

# **Keppel Infrastructure Fund Management Pte Ltd**

Registration No. 200803959H

## **Directors' Statement and Financial Statements**

Year ended December 31, 2017

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# Keppel Infrastructure Fund Management Pte Ltd

Registration No. 200803959H

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## Contents

Directors' Statement	2
Independent Auditor's Report	4
Statement of Financial Position	6
Statement of Profit or Loss and Other Comprehensive Income	7
Statement of Changes in Equity	8
Statement of Cash Flows	9
Notes to Financial Statements	10

# Directors' Statement

The directors present their statement together with the audited financial statements of the Company for the financial year ended December 31, 2017.

In the opinion of the directors, the financial statements as set out on pages 6 to 18 are drawn up so as to give a true and fair view of the financial position of the Company as at December 31, 2017, and the financial performance, changes in equity and cash flows of the Company for the financial year then ended and at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

## 1 Directors

The directors of the Company in office at the date of this statement are:

Koh Ban Heng  
Thio Shen Yi  
Daniel Cuthbert Ee Hock Huat  
Kunnasagaran Chinniah  
Mark Andrew Yeo Kah Chong  
Christina Tan Hua Mui

## 2 Arrangements to enable directors to acquire shares and debentures

Neither at the end of the financial year nor at any time during the financial year did there subsist any arrangement whose object is to enable the directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

## 3 Directors' interests in shares and debentures

The directors of the Company holding office at the end of the financial year had no interests in the share capital and debentures of the Company and its related corporations as recorded in the register of directors' shareholdings kept by the Company under Section 164 of the Singapore Companies Act except as follows:

Name of directors and corporations in which interests are held	Interest held	
	At beginning of year	At end of year
<b>Interest in Keppel Corporation Limited</b>		
<i>Ordinary shares</i>		
Thio Shen Yi	2,200	2,200
Daniel Cuthbert Ee Hock Huat	10,000	10,000
Christina Tan Hua Mui	-	36,700
<i>Shares under Restricted Share Plan <sup>(1)</sup></i>		
Christina Tan Hua Mui	70,000	43,300
<i>Share under Performance Share Plan <sup>(2)</sup></i>		
Christina Tan Hua Mui	90,000	190,000
<i>Share under Performance Share Plan – Transformation Incentive <sup>(2)</sup></i>		
Christina Tan Hua Mui	225,000	275,000
<b>Interest in Keppel REIT</b>		
<i>Units</i>		
Thio Shen Yi	887	-
Daniel Cuthbert Ee Hock Huat	1,447	1,447
Christina Tan Hua Mui	2,000	2,000
<b>Interest in Keppel Infrastructure Trust</b>		
<i>Units</i>		
Thio Shen Yi	906	906
Kunnasagaran Chinniah	513,600	513,600
Kunnasagaran Chinniah (deemed interest)	421,346	421,346
<b>Interest in Keppel DC REIT</b>		
<i>Units</i>		
Christina Tan Hua Mui	63,700	50,000

<sup>(1)</sup> Depending on the achievement of pre-determined performance targets, the actual number of restricted shares to be released could be zero or the numbers stated.

<sup>(2)</sup> Depending on the achievement of pre-determined performance targets, the actual number of performance shares to be released could range from zero to 150% of the numbers stated.

#### 4 Share options

(a) **Options to take up unissued shares**

During the financial year, no options to take up unissued shares of the Company were granted.

(b) **Options exercised**

During the financial year, there was no share of the Company issued by virtue of the exercise of an option to take up unissued shares.

(c) **Unissued share under options**

At the end of the financial year, there was no unissued share of the Company under options.

#### 5 Independent auditor

The independent auditor, PricewaterhouseCoopers LLP, has expressed its willingness to accept re-appointment.

ON BEHALF OF THE DIRECTORS



**Koh Ban Heng**

20 February 2018



**Christina Tan Hua Mui**

# Independent Auditor's Report

to the member of Keppel Infrastructure Fund Management Pte Ltd  
For the financial year ended December 31, 2017

## Report on the Audit of the Financial Statements

### Our Opinion

In our opinion, the accompanying financial statements of Keppel Infrastructure Fund Management Pte. Ltd. (the "Company") are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the financial position of the Company as at December 31, 2017 and of the financial performance, changes in equity and cash flows of the Company for the year ended on that date.

### What we have audited

The financial statements of the Company comprise:

- the statement of financial position as at December 31, 2017;
- the statement of profit or loss and other comprehensive income for the year then ended;
- the statement of changes in equity for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, including a summary of significant accounting policies.

### Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

### Other Information

Management is responsible for the other information. The other information comprises the Directors' Statement but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Company's financial reporting process.

### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

#### **Report on Other Legal and Regulatory Requirements**

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

The logo for PricewaterhouseCoopers LLP, featuring a large, stylized 'P' followed by the company name in a cursive script.

PricewaterhouseCoopers LLP  
Public Accountants and Chartered Accountants  
Singapore

20 February, 2018

# Statement of Financial Position

As at December 31, 2017

	Note	2017 \$'000	2016 \$'000
<b>ASSETS</b>			
<b>Current assets</b>			
Cash, bank and deposit balances	7	3,781	4,160
Trade and other receivables	8	2,325	2,711
Total current assets		<u>6,106</u>	<u>6,871</u>
<b>Non-current asset</b>			
Plant and equipment	9	2	169
<b>Total assets</b>		<u>6,108</u>	<u>7,040</u>
<b>LIABILITIES AND EQUITY</b>			
<b>Current liabilities</b>			
Other payables	10	2,083	2,614
Income tax payable		746	795
Total current liabilities		<u>2,829</u>	<u>3,409</u>
<b>Non-current liability</b>			
Other payables	10	188	179
<b>Equity</b>			
Share capital	11	1,000	1,000
Revenue reserves		2,091	2,452
Total equity		<u>3,091</u>	<u>3,452</u>
<b>Total liabilities and equity</b>		<u>6,108</u>	<u>7,040</u>

See accompanying notes to financial statements.



# Statement of Profit or Loss and Other Comprehensive Income

Year ended December 31, 2017

	Note	2017 \$'000	2016 \$'000
<b>Revenue</b>	6	10,075	9,785
Staff costs	12	(2,028)	(4,028)
Depreciation	9	(15)	(55)
Other operating expenses	13	(3,618)	(1,630)
Loss on disposal of plant and equipment		(149)	-
Interest income	5	39	33
<b>Profit before income tax</b>		4,304	4,105
Income tax expense	14	(665)	(667)
<b>Profit for the year, representing total comprehensive income for the year</b>		3,639	3,438

See accompanying notes to financial statements.

# Statement of Changes in Equity

Year ended December 31, 2017

	Share capital \$'000	Revenue reserves \$'000	Total \$'000
<b>Balance as at January 1, 2016</b>	1,000	2,014	3,014
Profit for the year, representing total comprehensive income for the year	-	3,438	3,438
Dividends (Note 15)	-	(3,000)	(3,000)
<b>Balance as at December 31, 2016</b>	1,000	2,452	3,452
Profit for the year, representing total comprehensive income for the year	-	3,639	3,639
Dividends (Note 15)	-	(4,000)	(4,000)
<b>Balance as at December 31, 2017</b>	<b>1,000</b>	<b>2,091</b>	<b>3,091</b>

See accompanying notes to financial statements.

# Statement of Cash Flows

Year ended December 31, 2017

	2017 \$'000	2016 \$'000
<b>Operating activities</b>		
Profit before income tax	4,304	4,105
Adjustments for:		
Interest income	(39)	(33)
Depreciation	15	55
Loss on disposal of plant and equipment	149	-
Unit and share plan expenses	394	341
Operating cash flows before movements in working capital	<u>4,823</u>	<u>4,468</u>
Trade and other receivables	386	544
Other payables	(916)	(186)
Cash generated from operations	<u>4,293</u>	<u>4,826</u>
Interest received	39	31
Income tax paid	(714)	(1,221)
Net cash from operating activities	<u>3,618</u>	<u>3,636</u>
<b>Investing activities</b>		
Purchase of plant and equipment	(7)	(10)
Proceeds from disposal of plant and equipment	10	-
Net cash from / (used in) investing activities	<u>3</u>	<u>(10)</u>
<b>Financing activity</b>		
Dividends paid, representing cash used in financing activity (Note 15)	(4,000)	(3,000)
Net (decrease) / increase in cash and cash equivalents	(379)	626
Cash and cash equivalents at the beginning of the year	4,160	3,534
<b>Cash and cash equivalents at the end of the year (Note 7)</b>	<u>3,781</u>	<u>4,160</u>

See accompanying notes to financial statements.

# Notes to Financial Statements

Year ended December 31, 2017

## 1 General

The Company (Registration No. 200803959H) is incorporated in Singapore. The registered address and principal place of business of the Company is at 1 HarbourFront Avenue, #18-01 Keppel Bay Tower, Singapore 098632 and 230 Victoria Street, #05-08 Bugis Junction Towers, Singapore 188024 respectively.

The Company's principal activity is that of trust management.

The Company is the Trustee-Manager of Keppel Infrastructure Trust ("KIT" or the "Trust"), which was formerly known as CitySpring Infrastructure Trust, from May 18, 2015 onwards. The Trustee-Manager is responsible for safeguarding the interests of unitholders and for carrying out KIT's investment and financing strategies, asset acquisition and disposal policies and for the overall management of KIT's assets.

The financial statements of the Company for the year ended December 31, 2017 were authorised for issue by the Board of Directors on February 20, 2018.

## 2 Summary of significant accounting policies

**BASIS OF ACCOUNTING** - The financial statements have been prepared in accordance with the historical cost basis except as disclosed in the accounting policies below, and are drawn up in accordance with the provisions of the Singapore Companies Act and Singapore Financial Reporting Standards ("FRS").

**ADOPTION OF NEW AND REVISED STANDARDS** - On January 1, 2017, the Company adopted all the new and revised FRSs and Interpretations of FRS ("INT FRS") that are effective from that date and relevant to its operations. The adoption of these new/revised FRSs and INT FRSs did not result in changes to the Company's accounting policies and had no material effect on the amounts reported for the current or prior years.

**FINANCIAL INSTRUMENTS** - Financial assets and financial liabilities are recognised on the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instruments.

### Financial assets

#### Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash receipts or payments (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial instrument, or where appropriate, a shorter period. Income and expense are recognised on an effective interest rate basis for debt instruments.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, bank balances and deposits placed with a related company that are readily convertible to known amount of cash and are subject to an insignificant risk of change in value.

#### Trade and other receivables

Trade and other receivables that have fixed or determined payments that are not quoted in an active market are classified and accounted for as "loans and receivables". These are initially measured at fair value and subsequently measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest method, except for short-term receivables when the effect of discounting is immaterial.

#### Impairment of financial assets

Financial assets are assessed for indicators of impairment at the end of each financial year. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the financial asset have been impacted. For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced through the use of an allowance account. When the amount due from related companies is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

#### Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset has expired, or it has transferred the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

## Financial liabilities and equity instruments

### Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

### Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

### Other financial liabilities

Other payables and amounts due to ultimate holding company and related companies are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest method.

### Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or expired.

### Offsetting arrangements

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when the Company has a legally enforceable right to set off the recognised amounts; and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. A right to set-off must be available today rather than being contingent on a future event and must be exercisable by any of the counterparties, both in the normal course of business and in the event of default, insolvency or bankruptcy.

The Company does not have any financial instruments which are subject to offsetting, enforceable master netting arrangements or similar netting arrangements.

**PLANT AND EQUIPMENT** – Plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is charged so as to write off the cost of assets over their estimated useful lives, using the straight-line method, on the following bases:

Office renovation	-	5 years
Office equipment	-	3 to 5 years
Furniture and fittings	-	5 years

The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimates accounted for on a prospective basis.

The gain or loss arising on disposal or retirement of an item of plant and equipment is determined as the difference between the sales proceeds and the carrying amounts of the asset and is recognised in profit or loss.

**IMPAIRMENT OF NON-FINANCIAL ASSETS** - At the end of each reporting period, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

**PROVISIONS** - Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the financial year, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

# Notes to Financial Statements

## 2 Summary of significant accounting policies (continued)

**REVENUE RECOGNITION** – Revenue is measured at the fair value of the consideration received or receivable.

### Base Fee

A base fee of \$2.0 million per annum subject to increase each year by such percentage increase (if any) in the average of the monthly Singapore CPI for the 12 calendar months immediately preceding the beginning of each financial year over the average of the monthly Singapore CPI for 2010.

### Performance Fee

Performance fee is charged at 4.5% per annum on all the cash inflows received by the Trust from subsidiaries, associates, sub-trusts and its investments (including but not limited to dividends, distributions, interest earned, revenues earned, principal repayment of debt securities and all other receipts).

### Other fees

In addition to the Base Fee and the Performance Fee, the Trustee-Manager (in its personal capacity) is also entitled to receive an Acquisition Fee in respect of any investment acquired by the Trust or such other special purpose vehicles holding or constituted to hold the Trust's investment and a Divestment Fee in respect of any investment sold or divested by the Trust or its special purpose vehicles.

### Corporate Service Fee income

Corporate Service Fee income are recognised when the service is performed, on a straight-line basis over the period of service.

### Interest income

Interest income is accrued on a timely basis, by reference to the principal outstanding and at the effective interest rate applicable using the effective interest method.

**DEFINED CONTRIBUTION PLANS** – Payment to defined contribution retirement benefits plans are charged as an expense as they fall due. Payments made to state-managed retirement benefit schemes, such as the Singapore Central Provident Fund, are dealt with as payments to defined contribution plans where the Company's obligations under the plans are equivalent to those arising in a defined contribution retirement benefit plan.

**EMPLOYEE LEAVE ENTITLEMENT** – Employee entitlements to annual leave are recognised when they are accrued to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the financial year.

**SHARE-BASED COMPENSATION** - The Company has cash-settled share-based and unit-based compensation plans. The fair value of the employee services received in exchange for the grant of share and units is recognised as an expense in the profit and loss account with a corresponding increase in the provisions for employee share and unit plan over the vesting period. The total amount to be recognised over the vesting period is determined by reference to the fair values of the share and units granted on the respective dates of grant.

At each balance sheet date, the Company revises its estimates of the number of share and units that are expected to become exercisable as well as share and unit plan awards that are expected to vest on the vesting dates, and recognises the impact of the revision of the estimates in the profit and loss account, with a corresponding adjustment to the provisions for employee share and unit plan over the remaining vesting period.

No expense is recognised for share and unit plan awards that do not ultimately vest.

**INCOME TAX** - Income tax expense represents the sum of the current tax and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are not taxable or tax deductible. The Company's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted by the end of the financial year.

Deferred tax is recognised on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Current and deferred taxes are recognised as an expense or income in profit or loss.

**FOREIGN CURRENCY TRANSACTIONS** - The financial statements of the Company are measured and presented in Singapore dollars, which is the currency of the primary economic environment in which the Company operates (its functional currency).

Transactions in currencies other than the Company's functional currency are recorded at the rate of exchange prevailing on the date of the transaction. At the end of each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the end of reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. All exchange differences are recognised in profit or loss.

**CASH AND CASH EQUIVALENTS IN THE STATEMENT OF CASH FLOWS** - Cash and cash equivalents comprise cash on hand, cash at banks and deposits placed with a related party that are readily convertible to a known amount of cash and are subject to insignificant risk of changes in value.

**3 Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described in Note 2 to the financial statements, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods.

Management is of the opinion that there is no instance of application of judgement which is expected to have a significant effect on the amounts recognised in the financial statements.

**4 Financial instruments, financial risks and capital risks management**

**(a) Categories of financial instruments**

The following table sets out the financial instruments as at the end of the financial year:

	2017 \$'000	2016 \$'000
Financial assets - loans and receivables (including cash and cash equivalents)	6,040	6,816
Financial liabilities - payables, at amortised cost	1,925	2,452

**(b) Financial risk management policies and objectives**

The Company's overall financial risk management seeks to minimise potential adverse effects of financial performance of the Company. There have been no changes to the Company's exposure to these financial risks or the manner in which it manages and measures the risk.

**(i) Foreign exchange risk management**

The Company's exposure to foreign exchange risk is minimal as it does not have any foreign currency denominated balances at the end of the financial year. Accordingly, no sensitivity analysis is performed and presented.

**(ii) Interest rate risk management**

The Company's exposure to interest rate risk is minimal, which is only on the interest-bearing deposits placed with a related party (Note 7). Accordingly, no sensitivity analysis is performed and presented.

**(iii) Credit risk management**

The Company has adopted procedures in extending credit terms to its customer and in monitoring its credit risk. The Company only grants credit to creditworthy counterparties. The trade receivables that are neither past due nor impaired relate to related companies that the Company has assessed to be creditworthy, based on the credit evaluation process performed by management. Cash is held with creditworthy institutions.

The maximum exposure to credit risk in the event that the counterparties fail to perform their obligations as at the end of the financial year in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the statement of financial position. As at the end of the financial year, there is a significant concentration of credit risks with KIT, for the duration of the Trust Deed entered into.

**(iv) Liquidity risk management**

In the management of liquidity risk, the Company monitors and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's operations and mitigate the effects of fluctuations in cash flows. The management manages liquidity risk by maintaining adequate reserves and actual cash flows and matching the maturity profiles of financial assets and liabilities.

All financial assets and financial liabilities as at the end of the financial year are payable on demand or due within 1 year from the end of the financial year.

**(v) Fair value of financial assets and financial liabilities**

Management considers that the carrying amounts of the financial assets and financial liabilities at the end of the financial year to approximate their respective fair values due to the relatively short-term maturity of these financial instruments.

# Notes to Financial Statements

## 4 Financial instruments, financial risks and capital risks management (continued)

### (c) Capital risk management policies and objectives

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Company consists of equity attributable to equity holders of the Company, comprising issued capital and revenue reserves.

Management reviews the capital structure on an annual basis. The Company will balance its overall capital, payment of dividends, new share issues, obtain new borrowings or sell assets to reduce borrowings.

The Company's overall strategy remains unchanged from prior year.

## 5 Holding company and related companies transactions

The Company is a wholly-owned subsidiary of Keppel Capital Holdings Pte. Ltd. ("KCH"), which is, in turn, a wholly-owned subsidiary of Keppel Corporation Limited ("KCL"). KCL and KCH are incorporated in Singapore. Related companies in these financial statements refer to members of the ultimate holding company's group of companies.

Some of the Company's transactions and arrangements were between members of the group and the effect of these on the basis determined between the parties is reflected in these financial statements. The intercompany balances are unsecured, interest-free, repayable on demand and expected to be settled in cash unless otherwise stated.

Significant intercompany transactions are as follows:

	2017 \$'000	2016 \$'000
General office support, corporate and outsourcing services	(2,922)	(1,006)
Interest income from a related company	39	33

## 6 Other related party transactions

Some of the Company's transactions and arrangements were with related parties and the effect of these, on the basis determined between the parties, is reflected in these financial statements. The balances are unsecured, interest-free, repayable on demand and expected to be settled in cash unless otherwise stated.

(i) Significant related party transactions are as follows:

	2017 \$'000	2016 \$'000
<b>An associate of ultimate holding company</b>		
Management fee income	2,254	2,267
Performance fee income	7,196	6,902
Corporate Service fee income	625	616
Total	<b>10,075</b>	<b>9,785</b>

(ii) Compensation of directors and key management personnel

	2017 \$'000	2016 \$'000
Short-term employee benefits	(1,539)	(1,767)
Employer's contribution to Central Provident Fund	(69)	(85)
Share-based payments	(67)	(92)
Directors' fees	(386)	(462)

## 7 Cash, bank and deposit balances

	2017 \$'000	2016 \$'000
Cash at bank	552	182
Cash on hand	-	2
Deposit placed with a related company	3,229	3,976
Cash and cash equivalents	<b>3,781</b>	<b>4,160</b>

The deposit placed with a related company bears effective interest at 1.09% (2016: 0.78%) per annum for tenure of less than 3 months (2016: 3 months).



## 8 Trade and other receivables

	2017 \$'000	2016 \$'000
Trade receivables:		
Related party (trade)	2,189	2,569
Other receivables:		
Related companies (non-trade)	15	3
Related parties (non-trade)	55	84
Prepayments	66	55
	<u>136</u>	<u>142</u>
Total	<u>2,325</u>	<u>2,711</u>

The average credit period is 60 days (2016: 60 days). No interest is charged on the outstanding trade receivables.

All trade receivables are neither past due nor impaired.

The Company's other receivables due from related companies and related parties are unsecured, interest-free and repayable on demand.

## 9 Plant and equipment

	Office renovation \$'000	Office equipment \$'000	Furniture and fittings \$'000	Total \$'000
Cost:				
At January 1, 2016	236	59	5	300
Additions	-	9	1	10
At December 31, 2016	<u>236</u>	<u>68</u>	<u>6</u>	<u>310</u>
Additions	-	7	-	7
Disposal	(236)	(73)	(4)	(313)
<b>At December 31, 2017</b>	<u>-</u>	<u>2</u>	<u>2</u>	<u>4</u>
Accumulated depreciation:				
At January 1, 2016	36	47	3	86
Depreciation	47	7	1	55
At December 31, 2016	<u>83</u>	<u>54</u>	<u>4</u>	<u>141</u>
Depreciation	8	7	-	15
Disposal	(91)	(60)	(3)	(154)
<b>At December 31, 2017</b>	<u>-</u>	<u>1</u>	<u>1</u>	<u>2</u>
Carrying amount:				
<b>At December 31, 2017</b>	<u>-</u>	<u>1</u>	<u>1</u>	<u>2</u>
At December 31, 2016	<u>153</u>	<u>14</u>	<u>2</u>	<u>169</u>

# Notes to Financial Statements

## 10 Other payables

	2017 \$'000	2016 \$'000
<b>Current</b>		
Other payables:		
Accrued expenses	1,387	2,041
Goods and services tax payable	158	162
Provisions for employee unit and share plans	377	162
	<u>1,922</u>	<u>2,365</u>
Due to:		
Ultimate holding company	-	7
Related companies	161	242
	<u>161</u>	<u>249</u>
Total	<u>2,083</u>	<u>2,614</u>
<b>Non-current</b>		
Other payables:		
Provisions for employee unit plans	188	179
Total	<u>188</u>	<u>179</u>

Average credit period for purchase goods and service is 30 days (2016: 30 days). No interest is charged on overdue balances.

Amounts due to ultimate holding company and related companies are unsecured, interest-free and repayable on demand.

## 11 Share capital

	Number of ordinary shares		2017 \$'000	2016 \$'000
	2017 '000	2016 '000		
Issued and paid up:				
At beginning and end of year	1,000	1,000	1,000	1,000

The ordinary shares, which have no par value, carry one vote per share and carry a right to dividends as and when declared by the Company.

## 12 Staff costs

	2017 \$'000	2016 \$'000
Short-term employee benefits	1,507	3,260
Employer's contribution to Central Provident Fund	127	305
Share-based payments	394	463
Total	<u>2,028</u>	<u>4,028</u>

### KIFM Unit Plans

- (a) The Company implemented a Restricted Unit Plan ("KIFM RUP") and a Performance Unit Plan ("KIFM PUP") (collectively the "unit plans") for its key senior management and employees. The KIFM RUP and KIFM PUP were approved and administered by the Nominating and Remuneration Committee of the Company.
- (b) After a comprehensive review of the Company's total remuneration structure, eligible employees will receive contingent deferred units under the approved KIFM RUP scheme from Year 2017 onwards. For Year 2017, the contingent deferred units will be granted in 2018 after taking into consideration KIT's and individual performance. Subject to the fulfilment of service conditions at vesting, the contingent deferred units will vest equally over three years from February 2018 onwards.

- (c) The Company is the trustee-manager of KIT. The awards granted by the Company will be settled in KIT Units. Details of the KIFM RUP and KIFM PUP are as follows:

	KIFM RUP	KIFM PUP
Plan Description	Award of fully-paid KIT Units, conditional on achievement of pre-determined targets at the end of a one-year performance period <sup>1</sup>	Award of fully-paid KIT Units, conditional on achievement of pre-determined targets over a three-year performance period
	Conditional on fulfilment of service requirements <sup>2</sup>	
Performance Conditions	Cash flow available for distribution <sup>1</sup>  Nil <sup>2</sup>	(a) Assets Under Management (b) Absolute Total Unitholder's Return (c) Relative Total Unitholder's Return to FTSE ST REIT ("FSTREI") Index <sup>3</sup> (d) Distribution Per Unit <sup>4</sup>
Final Award	0% or 100% of the contingent awards granted, depending on achievement of pre-determined targets <sup>1</sup>  100% of the contingent award granted, subject to fulfilment of service requirements <sup>2</sup>	0% to 150% of the contingent awards granted, depending on achievement of pre-determined targets
Vesting Condition and Schedule	If pre-determined targets are achieved, awards will vest equally over three years subject to fulfilment of service requirements <sup>1</sup>  Awards will vest equally over three years subject to fulfilment of service requirements <sup>2</sup>	If pre-determined targets are achieved, awards will vest at the end of the three-year performance period subject to fulfilment of service requirements

<sup>1</sup> These KIFM RUP details are applicable for Unit Plan granted on 28 July 2015 and 29 April 2016.

<sup>2</sup> These KIFM RUP details are applicable for Unit Plan to be granted in 2018.

<sup>3</sup> This KIFM PUP performance condition is applicable for Unit Plan granted on 28 July 2015 and 29 April 2016.

<sup>4</sup> This KIFM PUP performance condition is applicable for Unit Plan granted on 28 April 2017.

- (d) Movements in the number of KIT Units under KIFM RUP and KIFM PUP are as follows:

	2017		2016	
	RUP	PUP	RUP	PUP
At 1 January	813,300	960,000	395,000	480,000
Vested	(315,100)	-	(131,700)	-
Contingent awards granted	-	480,000	615,000	480,000
Cancelled	-	-	(65,000)	-
At 31 December	498,200	1,440,000	813,300	960,000

Under KIFM RUP, there were 498,200 (2016: 198,300) restricted KIT Units that were released but not vested. There is no contingent award of restricted KIT Units that were granted but not released as at December 31, 2017 (2016: 615,000). Depending on the achievement of pre-determined performance targets, the actual number of restricted KIT Units to be released can be zero or 100% of the contingent awards granted.

Under KIFM PUP, there were contingent awards of 1,440,000 (2016: 960,000) performance KIT Units that were granted but not released as at December 31, 2017. Depending on the achievement of pre-determined performance targets, the actual number of performance KIT Units to be released can range from zero to 150% of the contingent awards granted.

- (e) On April 28, 2017, the Company granted contingent awards of 480,000 KIT Units under KIFM PUP. The estimated fair value of the KIT Units granted under KIFM PUP is \$0.37. The fair values of the contingent awards are determined at the grant date using Monte Carlo simulation method which involves projection of future outcomes using statistical distributions of key random variables including share price and volatility. The significant inputs into the model are as follows:

	2017		2016	
	RUP	PUP	RUP	PUP
Date of grant	-	28.04.17	29.04.16	29.04.16
Prevailing unit price at date of grant	-	\$0.520	\$0.490	\$0.490
Expected volatility				
Keppel Infrastructure Trust	-	15.07%	15.42%	15.42%
FSTREI Index	-	-	-	10.56%
Correlation with FSTREI Index	-	-	-	49.00%
Expected term	-	2.83 years	0.83 – 2.83 years	2.83 years
Risk free rate	-	1.35%	0.81% - 1.15%	1.15%

# Notes to Financial Statements

## 12 Staff costs (continued)

### KIFM Unit Plans (continued)

The expected volatilities are based on the historical volatilities of KIT's unit price and the FSTREI Index price over the previous 36 months immediately preceding the grant date. The expected term used in the model is based on the grant date and the end of the performance period.

As at December 31, 2017, the Company has updated the fair value of the KIT Units for the award granted but not yet vested using the market rate as at December 12, 2017 of \$0.54.

- (f) The CEO and senior management of the Company, who are eligible for KIFM PUP, are required to hold a portion of the KIT Units released to them under a share ownership guideline which requires them to maintain a beneficial ownership stake in KIT thus further aligning their interests with the unitholders.

### KIFM Share Plans

- (a) The Company has share plans, which comprise the Restricted Share Plan and Performance Share Plan of its ultimate holding company, KCL. The share plans were approved and administered by KCL board of directors.

Details of the share plans are disclosed in the Annual Report of the ultimate holding company.

## 13 Other operating expenses

	2017 \$'000	2016 \$'000
Directors' fees	386	462
General office support, corporate and outsourcing services (Note 5)	2,922	1,006
Professional fees	70	55
Others	240	107
Total	<u>3,618</u>	<u>1,630</u>

## 14 Income tax expense

	2017 \$'000	2016 \$'000
Current year tax	712	736
Over-provision of current tax in prior year	(47)	(69)
Net	<u>665</u>	<u>667</u>

Domestic income tax is calculated at 17% (2016: 17%) of the estimated assessable profit for the year.

The total income tax expense for the year can be reconciled to the profit before income tax as follows:

	2017 \$'000	2016 \$'000
Profit before income tax	4,304	4,105
Tax at the domestic income tax rate	732	698
Non-deductible items	16	84
Over-provision of current tax in prior year	(47)	(69)
Tax-exempt income	(26)	(26)
Tax rebate	(10)	(20)
Net	<u>665</u>	<u>667</u>

## 15 Dividends

During the financial year, the Company declared and paid tax-exempt (1-tier) interim dividends of \$4.00 (2016: \$3.00) per share amounting to \$4,000,000 (2016: \$3,000,000).

## 16 New or revised accounting standards and interpretations

### **Voluntary adoption of a new financial reporting framework identical to International Financial Reporting Standards (IFRS) and adoption of new standards**

The Company has voluntarily adopted a new financial reporting framework identical to the IFRS, Singapore Financial Reporting Standards (International) (SFRS(I)s), on 1 January 2018. As a result, the Company's financial statements for the financial year ending 31 December 2018 will be prepared in accordance with SFRS(I)s.

In adopting SFRS(I)s, the Company is required to apply all of the specific transition requirements in SFRS(I) 1 First-time Adoption of Singapore Financial Reporting Standards (International). The Company expects that the adoption of SFRS(I)s will have no material impact on the financial statements in the year of initial application.

In addition to the adoption of SFRS(I)s, the management anticipates that the adoption of SFRS(I)s, and amendments and interpretations of SFRS(I)s that are effective on or after the same date will not have a material impact on the financial statements of the Company in the period of their initial adoption.