong Limited ("**Hong Kong Stock Exchange**") (www.hkex.com.hk) and the Company (www.technovator.com.sg). The annual report for the year ended 31 December 2014 containing all the information required by Appendix 16 to the Listing Rules will be dispatched to shareholders of the Company and available on the same websites in due course.

PUBLICATION OF RESULTS ANNOUNCEMENT

This annual results announcement is available for viewing on the websites of the Hong Kong Stock Exchange at www.hkexnews.hk and the Company's website at www.technovator.com.sg.

AUDIT COMMITTEE

The Group's audited consolidated results for the year ended 31 December 2014 have been reviewed by the audit committee of the Company, who are of the opinion that the annual results comply with the applicable accounting standards, the Listing Rules and legal requirements and that adequate disclosures have been made.

By Order of the Board of
Technovator International Limited
Lu Zhicheng
Chairman

Beijing, 18 March 2015

As at the date of this announcement, the executive directors of the Company are Mr. Zhao Xiaobo and Mr. Seah Han Leong; the non-executive directors of the Company are Mr. Lu Zhicheng, Mr. Fan Xin, Mr. Liu Tianmin and Mr. Ng Koon Siong; and the independent non-executive directors of the Company are Mr. Fan Ren Da Anthony, Mr. Chia Yew Boon and Ms. Chen Hua.