



# UNITED OVERSEAS AUSTRALIA LTD

ACN 009 245 890

Suite 1, 467 Scarborough Beach Road, OSBORNE PARK WA 6017

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29 August 2017

Company Announcements Manager  
Australian Securities Exchange Limited  
4th Floor  
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SYDNEY NSW 2000

Company Announcements Manager  
Singapore Stock Exchange  
2 Shenton Way  
#19 SGX Centre  
SINGAPORE 068804

*“Transmitted Electronically”*

## **Half Yearly Report and Appendix 4D for period ending 30 June 2017**

Please find attached the Half Yearly Report and Appendix 4D for the six months ended 30 June 2017.

Yours faithfully,

**ALAN C WINDUSS**  
**Company Secretary**

### **MALAYSIAN OFFICE:**

#### **UOA Corporate Tower**

Lobby A, Avenue 10, The Vertical, Bangsar South City

No. 8, Jalan Kerinchi, 59200. KUALA LUMPUR

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**UNITED OVERSEAS AUSTRALIA LTD  
AND ITS CONTROLLED ENTITIES**

**A.C.N 009 245 890**

**HALF-YEARLY REPORT  
30 June 2017**

**UNITED OVERSEAS AUSTRALIA LTD  
AND ITS CONTROLLED ENTITIES**

**A.C.N 009 245 890**

**HALF-YEARLY REPORT  
30 JUNE 2017**

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## Corporate Information

**A.C.N 009 245 890**

### **Directors**

Chong Soon Kong (Chairman)  
Pak Lim Kong  
Alan Charles Winduss  
Chee Seng Teo  
May Chee Kong (Alternate Director for C S Kong)

### **Company Secretary**

Alan Charles Winduss

### **Registered Office**

Suite 1,  
467 Scarborough Beach Road  
Osborne Park  
Western Australia 6017

### **Bankers**

National Australia Bank Limited  
Cnr Howe and Sundercombe Street  
Osborne Park, Western Australia 6017

### **Share Registry**

Advanced Share Registry Services Ltd  
110 Stirling Highway  
Nedlands, Perth, Western Australia 6009

### **Auditors**

Grant Thornton Audit Pty Ltd  
Chartered Accountants  
Level 1, 10 Kings Park Road  
West Perth, Western Australia 6005

ASX Code: UOS

## Directors' Report

Your directors submit their report for the half-year ended 30 June 2017.

### DIRECTORS

The names and details of the directors holding office during the period 1 January 2017 to 30 June 2017 and until the date of this report are as below. Directors were in office for this entire period unless otherwise stated.

**C.S. Kong** C.P Eng. M.I.E. Aust (Chairman and Chief Executive Officer)

**P.L. Kong** B.E. Hons M.I.E P.E (Executive Director)

**A.C. Winduss** I.C.A.A. (AFF) CPA AFAIM FAICD

**C.S. Teo**

**M.C. Kong** (alternate for C.S. Kong)

### REVIEW AND RESULTS OF OPERATIONS

As will be seen from the financial statements the Group recorded an after tax profit of \$45.27 million for the six- month period ended 30 June 2017 (2016: \$55.02 million).

## **OPERATIONAL ACTIVITIES**

### **Current & Future**

The current state of on-going and planned developments being carried out by the Company's controlled entities UOA Development Bhd and UOA Real Estate Investment Trust are detailed below:

### **COMMERCIAL**

#### **DESA COMMERCIAL CENTER (FORMERLY KNOWN AS DESA CENTER)**

Desa Commercial Centre development is located near Taman Desa, Old Klang Road off the East-West Link Highway, and is adjacent to our residential project Desa Green. It is located approximately 7 kilometres from Kuala Lumpur City Centre ("KLCC") and comprises of 2 blocks of boutique office buildings, each of 16 storeys.

It has direct connectivity to arterial expressways and is adjacent to the public transport network, including the proposed Malaysia-Singapore high-speed rail link service terminal.

This project is expected to be completed in year 2017, with an anticipated Gross Development Value ("GDV") of AUD 91 million.

### **THE SPHERE**

The retail space known as The Sphere is currently being redeveloped into a modern lifestyle centre.

It will comprise multiple food and beverage outlets, a supermarket, beauty and wellness personal services.

### **RESIDENTIAL**

#### **SOUTH VIEW SERVICED APARTMENTS**

South View is located in close proximity to Bangsar South and mass transportation facilities i.e. Light Rail Transit ("LRT").

This project was completed in the second quarter of the 2017 financial year. The estimated GDV for this project is AUD 273 million.

#### **BANDAR TUN RAZAK DEVELOPMENT**

This development is located within the thriving township of Bandar Tun Razak in Cheras, which is approximately 11 kilometres from KLCC. This project consists of residential units with aged care and medical facilities

The estimated GDV of this development is AUD 91 million.

## **MIXED DEVELOPMENT**

### **SURIA @ NORTH KIARA**

Suria @ North Kiara is located adjacent to Scenaria @ North Kiara Hills connecting to Desa Park City, Kuala Lumpur and is approximately 8 kilometres from KLCC. This development comprises of 175 serviced apartments, shop offices, a supermarket and retail shop lots.

This project was completed in the second quarter of the 2017 financial year. The estimated GDV for this project is AUD 36 million.

### **SOUTHBANK RESIDENCE (PHASE 1)**

Southbank is located in a mature residential enclave off Old Klang Road, Kuala Lumpur and is located approximately 10 kilometres from KLCC. The project consists of 2 blocks of high-rise serviced apartments, a total of 674 units, and 6 blocks of 9-storey boutique offices.

The construction of this project is on-going and is expected to be completed in 2017, with an anticipated GDV on completion of AUD 167 million.

### **DESA SENTUL (PHASE 1)**

This development project is located in Sentul, Kuala Lumpur and is approximately 11 kilometres from KLCC. Phase 1 of Desa Sentul comprises of 1, 26 storey block of 462 serviced apartments and 3-storeys of retail shops.

This project was completed in the second quarter of the 2017 financial year. The estimated GDV for this project is AUD 103 million.

### **DANAU KOTA SUITE APARTMENT**

Danau Kota Suite Apartment is located in the township of Setapak off Jalan Genting Kelang and is complemented with excellent facilities. This project consists of 285 suite apartment units and 25 units of 3-storey shop offices.

The construction of this project is on-going and is expected to be completed in 2019, with an anticipated GDV on completion of AUD 70 million.

### **SENTUL POINT (FORMERLY KNOWN AS DESA SENTUL PHASE II)**

Sentul Point is located in Sentul, Kuala Lumpur adjacent to Desa Sentul Phase I. This project consists of 3 blocks of 44 storeys of suite apartments.

The construction of this project is on-going and is expected to be completed in 2020, with an anticipated GDV on completion of AUD 455 million.

### **UNITED POINT RESIDENCE**

United Point Residence is located in Kepong and is easily accessible via major expressways and public transportation facilities.

This development comprises 3 blocks of 45-storey suite apartments comprising a total of 2,509 units, along with a commercial complex. The development direct links to the soon to be constructed commuter train station.

The construction of this project is on-going and is expected to be completed in year 2020 with an anticipated GDV on completion of AUD 455 million.

## **AUSTRALIA**

During the period under review the Company entered into a joint venture with Psaros Development Pty Ltd to develop a mixed-use project in East Perth, Western Australia.

The project consists of 70 Residential units and 4 Commercial premises. UOA holds 51% interest in this project, and it is anticipated that this project will have a GDV of AUD 34 million when completed.

In June, through its subsidiary UOA Leederville Pty Ltd, the Company settled on a 4,300 square meters parcel of land at Leederville, a suburb close to the CBD of Perth.

At present, there are 29 Commercial rental premises on the site. It is the intention to retain these as rental income generators while future development plans are formulated.

## **VIETNAM**

United Overseas Australia Ltd, through its Vietnamese incorporated subsidiary, UOA Tower Limited Liability Company, has been granted approval by the People's Committee of Ho Chi Minh City to proceed with the development of a 24 storey Office Tower located within Ho Chi Minh City.

An application has been made for a construction permit and ground breaking is expected to be in the first quarter of 2018. Construction is expected to take 30 months and the project is forecast to have a GDV of USD 50 million when completed.

## **UOA DEVELOPMENT BHD**

At the date of this report the Group holds a 69.58% interest in UOA Development Bhd which is listed on Bursa Malaysia.

## **UOA REAL ESTATE INVESTMENT TRUST (UOA REIT)**

At the time of this report, the Group currently holds 46% equity in the UOA REIT.

The trust has declared a distribution of 1.26 cents per unit for period ended 30 June 2017 and the Group will receive a gross distribution payment of \$4.1 million for the period.



# DIRECTORS' REPORT

## Dividend

The directors have recommended an interim dividend of 0.5 cents (half of one cent) be paid from profits recorded in this period.

## Rounding

The amounts contained in this report and in the half year financial report have been rounded to the nearest \$1,000 (where rounding is applicable) under the option available to the company under Legislative Instrument 2016/191. The company is an entity to which this class order applies.

## Auditor's Independence Declaration

The lead auditor's independence declaration under section 307C of the Corporations Act 2001 for the half year ended 30 June 2017 is attached.

Signed in accordance with the resolutions of directors.

A handwritten signature in blue ink, appearing to read 'A.C. Winduss', followed by a long horizontal line.

A.C. Winduss  
Director

Perth  
29<sup>th</sup> August 2017

## DIRECTOR'S DECLARATION

In accordance with a resolution of the directors of United Overseas Australia Ltd, I state that:

(1) In the opinion of the directors:

(a) the financial statements and notes of the consolidated entity:

- (i) give a true and fair view of the financial position as at 30 June 2017 and the performance for the half-year ended on that date of the consolidated entity; and
- (ii) comply with Accounting Standard AASB 134 "Interim Financial Reporting" and the Corporations Regulations 2001; and

(b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

On behalf of the Board

A handwritten signature in blue ink, appearing to read 'A.C. Winduss', followed by a long horizontal line extending to the right.

A.C. Winduss  
Director

Perth  
29<sup>th</sup> August 2017

# Statement of Profit or Loss and Other Comprehensive Income

FOR THE HALF-YEAR ENDED 30 JUNE 2017

|   | Notes | CONSOLIDATED |           |
|---|-------|--------------|-----------|
|   |       | June 2017    | June 2016 |
|   |       | \$'000       | \$'000    |
| Sales revenue   | 2     | 187,392      | 166,688   |
| Cost of sales   | 2     | (90,227)     | (62,724)  |
| <b>Gross profit</b>   |       | 97,165       | 103,964   |
| Other revenues  | 2     | 44,619       | 47,788    |
| Other income  | 2     | 165          | 798       |
| Property maintenance expenses                                       |       | (10,771)     | (11,577)  |
| Occupancy expenses  |       | (19)         | (40)      |
| Marketing expenses  |       | (9,839)      | (9,978)   |
| Administrative expenses   |       | (11,946)     | (10,587)  |
| Other expenses from ordinary activities                             |       | (8,869)      | (7,413)   |
| Foreign exchange loss   |       | (1,694)      | (170)     |
| <b>Profit from ordinary activities before tax and finance costs</b> |       | 98,811       | 112,785   |
| Finance costs   |       | (3,147)      | (4,199)   |
| Share of results of associate                                       |       | 246          | 6,920     |
| <b>Profit before income tax</b>                                     |       | 95,910       | 115,506   |
| Income tax expense  |       | (24,144)     | (25,626)  |
| <b>Profit for the period</b>  |       | 71,766       | 89,880    |
| <b>Other comprehensive income, net of tax</b>                       |       |              |           |
| Items that may be subsequently reclassified to the profit or loss   |       |              |           |
| Available for sale financial assets                                 |       |              |           |
| - current period gain/(loss)  |       | 343          | (799)     |
| - reclassification to profit or loss                                |       | 272          | -         |
| Exchange differences on translating foreign operations              |       | (21,081)     | 46,453    |
| <b>Other comprehensive loss for the period</b>                      |       | (20,466)     | 45,654    |
| <b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>                    |       | 51,300       | 135,534   |
| Profit attributable to :  |       |              |           |
| Owners of the parent  |       | 45,267       | 55,023    |
| Non-controlling interest  |       | 26,499       | 34,857    |
|   |       | 71,766       | 89,880    |
| Total comprehensive income attributable to :                        |       |              |           |
| Owners of the parent  |       | 24,617       | 100,887   |
| Non-controlling interest  |       | 26,683       | 34,647    |
|   |       | 51,300       | 135,534   |
| Earnings per share (cents per share)                                |       |              |           |
| - basic for profit for the half-year                                |       | 3.46         | 4.45      |
| - diluted for profit for the half-year                              |       | 3.46         | 4.45      |

# Statement of Financial Position

AS AT 30 JUNE 2017

|  | Notes | CONSOLIDATED     |                  |
|--|-------|------------------|------------------|
|  |       | As at            | As at            |
|  |       | 30 June 2017     | 31 December 2016 |
|  |       | \$'000           | \$'000           |
| <b>ASSETS</b>                          |       |                  |                  |
| <b>Current Assets</b>                  |       |                  |                  |
| Cash and cash equivalents              |       | 330,953          | 398,552          |
| Trade and other receivables            |       | 329,190          | 217,877          |
| Amount owing by associate              |       | 1,152            | 1,172            |
| Inventories                            |       | 382,845          | 384,951          |
| Current tax assets                     |       | 9,898            | 8,770            |
| <b>Total Current Assets</b>            |       | <b>1,054,038</b> | <b>1,011,322</b> |
| <b>Non-Current Assets</b>              |       |                  |                  |
| Property, plant and equipment          |       | 95,819           | 94,209           |
| Investment properties                  |       | 823,670          | 823,059          |
| Land held for property development     |       | 137,295          | 143,466          |
| Investment in associates               |       | 19,958           | 20,145           |
| Available for sale financial assets    |       | 4,030            | 5,151            |
| Deferred tax assets                    |       | 10,982           | 11,513           |
| Goodwill                               |       | 178              | -                |
| <b>Total Non-Current Assets</b>        |       | <b>1,091,932</b> | <b>1,097,543</b> |
| <b>TOTAL ASSETS</b>                    |       | <b>2,145,970</b> | <b>2,108,865</b> |
| <b>LIABILITIES</b>                     |       |                  |                  |
| <b>Current Liabilities</b>             |       |                  |                  |
| Trade and other payables               |       | 249,020          | 249,965          |
| Financial liabilities                  |       | 136,650          | 151,737          |
| Current tax liabilities                |       | 13,932           | 6,054            |
| <b>Total Current Liabilities</b>       |       | <b>399,602</b>   | <b>407,756</b>   |
| <b>Non-Current Liabilities</b>         |       |                  |                  |
| Other payables                         |       | 11,776           | 7,860            |
| Financial liabilities                  |       | 13,328           | 7,989            |
| Deferred tax liabilities               |       | 35,853           | 36,492           |
| <b>Total Non-Current Liabilities</b>   |       | <b>60,957</b>    | <b>52,341</b>    |
| <b>TOTAL LIABILITIES</b>               |       | <b>460,559</b>   | <b>460,097</b>   |
| <b>NET ASSETS</b>                      |       | <b>1,685,411</b> | <b>1,648,768</b> |
| <b>EQUITY</b>                          |       |                  |                  |
| Parent entity interest                 |       |                  |                  |
| Share capital                          | 4     | 176,733          | 145,668          |
| Reserves                               |       | (88,453)         | (67,803)         |
| Retained profits                       |       | 1,049,935        | 1,037,244        |
| Total parent entity interest in equity |       | 1,138,215        | 1,115,109        |
| Total non-controlling interest         |       | 547,196          | 533,659          |
| <b>TOTAL EQUITY</b>                    |       | <b>1,685,411</b> | <b>1,648,768</b> |

The accompanying notes form part of this financial report.

# Statement of Cash Flows

FOR THE HALF-YEAR ENDED 30 JUNE 2017

|   | CONSOLIDATED    |                 |
|---|-----------------|-----------------|
|   | June 2017       | June 2016       |
|   | \$'000          | \$'000          |
| <b>Cash flow from operating activities</b>                    |                 |                 |
| Profit before income tax                                      | 95,910          | 115,506         |
| Adjustments for:  |                 |                 |
| Bad and doubtful debts  | 361             | (580)           |
| Depreciation of property, plant and equipment                 | 3,400           | 3,089           |
| Dividend income   | (130)           | (134)           |
| Gain on disposal of available for sale financial assets       | (47)            | -               |
| Gain on disposal of property, plant and equipment             | (71)            | (13)            |
| Foreign currency loss   | 1,694           | 172             |
| Property, plant and equipment written off                     | 7               | 2               |
| Finance costs   | 3,147           | 4,199           |
| Interest income   | (4,298)         | (7,459)         |
| Share of results of associate                                 | (246)           | (6,920)         |
| Unrealised profit from associate                              | -               | 515             |
| <b>Operating profit before working capital changes</b>        | <b>99,727</b>   | <b>108,377</b>  |
| Decrease/(Increase) in inventories                            | 5,717           | (5,466)         |
| Increase in receivables                                       | (115,662)       | (23,438)        |
| (Decrease)/Increase in payables                               | (3,559)         | 10,405          |
| Cash (used in)/generated from operations                      | (13,777)        | 89,878          |
| Interest paid   | (3,255)         | (4,418)         |
| Interest received   | 4,123           | 7,178           |
| Income taxes paid   | (17,054)        | (26,443)        |
| <b>Net cash (used in)/generated from operating activities</b> | <b>(29,963)</b> | <b>66,195</b>   |
| <b>Cash flow from investing activities</b>                    |                 |                 |
| Payment for purchase of available for sale financial assets   | -               | (3,025)         |
| Repayment from/(Advances to) other entities                   | 7,141           | (18,150)        |
| (Advances to)/Repayment from an associate company             | (5)             | 2               |
| Dividend received   | 130             | 134             |
| Proceeds from sale of available for sale financial assets     | 1,677           | -               |
| Proceeds from sale of property, plant and equipment           | 71              | 28              |
| Payment for purchase of investment properties                 | (18,348)        | (48,823)        |
| Payment for purchase of property, plant and equipment         | (6,773)         | (1,833)         |
| Purchase of land held for property development                | (503)           | (4,323)         |
| Acquisition of shares in new subsidiary company, net of cash  | 47              | -               |
| <b>Net cash used in investing activities</b>                  | <b>(16,563)</b> | <b>(75,990)</b> |

## **Statement of Cash Flows (Continued)**

**FOR THE HALF-YEAR ENDED 30 JUNE 2017**

## Statement of Cash Flows (Continued)

FOR THE HALF-YEAR ENDED 30 JUNE 2017

|   | Notes    | CONSOLIDATED    |                 |
|---|----------|-----------------|-----------------|
|   |          | June 2017       | June 2016       |
|   |          | \$'000          | \$'000          |
| <b>Cash flow from financing activities</b>                            |          |                 |                 |
| Proceeds from borrowings  |          | 16,026          | 23,370          |
| Repayment of borrowings   |          | (23,931)        | (38,648)        |
| Dividend paid to non-controlling shareholders of subsidiary companies |          | (1,578)         | (16,860)        |
| Dividend paid to owners of the Company                                |          | (1,511)         | (1,461)         |
| Payment of hire purchase and finance lease liabilities                |          | (1,083)         | (1,460)         |
| Share buyback   |          | (7)             | (7)             |
| Issue of shares of a subsidiary to non-controlling shareholders       |          | -               | 17              |
| <b>Net cash used in financing activities</b>                          |          | <b>(12,084)</b> | <b>(35,049)</b> |
| Net decrease in cash and cash equivalents                             |          | (58,610)        | (44,844)        |
| Net foreign exchange differences                                      |          | (8,989)         | 19,852          |
| Cash and cash equivalents at beginning of period                      |          | 398,552         | 486,954         |
| <b>Cash and cash equivalents at end of period</b>                     | <b>7</b> | <b>330,953</b>  | <b>461,962</b>  |

The accompanying notes form part of this financial report.

# Statement of Changes in Equity

FOR THE HALF-YEAR ENDED 30 JUNE 2017

| <b>CONSOLIDATED</b>  | <i>Share<br/>capital<br/>\$'000</i> | <i>Retained<br/>earnings<br/>\$'000</i> | <i>Foreign<br/>exchange<br/>reserve<br/>\$'000</i> | <i>Other<br/>reserve<br/>\$'000</i> | <i>Total<br/>\$'000</i> | <i>Non-controlling<br/>Interest<br/>\$'000</i> | <i>Total<br/>equity<br/>\$'000</i> |
|--|-------------------------------------|---|--|-------------------------------------|-------------------------|--|------------------------------------|
| <b>At 1 January 2016</b>   | 110,268                             | 912,499                                 | (36,981)   | 268                                 | 986,054                 | 497,393  | 1,483,447                          |
| Dividends paid   | -                                   | (30,710)                                | -  | -                                   | (30,710)                | (16,860)                                       | (47,570)                           |
| Shares issued during the period                                  |                                     |   |  |                                     |                         |  |                                    |
| - dividend reinvestment scheme                                   | 29,249                              | -                                       | -  | -                                   | 29,249                  | -  | 29,249                             |
| Other changes in non-controlling interest                        | -                                   | -                                       | -  | -                                   | -                       | 26,616   | 26,616                             |
| Adjustments to non-controlling interest arising from acquisition | -                                   | -                                       | -  | -                                   | -                       | 17   | 17                                 |
| Change in stake  | -                                   | -                                       | -  | -                                   | -                       | (7)  | (7)                                |
| <b>Transactions with owners</b>                                  | <b>139,517</b>                      | <b>881,789</b>                          | <b>(36,981)</b>                                    | <b>268</b>                          | <b>984,593</b>          | <b>507,159</b>                                 | <b>1,491,752</b>                   |
| Profit for the period  | -                                   | 55,023                                  | -  | -                                   | 55,023                  | 34,857   | 89,880                             |
| <b>Other comprehensive income:</b>                               |                                     |   |  |                                     |                         |  |                                    |
| Available for sale financial assets                              |                                     |   |  |                                     |                         |  |                                    |
| - current period loss  | -                                   | -                                       | -  | (589)                               | (589)                   | (210)  | (799)                              |
| - reclassification to profit or loss                             | -                                   | -                                       | -  | -                                   | -                       | -  | -                                  |
| Exchange differences on translation of foreign operations        | -                                   | -                                       | 46,453   | -                                   | 46,453                  | -  | 46,453                             |
| <b>Total comprehensive income for the period</b>                 | <b>-</b>                            | <b>55,023</b>                           | <b>46,453</b>                                      | <b>(589)</b>                        | <b>100,887</b>          | <b>34,647</b>                                  | <b>135,534</b>                     |
| <b>At 30 June 2016</b>   | <b>139,517</b>                      | <b>936,812</b>                          | <b>9,472</b>                                       | <b>(321)</b>                        | <b>1,085,480</b>        | <b>541,806</b>                                 | <b>1,627,286</b>                   |

The accompanying notes form part of this financial report.



## Statement of Changes in Equity (Continued)

FOR THE HALF-YEAR ENDED 30 JUNE 2017

| CONSOLIDATED  | Share<br>capital<br>\$'000 | Retained<br>earnings<br>\$'000 | Foreign<br>exchange<br>reserve<br>\$'000 | Other<br>reserve<br>\$'000 | Total<br>\$'000  | Non-controlling<br>Interest<br>\$'000 | Total<br>equity<br>\$'000 |
|---|----------------------------|--------------------------------|--|----------------------------|------------------|---------------------------------------|---------------------------|
| <b>At 1 January 2017</b>                                      | 145,668                    | 1,037,244                      | (67,802)                                 | (1)                        | 1,115,109        | 533,659                               | 1,648,768                 |
| Dividends paid  | -                          | (32,576)                       | -  | -                          | (32,576)         | (1,578)                               | (34,154)                  |
| Shares issued during the period                               |                            |                                |  |                            |                  |                                       |                           |
| - dividend reinvestment scheme                                | 31,065                     | -                              | -  | -                          | 31,065           | -                                     | 31,065                    |
| Other changes in non-controlling interest                     | -                          | -                              | -  | -                          | -                | (11,391)                              | (11,391)                  |
| Non-controlling interest of new subsidiary companies acquired | -                          | -                              | -  | -                          | -                | (170)                                 | (170)                     |
| Change in stake   | -                          | -                              | -  | -                          | -                | (7)                                   | (7)                       |
| <b>Transactions with owners</b>                               | <b>176,733</b>             | <b>1,004,668</b>               | <b>(67,802)</b>                          | <b>(1)</b>                 | <b>1,113,598</b> | <b>520,513</b>                        | <b>1,634,111</b>          |
| Profit for the period   | -                          | 45,267                         | -  | -                          | 45,267           | 26,499                                | 71,766                    |
| <b>Other comprehensive income:</b>                            |                            |                                |  |                            |                  |                                       |                           |
| Available for sale financial assets                           |                            |                                |  |                            |                  |                                       |                           |
| - current period loss   | -                          | -                              | -  | 159                        | 159              | 184                                   | 343                       |
| - reclassification to profit or loss                          | -                          | -                              | -  | 272                        | 272              | -                                     | 272                       |
| Exchange differences on translation of foreign operations     | -                          | -                              | (21,081)                                 | -                          | (21,081)         | -                                     | (21,081)                  |
| <b>Total comprehensive income for the period</b>              | <b>-</b>                   | <b>45,267</b>                  | <b>(21,081)</b>                          | <b>431</b>                 | <b>24,617</b>    | <b>26,683</b>                         | <b>51,300</b>             |
| <b>At 30 June 2017</b>  | <b>176,733</b>             | <b>1,049,935</b>               | <b>(88,883)</b>                          | <b>430</b>                 | <b>1,138,215</b> | <b>547,196</b>                        | <b>1,685,411</b>          |

The accompanying notes form part of this financial report.

# Notes to the Half-Year Financial Statements (Continued)

## FOR THE HALF-YEAR ENDED 30 JUNE 2017

### 1 BASIS OF PREPARATION AND ACCOUNTING POLICIES

#### (a) Basis of preparation

This general purpose consolidated financial statements for the half year ended 30 June 2017 has been prepared in accordance with Accounting Standard *AASB 134 Interim Financial Reporting* and the *Corporations Act 2001*.

The half-year financial report does not include all notes of the type normally included within the annual financial report. Accordingly this financial report is to be read in conjunction with the Annual Financial Report for the year ended 31 December 2016 and any public announcements made by United Overseas Australia Ltd during the period ended 30 June 2017 and in accordance with the continuous disclosure obligations of the ASX listing rules.

The accounting policies and methods of computation are the same as those adopted in the most recent financial report.

#### (b) Reporting Basis and Conventions

The half year financial report has been prepared on an accrual basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value of accounting has been applied.

#### (c) Investment Properties

The fair value model is applied to all investment properties. Investment properties are independently revalued, which are performed on an open market basis, which represents the amounts for which the assets could be exchanged between knowledgeable willing buyer and knowledgeable willing seller in an arm's length transaction at a valuation date.

The fair value of the investment properties held by the UOA Real Estate Investment Trust ("UOA REIT") were assessed by the Board of Directors of UOA Asset Management Sdn Bhd, the Manager of UOA REIT based on an update valuation by an Independent Property Valuer, PA International Property Consultants (KL) Sdn Bhd on 30 June 2017. In arriving at the update valuation, the valuer has applied the Investment Method to assess the market values of the investment properties. Whilst a full valuation has not been conducted, the valuations performed indicated a small increase in the value of the properties and hence confirmed the assessment by the Board of directors that the existing book values as at 30 June 2017 are fair. The last full valuation of these properties was done on 31 December 2015 by PA International Property Consultants (KL) Sdn Bhd, an independent Property Valuer based on the Investment Method of Valuation.

All other commercial properties have been reviewed in conjunction with PA International Property Consultants (KL) Sdn Bhd by the directors who are of the opinion that the carrying values reflect the fair value of the investment properties.

The directors have also reviewed the valuation of all residential properties in conjunction with PA International Property Consultants (KL) Sdn Bhd based on the Comparison Method and opined that the carrying values reflect the fair value of the investment properties.

# Notes to the Half-Year Financial Statements (Continued)

FOR THE HALF-YEAR ENDED 30 JUNE 2017

## 2 REVENUE AND EXPENSES

Profit before income tax expense includes the following revenues and expenses whose disclosure is relevant in explaining the performance of the entity:

|   |  | CONSOLIDATED   |                |
|---|--|----------------|----------------|
|   |  | June 2017      | June 2016      |
|   |  | \$'000         | \$'000         |
| <b>(i) Revenue</b>                                      |  |                |                |
| Property development revenue                            |  | 187,392        | 161,773        |
| Construction revenue                                    |  | -              | 4,915          |
|   |  | <u>187,392</u> | <u>166,688</u> |
| <b>(ii) Other revenues</b>                              |  |                |                |
| Rental revenue  |  | 17,343         | 19,489         |
| Parking fee revenue                                     |  | 4,748          | 4,158          |
| Income from hotel operations                            |  | 13,615         | 9,501          |
| Dividends received from investments – other corporation |  | 130            | 134            |
| Interest received from investments – other corporation  |  | 4,298          | 7,459          |
| Other services  |  | 4,485          | 7,047          |
|   |  | <u>44,619</u>  | <u>47,788</u>  |
| <b>(iii) Other income</b>                               |  |                |                |
| Doubtful debts no longer required                       |  | 47             | 785            |
| Gain on disposal of property, plant and equipment       |  | 71             | 13             |
| Gain on disposal of available for sale financial assets |  | 47             | -              |
|   |  | <u>165</u>     | <u>798</u>     |
| <b>(iv) Cost of sales</b>                               |  |                |                |
| Development expenses                                    |  | <u>90,227</u>  | <u>62,724</u>  |
| <b>(v) Expenses</b>                                     |  |                |                |
| Depreciation  |  | <u>3,400</u>   | <u>3,089</u>   |

# Notes to the Half-Year Financial Statements (Continued)

## FOR THE HALF-YEAR ENDED 30 JUNE 2017

### 3 DIVIDENDS PAID OR PROPOSED

Equity dividends on ordinary shares:

|     |   | CONSOLIDATED |           |
|-----|---|--------------|-----------|
|     |   | June 2017    | June 2016 |
|     |   | \$'000       | \$'000    |
| (a) | Dividends paid during the half year   |              |           |
|     | Final unfranked dividend for financial year 31 December 2016/31 December 2015 | 32,576       | 30,710    |
| (b) | Dividends proposed and not recognised as a liability                          |              |           |
|     | Interim unfranked dividend for financial period 30 June 2017/30 June 2016     | 6,781        | 6,460     |

### 4 SHARE CAPITAL

|  |  | CONSOLIDATED            |               |
|--|--|-------------------------|---------------|
|  |  | 30 June 2017            | 31 Dec 2016   |
|  |  | \$'000                  | \$'000        |
| <i>Ordinary shares</i>                       |  |                         |               |
|  | Issued and fully paid                      | 176,733                 | 145,668       |
|  |  | <i>Number of shares</i> | <i>\$'000</i> |
| <i>Movements in ordinary shares on issue</i> |  |                         |               |
|  | Balance at beginning of the financial year | 1,303,043,222           | 145,668       |
|  | Issued during the period                   |                         |               |
|  | - dividend reinvestment scheme             | 53,211,400              | 31,065        |
|  | Balance at end of the financial period     | 1,356,254,622           | 176,733       |

### 5 CONTINGENT ASSETS AND LIABILITIES

Since the last annual reporting date, there have not arisen any contingent liabilities or contingent assets.

### 6 CAPITAL COMMITMENT

The Group has the following capital commitments:

|                                 | \$'000        |
|---------------------------------|---------------|
| Purchase of plant and equipment | 2,550         |
| Purchase of investment property | 36,963        |
|                                 | <u>39,513</u> |

# Notes to the Half-Year Financial Statements (Continued)

FOR THE HALF-YEAR ENDED 30 JUNE 2017

## 7 ADDITIONAL INFORMATION

For the purposes of the Statement of Cash Flows, cash and cash equivalents comprise the following at 30 June:

|                          | CONSOLIDATED |              |
|--------------------------|--------------|--------------|
|                          | 30 June 2017 | 30 June 2016 |
|                          | \$'000       | \$'000       |
| Cash at bank and in hand | 137,177      | 207,737      |
| Short term bank deposits | 129,021      | 104,882      |
| Short term investments   | 64,755       | 149,343      |
|                          | 330,953      | 461,962      |

## Notes to the Half-Year Financial Statements (Continued)

FOR THE HALF-YEAR ENDED 30 JUNE 2017

### 8 OPERATING SEGMENTS

|  | Investment |           | Land development and resale |           | Others    |           | Elimination |           | Consolidated |           |
|--|------------|-----------|-----------------------------|-----------|-----------|-----------|-------------|-----------|--------------|-----------|
|  | June 2017  | June 2016 | June 2017                   | June 2016 | June 2017 | June 2016 | June 2017   | June 2016 | June 2017    | June 2016 |
|  | \$'000     | \$'000    | \$'000                      | \$'000    | \$'000    | \$'000    | \$'000      | \$'000    | \$'000       | \$'000    |
| Segment revenue  |            |           |                             |           |           |           |             |           |              |           |
| Sales to customers outside the group                               | -          | -         | 187,392                     | 166,688   | -         | -         | -           | -         | 187,392      | 166,688   |
| Other revenues from customers outside the group                    | 24,433     | 26,281    | 13,496                      | 16,761    | 6,855     | 5,544     | -           | -         | 44,784       | 48,586    |
| Inter segment revenue  | 54,539     | 119,085   | 66,038                      | 124,650   | 698       | 467       | (121,275)   | (244,202) | -            | -         |
| Total revenue  | 78,972     | 145,366   | 266,926                     | 308,099   | 7,553     | 6,011     | (121,275)   | (244,202) | 232,176      | 215,274   |
| Segment results  | (1,686)    | 4,283     | 69,876                      | 76,419    | 3,212     | 2,245     | -           | -         | 71,402       | 82,947    |
| Reconciliation of segment operating profit to net profit after tax |            |           |                             |           |           |           |             |           | 71,402       | 82,947    |
| Gain on disposal of property, plant and equipment                  |            |           |                             |           |           |           |             |           | 71           | 13        |
| Gain on disposal of available for sale financial assets            |            |           |                             |           |           |           |             |           | 47           | -         |
| Result from equity accounted investments                           |            |           |                             |           |           |           |             |           | 246          | 6,920     |
| Total net profit after tax per profit or loss                      |            |           |                             |           |           |           |             |           | 71,766       | 89,880    |
| Segment assets   | 939,123    | 917,684   | 1,163,873                   | 1,162,299 | 17,886    | 5,336     | -           | -         | 2,120,882    | 2,085,319 |
| Reconciliation of segment assets to total assets                   |            |           |                             |           |           |           |             |           | 2,120,882    | 2,085,319 |
| Available for sale financial assets                                |            |           |                             |           |           |           |             |           | 4,030        | 6,299     |
| Deferred tax assets  |            |           |                             |           |           |           |             |           | 10,982       | 12,291    |
| Current tax assets   |            |           |                             |           |           |           |             |           | 9,898        | 11,340    |
| Goodwill   |            |           |                             |           |           |           |             |           | 178          | -         |
| Total assets as per the statement of financial position            |            |           |                             |           |           |           |             |           | 2,145,970    | 2,115,249 |

## Notes to the Half-Year Financial Statements (Continued)

FOR THE HALF-YEAR ENDED 30 JUNE 2017

### 9 RELATED PARTY TRANSACTIONS

- (a) Other transactions of Directors of the Group  
The Directors of the Group are entitled to the use of a corporate golf membership held by a controlled entity.
- (b) Other related parties  
The parent entity receives accounting services from a company, Winduss & Associates. During the period, the fees paid to Winduss & Associates totalled \$87,038 (30.6.2016: \$81,748).

### 10 EVENTS AFTER THE REPORTING DATE

On 23 August 2017, the directors of United Overseas Australia Ltd proposed an interim unfranked dividend of 0.5 cents per ordinary shares (totaling \$6,781,273) in respect of the financial period 30 June 2017. The dividend has not been provided for in the half year ended 30 June 2017. The Company's Dividend Reinvestment Plan will operate for this dividend.

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## **Independent Auditor's Review Report To the members of United Overseas Australia Limited**

### **Report on the half yearly Report**

#### **Conclusion**

We have reviewed the accompanying 30 June 2017 half-year financial report of United Overseas Australia Limited, which comprises the consolidated financial statements being the statement of financial position as at 30 June 2017, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flow for the half-year ended on that date, a statement or description of accounting policies, other selected explanatory notes, and the directors' declaration of the consolidated entity, comprising both the Company and the entities it controlled as the half-year's end or from time to time during the half-year.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half-year financial report of United Overseas Australia Limited does give a true and fair view of the financial position of the consolidated entity as at 30 June 2017, and of its financial performance and its cash flows for the half-year ended on that date, in accordance with *Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001*.

#### **Directors' Responsibility for the Half-year Financial Report**

The Directors of the consolidated entity are responsible for the preparation and fair presentation of the half year financial report in accordance with the Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express a conclusion on the consolidated half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, anything has come to our attention that causes us to believe that the financial report is not presented fairly, in all material respects, in accordance with the Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of United Overseas Australia Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

**Independence**

In conducting our review, we have complied with the independence requirements of the Australian professional accounting bodies.

Yours faithfully



GRANT THORNTON AUDIT PTY LTD



M J Hillgrove  
Partner - Audit & Assurance

Perth, 29<sup>th</sup> August 2017

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**AUDITOR'S INDEPENDENCE DECLARATION  
TO THE DIRECTORS OF UNITED OVERSEAS AUSTRALIA LIMITED**

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the review of United Overseas Australia Limited for the half-year ended 30 June 2017, I declare that, to the best of my knowledge and belief, there have been:

- a No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- b No contraventions of any applicable code of professional conduct in relation to the review.



GRANT THORNTON AUDIT PTY LTD  
Chartered Accountants



M J Hillgrove  
Partner - Audit & Assurance

Perth, 29 August 2017

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## Ratios and Other measures

| NTA backing   | Current period | Previous corresponding Period |
|---|----------------|-------------------------------|
| Net tangible asset backing per <sup>+</sup> ordinary security | 83.92 cents    | 84.02 cents                   |

## Dividends (in the case of a trust, distributions)

Date the dividend (distribution) is payable

[ 06/11/2017 ]

<sup>+</sup>Record date to determine entitlements to the dividend (distribution) (ie, on the basis of proper instruments of transfer received by 5.00 pm if <sup>+</sup>securities are not <sup>+</sup>CHESS approved, or security holding balances established by 5.00 pm or such later time permitted by SCH Business Rules if <sup>+</sup>securities are <sup>+</sup>CHESS approved)

[ 11/10/2017 ]

## Amount per security

|                                       | Amount per security | Franked amount per security at % tax | Amount per security of foreign source dividend |
|---------------------------------------|---------------------|--------------------------------------|--|
| <b>Interim dividend:</b> Current year | 0.5¢                | Nil                                  | Nil  |
| Previous year                         | 0.5¢                | Nil                                  | Nil  |

## Interim dividend on all securities

|                                  | Current period \$'000 | Previous corresponding period - \$'000 |
|----------------------------------|-----------------------|--|
| <sup>+</sup> Ordinary securities | 6,781                 | 6,460                                  |

The <sup>+</sup>dividend or distribution plans shown below are in operation.

United Overseas Australia Ltd Shareholders Dividend Reinvestment Plan

The last date(s) for receipt of election notices for the <sup>+</sup>dividend or distribution plans

[ 18/10/2017 ]

Any other disclosures in relation to dividends

Dividend is 100% conduit foreign income

<sup>+</sup> See chapter 19 for defined terms.