



PERENNIAL REAL ESTATE HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No.: 200210338M)

**UNAUDITED FINANCIAL STATEMENTS
FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015**

Table of Contents

Item No.	Description	Page
-	Introduction	2-4
1 (a)(i)	Consolidated Income Statement	5-7
1 (a)(ii)	Consolidated Statement of Comprehensive Income	8
1 (b)(i)	Consolidated Statement of Financial Position for the Group and the Company	9-10
1 (b)(ii)	Aggregate Amount of Borrowings for the Group	11
1 (c)	Consolidated Statement of Cash Flows	12-13
1 (d)(i)	Statement of Changes in Equity for the Group and the Company	14-16
1 (d)(ii)	Details of any Changes in Share Capital	16-17
1 (d)(iii)	Treasury Shares	17
2 & 3	Audit Statement	17
4 & 5	Changes in Accounting Policies	17
6	Earnings per Share	18
7	Net Asset Value per Share	18
8	Review of the Performance	18-19
9	Variance from Forecast Statement	20
10	Outlook and Prospects of the Group	20-21
11 & 12	Dividends	21
13	Interested Person Transactions	21
14	Segmental Information	22
15	Breakdown of Sales	22
16	Confirmation pursuant to Rule 705(5) of the Listing Manual	23

Introduction

Perennial Real Estate Holdings Limited ("PREHL or the Group") is an integrated real estate owner, developer and manager listed on the Mainboard of the Singapore Exchange.

The Group was formed through a reverse takeover ("RTO") of St. James Holdings Limited ("St James") which was completed on 27 October 2014.

Headquartered in Singapore, the Group focuses strategically on large scale mixed-use developments and has a presence in the People's Republic of China ("PRC"), Singapore, Malaysia and Ghana with a combined portfolio measuring over 45 million square feet in gross floor area. The Group's business also extends into the healthcare industry in the PRC, with an established joint venture to acquire, develop and manage hospital/medical services.

The Group is a dominant commercial developer with sizeable integrated developments in the PRC, of which two are the largest high speed railway commercial hubs in the country, being Chengdu East High Speed Railway Integrated Development and Xi'an North High Speed Railway Integrated Development. Other landmark projects in the Group's portfolio include the Beijing Tongzhou Integrated Development, the Shenyang Longemont Integrated Development and the Zhuhai Hengqin Integrated Development.

In Singapore, the Group is invested in and manages prime and iconic properties located predominantly in the Downtown Civic District and the Orchard Road precinct, such as CHIJMES, TripleOne Somerset, Capitol Singapore, AXA Tower, and the House of Tan Yeok Nee. The Group also holds stakes in and manages 112 Katong mall and Chinatown Point mall.

On 27 October 2014, PREHL announced a voluntary conditional general offer for all the issued units of Perennial China Retail Trust ("PCRT"), other than those already owned, controlled or agreed to be acquired by PREHL, its related corporations and their respective nominees.

At the close of the offer on 22 December 2014, PREHL together with parties acting in concert with PREHL, owned, controlled, acquired or agreed to acquire approximately 96.32% of the issued units in PCRT. Accordingly, PREHL exercised its right of compulsory acquisition under Section 40A(1) of the Business Trusts Act to acquire all the remaining units of PCRT. The compulsory acquisition was completed on 3 February 2015 and PCRT was consequently delisted on 5 February 2015.

PCRT's portfolio comprises a 50.0% interest in each of Shenyang Red Star Macalline Furniture Mall, Shenyang Longemont Shopping Mall and Shenyang Longemont Offices (collectively "Shenyang Properties"), a 100.0% interest in Perennial Jihua Mall, Foshan, a 100.0% interest in Perennial Qingyang Mall, Chengdu, a 50.0% interest and the right to acquire a further 30.0% interest in Perennial Dongzhan Mall, Chengdu, and a 10.0% interest in the predominantly retail Beijing Tongzhou Integrated Development (Phase 1).

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

On 10 October 2014, the Company had obtained shareholders' approvals on the resolutions for the following, *inter alia*:

- the acquisition of equity interests in certain real estate assets and businesses from Perennial Real Estate Holdings Pte. Ltd. and other vendors ("Vendors") ("Proposed Acquisition");
- the disposal of the existing business in St James in its entirety to Citybar Holdings Pte. Ltd. (the "NewCo") ("Proposed Disposal of the Existing Business") via a capital reduction and the distribution in specie of NewCo shares to the shareholders; and
- the share consolidation on the basis of 50 shares to one consolidated share ("Proposed Share Consolidation").

The assets to be acquired under the Proposed Acquisition are:

- interests ranging from 20% to 51% in integrated real estate development projects located in Beijing, Chengdu, Xi'an and Zhuhai in PRC;
- interests ranging from 1.46% to 51.61% in real estate projects located in Singapore, being CHIJMES, TripleOne Somerset, Capitol Singapore, House of Tan Yeok Nee, Chinatown Point and 112 Katong;
- approximately 28.03% interest in PCRT;
- management businesses; and
- other entities, including an entity with investments into a proposed development project in Myanmar.

(collectively, "Target Assets").

On 27 October 2014, the Company announced that the Proposed Acquisition in relation to all Target Assets, save for the following assets, has been completed ("Initial Acquisition"):

- Beijing Tongzhou Integrated Development Phase 1;
- Beijing Tongzhou Integrated Development Phase 2; and
- 51% of Perennial Real Estate Pte. Ltd.

At the completion, 40,027,009,540 shares were issued in favour of the Vendors and a financial adviser at an issue price of approximately \$0.0267 for each share prior to the Proposed Share Consolidation. The Proposed Disposal of the Existing Leisure and Entertainment Business and the capital reduction were also completed on 27 October 2014. The Board also announced that pursuant to the Proposed Share Consolidation, 40,409,880,710 Shares were consolidated into 808,197,615 consolidated shares effective on 28 October 2014.

Following the completion, the Company was transformed into a sizeable integrated real estate owner, developer and manager, focusing primarily in the PRC and Singapore and it changed its name to Perennial Real Estate Holdings Limited.

As the reverse takeover was completed on 27 October 2014, the results for the fifteen months ended 30 September 2015 comprised:

- a) the results of St James for the period from 1 July 2014 to 27 October 2014 relating to the leisure and entertainment business; and
- b) the results of the Group from 28 October 2014 to 30 September 2015 relating to the real estate development and property management business.

On 10 April 2015, the Company announced the completion of the acquisition of Beijing Tongzhou Integrated Development Phases 1 and 2 ("Tongzhou"), with effective ownership of 40.0% and 23.3% respectively.

Change of Financial Year End

On 7 July 2015, the Company announced a proposed change of its financial year end from 30 June to 31 December. The proposed change of the Company's financial year end is intended to align the Company's financial year end, currently ending on 30 June, with those of the rest of the entities in the Group, which were acquired during the Reverse Takeover and whose financial year end ends on 31 December. The proposed change of its financial year end was subjected to shareholders' approval for amendment to be made to its Article of Association relating to the timing for convening its annual general meeting. An extraordinary general meeting ("EGM") was convened on 8 October 2015, during which shareholders approved of the amendment of the Company's Articles.

Following the change of its financial year end, and in accordance with Rule 707 (1) of the SGX-ST Listing Manual, the Company will hold its next annual general meeting on or before 30 April 2016, being the date falling four months from its new financial year end of 31 December 2015. Therefore, the current financial year will be a 18-month period from 1 July 2014 to 31 December 2015. Figures presented in these financial statements include the quarter ended 30 September 2015 ("5Q FY2015") and the 15 months period from 1 July 2014 to 30 September 2015 (YTD Sept FY2015). The comparative amounts presented in relation to the 15 months period in the current financial period are not comparable.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1(a)(i) Consolidated Income Statement

		3 months ended 30.09.2015	3 months ended 30.09.2014	Change	15 months ended 30.09.2015	15 months ended 30.09.2014	Change
	Note	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Revenue	1	22,917	6,797	Nm	111,031	26,113	Nm
Cost of services		(7,950)	(2,008)	Nm	(43,118)	(8,350)	Nm
Gross Profit		14,967	4,789	Nm	67,913	17,763	Nm
Other income	2	6,470	1,243	Nm	64,896	4,483	Nm
Administrative expenses	3	(6,087)	(5,505)	11	(35,695)	(21,296)	68
Other operating expenses		(6)	(795)	(99)	(819)	(6,884)	(88)
Results from operating activities		15,344	(268)	Nm	96,295	(5,934)	Nm
Finance income	4	1,968	1	Nm	2,156	1	Nm
Finance costs	5	(15,251)	(29)	Nm	(53,046)	(113)	Nm
Net finance costs		(13,283)	(28)	Nm	(50,890)	(112)	Nm
Share of results of associates and joint ventures, net of tax	6	3,420	-	Nm	17,200	(221)	Nm
Profit/(Loss) before tax		5,481	(296)	Nm	62,605	(6,267)	Nm
Tax expense	7	(1,458)	-	Nm	(6,841)	52	Nm
Profit/(Loss) for the period		4,023	(296)	Nm	55,764	(6,215)	Nm
Profit/(Loss) for the period attributable to:-							
Owners of the Company		4,775	(362)	Nm	37,933	(6,406)	Nm
Non-controlling interests		(752)	66	Nm	17,831	191	Nm
		4,023	(296)	Nm	55,764	(6,215)	Nm

Nm: denotes not meaningful

The results for the quarter ended 30 September 2014 pertained to the operating results of St James which were related to the entertainment businesses. Accordingly, the results for the fifth quarter ended 30 September 2015 and the corresponding period are not comparable due to the different nature of business.

The 3-month period results ended 30 September 2014 are added to the 12-month period results ended 30 June 2014 to form the 15-month period results ended 30 September 2014 for comparative purposes.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1(a)(i) Consolidated Income Statement (cont'd)

The table below summarises the financial results of the operating activities of St James for the period 1 July 2014 to 27 October 2014, PREHL's financial results for the period from 28 October 2014 to 30 September 2015 and fifteen months ended 30 September 2015.

	01.07.2014 to 27.10.2014	28.10.2014 to 30.09.2015	15 months 30.09.2015
	\$'000	\$'000	\$'000
Revenue	6,797	104,234	111,031
Earnings before interest & tax ("EBIT")	(267)	113,762	113,495
Transaction costs for RTO and VO	-	11,392	11,392
EBIT before Transaction Costs	(267)	125,154	124,887
Profit/(Loss) for the period attributable to owners of the Company ("PATMI")	(362)	38,295	37,933
Transaction Costs for RTO and VO	-	11,392	11,392
PATMI before Transaction Costs	(362)	49,687⁽¹⁾	49,325⁽¹⁾

(1) Included in PATMI before transaction costs was net fair value gains on investment properties of \$29.5 million.

Explanatory Notes to the Consolidated Income Statement

(1) Revenue

The Group's revenue for the period from 28 October 2014 to 30 September 2015 was derived mainly from two main business activities:

- (i) real estate development and investment; and
- (ii) real estate management services which included one-off acquisition fee from the acquisition of AXA Tower earned in 4Q 2015.

Revenue from real estate investments comprised mainly rental income arising from investment properties in Singapore - CHIJMES and TripleOne Somerset and in the PRC - Perennial Jihua Mall, Foshan and Perennial Qingyang Mall, Chengdu.

(2) Other income

Other income for the fifth quarter ended 30 September 2015 included foreign exchange gain arising from payable denominated in Renminbi ("RMB") as RMB weakened against the Hong Kong dollar ("HKD") during the quarter as well as one-off miscellaneous income.

Other income for the fifteen months period ended 30 September 2015 comprised largely:

- (i) fair value gains on revaluation of investment properties of \$46.0 million;
- (ii) earn-out income drawdown by PCRT of \$7.3 million under the RMB342.0 million (approx. \$73.7 million) earn-out deed between PCRT and Shanghai Summit Pte. Ltd which expired on 31 December 2014; and
- (iii) foreign exchange gains of \$4.6 million on settlement of progress payment in RMB at contractual exchange value and payable denominated in RMB against HKD.

1(a)(i) Consolidated Income Statement (cont'd)

Explanatory Notes to the Consolidated Income Statement (cont'd)

(3) Administrative expenses

Administrative expenses comprised primarily staff costs, amortisation expenses, professional fees, share-based expenses and other expenses.

Administrative expenses for the fifteen months period ended 30 September 2015 included transaction costs of approximately \$11.4 million relating to the reverse takeover of St James ("RTO") and the voluntary conditional general offer of PCRT ("VO").

(4) Finance income

Finance income comprised mainly interest income received.

(5) Finance costs

Finance costs comprised mainly interest on bank borrowings and medium term notes, and amortisation of transaction costs incurred on financing facilities.

(6) Share of results of associates and joint ventures, net of tax

Share of results of associates and joint ventures is contributed largely by:

- (i) Shenyang Summit which owns the Shenyang Properties;
- (ii) Capitol Singapore; and
- (iii) AXA Tower

Included in the share of results of associates and joint ventures for the fifteen months period ended 30 September 2015 was the Group's share of the fair value gains of \$7.2 million on the revaluation of Capitol Singapore.

(7) Tax expense

Tax expense for the fifth quarter ended 30 September 2015 comprised mainly current year's tax provision and tax withheld on share of results of associates in the PRC. For the fifteen months period ended 30 September 2015, tax expense included mainly deferred tax on the fair value gains of investment properties in the PRC as well as tax provision on current year's taxable income.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1 (a)(ii) Consolidated Statement of Comprehensive Income

	Note	3 months 30.09.2015 S\$'000	3 months 30.09.2014 S\$'000	Change %	15 months 30.09.2015 S\$'000	15 months 30.09.2014 S\$'000	Change %
Profit/(Loss) for the period		4,023	(296)	Nm	55,764	(6,215)	Nm
Other comprehensive income							
Items that are or may be reclassified subsequently to profit or loss							
Net change in fair value of available-for-sale financial assets		-	-	Nm	40	-	Nm
Foreign currency translation gains relating to foreign operations, net of tax	1	76,648	-	Nm	187,669	-	Nm
Foreign currency translation gains on monetary items forming part of net investments in foreign operations, net of tax		42	-	Nm	337	-	Nm
Other comprehensive income for the period, net of tax		76,690	-	Nm	188,046	-	Nm
Total comprehensive income for the period		80,713	(296)	Nm	243,810	(6,215)	Nm
Total comprehensive income attributable to:							
Owners of the Company		63,395	(362)	Nm	192,925	(6,406)	Nm
Non-controlling interests		17,318	66	Nm	50,885	191	Nm
Total comprehensive income for the period		80,713	(296)	Nm	243,810	(6,215)	Nm

Note:

- (1) This relates to the fluctuation of foreign exchange rates for the fifth quarter ended 30 September 2015. In respect of the Group's net assets denominated in RMB, the RMB has appreciated against SGD during the period.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1(b)(i) Consolidated Statement of Financial Position for the Group and Statement of Financial Position for the Company

	Note	Group			Company		
		30.09.2015 \$'000	30.06.2014 \$'000	Change %	30.09.2015 S\$'000	30.06.2014 S\$'000	Change %
Non-current assets							
Plant and equipment		1,882	1,685	12	-	-	-
Investment properties	1	2,222,282	-	Nm	-	-	-
Subsidiaries		-	-	-	783,481	172	Nm
Associates and joint ventures	2	2,000,679	-	Nm	-	-	-
Intangible assets		89,064	-	Nm	-	-	-
Other financial assets		5,486	-	Nm	-	-	-
Other receivables		15,039	1,840	Nm	-	-	-
		4,334,432	3,525	Nm	783,481	172	Nm
Current assets							
Properties under development	3	1,787,788	-	Nm	-	-	-
Inventories		-	885	Nm	-	-	-
Trade and other receivables		123,405	1,581	Nm	1,683,715	1,303	Nm
Cash and cash equivalents		104,950	2,730	Nm	14	1,167	(99)
		2,016,143	5,196	Nm	1,683,729	2,470	Nm
Total assets		6,350,575	8,721	Nm	2,467,210	2,642	Nm
Non-current liabilities							
Loans and borrowings		1,539,134	-	Nm	-	-	-
Junior bonds	4	143,911	-	Nm	-	-	-
Redeemable preference shares	5	47,613	-	Nm	-	-	-
Trade and other payables		35,479	2,076	Nm	-	-	-
Deferred tax liabilities		49,770	-	Nm	-	-	-
		1,815,907	2,076	Nm	-	-	-
Current liabilities							
Loans and borrowings		199,942	-	Nm	-	-	-
Trade and other payables		382,770	5,201	Nm	287,877	1,083	Nm
Current tax liabilities		4,901	95	-	-	-	-
		587,613	5,296	Nm	287,877	1,083	Nm
Total liabilities		2,403,520	7,372	Nm	287,877	1,083	Nm
Net assets		3,947,055	1,349	Nm	2,179,333	1,559	Nm
Equity							
Share capital		2,195,373	27,803	Nm	2,195,373	63,995	Nm
Other reserves		470,123	251	Nm	1,232	215	Nm
Foreign currency translation reserve		154,952	-	Nm	-	-	-
Retained earnings		38,295	(26,973)	Nm	(17,272)	(62,651)	Nm
Equity attributable to owners of the Company		2,858,743	1,081	Nm	2,179,333	1,559	-
Non-controlling interests		1,088,312	268	Nm	-	-	-
Total equity		3,947,055	1,349	Nm	2,179,333	1,559	Nm

1(b)(i) Consolidated Statement of Financial Position for the Group and Statement of Financial Position for the Company (cont'd)

Explanatory Notes to the Consolidated Statement of Financial Position

(1) Investment properties

Investment properties comprise the following:

<u>Singapore</u>	<u>PRC</u>
(i) CHIJMES	(i) Perennial Jihua Mall, Foshan
(ii) TripleOne Somerset	(ii) Perennial Qingyang Mall, Chengdu
	(iii) Perennial Dongzhan Mall, Chengdu (Under development)

(2) Associates and joint ventures

Associates and joint ventures comprise the following:

(i) Capitol Singapore	50.0%
(ii) House of Tan Yeok Nee	50.0%
(iii) IJM Perennial Development Sdn Bhd	50.0%
(iv) Shengyang Summit	50.0%
(v) Chengdu Plot C and D	50.0%
(vi) AXA Tower	31.2%
(vii) Beijing Tongzhou Intergrated Development Phase 2	23.3%
(viii) Zhuhai Hengqin	20.0%

(3) Properties under development

Properties under development comprise the following:

<u>PRC</u>	<u>Ghana</u>
(i) Xi'an North High Speed Railway Integrated Development	(i) Integrated Mixed-use Development in Accra
(ii) Beijing Tongzhou Integrated Development Phase 1	

(4) Junior bonds

Junior bonds comprised secured bonds issued by Perennial (CHIJMES) Pte. Ltd. and Perennial Somerset Investors Pte. Ltd. ("PSIPL") of \$30.0 million and \$113.9 million respectively and are subscribed by co-investors to partially fund the acquisition of the respective properties.

(5) Redeemable preference shares

This relates to 1,149,580 Redeemable Preference Shares issued by PSIPL and subscribed by co-investors to partially fund the acquisition of TripleOne Somerset.

1 (b)(ii) Aggregate Amount of Borrowings for the Group

	Group		
	As at 30.09.2015 S\$'000	As at 30.06.2014 S\$'000	Change %
<u>Amount repayable in one year or less, or on demand:</u>			
Secured	70,113	-	Nm
Unsecured ⁽¹⁾	129,829	-	Nm
	199,942	-	Nm
<u>Amount repayable after one year:</u>			
Secured	1,147,024	-	Nm
Unsecured ⁽¹⁾	392,110	-	Nm
	1,539,134	-	Nm
Total borrowings ⁽²⁾	1,739,076	-	Nm

Note:

- (1) Unsecured borrowings include unsecured bank facilities as well as notes issued under the multicurrency debt programme.

Medium term notes of \$100 million in principal amount of 4.25% fixed rate notes due 2018 issued by Perennial Treasury Pte Ltd, a subsidiary of the Group, under its \$2.0 billion multicurrency debt issuance programme ("MTN Programme") established on 22 January 2015, are unconditionally and irrevocably guaranteed by the Company.

PCRT, a subsidiary of the Group, issued \$130.0 million 6.375% fixed rate notes due on 21 September 2015 and \$50.0 million 5.25% fixed rate notes due July 2016, under its \$500 million MTN Programme. These notes are unconditionally and irrevocably guaranteed by the Company and Perennial China Retail Pte. Ltd., a subsidiary of the Group. The \$130 million notes due on 21 September 2015 were fully redeemed on maturity.

- (2) The above borrowings were stated net of unamortised transaction costs.

Details of collaterals for secured borrowings

Secured bank borrowings are generally secured by mortgages on the borrowing subsidiaries' investment properties and assignment of all rights and benefits with respect to the properties mortgaged.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1 (c) Consolidated Statement of Cash Flows

	3 months 30.09.2015 S\$'000	3 months 30.09.2014 S\$'000	15 months 30.09.2015 S\$'000	15 months 30.09.2014 S\$'000
Cash flows from operating activities				
Profit/(Loss) for the period	4,023	(296)	55,764	(6,215)
Adjustments for:				
Depreciation of plant and equipment	199	288	854	2,245
Impairment on plant and equipment	-	-	-	570
Plant and equipment written-off	-	-	-	2,126
Finance revenue on rental deposits	-	(3)	-	(40)
Inventories written-off	-	-	-	26
Bad debts written-off	-	-	-	9
Amortisation of intangible assets	706	-	2,589	-
Change in fair value of investment properties	-	-	(46,045)	-
Unrealised foreign exchange gain	(910)	-	(4,594)	-
Net finance costs	13,283	28	50,890	112
Share of results of associates and joint ventures, net of tax	(3,420)	-	(17,200)	221
Impairment loss on investment in joint venture	-	-	-	106
Allowance for doubtful receivable - joint venture	-	-	-	218
Equity-settled payment transaction	-	-	1,275	-
Share-based expenses	739	-	1,232	-
Tax expense	1,458	-	6,841	(52)
Operating profit before changes in working capital	16,078	17	51,606	(674)
Changes in:				
- Inventories	-	(13)	(885)	485
- Properties under development	(770)	-	(8,410)	-
- Trade and other receivables	(55,181)	(233)	(37,948)	(240)
- Trade and other payables	96,080	(72)	51,056	289
Cash flows from/(used in) operations	56,207	(301)	55,419	(140)
Taxes paid	(1,670)	(56)	(3,744)	(56)
Net cash from/(used in) operating activities	54,537	(357)	51,675	(196)

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1 (c) Consolidated Statement of Cash Flows (Cont'd)

	3 months 30.09.2015 S\$'000	3 months 30.09.2014 S\$'000	15 months 30.09.2015 S\$'000	15 months 30.09.2014 S\$'000
Cash flows from investing activities				
Interest received	81	3	273	8
Acquisition of subsidiaries, net of cash acquired	(21,280)	-	109,657	-
Acquisition of plant and equipment	(232)	(52)	(1,042)	(293)
Proceeds from disposal of plant and equipment	-	-	-	260
Development expenditure - investment properties	(23,550)	-	(78,426)	-
Loan to associates	-	-	(13,889)	-
Investment in an associate	-	-	(113,818)	-
Net cash (used in)/from investing activities	(44,981)	(49)	(97,245)	(25)
Cash flows from financing activities				
Distribution paid to Unitholders of a subsidiary	-	-	(10,884)	-
Proceeds from borrowings/issue of debt securities	148,977	-	711,614	-
Payment of upfront debt arrangement costs	(2,164)	-	(11,786)	-
Repayment of debt securities/borrowings	(130,446)	-	(490,446)	(1,306)
Repayment of finance lease liabilities	-	(2)	-	(254)
Payment of amounts due to related parties (non-trade)	-	(73)	-	(4)
Dividends paid to non-controlling shareholder of a subsidiary	-	(150)	-	(150)
Interest paid	(15,200)	(28)	(50,708)	(60)
Net cash from/(used in) financing activities	1,167	(253)	147,790	(1,774)
Net increase/(decrease) in cash and cash equivalents	10,723	(659)	102,220	(1,995)
Cash and cash equivalents at beginning of the period	94,227	2,730	2,730	4,066
Cash and cash equivalents at end of the period	104,950	2,071	104,950	2,071

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1 (d)(i) Statement of Changes in Equity for the Group and the Company

Group	Share capital S\$'000	Other reserves⁽¹⁾ S\$'000	Foreign currency translation reserve⁽²⁾ S\$'000	Retained earnings S\$'000	Total S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
At 30 June 2015	2,192,625	478,630	96,332	33,520	2,801,107	1,052,440	3,853,547
Total comprehensive income for the period							
Profit/(Loss) for the period	-	-	-	4,775	4,775	(752)	4,023
<u>Other comprehensive income</u>							
Foreign currency translation gains relating to foreign operations, net of tax	-	-	58,578	-	58,578	18,070	76,648
Foreign currency translation gains on monetary items, net of tax	-	-	42	-	42	-	42
Total other comprehensive income	-	-	58,620	-	58,620	18,070	76,690
Total comprehensive income for the period	-	-	58,620	4,775	63,395	17,318	80,713
Transactions with owners, recorded directly in equity							
<u>Contributions by and distributions to owners</u>							
Ordinary shares issued	2,756	-	-	-	2,756	-	2,756
Issue expense	(8)	-	-	-	(8)	-	(8)
Acquisition of investments	-	(5,346)	-	-	(5,346)	17,430	12,084
Share-based payments	-	687	-	-	687	32	719
Reserve arising from the non-reciprocal capital contribution made by the Group to a non-wholly owned subsidiary	-	(4,000)	-	-	(4,000)	4,000	-
<u>Changes in ownership interests in subsidiaries</u>							
Acquisition of non-controlling interests without change of control	-	152	-	-	152	(2,908)	(2,756)
Total transactions with owners	2,748	(8,507)	-	-	(5,759)	18,554	12,795
At 30 September 2015	2,195,373	470,123	154,952	38,295	2,858,743	1,088,312	3,947,055

1 (d)(i) Statement of Changes in Equity for the Group and the Company (Cont'd)

Company	Share capital S\$'000	Other reserves ⁽¹⁾ S\$'000	Retained earnings S\$'000	Total S\$'000
At 30 June 2015	2,192,625	493	(15,047)	2,178,071
Total comprehensive income for the period				
Loss for the period, representing total comprehensive income for the period	-	-	(2,225)	(2,225)
Transactions with owners, recorded directly in equity				
<i>Contributions by and distributions to owners</i>				
Ordinary shares issued	2,756	-	-	2,756
Issue expense	(8)	-	-	(8)
Share-based payments	-	739	-	739
Total transactions with owners	2,748	739	-	3,487
At 30 September 2015	2,195,373	1,232	(17,272)	2,179,333

Note:

- (1) Other reserves include capital reserve, available-for-sale reserve and equity compensation reserves.
- (2) The foreign currency translation reserve comprised foreign exchange differences arising from the translation of the financial statements of foreign operations, associates and joint ventures, and foreign exchange differences arising from monetary items forming part of net investment in foreign operations.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

1 (d)(i) Statement of Changes in Equity for the Group and the Company (Cont'd)

Group	Share capital S\$'000	Other reserves S\$'000	Retained earnings S\$'000	Total S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
At 30 June 2014	27,803	251	(26,973)	1,081	268	1,349
Total comprehensive income for the period						
(Loss)/ Profit for the period, representing total comprehensive income for the period	-	-	(362)	(362)	66	(296)
<i>Contributions by and distributions to owners</i>						
Expiry of equity-settled share options to employees	-	(215)	215	-	-	-
Dividends to non-controlling shareholder of a subsidiary	-	-	-	-	(150)	(150)
At 30 September 2014	27,803	36	(27,120)	719	184	903

Company	Share capital S\$'000	Other reserves S\$'000	Retained earnings S\$'000	Total S\$'000
At 30 June 2014	63,995	215	(62,651)	1,559
Total comprehensive income for the period				
Loss for the period, representing total comprehensive income for the period	-	-	(242)	(242)
<i>Contributions by and distributions to owners</i>				
Expiry of equity-settled share options to employees	-	(215)	215	-
At 30 September 2014	63,995	-	(62,678)	1,317

1 (d)(ii) Details of any Changes in Share Capital

Issued Share Capital

	No. of Shares ('000)
In issue at 30.6.2015	1,652,536
Issue of shares	2,932
In issue at 30.09.2015	1,655,468

1 (d)(ii) Details of any Changes in Share Capital (Cont'd)

Share Options Scheme

On 15 May 2015, the Company granted 15,590,000 share options at an exercise price of S\$1.07 per share to certain directors and employees of the Group under the Employee Share Option Scheme 2014 ("ESOS"). The options have a validity of 5 years from the date of grant and are vested over a vesting period of 4 years. The Company also granted 5,100,000 share options to Mr Pua Seck Guan at an exercise price of S\$0.95 with the same validity and vesting periods, which grant is approved by shareholders at the EGM on 8 October 2015. The number of options granted represents 1.25% of the total number of shares issued as at 30 September 2015.

1(d)(iii) A statement showing all sales, transfer, disposals, cancellations and/or use of treasury shares at the end of the current financial period reported on

The Company has no treasury shares at the beginning and end of the reporting period.

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

The figures have not been audited or reviewed by the Company's auditors.

3 Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of 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 and the Company has adopted the following Financial Reporting Standards ("FRS") and Interpretations of FRSs that are relevant to its operations effective from the period beginning on or after 27 October 2014 which is the date of completion of reverse takeover:

- FRS 23 – Borrowing Costs
- FRS 38 – Intangible Assets
- FRS 40 – Investment Property
- FRS 102 – Share-based Payment
- FRS 103 – Business Combination
- FRS 110 – Consolidated Financial Statements
- FRS 111 – Joint Arrangements

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 item 4 above.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

6 Earnings per Share

	Group			
	3 months 30.09.2015	3 months 30.09.2014	15 months 30.09.2015	15 months 30.09.2014
Profit/(Loss) for the period (S\$'000)	4,775	(362)	37,933	(6,406)
Weighted average number of shares for the period ('000)				
- Basic	1,652,600	382,871	1,053,036	382,871
- Diluted	1,652,600	382,871	1,053,036	382,871
EPS (cents)				
- Basic	0.29	(0.09)	3.60	(1.67)
- Diluted	0.29	(0.09)	3.60	(1.67)

7 Net Asset Value per Share

	Group		Company	
	30.09.2015 S\$/shares	30.06.2014 S\$/shares	30.09.2015 S\$/shares	30.06.2014 S\$/shares
Net assets value per share based on issued share capital at the end of the period	1.727	0.003	1.316	0.004

8 Review of the Performance

	3 months ended 30.09.2015	3 months ended 30.09.2014	Change	15 months ended 30.09.2015	15 months ended 30.09.2014	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Revenue	22,917	6,797	Nm	111,031	26,113	Nm
Share of results of associates and joint ventures, net of tax	3,420	-	Nm	17,200	(221)	Nm
Earnings before interest and tax ("EBIT")	18,764	(268)	Nm	113,495	(6,155)	Nm
Net finance costs	(13,283)	(28)	Nm	(50,890)	(112)	Nm
Profit/(Loss) before tax	5,481	(296)	Nm	62,605	(6,267)	Nm
Profit/(Loss) for the period attributable to the owners of the Company ("PATMI")	4,775	(362)	Nm	37,933	(6,406)	Nm

8 Review of the Performance (cont'd)

Fifth Quarter ended 30 September 2015

The Group achieved a revenue of \$22.9 million and a PATMI of \$4.8 million for the fifth quarter ended 30 September 2015. Main revenue contributors are CHIJMES and TripleOne Somerset in Singapore and Perennial Jihua Mall, Foshan and Perennial Qingyang Mall, Chengdu in China.

Singapore assets contributed approximately \$14.9 million, representing 65.1% of the Group's revenue. Assets in the PRC contributed revenue of \$7.0 million, which represents 30.6% of the Group's revenue. The remaining 4.3% of the Group's revenue came from the fee-based management businesses.

The Group achieved \$18.8 million of EBIT for the fifth quarter ended 30 September 2015, largely driven by contribution from TripleOne Somerset, the operational malls in China as well as fee-based management businesses.

Fifteen Months ended 30 September 2015

The Group achieved a revenue of \$111.0 million and a PATMI of \$37.9 million for the fifteen months ended 30 September 2015.

The Group's real estate business commenced from 28 October 2014 after the RTO on 27 October 2014. Excluding the revenue of \$6.8 million relating to the entertainment business which was recognised prior to the RTO, the Group's revenue relating to real estate business for the period from 28 October 2014 to 30 September 2015 was \$104.2 million.

The Group's real estate revenue comprised mainly rental revenue generated by CHIJMES and TripleOne Somerset in Singapore and Perennial Jihua Mall, Foshan and Perennial Qingyang Mall, Chengdu, which commenced operations in August 2013 and April 2014 respectively. Both Jihua Mall and Qingyang malls are held by PCRT which became a subsidiary of the Group following the successful completion of the VO.

For the period from 28 October 2014 to 30 September 2015, Singapore assets contributed approximately \$56.6 million, representing 54.3% of the Group's real estate revenue. The assets in the PRC contributed revenue of \$23.6 million; or 22.6%, with the remaining coming from the Group's fee-based management business.

The Group achieved EBIT of \$113.5 million for the fifteen months ended 30 September 2015. The EBIT is solely contributed by the real estate business for the period from 28 October 2014 to 30 September 2015 as contribution from the entertainment business prior to 28 October 2014 was a loss of approximately \$0.3 million. The EBIT was derived mainly from the operating income of Singapore malls, Jihua and Qingyang Malls in PRC as well as fair value gains of \$53.2 million and after deducting professional fees of approximately \$11.4 million incurred in relation to the RTO and the VO.

Finance costs comprised mainly interest on bank borrowings and medium term notes, and amortisation of transaction costs incurred on financing facilities. The Group redeemed the PCRT MTN notes of \$130 million, 6.375% due on 21 September 2015. New borrowings taken to fund the repayment were at lower interest rate. As at 30 September 2015, the Group's net debt-to-equity ratio stood at 0.41, unchanged from June 2015.

Overall, the Group achieved a PATMI of \$37.9 million for the fifteen months ended 30 September 2015, of which the entertainment business was a loss of approximately \$0.4 million for the period 1 July 2014 to 27 October 2014 and the real estate business registered a profit of \$38.3 million for the period from 28 October 2014 to 30 September 2015.

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

No forecast was previously provided.

10 Commentary on the 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

Singapore

Based on advance estimates by the Ministry of Trade and Industry, the Singapore economy grew by 1.4% on a year-on-year basis in the third quarter of 2015, easing from the 2.0% growth in the previous quarter. For the full year 2015, the GDP growth forecast has been lowered to 2.2% from 2.7% previously.

PREH's portfolio in Singapore are prime and iconic properties located predominately in the Downtown Civil District and the Orchard Road precinct such as CHIJMES, TripleOne Somerset, Capitol Singapore and AXA Tower. These operating assets remain as key contributors for recurring stream of income to the Group.

PRC

China's gross domestic product grew by 6.9% in the 3Q 2015 and is expected to be around 7.0% for the year 2015. The Chinese government continues to prioritise economic reform by steering the economy away from an investment and export-led model towards consumption-driven growth. The China central bank announced further interest rate cut on 23 October 2015, its sixth times in a year; reiterating the Chinese government's commitment to transform the economy and stimulate growth.

For the Group's operating assets in Shenyang, Foshan and Chengdu, the focus will be in optimising the performance through strategic tenant remixing, growing shopper traffic and improving tenant sales.

In line with the Group's new growth strategy and to meet the growing demand for medical and healthcare space in China, Perennial International Health and Medical Hub, part of the Chengdu East High-Speed Railway Integrated Development and currently under-development, has entered into an anchor lease agreement with IHH Healthcare Berhard, to operate a 350-bed Parkway medical hospital. The premium multi-disciplinary hospital is expected to open in the second half of 2017.

Emerging and Other Markets

The Group has established a 50-50 joint venture with IJM Land Berhad to acquire a freehold waterfront site in Penang, Malaysia, to be developed into an integrated mixed-use development, comprising residential, commercial and hospitality components.

The Group acquired a 55% stake in a prime site in Accra, Ghana, to be developed into an integrated mixed-use development, which will include a hotel and serviced apartments, a shopping mall, an office tower and residential towers, with Shangri-La Asia Limited.

10 Commentary on the 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 (cont'd)

Retail Bond

In October 2015, the Company launched its maiden retail bond offering of S\$150 million 3-year 4.65% retail bonds due 2018. Following overwhelming subscription, the Company upsized the issue to S\$300 million in aggregate principal amount of the bonds. The net proceeds from the issue of the bonds would be used to refinance existing borrowings, financing of working capital, investments (including merger and acquisition) and/or capital requirements of the group.

11 Dividends

(a) Current financial period

None

(b) Corresponding period of the immediately preceding financial year

None

(c) Date Payable

Not applicable.

(d) Books Closure Date

Not applicable.

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

No dividend has been declared for the fifteen months ended 30 September 2015.

13 If the Company has obtained a general mandate from shareholders for interested person transactions, the aggregate value of such transactions are required under Rule 920(1)(a)(ii). If no interested person transactions mandate has been obtained, a statement to that effect.

The Company did not obtain a general mandate from shareholders for interested person transactions.

PERENNIAL REAL ESTATE HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS FOR THE FIFTH QUARTER ENDED 30 SEPTEMBER 2015

14 Segmental revenue and results for business or geographical segments of the Group with comparative information for the immediately preceding year.

	Revenue					
	3 months ended	3 months ended	Change	15 months ended	15 months ended	Change
	30.09.2015	30.09.2014		30.09.2015	30.09.2014	
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Singapore	14,924	-	Nm	56,571	-	Nm
China	7,022	-	Nm	23,564	-	Nm
Corporate and Others	971	6,797	(85.7)	30,896	26,113	18.3
	22,917	6,797	Nm	111,031	26,113	Nm

	EBIT					
	3 months ended	3 months ended	Change	15 months ended	15 months ended	Change
	30.09.2015	30.09.2014		30.09.2015	30.09.2014	
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Singapore	18,081	-	Nm	87,904	-	Nm
China	6,268	-	Nm	36,163	-	Nm
Corporate and Others	(5,585)	(268)	Nm	(10,572)	(6,155)	71.8
	18,764	(268)	Nm	113,495	(6,155)	Nm

15 Breakdown of Sales

Not applicable.

16 Confirmation pursuant to Rule 705(5) of the Listing Manual

To the best of our knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited interim financial statements of the Group and the Company (comprising the consolidated balance sheet, consolidated income statement, consolidated statement of comprehensive income, statement of changes in equity and consolidated statement of cash flows, together with their accompanying notes) as at 30 September 2015 and for the fifteen months ended on that date, to be false or misleading in any material aspect.

On behalf of the Board

Kuok Khoon Hong
Chairman

Pua Seck Guan
Chief Executive Officer

By Order of the Board

Sim Ai Hua
Company Secretary
6 November 2015

DBS Bank and Standard Chartered Bank acted as Joint Financial Advisers in relation to the reverse take-over of the Company which was completed on 27 October 2014.