

INFORMATICS EDUCATION LTD

(Incorporated in the Republic of Singapore)

(Company Registration No. 198303419G)

EMPHASIS OF MATTER BY INDEPENDENT AUDITORS ON THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2018

Pursuant to Rule 704(5) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), the Board of Directors (“**Board**”) of Informatics Education Ltd (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that its independent auditors, Ernst & Young LLP (the “**Auditors**”), has included an emphasis of matter in respect of the existence of a material uncertainty which may cast doubt on the Group’s and the Company’s ability to continue as a going concern in the Independent Auditors’ Report on the financial statements of the Group for the financial year ended 31 March 2018 (the “**Audited FY2018 Financial Statements**”). **The audit opinion in the Independent Auditors’ Report however remains unqualified.**

A copy of the Independent Auditors’ Report and the extract of the relevant note of the Audited FY2018 Financial Statements is attached to this announcement for reference, as Appendix 1 and Appendix 2 respectively.

The Board is of the view that the Group is able to continue as a going concern, taking into account the following:

- a) The Group has received a letter of undertaking from an indirect controlling shareholder, Tan Sri Dato’ Seri Vincent Tan Chee Yioun, to provide financial support of up to \$5,000,000 until 30 June 2019 to meet the the Group’s and Company’s cash flow requirements.
- b) The Group have been taking steps to pursue new and profitable revenue streams to generate cash flow growth, and to streamline processes and leveraging on technology to achieve learner management structure and cost efficiency. These details were disclosed in the quarterly updates pursuant to Rule 1313(2) of the SGX Listing Manual released to SGX-ST via SGXNet on 10 August 2017, 8 November 2017, 8 February 2018 and 23 May 2018.

Based on the abovementioned, the Board is of the view it is appropriate the Audited FY2018 Financial Statements be prepared on a going concern basis.

Additionally, the Board is of the opinion that sufficient information has been disclosed for trading of the Company’s shares to continue in an orderly manner, and confirms that all material disclosures has been provided for trading of the Company’s shares to continue.

The Independent Auditors’ Report, the Audited FY2018 Financial Statements and further information on the Group’s renewed business focus and initiatives will form part of the upcoming Company’s Annual Report for FY2018 (the “**FY2018 Annual Report**”) which will be released to SGX-ST via SGXNet and dispatched to the Shareholders of the Company on 3 July 2018. Shareholders of the Company are advised to read this announcement in conjunction with the FY2018 Annual Report.

BY ORDER OF THE BOARD

Yau Su Peng
Executive Director
3 July 2018

Appendix 1: Independent Auditors' Report FY2018

Informatics Education Ltd and its Subsidiaries

Independent auditor's report For the financial year ended 31 March 2018

Independent auditor's report to the members of Informatics Education Ltd

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Informatics Education Ltd (the "Company") and its subsidiaries (collectively, the "Group"), which comprise the balance sheets of the Group and the Company as at 31 March 2018, the statements of changes in equity of the Group and the Company and the consolidated income statement, consolidated statement of comprehensive income and consolidated cash flow statement of the Group for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements of the Group, the balance sheet and the statement of changes in equity of 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 consolidated financial position of the Group and the financial position of the Company as at 31 March 2018 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and changes in equity of the Company for the financial year ended on that date.

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 are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority (ACRA) *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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 2 of the financial statements. The Group incurred net loss of \$5,826,000 and recorded cash outflow of \$5,037,000 from its operating activities for the financial year ended 31 March 2018 and as at that date, the Company is in a net current liabilities and net liabilities position of \$5,288,000 and \$5,263,000 respectively. These factors indicate the existence of a material uncertainty which may cast significant doubt about the Group's and the Company's ability to continue as going concern. The ability of the Group and Company to continue as a going concern is dependent on an indirect shareholder to provide financial support up to \$5,000,000 until 30 June 2019 to meet the Group's and the Company's operating expenditure, working capital and capital expenditure requirements.

If the Group and Company is unable to continue operational existence for the foreseeable future, the Group and Company may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the balance sheet. In addition, the Group and Company may have to reclassify non-current assets and liabilities as current assets and liabilities. No such adjustments have been made to these financial statements. Our opinion is not modified in respect of this matter.

Informatics Education Ltd and its Subsidiaries

Independent auditor's report For the financial year ended 31 March 2018

Independent auditor's report to the members of Informatics Education Ltd

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Allowances for impairment in trade receivables

As at 31 March 2018, the gross balance of trade receivables amounted to \$1,534,000, against which allowance for doubtful debts of \$746,000 was made. The collectability of trade receivables is a key element of the Group's working capital management, which is managed on an ongoing basis by management. The assessment of the impairment of trade receivables requires significant management judgment in assessing the trade debtors' ability to pay, as well as the use of estimates to determine the recoverable amount. As a result, we have identified this as a key audit matter.

We evaluated the Group's processes and controls relating to the monitoring of trade receivables and review of credit risks of its customers. Our audit procedures also included, amongst others, requesting trade receivable confirmations and obtaining evidence of receipts from the trade receivables after the year end. We also evaluated management's assumptions used to determine the trade receivables impairment amount through analyses of ageing of the receivables and review of material overdue individual trade receivables. We tested aged balances where no provision was recognised to check that there were no indicators of impairment. This included verifying if payments had been received subsequent to the year end and reviewing historical payment patterns. We reviewed the adequacy of the Group's disclosures on the trade receivables in Note 15 and the related risks such as liquidity risk and credit risk in Notes 25(a) and 25(c) to the consolidated financial statements.

Other information

Management is responsible for other information. The other information comprises the information included in the annual report, 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 express any form of assurance conclusion thereon.

Informatics Education Ltd and its Subsidiaries

Independent auditor's report For the financial year ended 31 March 2018

Independent auditor's report to the members of Informatics Education Ltd

Other information (cont'd)

In connection with our audit of the financial statements, our responsibility is to read the other information 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, 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 Group'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 Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group'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 Group's internal control.

Informatics Education Ltd and its Subsidiaries

Independent auditor's report For the financial year ended 31 March 2018

Independent auditor's report to the members of Informatics Education Ltd

Auditor's responsibilities for the audit of the financial statements (cont'd)

- 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 Group'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 Group 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Informatics Education Ltd and its Subsidiaries

**Independent auditor's report
For the financial year ended 31 March 2018**

Independent auditor's report to the members of Informatics Education Ltd

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 and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Andrew Tan Chwee Peng.

Ernst & Young LLP
Public Accountants and
Chartered Accountants
Singapore
19 June 2018

Appendix 2: Relevant Note in Audited Financial Statements FY2018

Informatics Education Ltd and its Subsidiaries

Notes to the financial statements For the financial year ended 31 March 2018

(In Singapore Dollars)

1. Corporate information

Informatics Education Ltd (the "Company") is a limited liability company domiciled and incorporated in Singapore and is listed on the Singapore Exchange Securities Trading Limited ("SGX-ST"). The registered office and principal place of business of the Company is located at 133 Middle Road, #05-01 BOC Plaza, Singapore 188974.

The principal activities of the Company are those of investment holding, franchisor and licensor for computer and commercial training centres and examination facilitators. The principal activities of the subsidiaries are disclosed in Note 13 to the financial statements.

2. Fundamental accounting concept

For the financial year ended 31 March 2018, the Group has generated negative operating cash flow of \$5,037,000 (2017: \$6,451,000) and recorded a net loss of \$5,826,000 (2017: \$5,506,000).

As at 31 March 2018, the Company is in a net current liabilities and net liabilities position of \$5,288,000 (2017: \$4,088,000) and \$5,263,000 (2017: net asset of \$867,000) respectively. These factors indicate the existence of a material uncertainty which may cast significant doubt on the Group's and the Company's ability to continue as going concern.

Notwithstanding the above, the financial statements of the Group and the Company are prepared on a going concern basis as the Group has received a letter of undertaking from an indirect controlling shareholder, Tan Sri Dato' Seri Vincent Tan Chee Yioun, to provide continue financial support up to \$5,000,000 until 30 June 2019 to meet the Group's and the Company's operating expenditure, working capital and capital expenditure requirements. As of 19 June 2018, \$Nil of this funds have been drawn down.

If the Group is unable to continue in operational existence for the foreseeable future, the Group may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the balance sheets.

3. Summary of significant accounting policies

3.1 Basis of preparation

The consolidated financial statements of the Group, and the balance sheet and statement of changes in equity of the Company have been prepared in accordance with Singapore Financial Reporting Standards ("FRS").

The financial statements have been prepared on the historical cost basis, except as disclosed in the accounting policies below.

The financial statements are presented in Singapore Dollars (SGD or \$) and all values in the tables are rounded to the nearest thousand (\$'000), except when otherwise indicated.