

PART 1 – INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR

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

Income statements for the 9 months ended 30 September 2016:

	Group					
	3 months ended		Change + / (-) %	9 months ended		Change + / (-) %
	30 Sep 16	30 Sep 15		30 Sep 16	30 Sep 15	
	S\$'000	S\$'000		S\$'000	S\$'000	
Continuing operations						
Sales	12,240	13,205	(7.3)	39,917	40,249	(0.8)
Cost of sales	(8,422)	(8,624)	(2.3)	(26,965)	(26,170)	3.0
Gross profit	3,818	4,581	(16.7)	12,952	14,079	(8.0)
Other gains/(losses)	130	121	NM	748	234	NM
Expenses						
- Distribution and marketing	(1,789)	(2,119)	(15.6)	(5,933)	(6,272)	(5.4)
- Administrative	(1,247)	(1,444)	(13.6)	(3,943)	(4,475)	(11.9)
- Finance (Note 1)	29	270	NM	(277)	752	NM
- Others	6	(50)	(112.0)	(109)	(135)	(19.3)
	(3,001)	(3,343)	(10.2)	(10,262)	(10,130)	1.3
Profit before income tax (Note 2)	947	1,359	(30.3)	3,438	4,183	(17.8)
Income tax expense	(216)	(360)	(40.0)	(817)	(882)	(7.4)
Profit for the year, representing profit attributable to owners of the Company	731	999	(26.8)	2,621	3,301	(20.6)
Other comprehensive income, net of tax						
Foreign currency translation reserves - foreign operations	(334)	224		(2,513)	528	
Other comprehensive income for the year, net of tax	(334)	224	NM	(2,513)	528	NM
Total comprehensive income for the year	397	1,223		108	3,829	

Note :

1. Finance expenses include foreign exchange loss from financing activities of \$0.36mil (2015 YTD: gain of \$0.37mil) and favourable net change in derivative of \$0.10mil (2015 YTD : favourable \$0.63mil)

2. Profit before tax has been arrived at after charging/(crediting):

Amortisation and depreciation	38	52	131	153
Impairment/(reversal) of losses on trade and other receivables	4	(2)	4	(2)
Impairment/(reversal) of losses on inventories	5	(11)	51	(542)
Gain on disposal of property, plant & equipment	-	-	-	(4)
Foreign exchange (gain)/loss - net	(6)	32	172	50

	3 months ended		9 months ended	
	30 Sep 16	30 Sep 15	30 Sep 16	30 Sep 15
	S\$'000	S\$'000	S\$'000	S\$'000
	38	52	131	153
	4	(2)	4	(2)
	5	(11)	51	(542)
	-	-	-	(4)
	(6)	32	172	50

NM: Not meaningful

Brook Crompton Holdings Ltd
Unaudited Third Quarter Financial Statement

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

	Group 30 Sep 16 S\$'000	Group 31 Dec 15 S\$'000	Company 30 Sep 16 S\$'000	Company 31 Dec 15 S\$'000
ASSETS				
Current assets				
Cash and cash equivalents	7,940	9,456	1,089	1,075
Trade and other receivables	12,318	9,715	2,591	4,649
Prepayment	503	440	26	7
Inventories	15,126	17,396	-	-
	35,887	37,007	3,706	5,731
Non-current assets				
Investment in subsidiaries	-	-	12,195	12,195
Property, plant and equipment	2,141	2,216	48	30
Deferred tax assets	-	862	-	-
	2,141	3,078	12,243	12,225
Total assets	38,028	40,085	15,949	17,956
LIABILITIES				
Current liabilities				
Loan from intermediate holding company	-	1,736	-	1,736
Trade and other payables	10,113	10,641	330	282
Current tax liabilities	96	95	2	2
Provision for warranty	126	120	-	-
Borrowings	1,772	1,699	-	-
	12,107	14,291	332	2,020
Non-current liabilities				
Borrowings	10	13	-	-
Retirement benefit obligations	194	191	-	-
Deferred tax liabilities	54	35	-	-
	258	239	-	-
Total liabilities	12,365	14,530	332	2,020
NET ASSETS	25,663	25,555	15,617	15,936
EQUITY				
Capital and reserves attributable to Company's equity holders				
Share capital	149,642	149,642	149,642	149,642
Other reserves	16,829	19,342	18,650	18,650
Accumulated losses	(140,808)	(143,429)	(152,675)	(152,356)
	25,663	25,555	15,617	15,936

Brook Crompton Holdings Ltd
Unaudited Third Quarter Financial Statement

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

(a) Amount repayable in one year or less, or on demand

As at 30/09/2016		As at 31/12/2015	
S\$'000		S\$'000	
Secured	Unsecured	Secured	Unsecured
1,772	-	1,699	1,736*

(b) Amount repayable after one year

As at 30/09/2016		As at 31/12/2015	
S\$'000		S\$'000	
Secured	Unsecured	Secured	Unsecured
10	-	13	-

* Amounts relate to intercompany borrowings. Amount has been repaid in 2016.

Details of any collateral

Secured borrowings are generally bank overdrafts and finance lease secured on building and/or floating charge over the assets of borrowing companies.

Brook Crompton Holdings Ltd
Unaudited Third Quarter Financial Statement

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

	3 months ended 30 Sep 16 S\$'000	3 months ended 30 Sep 15 S\$'000	9 months ended 30 Sep 16 S\$'000	9 months ended 30 Sep 15 S\$'000
Profit for the period	731	999	2,621	3,301
Adjustments for:				
Tax expense	216	360	817	882
Amortisation and depreciation	38	52	131	153
Retirement benefit plan expense	46	46	153	158
Interest expense	17	77	20	249
Impairment/(reversal of) losses on inventories	5	(11)	51	(542)
Gain on disposal of property, plant and equipment	-	-	-	(4)
Impairment/(reversal of) losses on trade and other receivables	4	(2)	4	(2)
Provision/(reversal) for warranty	2	(1)	-	3
Net change in fair value of derivatives	4	(291)	(100)	(632)
Unrealised currency translation (gains)/losses	(97)	121	(101)	(142)
Operating profit before working capital changes	966	1,350	3,596	3,424
Changes in operating assets and liabilities				
Inventories	1,577	(2,021)	1,235	(1,620)
Trade and other receivables, including derivatives	(805)	(1,535)	(4,001)	(1,463)
Prepayment	11	225	(122)	72
Trade and other payables, including derivatives	(2,843)	1,052	754	2,837
Provision for warranty	(1)	1	9	(3)
Retirement benefit contribution paid	(46)	(46)	(153)	(158)
Cash (used in)/generated from operations	(1,141)	(974)	1,318	3,089
Interest paid	(2)	-	(16)	-
Income tax paid	-	(7)	-	(30)
Net cash (used in)/from operating activities	(1,143)	(981)	1,302	3,059
Cash flows from investing activities				
Acquisition of property, plant and equipment	(35)	(46)	(66)	(179)
Proceeds from disposal of property, plant and equipment	-	-	-	4
Net cash used in investing activities	(35)	(46)	(66)	(175)
Cash flows from financing activities				
Repayment of finance lease	-	(2)	(11)	(19)
Proceeds of finance lease	-	36	-	36
Repayment to immediate holding company	-	-	-	(503)
Repayment to intermediate holding company	-	(1,162)	(1,706)	(3,438)
Interest paid	(16)	(6)	(53)	(38)
Net cash used in financing activities	(16)	(1,134)	(1,770)	(3,962)
Net decrease in cash and cash equivalents	(1,194)	(2,161)	(534)	(1,078)
Beginning of financial period	7,348	9,979	7,772	8,602
Effects of exchange rate changes on cash and cash equivalents	19	156	(1,065)	450
End of financial period (Note A)	6,173	7,974	6,173	7,974
Note A:	30 Sep 16	30 Sep 15	30 Sep 16	30 Sep 15
Cash and cash equivalents consist of:	S\$'000	S\$'000	S\$'000	S\$'000
Cash and bank balance	7,940	8,886	7,940	8,886
Less: Bank overdrafts	(1,767)	(912)	(1,767)	(912)
	6,173	7,974	6,173	7,974

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

STATEMENT OF CHANGES IN EQUITY - GROUP

	Share Capital S\$'000	Capital Reserve S\$'000	Foreign Currency Translation Reserve S\$'000	Accumulated losses S\$'000	Total S\$'000
Balance at 1 January 2016	149,642	18,650	692	(143,429)	25,555
Total comprehensive income for the financial period	-	-	(1,180)	600	(580)
Balance at 31 March 2016	149,642	18,650	(488)	(142,829)	24,975
Total comprehensive income for the financial period	-	-	(999)	1,290	291
Balance at 30 June 2016	149,642	18,650	(1,487)	(141,539)	25,266
Total comprehensive income for the financial period	-	-	(334)	731	397
Balance at 30 September 2016	149,642	18,650	(1,821)	(140,808)	25,663
Balance at 1 January 2015	149,642	18,650	738	(146,858)	22,172
Total comprehensive income for the financial period	-	-	(421)	1,332	911
Balance at 31 March 2015	149,642	18,650	317	(145,526)	23,083
Total comprehensive income for the financial period	-	-	725	970	1,695
Balance at 30 June 2015	149,642	18,650	1,042	(144,556)	24,778
Total comprehensive income for the financial period	-	-	224	999	1,223
Balance at 30 September 2015	149,642	18,650	1,266	(143,557)	26,001

STATEMENT OF CHANGES IN EQUITY - COMPANY

	Share Capital S\$'000	Capital Reserve S\$'000	Accumulated losses S\$'000	Total S\$'000
Balance at 1 January 2016	149,642	18,650	(152,356)	15,936
Total comprehensive income for the financial period	-	-	(329)	(329)
Balance at 31 March 2016	149,642	18,650	(152,685)	15,607
Total comprehensive income for the financial period	-	-	13	13
Balance at 30 June 2016	149,642	18,650	(152,672)	15,620
Total comprehensive income for the financial period	-	-	(3)	(3)
Balance at 30 September 2016	149,642	18,650	(152,675)	15,617
Balance at 1 January 2015	149,642	18,650	(159,965)	8,327
Total comprehensive income for the financial period	-	-	336	336
Balance at 31 March 2015	149,642	18,650	(159,629)	8,663
Total comprehensive income for the financial period	-	-	1,235	1,235
Balance at 30 June 2015	149,642	18,650	(158,394)	9,898
Total comprehensive income for the financial period	-	-	(144)	(144)
Balance at 30 September 2015	149,642	18,650	(158,538)	9,754

Brook Crompton Holdings Ltd
Unaudited Third Quarter Financial Statement

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

There were no outstanding warrants as at 30 September 2016 (31 December 2015 : NIL).

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

As at 30 September 2016, the Company has issued ordinary shares of 35,458,818 (2015 December 2015: 35,458,818). There has been no changes in the Company's share capital since the end of previous year reported on.

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

The Company does not hold any treasury shares as at the end of the current financial period reported on.

- 2 **Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard)**

The figures have not been audited or reviewed by the Group'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 has applied the same accounting policies and methods of computation used in the financial statements for the current reporting year compared with the audited financial statements for the year ended 31 December 2015.

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

An assessment has been made of Amendments and Interpretations to the Singapore Financial Reporting Standards ("FRS") effective from 1 January 2016 and it is not expected to have any significant impact on the financial statements of the Group.

Brook Crompton Holdings Ltd
Unaudited Third Quarter Financial Statement

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

Earnings per ordinary share of the group for the financial period, after deducting any provision for preference dividends: -

(i) Based on weighted average number of ordinary shares in issue
 - continuing operations
 - discontinued operations

(ii) On a fully diluted basis
 - continuing operations
 - discontinued operations

Group		Group	
3 months ended		9 months ended	
30 Sep 16	30 Sep 15	30 Sep 16	30 Sep 15
Cents	Cents	Cents	Cents
2.06	2.82	7.39	9.31
-	-	-	-
2.06	2.82	7.39	9.31
2.06	2.82	7.39	9.31
-	-	-	-
2.06	2.82	7.39	9.31

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

Net assets value per ordinary share based on issued share capital of the issuer at the end of the financial period/year

Number of existing issued shares at end of period/year

Group		Company	
30 Sep 16	31 Dec 15	30 Sep 16	31 Dec 15
Cents	Cents	Cents	Cents
72.4	72.1	44.0	44.9
35,458,818	35,458,818	35,458,818	35,458,818

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

Group Performance for 3 months ended 30 September 2016 (Q3 2016)

For the three months ended 30 September 2016 ('Q3 2016'), Brook Crompton Holdings Ltd and its subsidiaries ('the Group') achieved sales of S\$12.2 million, a decrease of 7.3% compared with the corresponding preceding quarter ('Q3 2015') sales of S\$13.2 million. The decrease was due mainly to the depreciation of GBP against SGD, a result of Brexit occurred in the UK in mid 2016. This was mitigated by higher sales from Canada for this quarter. This has contributed to a drop in gross profit to S\$3.8 million from the previous S\$4.6 million.

Overall expenses decreased by 10.2% to S\$3.0 million (Q3 2015: S\$3.3 million). The decrease was due to depreciation of GBP against SGD and the lowering of distribution and marketing cost from BCUSA.

Profit before tax dropped by 30.3% to S\$0.9 million from the previous S\$1.4 million, due mainly to the lower of fair value gain on derivative recognised in Q3 2015. EBITDA decreased slightly to S\$1.0 million from the previous S\$1.1 million.

Group Performance for 9 months ended 30 September 2016 (9 months 2016)

Cumulative sales for the current 9 months was S\$39.9 million, 0.8% down from the previous S\$40.2 million. The sales was affected by GBP depreciation, however this was compensated by \$1.9 million sales increase from Canada and Asia Pacific. At Gross Profit level, there was a drop from the previous S\$14.1 million to the current S\$13.0 million due to GBP depreciation and margin pressure.

Cumulative expenses for the current 9 months increased by 1.3% to S\$10.3 million compared with the previous year's S\$10.1 million due mainly to FX losses incurred as a result of Brexit announced in June leading to the drop in British Pound. This was mitigated by lower distribution and marketing expenses, and administrative expenses along with the depreciation of GBP against SGD as well as concerted efforts to reduce overheads

EBITDA for the 9 months ending 30 September 2016 was S\$3.8 million against the previous S\$3.6 million due to higher other gains contributed by higher operating FX gain. Net Profit before tax was S\$3.4 million compared with the previous S\$4.2 million, a drop of 17.8%.

The depreciation of GBP against SGD maintained its position since the last quarter, this has resulted in an unrealised translation loss on net assets of S\$2.5 million. With the contribution of the 9 months net profit of \$2.6m, Net Asset of S\$25.7 million was almost on par with 2015's S\$25.6 million.

Net cash generated from operating activities dropped to S\$1.3 million compared to Sep 2015's S\$3.0 million due mainly to the increase in receivables, compensated by a decrease in inventories. Net cash used in financing activities dropped to S\$1.8 million from the previous S\$4.0 million due to early repayment of loan to intermediate holding company. With the last tranche of repayment in May 2016, the Company is now clear of debt from the intermediate holding company. Net cash position went down to S\$6.2 million from the previous S\$7.9 million after the adverse exchange effect of \$1.1 million on cash and cash equivalent. Current ratio stays at a healthy level of 3.0 compare to 2.6 end of Dec 2015.

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

Not applicable

10 A commentary at the date of the announcement of 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.

The British Pound remained volatile after Brexit referendum in June 2016 which has an adverse impact on our financial performance. The continuing stagnant oil and gas industry plus the competitiveness in the electric motor industry would affect our sales and profit margin. The Group would strategise to stay competitive within the tough industry under the forecast of the slow performance economy.

Brook Crompton Holdings Ltd
Unaudited Third Quarter Financial Statement

11 Dividend

(a) Current Financial Period Reported On

Any dividend recommended for the financial period reported on? **None**

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the 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 dividends are proposed for the period ended 30 September 2016.

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

Name of Interested Person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)		Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than \$100,000)	
	YTD		YTD	
	Q3 2016 \$'000	Q3 2015 \$'000	Q3 2016 \$'000	Q3 2015 \$'000
<u>General Transactions</u>				
Wolong Electric Group Co Ltd	-	-	9,960	10,425
ATB Nordenham GmbH	-	-	663	307
ATB Sever d.o.o.	-	-	279	373
ATB Tamel S.A	-	-	8,771	10,041
ATB Schorch GmbH	-	-	107	652
ATB UK Group			1,082	-
			20,862	21,798

14 Negative Assurance on interim Financial Statement

On behalf of the Board of Directors of the Company, we, Chen Yingzhu and Chao Mun Leong, being two directors of the Company, do hereby confirm that, to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the financial results for the period ended 30 September 2016 to be false or misleading in any material aspect.

PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

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

Not Applicable

16 **In the review of performance, the factors leading to any material changes in contributions to turnover and earning by the business or geographical segments**

Not Applicable

17 **A breakdown of sales**

Not Applicable

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

	Latest Year (S\$'000)	Previous Year (S\$'000)
Ordinary	NIL	NIL
Preference	Not Applicable	Not Applicable
Total	NIL	NIL

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

Not Applicable

20 **Confirmation that the issuer has procured undertaking from all its Directors and executive officers (in the format set out in Appendix 7.7 under Rule 720(1))**

The Company confirms that it has already procured undertakings from all of its Directors and executive officer in the format as set out in Appendix 7.7 of the SGX-ST Listing Manual.

On behalf of the Board

Chen Yingzhu
 Chief Executive Officer, Director
 Singapore, 10 Nov 2016