



Raffles Capital Limited

ACN 009 106 049

APPENDIX 4E
ASX PRELIMINARY UNAUDITED FINAL REPORT – 31 DECEMBER 2017
(CORRESPONDING PERIOD – YEAR ENDED 31 DECEMBER 2016)

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The interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 31 December 2016 and any public announcements made by Raffles Capital Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

CORPORATE DIRECTORY**Raffles Capital Limited**

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ABN 66 009 106 049

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Level 16, 20 Martin Place
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Directors

Abigail Zhang – Executive Chairman
Richard Holstein
Benjamin Amzalak

Company Secretary

Richard Holstein

Share Registry

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Sydney NSW 2000
Australia
Telephone: 1300 850 505

ASX Code – RAF

Raffles Capital Limited shares are listed on the Australian Securities Exchange.

This financial report covers the Consolidated Entity consisting of Raffles Capital Limited and its controlled entities.

Raffles Capital Limited is a company limited by shares, incorporated and domiciled in Australia.

PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2017
(PREVIOUS CORRESPONDING PERIOD: YEAR ENDED 31 DECEMBER 2016)

RESULTS FOR ANNOUNCEMENT TO THE MARKET

				\$
Revenue from continuing operations	Down	100%	to	-
Profit/(Loss) after income tax from continuing operations	Up	100%	to	2,943
Net profit/(loss) for the period attributable to members	Up	100%	to	2,943

Dividends/distributions	Amount per security	Franked amount per security
Final dividend	\$Nil	N/A
Interim dividend	\$Nil	N/A

Explanation of revenue and Profit/(Loss) from ordinary activities after tax

The increase in profit of \$0.002 million (2016: loss \$1.03 million) was mainly due to the entity consolidating its business and looking for other business opportunities.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the Year Ended 31 December 2017

		Consolidated	
		2017	2016
	Notes	\$	\$
Revenue from continuing operations	2	-	9
Other income and expenses	2	476,205	(476,205)
Administration expenses	3	(473,092)	(561,080)
Finance expenses	3	(170)	(797)
Profit/(loss) before income tax		2,943	(1,038,073)
Income Tax expense		-	-
Profit/(loss) after tax for the year		2,943	(1,038,073)
Other Comprehensive Income			
Other comprehensive income		-	-
Tax Expenses		-	-
Other comprehensive income for the year net of tax		-	-
Total Comprehensive income for the year		2,943	(1,038,073)
Non-controlling Interest		-	-
Total Comprehensive Income/(loss) attributable to members of the Company		2,943	(1,038,073)
Earnings/(Loss) per Share			
		Cents	Cents
Basic earnings/(loss) per share	7	0.04	(3.77)
Diluted earnings(loss) per share	7	0.04	(3.77)

The above statement should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
as at 31 December 2017

	Notes	Consolidated	
		2017	2016
		\$	\$
ASSETS			
Current assets			
Cash and cash equivalents	5	6,938	4,390
Trade and other receivables		30	5,677
Financial assets		10	10
Other current assets		12,500	322
Total current assets		19,478	10,399
Non-current assets			
Financial assets		-	-
Plant and Equipment		-	-
Total non-current assets		-	-
Total Assets		19,478	10,399
LIABILITIES			
Current liabilities			
Trade and other payables		118,088	260,954
Total current liabilities		118,088	260,954
Non-current liabilities			
Trade and other payables		-	-
Total non-current liabilities		-	-
Total Liabilities		118,088	260,954
(Deficiency in Net Assets)/Net Assets		(98,610)	(250,555)
EQUITY			
Issued Capital		9,767,142	9,641,897
Reserves		28,282	4,525
Retained profits / (accumulated losses)		(9,894,034)	(9,896,977)
Total equity attributable to equity holder of parent entity		(98,610)	(250,555)
Non-controlling Interest		-	-
(Deficiency in Total Equity)/Total Equity		(98,610)	(250,555)

The above statement should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
for the Year Ended 31 December 2017

	Issued Capital	Reserves	Accumulated Losses	Total Equity
	\$	\$	\$	\$
At 1 January 2017	9,641,897	4,525	(9,896,977)	(250,555)
Share issued	120,000	-	-	120,000
Share issued – in lieu of service	481,450	-	-	481,450
Selective share buy back	(476,205)	-	-	(476,205)
Movement during the year	-	23,757	-	23,757
Profit/(loss) for the year	-	-	2,943	2,943
At 31 December 2017	9,767,142	28,282	(9,894,034)	(98,610)
At 1 January 2016	9,451,897	-	(8,858,904)	592,993
Share issued	190,000	-	-	190,000
Movement during the year	-	4,525	-	4,525
Profit/(loss) for the year	-	-	(1,038,073)	(1,038,073)
At 31 December 2016	9,641,897	4,525	(9,896,977)	(250,555)

The above statements should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASHFLOW
for the Year Ended 31 December 2017

	Notes	Consolidated	
		2017	2016
		\$	\$
Cash flows from operating activities			
Receipt from customers		-	-
Payments to suppliers and employees		(117,452)	(323,153)
Interest received		-	9
Net cash (outflow)/inflow from operating activities	6	(117,452)	(323,144)
Cash flows from investing activities			
Acquisition of Investment		-	-
Acquisition of plant and equipment		-	-
(Advance to)/repayment from other parties		-	-
Net cash inflow/ (outflow) from investing activities		-	-
Cash flows from financing activities			
Share issued - parent entity		120,000	63,795
Share issue cost - parent entity		-	-
Convertible Note		-	-
Net cash inflow/(outflow) from financing activities		120,000	63,795
Net increase/(decrease) in cash and cash equivalents		2,548	(259,349)
Cash and cash equivalents at the beginning of the year		4,390	263,739
Cash and cash equivalents at the end of the year	5	6,938	4,390

The above statement should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS

for the Year Ended 31 December 2017

1 ACCOUNTING POLICIES, ESTIMATION METHODS AND MEASUREMENT BASIS

Accounting policies, estimation methods and measurement bases used in this Appendix 4E are the same as those used in the last annual report and the last half year report.

2 REVENUE FROM CONTINUING OPERATIONS

	Consolidated	
	2017	2016
	\$	\$
From continuing operations		
Interest Income	-	9
	-	9
Other Income and Expenses		
Costs relating to Deed of Settlement	476,205	(476,205)
Others	-	-
	<u>476,205</u>	<u>(476,205)</u>

3 EXPENSES

	Consolidated	
	2017	2016
	\$	\$
Profit/(loss) before income tax is arrived after (charging)/crediting the following specific expenses:		
Administration Expenses		
Director cost	(202,000)	(327,000)
Consulting and professional fees	(141,401)	(117,563)
Other administrative expenses	(129,691)	(116,517)
	<u>(473,092)</u>	<u>(561,080)</u>
Finance expenses		
Interest Paid and charges	(170)	(797)
	<u>(170)</u>	<u>(797)</u>

4 DIVIDENDS

The Directors do not recommend a dividend relating to the year ended 31 December 2017 (2016: \$nil) to be paid.

5 CASH AND CASH EQUIVALENTS

	Consolidated	
	2017	2016
	\$	\$
Cash at bank and on hand	6,938	4,390
Deposits held in trust	-	-
	<u>6,938</u>	<u>4,390</u>

NOTES TO THE FINANCIAL STATEMENTS continued

6 RECONCILIATION OF PROFIT/(LOSS) AFTER INCOME TAX TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	Consolidated	
	2017	2016
	\$	\$
Profit/(loss) after income tax	2,943	(1,038,073)
Selective share Buy-back	476,205	-
Doubtful debt provision	(476,205)	476,205
Change in operating assets and liabilities		
Decrease/(increase) in receivables	16,790	1,834
Increase/(decrease) in payables	(196,185)	236,890
Increase/(decrease) in accrual	59,000	-
Increase (decrease) in income tax payable	-	-
Net cash (outflow)/inflow from operating activities	(117,452)	(323,144)

7 EARNINGS PER SHARE

	Consolidated	
	2017	2016
	Cents	Cents
Basic earnings/(loss) per share	0.04	(3.77)
Diluted earnings/(loss) per share	0.04	(3.77)

Reconciliations of earnings used in calculating earnings per share

	Consolidated	
	2017	2016
	\$	\$
Total Comprehensive Income/(loss)	2,943	(1,038,073)
Total Comprehensive Income attributable to the ordinary equity holders of the company used in calculating basic earnings per share and diluted earnings per share	2,943	(1,038,073)

Earnings used to calculate basic earnings per share are equal to net profit, therefore no reconciliation is required.

Weighted average number of shares used as the denominator

	Consolidated	
	2017	2016
	Number	Number
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	6,564,588	27,525,186
Adjustments for calculation of diluted earnings per share:		
Converted notes	-	-
Options issued	-	-
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings per share	6,564,588	27,525,186

NOTES TO THE FINANCIAL STATEMENTS continued**8 CONTINGENT LIABILITIES AND COMMITMENT****Guarantees**

No guarantees were given or received from controlled entities and related entities during the year.

Commitments

There are no material commitments as at the date of the report.

9 EVENTS OCCURRING AFTER REPORTING DATE

The Company continues to investigate potential new business acquisitions to augment its existing operations. A number of opportunities are under investigation, but are too preliminary to report at this time.

At the date of this report there are no matters or circumstances, other than noted above, which have arisen since 31 December 2017 that have significantly affect or may significantly affect:

- The operations, in the financial year subsequent to 31 December 2017 of the Group;
- The results of those operations;
- The state of affairs, in the financial year subsequent to 31 December 2017 of the Group.

10 SEGMENT NOTE

The consolidated entity operates predominately in one business and one geographical segment being investment holding.

SUPPLEMENTARY APPENDIX 4E INFORMATION**NTA Backing**

	31/12/2017	31/12/2016
Net tangible asset backing per ordinary share	(1.24) cents	(0.89) cents

Controlled entities acquired during the period

No entity was acquired during the reporting period.

Loss of control of entities during the period

Sequoia Capital (HK) Limited was de-registered during the reporting period.

Subsequent Events

There have been no other events subsequent to reporting date which affects the results contained in this report or the continuing operations of the Group. Please refer note 9 for details.

Accounting Standards

Australian Accounting Standards have been used in the preparation of this report.

Commentary on results

The consolidated entity is consolidating its business operation and is looking for other business opportunities.

Other Significant Information

All significant information in relation to the financial performances and position of Raffles Capital Limited has been disclosed in the attached report.

Returns to shareholders

No distributions/dividend this year. The Company has no dividend reinvestment plan.

Results of segments

The consolidated entity operates predominately in one business and one geographical segment being investment holding.

Audit Report

This report is based upon financial statements which are in the process of being audited, and therefore no audit report has been attached.