



SERIAL SYSTEM LTD

Company Registration No.: 199202071D

(Incorporated in Singapore on 22 April 1992)

Unaudited Full Year Financial Statement And Dividend Announcement for the Period Ended 31 December 2016

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF- YEAR AND FULL YEAR RESULTS

1(a)(i) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Note	Fourth Quarter			Year-To-Date		
		4Q2016 US\$'000	4Q2015 US\$'000		31/12/2016 US\$'000	31/12/2015 US\$'000	
Sales		344,949	329,078	5%	1,402,583	1,221,562	15%
Cost of sales		(319,312)	(306,333)	4%	(1,305,190)	(1,130,076)	15%
Gross profit		25,637	22,745	13%	97,393	91,486	6%
Gross profit margin		7.4%	6.9%	0.5 pt	6.9%	7.5%	-0.6 pt
Other income:							
Other operating income		3,486	1,367	155%	13,802	8,388	65%
Expenses:							
Distribution		(13,021)	(10,694)	22%	(50,428)	(45,854)	10%
Administrative		(2,659)	(3,029)	-12%	(12,191)	(12,010)	2%
Finance		(1,645)	(1,900)	-13%	(8,289)	(6,734)	23%
Other		(4,822)	(5,955)	-19%	(24,054)	(18,559)	30%
Total expenses		(22,147)	(21,578)	3%	(94,962)	(83,157)	14%
		6,976	2,534	175%	16,233	16,717	-3%
Share of results of associated companies (after income tax)		(185)	(291)	-36%	(3,949)	(1,572)	151%
Profit before income tax	1	6,791	2,243	203%	12,284	15,145	-19%
Income tax expense	2	(2,392)	(1,119)	114%	(6,937)	(3,841)	81%
Profit after income tax		4,399	1,124	291%	5,347	11,304	-53%
Attributable to:							
Equity holders of the Company		4,048	1,027	294%	4,558	11,035	-59%
Non-controlling interests		351	97	262%	789	269	193%
		4,399	1,124	291%	5,347	11,304	-53%

Notes :

1. Profit before income tax

		The Group			Year-To-Date		
		Fourth Quarter		%	31/12/2016		%
		4Q2016	4Q2015		31/12/2016	31/12/2015	
		US\$'000	US\$'000		US\$'000	US\$'000	
Profit from operations is arrived at after charging/(crediting) :-							
a.	Depreciation and amortisation	935	803	16	3,802	2,899	31
b.	Amortisation of distribution rights	4	35	-89	6	1,116	-99
c.	Impairment losses on goodwill arising from acquisition of subsidiaries	225	180	25	1,100	720	53
d.	Negative goodwill arising from acquisition of subsidiaries	-	-	NM	(345)	-	NM
e.	Loss on remeasuring previously held equity in an associated company	-	-	NM	449	-	NM
f.	Gain on sale of business	-	(680)	NM	-	(2,520)	NM
g.	Gain on dilution of interests in an associated company	-	(3)	NM	(369)	(50)	638
h.	Gain on disposal of property, plant and equipment	(33)	(8)	313	(21)	(21)	-
i.	Property, plant and equipment written off	21	173	-88	21	198	-89
j.	Fair value gain on investment properties	(228)	(205)	11	(228)	(205)	11
k.	Gain on sale of financial assets, available-for-sale	(890)	-	NM	(3,874)	-	NM
l.	Gain on sale of financial assets, at fair value through profit or loss	-	-	NM	-	(80)	NM
m.	Fair value losses/(gain) on financial assets, at fair value through profit or loss	476	20	2,280	533	(72)	-840
n.	Impairment loss on financial asset, available-for-sale	25	24	4	25	24	4
o.	Impairment losses on other assets (non-trade)	127	-	NM	127	-	NM
p.	Allowance for impairment losses on trade receivables	1,110	119	833	1,472	238	518
q.	(Write-back) of allowances/allowances for inventory obsolescence	(1,634)	420	489	1,848	1,182	56
r.	Write-off of inventories	425	53	702	569	168	239
s.	Foreign exchange (gain)/loss (net)	(135)	2,345	106	2,190	1,287	70
t.	Currency translation reserve realised to income statement upon repayment of inter-company long term loans	755	1,125	-33	1,847	1,377	34
u.	(Gain)/loss on derivative financial instruments	(71)	592	112	104	1,488	-93
v.	Fair value loss/(gain) on derivative financial instruments	167	(680)	-125	167	(671)	-125
w.	Dividend income received from financial assets, available-for-sale	-	-	NM	(153)	(147)	4
x.	Interest income	(387)	(194)	99	(1,166)	(371)	214

2. Income tax expense	Fourth Quarter			Year-To-Date		
	4Q2016	4Q2015	%	31/12/2016	31/12/2015	%
	US\$'000	US\$'000		US\$'000	US\$'000	
Under/(over) provision in preceding financial years						
- Current income tax	1,150	(171)	-773	1,900	(152)	-1,350
- Deferred income tax	57	-	NM	57	-	NM
	<u>1,207</u>	<u>(171)</u>	<u>-806</u>	<u>1,957</u>	<u>(152)</u>	<u>-1,388</u>

The under provision of tax expense in preceding years for FY2016 was mainly attributable to tax provision by the Group's 91% owned subsidiary, Serial Microelectronics (Shenzhen) Co., Ltd ("SMSZ"). A corresponding estimated tax recoverable from Hong Kong's Inland Revenue Department of US\$1.7 million has been accrued under SMSZ's holding company, Serial Microelectronics (HK) Limited (a 91% owned subsidiary of the Group) being relief from double taxation under the Double Taxation Agreement between Hong Kong and China.

NM – Not Meaningful

1(a)(ii) A statement of comprehensive income for the Group together with a comparative statement for the corresponding period of the immediately preceding financial year

	Fourth Quarter			Year-To-Date		
	4Q2016	4Q2015	%	31/12/2016	31/12/2015	%
	US\$'000	US\$'000		US\$'000	US\$'000	
Net profit after income tax	4,399	1,124	291%	5,347	11,304	-53%
Other comprehensive income for the period:						
Items that will not be reclassified subsequently to profit or loss:						
Defined benefit plans' actuarial gains/(losses)	300	(190)	258%	300	(190)	258%
Share of associated company's other comprehensive income	(47)	16	-394%	-	261	NM
	<u>253</u>	<u>(174)</u>	<u>245%</u>	<u>300</u>	<u>71</u>	<u>323%</u>
Items that may be reclassified subsequently to profit or loss:						
Net (loss)/gain on fair value changes on financial assets, available-for-sale	(516)	(149)	246%	8,071	(1,353)	697%
Fair value gain on financial assets, available-for-sale reclassified to profit or loss	(630)	-	NM	(3,048)	-	NM
Share of associated company's other comprehensive income	(1,575)	(376)	319%	(1,552)	(376)	313%
Currency translation differences	(2,222)	865	-357%	10	(5,073)	100%
	<u>(4,943)</u>	<u>340</u>	<u>-1,554%</u>	<u>3,481</u>	<u>(6,802)</u>	<u>151%</u>
Other comprehensive (loss)/income for the period	(4,690)	166	-2,925%	3,781	(6,731)	156%
Total comprehensive income for the period	(291)	1,290	-123%	9,128	4,573	100%
Total comprehensive income attributable to:						
Equity holders of the Company	(802)	1,029	-178%	8,696	3,972	119%
Non-controlling interests	511	261	96%	432	601	-28%
	<u>(291)</u>	<u>1,290</u>	<u>-123%</u>	<u>9,128</u>	<u>4,573</u>	<u>100%</u>

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

	The Group		The Company	
	31/12/2016 US\$'000	31/12/2015 US\$'000	31/12/2016 US\$'000	31/12/2015 US\$'000
ASSETS				
Current assets				
Cash and cash equivalents	65,153	64,048	859	1,745
Trade and other receivables	207,750	179,357	12,393	10,385
Inventories	152,901	135,743	-	-
Financial assets, at fair value through profit or loss	812	1,331	-	-
Other current assets	3,944	2,106	245	50
	430,560	382,585	13,497	12,180
Non-current assets				
Financial assets, at fair value through profit or loss	-	13	-	-
Loans and receivables	820	1,000	45,241	42,570
Financial assets, available-for-sale	7,517	2,654	-	-
Investments in associated companies	16,738	18,729	4,872	6,792
Investments in subsidiaries	-	-	65,547	64,926
Property, plant and equipment	35,200	34,853	305	393
Investment properties	5,267	7,320	-	-
Intangible assets	14,721	15,894	465	544
Other assets	1,068	1,411	-	-
Deferred income tax assets	711	662	-	-
	82,042	82,536	116,430	115,225
Total Assets	512,602	465,121	129,927	127,405
LIABILITIES				
Current liabilities				
Trade and other payables	178,507	139,467	9,128	5,832
Current income tax liabilities	4,070	3,236	405	498
Borrowings	189,393	181,438	2,216	2,262
	371,970	324,141	11,749	8,592
Non-current liabilities				
Other payable	-	-	6,078	4,481
Borrowings	15,032	20,584	8,310	10,743
Defined benefit plans liabilities	542	814	-	-
Deferred income tax liabilities	271	198	-	-
	15,845	21,596	14,388	15,224
Total Liabilities	387,815	345,737	26,137	23,816
Net Assets	124,787	119,384	103,790	103,589

	The Group		The Company	
	31/12/2016 US\$'000	31/12/2015 US\$'000	31/12/2016 US\$'000	31/12/2015 US\$'000
EQUITY				
Capital and reserves attributable to the Company's equity holders				
Share capital	72,648	72,648	72,648	72,648
Treasury shares	(736)	(736)	(736)	(736)
Capital reserve	1,276	1,276	180	180
Defined benefit plans reserve	(257)	(557)	-	-
Fair value reserve	3,670	(1,353)	-	-
Revaluation reserve	59	59	-	-
Other reserve	(771)	(718)	-	-
Currency translation reserve	(2,683)	(1,498)	17,589	17,589
Retained earnings	46,719	46,680	14,109	13,908
	119,925	115,801	103,790	103,589
Non-controlling interests	4,862	3,583	-	-
Total Equity	124,787	119,384	103,790	103,589

1(b)(ii) Aggregate amount of group's borrowings and debt securities.

Amount repayable in one year or less, or on demand

31/12/2016		31/12/2015	
<u>Secured</u>	<u>Unsecured</u>	<u>Secured</u>	<u>Unsecured</u>
US\$'000	US\$'000	US\$'000	US\$'000
5,065	184,328	3,216	178,222

Amount repayable after one year

31/12/2016		31/12/2015	
<u>Secured</u>	<u>Unsecured</u>	<u>Secured</u>	<u>Unsecured</u>
US\$'000	US\$'000	US\$'000	US\$'000
12,378	2,654	15,274	5,310

Details of any collateral

- a) A US\$13.9 million (S\$20 million) four-year term loan with an outstanding balance amounting to US\$10.5 million (31 December 2015: US\$13.0 million) taken up by the Company with a bank is secured with the following:
 - a first legal mortgage on the leasehold land and building ('Mortgaged Property') held by a wholly owned Singapore subsidiary, Serial Investment Pte Ltd;
 - an assignment of all rights and benefits relating to the Mortgaged Property;
 - an assignment of all rights, title interest and benefits in tenancy agreements, relating to the Mortgaged Property;
 - an assignment of all rights and benefits under the insurance policies taken in relation to the Mortgaged Property; and
 - joint and several guarantees of certain subsidiaries of the Group.
- b) A US\$0.5million (MYR2.2 million) ten-year term loan taken up in 3Q2016 by a wholly owned Malaysia subsidiary, Serial Microelectronics Sdn. Bhd. to part finance the acquisition of a property in Malaysia, is secured by a first legal mortgage of the property and guarantee by a subsidiary of the Group.
- c) Bank borrowing of US\$3.5 million (31 December 2015: US\$3.7 million) taken by a wholly owned Taiwan subsidiary, Serial Investment (Taiwan) Inc., ("SITW") to part finance the acquisition of a property in Taiwan is secured by a first legal mortgage of the property. Additional short term bank borrowings of US\$1.9 million taken up by SITW in 4Q2016 is also secured by a first legal mortgage of the same property.
- d) Bank borrowing of US\$1.0 million (31 December 2015: US\$1.7 million) taken by a wholly owned South Korea subsidiary, Serial Microelectronics Korea Limited, to part finance the acquisition of a property in South Korea is secured by a first legal mortgage of the property.
- e) Finance lease liabilities of US\$0.04 million (31 December 2015: US\$0.06 million) are secured on the Group's motor vehicles acquired under finance lease agreements.

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Fourth Quarter		Year-To-Date	
	4Q2016	4Q2015	31/12/2016	31/12/2015
	US\$'000	US\$'000	US\$'000	US\$'000
Cash flows from operating activities				
Profit before income tax	6,791	2,243	12,284	15,145
Adjustments for:				
Amortisation of computer software license costs	81	122	311	334
Amortisation of distribution rights	4	35	6	1,116
Depreciation of property, plant and equipment	854	681	3,491	2,565
Property, plant and equipment written off	21	173	21	198
Gain on disposal of property, plant and equipment	(33)	(8)	(21)	(21)
Fair value gain on investment properties	(228)	(205)	(228)	(205)
Impairment loss on financial assets, available-for-sale	25	24	25	24
Impairment losses on goodwill arising from acquisition of subsidiaries	225	180	1,100	720
Negative goodwill arising from acquisition of subsidiaries	-	-	(345)	-
Loss on remeasuring previously held equity in an associated company	-	-	449	-
Gain on disposal of business in a subsidiary	-	(680)	-	(2,520)
Gain on dilution of interests in an associated company	-	(3)	(369)	(50)
Gain on sale of financial asset, available for sale	(890)	-	(3,874)	-
Gain on sale of financial asset, at fair value through profit or loss	-	-	-	(80)
Fair value loss/(gain) on financial assets, at fair value through profit or loss	476	20	533	(72)
Fair value loss/(gain) on derivative financial instruments	167	(680)	167	(671)
Provision for defined benefit plans liabilities	117	66	472	397
Dividend income received from financial assets, available-for-sale	-	-	(153)	(147)
Interest income	(387)	(194)	(1,166)	(371)
Interest expense	1,645	1,900	8,289	6,734
Share of results of associated companies	185	291	3,949	1,572
Operating cash flow before working capital changes	9,053	3,960	24,941	24,668
Changes in working capital				
Trade and other receivables	8,157	26,335	(17,617)	24,658
Inventories	2,390	7,197	(8,934)	(20,165)
Other current assets	415	548	(97)	2,865
Other assets (non-current)	49	(625)	344	39
Trade and other payables	(4,422)	4,858	29,911	8,535
Cash from operations	15,642	42,273	28,548	40,600
Income tax paid	(1,874)	(2,510)	(8,081)	(4,145)
Net cash provided by operating activities	13,768	39,763	20,467	36,455

	Fourth Quarter		Year-To-Date	
	4Q2016	4Q2015	31/12/2016	31/12/2015
	US\$'000	US\$'000	US\$'000	US\$'000
Cash flows from investing activities				
Payments for intangible assets (computer software license costs)	(13)	(6)	(186)	(278)
Payments for intangible assets (distribution rights)	(1)	-	(59)	-
Payments for property, plant and equipment	(228)	(493)	(1,840)	(1,710)
Proceeds from disposal of property, plant and equipment	30	11	96	21
Proceeds from sale of financial assets, available-for-sale	917	-	3,997	-
Proceeds from sale of financial assets, at fair value through profit or loss	-	-	-	864
Proceeds from disposal of business in a subsidiary	-	680	-	2,520
Net cash inflow/(outflow) on acquisition of subsidiaries	3	(3,786)	2,236	115
Payments for acquisition of additional interests in an associated company	-	-	(4,996)	(127)
Payments for acquisition of interests in associated companies	(450)	-	(450)	(3,165)
Payment for deposit for additional interest in an associated company	(1,505)	-	(1,505)	-
Payments for financial assets, at fair value through profit or loss	-	-	-	(754)
Proceeds from refund of investment	-	516	-	516
Payments for financial assets, available-for-sale	-	-	(6)	(2,730)
Dividends received from an associated company	329	-	483	309
Dividends received from financial assets, available-for-sale	-	-	153	147
Interest received	351	202	1,079	441
Net cash used in investing activities	(567)	(2,876)	(998)	(3,831)
Cash flows from financing activities				
Payment for investment in a subsidiary by non-controlling interests	-	-	40	-
Payment for acquisition of additional interests in a subsidiary from a non-controlling interest	(300)	(1)	(300)	(19)
Dividends paid	-	-	(4,519)	(7,202)
Dividends paid to non-controlling interests	-	-	-	(440)
Proceeds from bank borrowings	202,300	177,822	797,223	704,696
Repayment of bank borrowings	(204,866)	(210,938)	(792,561)	(686,219)
Repayment of other borrowings	-	(8,156)	(9,520)	(29,943)
Repayment of finance lease liabilities	(11)	(38)	(21)	(54)
Interest paid	(2,087)	(1,780)	(8,013)	(6,295)
Net cash used in financing activities	(4,964)	(43,091)	(17,671)	(25,476)
Net increase/(decrease) in cash and cash equivalents held	8,237	(6,204)	1,798	7,148
Cash and cash equivalents at the beginning of the period	57,985	70,426	64,048	58,297
Effect of currency translation on cash and cash equivalents	(1,069)	(174)	(693)	(1,397)
Cash and cash equivalents at the end of the period	65,153	64,048	65,153	64,048

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Consolidated Statement of Changes in Equity

← Attributable to equity holders of the Company →

	Share capital US\$'000	Treasury shares US\$'000	Capital reserve US\$'000	Defined benefit plans reserve US\$'000	Fair value reserve US\$'000	Revaluation reserve US\$'000	Other reserve US\$'000	Currency translation reserve US\$'000	Retained earnings US\$'000	Total attributable to equity holders of the Company US\$'000	Non-controlling interests US\$'000	Total equity US\$'000
Balance at 1 January 2016	72,648	(736)	1,276	(557)	(1,353)	59	(718)	(1,498)	46,680	115,801	3,583	119,384
Total comprehensive income/(loss) for the period	-	-	19	-	6,760	-	-	3,974	(6,559)	4,194	28	4,222
Investment in a subsidiary by non-controlling interests	-	-	-	-	-	-	-	-	-	-	40	40
Balance at 31 March 2016	72,648	(736)	1,295	(557)	5,407	59	(718)	2,476	40,121	119,995	3,651	123,646
Total comprehensive income/(loss) for the period	-	-	17	-	(725)	-	-	(2,009)	3,280	563	18	581
One-tier tax-exempt final cash dividend for year 2015	-	-	-	-	-	-	-	-	(3,336)	(3,336)	-	(3,336)
Balance at 30 June 2016	72,648	(736)	1,312	(557)	4,682	59	(718)	467	40,065	117,222	3,669	120,891
Total comprehensive income for the period	-	-	-	-	134	-	-	818	3,789	4,741	(125)	4,616
One-tier tax-exempt interim cash dividend for year 2016	-	-	-	-	-	-	-	-	(1,183)	(1,183)	-	(1,183)
Investment in a subsidiary by non-controlling interests	-	-	-	-	-	-	-	-	-	-	172	172
Balance at 30 September 2016	72,648	(736)	1,312	(557)	4,816	59	(718)	1,285	42,671	120,780	3,716	124,496
Total comprehensive (loss)/income for the period	-	-	(36)	300	(1,146)	-	-	(3,968)	4,048	(802)	511	(291)
Acquisition of additional interests in a subsidiary	-	-	-	-	-	-	(53)	-	-	(53)	(247)	(300)
Investment in a subsidiary by non-controlling interests	-	-	-	-	-	-	-	-	-	-	882	882
Balance at 31 December 2016	72,648	(736)	1,276	(257)	3,670	59	(771)	(2,683)	46,719	119,925	4,862	124,787

Consolidated Statement of Changes in Equity [cont'd]

← Attributable to equity holders of the Company →

	Share capital US\$'000	Treasury shares US\$'000	Capital reserve US\$'000	Defined benefit plans reserve US\$'000	Fair value reserve US\$'000	Revaluation reserve US\$'000	Other reserve US\$'000	Currency translation reserve US\$'000	Retained earnings US\$'000	Total attributable to equity holders of the Company US\$'000	Non-controlling interests US\$'000	Total equity US\$'000
Balance at 1 January 2015	72,648	(736)	1,015	(367)	-	59	(715)	4,283	42,847	119,034	3,200	122,234
Total comprehensive income/(loss) for the period	-	-	210	-	-	-	-	(1,175)	3,055	2,090	216	2,306
Investment in a subsidiary by non-controlling interests	-	-	-	-	-	-	-	-	-	-	244	244
Acquisition of additional interests in a subsidiary from non-controlling interests	-	-	-	-	-	-	(3)	-	-	(3)	(16)	(19)
Balance at 31 March 2015	72,648	(736)	1,225	(367)	-	59	(718)	3,108	45,902	121,121	3,644	124,765
Total comprehensive income/(loss) for the period	-	-	15	-	578	-	-	(348)	4,771	5,016	158	5,174
One-tier tax-exempt final cash dividend for year 2014	-	-	-	-	-	-	-	-	(4,981)	(4,981)	-	(4,981)
Dividend paid to a non-controlling interest	-	-	-	-	-	-	-	-	-	-	(440)	(440)
Balance at 30 June 2015	72,648	(736)	1,240	(367)	578	59	(718)	2,760	45,692	121,156	3,362	124,518
Total comprehensive income for the period	-	-	19	-	(1,782)	-	-	(4,582)	2,182	(4,163)	(34)	(4,197)
One-tier tax-exempt interim cash dividend for year 2015	-	-	-	-	-	-	-	-	(2,221)	(2,221)	-	(2,221)
Adjustment to investment in a subsidiary by non-controlling interests	-	-	-	-	-	-	-	-	-	-	(6)	(6)
Balance at 30 September 2015	72,648	(736)	1,259	(367)	(1,204)	59	(718)	(1,822)	45,653	114,772	3,322	118,094
Total comprehensive income/(loss) for the period	-	-	17	(190)	(149)	-	-	324	1,027	1,029	261	1,290
Balance at 31 December 2015	72,648	(736)	1,276	(557)	(1,353)	59	(718)	(1,498)	46,680	115,801	3,583	119,384

Statement of Changes in Equity - Company

	Share capital	Treasury shares	Capital reserve	Currency translation reserve	Retained earnings	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Balance at 1 January 2016	72,648	(736)	180	17,589	13,908	103,589
Total comprehensive income for the period	-	-	-	-	436	436
Balance at 31 March 2016	72,648	(736)	180	17,589	14,344	104,025
Total comprehensive income for the period	-	-	-	-	876	876
One-tier tax-exempt final cash dividend for year 2015	-	-	-	-	(3,336)	(3,336)
Balance at 30 June 2016	72,648	(736)	180	17,589	11,884	101,565
Total comprehensive income for the period	-	-	-	-	3,031	3,031
One-tier tax-exempt interim cash dividend for year 2016	-	-	-	-	(1,183)	(1,183)
Balance at 30 September 2016	72,648	(736)	180	17,589	13,732	103,413
Total comprehensive income for the period	-	-	-	-	377	377
Balance at 31 December 2016	72,648	(736)	180	17,589	14,109	103,790
Balance at 1 January 2015	72,648	(736)	180	17,589	13,092	102,773
Total comprehensive income for the period	-	-	-	-	554	554
Balance at 31 March 2015	72,648	(736)	180	17,589	13,646	103,327
Total comprehensive income for the period	-	-	-	-	585	585
One-tier tax-exempt final cash dividend for year 2014	-	-	-	-	(4,981)	(4,981)
Balance at 30 June 2015	72,648	(736)	180	17,589	9,250	98,931
Total comprehensive income for the period	-	-	-	-	1,116	1,116
One-tier tax-exempt interim cash dividend for year 2015	-	-	-	-	(2,221)	(2,221)
Balance at 30 September 2015	72,648	(736)	180	17,589	8,145	97,826
Total comprehensive income for the period	-	-	-	-	5,763	5,763
Balance at 31 December 2015	72,648	(736)	180	17,589	13,908	103,589

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

There were no ordinary shares issued since the end of the financial period ended 30 September 2016.

There were no purchase, sale, transfer, disposal, cancellation and use of treasury shares since the end of the financial period ended 31 December 2015.

There were no outstanding share options as at 31 December 2016 (31 December 2015: Nil).

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	<u>31/12/2016</u>	<u>31/12/2015</u>
Total number of issued shares	905,787,914	905,787,914
Total number of treasury shares	(9,946,000)	(9,946,000)
Total number of issued shares excluding treasury shares	<u>895,841,914</u>	<u>895,841,914</u>

1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Please refer to 1(d)(ii)

2. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.

The financial statements have not been audited nor reviewed by the Company's auditors.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

The Group has applied the same accounting policies and methods of computation in the financial statements for the current reporting period compared with the audited annual financial statements for the financial year ended 31 December 2015.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

Please refer to paragraph 4 above.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

	The Group			
	Fourth Quarter		Year-To-Date	
	4Q2016	4Q2015	31/12/2016	31/12/2015
Based on the weighted average number of ordinary shares in issue (in US\$); and	0.45 cent	0.11 cent	0.51 cent	1.23 cents
On a fully diluted basis (in US\$)	0.45 cent	0.11 cent	0.51 cent	1.23 cents

Earnings per ordinary share on existing issued share capital are computed based on the weighted average number of shares in issue during the period of 895,841,914 (4Q2015/Year-To-Date 31/12/2015: 895,841,914).

Earnings per ordinary share on a fully diluted basis is computed based on the weighted average number of shares during the period of 895,841,914 (4Q2015/Year-To-Date 31/12/2015: 895,841,914) after adjusting assumed conversion of all potential dilutive ordinary shares.

There were no potential dilutive shares for the financial period ended 31 December 2016 and 31 December 2015.

7. Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the:-
 (a) current financial period reported on; and
 (b) immediately preceding financial year.

	The Group		The Company	
	31/12/2016	31/12/2015	31/12/2016	31/12/2015
Net assets backing per ordinary share based on the existing issued share capital as at the end of the period reported on (in US\$)	13.93 cents	13.33 cents	11.59 cents	11.56 cents

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Income Statement

Results for Twelve Months Ended 31 December 2016

The Group recorded turnover of US\$1.40 billion for the twelve months ended 31 December 2016 ("FY2016"), an increase of 15% compared to the same period last year ("FY2015"). Net profit after tax ("NPAT") declined by 59% to US\$4.6 million in FY2016 mainly due to losses incurred by the consumer products business and share of losses from its 29.03%-owned associated company, Bull Will Co., Ltd.

Turnover for the electronic components distribution business increased 15% to US\$1.23 billion, driven mainly by higher contributions from the Group's operations in Hong Kong and China. Turnover from Hong Kong and China increased 32% and 11% respectively on higher demand for their product lines from new and existing customers.

The Group's consumer products distribution business generated total revenue of US\$173.3 million versus turnover of US\$154.8 million in FY2015. The increase was mainly due to contributions from newly consolidated Achieva Technology group (which became a wholly-owned subsidiary on 27 January 2016).

Overall gross profit margin declined to 6.9% in FY2016 from 7.5% in FY2015, due mainly to increased sales of lower-margin products for the electronic components distribution business in Hong Kong. The Group's lower-margin consumer products distribution business also accounted for the drop in overall gross profit margin.

Other operating income increased by US\$5.4 million or 65% mainly due to a US\$3.9 million gain on the sale of available-for-sale financial assets. Higher office rental income, finance income, commission income, rebate income from suppliers and gain on dilution of interests in an associated company also contributed to the increase in other operating income. The increase was partially offset by lower advertising and promotion income, and the absence of gain on disposal of business in FY2016 compared to FY2015.

Distribution expenses increased by US\$4.6 million or 10% mainly due to higher staff costs, freight and handling charges, custom and business taxes and storage costs associated with the electronic components distribution business. Staff costs contributed by newly consolidated Achieva Technology group, PT. Achieva Technology Indonesia and Serial Factoring (Thailand) Co., Ltd, also added to the increase in distribution expenses in FY2016.

Finance expenses increased by US\$1.6 million or 23% mainly due to higher utilisation of trade facilities by the Group's Hong Kong and Singapore electronic components distribution subsidiaries and the Group's Singapore and Malaysia consumer products distribution subsidiaries to fund increased working capital requirements.

Other operating expenses increased by US\$5.5 million or 30% mainly due to higher currency translation losses, higher staff costs, higher allowances for inventory obsolescence, depreciation expenses, impairment losses on goodwill arising from the acquisition of subsidiaries, higher allowance for impairment losses on trade and non-trade receivables and fair value losses on financial asset, at fair value through profit or loss. The increase was mitigated by lower amortisation of distribution rights in FY2016 compared to FY2015.

The Group's share of losses in associated companies in FY2016 amounted to US\$3.9 million, mainly due to losses incurred by 29.03%-owned Bull Will Co., Ltd ("Bull Will").

Total expenses as a percentage of turnover remained the same at 6.8% for FY2016 and FY2015 as the Group continued to manage operational and cost efficiencies. The Group's net margin declined to 0.3% in FY2016 from 0.9% in FY2015.

Results for Fourth Quarter Ended 31 December 2016

The Group recorded turnover of US\$344.9 million for the fourth quarter ended 31 December 2016 ("4Q2016"), an increase of 5% from US\$329.1 million a year earlier ("4Q2015").

Turnover for the electronic components distribution business grew 22% to US\$327.1 million, driven mainly by increased contributions from Hong Kong and China on higher demand for product lines from new and existing customers. Turnover from Taiwan, South Korea and South Asia Pacific declined 10%, 13% and 8% respectively on lower sales of product lines affected by slowdown in these markets.

Turnover for the consumer products distribution business declined 71% to US\$16.9 million. This was mainly due to lower sales of product lines by Swift-Value Business Pte Ltd and Serial I-Tech group. The decrease was mitigated by sales contributions from newly consolidated Achieva Technology group.

Overall gross profit margin increased to 7.4% in 4Q2016 from 6.9% in 4Q2015, mainly due to higher margins at Swift-Value Business Pte Ltd.

Other operating income increased by US\$2.1 million or 155%, mainly due to gain from the disposal of available-for-sale financial assets, and higher office rental income, finance income, commission income and product rebates earned. The increase was partly offset by lower advertising and promotion funds, and the absence of gain from the sale of business in 4Q2016 compared to 4Q2015.

Distribution expenses increased by US\$2.3 million or 22% mainly due to higher staff costs, sales commission expenses, freight and handling charges, custom and business taxes and storage costs associated with the electronic components distribution business. Staff costs contributed by newly consolidated Achieva Technology group also added to the increase in distribution expenses in 4Q2016.

Administrative expenses decreased by US\$0.4 million or 12% mainly due to lower bank finance charges and staff related costs. The decrease was partly offset by higher office rental expenses in 4Q2016.

Finance expenses decreased by US\$0.3 million or 13% mainly due to lesser utilisation of trade facilities by the Group's Singapore consumer products distribution subsidiary in 4Q2016.

Other operating expenses decreased by US\$1.1 million or 19% mainly due to lower currency translation losses and a write-back in allowance for inventory obsolescence in 4Q2016 versus an allowance for inventory obsolescence in 4Q2015. The decrease was partly negated by higher staff costs, allowance for impairment losses on trade and non-trade receivables, fair value losses on financial asset, at fair value through profit or loss, higher write off of inventories and a net loss on derivative financial instruments in 4Q2016 versus a net gain on derivative financial instruments in the previous period.

The Group's share of losses in associated companies in 4Q2016 amounted to US\$0.2 million mainly due to losses incurred by 29.03%-owned Bull Will, 27.34%-owned SPL Holdings (Australia) Pty Ltd and newly acquired 45%-owned Unitrontech China Co. Ltd, totalling US\$0.3 million. These losses were mitigated by share of profits of US\$0.1 million in 21%-owned Tong Chiang Group.

Total expenses as a percentage of turnover declined to 6.4% in 4Q2016 from 6.6% in 4Q2015 on the back of improved operational and cost efficiencies. The Group reported a net profit after tax of US\$4.0 million compared to US\$1.0 million in 4Q2015, an increase of 294%, mainly due to increased gross profit on higher sales and higher other operating income. The Group's net margin improved to 1.2% from 0.3% in 4Q2015.

Balance sheet

Trade and other receivables increased by US\$28.4 million mainly due to increased trade receivables in the Group's Hong Kong and China electronic components distribution subsidiaries in line with their higher sales. Newly consolidated Achieva Technology group and Serial Factoring (Thailand) Co., Ltd also accounted for the increase in trade and other receivables. Lower trade receivables at Swift-Value Business Pte Ltd ("Swift-Value") and Serial I-Tech group, due to lower sales, mitigated the overall increase in the Group's trade and other receivables. Average turnover days for trade receivables declined to 49 in FY2016 from 53 in FY2015, mainly due to the non-recourse factoring arrangement.

Inventories increased by US\$17.2 million mainly due to higher purchases by the Group's Hong Kong subsidiary in line with higher forecasted sales and inventories of newly consolidated Achieva Technology group. The increase was partially offset by lower inventory holdings mainly in Swift-Value in line with lower sales and the Group's Singapore and Korea electronic components distribution subsidiaries due to tighter inventory management.

Other current assets increased by US\$1.8 million mainly due to a deposit of US\$1.5 million paid by the Group's wholly-owned subsidiary, Serial System International Pte Ltd, to subscribe for new shares issue by 21%-owned Tong Chiang Group.

Financial assets, available-for-sale increased by US\$4.9 million mainly due to a fair value gain of US\$5.0 million (recognised in equity as "Fair value reserve") from the Group's investment in Unitron Tech Co., Limited ("Unitron"), an entity listed on the Korean Securities Dealers Automated Quotations (KOSDAQ) of the Korean Exchange on 2 February 2016. The Group disposed of some shares in Unitron with cost amounting to US\$0.1 million in FY2016 and recognised a net profit of US\$3.9 million.

Investments in associated companies decreased by US\$2.0 million in FY2016 mainly due to the de-recognition of an amount of US\$2.0 million after Achieva Technology group became subsidiary of the Group on 27 January 2016, and share of net losses from associated companies, mainly from 29.03%-owned Bull Will Co., Ltd totalling US\$3.9 million. Foreign currency loss of US\$1.5 million resulting from translation of net investment in SPL Holdings (Australia) Pty Ltd ("SPL Holdings") also contributed to the reduction. The decrease was partly offset by an increase in investment of US\$5.0 million in SPL Holdings, which raised the Group's equity interest in SPL Holdings from 20% to 27.34% and an investment of a 45% equity interest in Unitrontech China Co. Ltd, a joint venture between the Group's Hong Kong electronic components distribution subsidiary and Unitron amounting to US\$0.5 million.

Property, plant and equipment increased by US\$0.3 million mainly due to the reclassification of an amount of US\$2.5 million from investment properties as the Group converted the third floor of its 8 Ubi View, Serial System Building, Singapore for its own use, and the acquisition of a Malaysia property amounting to US\$0.8 million by the Group's wholly-owned Malaysia electronic components distribution subsidiary. Additions in plant and equipment of US\$1.9 million also contributed to the increase in FY2016. The overall increase was reduced by depreciation on property, plant and equipment of US\$3.5 million and a currency translation movement of US\$1.4 million during the year.

Investment properties decreased by US\$2.0 million mainly due to the reclassification of US\$2.5 million to property, plant and equipment. The decrease was partially offset by movements in currency translation reserves amounting to US\$0.5 million.

Trade and other payables increased by US\$39.0 million mainly attributable to higher trade payables at the Group's Hong Kong electronic components distribution subsidiary due to higher purchases, and trade payables arising from newly consolidated Achieva Technology group. The increase was partially offset by lower trade payables at Swift-Value due to lower purchases. Average payment days for trade payables remained at 33 in FY2016 and FY2015.

Borrowings increased by US\$2.4 million due to higher bank borrowings by the Group's electronic components distribution subsidiaries, especially Singapore, Hong Kong and Taiwan, for increased working capital requirements and bank borrowings arising from newly consolidated Achieva Technology group. The increase in borrowings was partially offset mainly by net repayment of borrowings by Swift-Value in FY2016.

Currency translation reserve loss increased by US\$1.2 million mainly due to weakening of Chinese Renminbi against the United States Dollar in the Group's China subsidiary and foreign currency translation of the Group's investment in SPL Holdings resulting from weakening of Australian Dollar against the United States Dollar. The increase in currency translation reserve loss was partially offset by an amount of US\$1.8 million realised upon repayment of inter-company long-term loans and an amount of US\$0.6 million realised upon the de-recognition of investment in associated companies following the additional acquisition of the remaining 51% equity interests in Achieva Technology group.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

No forecast or prospect statement was previously issued in respect of the current reporting period.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

The global semiconductor industry is expected to fare significantly better in 2017 than in 2016, fuelled by inventory replenishment and higher average selling prices in select markets, according to Gartner. In a report released in January 2017, the market research firm estimated worldwide semiconductor revenue of US\$364.1 billion for this year, an increase of 7.2% over actual sales in 2016. This will also be sharply higher than the actual 1.5% growth the industry experienced last year, according to Gartner, which sees the memory market doing particularly well in 2017.

The positive outlook will bode well for the Group. The Group will continue its efforts to expand into higher-value business segments, such as enterprise cloud solution, security and surveillance, automotive and mobile devices to sustain both growth and margin in its electronic components distribution business. For the consumer products business, it will seek to further consolidate and rationalize its operations to improve synergies, operation and cost efficiencies.

Despite the more favorable outlook for the semiconductor industry this year, the Group is mindful of the persistent challenges in the operating environment and the overall global economies, especially stiff competition, currencies volatilities, credit and cash flow risks. As part of its efforts to stay competitive, the Group will continue to streamline internal efficiencies so as to achieve greater economies of scale and cost-synergistic benefits across its global distribution network.

Barring unforeseen circumstances, the Group expects to be profitable in FY2017.

11. Dividend

a) Current Financial Period Reported On

Any dividend declared (recommended) for the current financial period reported on? Yes.

Name of Dividend	Interim	Final (Proposed)
Dividend Type	Cash	Cash
Dividend Amount per Share (in SGD cents)	0.18 cent per ordinary share	0.17 cent per ordinary share
Optional:- Dividend Rate (in %)		
Par value of shares	Not applicable	Not applicable
Tax Rate	One-Tier Tax-exempt	One-Tier Tax-exempt

b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? Yes.

Name of Dividend	Interim	Final
Dividend Type	Cash	Cash
Dividend Amount per Share (in SGD cents)	0.35 cent per ordinary share	0.50 cent per ordinary share
Optional:- Dividend Rate (in %)		
Par value of shares	Not applicable	Not applicable
Tax Rate	One-Tier Tax-exempt	One-Tier Tax-exempt

c) Date payable

Date of proposed final dividend payment will be announced at a later date.

d) Books closure date

Notice of books closure date will be announced at a later date.

12. If no dividend has been declared/recommended, a statement to that effect.

The proposed final dividend as stated in 11(a) above is subject to shareholders' approval at the forthcoming Annual General Meeting.

13. Interested person transactions.

Pursuant to Rule 907 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the "Listing Manual"), the Board would like to announce the following Interested Person Transactions ("IPTs") for FY2016 as follows:

Name of Interested Person	Aggregate value of all IPTs during FY2016 (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of the Listing Manual) US\$'000	Aggregate value of all IPTs during FY2016 conducted under shareholders' mandate pursuant to Rule 920 of the Listing Manual (excluding transactions less than S\$100,000) US\$'000
Derek Goh Bak Heng	806*	Not applicable

*Included in the IPT is an amount of US\$797,000 relating to the acquisition of a Penang property ("Acquisition") by the Group's wholly owned subsidiary, Serial Microelectronics Sdn. Bhd. from Gogain Development Sdn Bhd (In Liquidation) ("Gogain") Gogain is a company which Derek Goh Bak Heng is a director and a 50% shareholder. Details on this IPT are disclosed in the Company's "Unaudited Second Quarter and Half Year Financial Statement and Dividend Announcement for the Period Ended 30 June 2016" announced on 5 August 2016.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT
(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

14. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year

Primary reporting - business segments

	Electronic components distribution US\$'000	Consumer products distribution US\$'000	Other businesses US\$'000	Group US\$'000
Year-To-Date 31/12/2016				
The Group				
Sales				
External	1,225,222	173,252	4,109	1,402,583
Segment results - operating profit	29,047	(2,682)	(3,377)	22,988
Unallocated gain				369
Finance income				1,166
Finance costs	(6,757)	(936)	(597)	(8,290)
Share of results of associated companies (after income tax)	(4,004)	(1)	56	(3,949)
Profit before income tax				12,284
Income tax expense				(6,937)
Profit after income tax				5,347
Segment assets	406,427	51,567	37,159	495,153
Investments in associated companies	2,338	-	14,400	16,738
Deferred income tax assets	-	-	-	711
Consolidated total assets				512,602
Segment liabilities	169,511	7,546	1,992	179,049
Borrowings	168,344	16,409	19,672	204,425
Income tax liabilities				4,341
Consolidated total liabilities				387,815
Capital expenditure on property, plant and equipment	2,088	143	152	2,383
Capital expenditure on intangible assets (computer software license costs)	185	-	1	186
Acquisition of interests in associated companies	450	-	-	450
Acquisition of additional interests in an associated companies	-	-	4,996	4,996
Depreciation of property, plant and equipment	1,669	199	1,623	3,491
Amortisation of computer software license costs	294	16	1	311
Amortisation of distribution rights	6	-	-	6
Fair value gain on investment properties	(218)	-	(10)	(228)
Impairment losses on goodwill arising from acquisition of subsidiaries	-	1,100	-	1,100
Impairment losses on trade receivables	457	974	41	1,472
Impairment losses on other assets (non-trade)	127	-	-	127
Impairment losses on financial asset, at fair value through profit or loss	13	-	475	488

Primary reporting - business segments [cont'd]

	Electronic components distribution US\$'000	Consumer products distribution US\$'000	Other businesses US\$'000	Group US\$'000
Year-To-Date 31/12/2015				
The Group				
Sales				
External	1,060,859	154,814	5,889	1,221,562
Segment results - operating profit	22,608	(1,099)	1,521	23,030
Unallocated gain				50
Finance income				371
Finance costs	(5,777)	(354)	(603)	(6,734)
Share of results of associated companies (after income tax)	(1,189)	(1,218)	835	(1,572)
Profit before income tax				15,145
Income tax expense				(3,841)
Profit after income tax				11,304
Segment assets	345,642	69,768	30,320	445,730
Investments in associated companies	5,918	1,832	10,979	18,729
Deferred income tax assets	-	-	-	662
Consolidated total assets				457,756
Segment liabilities	120,830	17,107	2,344	140,281
Borrowings	146,384	33,152	22,486	202,022
Income tax liabilities				3,434
Consolidated total liabilities				345,737
Capital expenditure on property, plant and equipment	819	520	406	1,745
Capital expenditure on intangible assets (computer software license costs)	278	-	-	278
Acquisition of interests in associated companies	-	-	3,165	3,165
Acquisition of additional interests in an associated company	127	-	-	127
Depreciation of property, plant and equipment	1,620	148	797	2,565
Amortisation of computer software license costs	324	10	-	334
Amortisation of distribution rights	1,116	-	-	1,116
Fair value gain on investment properties	-	-	(205)	(205)
Impairment losses on goodwill arising from acquisition of subsidiaries	720	-	-	720
Impairment losses on trade receivables	216	14	8	238

Secondary reporting - geographical segments

	The Group			
	Turnover		Non-Current assets*	
	Year-To-Date			
	31/12/2016	31/12/2015	31/12/2016	31/12/2015
	US\$'000	US\$'000	US\$'000	US\$'000
South Asia Pacific	411,187	402,000	23,950	25,631
Hong Kong	738,571	558,904	1,347	1,368
China	114,199	102,396	18,089	19,460
South Korea	54,595	64,824	5,936	6,234
Taiwan	61,220	59,406	7,740	7,451
Singapore - Associated company	-	-	3,401	5,005
Taiwan - Associated company	-	-	1,931	5,919
Australia - Associated company	-	-	11,000	7,805
Hong Kong - Associated company	-	-	406	-
Others	22,811	34,032	14	334
	<u>1,402,583</u>	<u>1,221,562</u>	<u>73,814</u>	<u>79,207</u>

*Non-current assets exclude financial assets, at fair value through profit or loss, financial assets, available-for-sale and deferred income tax assets.

15. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Please refer to paragraph 8.

16. A breakdown of sales.

	Group		
	US\$'000		%
	Year-To-Date		
	31/12/2016	31/12/2015	Change
Sales reported for first half year	711,368	571,357	25
Operating (loss)/profit after tax before deducting minority interests reported for first half year	(2,902)	7,982	-136
Sales reported for second half year	691,215	650,205	6
Operating profit after tax before deducting minority interests reported for second half year	8,249	3,322	148

17. If the group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under SGX Listing Manual Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

No general mandate from shareholders has been obtained for IPTs.

18. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1).

The Company confirms that it has procured undertakings from all its directors and executive officers in the format set out in Appendix 7.7 under Rule 720(1) of the Listing Manual.

19. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.

	Latest Full Year (US\$'000)	Previous Full Year (US\$'000)
Ordinary	2,238	5,557
Preference	-	-
Total:	2,238	5,557

20. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to SGX Listing Manual Rule 704(13). If there are no such persons, the issuer must make an appropriate negative statement.

Pursuant to Rule 704(13) of the Listing Manual, we submit the following report giving information on persons holding managerial positions who are relatives of a director, chief executive director or substantial shareholder of the Company or its principal subsidiaries.

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Goh Su Teng	37	Cousin of Derek Goh Bak Heng. Derek Goh Bak Heng is the Executive Chairman, Chief Executive Officer and Substantial Shareholder of Serial System Ltd	<p>Current Position</p> <p>1) Senior Vice President, Regional Marketing of Serial Microelectronics Pte Ltd, a wholly-owned subsidiary of the Company (Year 2011)</p> <p>2) Group Corporate Planning and Development (Year 2011)</p> <p>3) Director of Agricola Pte Ltd, a 80% owned subsidiary of the Group (Year 2009)</p> <p>4) Director of Serial Multivision Pte Ltd, a wholly owned subsidiary of the Group (Year 2011)</p> <p>5) Director of Serial Microelectronics Pte Ltd, a wholly owned subsidiary of the Group (Year 2011)</p>	None except for appointment as director in new subsidiaries and associated company in Year 2016

		<p>6) Director of Serial Microelectronics (HK) Limited, a 91% owned subsidiary of the Group (Year 2011)</p> <p>7) Director of Serial Microelectronics (Shenzhen) Co., Ltd, a 91% owned subsidiary of the Group (Year 2011)</p> <p>8) Director of Serial Design Limited, a 91% owned subsidiary of the Group (Year 2011)</p> <p>9) Director of Serial Microelectronics Inc., a 95.5% owned subsidiary of the Group (Year 2011)</p> <p>10) Director of Teampal Enterprise Corp , a 95.5% owned subsidiary of the Group (Year 2012)</p> <p>11) Director of Serial Microelectronics Korea Limited, a wholly owned subsidiary of the Group (Year 2011)</p> <p>12) Director of Serial Investment (Taiwan) Inc., a wholly owned subsidiary of the Group (Year 2011)</p> <p>13) Director of Contract Sterilization Services Pte Ltd, a wholly owned subsidiary of the Group (Year 2011)</p> <p>14) Serial System Ltd's Representative Director of Bull Will Co., Ltd, a 29.03% associated company of the Group (Year 2010)</p> <p>15) Director of Serial Technology Pte Ltd, a wholly owned subsidiary of the Group (Year 2011)</p> <p>16) Director of Serial Microelectronics Sdn. Bhd., a wholly owned subsidiary of the Group (Year 2013)</p> <p>17) Director of PT. Serial Microelectronics Indonesia., a 99.0% owned subsidiary of the Group (Year 2013)</p> <p>18) Director of Achieva Technology Pte. Ltd. , a wholly owned subsidiary of the Group (Year 2014)</p> <p>19) Director of Achieva Technology Pty Ltd. , a wholly owned subsidiary of the Group (Year 2014)</p> <p>20) Director of Achieva Technology Sdn Bhd. , a wholly owned subsidiary of the Group (Year 2014)</p> <p>21) Director of Serial I-Tech (Far East) Pte. Ltd., a wholly owned subsidiary of the Group (Year 2015)</p>	
--	--	--	--

		<p>22) Director of Serial I-Tech Strategic Holdings Franchising Pte. Ltd., a wholly owned subsidiary of the Group (Year 2015)</p> <p>23) Director of Serial I-Tech (ME) Pte Ltd , a wholly owned subsidiary of the Group (Year 2015)</p> <p>24) Director of SCE Enterprise Pte. Ltd., a wholly owned subsidiary of the Group (Year 2015)</p> <p>25) Director of Hydra & Thermal Pte. Ltd., a 70% owned subsidiary of the Group (Year 2015)</p> <p>26) Director of Serial System International Pte. Ltd., a wholly owned subsidiary of the Group (Year 2015)</p> <p>27) Director of Serial Factoring (Thailand) Co., Ltd, a 49% owned subsidiary of the Group (Year 2015)</p> <p>28) Director of PT Achieva Technology Indonesia, a 80% owned subsidiary of the Group (Year 2015)</p> <p>29) Director of Swift Value Business Pte Ltd, a wholly owned subsidiary of the Group (Year 2015)</p> <p>30) Alternate director of Tong Chiang Group, a 21% associated company of the Group (Year 2015)</p> <p>31) Director of Hydra & Thermal International (Cambodia) Co. Ltd, a 70% owned subsidiary of the Group (2016)</p> <p>32) Director of Serial Netcom Co., Ltd, a 42% owned subsidiary of the Group (Year 2016)</p> <p><u>Duties</u> Responsible for marketing activities, corporate planning and development for the Group, and overseeing the Group's Korea's and South East Asia and India's electronic components distribution business and the Group's consumer products business.</p>	
--	--	--	--

BY ORDER OF THE BOARD
Dr Derek Goh Bak Heng
Executive Chairman/Group CEO
22 February 2017