

## Second Quarter Financial Statement for the Period Ended 30 September 2009

### PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF- YEAR AND FULL YEAR RESULTS

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

Second quarter financial statement on consolidated results for the period ended 30 September 2009. These figures have not been audited.

	The Group					
	S\$'000		%	S\$'000		%
	Quarter ended			Period ended		
	30.09.2009	30.09.2008	Increase/ (Decrease)	30.09.2009	30.09.2008	Increase/ (Decrease)
Revenue	3,649	3,620	0.8	7,038	6,272	12.2
Cost of sales	(2,561)	(3,017)	(15.1)	(5,009)	(5,279)	(5.1)
Gross profit	1,088	603	80.4	2,029	993	104.3
Other operating income	193	338	(42.9)	308	374	(17.6)
Expenses -						
-Finance cost	(91)	-	100.0	(92)	-	100.0
-Sales and distribution costs	(4)	(4)	-	(10)	(7)	42.9
-Administrative expenses	(908)	(604)	65.4	(1,835)	(1,844)	4.5
Profit from operations	278	333	(16.5)	400	(484)	NM
Share of (loss)/profit of associated company	(336)	4,859	(106.9)	(334)	4,787	(107.0)
Profit/(loss) before income tax	(58)	5,192	(101.1)	66	4,303	(98.5)
Less: Income tax expense	(70)	(134)	(47.8)	(199)	(80)	NM
Net profit/(loss)	(128)	5,058	(102.5)	(133)	4,223	(103.1)
Attributable to:						
Equity holders of the Company	(453)	4,958	(109.1)	(687)	4,161	(116.5)
Minority interest	325	100	NM	554	62	NM
	(128)	5,058	(102.5)	(133)	4,223	(103.1)

(1) Included in taxation for the period ended 30 September 2009 was amount of S\$130,000 being over-provision of tax in respect of prior years.

(2) NM – Not meaningful

**1(a)(ii) The following items (with appropriate breakdowns and explanations), if significant, must either be included in the income statement or in the notes to the income statement for the current financial period reported on and the corresponding period of the immediately preceding financial year:**

	The Group					
	S\$'000		%	S\$'000		%
	Quarter ended		Increase/	Period ended		Increase/
	30.09.2009	30.09.2008	(Decrease)	30.09.2009	30.09.2008	(Decrease)
Amortisation of operating rights	130	73	78.1	236	145	62.7
Depreciation of property, plant and equipment	185	183	1.1	343	371	(7.5)
Allowance for impairment of trade receivables	14	163	(91.4)	27	181	(85.1)
Exchange loss/(gain), net	187	136	37.5	(118)	(640)	(81.6)

**1(a)(iii) Statement of Comprehensive Income**

	The Group			The Group		
	Quarter ended		Increase/	Period ended		Increase/
	30.09.2009	30.09.2008	(Decrease)	30.09.2009	30.09.2008	(Decrease)
				S\$'000	S\$'000	%
(Loss)/Profit for the period	(128)	5,058	(102.5)	(133)	4,223	(103.1)
Translation differences relating to financial statements of foreign subsidiaries	(363)	290	NM	(1,260)	(897)	(40.5)
Total comprehensive (loss)/profit for the period	(491)	5,348	(109.2)	(1,393)	3,326	(141.9)
Attributable to:						
Equity holders of the Company	(747)	5,111	(114.6)	(1,586)	3,088	(151.4)
Minority interest	256	237	8.0	193	238	(18.9)
	(491)	5,348	(109.2)	(1,393)	3,326	(141.9)

NM – not meaningful

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

	The Group		The Company	
	S\$'000		S\$'000	
	30.09.2009	31.03.2009	30.09.2009	31.03.2009
<b>CURRENT ASSETS</b>				
Cash and bank balances	1,107	2,718	218	1,148
Trade receivables	2,194	1,950	-	-
Other receivables	772	1,098	115	125
Amount due from subsidiaries	-	-	21,844	17,396
Amount due from associated company	333	264	14	10
Amounts due from related parties	33	24	-	4
Inventories	1,159	1,591	-	-
Property under development	2,259	2,300	-	-
Work-in-progress in excess of progress billing	62	437	-	-
<b>Total current assets</b>	<b>7,919</b>	<b>10,382</b>	<b>22,191</b>	<b>18,683</b>
<b>CURRENT LIABILITIES</b>				
Trade payables	838	1,048	-	-
Other payables	2,818	3,615	1,262	1,816
Progress billings in excess of work-in-progress	98	55	-	-
Amount due to subsidiaries	-	-	3,634	3,333
Amount due to related parties	225	231	47	20
Borrowings	2,235	3,439	-	-
Current income tax liabilities	2,868	3,112	-	-
<b>Total current liabilities</b>	<b>9,082</b>	<b>11,500</b>	<b>4,943</b>	<b>5,169</b>
<b>Net current (liabilities)/assets</b>	<b>(1,163)</b>	<b>(1,118)</b>	<b>17,248</b>	<b>13,514</b>
<b>NON-CURRENT ASSETS</b>				
Investment in subsidiaries	-	-	103,568	103,568
Investment in an associated company	29,038	24,986	-	-
Prepayments	6,776	8,121	-	-
Operating rights	13,222	13,481	-	-
Property, plant and equipment	4,472	4,291	62	74
Investment property	86	-	-	-
Intangible assets	838	843	-	-
<b>Total non-current assets</b>	<b>54,432</b>	<b>51,722</b>	<b>103,630</b>	<b>103,642</b>
Land development rights	80,429	80,504	-	-
<b>NON-CURRENT LIABILITIES</b>				
Borrowings	5,763	1,771	-	-
	5,763	1,771	-	-
<b>Net non-current assets</b>	<b>129,098</b>	<b>130,455</b>	<b>103,630</b>	<b>103,642</b>
<b>Net assets</b>	<b>127,935</b>	<b>129,337</b>	<b>120,878</b>	<b>117,156</b>
<b>SHAREHOLDERS' FUNDS</b>				
Issued and paid up capital	120,810	116,610	120,810	116,610
Exchange translation reserve	(140)	769	-	-
Retained earnings	4,796	5,482	68	546
<b>Minority interest</b>	<b>125,466</b>	<b>122,861</b>	<b>120,878</b>	<b>117,156</b>
	2,469	6,476	-	-
	<b>127,935</b>	<b>129,337</b>	<b>120,878</b>	<b>117,156</b>

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

**Amount repayable in one year or less, or on demand**

As at 30.09.2009		As at 31.03.2009	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
2,235	-	3,439	-

**Amount repayable after one year**

As at 30.09.2009		As at 31.03.2009	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
5,763	-	1,771	-

The Borrowings of S\$3,433,000 are in respect of plantation equipment financing for Plantation Resources Pte Ltd. ("PRPL") and hire purchase financing for V-Pile (Singapore) Pte Ltd, both subsidiaries of the Company. Both financings are secured by corporate guarantees issued by the Company in favour of the finance companies.

On 22 August 2009, Gifted Champion Limited granted a loan facility of S\$4,565,000 to Wyndale International Limited ("Wyndale"), an indirect wholly-owned subsidiary of the Company held through its other wholly-owned subsidiaries, Wayville Investments Ltd ("Wayville") and Yoma Strategic Investments Ltd. The loan is secured by a charge over Wayville's 16.3% of shares in Wyndale and a 100% floating charge over the assets of Wyndale.

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

The Group				
S\$'000				
	Quarter ended		Period ended	
	30.09.2009	30.09.2008	30.09.2009	30.09.2008
Cash flows from operating activities:				
Net (loss)/profit	(128)	5,058	(133)	4,223
Adjustments for :				
Income tax expense	70	134	199	80
Depreciation of property, plant and equipment	185	183	343	371
Amortisation	131	74	240	149
Unrealised translation differences	(97)	(487)	(971)	(456)
Gain on disposal of property, plant and equipment	(28)	(18)	(29)	(18)
Share of loss/(profit) from associated company	336	(4,859)	334	(4,787)
Interest expenses	1	4	2	6
Loan interest	91		92	-
Interest income	-	-	-	(2)
Operating cash flows before movements in working capital	561	89	77	(434)
Working capital changes:				
Trade and other receivables	612	40	1,349	(417)
Inventories and work-in-progress	80	(11)	740	(85)
Land development rights	38	174	75	204
Trade and other payables	(304)	835	(1,272)	1,379
Cash generated from operations	987	1,127	969	647
Income tax paid	(6)	(55)	(11)	(59)
Interest paid	(1)	(4)	(2)	(6)
Interest received	-	-	-	2
Net cashflow from operating activities	980	1,068	956	584
Cash flows from investing activities:				
Purchases of property, plant and equipment	(489)	(116)	(812)	(685)
Proceeds from disposal of property, plant & equipment	28	-	29	-
Loan to associated company	(4,631)	-	(4,564)	-
Net cashflow used in investing activities	(5,092)	(116)	(5,347)	(685)
Cash flows from financing activities:				
Repayments to loan creditors	(662)	(55)	(1,590)	(464)
Proceeds from borrowings	4,565	-	4,565	-
Dividends paid	-	(2,206)	-	(2,206)
Net cashflow from/(used in) financing activities	3,903	(2,261)	2,975	(2,670)
Net decrease in cash and cash equivalents	(209)	(1,309)	(1,416)	(2,771)
Cash and cash equivalents at beginning of the period	1,313	4,668	2,718	6,308
Effect of exchange rate changes on cash and cash equivalents	3	23	(195)	(155)
Cash and cash equivalents at end of the period	1,107	3,382	1,107	3,382

**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.**

S\$'000						
	Share Capital	Share Option Reserve	Foreign Currency Translation Reserves	Retained profits/ (Accumulated Losses)	Minority interest	Total
<b>The Group</b>						
At 1 April 2009	116,610	-	769	5,482	6,476	129,337
Currency translation differences	-	-	(612)	-	(285)	(897)
Loss for the period	-	-	-	(236)	222	(14)
At 30 June 2009	116,610	-	157	5,246	6,413	128,426
Currency translation differences	-	-	(297)	3	(69)	(363)
Issue of shares	4,200	-	-	-	-	4,200
Acquisition of interest from minority interest	-	-	-	-	(4,200)	(4,200)
Loss for the period	-	-	-	(453)	325	(128)
At 30 September 2009	120,810	-	(140)	4,796	2,469	127,935
At 1 April 2008	110,229	1,951	(1,051)	6,167	6,112	123,408
Currency translation differences	-	-	(1,226)	-	39	(1,187)
Loss for the period	-	-	-	(826)	(38)	(864)
At 30 June 2008	110,229	1,951	(2,277)	5,341	6,113	121,357
Currency translation differences	-	-	125	28	137	290
Profit for the period	-	-	-	4,958	100	5,058
Dividends paid	-	-	-	(2,206)	-	(2,206)
At 30 September 2008	110,229	1,951	(2,152)	8,121	6,350	124,499
<b>The Company</b>						
At 1 April 2009	116,610	-	-	546	-	117,156
Loss for the period	-	-	-	(148)	-	(148)
At 30 June 2009	116,610	-	-	398	-	117,008
Issue of shares	4,200	-	-	-	-	4,200
Profit for the period	-	-	-	(330)	-	(330)
At 30 September 2009	120,810	-	-	68	-	120,878
At 1 April 2008	110,229	1,951	-	(3,160)	-	109,020
Loss for the period	-	-	-	(699)	-	(699)
At 30 June 2008	110,229	1,951	-	(3,859)	-	108,321
Profit for the period	-	-	-	7,777	-	(397)
Dividends paid	-	-	-	(2,206)	-	(2,206)
At 30 September 2008	110,229	1,951	-	1,712	-	113,892

**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 for 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 the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, 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.**

During the current quarter, the Company issued 41,999,040 ordinary shares at S\$0.10 per share in consideration for the acquisition of additional shares in the Company's subsidiary, Plantation Resources Pte Ltd. The Company currently owns 100% in Plantation Resources Pte Ltd.

**1(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.**

Total number of issued shares as at 30 September 2009 – 527,647,342

Total number of issued shares as at 31 March 2009 – 485,648,302

The Company had no treasury shares as at 30 September 2009 and 31 March 2009.

**1(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.**

Nil

**2. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.**

The figures have not been audited nor reviewed by the Company's auditors.

**3. Where the figures have been audited or reviewed, the auditor's report (including any qualifications or emphasis of a matter).**

NA.

**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 in the preparation of the financial statements for the current reporting period compared with the audited financial statements as at 31 March 2009.

**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.**

Please refer to paragraph 4.

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

	The Group			
	Quarter ended 30.09.09	Quarter ended 30.09.08	Period ended 30.09.09	Period ended 30.09.08
(a) Based on weighted average number of shares in issue (cents)	(0.09)	1.12	(0.14)	0.94
(b) Based on fully diluted basis (cents)	(0.09)	0.99	(0.14)	0.83

The basic earnings per ordinary share for quarter ended 30 September 2009 was calculated based on the loss of approximately S\$453,000 (2008: profit of S\$4,958,000) and the weighted average number of ordinary shares of 524,584,912 (2008: 441,346,982).

The basic earnings per ordinary share for period ended 30 September 2009 was calculated based on the loss of approximately S\$687,000 (2008: profit of S\$4,161,000) and the weighted average number of ordinary shares of 505,116,607 (2008: 441,346,982)

There are no potential dilutive shares as at 30 September 2009.

7. **Net asset value (for the issuer and group) per ordinary share based on the total number of issued share excluding treasury shares of the issuer at the end of the:**
- (a) current financial period reported on; and
  - (b) immediately preceding financial year.

	The Group		The Company	
	30.09.2009	31.03.2009	30.09.2009	31.03.2009
Net asset value per ordinary share (cents)	24.2	26.6	22.9	24.1

The net asset value per ordinary share was calculated based on the number of ordinary shares in issue being 527,647,342 (31 Mar 2009: 485,648,302).

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:**
- (a) 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; and
  - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

#### Income Statement

The Group's revenue for the quarter ended 30 September 2009 was S\$3.65 million, an increase of S\$0.03 million compared to the revenue of S\$3.62 million in the previous corresponding quarter. Revenue for the current quarter comprises mainly revenue from the Group's construction related activities which amounted to S\$3.2 million.

Gross profit for the current quarter was S\$1.1 million, at a 27% margin on revenue. Administrative expenses (which formed the main part of the operating expenses under review) increased to S\$1.0 million for the current quarter compared to S\$0.6 million for the previous corresponding quarter, mainly due to an exchange gain in the previous corresponding quarter.

The Group recorded its share of loss of associated company of S\$0.3 million in the current quarter as compared to its share of profit of S\$4.9 million in the previous corresponding quarter, mainly due to the recognition of revaluation surplus of S\$4.4 million in the previous corresponding quarter.

As a result, the Group incurred a net loss of S\$0.5 million for the current quarter as compared to a net profit of S\$5.0 million for the previous corresponding quarter.

#### Balance Sheet

The costs of acquisition of shares in the associated company, Winner Sight Investments Ltd, comprised of cost of investments in the share capital of S\$3.6 million and post acquisition reserve of S\$7.5 million, which includes negative goodwill of S\$2.6 million. Shareholders' loans to Winner Sight Investments Ltd increased to S\$17.9 million, net of exchange difference arising from revaluation, due to an additional loan of S\$4.5 million during the current quarter.

As at 30 September 2009, the Group had net current liabilities of S\$1.2 million as compared to S\$1.1 million as at 31 March 2009.

#### Cashflow Statement

During the current quarter, the Group generated S\$1.0 million of cash from operating activities. As at 30 September 2009, the Group had cash and cash equivalents of S\$1.1 million.



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

NA.

10. **A commentary at the date of the announcement of the significant trends and 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.**

Construction Related Services

The construction services segment of the Group continued to show good results in the past quarter. Based on the contracts on hand and prospective jobs under negotiations, it is anticipated that this segment will maintain its performance in the following period. The Group companies in this segment have gradually augmented their equipment and machineries and have therefore increased their capacity to undertake more projects both in Myanmar and in Singapore.

Real Estate Segment

Benefiting from the recovery of the general market, the Grand Central project in Dalian, PRC, has shown encouraging signs of tenancy take-up. The occupancy rate of the retail shopping portion has slightly exceeded its targets while the occupancy rate of the serviced apartments has met its targets in a timely manner. The leasing effort for the office portion continues to face challenges.

Sales of Land Development Rights in Myanmar in both our projects have shown distinct improvement in this quarter and we expect this to continue into the next quarter. We are witnessing a much higher level of interest from home buyers and investors.

The Company is seeking new opportunities in this sector both in the PRC and Myanmar.

11. **Dividend**

**(a) Current Financial Period Reported On**

Any dividend declared for the current financial period reported on? Nil

**(b) Corresponding Period of the Immediately Preceding Financial Year**

Any dividend declared for the corresponding period of the immediately preceding financial year? Yes

**(c) Date payable**

Not applicable.

**(d) Books closure date**

Not applicable.

12. **If no dividend has been declared/recommendeded, a statement to that effect.**

No dividend has been declared/recommendeded.

**PART II- ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT**

13. **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 immediately preceding year.**

Period ended 30 September 2009	Construction Related Services S\$'000	Land and Buildings S\$'000	Agricultural Activities S\$'000	Eliminations S\$'000	Group S\$'000
Revenue – external parties	6,916	108	14		7,038
Revenue – inter-segment sales	-	-	-	-	-
	<u>6,916</u>	<u>108</u>	<u>14</u>	<u>-</u>	<u>7,038</u>
<b>Segment results</b>	1,303	(80)	(78)		1,145
Other operating income					308
Share of loss of associated company					(334)
Unallocated expenses					(1,053)
Profit before income tax					66
Income tax expense					(199)
<b>Net loss</b>					<u>(133)</u>
Segment assets	8,697	83,639	15,371		107,707
Unallocated assets					35,073
<b>Consolidated total assets</b>					<u>142,780</u>
Segment liabilities	5,472	1,002	2,474		8,948
Unallocated liabilities					5,897
<b>Consolidated total liabilities</b>					<u>14,845</u>
<b>Other segment items</b>					
Capital expenditure	1,202	105	-		1,307
Depreciation	302	20	1		323
Amortisation	4	-	145		149

Period ended 30 September 2008	Construction Related Services S\$'000	Land and Buildings S\$'000	Agricultural Activities S\$'000	Eliminations S\$'000	Group S\$'000
Revenue – external parties	5,682	649	36	-	6,367
Revenue – inter-segment sales	(96)	-	-	(96)	(96)
	<u>5,586</u>	<u>649</u>	<u>36</u>	<u>(96)</u>	<u>6,272</u>
<b>Segment results</b>	(106)	19	(245)		(332)
Other operating income					374
Share of loss of associated company					4,787
Unallocated expenses					(526)
Profit before income tax					<u>4,303</u>
Income tax expense					(80)
<b>Net profit</b>					<u><u>4,223</u></u>
Segment assets	8,462	83,384	17,020		108,866
Unallocated assets					27,377
<b>Consolidated total assets</b>					<u><u>136,243</u></u>
Segment liabilities	5,207	907	3,517		9,631
Unallocated liabilities					2,114
<b>Consolidated total liabilities</b>					<u><u>11,745</u></u>
<b>Other segment items</b>					
Capital expenditure	1,957	-	-		1,957
Depreciation	350	3	-		353
Amortisation	3	-	145		148

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

Please refer to paragraph 8.

**15. A breakdown of sales.**

	Financial Period ended 30.09.2009 S\$'000 Group	Financial Period ended 30.09.2008 S\$'000 Group	% Increase/ (decrease) Group
(a) Sales reported for first quarter	3,389	2,652	27.8
(b) Profit/(loss) after tax before deducting minority interests reported for first quarter	(14)	(864)	(99.4)
(c) Sales reported for second quarter	3,649	3,620	0.8
(d) Profit/(loss) after tax before deducting minority interests reported for second quarter	(128)	5,058	(102.5)

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

Not applicable.

**17. Interested Person Transactions**

The details of interested person transactions for the period ended 30 September 2009 are set out below.

Name of Interested Person	Aggregate value of all interested person transactions during FY2010 (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions during FY2010 which are conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000) *
	S\$'000	S\$'000
Associates of Mr. Serge Pun:-		
(a) Purchases	-	35
(b) Sales	-	2
(c) Treasury transactions	5,251 <sup>(1)</sup>	8
(d) Land development rights transactions	-	112
(e) Prepayments for supply of crops	-	214

\* Shareholders' mandate was renewed and approved at the Annual General Meeting held on 24 July 2009. Accordingly, the aggregate value of all interested person transactions is presented for the six-month period from 1 April 2009 to 30 September 2009.

<sup>(1)</sup> On 29 August 2009, Wayville signed an agreement with Mr Serge Pun, for the provision of security by Wayville for a loan facility given by an unrelated third party to Mr Serge Pun. The value of the security provided by Wayville is S\$5.25 million. Please refer to the Company's announcement dated 30 August 2009 for further details.

**18. Negative assurance on Interim Financial Statements**

The Board of Directors hereby confirm that, to the best of their knowledge, nothing has come to their attention which may render the Second Quarter financial results ended 30 September 2009 to be false or misleading in any material respect.

BY ORDER OF THE BOARD

Serge Pun  
Chairman & CEO  
13 November 2009