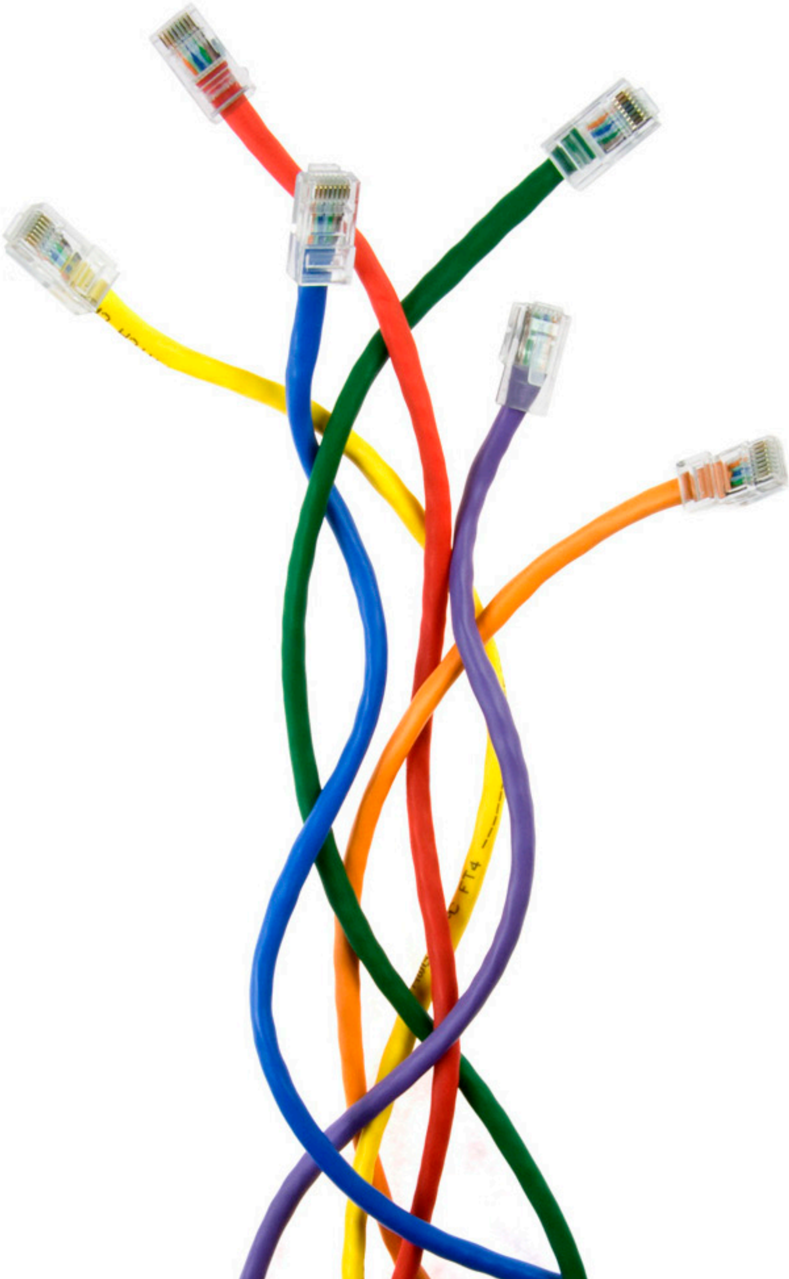
Deloitte.

Illustrative Financial Statements 2009



GAAP Singapore Ltd and its subsidiaries

(Registration No. 200001999A)

Report of the directors and Financial Statements

Year ended December 31, 2009

Preface

Scope

This publication provides a set of sample financial statements of a fictitious group of companies. GAAP Singapore Ltd is a company incorporated in Singapore and its shares are listed on the Main Board of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The names of people and entities included in this publication are fictitious. Any resemblance to a person or entity is purely coincidental.

GAAP Singapore Ltd is assumed to have presented its financial statements in accordance with Singapore Financial Reporting Standards ("FRS") for a number of years.

Effective date

The illustrative financial statements include the disclosures required by the Singapore Companies Act, SGX-ST Listing Manual, and FRSs and INT FRSs that are issued at the date of publication (September 30, 2009)

Illustrative in nature

The sample disclosures in this set of illustrative financial statements should not be considered to be the only acceptable form of presentation. The form and content of each reporting entity's financial statements are the responsibility of the entity's directors, and other forms of presentation which are equally acceptable may be preferred and adopted, provided they include the specific disclosures prescribed in the Singapore Companies Act, SGX-ST Listing Manual, and FRSs and INT FRSs.

For the purposes of presenting the statement of comprehensive income, and cash flow statement/ statement of cash flows, the various alternatives allowed under FRSs for those statements have been illustrated. Preparers of financial statements should select the alternatives most appropriate to their circumstances.

The illustrative financial statements contains general information and are not intended to be a substitute for reading the legislation or accounting standards themselves, or for professional judgement as to adequacy of disclosures and fairness of presentation. They do not encompass all possible disclosures required by the Singapore Companies Act, SGX-ST Listing Manual, and FRSs and INT FRSs. Depending on the circumstances, further specific information may be required in order to ensure fair presentation and compliance with laws and accounting standards and stock exchange regulations in Singapore.

Guidance notes

Direct references to the source of disclosure requirements are included in the reference column on each page of the illustrative financial statements. Guidance notes are provided where additional matters may need to be considered in relation to a particular disclosure. These notes are inserted within the relevant section or note.

The illustrative financial statements are prepared by the Technical Department of Deloitte & Touche LLP in Singapore for the use of clients and staff and are written in general terms. Accordingly, we recommend that readers seek appropriate professional advice regarding the application of its contents to their specific situations and circumstances. The illustrative financial statements should not be relied on as a substitute for such professional advice. Partners and professional staff of Deloitte & Touche LLP in Singapore would be pleased to advise you. While all reasonable care has been taken in the preparation of these illustrative financial statements, Deloitte & Touche LLP in Singapore accepts no responsibility for any errors it might contain, whether caused by negligence or otherwise, or for any loss, howsoever caused, incurred by any person as a result of relying on it.

Abbreviations used

References are made in this publication to the Singapore Companies Act, Singapore accounting pronouncements, guidelines and SGX listing rules that require a particular disclosure or accounting treatment. The abbreviations used to identify the source of authority are as follows:

Alt	Alternative
CA	Singapore Companies Act
FRS	Singapore Financial Reporting Standards
INT FRS	Interpretation of Singapore Financial Reporting Standards
LM	Singapore Exchange Securities Trading (SGX-ST) Listing Manual
SSA	Singapore Standards on Auditing

Summary of key changes from the 2008 version of the Singapore Illustrative Financial Statements

The Singapore Illustrative Financial Statements 2009 incorporate the updates listed below, which are effective for periods beginning from January 1, 2009:

- FRS 1 Revised (2008) – Presentation of Financial Statements
- FRS 108 – Operating Segments
- Amendments to FRS 107 – Financial Instruments: Disclosures - Improving Disclosures about Financial Instruments

Since these changes are pervasive, the Singapore Illustrative Financial Statements 2009 should not be used as a reference for entities with reporting periods beginning before January 1, 2009.

a) FRS 1 Revised (2008) Presentation of Financial Statements

Terminology changes

The previous version of FRS 1 used the titles 'balance sheet' and 'cash flow statement' to describe two of the statements within a complete set of financial statements. FRS 1 Revised (2008) uses 'statement of financial position' and 'statement of cash flows' for those statements. Note that use of the new terminology is not mandatory.

Reporting owner changes in equity and comprehensive income

The previous version of FRS 1 required the presentation of an income statement that included items of income and expense recognised in profit or loss. It required items of income and expense not recognised in profit or loss to be presented in the statement of changes in equity, together with owner changes in equity. It also labelled the statement of changes in equity comprising profit or loss, other items of income and expense and the effects of changes in accounting policies and correction of errors as 'statement of recognised income and expense'.

FRS 1 Revised (2008) now requires:

i. all changes in equity arising from transactions with owners in their capacity as owners (i.e. owner changes in equity) to be presented separately from non-owner changes in equity. An entity is not permitted to present components of comprehensive income (i.e. non-owner changes in equity) in the statement of changes in equity.
   (Refer to page 29 for the revised presentation of Statement of Changes in Equity.)

ii. income and expenses to be presented in one statement (a statement of comprehensive income) or in two statements (a separate income statement and a statement of comprehensive income), separately from owner changes in equity; and

   (Refer to pages 19 to 24 for examples of both of these alternatives.)

iii. components of other comprehensive income to be displayed in the statement of comprehensive income or in the notes.

   (Refer to Note 39 on page 137.)

Other comprehensive income—reclassification adjustments and related tax effects

i. FRS 1 Revised (2008) requires an entity to disclose income tax relating to each component of other comprehensive income. The previous version of FRS 1 did not include such a requirement.

   (Refer to Notes 26 and 45 on pages 117 and 148 respectively.)

ii. FRS 1 also requires an entity to disclose reclassification adjustments relating to components of other comprehensive income. Reclassification adjustments are amounts reclassified to profit or loss in the current period that were recognised in other comprehensive income in the current or previous periods.

   (Refer to Note 39 on page 137.)

Other changes

Consequential amendments to other FRS arising from FRS 1 Revised (2008), and other changes to terminology have been effected throughout the Singapore Illustrative Financial Statements 2009. Changes in terminology include the following:

- on the face of' is amended to 'in'.
- 'balance sheet date' is amended to 'end of the

reporting period'.

- 'subsequent balance sheet date' is amended to 'end of the subsequent reporting period'.
- 'each balance sheet date' is amended to 'the end of each reporting period'.
- 'after the balance sheet date' is amended to 'after the reporting period'.
- 'reporting date' is amended to 'end of the reporting period'.
- 'each reporting date' is amended to 'the end of each reporting period'.
- 'at annual reporting dates' is amended to 'at the end of annual reporting periods'.
- 'at interim reporting dates' is amended to 'at the end of interim reporting periods'.
- 'equity holders' is amended to 'owners'.
- 'Standard or Interpretation' is amended to 'FRS'.
- 'a Standard or an Interpretation' is amended to 'an FRS'.
- 'Standards and Interpretations' is amended to 'FRSs'.

b) FRS 108 - Operating Segments

Disclosures under FRS 14 Segment Reporting have been deleted, leaving disclosures required by FRS 108 Operating Segments. FRS 108 Operating Segments disclosures have been brought forward from the Singapore Illustrative Financial Statements 2008.

(Refer to Note 41 on page 139.)

c) Amendments to FRS 107 – Financial Instruments: Disclosures - Improving Disclosures about Financial Instruments

Additional disclosures on fair values of financial instruments and liquidity risks as required by the 2009 amendments to FRS 107 have been incorporated.

(Refer to Notes 4(v) and 4(vi) on pages 74 to 84.)

d) FRS 103 Revised (2009) Business Combinations and FRS 27 Revised (2009) Consolidated and Separate Financial Statements

Appendix 2 has been added to illustrate disclosures required when these two FRSs take effect for annual periods beginning on or after July 1, 2009.

(Refer to Appendix B on pages 169 to 180.)

Contents

Presentation of statement of comprehensive income in accordance with FRS 1 (Revised in 2008):

1. Alt 1 -Presentation of income and expense recognised in a period in a single statement of comprehensive income – FRS 1.81(a)
2. Alt 2 -Presentation of income and expense recognised in a period in two statements: a statement displaying components of profit or loss (separate income statement) and a second statement beginning with profit or loss for the year and displaying components of other comprehensive income (statement of comprehensive income) – FRS 1.81(b)

Index to the notes to financial statements

Report of the Directors

CA 201(5)
CA 201(6A)

The directors present their report together with the audited consolidated financial statements of the group and balance sheet/statement of financial position[9] and statement of changes in equity of the company for the financial year ended December 31, 2009.[1]

CA 201(6)(a)
CA201(6A)(a)

1 Directors[2]

The directors of the company in office at the date of this report are:

Ang Boey Chwee	
Desmond Ee Fong Guan	
Heng Ing Jong	
Kenneth Lim Meng Nam	(Appointed on July 11, 2009)
Ooi Puay Quan	(Appointed on September 7, 2009)
Raymond See Teoh Ung	(Appointed on November 6, 2009)
Vanessa Wong Xiao Ying	(Alternate to Ang Boey Chwee and appointed on January 3, 2010)

CA 201(6)(f)
CA 201(6A)(g)

2 Arrangements To Enable Directors To Acquire Benefits By Means Of The Acquisition Of 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 of the company to acquire benefits by means of the acquisition of shares or debentures in the company or any other body corporate, except for the options mentioned in paragraph 3 and 5 of the Report of the Directors.

CA 201(6)(g)
CA 201(6A)(h)
CA 164

3 Directors' Interests In Shares And Debentures[3]

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 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:

CA 7
CA 164

By virtue of section 7 of the Singapore Companies Act, Mr Ang Boey Chwee is deemed to have an interest in all the related corporations of the company.

LM 1207(7)

The directors’ interests in the shares and options of the company at January 21, 2010 were the same at December 31, 2009.

Report of the Directors

Name of directors and companies in which interests are held	Shareholdings registered in name of director		Shareholdings in which directors are deemed to have an interest	
	At beginning of year or date of appointment, if later	At end of year	At beginning of year or date of appointment, if later	At end of year
GAAP Singapore Ltd (Ordinary shares)				
Ang Boey Chwee	40,000,000	50,000,000	250,000	250,000
Kenneth Lim Meng Nam	100,000	575,000	-	-
Raymond See Teoh Ung	-	25,000	-	-
GAAP Holdings Ltd (Ordinary shares)				
Ang Boey Chwee	10,000	10,000	-	-
GAAP Pacific Inc. (Ordinary shares)				
Raymond See Teoh Ung	1,000	1,000	-	-

CA 201(8)

4 Directors' Receipt And Entitlement To Contractual Benefits[4]

Since the beginning of the financial year, no director has received or become entitled to receive a benefit which is required to be disclosed under section 201(8) of the Singapore Companies Act, by reason of a contract made by the company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest except for salaries, bonuses and other benefits as disclosed in the financial statements. Certain directors received remuneration from related corporations in their capacity as directors and/or executives of those related corporations.

5 Share Options[5]

CA 201(11B)
LM 843(3)

a. Options to take up unissued shares

The Employee Share Option Scheme (the “Scheme”) in respect of unissued ordinary shares in the company was approved by the shareholders of the company at an Extraordinary General Meeting held on March 15, 2006.

Report of the Directors

LM 852(1)(a)

The scheme is administered by the Remuneration and Share Options Committee whose members are:

Heng Ing Jong (Chairman)
Desmond Ee Fong Guan
Kenneth Lim Meng Nam
Ooi Puay Quan

LM 849

Mr Kenneth Lim Meng Nam did not participate in any deliberation or decision in respect of the options granted to him.

CA 201(12)
LM 852(1)(d),
852(2)
845(5)

Under the Scheme, options granted to the directors and employees may, except in certain special circumstances, be exercised at any time after two years but no later than the expiry date. The ordinary shares of the company ("Shares") under option may be exercised in full or in respect of 100 Shares or a multiple thereof, on the payment of the exercise price. The exercise price is based on the average of closing prices of the Shares on the Singapore Exchange Securities Trading Limited for the three market days immediately preceding the date of grant. The Remuneration and Share Options Committee may at its discretion fix the exercise price at a discount not exceeding 20 percent to the above price. No options have been granted at a discount.

LM 845(1)
CA 201(12)
CA 201(11)

b. Unissued shares under option and options exercised

The number of Shares available under the Scheme shall not exceed 15% of the issued share capital of the company. The number of outstanding share options under the scheme are as follows:

CA 201(11A)

Particulars of the options granted in 2006 and 2008 under the scheme were set out in the Report of the Directors for the financial year ended December 31, 2006 and December 31, 2008 respectively.

LM 852(1)(c)(ii)

In respect of options granted to employees of related corporations, a total of 920,000 options were granted during the financial year, making it a total of 2,085,000 options granted to employees of related corporations from the commencement of the Scheme to the end of the financial year.

Number of options to subscribe for ordinary shares of the company

Date of grant	Balance at 1.1.2009	Granted	Exercised	Cancelled/ Lapsed	Balance at 31.12.2009	Exercise price per Share	Exercisable period
1.7.2006	2,500,000	-	(650,000)	(61,000)	1,789,000	$4.45	1.7.2008 to 0.6.2010
30.6.2008	1,000,000	-	-	-	1,000,000	$4.22	1.7.2010 to 30.6.2012
31.12.2008	1,000,000	-	-	-	1,000,000	$4.22	1.1.2011 to 1.12.2012

31.3.2009	-	250,000	-	-	250,000	$4.85	1.4.2011 to 31.3.2013
30.6.2009	-	1,150,000	-	-	1,150,000	$4.35	1.7.2012 30.6.2013
31.10.2009	-	300,000	-	-	300,000	$4.84	1.11.2012 30.10.2013
Total	**4,500,000**	**1,700,000**	**(650,000)**	**(61,000)**	**5,489,000**		

CA 201 (11) (e)
LM 852(1)(b)(iii)
LM 852(2)

Holders of the above share options have no right to participate in any share issues of any other company. No employee or employee of related corporations has received 5% or more of the total options available under this scheme.

LM 852(1)(b)(ii)
LM 852(2)

There are no options granted to any of the company's controlling shareholders or their associates (as defined in the Singapore Exchange Securities Trading Listing Manual).

LM 852(1)(b)(i)

The information on directors of the company participating in the Scheme is as follows:

Name of director	Options granted during the financial year	Aggregate options granted since commencement of the Scheme to the end of financial year	Aggregate options exercised since commencement of the Scheme to the end of financial year	Aggregate options lapsed since commencement of the Scheme to the end of financial year	Aggregate options outstanding as at the end of financial year
Kenneth Lim Meng Nam	8,000	28,000	13,000	-	15,000

6 Audit Committee[6]

CA 201B(9)
CA 201B(2), (3)

The Audit Committee of the company, consisting all non-executive directors, is chaired by Mr Ooi Puay Quan, an independent director, and includes Mr Desmond Ee Fong Guan, an independent director and Mr Raymond See Teoh Ung. The Audit Committee has met four times since the last Annual General Meeting ("AGM") and has reviewed the following, where relevant, with the executive directors and external and internal auditors of the company:

CA 201B(5)(a)

a. the audit plans and results of the internal auditors' examination and evaluation of the group's systems of internal accounting controls;
b. the group's financial and operating results and accounting policies;
c. the financial statements of the company and the consolidated financial statements of the group before their submission to the directors of the company and external auditors' report on those financial statements;
d. the quarterly, half-yearly and annual announcements as well as the related press releases on the results and financial position of the company and the group;
e. the co-operation and assistance given by the management to the group's external auditors; and
f. the re-appointment of the external auditors of the group.

CA 201B(6)

The Audit Committee has full access to and has the co-operation of the management and has been given the resources required for it to discharge its function properly. It also has full discretion to invite any director and executive officer to attend its meetings. The external and internal auditors have unrestricted access to the Audit Committee.

CA 201B(5)(b)

The Audit Committee has recommended to the directors the nomination of Deloitte & Touche LLP for re-appointment as external auditors of the group at the forthcoming AGM of the company.

7 Auditors[7]

The auditors, Deloitte & Touche LLP, have expressed their willingness to accept re-appointment.

CA 201(6A)

On Behalf Of The Directors[8]

Ang Boey Chwee

Desmond Ee Fong Guan

January 31, 2010

Report of the Directors

Guidance Notes – Report of the Directors

CA 4
FRS 1.38
FRS 1.37

1. Financial year

If the company's financial year is less than 12 months, the term "financial year" is defined in the first paragraph of the Report of the Directors and therefore the rest of the report can still be "year" and does not require amendment to "period". Where there is a change of financial year end, the reason for the change should be disclosed in the Report of the Directors as well as the notes to financial statements.

CA 201(6), (6A)

2. Directors in office at the date of the report

If a director was appointed during the financial year and up to the date of the Report of the Directors, the date of the appointment, although not required, is recommended to be disclosed clearly to identify the new director. There is no requirement to give details of director(s) who resigned during the financial year and up to the date of the Report of the Directors.

CA 201(6)(g)
CA 201(6A)(h)
CA 201(11)
CA 201(11B)

3. Directors' interests in shares and debentures

Directors' interests include personal holdings, beneficial interest of their immediate family and deemed interests as defined by Section 7 of the Singapore Companies Act. Directors' interests in rights or share options are also to be disclosed accordingly.

If a director resigns after the end of the financial year but before the date of the Report of the Directors, his interest at the end of the financial year should be disclosed.

CA 164(3)

Where the company is a wholly owned subsidiary of another company (the "holding company"), the company may be deemed to have complied with section 164 of the Singapore Companies Act in relation to a director who is also a director of that other company if the particulars required by this section to be shown in the register of the company are shown in the register of the holding company. The following should be disclosed:

"The directors, Mr/Ms __________ and Mr/Ms___________ are also directors of GAAP Holdings Ltd, incorporated in the Republic of Singapore, which owns all the shares of the company. Their interests in shares are recorded in the register of directors' shareholdings kept under section 164 of the Singapore Companies Act by the holding company and are therefore not disclosed in this report."

Report of the Directors

Guidance Notes – Report of the Directors (continued)

CA 201(8)

4. Directors' receipt and entitlement to contractual benefits

The directors of the company shall state in the report whether since the end of the previous financial year, a director of the company has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the directors shown in the financial statements or, if the company is a holding company, the consolidated financial statements in accordance with FRS or the fixed salary of a full-time employee of the company) by reason of a contract made by the company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest and if so, the general nature of the benefit. Examples include professional or directors' fees to a law firm in which the director(s) are partners. The amount disclosed must appear in Note 47 "Profit for the year". The general nature of the benefit should be disclosed where a contract subsists. Where there are such transactions, the following should be disclosed:

"There were certain transactions (as shown in the financial statements) with a corporation(s) in which certain directors have an interest".

CA 201(11)
CA 201(11A)
CA 201(11B)

5. Share options

The disclosures required by section 201(11) of the Singapore Companies Act relate to options granted by the company. Where any of the disclosures have been made in a previous report, the company need only make reference to that report.

For options granted by the company during the financial year, the following disclosures have to be made:

a. the number and class of shares in respect of which the option has been granted;
b. the date of expiration of the option;
c. the basis upon which the option may be exercised; and
d. whether the person to whom the option has been granted has any right to participate by virtue of the option in any share issue of any other company.

CA 201(11B)

Where there are share options of subsidiaries, the following should be disclosed:

"At the end of the financial year, there were XX,XXX ordinary shares of GAAP Logistics Pte Ltd under option relating to the (name of option scheme) Share Option Scheme. Details and terms of the options have been disclosed in the Report of the Directors of GAAP Logistics Pte Ltd."

CA 201(11B)

If there are no options to take up unissued shares during the financial year, the following should be disclosed:

"Options To Take Up Unissued Shares

During the financial year, no options to take up unissued shares of the company or any corporation in the group were granted."

Report of the Directors

Guidance Notes – Report of the Directors (continued)

CA 201(12)(a)

If no options were exercised during the financial year, the following should be disclosed:

"Options Exercised
During the financial year, there were no shares of the company or any corporation in the group issued by virtue of the exercise of an option to take up unissued shares."

CA 201(12)(b)

If there are no unissued shares under option at the end of the financial year, the following should be disclosed:

"Unissued Shares Under Option
At the end of the financial year, there were no unissued shares of the company or any corporation in the group under options."

CA 201B(1)
CA 201B(9)

6. Audit committee
Every listed company shall have an audit committee. For listed companies, the details and functions of the audit committee should be disclosed in the Report of the Directors if the statutory accounts (which would not contain a section on corporate governance), rather than the annual report, is filed with the Accounting and Corporate Regulatory Authority of Singapore.

7. Auditor
The information on the auditor is not compulsory, but it is often disclosed.

8. Dating and signing of the Report of the Directors
The phrase "On behalf of the directors" is not necessary if the company only has 2 directors.

CA 203(1)
LM 707
CA 201(5)
LM Appdx 2.2(10)
CA 201(1)(a), (b)
CA 201(3A)(i), (ii)

The Report of the Directors shall be made out not less than 14 days before the date of the company's annual general meeting ("AGM"). The report shall be made in accordance with a resolution of the board of directors, which will specify the day on which it is to be made out and be signed by 2 directors.

AGMs should be held within 4 and 6 months of the end of each financial year for listed and non-listed companies respectively.

9. Delete where appropriate

Statement of directors

CA 201(15)
CA 201(15)(a), (b)
CA 201(15)(c)

In the opinion of the directors, the consolidated financial statements of the group and the balance sheet/statement of financial position[3] and statement of changes in equity of the company as set out on pages 14 to 164 are drawn up so as to give a true and fair view of the state of affairs of the group and of the company as at December 31, 2009, and of the results, changes in equity and cash flows of the group and changes in equity of the company for the financial year then ended and at the date of this statement[2], there are reasonable grounds to believe that the company will be able to pay its debts when they fall due.

CA 201(15)

On behalf of the directors

Ang Boey Chwee

Desmond Ee Fong Guan

January 31, 2010

Guidance Notes - Statement of Directors

(1) Section 201(15) of the Singapore Companies Act (the "Act") appears to require this statement to accompany the statutory financial statements of a company "before the auditor reports on the accounts" under Part VI of the Act. Consequently, this statement is presented before the auditors' report to the financial statements.

(2) If the entity is in a capital deficiency and is dependent on the continuing financial support from its shareholders/holding company, this fact should be stated on the statement of directors as follows:
"…and at the date of this statement, with the continued financial support from its shareholders/holding company, there are reasonable grounds to believe that the company will be able to pay its debts when they fall due."

Accordingly, the basis of preparing the financial statements on a going concern basis due to this fact should be disclosed in Note 1 of the financial statements.

(3) Delete where appropriate

Independent auditors' report

SSA 700, AGS 1

Deloitte.

SSA 700(18), (20)

Independent Auditors' Report To The Members[1] Of Gaap Singapore Ltd

SSA 700(22)

We have audited the accompanying financial statements of GAAP Singapore Ltd (the company) and its subsidiaries (the group) which comprise the balance sheets/statements of financial position[8] of the group and the company as at December 31, 2009, and the income statement[8], statement of comprehensive income, statement of changes in equity and cash flow statement/statement of cash flows[8] of the group and the statement of changes in equity of the company for the year then ended, and a summary of significant accounting policies and other explanatory notes[2], as set out on pages 14 to 164.

SSA 700(28)

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards. This responsibility includes: 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 profit and loss account and balance sheet and to maintain accountability of assets; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

SSA 700(32), (34)

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

SSA 700(37), (38)

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independent auditors' report

SSA 700(40)

Opinion

In our opinion,[3]

CA 207(2)(a)

a. the consolidated financial statements of the group and the balance sheet/statement of financial position[8] and statement of changes in equity of the company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the group and of the company as at December 31, 2009 and of the results, changes in equity and cash flows of the group and changes in equity of the company for the year ended on that date; and

CA 207(2)(b)

b. the accounting and other records required by the Act to be kept by the company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

Deloitte & Touche LLP
Public Accountants and
Certified Public Accountants
Singapore[6][7]

January 31, 2010[4]

Independent auditors' report

Guidance Notes – Auditors' Report

SSA 700(20)

1. Addressee

The Auditors' report should be appropriately addressed as required by the circumstances of the engagement and local regulations. The report is ordinarily addressed to the members of the company.

2. First year engagements

For first year engagements, the following shall be added at the end of the first paragraph of the Auditors' Report if the financial statements for the preceding year were unqualified by the predecessor auditors:

SSA 710(17), App.3 Example C

"The financial statements of the company for the year ended December 31, 2008 were audited by another auditor (or firm of auditors) who expressed an unmodified opinion on those financial statements in their report dated Mm Dd, Yyyy"

SSA 710(17)

If the financial statements were qualified by the predecessor auditors, the following shall be added to the end of the first paragraph of the Auditors' Report:

"The financial statements for the year ended December 31, 2008 were audited by another auditor (or firm of auditors) whose report dated Mm Dd, Yyyy expressed a qualified opinion on those financial statements as follows:

<<Quote qualification by predecessor auditors>>"

3. For group and holding companies only

Where the complete set of financial statements of the company is also presented, the following opinion paragraphs would be appropriate:

a. the consolidated financial statements of the group and the financial statements of the company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the group and of the company as at December 31, 2009 and of the results, changes in equity and cash flows of the group and of the company for the year ended on that date; and
b. the accounting and other records required by the Act to be kept by the company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

SSA 700(52)
CA 201(4A)
SSA 700(54)

4. Date of Auditors' Report

The auditor should date the report on the financial statements no earlier than the date on which the auditor has obtained sufficient appropriate audit evidence on which to base the opinion on the financial statements. The directors shall take reasonable steps to ensure that the accounts are audited not less than 14 days before the annual general meeting of the company. Since the auditor's opinion is provided on the financial statements and the financial statements are the responsibility of management, the auditor is not in a position to conclude that sufficient appropriate audit evidence has been obtained until the auditor obtains evidence that a complete set of financial statements has been prepared and management has accepted responsibility for them.

5. Other specimens and modified reports

For other specimens and modified reports, please refer to SSA 701, SSA 710 and AGS 1.

Statement of directors

Guidance Notes – Auditors' Report (continued)

SSA 700(57)

6. Auditor's address

The report should name a specific location, which is ordinarily the city where the auditor maintains the office that has responsibility for the audit.

LM 713(1)

7. Name of audit partner

The listing manual requires an issuer to disclose in its annual report the date of appointment and the name of the audit partner in charge of auditing the issuer and its group of companies. However, this information need not be in the audit report. For example, an issuer may typically disclose this information in the corporate information section of its annual report.

8. Delete where appropriate

Balance sheets / Statements of financial position

FRS 1.51(a), (b)

Gaap Singapore Ltd And Its Subsidiaries

CA 201.3A(a, b)
FRS 1.51 (b), (c)
FRS 1.10(a)
LM 1207(5)(a), (b)

Balance Sheets / Statements Of Financial Position[7]
December 31, 2009

FRS 1.38, 1.113
FRS 1.51(d), (e)
FRS 8.28, 8.29, 8.42(a)

Reference	Assets	Note	Group 2009 $'000	Group 2008 $'000	Company 2009 $'000	Company 2008 $'000
	Current assets					
FRS 1.60	Cash and bank balances	7	11,109	1,175	2,074	647
FRS 1.66(d), 1.54(i)	Trade and other receivables	8	127,916	123,656	89,371	55,895
FRS 1.66(a, c), 1.54(h)	Finance lease receivables	10	54,713	49,674	-	-
FRS 1.55	Held for trading investments	11	11,988	11,125	-	-
FRS 1.55	Held-to-maturity financial assets[5]	12	25,255	18,605	-	-
FRS 1.55	Derivative financial instruments	13	2,436	2,938	-	-
FRS 1.55 / FRS 1.66(a, c), 1.54(g)	Inventories	14	117,693	108,698	-	-
			351,110	315,871	91,445	56,542
FRS 1.66(b), 1.54(j)	Non-current assets classified as held for sale	15	1,922	-	-	-
	Total current assets		353,032	315,871	91,445	56,542
	Non-current assets					
FRS 1.60	Property, plant and equipment	16	657,905	566,842	-	-
FRS 1.54(a)	Investment property	17	12,000	11,409	-	-
FRS 1.54(b)	Goodwill	18	2,423	2,538	-	-
FRS 1.55	Other intangible assets	19	26,985	21,294	-	-
FRS 1.54(c)	Subsidiaries[1]	20	-	-	111,650	110,000
FRS 1.55	Associates[2]	21	45,060	12,274	-	-
FRS 1.54(e)	Available-for-sale investments	23	20,232	23,215	-	-
FRS 1.55 / FRS 1.55	Other financial assets at fair value through profit or loss	24	1,018	1,000	-	-
FRS 1.55	Held-to-maturity financial assets[5]	25	2,293	2,694	-	-
FRS 1.55	Finance lease receivables	10	114,937	104,489	-	-
FRS 1.55	Derivative financial instruments	13	2,602	-	-	-
FRS 1.54(o), 1.56	Deferred tax assets	26	5,006	3,291	117	-
	Total non-current assets		890,461	749,046	111,767	110,000
	Total assets		1,243,493	1,064,917	203,212	166,542

Balance sheets / Statements of financial position

	Liabilities And Equity	Note	Group 2009 $'000	Group 2008 $'000	Company 2009 $'000	Company 2008 $'000
	Current liabilities					
FRS 1.60, FRS 1.55	Bank overdrafts and loans	27	94,307	78,686	-	-
FRS 1.55, 1,54(k)	Trade and other payables	28	191,429	134,412	3,044	4,534
FRS 1.55	Current portion of finance leases	29	1,470	1,483	-	-
FRS 1.55	Derivative financial instruments	13	273	-	-	-
FRS 1.54(l)	Provisions	30	6,432	2,065	-	-
FRS 1.54(n)	Income tax payable		8,229	1,986	-	-
			302,140	218,632	3,044	4,534
FRS 1.54(p)	Liabilities directly associated with non-current assets classified as held for sale	15	247	-	-	-
	Total current liabilities		302,387	218,632	3,044	4,534
	Non-current liabilities					
FRS 1.60, FRS 1.55	Bank loans	27	356,353	448,753	-	-
FRS 1.55	Convertible loan notes	31	24,327	-	24,327	-
FRS 1.55	Retirement benefit obligations	32	33,928	38,474	-	-
FRS 1.55	Finance leases	29	923	1,244	-	-
FRS 1.55	Liability for share-based payments	33	6,528	3,516	6,528	3,516
FRS 1.54(l)	Provisions	30	2,118	-	-	-
FRS 1.54(o), 1.56	Deferred tax liabilities	26	15,447	5,772	4,407	3,052
	Total non-current liabilities		439,624	497,759	35,262	6,568
	Capital, reserves and minority interests[(6)]					
FRS 1.54(r), FRS 1.78(e)	Share capital	34	158,098	152,098	158,098	152,098
FRS 1.55	Treasury shares	35	(500)	-	(500)	-
FRS 1.55	Capital reserves	36	4,883	1,202	4,883	1,202
FRS 1.55	Revaluation reserves	37	94,598	33,941	-	-
FRS 1.55	Hedging and translation reserves	38	(11,109)	508	-	-
FRS 1.55	Retained earnings		252,327	158,201	2,425	2,140
FRS 1.55	Equity attributable to owners of the company		498,297	345,950	164,906	155,440
FRS 1.54(q), 27.33	Minority interests[(6)]		3,185	2,576	-	-
	Total equity		501,482	348,526	164,906	155,440
	Total liabilities and equity		1,243,493	1,064,917	203,212	166,542

See accompanying notes to financial statement

Balance sheets / Statements of financial position

Guidance Notes – Balance sheets /Statements of financial position

FRS 27.10
CA 201.3A(a, b)
CA 201(3BA)

1. Exemption from presenting consolidated financial statements

A parent shall consolidate all subsidiaries in its consolidated balance sheet/statement of financial position. A parent is exempted from presenting consolidated financial statements if and only if the following conditions are all met:

a. the parent is itself a wholly-owned subsidiary, or is a partially-owned subsidiary of another entity and its other owners, including those not otherwise entitled to vote, have been informed about, and do not object to, the parent not presenting consolidated financial statements;
b. the parent's debt or equity instruments are not traded in a public market (a domestic or foreign stock exchange or an over-the-counter market, including local and regional markets);
c. the parent did not file, nor is it in the process of filing, its financial statements with a securities commission or other regulatory organisation for the purpose of issuing any class of instruments in a public market; and
d. the ultimate or any intermediate parent of the parent produces consolidated financial statements available for public use.

FRS 27.41

If a parent company satisfies all the above conditions and elects not to present consolidated financial statements, it shall disclose the following:

a. the fact that the financial statements are separate financial statements;
b. that the exemption from consolidation has been used;
c. the name and country of incorporation or residence of the entity whose consolidated financial statements have been produced for public use;
d. the address where those consolidated financial statements are obtainable; and
e. a list and description of significant investments in subsidiaries, jointly controlled entities and associates, including the name, country of incorporation or residence, proportion of ownership interest and, if different, proportion of voting power held.

FRS 27 departs from IAS 27 in that the ultimate or any intermediate parent of the company produces consolidated financial statements available for public use and which need not comply with International Financial Reporting Standards.

The following disclosure should be included in the notes on the summary of significant accounting policies:

"CONSOLIDATED FINANCIAL STATEMENTS – The financial statements of the subsidiaries have not been consolidated with the company's financial statements as the company itself is a wholly-owned subsidiary of (name of holding company), incorporated in (country of holding company), which prepares consolidated financial statements on a worldwide basis. Such financial statements are publicly available.

Balance sheets / Statements of financial position

Guidance Notes – Balance sheets /Statements of financial position (continued)

The registered address of (name of holding company) is (address of holding company).

Investments in subsidiaries in the financial statements of the company are stated at cost, less any impairment in recoverable value."

FRS 27.19 Companies that are venture capital organisations, mutual funds, unit trusts and similar entities are not excluded from consolidating their subsidiaries.

2. Exemption from equity accounting for associates

FRS 28.13 A company shall equity account for all associates. A company is exempted from equity accounting for associates if and only if in the following circumstances or the following conditions are all met:

FRS 28.13(a) a. the investment is classified as held for sale in accordance with FRS 105 Non-current Assets Held for Sale and Discontinued Operations and are accounted for in accordance with FRS 105;

FRS 28.13(b) b. the company is a venture capital organisation, mutual fund, unit trust or similar entity, including investment-linked insurance funds, that upon initial recognition are designated as at fair value through profit or loss or are classified as held for trading and accounted for in accordance with FRS 39; or

FRS 28.13(c) c. if all of the following apply:

i. the investor is a wholly-owned subsidiary, or is a partially-owned subsidiary of another entity and its other owners, including those not otherwise entitled to vote, have been informed about, and do not object to, the investor not applying the equity method;
ii. the investor's debt or equity instruments are not traded in a public market (a domestic or foreign stock exchange or an over-the-counter market, including local and regional markets);
iii. the investor did not file, nor is it in the process of filing, its financial statements with a securities commission or other regulatory organisation, for the purpose of issuing any class of instruments in a public market; and
iv. the ultimate or any intermediate parent of the investor produces consolidated financial statements available for public use.

3. Exemption from proportionate consolidation or equity accounting for joint ventures

FRS 31.2 A venturer with an interest in a jointly controlled entity is exempted from the requirements of FRS 31.30 (proportionate consolidation) and FRS 31.38 (equity method) when it meets the following conditions:

FRS 31.2(a) a. the interest is classified as held for sale in accordance with FRS 105 Non-current Assets Held for Sale and Discontinued Operations;

FRS 31.2(b) b. the company is a venture capital organization, mutual fund, unit trust or similar entity, including investment-linked insurance funds, that upon initial recognition are designated as at fair value through profit or loss or are classified as held for trading and accounted in accordance with FRS 39; or

FRS 31.2(c) c. if all of the following apply:

i. the venturer is a wholly-owned subsidiary, or is a partially-owned subsidiary of another entity and its owners, including those not otherwise entitled to vote, have been informed about, and do not object to, the venturer not applying proportionate consolidation or the equity method;
ii. the venturer's debt or equity instruments are not traded in a public market (a domestic or foreign stock exchange or an over-the-counter market, including local and regional markets);

Balance sheets / Statements of financial position

Guidance Notes – Balance sheets /Statements of financial position (continued)

iii. the venturer did not file, nor is it in the process of filing, its financial statements with a securities commission or other regulatory organisation, for the purpose of issuing any class of instruments in a public market; and
iv. the ultimate or any intermediate parent of the venturer produces consolidated financial statements available for public use.

FRS 1.39

4. Restatements and reclassifications

When an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements or when it reclassifies items in its financial statements, it shall present, as a minimum, three statements of financial position, two of each of the other statements, and related notes.

FRS 1.41
FRS 1.42

Where the presentation or classification of items in the statements is amended, comparative amounts shall be reclassified unless the reclassification is impracticable. When comparative amounts are reclassified, an entity shall disclose the nature of the reclassification, the amount of each item or class of items that is reclassified and the reason for the reclassification (See Note 57 to the Illustrative Financial Statements for a sample disclosure format as required by FRS 1.41).

5. Presentation of financial instruments in of the balance sheet/statement of financial position

FRS 1.55

FRS 1.54 and FRS 107.8 do not require separate line items for held-for-trading investments, held-to-maturity financial assets, derivative financial instruments, available-for-sale investments and other financial assets at FVTPL. Hence, it is acceptable to combine them into one line item on the balance sheet/statement of financial position with details in a note. However, depending on the significance of these items, each can be separately shown as a line item respectively as illustrated in these illustrative financial statements.

FRS 107.8

FRS 107.8 requires the carrying amounts of each of the following categories as defined in FRS 39, to be disclosed either in the balance sheet/statement of financial position or in the notes [see illustration in Note 4(a)]:

a.financial assets at FVTPL, showing separately (i) those designated upon initial recognition and (ii) those classified as held-for-trading;
b.Held-to-maturity investments;
c.Loans and receivables;
d.Available-for-sale financial assets
e.Financial liabilities at FVTPL, showing separately
 (i) those designated as such upon initial recognition and
 (ii) those classified as held-for-trading
f.Financial liabilities measured at amortised cost.

6. Effects of adoption of FRS 27(Revised in 2009)

FRS 27(Revised in 2009) replaces the term “Minority Interest” with “Non-controlling interest”. FRS 27(Revised in 2009) and FRS 103(Revised in 2009) will be effective for annual periods beginning on or after July 1, 2009. Further details of disclosures required when these two FRSs become effective are outlined in Appendix B.

7. Delete where approriate

Consolidated statement of comprehensive income [Alt 1]

FRS 1.51(a)

Gaap Singapore Ltd And Its Subsidiaries

FRS 1.10(b), 1.51(b)FRS 1.51(c)
LM 1207(5)(a)
CA 201.3A(a)

Consolidated statement of comprehensive income
Year ended December 31, 2009

		Note	Group 2009 $'000	Group 2008 $'000
FRS 1.113 FRS 1.51(d), (e)				
	Continuing operations			
FRS 1.82(a)	Revenue	40	1,064,660	728,250
FRS 1.85	Other operating income		9,892	6,745
FRS 1.99	Changes in inventories of finished goods and work in progress(2)		4,026	4,432
FRS 1.99	Raw materials and consumables used(2)		(667,794)	(460,961)
FRS 1.99	Employee benefits expense(2)	47	(220,299)	(188,809)
FRS 1.99	Depreciation and amortisation expense(2)	47	(35,304)	(17,238)
FRS 1.99	Other operating expenses(2)		(29,430)	(22,586)
FRS 1.82(c)	Share of profit of associates		12,763	983
FRS 1.85	Investment revenue	42	3,501	717
FRS 1.85	Other gains and losses(9)	43	120	(50)
FRS 1.82(b)	Finance costs	44	(36,870)	(31,613)
FRS 1.85	Profit before tax		105,265	19,870
FRS 1.82(d)	Income tax expense	45	(16,166)	(3,810)
FRS 1.85	Profit for the year from continuing operations		89,099	16,060
	Discontinued operation			
FRS 1.82(e)	Profit for the year from discontinued operation	46	10,676	4,171
FRS 1.82(f)	**Profit For The Year**	47	99,775	20,231

Consolidated statement of comprehensive income

[Alt 1]

		Note	Group 2009 $'000	Group 2008 $'000
	Other comprehensive income[(3)(4)(12)]:			
FRS 1.82(g)	Revaluation of property	39	64,709	(4,428)
	Cash flow hedges	39	510	610
	Available-for-sale investments	39	(360)	(360)
	Exchange differences on translation of foreign operations	39	(12,127)	2,706
	Income tax relating to components of other comprehensive income	45	(3,692)	320
	Other comprehensive income for the year, net of tax		49,040	(1,152)
FRS 1.82(i)	**Total Comprehensive Income For The Year**		148,815	19,079
	Profit attributable to:			
FRS 1.83(a)(ii)	Owners of the company		99,166	20,134
FRS 1.83(a)(i)	Minority interests[(11)]		609	97
			99,775	20,231
	Total comprehensive income attributable to:			
FRS 1.83(b)(ii)	Owners of the company		148,206	18,982
FRS 1.83(b)(i)	Minority interests[(11)]		609	97
			148,815	19,079

Consolidated statement of comprehensive income [Alt 1]

		Note	Group 2009	Group 2008
			$'000	$'000
	Earnings per share[6]	49		
	From continuing and discontinued operations:			
FRS 33.66	Basic		82.1 cents	16.8 cents
FRS 33.66	Diluted		59.4 cents	16.5 cents
	From continuing operations:			
FRS 33.66	Basic		73.2 cents	13.3 cents
FRS 33.66	Diluted		53.1 cents	13.1 cents

See accompanying notes to financial statements

Note: Alt 1 above illustrates the presentation of comprehensive income in one statement. Alt 2 (see next pages) illustrates the presentation of comprehensive income in two statements.

Whichever presentation is selected, the distinction is retained between items recognised in profit or loss and items recognised in other comprehensive income. The only difference between the one-statement and the two-statement approaches is that, for the latter, a total is struck in the separate income statement at 'profit for the year' (this is the same amount as is presented as a sub-total under the one-statement approach). This 'profit for the year' is then the starting point for the statement of comprehensive income, which is required to be presented immediately following the income statement. Under the two-statement approach, the analysis of 'profit for the year' between the amount attributable to the owners of the parent and the amount attributable to minority interest[11] is presented at the end of the separate income statement.

Consolidated income statement [Alt 2]

FRS 1.51(a) **Gaap Singapore Ltd And Its Subsidiaries**

FRS 1.10(b), 1.51(b) **Consolidated income statement**
FRS 1.51(c) **Year ended December 31, 2009**
LM 1207(5)(a)
CA 201.3A(a)

			Group	
FRS 1.113		Note	2009	2008
FRS 1.51(d), (e)			$'000	$'000
	Continuing operations			
FRS 1.82(a)	Revenue	40	1,064,660	728,250
FRS 1.85	Other operating income		9,892	6,745
FRS 1.99	Changes in inventories of finished goods and work in progress[2]		4,026	4,432
FRS 1.99	Raw materials and consumables used[2]		(667,794)	(460,961)
FRS 1.99	Employee benefits expense[2]	47	(220,299)	(188,809)
FRS 1.99	Depreciation and amortisation expense[2]	47	(35,304)	(17,238)
FRS 1.99	Other operating expenses[2]		(29,430)	(22,586)
FRS 1.82(c)	Share of profit of associates		12,763	983
FRS 1.85	Investment revenue	42	3,501	717
FRS 1.85	Other gains and losses[9]	43	120	(50)
FRS 1.82(b)	Finance costs	44	(36,870)	(31,613)
FRS 1.85	Profit before tax		105,265	19,870
FRS 1.82(d)	Income tax expense	45	(16,166)	(3,810)
FRS 1.85	Profit for the year from continuing operations		89,099	16,060
	Discontinued operation[5]			
FRS 1.82(e)	Profit for the year from discontinued operation	46	10,676	4,171
FRS 1.82(f)	**Profit for the year**	47	99,775	20,231

Consolidated income statement [Alt 2]

		Note		
	Profit attributable to:			
FRS 1.83(a)(ii)	Owners of the company		99,166	20,134
FRS 1.83(a)(i)	Minority interests[11]		609	97
			99,775	20,231
FRS 33.67A	**Earnings per share[6]**	49		
	From continuing and discontinued operations:			
FRS 33.66	Basic		82.1 cents	16.8 cents
FRS 33.66	Diluted		59.4 cents	16.5 cents
	From continuing operations:			
FRS 33.66	Basic		73.2 cents	13.3 cents
FRS 33.66	Diluted		53.1 cents	13.1 cents

See accompanying notes to financial statements

Consolidated statement of comprehensive income [Alt 2]

FRS 1.51(a) **Gaap Singapore Ltd And Its Subsidiaries**

FRS 1.10(b), 1.51(b)
FRS 1.51(c)
LM 1207(5)(a)
CA 201.3A(a)

Consolidated Statement of Comprehensive Income
Year ended December 31, 2009

		Note	Group 2009 $'000	Group 2008 $'000
FRS 1.113, FRS 1.51(d), (e)				
FRS 1.82(f)	**Profit for the year**	47	99,775	20,231
	Other comprehensive income[(3)(4)(12)]:			
FRS 1.82(g)	Revaluation of property	39	64,709	(4,428)
	Cash flow hedges	39	510	610
	Available-for-sale investments	39	(360)	(360)
	Exchange differences on translation of foreign operations	39	(12,127)	2,706
	Income tax relating to components of other comprehensive income	45	(3,692)	320
	Other comprehensive income for the year, net of tax		49,040	(1,152)
FRS 1.82(i)	**Total comprehensive income for the year**		148,815	19,079
	Total comprehensive income attributable to:			
FRS 1.83(b)(ii)	Owners of the company		148,206	18,982
FRS 1.83(b)(i)	Minority interests[(11)]		609	97
			148,815	19,079

Note:
Where the two-statement approach is adopted, as required by FRS 1.12, the income statement must be displayed immediately before the statement of comprehensive income.

Consolidated statement of comprehensive income

Guidance Notes - Statement of Comprehensive Income

CA 201.3A
CA 201.3A(b)
LM 1207(5)(b)
CA 201.3BA

1. Statement of comprehensive income and cash flow statement/statement of cash flows

Where consolidated financial statements are required, the statement of comprehensive income and cash flow statement/statement of cash flows of the company need not be presented. However, the balance sheet/statement of financial position of the company has to be presented. If consolidated financial statements are not required, for reasons such as exemption under FRS 27.10, the statement of comprehensive income and cash flow statement/ statement of cash flows of the company shall be presented.

FRS 1.99

2. Alternative formats of the analysis of expenses recognised in profit or loss

The entity shall present an analysis of expenses recognised in profit or loss using a classification based on either their nature or their function, whichever provides information that is reliable and more relevant. The formats outlined under Alt 1 and Alt 2 above aggregate expenses according to their nature. The format outlined below aggregates expenses according to their function (FRS 1.99)

		Note	Group 2009 $'000	Group 2008 $'000
	Continuing operations			
FRS 1.82(a)	Revenue	40	1,064,660	728,250
FRS 1.99	Cost of sales		(697,027)	(552,343)
FRS 1.85	Gross profit		367,633	175,907
FRS 1.85	Other operating income		9,892	6,745
FRS 1.99	Distribution costs		(96,298)	(45,609)
FRS 1.99	Administrative expenses		(132,076)	(69,486)
FRS 1.99	Other operating expenses		(23,400)	(17,724)
FRS 1.82(c)	Share of profit of associates		12,763	983
FRS 1.85	Investment revenue	42	3,501	717
FRS 1.85	Other gains and losses[9]	43	120	(50)
FRS 1.82(b)	Finance costs	44	(36,870)	(31,613)
FRS 1.85	Profit before tax		105,265	19,870
FRS 1.82(d)	Income tax expense	45	(16,166)	(3,810)
FRS 1.85	Profit for the year from continuing operations		89,099	16,060
	Discontinued operation[5]			
FRS 1.82(e)	Profit for the year from discontinued operation	46	10,676	4,171
FRS 1.82(f)	**Profit for the year**	47	99,775	20,231

Consolidated statement of comprehensive income

Guidance Notes - Statement of Comprehensive Income (continued)

FRS 1.83(a)(ii)	Profit attributable to:			
FRS 1.83(a)(i)	Owners of the company		99,166	20,134
	Minority interests[11]		609	97
			99,775	20,231

FRS 1.91

3. Alternative presentation for components of other comprehensive income

The company may present components of other comprehensive income either before related tax effects with one amount shown for the aggregate amount of income tax relating to those components (as shown in the preceding pages) or net of related tax effects as show below. :

	Note	2009	2008
		$'000	$'000
Other comprehensive income, after tax:			
Revaluation of property	39	61,017	(4,108)
Cash flow hedges	39	510	610
Available-for-sale investments	39	(360)	(360)
Exchange differences on translation of foreign operations	39	(12,127)	2,706
Other comprehensive income for the year, net of tax		49,040	(1,152)

Consolidated statement of comprehensive income

Guidance Notes - Statement of Comprehensive Income (continued)

FRS 1.90

Whichever option is selected, the income tax relating to each component of comprehensive income must be disclosed, either in the statement of comprehensive income or in the notes (see note 45).

4. Components of other comprehensive income and reclassification adjustments

FRS 1.94

For reclassification adjustments, an aggregated presentation can be adopted, with separate disclosure of the current year gain or loss and reclassification adjustments in the notes. The examples on pages 25 to 26 show an aggregated presentation of components of comprehensive income. Note 39 shows the amounts for reclassification adjustments and any current year gain or losses.

Alternatively, using a disaggregated presentation, the current year gain or loss and reclassification adjustments can be shown separately in the statement of comprehensive income.

5. Discontinued operations

FRS 105.33A

If an entity presents the components of profit or loss in a separate income statement as described in FRS 1.81 i.e. Alt 2, a section identified as relating to discontinued operations is presented in that separate statement.

For earnings per share on discontinued operations, please see 6 below.

6. Earnings per share

FRS 33.66
FRS 33.67A
FRS 33.66
FRS 33.69

The company should present both basic and diluted earnings per share on the statement of comprehensive income for each class of ordinary shares that has a different right to share in the net profit for the year. If a company presents the components of profit or loss in a separate income statement as described in FRS 1.81 i.e. Alt 2, it presents basic and diluted earnings per share only in that separate statement. An entity shall present basic and diluted earnings per share with equal prominence for all periods presented, even should the amounts disclosed be the same or be negative.

FRS 33.68
FRS 33.68A

Where the company reports a discontinued operation, it shall disclose the basic and diluted earnings per share in the statement of comprehensive income or in the notes to the financial statements. If an entity presents the components of profit or loss in a separate income statement as described in FRS 1.81 i.e. Alt 2, it presents basic and diluted earnings per share for the discontinued operation, in that separate statement or in the notes.

FRS 33.12 requires that basic and diluted earnings per share be computed based on the amounts attributable to ordinary owners of the parent entity in respect of (a) profit or loss from continuing operations attributable to the parent entity; and (b) profit or loss attributable to the parent entity.

Voluntary "per-share" disclosures

Entities may voluntarily disclose per share amounts for other components of total comprehensive income or separate income statement, subject to the requirements of paragraphs 73 and 73A of FRS 33 i.e. provided that:
- such amounts are calculated using the weighted average number of ordinary shares determined in accordance with FRS 33;
- basic and diluted amounts per share relating to such a component are disclosed with equal prominence and presented in the notes; and
- the entity discloses the basis on which the numerator(s) is (are) determined, including whether amounts per share are before tax or after tax.

Consolidated statement of comprehensive income

Guidance Notes - Statement of Comprehensive Income (continued)

If a component of the statement of comprehensive income (or separate income statement) is used that is not reported as a line item in the statement of comprehensive income (or separate income statement), a reconciliation shall be provided between the component used and a line item that is reported in the statement of comprehensive income (or separate income statement).

7. Financial years of different lengths

FRS 1.38

Where the length of the current financial year is of a different timeframe from the comparative financial year, additional disclosure is required in the Notes to Financial Statements to highlight the fact that the amounts disclosed are not comparable. The following should be disclosed in the notes:

"Comparative Figures
The financial statements for 2009 covered the period from July 1, 2008 to December 31, 2009.
The financial statements for 2008 covered the twelve months ended June 30, 2008."

8. Reclassifications and restatements

FRS 1.41

Where the presentation or classification of items in the statements is amended, comparative amounts shall be reclassified unless the reclassification is impracticable. When comparative amounts are reclassified, an entity shall disclose the nature of the reclassification, the amount of each item or class of items that is reclassified and the reason for the reclassification (See Note 57 to the Illustrative Financial Statements for a sample disclosure format as required by FRS 1.41).

9. Additional disclosures

FRS 1.85
FRS 1.86

Additional line items, headings and subtotals should be presented in the statement of comprehensive income and the separate income statement (if presented under Alt 2), when such presentation is relevant to an understanding of the entity's financial performance. When items of income and expense are material, their nature and amount shall be disclosed separately.

10. Extraordinary items

FRS 1.87

The company shall not present any items of income and expense as extraordinary items, either in the statement of comprehensive income or the separate income statement (if presented under Alt 2), or in the notes.

11. Effects of adoption of FRS 27(Revised in 2009)

FRS 27(Revised in 2009) replaces the term "Minority Interest" with "Non-controlling interest". FRS 27(Revised in 2009) and FRS 103(Revised in 2009) will be effective for annual periods beginning on or after July 1, 2009. Further details of disclosures required when these two FRSs become effective are outlined in Appendix B.

12. Share of other comprehensive income of associates and joint ventures accounted for using the equity method

FRS 1.82(h) requires disclosure of the share of the comprehensive income of associates and joint ventures accounted for using the equity method, if any, on the statement of comprehensive income.

Statements of changes in equity

FRS 1.51(a)

Gaap Singapore Ltd And Its Subsidiaries

FRS 1.10(c), 1.51(b)
FRS 1.51(c)

Statements of changes in equity
Year ended December 31, 2009

FRS reference	Group	Share capital $'000 (Note 34)	Treasury shares $'000 (Note 35)	Equity reserve $'000 (Note 36)	Share options reserve $'000 (Note 36)	Property revaluation reserves $'000 (Note 37)	Investments revaluation reserves $'000 (Note 37)	Translation reserves $'000 (Note 38)	Hedging reserves $'000 (Note 38)	Retained earnings $'000	Attributable to equity holders of the Company $'000	Minority Interest $'000	Total $'000
FRS 1.51(d), (e)													
FRS 1.106(d)	Balance at January 1, 2008	152,098	-	-	-	37,977	432	(5,098)	2,290	146,107	333,806	2,479	336,285
FRS 1.106(a)	Total comprehensive income for the year	-	-	-	-	(4,108)	(360)	2,706	610	20,134	18,982	97	19,079
FRS 1.106(c)	Recognition of share-based payments	-	-	-	1,202	-	-	-	-	-	1,202	-	1,202
FRS 1.107	Dividends	-	-	-	-	-	-	-	-	(8,040)	(8,040)	-	(8,040)
FRS 1.106(d)	Balance at December 31, 2008	152,098	-	-	1,202	33,869	72	(2,392)	2,900	158,201	345,950	2,576	348,526
FRS 1.106(a)	Total comprehensive income for the year	-	-	-	-	61,017	(360)	(12,127)	510	99,166	148,206	609	148,815
FRS 1.106(c)	Recognition of equity component of convertible loan notes	-	-	995	-	-	-	-	-	-	995	-	995
FRS 1.106(c)	Deferred tax liability on recognition of equity component of convertible loan notes	-	-	(174)	-	-	-	-	-	-	(174)	-	(174)
FRS 1.106(c)	Recognition of share-based payments	-	-	-	2,860	-	-	-	-	-	2,860	-	2,860
FRS 1.107	Dividends	-	-	-	-	-	-	-	-	(5,040)	(5,040)	-	(5,040)
FRS 1.106(c)	Issue of share capital	6,000	-	-	-	-	-	-	-	-	6,000	-	6,000
FRS 1.106(c)	Repurchase of shares	-	(500)	-	-	-	-	-	-	-	(500)	-	(500)
FRS 1.106(d)	Balance at December 31, 2009	158,098	(500)	821	4,062	94,886	(288)	(14,519)	3,410	252,327	498,297	3,185	501,482

Statements of changes in equity

FRS 1.51(a)

GAAP SINGAPORE LTD AND ITS SUBSIDIARIES

FRS 1.10(c), 1.51(b)
FRS 1.51(c)

Statements of changes in equity
Year ended December 31, 2009

FRS 1.51(d), (e)

Company

		Share capital $'000 (Note 34)	Treasury shares $'000 (Note 35)	Equity reserves $'000 (Note 36)	Share options reserve $'000 (Note 36)	Retained earnings $'000	Total $'000
FRS 1.106(d)	Balance at January 1, 2008	152,098	-	-	-	1,819	153,917
FRS 1.106(a)	Total comprehensive income for the year	-	-	-	-	8,361	8,361
FRS 1.106(c)	Recognition of share-based payments	-	-	-	1,202	-	1,202
FRS 1.107	Dividends	-	-	-	-	(8,040)	(8,040)
FRS 1.106(d)	Balance at December 31, 2008	152,098	-	-	1,202	2,140	155,440
FRS 1.106(a)	Total comprehensive income for the year	-	-	-	-	5,325	5,325
FRS 1.106(c)	Recognition of equity component of convertible loan notes	-	-	995	-	-	995
FRS 1.106(c)	Deferred tax liability on recognition of equity component of convertible loan notes	-	-	(174)	-	-	(174)
FRS 1.106(c)	Recognition of share-based payments	-	-	-	2,860	-	2,860
FRS 1.107	Dividends	-	-	-	-	(5,040)	(5,040)
FRS 1.106(c)	Issue of share capital	6,000	-	-	-	-	6,000
FRS 1.106(c)	Repurchase of shares	-	(500)	-	-	-	(500)
FRS 1.106(d)	Balance at December 31, 2009	158,098	(500)	821	4,062	2,425	164,906

Statements of changes in equity

Guidance: Level of detail presented in the statement of changes in equity

The format adopted on the statements of changes in equity show a single line for 'Total comprehensive income for the year'. Due to concern that this presentation appears to be inconsistent with the requirements of FRS 1.106 as currently drafted, it was clarified that its original intention was to allow this aggregated presentation.

The IASB has proposed to clarify the wording of IAS 1.106 (from which FRS 1.106 is based on). This illustrative has been prepared taking account of the proposed clarification.

Note:FRS 1.79 and FRS 1.106. FRS 1 permits some flexibility regarding the level of detail presented in the statement of changes in equity and the notes (See Notes 34 to 39).

The Standard also allows that some of the details regarding components of other comprehensive income (income tax and reclassification adjustments) may be disclosed in the notes (See Note 45) rather than in the statement of comprehensive income.

Entities will determine the most appropriate presentation for their circumstances – electing to present much of the detail in the notes (as we have done in these illustrative financial statements) ensures that the primary financial statements are not cluttered by unnecessary detail.

Whichever presentation is selected, entities will need to ensure that the following requirements are met:

- detailed reconciliations are required for each class of share capital (in the statement of changes in equity or in the notes) – See Note 34;
- detailed reconciliations are required for each component of equity – separately disclosing the impact on each such component of (i) profit or loss, (ii) each component of other comprehensive income, and (iii) transactions with owners in their capacity as owners (in the statement of changes in equity or in the notes) – In this illustrative financial statements, details of non-owner changes in equity are available from the income statement/statement of comprehensive income and note 39; and details of owner changes in equity are available from the statements of changes in equity itself;
- the amount of income tax relating to each component of other comprehensive income should be disclosed (in the statement of comprehensive income or in the notes) – See note 45; and
- reclassification adjustments should be presented separately from the related component of other comprehensive income (in the statement of comprehensive income or in the notes) – See Note 39.

Consolidated cash flow statement/statement of cash flows

[Alt 1]

LM 1207(5)(c)	**Gaap Singapore Ltd And Its Subsidiaries**			
FRS 1.51(a)				
FRS 1.10(d), 1.51(b)	**Consolidated cash flow statement/statement of cash flows**			
FRS 1.51(c)	**Year ended December 31, 2009**			
			Group	
FRS 1.113		Note	2009	2008
FRS 1.51(d), (e)			$'000	$'000
FRS 7.10	**Operating activities**[1]			
FRS 7.18(a)	Cash receipts from customers		1,227,651	854,919
	Cash paid to suppliers and employees		(1,042,076)	(816,963)
	Cash generated from operations		185,575	37,956
FRS 7.35	Income taxes paid		(5,553)	(2,129)
FRS 7.31	Interest paid		(42,209)	(32,995)
	Net cash from operating activities		137,813	2,832
FRS 7.10	**Investing activities**			
FRS 7.31	Interest received		1,202	368
FRS 7.31	Dividends received from associate		11,777	4,925
FRS 7.31	Dividends received from other equity investments		2,299	349
	Proceeds on disposal of investments held for trading		25,230	-
	Proceeds on disposal of available-for-sale investments		2,416	-
FRS 7.39	Disposal of subsidiary	50	6,517	-
FRS 7.16(b)	Proceeds on disposal of property, plant and equipment		4,983	4,500
FRS 7.16(a)	Purchases of property, plant and equipment		(58,675)	(30,398)
FRS 7.16(c)	Acquisition of investment in an associate		(31,800)	-
FRS 7.16(c)	Purchases of investments held for trading		(34,023)	(15,328)
FRS 7.16(a)	Purchases of patents and trademarks		(3,835)	(18,617)
FRS 7.16(a)	Expenditure on product development		(3,600)	-
FRS 7.39	Acquisition of subsidiary	51	(3,670)	-
	Net cash used in investing activities		(81,179)	(54,201)

Consolidated cash flow statement/statement of cash flows

[Alt 1]

		Note	Group 2009 $'000	Group 2008 $'000
FRS 7.10	**Financing activities**			
FRS 7.31	Dividends paid		(5,040)	(8,040)
FRS 7.17(d)	Repayments of borrowings		(76,777)	-
FRS 7.17(e)	Repayments of obligations under finance leases		(1,897)	(1,932)
FRS 7.17(c)	Proceeds on issue of convertible loan notes		25,000	-
FRS 7.17(a)	Proceeds on issue of shares		6,000	-
FRS 7.17(c)	New bank loans raised		-	72,265
	Purchase of treasury shares		(500)	-
	Net cash (used in) from financing activities		(53,214)	62,293
	Net increase in cash and bank balances		3,420	10,924
	Cash and cash equivalents at the beginning of the year		(734)	(12,320)
FRS 7.28	Effects of exchange rate changes on the balance of cash held in foreign currencies		6,516	662
FRS 7.45	Cash and cash equivalents at the end of the year	7	9,202	(734)

See accompanying notes to financial statements

Guidance Notes

1. The above illustrates the direct method of reporting cash flows from operating activities.

Consolidated cash flow statement/statement of cash flows

[Alt 2]

FRS 1.51(a) **Gaap Singapore Ltd And Its Subsidiaries**

FRS 1.10(d), 1.51(b)
FRS 1.51(c)

Consolidated cash flow statement/statement of cash flows
Year ended December 31, 2009

		Note	Group 2009	Group 2008
FRS 1.113			$'000	$'000
FRS 1.51(d), (e)				
FRS 7.10	**Operating activities[1]**			
FRS 7.18(b)	Profit before income tax[4]		117,758	24,430
	Adjustments for:			
	Share of profit of associates		(12,763)	(983)
	Investment revenues		(3,501)	(717)
	Other gains and losses	43	(120)	50
	Finance costs	44	37,363	32,443
	Gain on disposal of discontinued operation	46	(8,493)	-
	Depreciation of property, plant and equipment		29,517	19,042
	Impairment loss on plant and equipment		4,130	-
	Amortisation of other intangible assets		2,614	846
	Impairment of goodwill		463	-
	Net foreign exchange (gains)/losses[5]		198	387
	Share-based payment expense		5,872	4,718
	Gain on disposal of property, plant and equipment		(4,184)	(500)
	Increase (decrease) in provisions		6,464	(2,320)
	Operating cash flows before movements in working capital		175,318	77,396
	Inventories		(18,101)	(30,028)
	Trade and other receivables		2,321	(31,993)
	Trade and other payables		26,037	22,581
	Cash generated from operations		185,575	37,956
FRS 7.35	Income taxes paid		(5,553)	(2,129)
FRS 7.31	Interest paid		(42,209)	(32,995)
	Net cash from operating activities		137,813	2,832

Consolidated cash flow statement/statement of cash flows

[Alt 2]

		Note	Group 2009	Group 2008
			$'000	$'000
FRS 7.10	**Investing activities**			
FRS 7.31	Interest received		1,202	368
FRS 7.31	Dividends received from associates		11,777	4,925
FRS 7.31	Dividends received from other equity investments		2,299	349
	Proceeds on disposal of investments held for trading		25,230	-
	Proceeds on disposal of available-for-sale investments		2,416	-
FRS 7.39	Disposal of subsidiary	50	6,517	-
FRS 7.16(b)	Proceeds on disposal of property, plant and equipment		4,983	4,500
FRS 7.16(a)	Purchases of property, plant and equipment		(58,675)	(30,398)
FRS 7.16(c)	Acquisition of investment in an associate		(31,800)	-
FRS 7.16(c)	Purchases of investments held for trading		(34,023)	(15,328)
FRS 7.16(a)	Purchases of patents and trademarks		(3,835)	(18,617)
FRS 7.16(a)	Expenditure on product development		(3,600)	-
FRS 7.39	Acquisition of subsidiary	51	(3,670)	-
	Net cash used in investing activities		(81,179)	(54,201)
FRS 7.10	**Financing activities**			
FRS 7.31	Dividends paid		(5,040)	(8,040)
FRS 7.17(d)	Repayments of borrowings		(76,777)	-
FRS 7.17(e)	Repayments of obligations under finance leases		(1,897)	(1,932)
FRS 7.17(c)	Proceeds on issue of convertible loan notes		25,000	-
FRS 7.17(a)	Proceeds on issue of shares		6,000	-
FRS 7.17(c)	New bank loans raised		-	72,265
	Purchase of treasury shares		(500)	-
	Net cash (used in) from financing activities		(53,214)	62,293

Consolidated cash flow statement/ statement of cash flows

		Note	Group 2009 $'000	Group 2008 $'000
	Net increase in cash and bank balances		3,420	10,924
	Cash and cash equivalents at the beginning of the year		(734)	(12,320)
FRS 7.28	Effects of exchange rate changes on the balance of cash held in foreign currencies		6,516	662
FRS 7.45	Cash and cash equivalents at the end of the year(3)(2)	7	9,202	(734)

See accompanying notes to financial statements

Guidance Notes – Consolidated Cash flow statement/Statement of cash flows

1. The above illustrates the indirect method of reporting cash flows from operating activities.

2. Restricted cash and cash equivalents

An entity shall disclose, together with a commentary by management, the amount of significant cash and cash equivalent balances held by the enterprise that are not available for use by the group. Examples include cash and cash equivalent balances held by a subsidiary that operates in a country where exchange controls or other legal restrictions apply where the balances are not available for general use by the parent or other subsidiaries.

3. Definition of cash and cash equivalents

An investment normally qualifies as a cash equivalent only when it is a short-term, highly liquid investment that is readily convertible to known amounts of cash, and which is subject to an insignificant risk of changes in value.

4. Reconciliation to statement of comprehensive income

The balance reflected as profit before income tax in the consolidated cash flow statements/statements of cash flows (indirect method) is derived from the aggregate of profit before tax from discontinued operation [$4,000 (2008: $4,560)] (Note 46), the gain on disposal of discontinued operation [$8,493 (2008: $Nil)] (Note 46) and profit before tax from continuing operations [$105,265 (2008: $19,870)] (statement of comprehensive income).

5. Net foreign exchange gains or losses (if material)

If foreign exchange gains or losses recognised in profit or loss for the year arises from cash flow items other than operating cash flows, they should be included as an adjustment to profit or loss before tax, in arriving at the operating cash flows under the indirect method.

Notes to financial statements

FRS 1.10(e)
FRS 1.51(a),(b),(c)
FRS 1.112(a)
FRS 1.113

Gaap Singapore Ltd And Its Subsidiaries

Notes to financial statements
December 31, 2009

1. General

FRS 1.138(a)

The company (Registration Number 200001999A) is incorporated in Singapore with its principal place of business and registered office at 1 Gaap Avenue, #01-00, GAAP Building, Singapore 099001. The company is listed on the Singapore Exchange Securities Trading Limited. The financial statements are expressed in Singapore dollars.

FRS 1.138(b)

The principal activity of the company is that of investment holding.

The principal activities of the subsidiaries are disclosed in Note 20 to the financial statements.

FRS 10.17

The consolidated financial statements of the group and balance sheet/statement of financial position and statement of changes in equity of the company for the year ended December 31, 2009 were authorised for issue by the Board of Directors on January 31, 2010.

Guidance Notes:
When management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the entity's ability to continue as a going concern, the entity shall disclose those uncertainties. An example of such a disclosure is as follows:
"At the end of the reporting period, the entity's current liabilities liabilities exceeded its current assets by $xx and the entity made losses of $xx during the financial year. These conditions cast significant doubt upon the entity's ability to continue as a going concern. The financial statements have been prepared on a going concern basis because the holding company has undertaken to provide continuing financial support to the entity to enable the entity to pay its debts as and when they fall due".

FRS 1.117(a), (b)

2. Summary Of Significant Accounting Policies

Guidance Notes:
Notes on significant accounting policies should be arranged in a manner that follows the sequence of items presented in the financial statements.

Basis Of Accounting – The financial statements have been prepared in accordance with the historical cost basis except for the revaluation of certain non-current assets and financial instruments, 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 - In the current financial year, the group has adopted all the new and revised FRSs and Interpretations of FRS ("INT FRS") that are relevant to its operations and effective for annual periods beginning on or after January 1, 2009. The adoption of these new/revised FRSs and INT FRSs does not result in changes to the group's and company's accounting policies and has no material effect on the amounts reported for the current or prior years except as disclosed below:

FRS 8.28(a)(c)

FRS 1 – *Presentation of Financial Statements (Revised)*

FRS 1(2008) has introduced terminology changes (including revised titles for the financial statements) and changes in the format and content of the financial statements. In addition, the revised Standard requires the presentation of a third statement of financial position at the beginning of the earliest comparative period presented if the entity applies new accounting policies retrospectively or makes retrospective restatements or reclassifies items in the financial statements.

FRS 8.28(b)(c)(d)

Amendments to FRS 107 *Financial Instruments : Disclosures - Improving Disclosures about Financial Instruments*

The amendments to FRS 107 expand the disclosures required in respect of fair value measurements and liquidity risk. The Group has elected not to provide comparative information for these expanded disclosures in the current year in accordance with the transitional reliefs offered in these amendments.

FRS 8.28(a)(c)

FRS 108 – *Operating Segments*

The group adopted FRS 108 with effect from January 1, 2009. FRS 108 requires operating segments to be identified on the basis of internal reports about components of the group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance. In contrast, the predecessor Standard (FRS 14 *Segment Reporting*) required an entity to identify two sets of segments (Business and Geographical), using a risks and rewards approach, with the entity's 'system of internal financial reporting to key management personnel' serving only as the starting point for the identification of such segments. As a result, following the adoption of FRS 108, the identification of the group's reportable segments has changed (Note 41).

The comparatives have been restated to conform to the requirements of FRS 108.

Guidance Notes:

See Appendix A for sample disclosures on the effects of adoption of other FRSs on the group's and company's accounting policies on amounts reported for the current or prior year.

FRS 8.30

At the date of authorisation of these financial statements, the following FRSs, INT FRSs and amendments to FRS that are relevant to the group and the company were issued but not effective:

Guidance Notes:
See Appendix A for a list of FRSs that are issued but not effective at the date of authorisation of financial statements.

It is not required to list all FRSs, INT FRSs and amendments to FRS that are issued but not effective at date of authorisation of financial statements. Only those relevant to the entity should be indicated.

The sample list of FRSs issued but not effective yet as of September 30, 2009 is listed in Appendix A. The potential impact of any new or revised FRSs, INT FRSs and amendments to FRS after that date but before the issue of the financial statements should also be considered and disclosed.

FRS 8.30

The management anticipates that the adoption of the above FRSs, INT FRSs and amendments to FRS in future periods will not have a material impact on the financial statements of the group and of the company in the period of their initial adoption except for the following:

Guidance Notes:
See Appendix A for sample disclosures on FRSs that are issued but not effective at the date of authorisation of the financial statements, but will have a material impact on the financial statements in the period of their initial adoption

FRS 27.4

Basis Of Consolidation - The consolidated financial statements incorporate the financial statements of the company and entities (including special purpose entities) controlled by the company (its subsidiaries). Control is achieved where the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

FRS 27.30

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the effective date of acquisition or up to the effective date of disposal, as appropriate.

FRS 27.28

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the group.

FRS 27.24

All intra-group transactions, balances, income and expenses are eliminated on consolidation.

FRS 27.22(c)
FRS 27.35

Minority interests in the net assets of consolidated subsidiaries are identified separately from the group's equity therein. Minority interests consist of the amount of those interests at the date of the original business combination (see below) and the minority's share of changes in equity since the date of the combination. Losses applicable to the minority in excess of the minority's interest in the subsidiary's equity are allocated against the interests of the group except to the extent that the minority has a binding obligation and is able to make an additional investment to cover its share of those losses.

FRS 27.42(c)

In the company's financial statements, investments in subsidiaries, associates and joint ventures are carried at cost less any impairment in net recoverable value that has been recognised in profit or loss.

Guidance Notes:
For entities applying FRS 27(revised in 2009), an illustration of the accounting policy note for Basis of Consolidation is illustrated in Appendix B

FRS 103.14
FRS 103.24(a), (b)

FRS 103.36

Business Combinations - The acquisition of subsidiaries is accounted for using the purchase method. The cost of the acquisition is measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquiree, plus any costs directly attributable to the business combination. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under FRS 103 are recognised at their fair values at the acquisition date, except for non-current assets (or disposal groups) that are classified as held for sale in accordance with FRS 105 Non-Current Assets Held for Sale and Discontinued Operations, which are recognised and measured at fair value less costs to sell.

FRS 103.51(a), (b)

FRS 103.56

Goodwill arising on acquisition is recognised as an asset and initially measured at cost, being the excess of the cost of the business combination over the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised. If, after reassessment, the group's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities exceeds the cost of the business combination, the excess is recognised immediately in profit or loss.

FRS 103.40

The interest of minority shareholders in the acquiree is initially measured at the minority's proportion of the net fair value of the assets, liabilities and contingent liabilities recognised.

Guidance Notes:
For entities applying FRS 103(revised in 2009), an illustration of the accounting policy note for Business Combinations is illustrated in Appendix B

Financial Instrument - Financial assets and financial liabilities are recognised on the group's balance sheet/ statement of financial position when the group becomes a party to the contractual provisions of the instrument.

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 exactly 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 is recognised on an effective interest basis for debt instruments other than those financial instruments "at fair value through profit or

FRS 107.B5(e) loss".

Financial assets

Investments are recognised and de-recognised on a trade date where the purchase or sale of an investment is

FRS 107.21 under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value plus transaction costs, except for those financial assets classified as at fair value through profit or loss which are initially measured at fair value.

Other financial assets are classified into the following specified categories: financial assets "at fair value through profit or loss", "held-to-maturity investments", "available-for-sale" financial assets and "loans and receivables". The classification depends on the nature and purpose of financial assets and is determined at the time of initial recognition.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets are classified as at FVTPL where the financial asset is either held for trading or it is designated as at FVTPL.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling in the near future; or
- it is a part of an identified portfolio of financial instruments that the group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and FRS 39 permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Notes to financial statements

FRS 107.B5(e) Financial assets at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset. Fair value is determined in the manner described in Note 4.

Held-to-maturity investments

Bonds with fixed or determinable payments and fixed maturity dates where the group has a positive intent and ability to hold to maturity are classified as held-to-maturity investments. Held-to-maturity investments are recorded at amortised cost using the effective interest method less impairment, with revenue recognised on an effective yield basis.

Available-for-sale financial assets

Certain shares and debt securities held by the group are classified as being available for sale and are stated at fair value. Fair value is determined in the manner described in Note 4. Gains and losses arising from changes in fair value are recognised in other comprehensive income with the exception of impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets which are recognised directly in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognised in other comprehensive income and accumulated in revaluation reserve is reclassified to profit or loss. Dividends on available-for-sale equity instruments are recognised in profit or loss when the group's right to receive payments is established. The fair value of available-for-sale monetary assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at end of the reporting period. The change in fair value attributable to translation differences that result from a change in amortised cost of the asset is recognised in profit or loss, and other changes are recognised in other comprehensive income.

Loans and receivables

Trade receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as "loans and receivables". Loans and receivables are measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest rate method, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at the end of each reporting period. 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 investment have been impacted.

FRS 107.B5(f), 37(b)

For available-for-sale equity instruments, a significant or prolonged decline in the fair value of the investment below its cost is considered to be objective evidence of impairment.

For all other financial assets, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period of 60 days, as well as observable changes in national or local economic conditions that correlate with default on receivables.

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 by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable 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.

When an available-for-sale financial asset is considered to be impaired, cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss.

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

In respect of available-for-sale equity instruments, impairment losses previously recognised in profit or loss are not reversed through profit or loss. Any subsequent increase in fair value after an impairment loss is recognised in other comprehensive income.

Derecognition of financial assets

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

FRS 107.21

Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the group 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 group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as either financial liabilities “at fair value through profit or loss” or other financial liabilities.

Financial liabilities at fair value through profit or loss (FVTPL)

Financial liabilities are classified as at FVTPL where the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing in the near future; or
- it is a part of an identified portfolio of financial instruments that the group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and FRS 39 permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial liabilities at fair value through profit or loss are initially measured at fair value and subsequently stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability. Fair value is determined in the manner described in Note 4.

Other financial liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method, with interest expense recognised on an effective yield basis.

Interest-bearing bank loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the group’s accounting policy for borrowing costs (see below).

Financial guarantee contract liabilities are measured initially at their fair values and subsequently at the higher of the amount of obligation under the contract recognised as a provision in accordance with FRS 37 *Provisions, Contingent Liabilities and Contingent Assets* and the amount initially recognised less cumulative amortisation in accordance with FRS 18 *Revenue*.

Derecognition of financial liabilities

The group derecognises financial liabilities when, and only when, the group's obligations are discharged, cancelled or they expire.

FRS 107.17

Convertible loan notes

Convertible loan notes are regarded as compound instruments, consisting of a liability component and an equity component. The component parts of compound instruments are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangement. At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for a similar non-convertible instrument. This amount is recorded as a liability on an amortised cost basis until extinguished upon conversion or at the instrument's maturity date. The equity component is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured.

Derivative financial instruments and hedge accounting

The group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risk, including foreign exchange forward contracts and interest rate swaps. Further details of

FRS 107.21 derivative financial instruments are disclosed in Note 13 to the financial statements.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship. The group designates certain derivatives as either hedges of the fair value of recognised assets or liabilities or firm commitments (fair value hedges), hedges of highly probable forecast transactions or hedges of foreign currency risk of firm commitments (cash flow hedges), or hedges of net investments in foreign operations.

A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not expected to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

Embedded derivatives

Derivatives embedded in other financial instruments or other host contracts are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at fair value with changes in fair value recognised in profit or loss.

An embedded derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the hybrid instrument to which the embedded derivative relates is more than 12 months and it is not expected to be realised or settled within 12 months. Other embedded derivatives are presented as current assets or current liabilities.

Hedge accounting

The group designates certain hedging instruments, which include derivatives, embedded derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges, cash flow hedges, or hedges of net investments in foreign operations. Hedges of foreign exchange risk on firm commitments are accounted for as cash flow hedges.

At the inception of the hedge relationship the entity documents the relationship between the hedging instrument and hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the group documents whether the hedging instrument that is used in a hedging relationship is highly effective in offsetting changes in fair values or cash flows of the hedged item.

Note 13 contain details of the fair values of the derivative instruments used for hedging purposes. Movements in the hedging reserve in other comprehensive income are also detailed in Note 39.

Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in profit or loss immediately, together with any changes in the fair value of the hedged item that is attributable to the hedged risk. The change in the fair value of the hedging instrument and the change in the hedged item attributable to the hedged risk are recognised in the line of the statement of comprehensive income/income statement relating to the hedged item.

Hedge accounting is discontinued when the group revokes the hedging relationship, the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. The adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to profit or loss from that date.

Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges are recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss as part of other gains and losses.

Amounts recognised in other comprehensive income and accumulated in equity are reclassified to profit or loss in the periods when the hedged item is recognised in profit or loss in the same line of the statement of comprehensive income/income statement as the recognised hedged item. However, when the forecast transaction that is hedged results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously accumulated in equity are transferred from equity and included in the initial measurement of the cost of the asset or liability.

Hedge accounting is discontinued when the group revokes the hedging relationship, the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Any gain or loss accumulated in equity at that time remains in equity and when the forecast transaction is ultimately recognised in profit or loss, such gains and losses are recognised in profit or loss, or transferred from equity and included in the initial measurement of the cost of the asset or liability as described above. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was accumulated in equity is recognised immediately in profit or loss.

Hedges of net investments in foreign operations

Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognised in other comprehensive income and accumulated in the foreign currency translation reserve. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, and is included in the "other gains and losses" line of the income statement / statement of comprehensive income.

Gains and losses previously recognised in other comprehensive income and accumulated in foreign currency translation reserve are reclassified in profit or loss in the same way as exchange differences relating to the foreign operation as described in the accounting policy for foreign currency transactions and translation below.

FRS 11.39(b), (c)

Construction Contracts - Where the outcome of a construction contract can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the end of the reporting period, as measured by the proportion that contract costs incurred for work performed to date relative to the estimated total contract costs, except where this would not be representative of the stage of completion. Variations in contract work, claims and incentive payments are included to the extent that the amount can be measured reliably and its receipt is considered probable.

FRS 11.32

Where the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred.

FRS 11.36

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

FRS 17.4

Leases - Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

FRS 17.36 **The group as lessor**

FRS 17.39 Amounts due from lessees under finance leases are recognised as receivables at the amount of the group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the group's net investment outstanding in respect of the leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease unless
FRS 17.50 another systematic basis is more representative of the time pattern in which use benefit derived from the leased
FRS 17.52 asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

FRS 17.20 **The group as lessee**

Assets held under finance leases are recognised as assets of the group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet/statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the group's general policy on borrowing costs (see below). Contingent rentals are recognised as expenses in the periods in which they are incurred.

FRS 17.33 Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

FRS 105.6 **Non-Current Assets Held For Sale** - Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

FRS 105.15 Non-current assets (and disposal groups) classified as held for sale are measured at the lower of the assets' previous carrying amount and fair value less costs to sell.

FRS 2.36(a) **Inventories** - Inventories are stated at the lower of cost and net realisable value. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Notes to financial statements

FRS 16.73(a), (b)
FRS 16.31

Property, Plant And Equipment - Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet/statement of financial position at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the end of the reporting period.

FRS 16.39
FRS 16.40

Any revaluation increase arising on the revaluation of such land and buildings is recognised in other comprehensive income and accumulated in revaluation reserve, except to the extent that it reverses a revaluation decrease for the same asset previously recognised in profit or loss, in which case the increase is credited to profit or loss to the extent of the decrease previously charged. A decrease in carrying amount arising on the revaluation of such land and buildings is charged to profit or loss to the extent that it exceeds the balance, if any, held in the property revaluation reserve relating to a previous revaluation of that asset.

Properties in the course of construction for production, supply or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

FRS 16.30

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 or valuation of assets, other than land and properties under construction, over their estimated useful lives, using the straight-line method, on the following bases:

FRS 16.73(c)

Leasehold land and buildings – over the terms of lease which are from 2% to 5%
Plant and equipment – 10% to 33%

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

FRS 17.27

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, if there is no certainty that the lessee will obtain ownership by the end of the lease term, the asset shall be fully depreciated over the shorter of the lease term and its useful life.

FRS 16.68

The gain or loss arising on disposal or retirement of an item of property, 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. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the properties revaluation reserve is transferred directly to retained earnings. No transfer is made from the revaluation reserve to retained earnings except when an asset is derecognised.

FRS 40.75(a)

Investment Property - Investment property, which is property held to earn rentals and/or for capital appreciation, including property under construction for such purposes, is measured initially at its cost, including transaction costs. Subsequent to initial recognition, investment property is measured at fair value. Gains or losses arising from changes in the fair value of investment property are included in profit or loss for the period in which they arise.

Guidance Notes:
FRS 40 allows a policy choice of accounting for investment property using either fair value model (as described above) or the cost model which is similar to the accounting for property, plant and equipment at cost less accumulated depreciation and impairment.

FRS 103.54

Goodwill - Goodwill arising on the acquisition of a subsidiary or a jointly controlled entity represents the excess of the cost of acquisition over the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the subsidiary or jointly controlled entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses.

FRS 36.80

FRS 36.90, 104

For the purpose of impairment testing, goodwill is allocated to each of the group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

FRS 36.124

On disposal of a subsidiary or a jointly controlled entity, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

FRS 103.67(g)

The group's policy for goodwill arising on the acquisition of an associate is described under 'Associates' below.

Guidance Notes:
For entities applying FRS 103(revised in 2009), an illustration of the accounting policy note for Goodwill is illustrated in Appendix B.

Intangible Assets -

FRS 38.118(b)

Intangible assets acquired separately
Intangible assets acquired separately are reported at cost less accumulated amortisation and accumulated impairment losses. Intangible assets with finite useful lives are amortised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives are not amortised. Each period, the useful lives of such assets are reviewed to determine whether events and circumstances continue to support an indefinite useful life assessment for the asset. Such assets are tested for impairment in accordance with the policy below.

Internally-generated intangible assets - research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is charged to profit or loss in the period in which it is incurred.

FRS 38.118(b)

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets acquired separately.

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they satisfy the definition of an intangible asset and their fair values can be measured reliably. The cost of such intangible assets is their fair value at the acquisition date.

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets acquired separately.

FRS 38.118(b)

FRS 36.9

Impairment Of Tangible And Intangible Assets Excluding Goodwill - At the end of each reporting period, the group reviews the carrying amounts of its tangible and intangible 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 group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually, and whenever there is an indication that the asset may be impaired.

FRS 36.6
FRS 36.30

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 for which the estimates of future cash flows have not been adjusted.

FRS 36.59
FRS 36.60

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

FRS 36.119

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) 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 (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Notes to financial statements

FRS 28.2 **Associates** - An associate is an entity over which the group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

FRS 28.13(a) The results and assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for under FRS 105 *Non-current Assets Held for Sale and Discontinued Operations*. Under the equity method,

FRS 28.11 investments in associates are carried in the consolidated balance sheet/statement of financial position at cost as adjusted for post-acquisition changes in the group's share of the net assets of the associate, less any impairment in the value of individual investments. Losses of an associate in excess of the group's interest in that associate (which includes any long-term interests that, in substance, form part of the group's net investment in the associate) are not recognised, unless the group has incurred legal or constructive obligations or made payments on behalf of the associate.

FRS 28.23(a), (b) Any excess of the cost of acquisition over the group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities of the associate recognised at the date of acquisition is recognised as goodwill. The goodwill is included within the carrying amount of the investment and is assessed for impairment as part of the investment. Any excess of the group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition, after reassessment, is recognised immediately in profit or loss.

FRS 28.22 Where a group entity transacts with an associate of the group, profits and losses are eliminated to the extent of the group's interest in the relevant associate.

FRS 31.3 **Interests In Joint Ventures** - A joint venture is a contractual arrangement whereby the group and other parties undertake an economic activity that is subject to joint control, that is when the strategic financial and operating policy decisions relating to the activities require the unanimous consent of the parties sharing control.

FRS 31.15, 21
FRS 31.24
FRS 31.30

Where a group entity undertakes its activities under joint venture arrangements directly, the group's share of jointly controlled assets and any liabilities incurred jointly with other venturers are recognised in the financial statements of the relevant entity and classified according to their nature. Liabilities and expenses incurred directly in respect of interests in jointly controlled assets are accounted for on an accrual basis. Income from the sale or use of the group's share of the output of jointly controlled assets, and its share of joint venture expenses, are recognised when it is probable that the economic benefits associated with the transactions will flow to/from the group and their amount can be measured reliably.

FRS 31.57

Joint venture arrangements that involve the establishment of a separate entity in which each venturer has an interest are referred to as jointly controlled entities. The group reports its interests in jointly controlled entities using proportionate consolidation, except when the investment is classified as held for sale, in which case it is accounted for under FRS 105 *Non-current Assets Held for Sale and Discontinued Operations.* The group's share of the assets, liabilities, income and expenses of jointly controlled entities are combined with the equivalent items in the consolidated financial statements on a line-by-line basis.

Any goodwill arising on the acquisition of the group's interest in a jointly controlled entity is accounted for in accordance with the group's accounting policy for goodwill arising on the acquisition of a subsidiary (see above).

Where the group transacts with its jointly controlled entities, unrealised profits and losses are eliminated to the extent of the group's interest in the joint venture.

FRS 37.14

Provisions - Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that the group 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 reporting period, 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.

Guidance Notes – Accounting policies for specific types of provisions
Include where applicable. For example:-

Onerous contracts
Present obligations arising under onerous contracts are recognised and measured as a provision. An onerous contract is considered to exist where the group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

Restructurings
A restructuring provision is recognised when the group has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity.

Warranties
Provisions for warranty costs are recognised at the date of sale of the relevant products, at the directors' best estimate of the expenditure required to settle the group's obligation.

Contingent liabilities acquired in a business combination
Contingent liabilities acquired in a business combination are initially measured at fair value at the date of acquisition. At the end of each subsequent reporting period, such contingent liabilities are measured at the higher of the amount that would be recognised in accordance with FRS 37 *Provisions, Contingent Liabilities and Contingent Assets* and the amount initially recognised less cumulative amortisation recognised in accordance with FRS 18 *Revenue*.

FRS 102.10

Share-Based Payments - The group issues equity-settled and cash-settled share-based payments to certain employees.

Equity-settled share-based payments are measured at fair value of the equity instruments at the date of grant. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in Note 33. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the group's estimate of the number of equity instruments that will eventually vest. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

The policy described above is applied to all equity-settled share-based payments that were granted after November 22, 2002 that vested after January 1, 2005. No amount has been recognised in the financial statements in respect of other equity-settled share-based payments.

For cash-settled share-based payments, a liability is recognised for the goods or services acquired, measured initially at the fair of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognised in profit or loss for the year.

Notes to financial statements

FRS 20.39(a)

Government Grants - Government grants are not recognised until there is reasonable assurance that the group will comply with the conditions attaching to them and the grants will be received. Government grants whose primary condition is that the group should purchase, construct or otherwise acquire non-current assets are recognised as deferred income in the balance sheet/statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Other government grants are recognised as income over the periods necessary to match them with the costs for which they are intended to compensate, on a systematic basis. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the group with no future related costs are recognised in profit or loss in the period in which they become receivable.

FRS 18.35(a)

Revenue Recognition - Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

FRS 18.14(a)

Sale of goods

Revenue from the sale of goods is recognised when all the following conditions are satisfied:

- the group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the entity; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Revenue from a contract to provide services is recognised by reference to the stage of completion of the contract. The stage of completion of the contract is determined as follows:

- installation fees are recognised by reference to the stage of completion of the installation, determined as the proportion of the total time expected to install that has elapsed at the end of the reporting period;
- servicing fees included in the price of products sold are recognised by reference to the proportion of the total cost of providing the servicing for the product sold, taking into account historical trends in the number of services actually provided on past goods sold; and
- revenue from time and material contracts is recognised at the contractual rates as labour hours are delivered and direct expenses are incurred.
- Income from providing financial guarantee is recognised in profit or loss over the guarantee period on a straight line basis.

Revenue from construction contracts is recognised in accordance with the group's accounting policy on construction contracts (see above).

FRS 18.30(a)

Interest income

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

FRS 18.30(c)

Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

Royalties

Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement. Royalties determined on a time basis are recognised on a straight-line basis over the period of the agreement. Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

Rental income

Rental income from investment properties is recognised on a straight-line basis over the term of the relevant lease.

FRS 23.12
FRS 23.22

Borrowing Costs - Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

FRS 23.8

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

FRS 19.44

Retirement Benefit Costs - Payments to defined contribution retirement benefit 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 group's obligations under the plans are equivalent to those arising in a defined contribution retirement benefit plan.

FRS 19.120A(a)

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at the end of each reporting period. Actuarial gains and losses that exceed 10% of the greater of the present value of the group's defined benefit obligation and the fair value of plan assets are amortised over the expected average remaining working lives of the participating employees. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the balance sheet/statement of financial position represents the present value of the defined benefit obligation as adjusted for unrecognised actuarial gains and losses and unrecognised past service cost, and as reduced by the fair value of plan assets. Any asset resulting from this calculation is limited to unrecognised actuarial losses and past service cost, plus the present value of available refunds and reductions in future contributions to the plan.

Employee Leave Entitlement – Employee entitlements to annual leave are recognised when they accrue 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 reporting period.

Income Tax - Income tax expense represents the sum of the tax currently payable and deferred tax.

FRS 12.5

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of comprehensive income 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 group's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted in countries where the company and subsidiaries operate by the end of the reporting period.

FRS 12.15
FRS 12.24

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, and is accounted for using the balance sheet liability method. 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. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

FRS 12.39

Deferred tax liabilities are recognised on taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

FRS 12.56

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

FRS 12.58(a)
FRS 12.47

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

FRS 12.71(a), (b)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the group intends to settle its current tax assets and liabilities on a net basis.

Notes to financial statements

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited outside profit or loss (either in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss (either in other comprehensive income or directly in equity, respectively), or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or determining the excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over cost.

FRS 21.51 **Foreign Currency Transactions And Translation** - The individual financial statements of each group entity
FRS 21.17 are measured and presented in the currency of the primary economic environment in which the entity operates
FRS 21.18 (its functional currency). The consolidated financial statements of the group and the balance sheet/statement
FRS 21.19 of financial position of the company are presented in Singapore dollars, which is the functional currency of the company. and the presentation currency for the consolidated financial statements.

FRS 21.23(a)-(c) In preparing the financial statements of the individual entities, transactions in currencies other than the entity's
FRS 21.21 functional currency are recorded at the rate of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

FRS 21.32 Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items
FRS 21.28, 30 carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised in other comprehensive income.

FRS 23.6(e) Exchange differences which relate to assets under construction for future productive use, are included in the cost of those assets where they are regarded as an adjustment to interest costs on foreign currency borrowings.

FRS 39.AG 83 Exchange differences on transactions entered into in order to hedge certain foreign currency risks are described in the hedge accounting policies above.

FRS 21.39 For the purpose of presenting consolidated financial statements, the assets and liabilities of the group's foreign operations (including comparatives) are expressed in Singapore dollars using exchange rates prevailing at the end of the reporting period. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the
FRS 21.48 exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a separate component of equity. On the disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation accumulated in a separate component of equity, shall be reclassified from equity to profit or loss (as a reclassification adjustment) when the gain or loss on disposal is recognised.

FRS 21.32 On consolidation, exchange differences arising from the translation of the net investment in foreign entities (including monetary items that, in substance, form part of the net investment in foreign entities), and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income and accumulated in foreign currency translation reserve (attributed to minority interest, as appropriate).

FRS 21.47 Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Guidance Notes:
For entities applying FRS 27(revised in 2009), an illustration of the accounting policy note for exchange differences arising from translation of a group's foreign operations on consolidation is illustrated in Appendix B.

FRS 7.46 **Cash And Cash Equivalents** - Cash and cash equivalents comprise cash on hand and demand deposits, bank overdrafts, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

3. Critical Accounting Judgements And Key Sources Of Estimation Uncertainty

Guidance Notes:
The following are examples of the types of disclosures that might be required in this area. The matters disclosed will be dictated by the circumstances of the individual entity, and by the significance of judgements and estimates made to the results and financial position of the entity.

Instead of disclosing this information in a separate note, it may be more appropriate to include such disclosures in the relevant asset and liability notes, or as part of the relevant accounting policy disclosures.

Notes to financial statements

In the application of the group's accounting policies, which are described in Note 2, 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 to be 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 if the revision affects both current and future periods.

Critical judgements in applying the entity's accounting policies

The following are the critical judgements, apart from those involving estimations (see below), that management has made in the process of applying the group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

FRS 1.122

Revenue recognition

Note 47 to the financial statements describe the expenditure required in the year for rectification work to be carried out on goods supplied to one of the group's major customers. These goods were delivered to the customer in the months of January to July 2009, and shortly thereafter the defects were identified by the customer. Following negotiations, a schedule of works was agreed, which will involve expenditure by the group until 2011. In the light of the problems identified, management was required to consider whether it was appropriate to recognise the revenue from these transactions of $102 million in the current year, in line with the group's general policy of recognising revenue when goods are delivered, or whether it was more appropriate to defer recognition until the rectification work was complete.

In making its judgement, management considered the detailed criteria for the recognition of revenue from the sale of goods, set out in FRS 18 *Revenue* and, in particular, whether the group had transferred to the buyer the significant risks and rewards of ownership of the goods. Following the detailed quantification of the group's liability in respect of rectification work, and the agreed limitation on the customer's ability to require further work or to require replacement of the goods, management is satisfied that the significant risks and rewards have been transferred and that recognition of the revenue in the current year is appropriate, in conjunction with recognition of an appropriate provision for the rectification costs.

Capitalisation of borrowing costs

As described in Note 2 to the financial statements, it is the group's policy to capitalise borrowing costs directly attributable to the acquisition, construction or production of qualifying assets. Capitalisation of the borrowing costs relating to construction of the group's premises in Malaysia was suspended in 2008, while the development was delayed as management reconsidered its detailed plans. Capitalisation of borrowing costs recommenced in 2009 – following the finalisation of revised plans, and resumption of the activities necessary to prepare the asset for its intended use. Borrowing costs have been capitalised from February 2009, management is of the view that although construction of the premises was not restarted until May 2009, the technical and administrative work associated with the project has recommenced in February 2009.

FRS 1.125
FRS 1.129

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Guidance Notes:
Where applicable, corresponding information for the previous financial year should also be disclosed.

Recoverability of internally-generated intangible asset

During the year, management reconsidered the recoverability of its internally-generated intangible asset, which is included in its balance sheet/statement of financial position at December 31, 2009 at $3.24 million (2008 : $Nil). The project continues to progress in a very satisfactory manner, and customer reaction has reconfirmed management's previous estimates of anticipated revenues from the project. However, increased competitor activity has caused management to reconsider its assumptions regarding future market shares and anticipated margins on these products. Detailed sensitivity analysis has been carried out and management is confident that the carrying amount of the asset will be recovered in full, even if returns are reduced. This situation will be closely monitored, and adjustments will be made in future periods, if future market activity indicates that such adjustments are appropriate.

Impairment of goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. The carrying amount of goodwill at the end of the reporting period was $2.42 million (2008 : $2.54 million) after an impairment loss of $0.46 million (2008 : $Nil) was recognised during the financial year. Details of the impairment loss calculation are provided in Note 18 to the financial statements.

Useful lives of property, plant and equipment

As described in Note 2, the group reviews the estimated useful lives of property, plant and equipment at the end of each annual reporting period. During the financial year, management determined that the useful life of certain items of equipment should be shortened, due to developments in technology.

The financial effect of this reassessment, assuming the assets are held until the end of their estimated useful lives, is to increase the consolidated depreciation expense in the current financial year and for the next 3 years, by the following amounts:

	$'000
2009	9
2010	7
2011	4
2012	2

Notes to financial statements

4. Financial Instruments, Financial Risks And Capital Risks Management

(a)Categories of financial instruments

FRS 107.8

Guidance Notes – Categories of financial instruments
The categories of financial assets and financial liabilities can be presented in the balance sheet/statement of financial position or in the notes as shown below.

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

		Group		Company	
		2009	2008	2009	2008
		$'000	$'000	$'000	$'000
	Financial Assets				
	Fair value through profit or loss (FVTPL):				
FRS 107.8(a)	Held for trading	11,988	11,125	-	-
FRS 107.8(a)	Designated as at FVTPL (see below)	1,018	1,000	-	-
	Derivative instruments in designated hedge accounting relationships	5,038	2,938	-	-
FRS 107.8(b)	Held-to-maturity investments	27,548	21,299	-	-
FRS 107.8(c)	Loans and receivables (including cash and cash equivalents)	308,675	278,994	91,445	56,542
FRS 107.8(d)	Available-for-sale financial assets	20,232	23,215	-	-

		Group		Company	
		2009	2008	2009	2008
		$'000	$'000	$'000	$'000
	Financial Liabilities				
	Fair value through profit or loss (FVTPL):				
FRS 107.8(e)	Held for trading	-	-	-	-
FRS 107.8(e)	Designated as at FVTPL (see below)	-	-	-	-
	Derivative instruments in designated hedge accounting relationships	273	-	-	-
FRS 107.8(f)	Amortised cost	668,785	664,560	27,371	4,534
	Financial guarantee contracts	24	18	-	-

Guidance Notes – Loans and receivables and financial liabilities at FVTPL

Information on loans and receivables and financial liabilities at FVTPL is required only if the entity has such categories of financial instruments. The information may be presented as follows:

(i) Loans and receivables designated as at FVTPL

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Carrying amount of loans and receivables designated as at FVTPL	xx	xx	xx	xx
Cumulative changes in fair value attributable to changes in credit risk	xx	xx	xx	xx
FRS 107.9(c) FRS 107.9(c) Changes in fair value attributable to changes in credit risk recognised during the period.	xx	xx	xx	xx

FRS 107.9(a) At the end of the reporting period, there are no significant concentrations of credit risk. The carrying amount reflected above represents the group's and company's maximum exposure to credit risk for such loans and receivables.

FRS 107.9(d) **(ii) Credit derivatives over loans and receivables at fair value**

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Opening fair value	xx	xx	xx	xx
Realised during the period	xx	xx	xx	xx
Change in fair value	xx	xx	xx	xx
Closing fair value	xx	xx	xx	xx

Cumulative fair value changes in credit derivatives over loans and receivables at fair value since the loan or receivable was designated amount to $xx (2008: $xx)

(iii) Financial liabilities designated as at FVTPL

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Cumulative changes in fair value attributable to changes in credit risk	xx	xx	xx	xx
FRS 107.10(a) FRS 107.10(a) Changes in fair value attributable to changes in credit risk recognised during the period.	xx	xx	xx	xx

(iv) Difference between carrying amount and maturity amount

FRS 107.10(b)

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Financial liabilities at fair value	xx	xx	xx	xx
Amount payable at maturity	xx	xx	xx	xx
	xx	xx	xx	xx

FRS 107.31, 32
FRS 107.33

(b) Financial risk management policies and objectives

The group has documented financial risk management policies. These policies set out the group's overall business strategies and its risk management philosophy. The group's overall financial risk management programme seeks to minimise potential adverse effects of financial performance of the group. The Board of Directors provides written principles for overall financial risk management and written policies covering specific areas, such as market risk (including foreign exchange risk, interest rate risk, equity price risk), credit risk, liquidity risk, cash flow interest rate risk, use of derivative financial instruments and investing excess cash. Such written policies are reviewed annually by the Board of Directors and periodic reviews are undertaken to ensure that the group's policy guidelines are complied with. Risk management is carried out by the Treasury Department under the policies approved by the Board of Directors.

The group uses a variety of derivative financial instruments to manage its exposure to interest rate and foreign currency risk, including:

- forward exchange contracts to hedge the exchange rate risks arising from trade receivables and trade payables, and firm commitments to buy or sell goods; and
- interest rate swaps to mitigate the risk of rising interest rates.

The group does not hold or issue derivative financial instruments for speculative purposes.

FRS 107.33(c)
FRS 107.40(c)

There has been no change to the group's exposure to these financial risks or the manner in which it manages and measures the risk. Market risk exposures are measured using sensitivity analysis indicated below.

Guidance Notes – Sensitivity analysis

FRS 107.41

If the entity prepares a sensitivity analysis such as value-at-risk that reflects interdependencies between risk variables (e.g. interest rates and exchange rates) and uses it to manage financial risks, it may use that value-at-risk sensitivity analysis in place of the analysis specified in FRS 107.40 which are as illustrated in the following sections for each type of market risk.

FRS 107 App B19

In determining what a reasonably possible change in the relevant risk variable is for sensitivity analysis, an entity shall consider:

a. the economic environments in which it operates. This shall not include remote or "worst case" scenarios or "stress test"; and
b. the effects of changes reasonably possible over the period until the entity next presents these disclosures (usually the next annual reporting period).

(i) Foreign exchange risk management

FRS 107.33, 34

The group transacts business in various foreign currencies, including the United States dollar, Euro and Japanese Yen and therefore is exposed to foreign exchange risk.

FRS 107.34(a)

Guidance Notes – Information on foreign currency balances

The table below provides an example of summary quantitative data about exposure to foreign exchange risks arising from monetary assets and liabilities at the end of the reporting period that an entity may provide internally to key management personnel.

FRS 107.34(a)

At the end of the reporting period, the carrying amounts of monetary assets and monetary liabilities denominated in currencies other than the respective group entities' functional currencies are as follows:

	Group				Company			
	Liabilities		Assets		Liabilities		Assets	
	2009	2008	2009	2008	2009	2008	2009	2008
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
US dollars	54,111	32,998	61,392	84,313	1,332	1,824	37,394	29,226
Euro 13,669	10,643	4,507	4,062	560	485	-	-	
Japanese Yen	530	842	4,450	5,521	-	-	-	-

Companies in the group use forward contracts to hedge their exposure to foreign currency risk in the local reporting currency. The Treasury Department is responsible for hedging the net position in each borrowing currency.

The company has a number of investments in foreign subsidiaries, whose net assets are exposed to currency translation risk. The group does not currently designate its foreign currency denominated debt as a hedging instrument for the purpose of hedging the translation of its foreign operations.

Further details on the forward exchange derivative hedging instruments are found in Note 13 to the financial statements.

FRS 107.40(a)
FRS 107.40(b)

Foreign currency sensitivity

The following table details the sensitivity to a 10% increase and decrease in the relevant foreign currencies against the functional currency of each group entity. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. The sensitivity analysis includes external loans as well as loans to foreign operations within the group where they gave rise to an impact on the group's profit or loss and/or equity.

If the relevant foreign currency weakens by 10% against the functional currency of each group entity, profit or loss and other equity will increase (decrease) by:

		US Dollar impact		Euro impact		Japanese Yen impact	
		2009	2008	2009	2008	2009	2008
		$'000	$'000	$'000	$'000	$'000	$'000
	Group						
FRS 107.40(a)	Profit or loss	(834)	(1,792) (i)	134	257 (i)	(53)	(159) (i)
FRS 107.40(a)	Other equity	(33)	(47) (ii)	70	69 (ii)	-	-
	Company						
FRS 107.40(a)	Profit or loss	(1,312)	(960) (iii)	12	31 (i)	-	-
FRS 107.40(a)	Other equity	-	-	-	-	-	-

If the relevant foreign currency strengthens by 10% against the functional currency of each group entity, profit or loss and other equity will increase (decrease) by:

		US Dollar impact		Euro impact		Japanese Yen impact	
		2009	2008	2009	2008	2009	2008
		$'000	$'000	$'000	$'000	$'000	$'000
	Group						
FRS 107.40(a)	Profit or loss	834	1,792 (i)	(134)	(257) (i)	53	159 (i)
FRS 107.40(a)	Other equity	33	47 (ii)	(70)	(69) (ii)	-	-
	Company						
FRS 107.40(a)	Profit or loss	1,312	960 (iii)	(12)	(31) (i)	-	-
FRS 107.40(a)	Other equity	-	-	-	-	-	-

i. This is mainly attributable to the exposure outstanding on receivables and payables at the end of the reporting period in the group.
ii. This is mainly as a result of the changes in fair value of derivative instruments designated as cash flow hedges.
iii. This is mainly attributable to the exposure to outstanding US dollar inter-company receivables at the end of the reporting period.

The group's sensitivity to foreign currency has decreased during the current year mainly due to the disposal of US dollar investments and the reduction in US dollar sales in the last quarter of the financial year which has resulted in lower US dollar denominated trade receivables.

FRS 107.42

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk as the year end exposure does not reflect the exposure during the year. US dollar denominated sales are seasonal with lower sales volume in the last quarter of the financial year, which results in a reduction in US dollar receivables at the end of the reporting period.

FRS 107.33,34

(ii) Interest rate risk management

Summary quantitative data of the group's interest-bearing financial instruments can be found in section (v) of this Note. The group's policy is to maintain cash equivalents and borrowings in fixed rate instruments. The group sometimes borrows at variable rates and uses interest rate swaps as cash flow hedges of future interest payments, which have the economic effect of converting borrowings from floating rates to fixed rates. The interest rate swaps allow the group to raise long-term borrowings at floating rates and swap them into fixed rates that are lower than those available if the group borrowed at fixed rates directly. Under the interest rate swaps, the group agrees with other parties to exchange, at specified intervals, the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts. Further details of the interest rate swaps can be found in Note 13 to the financial statements.

FRS 107.40(a), (b)

Interest rate sensitivity

The sensitivity analyses below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher or lower and all other variables were held constant, the group's:

- profit for the year ended December 31, 2009 would increase/decrease by $93,000 (2008: decrease/increase by $43,000). This is mainly attributable to the group's exposure to interest rates on its variable rate borrowings; and
- other equity reserves would increase/decrease by $19,000 (2008: decrease/increase by $12,000) mainly as a result of the changes in the fair value of available-for-sale fixed rate instruments.

The group's sensitivity to interest rates has decreased during the current period mainly due to the reduction in variable rate debt instruments and the increase in interest rate swaps.

The company's profit and loss and equity are not affected by the changes in interest rates as the interest-bearing instruments carry fixed interest and are measured as amortised cost.

FRS 107.33, 34

(iii) Equity price risk management

The group is exposed to equity risks arising from equity investments classified as held-for-trading and available-for-sale. Available-for-sale equity investments are held for strategic rather than trading purposes. The group does not actively trade available-for-sale investments.

Further details of these equity investments can be found in Notes 11, 23 and 24 to the financial statements.

FRS 107.40(a), (b)

Equity price sensitivity

The sensitivity analyses below have been determined based on the exposure to equity price risks at the end of the reporting period.

In respect of available-for-sale equity investments, if the inputs to the valuation model had been 10% higher/lower while all other variables were held constant:

- the group's net profit for the year ended December 31, 2009 would have been unaffected as the equity investments are classified as available-for-sale and no investments were disposed of or impaired; and
- the group's asset revaluation reserves would decrease/increase by $7,000 (2008: decrease/increase by $8,000).

In respect of held-for-trading equity investments, if equity prices had been 10% higher/lower:

- the group's net profit for the year ended December 31, 2009 would decrease/increase by $5,000 (2008: decrease/increase by $7,000).

The group's sensitivity to equity prices has not changed significantly from the prior year.

FRS 107.36

(iv) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the group. The group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by the counterparty limits that are reviewed and approved by the risk management committee annually.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, credit guarantee insurance cover is purchased.

The group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The group defines counterparties as having similar characteristics if they are related entities. Concentration of credit risk did not exceed 5% of gross monetary assets at any time during the year. The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

FRS 107.B10(b)

The maximum amount the Group could be forced to settle under the financial guarantee contract in Note 28, if the full guaranteed amount is claimed by the counterparty to the guarantee is $2 million (2008: $1.6 million). Based on expectations at the end of the reporting period, the Group considers that it is more likely than not that no amount will be payable under the arrangement. However, this estimate is subject to change depending on the probability of the counterparty claiming under the guarantee which is a function of the likelihood that the financial receivables held by the counterparty which are guaranteed suffer credit losses.

The carrying amount of financial assets recorded in the financial statements, grossed up for any allowances for losses, and the exposure to defaults from financial guarantees above, represents the group's maximum exposure to credit risk without taking account of the value of any collateral obtained.

Further details of credit risks on trade and other receivables are disclosed in Note 8.

Guidance Notes – Information of credit risk provided to key management

If applicable:

The credit risk for trade receivables based on the information provided to key management is as follows:

FRS 107.34(a)

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
By geographical areas				
Singapore	xx	xx	xx	xx
Europe	xx	xx	xx	xx
United States	xx	xx	xx	xx
	xx	xx	xx	xx
By customer types				
Multi-national corporations	xx	xx	xx	xx
Individuals	xx	xx	xx	xx
Others	xx	xx	xx	xx
	xx	xx	xx	xx

FRS 107.33,39(c)

(v) Liquidity risk management

The group maintains sufficient cash and cash equivalents, and internally generated cash flows to finance their activities. The Treasury Department finances their liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available. Undrawn facilities are disclosed in Note 27.

FRS 107.34(a)

Guidance Notes:

The tables below include the weighted average effective interest rate and reconciliations to the carrying amounts in the balance sheet/statement of financial position as an example of summary quantitative data about exposure to interest rates at the end of the reporting period that an entity may provide internally to key management personnel. An entity must use its judgement to determine an appropriate number of time bands. For a non-financial institution, an appropriate time band could be: “On demand or within 1 year”, “Within 2 to 5 years” and “After 5 years”.

FRS 107.34,35
FRS 107.39(a)

Liquidity and interest risk analyses

Non-derivative financial liabilities

The following tables detail the remaining contractual maturity for non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the group and company can be required to pay. The table includes both interest and principal cash flows. The adjustment column represents the possible future cash flows attributable to the instrument included in the maturity analysis which is not included in the carrying amount of the financial liability on the balance sheet/ statement of financial position.

Group	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years	Adjustment	Total
	%	$'000	$'000	$'000	$'000	$'000
2009						
Non-interest bearing	-	191,405	-	-	-	191,405
Finance lease liability (fixed rate)	8.5	1,655	1,014	-	(276)	2,393
Variable interest rate instruments	7.9	96,907	431,483	-	(150,000)	378,390
Fixed interest rate instruments	7.0	-	126,597	-	(30,000)	96,597
Financial guarantee contracts	-	2,000	-	-	(1,976)	24
		291,967	559,094	-	(182,252)	668,809
2008						
Non-interest bearing	-	134,394	-	-	-	134,394
Finance lease liability (fixed rate)	8.8	2,245	1,365	-	(883)	2,727
Variable interest rate instruments	8.2	88,686	522,483	-	(156,000)	455,169
Fixed interest rate instruments	8.0	-	104,270	-	(32,000)	72,270
Financial guarantee contracts	-	1,600	-	-	(1,582)	18
		226,925	628,118	-	(190,465)	664,578

FRS 107.B10(b)
FRS 107.B11C(c)

The maximum amount that the Group could be forced to settle under the financial guarantee contract in Note 28, if the full guaranteed amount is claimed by the counterparty to the guarantee, is $2 million (2008: $1.6 million). The earliest period that the guarantee could be called is within 1 year (2008: 1 year) from the end of the reporting period. As mentioned in Note 4(iv), the Group considers that it is more likely than not that no amount will be payable under the arrangement.

Company	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years	Adjust-ment	Total
	%	$'000	$'000	$'000	$'000	$'000
2009						
Non-interest bearing	-	3,044	-	-	-	3,044
Fixed interest rate instru-ments	7.0	-	29,327	-	(5,000)	24,327
		3,044	29,327	-	(5,000)	27,371
2008						
Non-interest bearing	-	4,534	-	-	-	4,534
		4,534	-	-	-	4,534

Guidance Notes: April 2009 amendments to FRS 107 on Improving Disclosures about Financial Instruments

The amendments clarify the following:

FRS 107 Appendix A

- Liquidity risk disclosures apply only to financial liabilities that are settled by delivering cash or another financial asset. This excludes financial liabilities that are settled by the entity by delivering its own equity instruments or non-financial assets.

FRS 107.B10A

- An entity has to disclose summary quantitative data about its exposure to liquidity risk on the basis of information provided internally to key management personnel, and explain how the data is determined.

FRS 107.B10A

- If outflows of cash (or another financial asset) included in those data could either occur significantly earlier than indicated in the data, or for significantly different amounts from those indicated in the data, an entity has to state the fact and provide quantitative information that enables users to evaluate the extent of risk, unless information is included in the liquidity risk management or maturity analysis disclosures above.

FRS 107.B11C

- For issued financial guarantee contracts, an entity should disclose the maximum amount of guarantee in the contractual maturity analysis, allocated to the earliest period in which it could be called.

Notes to financial statements

Non-derivative financial assets

FRS 107.B11E

The following table details the expected maturity for non-derivative financial assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the group's liquidity risk management as the group's liquidity risk is managed on a net asset and liability basis. The tables below have been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets except where the group and the company anticipates that the cash flow will occur in a different period. The adjustment column represents the possible future cash flows attributable to the instrument included in the maturity analysis which are not included in the carrying amount of the financial asset on the balance sheet/statement of financial position.

Group	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years	Adjustment	Total
	%	$'000	$'000	$'000	$'000	$'000
2009						
Non-interest bearing	-	127,916	-	-	-	127,916
Finance lease receivables (fixed rate)	11.5	72,526	120,875	-	(23,751)	169,650
Variable interest rate instruments	-	6,027	-	-	-	6,027
Fixed interest rate instruments	4.5	31,000	6,000	5,190	(745)	41,445
		237,469	126,875	5,190	(24,496)	345,038
2008						
Non-interest bearing	-	123,656	-	-	-	123,656
Finance lease receivables (fixed rate)	12.0	65,948	109,913	-	(21,698)	154,163
Variable interest rate instruments	-	604	-	-	-	604
Fixed interest rate instruments	5.1	20,000	6,000	5,486	(895)	30,591
		210,208	115,913	5,486	(22,593)	309,014

Company	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years	Adjustment	Total
	%	$'000	$'000	$'000	$'000	$'000
2009						
Non-interest bearing	-	91,445	-	-	-	91,445
2008						
Non-interest bearing	-	56,542	-	-	-	56,542

Guidance Notes:

1) April 2009 amendments to FRS 107 on Improving Disclosures about Financial Instruments

The amendments clarify the following:

FRS 107.B11E

- An entity shall disclose a maturity analysis of financial assets it holds for managing liquidity risk (e.g. financial assets that are readily saleable or expected to generate cash inflows to meet cash outflows on financial liabilities), if that information is necessary to enable users of its financial statements to evaluate the nature and extent of liquidity risk.

2) Alternative presentation by narration

For example:

The company's non-derivative financial assets of $91.4 million (2008: $56.5 million) are due on demand and interest-free.

FRS 107.39(b)

Derivative financial instruments

The following table details the liquidity analysis for derivative financial instruments. The table has been drawn up based on the undiscounted net cash inflows/(outflows) on the derivative instrument that settle on a net basis and the undiscounted gross inflows and (outflows) on those derivatives that require gross settlement. When the amount payable or receivable is not fixed, the amount disclosed has been determined by reference to the projected interest rates as illustrated by the yield curves existing at the end of the reporting period.

Group	On demand or within 1 year	Within 2 to 5 years	After 5 years
	$'000	$'000	$'000
2009			
Net settled:			
Interest rate swaps	3,914	-	-
Gross settled:			
Foreign exchange forward contracts	851	-	-
	4,765	-	-
2008			
Gross settled:			
Foreign exchange forward contracts	2,938	-	-
	2,938	-	-

Guidance Notes:

1) April 2009 amendments to FRS 107 on *Improving Disclosures about Financial Instruments*

The amendments clarify the following for derivatives:

FRS 107.B11B

- For derivatives, entity should disclose a quantitative maturity analysis for derivative financial liabilities that shows remaining contractual maturities if the contractual maturities are essential for an understanding of the timing of the cash flows. For example, this would be the case for:

a. an interest rate swap with a remaining maturity of five years in a cash flow hedge of a variable rate financial asset or liability.
b. all loan commitments.

FRS 107.B11A

- For embedded derivatives, an entity should not separate it from the hybrid financial instrument. For such an instrument, the entity should disclose the contractual maturity of the entire instrument.

2) Alternative presentation by narration

The group's derivative financial instruments comprise of interest rate swaps amounting to $3.9 million (2008: $Nil) with contracted net cash inflows due within 1 year, and foreign exchange forward contracts amounting to $0.8 million (2008: $3 million) with contracted gross cash flows due within 1 year (2008: due within 1 year).

FRS 107.27
FRS 107.25, 29(a)

(vi) Fair value of financial assets and financial liabilities

The carrying amounts of cash and cash equivalents, trade and other current receivables and payables, provisions and other liabilities approximate their respective fair values due to the relatively short-term maturity of these financial instruments. The fair values of other classes of financial assets and liabilities are disclosed in the respective notes to financial statements.

The fair values of financial assets and financial liabilities are determined as follows:

- the fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices;
- the fair value of other financial assets and financial liabilities (excluding derivative instruments) are determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes for similar instruments; and
- the fair value of derivative instruments are calculated using quoted prices. Where such prices are not available, discounted cash flow analysis is used, based on the applicable yield curve of the duration of the instruments for non-optional derivatives, and option pricing models for optional derivatives.

FRS 107.27

The financial statements include holdings in unlisted shares which are measured at fair value (Notes 23 and 24). Fair value is estimated by using a discounted cash flow model which includes some assumptions that are not supportable by observable market price or rates. Included in (iii) above is a sensitivity analysis of the valuation to changes in key inputs to the model. Changes in these assumptions do not significantly change the fair value recognised.

FRS 107.25

Except as detailed in the following table, management considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the financial statements approximate their fair values:

Group	2009		2008	
	Carrying amount	**Fair value**	**Carrying amount**	**Fair value**
	$'000	$'000	$'000	$'000
Financial Assets				
Loans and receivables:				
Finance lease receivables	169,650	182,000	154,163	163,000
Held-to-maturity investments:				
Unquoted debt securities	27,548	29,017	21,299	21,911
Financial Liabilities				
Borrowings:				
Bank loans	448,753	463,000	525,530	530,000
Convertible loan notes	24,327	23,700	-	-

Guidance Notes: Disclosures required by the Amendments to FRS 107 on Improving Disclosures about Financial Instruments (effective for annual periods beginning from January 1, 2009)

In the first year of application of the Amendments to FRS 107, the following disclosures required by FRS 107.27A and FRS 107.27B are not required for the comparative periods.

FRS 107.27A

The group classifies fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

a. quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
b. inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2); and
c. inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

Notes to financial statements

Financial instruments measured at fair value

FRS 107.27B(a)

Group

	Total	Level1	Level 2	Level 3
	$'000	$'000	$'000	$'000
Financial Assets				
2009				
Financial assets at fair value through profit or loss:				
- Held for trading investments	11,988	11,988	-	-
- Derivative financial instruments	5,038	5,038	-	-
- Other financial assets at fair value through profit or loss	1,018	-	-	1,018
Available-for-sale investments:				
- Quoted equities	10,407	10,407	-	-
- Quoted debt securities	8,303	8,303	-	-
- Unquoted equities	1,010	-	-	1,010
- Unquoted debt securities	512	-	512	-
Total	38,276	35,736	512	2,028

FRS 107.27B(a) (2009)

FRS 107.27B(a)

Financial Liabilities

	Total	Level1	Level 2	Level 3
2009				
Derivative financial instruments	273	273	-	-
Total	273	273	-	-

FRS 107.27B(b)

There were no significant transfers between Level 1 and Level 2 of the fair value hierarchy during the financial year.

Company

The company had no financial assets or liabilities carried at fair value in 2009.

Guidance Notes – Transfers

For any significant transfers between Level 1 and 2, the reasons for the transfers need to be disclosed. Transfers into each level shall be disclosed and discussed separately from transfers out of each level. For this purpose, significance shall be judged with respect to profit or loss, and total assets or total liabilities.

Financial instruments measured at fair value based on level 3

Group

		Other financial assets at fair value through profit or loss	Available-for-sale financial assets	Total
		(Unquoted equities)	(Unquoted equities)	
		$'000	$'000	$'000
	2009			
FRS 107.27B(c)	Opening balance	1,000	1,000	2,000
FRS 107.27B(c)(i)	Total gains or losses in profit or loss (as part of "Other gains and losses)	12	-	12
FRS 107.27B(c)(ii)	Total gains or losses in other comprehensive income	-	10	10
	Purchases	6	-	6
FRS 107.27B(c)(iii)	Transfers out of Level 3	-	-	-
FRS 107.27B(c)(iv)	Closing balance	1,018	1,010	2,028
FRS 107.27B(c)				
FRS 107.27B(d)	Total gains or losses for the period included in profit or loss for assets held at the end of the reporting period (as part of "Other gains and losses)	8	-	8

Guidance Notes – Transfers

For any transfers into and out of Level 3, the reasons for the transfers need to be disclosed. For significant transfers, transfers into Level 3 shall be disclosed and discussed separately from transfers out of Level 3. For this purpose, significance shall be judged with respect to profit or loss, and total assets or total liabilities.

Significant assumptions in determining fair value of financial assets and liabilities

FRS 107.27

Unquoted debt securities – available-for-sale

Fair value is estimated using a discounted cash flow model, which includes some assumptions that are supportable by observable market rates. The interest rate used to discount cash flows was 7.43% based on the quoted swap rate for an 12 months loan of 7.15% and holding credit risk margin constant.

FRS 107.27
FRS 107.27B(e)

Unquoted equity shares - at fair value through profit or loss

Fair value is estimated using a discounted cash flow model, which includes some assumptions that are not supportable by observable market prices or rates. In determining the fair value, an earnings growth factor of 5.2% and a risk adjusted discount factor of 12.2% are used. If these inputs to the valuation model were 10% higher/ lower while all the other variables were held constant, the carrying amount of the shares would decrease/increase by $70,000.

FRS 107.27
FRS 107.27B(e)

Unquoted equity shares – available-for-sale

Fair value is estimated using a discounted cash flow model, which includes some assumptions that are not supportable by observable market prices or rates. In determining the fair value, an earnings growth factor of 1.4% and a risk adjusted discount factor of 13% are used. If these inputs to the valuation model were 10% higher/lower while all the other variables were held constant, the carrying amount of the shares would decrease/increase by $120,000.

FRS 1.134, 135

(c) Capital risk management policies and objectives

The group manages its capital to ensure that entities in the group 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 group consists of equity attributable to owners of the parent, comprising issued capital, reserves and retained earnings.

The group's risk management committee reviews the capital structure on a semi-annual basis. As a part of this review, the committee considers the cost of capital and the risks associated with each class of capital. Based on recommendations of the committee, the group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the redemption of existing debt. The group's overall strategy remains unchanged from 2008.

Guidance Notes – Disclosures on externally imposed capital requirements

When an entity is subject to externally imposed capital requirements, FRS 1.135 requires disclosures on:

- the nature of those requirements;
- how those requirements are incorporated into the management of capital;
- any changes in those requirements from the previous period;
- whether during the period, the entity complied with any externally imposed capital requirements to which it is subject to; and
- when the entity has not complied with such externally imposed capital requirements, the consequences of such non-compliance.

The entity bases these disclosures on the information provided internally to key management personnel.

An example of disclosures required by FRS 1.134 and 135 for an entity that is subject to externally imposed capital requirements is as follows:

FRS 1.135(a)

The Company manages its capital to ensure that it will able to continue as a going concern, to maximise the return to stakeholders through the optimisation of the debt and equity balance, and to ensure that all externally imposed capital requirements are complied with.

FRS 1.1.135(b)
FRS 1.135(a)(i)
FRS 1.135(a)(ii)

The capital structure of the Company consists of debt, which includes borrowings disclosed in Note 27, issued capital, reserves and retained earnings.The Company is required to maintain a maximum gearing ratio in order to comply with a covenant in a loan agreement with a bank.

FRS 1.135(a)(iii)

The Company's risk management committee reviews the capital structure on a semi-annual basis. As a part of this review, the committee considers the cost of capital and the risks associated with each class of capital. The committee also ensures that the Company maintains gearing ratios within a set range to comply with the loan covenant imposed by a bank. Based on recommendations of the committee, the Company will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the redemption of existing debt.

FRS 1.135(c)
FRS 1.135(d)

The management's strategy remained unchanged from 2008. The Company is in compliance with externally imposed capital requirements for the financial years ended 31 December 2009 and 2008.

FRS 1.135(e)

[Note - when the entity has not complied with such externally imposed capital requirements, it should disclose the consequences of such non-compliance]

5. Holding Company And Related Company Transactions

FRS 24.12
FRS 1.138(c)
FRS 24.17
FRS 24.18

The company is a subsidiary of GAAP Holdings Ltd, incorporated in the Republic of Singapore, which is also the company's ultimate holding company. Related companies in these financial statements refer to members of the holding company's group of companies.

Some of the company's transactions and arrangements are 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 and repayable on demand unless otherwise stated.

Trading transactions

During the year, group entities entered into the following trading transactions with related companies that are not members of the group:

	Sales of goods		Purchases of goods		Amounts owed by related companies		Amounts owed to related companies	
	2009	2008	2009	2008	2009	2008	2009	2008
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
GAAP Holdings Ltd	693	582	439	427	209	198	231	139
Subsidiaries of GAAP Holdings Ltd	1,289	981	897	883	398	293	149	78

FRS 24.21

Sales of goods to related companies were made at the group's usual list prices, less average discounts of 5%. Purchases were made at market price discounted to reflect the quantity of goods purchased and the relationships between the companies.

The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in the period for bad or doubtful debts in respect of the amounts owed by related companies.

FRS 24.17,18

In addition to the above, GAAP Holdings Ltd performed certain administrative services for the company, for which a management fee of $0.18 million (2008: $0.16 million) was charged and paid, being an appropriate allocation of costs incurred by relevant administrative departments of GAAP Holdings Ltd.

6. Other Related Party Transactions

FRS 24.17
FRS 24.18

Related parties are entities with common direct or indirect shareholders and/or directors. Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

Some of the company's transactions and arrangements are 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 and repayable on demand unless otherwise stated.

During the year, group entities entered into the following trading transactions with related parties:

	Sales of goods		Purchases of goods		Amounts owed by related parties		Amounts owed to related parties	
	2009	2008	2009	2008	2009	2008	2009	2008
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Associates	398	291	-	-	29	142	-	-

FRS 24.21

Sales of goods to related parties were made at the group's usual list prices. Purchases were made at market price discounted to reflect the quantity of goods purchased.

The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in the period for bad or doubtful debts in respect of the amounts owed by related parties.

The convertible loan notes (Note 31) issued during the year is secured by a personal guarantee of one of the directors. No charge has been made for this guarantee.

FRS 24.16

Compensation of directors and key management personnel

The remuneration of directors and other members of key management during the year was as follows:

	Group	
	2009	2008
	$'000	$'000
Short-term benefits	13,681	10,270
Post-employment benefits	1,602	1,391
Other long-term benefits	1,153	1,769
Share-based payments	949	863
	17,385	14,293

The remuneration of directors and key management is determined by the remuneration committee having regard to the performance of individuals and market trends.

FRS 7.45

7. Cash And Cash Equivalents

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Cash at bank	6,027	604	2,022	603
Fixed deposits	5,000	500	-	-
Cash on hand	82	71	52	44
	11,109	1,175	2,074	647
Less: bank overdrafts	(1,907)	(1,909)	-	-
Add: cash and cash equivalents included in a disposal group held-for-sale	-	-	-	-
	9,202	(734)	2,704	647

Guidance Notes – Disclosures required by FRS 107
If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

FRS 107.25

Bank balances and cash comprise cash held by the group and short-term bank deposits with an original maturity of three months or less. The carrying amounts of these assets approximate their fair values.

Fixed deposits bear average effective interest rate of 1.5% (2008: 1.25%) per annum and for a tenure of approximately 30 days (2008: 31 days).

The group and company's cash and bank balances that are not denominated in the functional currencies of the respective entities are as follows:

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Denominated in:				
Singapore dollars	5,427	571	-	-
United States dollars	1,743	308	250	248
Euro	962	192	65	85

Notes to financial statements

FRS 107.6,7

8. Trade And Other Receivables

		Group		Company	
		2009	2008	2009	2008
		$'000	$'000	$'000	$'000
	Amounts receivable from the sale of goods	82,051	110,111	-	-
	Allowance for doubtful debts	(3,240)	(4,390)	-	-
		78,811	105,721	-	-
FRS 11.42(a)	Amounts due from construction contract customers (Note 9)	24,930	17,302	-	-
	Deferred consideration for the disposal of GAAP Playsystems Limited (Note 50)	23,539	- -	-	
	Other receivables due from holding company (Note 5)	209	198	-	-
	Trade receivables due from related companies (Note 5)	398	293	-	-
	Other receivables due from associates (Notes 6 and 21)	29	142	-	-
	Other receivables due from subsidiaries (Notes 5 and 20)	-	-	89,371	55,895
		127,916	123,656	89,371	55,895

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

FRS 107.36(c),37

The average credit period on sales of goods is 60 days (2008: 60 days). No interest is charged on the trade receivables for the first 60 days from the date of the invoice. Thereafter, interest is charged at 2% (2008: 2%) per annum on the outstanding balance. The group has recognised an allowance for doubtful debts of 100% against all receivables over 120 days because historical experience is such that receivables that are past due beyond 120 days are generally not recoverable. Allowance for doubtful debts are recognised against trade receivables between 60 days and 120 days based on estimated irrecoverable amounts from the sale of goods, determined by reference to past default experience.

FRS 107.36(c) FRS 107.34(c)	Before accepting any new customer, the group uses an external credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. Limits and scoring attributed to customers are reviewed twice a year. 80% of the trade receivables that are neither past due nor impaired have the best credit scoring attributable under the external credit scoring system used by the group. Of the trade receivables balance at the end of the year, \$2.1 million (2008: \$1.7 million) is due from Company E, the group's largest customer. There are no other customers who represent more than 5% of the total balance of trade receivables.
FRS 107.36(c), FRS 107.37(a)	Included in the group's trade receivable balance are debtors with a carrying amount of \$1.562 million (2008: \$1.033 million) which are past due at the end of the reporting period for which the group has not recognised an allowance for doubtful receivables as there has not been a significant change in credit quality and the amounts are still considered recoverable. The group does not hold any collateral over these balances. The average age of these receivables are 84 days (2008: 85 days).
FRS 107.33(a),(b)	In determining the recoverability of a trade receivable the group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the end of the reporting period. The concentration of credit risk is limited due to the customer base being large and unrelated. Accordingly, the directors believe that there is no further credit allowances required in excess of the allowance for doubtful debts.
	The company's other receivables due from subsidiaries are interest-free and repayable on demand and the average age of these receivables is less than 30 days. The company has not recognised any allowance as the directors are of the view that these receivables are recoverable.
FRS 107.37(b) FRS 107.37(c)	Included in the allowance for doubtful debts are specific trade receivables with a balance of \$63,000 (2008: \$52,000) which have been placed under liquidation. The impairment recognised represents the difference between the carrying amount of the specific trade receivable and present value of expected liquidation proceeds. The group does not hold any collateral over these balances

Notes to financial statements

Guidance Notes – Analysis of trade receivables

Alternatively, the required disclosure can be presented in a tabular form as illustrated below.

The table below is an analysis of trade receivables as at 31 December:

		Group		Company	
		2009	2008	2009	2008
		$'000	$'000	$'000	$'000
	Not past due and not impaired	126,194	122,393	-	-
	Past due but not impaired (i)	1,562	1,033	89,371	55,895
		127,756	123,426	89,371	55,895
FRS 107.37(b)	Impaired receivables - collectively assessed (ii)	3,300	4,500	-	-
	Less: Allowance for impairment	(3,177)	(4,338)	-	-
		123	162	-	-
	Impaired receivables - individually assessed (ii), (iii)				
	- Customer placed under liquidation	100	120	-	-
	- Past due more than 36 months and no response to repayment demands	-	-	-	-
	Less: Allowance for impairment	(63)	(52)	-	-
		37	68	-	-
	Total trade receivables, net	127,916	123,656	89,371	55,895
FRS 107.37(a)	(i) Aging of receivables that are past due but not impaired				
	< 3 months	1,530	1,000	89,371	55,895
	3 months to 6 months	32	33		
	-- 6 months to 12 months	-	-	-	-
	>12 months	-	-	-	-
		1,562	1,033	89,371	55,895

FRS 107.37(c)

(ii) These amounts are stated before any deduction for impairment losses.

(iii) These receivables are not secured by any collateral or credit enhancements.

Notes to financial statements

FRS 107.16

Movement in the allowance for doubtful debts

FRS 107.20(e)

	Group	
	2009	2008
	$'000	$'000
Balance at beginning of the year	4,390	4,322
Amounts written off during the year	(1,050)	(32)
Amounts recovered during the year	-	-
(Decrease) Increase in allowance recognised in profit or loss (100)	100	
Unwinding of discount	-	-
Balance at end of the year	3,240	4,390

Guidance Notes – Derecognition of trade receivables
Below is an illustrative disclosure applicable to entities that have factored their trade receivables with recourse.

FRS 107.13

Derecognition of financial assets

During the period, the group transferred $xx (2008: $xx) of trade receivables to an unrelated entity. As part of the transfer, the group provided the transferors a credit guarantee over the expected losses of those receivables. Accordingly, the group continues to recognise the full carrying amount of the receivables and has recognised the cash received on the transfer as a secured borrowing (see Note x). At the end of the reporting period, the carrying amount of the transferred short-term receivables is $xx million. The carrying amount of the associated liability is $xx.

FRS 107.14(a)

FRS 107.7

The group's and company's trade and other receivables that are not denominated in the functional currencies of the respective entities are as follows:

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Denominated in:				
United States dollars	47,623	45,269	57,394	29,226
Singapore dollars	7,230	6,095	-	-
Euro	2,962	2,292	5,560	5,485

9. Construction Contracts

		Group	
		2009	2008
		$'000	$'000
	Contracts in progress at end of the reporting period:		
FRS 11.42(a)	Amounts due from contract customers included in trade and other receivables (Note 8)	24,930	17,302
FRS 11.42(b)	Amounts due to contract customers included in trade and other payables (Note 28)	(3,587)	(3,904)
		21,343	13,398
FRS 11.40(a)	Contract costs incurred plus recognised profits (less recognised losses to date)	59,039	33,829
	Less: Progress billings	(37,696)	(20,431)
		21,343	13,398

FRS 11.40(b), (c) At December 31, 2009, retention monies held by customers for contract work amounted to $2.3 million (2008: $1.8 million). Advances received from customers for contract work amounted to $0.85 million (2008: $Nil).

FRS 1.61 At December 31, 2009, amounts of $4.3 million (2008: $2.1 million) included in trade and other receivables and arising from construction contracts are due for settlement after more than 12 months, but have been classified as current because they are expected to be realised in the normal operating cycle.

Guidance Notes - Current Asserts

FRS 1.66 An entity shall classify an asset as current when:

a. it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
b. it holds the asset primarily for the purpose of trading;
c. it expects to realise the asset within twelve months after the reporting period; or
d. the asset is cash or a cash equivalent (as defined in FRS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

An entity shall classify all other assets as non-current.

10. Finance Lease Receivables

		Minimum lease payments		Present value of minimum lease payments	
		Group		Group	
		2009	2008	2009	2008
		$'000	$'000	$'000	$'000
FRS 17.47(a)	Amounts receivable under finance leases:				
	Within one year	72,526	65,948	54,713	49,674
	In the second to fifth year inclusive	120,875	109,913	114,937	104,489
		193,401	175,861	169,650	154,163
FRS 17.47(b)	Less: unearned finance income	(23,751)	(21,698)	N/A	N/A
	Present value of minimum lease payments receivable	169,650	154,163	169,650	154,163
FRS 17.47(d)	Allowance for uncollectible lease payments	-	-	-	-
	Present value of minimum lease payments receivable	169,650	154,163	169,650	154,163

FRS 1.61 Analysed as:

	Group	
	2009	2008
	$'000	$'000
Current finance lease receivables (recoverable within 12 months)	54,713	49,674
Non-current finance lease receivables (recoverable after 12 months)	114,937	104,489
	169,650	154,163

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

FRS 17.47(f)
FRS 107.7

The group enters into finance leasing arrangements for certain of its electronic equipment. All leases are denominated in Singapore dollars. The average term of finance leases entered into is 4 years.

FRS 17.47(c) Unguaranteed residual values of assets leased under finance leases at the end of the reporting period are estimated at $0.37 million (2008: $0.25 million).

FRS 107.7 The interest rate inherent in the leases is fixed at the contract date for all of the lease term. The average effective interest rate contracted is approximately 11.5% (2008: 12%) per annum.

FRS 107.15 Finance lease receivable balances are secured over the equipment leased. The group is not permitted to sell or repledge the collateral in the absence of default by the lessee.

FRS 107.25
FRS 107.27 The fair value of the group's finance lease receivables at December 31, 2009 is estimated at $182 million (2008: $163 million) using an 8.5% (2008: 8.25%) discount rate based on a quoted five year swap rate and adding a credit margin that reflects the secured nature of the receivables balance.

FRS 107.6, 7

11. Held For Trading Investments

	Group	
	2009	2008
	$'000	$'000
Quoted equity shares, at fair value	11,988	11,125

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

The investments above include investments in quoted equity securities that offer the group the opportunity for return through dividend income and fair value gains. They have no fixed maturity or coupon rate. The fair values of these securities are based on closing quoted market prices on the last market day of the financial year.

The group's held for trading investments that are not denominated in the functional currencies of the respective entities are as follows:

	Group	
	2009	2008
	$'000	$'000
Denominated in:		
United States dollars	7,835	6,993
Japanese yen	2,335	2,739

107.6, 7

12. Held-To-Maturity Financial Assets (Current)

	Group	
	2009	2008
	$'000	$'000
Quoted debt securities, at amortised cost	25,255	18,605

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

The average effective interest rate of the quoted debt securities is 1.13% (2008: 1.00%) per annum.

As at December 31, 2009, the quoted debt securities have nominal values amounting to $25 million (2008: $18 million), with coupon rates ranging from 0.75% to 1.25% (2008: 0.83% to 1.18%) per annum and mature within 12 months.

There were no disposals or allowance for impairment for held-to-maturity financial assets.

The group's held-to-maturity financial assets that are not denominated in the functional currencies of the respective entities are as follows:

	Group	
	2009	2008
	$'000	$'000
Denominated in:		
United States dollars	15,023	8,208

FRS 107.6, 7

13. Derivative Financial Instruments

	Group			
	2009		2008	
	Assets	Liabilities	Assets	Liabilities
	$'000	$'000	$'000	$'000
Forward foreign exchange contracts	1,124	(273)	2,938	-
Interest rate swaps	3,914	-	-	-
	5,038	(273)	2,938	-
Analysed as:				
Current	2,436	(273)	2,938	-
Non-current	2,602	-	-	-
	5,038	(273)	2,938	-

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

FRS 107.22(a),(b),(c)

Forward foreign exchange contracts

The group utilises currency derivatives to hedge significant future transactions and cash flows. The group is party to a variety of forward foreign exchange contracts and options in the management of its exchange rate exposures. The instruments purchased are primarily denominated in the currencies of the group's principal markets.

At the end of the reporting period, the total notional amount of outstanding forward foreign exchange contracts to which the group is committed are as follows:

	Group	
	2009	2008
	$'000	$'000
Forward foreign exchange contracts	547,040	403,573

In addition, the group had options to purchase United States dollars equivalent to an amount of approximately $50 million (2008: $50 million) as a hedge against exchange losses on future purchases of goods.

FRS 107.23(a)

These arrangements are designed to address significant exchange exposures during the first half of 2009, and are renewed on a revolving basis as required.

Notes to financial statements

FRS 107.25
FRS 107.27
FRS 107.23(c)

At December 31, 2009, the fair value of the group's currency derivatives is estimated to be approximately $0.85 million (2008: $2.94 million). The fair values are measured using quoted forward exchange rates and yield curves derived from quoted interest rates matching maturity of the contracts, comprising $1.12 million assets (2008: $2.94 million) and $0.27 million liabilities (2008: $Nil).

FRS 107.23(d)

The fair value of currency derivatives that are designated and effective as cash flow hedges amounting to $1.01 million (2008: $2.9 million) has been recognised in other comprehensive income. Amounts of $7,000 (2008: $3,000) and $5,000 (2008: $4,000) respectively have been reclassified from equity to profit or loss and inventories in respect of contracts matured respectively during the year.

Changes in the fair value of non-hedging currency derivatives amounting to $5,000 have been charged to profit or loss in the year (2008: $Nil) (Note 43).

FRS 107.34(a)

Guidance Notes – Information on forward foreign currency contracts

The table below provides an example of summary quantitative data about exposure to foreign exchange risks and the use of forward foreign currency contracts at the end of the reporting period that an entity may provide internally to key management personnel.

FRS 107.25

The following table details the forward foreign currency contracts outstanding as at the end of the reporting period.

Outstanding contracts	Average exchange rate		Foreign currency		Contract value		Fair value	
	2009	2008	2009	2008	2009	2008	2009	2008
Group			FC'000	FC'000	$'000	$'000	$'000	$'000
Sell US dollars								
less than 3 months	1.5	1.6	333,333	187,500	500,000	300,000	1,124	2,673
Buy Euro								
less than 3 months	2.1	2.1	22,400	49,320	47,040	103,573	(273)	265
							851	2,938

FRS 107.23(b)

At the start of the third quarter of 2009 the group reduced its forecast on sales to United States due to increased local competition and higher shipping costs. The group has previously hedged $70 million of future sales of which $20 million are no longer expected to occur, and $50 million remains highly probable.

Accordingly the group has reclassified $5,000 of gains on foreign currency forward contracts relating to forecast transactions that are no longer expected to occur from the hedging reserve in equity into profit or loss.

FRS 107.22(a),(b),(c)
FRS 107.23(a)

Interest rate swaps

The group uses interest rate swaps to manage its exposure to interest rate movements on its bank borrowings by swapping a proportion of those borrowings from floating rates to fixed rates. Contracts with nominal values of $200 million have fixed interest payments at an average rate of 7% for periods up until 2010 and have floating interest receipts at 2% plus Singapore Interbank Offered Rate, which approximates an average of 6% (2008: 5.8%) per annum.

FRS 107.25
FRS 107.27
FRS 107.23(c)
FRS 107.23(d)

The fair value of swaps entered into at December 31, 2009 is estimated at $3.91 million (2008: $3.78 million), measured at the present value of future cash flows estimated and discounted based on the applicable yield curves derived from quoted interest rates. All of these interest rate swaps are designated and effective as cash flow hedges and the fair value thereof has been recognised in other comprehensive income. An amount of $0.9 million (2008: $0.9 million) has been offset against hedged interest payments made in the year.

FRS 107.34(a)

Guidance Notes – Information on interest rate swaps

The tables below provide an example of summary quantitative data about exposure to interest rate risks and the use of interest rate swaps at the end of the reporting period that an entity may provide internally to key management personnel.

FRS 107.39(a)

The following tables detail the notional principal amounts and remaining terms of interest rate swap contracts outstanding as at the end of the reporting period:

Outstanding floating for fixed contracts	Average contracted fixed interest rate		Notional principal amount		Fair value	
	2009	2008	2009	2008	2009	2008
Group			$'000	$'000	$'000	$'000
1 to 2 years	7%	-	200	-	3,914	-

The interest rate swaps settle on a quarterly basis. The floating rate on the interest rate swaps is the Singapore interbank rate. The group will settle the difference between the fixed and floating interest rate on a net basis.

FRS 107.22, 23(a)

All interest rate swap contracts exchanging floating rate interest amounts for fixed rate interest amounts are designated as cash flow hedges in order to reduce the group's cash flow exposure resulting from variable interest rates on borrowings. The interest rate swaps and the interest payments on the loan occur simultaneously and the amount recognised in other comprehensive income is reclassified from equity to profit or loss over the loan period.

Guidance Notes - Information on interest rate swaps

If the entity has outstanding fixed for floating contracts, the following illustrative note can be used.

Outstanding fixed for floating contracts	Average contracted fixed interest rate		Notional principal amount		Fair value	
	2009	2008	2009	2008	2009	2008
Group			$'000	$'000	$'000	$'000
Less than 1 year	x	x	xx	xx	xx	xx
[describe]	x	x	xx	xx	xx	xx
			xx	xx	xx	xx

FRS 107.39(a)

Guidance Notes - Information on interest rate swaps (continued)

The interest rate swaps settle on a quarterly basis. The floating rate on the interest rate swaps is the Singapore interbank rate. The group will settle the difference between the fixed and floating interest rate on a net basis.

FRS 107.24(a)

Interest rate swap contracts exchanging fixed rate interest for floating rate interest are designated and effective as fair value hedges in respect of interest rates. During the period, the hedge was 100% effective in hedging the fair value exposure to interest rate movements and as a result the carrying amount of the loan was adjusted by $xx which was included in profit or loss at the same time that the fair value of interest rate swap was included in profit or loss.

FRS 2.36(b)

14. Inventories

		Group	
		2009	2008
		$'000	$'000
FRS 2.37	Raw materials	84,255	80,504
FRS 2.37	Work-in-progress	2,578	1,893
FRS 2.37	Finished goods	30,860	26,301
		117,693	108,698
	Classified as part of a disposal group held for sale (Note 15)	202	-
		117,895	108,698

FRS 2.36(e),(f),(g)

The cost of inventories recognised as an expense includes $2.34 million (2008: $1.86 million) in respect of write-downs of inventory to net realisable value, and has been reduced by $0.5 million (2008: $0.4 million) in respect of the reversal of such write-downs. Previous write-downs have been reversed as a result of increased sales price in certain markets.

FRS 1.61

Inventories of $1.29 million (2008: $0.86 million) are expected to be recovered after more than twelve months.

FRS 2.36(h)

Inventories with carrying amounts of $26 million (2008: $19.3 million) have been pledged as security for certain of the group's bank overdrafts.

FRS 2.36(f), (g)

Guidance Notes - Reversal of write-downs

The reversal of any write-down of inventories shall be disclosed in the financial statements along with the circumstances or events that led to the reversal of the write-down.

For example:
Due to an increase in the demand for certain goods and a result of changes in consumer preferences, the group reversed $XXX, being part of an inventory write-down made in 2008, to the current year profit or loss. The reversal is included in "Cost of Sales".

Other reasons could also include having inventories sold above carrying amounts.

15. Non-Current Assets Held For Sale

FRS 105.41

On December 20, 2009, the directors resolved to dispose of one of the group's production line for toys and one of the group's production lines for electronic goods. Negotiations with several interested parties have subsequently taken place. The assets and liabilities attributable to the production line, which are expected to be sold within twelve months, have been classified as a disposal group held for sale and are presented separately in the balance sheet/statement of financial position. The operations are included in the group's electronic goods activities for segment reporting purposes (Note 41).

The proceeds of disposal are expected to exceed the net carrying amount of the relevant assets and liabilities and, accordingly, no impairment loss has been recognised on the classification of these operations as held for sale.

FRS 105.38

The major classes of assets and liabilities comprising the disposal group classified as held for sale are as follows:

		2009
		$'000
	Goodwill	22
	Property, plant and equipment	1,698
FRS 2.36(c)	Inventories	202
	Total assets classified as held for sale	1,922
	Trade and other payables, and total for liabilities associated with assets classified as held for sale	(247)
	Net assets of disposal group	1,675

FRS 105.41(d)

Guidance Notes: Non-current assets held for sale

For an entity presenting segment information in accordance with FRS 108 Operating Segments, the entity discloses the reportable segment in which the non-current asset (or disposal group) is presented in accordance with FRS 108 Operating Segments.

16. Property, Plant And Equipment

		Group			
		Leasehold land and buildings	Properties under construction	Plant and equipment	Total
		$'000	$'000	$'000	$'000
FRS 16.73(d), (e) FRS 16.74(b)	**Cost or valuation:**				
	At January 1, 2008	448,096	74,002	77,322	599,420
	Additions	-	3,698	31,690	35,388
	Exchange differences	(1,569)	-	(142)	(1,711)
	Disposal	-	-	(5,000)	(5,000)
	Revaluation decrease	(14,328)	-	-	(14,328)
	At December 31, 2008	432,199	77,700	103,870	613,769
	Additions	-	17,260	44,359	61,619
	Acquired on acquisition of a subsidiary	-	-	8,907	8,907
	Exchange differences	2,103	-	972	3,075
	Disposal of a subsidiary	-	-	(22,402)	(22,402)
	Disposals	-	-	(6,413)	(6,413)
	Reclassified as held for sale	-	-	(3,400)	(3,400)
	Revaluation increase	51,486	-	-	51,486
	At December 31, 2009	485,788	94,960	125,893	706,641
FRS 16.73(a)	Comprising:				
	December 31, 2008				
	At cost	-	77,700	103,870	181,570
	At valuation	432,199	-	-	432,199
		432,199	77,700	103,870	613,769
	December 31, 2009				
	At cost	-	94,960	125,893	220,853
	At valuation	485,788	-	-	485,788
		485,788	94,960	125,893	706,641
	Accumulated depreciation:				
	At January 1, 2008	-	-	39,681	39,681
	Depreciation	10,694	-	8,348	19,042
	Exchange differences	(794)	-	(102)	(896)
	Eliminated on disposal	-	-	(1,000)	(1,000)
	Eliminated on revaluation	(9,900)	-	-	(9,900)

		Group			
		Leasehold land and buildings	Properties under construction	Plant and equipment	Total
		$'000	$'000	$'000	$'000
	At December 31, 2008	-	-	46,927	46,927
	Depreciation	13,172	-	16,345	29,517
	Exchange differences	51	-	927	978
	Eliminated on disposal of a subsidiary	-	-	(12,277)	(12,277)
	Eliminated on disposals	-	-	(5,614)	(5,614)
	On assets reclassified as held for sale	-	-	(1,702)	(1,702)
	Eliminated on revaluation	(13,223)	-	-	(13,223)
FRS 16.73(d), (e)	At December 31, 2009	-	-	44,606	44,606
FRS 36.126(a)	**Impairment:**				
	Impairment loss recognised in the year ended December 31, 2009 and balance at December 31, 2009	-	-	4,130	4,130
	Carrying amount:				
	At December 31, 2009	485,788	94,960	77,157	657,905
	At December 31, 2008	432,199	77,700	56,943	566,842

FRS 36.130(a)–(g)
FRS 36.126 (a)

During the year, the group carried out a review of the recoverable amount of its manufacturing plant and equipment, having regard to its ongoing programme of modernisation and the introduction of new product lines. These assets are used in the group's electronic goods segment(3). The review led to the recognition of an impairment loss of $4.13 million that has been recognised in profit or loss, and included in the line item [depreciation and amortisation expense/cost of sales]. The recoverable amount of the relevant assets has been determined on the basis of their value in use. The discount rate used in measuring value in use was 9%. The discount rate used when the recoverable amount of these assets was previously estimated in 2005 was 8%.

FRS 17.31(a)
FRS 107.14

The carrying amount of the group's plant and equipment includes an amount of $2.55 million (2008: $1.40 million) secured in respect of assets held under finance leases.

FRS 16.74(a)
FRS 107.14

The group has pledged land and buildings having a carrying amount of approximately $370 million (2008: $320 million) to secure banking facilities granted to the group.

FRS 16.77(a) - (d)

Land and buildings were revalued at December 31, 2009 by Messrs. Low, Poh & Koh, independent valuers not connected with the group, by reference to market evidence of recent transactions for similar properties. The valuation conforms to International Valuation Standards.

Notes to financial statements

FRS 16.77(e)

At December 31, 2009, had the land and buildings been carried at historical cost less accumulated depreciation and accumulated impairment losses, their carrying amounts would have been approximately $390 million (2008: $410 million).

FRS 16.81

Guidance Notes - Property, Plant and Equipment

1. Revaluation of property, plant and equipment

Entities that had revalued their property, plant and equipment before January 1, 1984 (in accordance with the prevailing accounting standard at that time) or performed a one-off revaluation of its property, plant and equipment between January 1, 1984 and December 31, 1996, need not revalue their assets.

2. Details of properties

LM 1207(10)(a)

Where the company is listed, in respect of land and buildings, a breakdown in value in terms of freehold and leasehold shall be disclosed in the annual report. Where properties have been revalued, the portion of the aggregate value of land and buildings that is based on valuation as well as the valuation date shall be stated. Where the aggregate value for all properties for development or sale held by the group represent more than 15% of the consolidated pre-tax operating profit, the issuer must disclose the following information as a note to the financial statements:

i. a brief description and location of the property;
ii. if in the course of construction, the stage of completion as at the date of the financial statements and the expected completion date;
iii. the existing use;
iv. the site and gross floor area of the property; and
v. the percentage interest in the property.

Provided that if, in the opinion of the directors, the number of such properties is such that compliance with this requirement would result in particulars of excessive length being given, compliance is required only for properties, which in the opinion of the directors, are material.

3. Impairment disclosures

FRS 36.130(c)(ii)

An entity that reports segment information in accordance with FRS 108 Operating Segments discloses the reportable segment that the asset belongs to.

17. Investment Property

FRS 40.76

	Group	
	2009	2008
	$'000	$'000
At fair value		
Balance at beginning of year	11,409	11,299
Additions through subsequent expenditure	-	-
Acquisitions through business combinations	-	-
Other acquisitions	-	-
Disposals	-	-
Property reclassified as held for sale	-	-
Gain from fair value adjustments included in profit or loss	100	-
Net foreign currency exchange differences	491	110
Transfers	-	-
Other changes	-	-
Balance at end of year	12,000	11,409

FRS 40.75(a)
FRS 40.75(d),(e)

The fair values of the group's investment property at December 31, 2009 and 2008 have been determined on the basis of valuations carried out at the respective year end dates by independent valuers having an appropriate recognised professional qualification and recent experience in the location and category of the properties being valued. The valuations were arrived at by reference to market evidence of transaction prices for similar properties, and were performed in accordance with International Valuation Standards.

All of the group's investment property is held under freehold interests.

FRS 40.75(f)(g i-ii)

The property rental income from the group's investment properties all of which are leased out under operating leases, amounted to $0.6 million (2008: $0.07 million). Direct operating expenses (including repairs and maintenance) arising from the rental-generating investment properties amounted to $0.4 million (2008: $0.05 million).

Notes to financial statements

LM 1207(10)(b)

Guidance Notes - Details of investment properties

Where the company is listed, in respect of land and buildings, a breakdown in value in terms of freehold and leasehold shall be disclosed in the annual report. Where properties have been revalued, the portion of the aggregate value of land and buildings that is based on valuation as well as the valuation date shall be stated. Where the aggregate value for all properties for investment purposes held by the group represent more than 15% of the consolidated pre-tax operating profit, the issuer must disclose the following information as a note to the financial statements:

i. a brief description and location of the property;
ii. the existing use; and
iii. whether the property is leasehold or freehold. If leasehold, state the unexpired term of the lease.

Provided that if, in the opinion of the directors, the number of such properties is such that compliance with this requirement would result in particulars of excessive length being given, compliance is required only for properties, which in the opinion of the directors, are material.

18. Goodwill

FRS 103.74
FRS 103.75(a)-(h)

	Group
	$'000
Cost:	
At January 1, 2008	2,754
Exchange differences	(216)
At December 31, 2008	2,538
Arising on acquisition of a subsidiary	2,043
Eliminated on disposal of a subsidiary	(1,673)
Reclassified as held for sale	(22)
At December 31, 2009	2,886
Impairment:	
Impairment loss recognised in the year ended December 31, 2009 and balance at December 31, 2009	463
Carrying amount:	
At December 31, 2009	2,423
At December 31, 2008	2,538

Goodwill acquired in a business combination is allocated, at acquisition, to the cash generating units (CGUs) that are expected to benefit from that business combination. Before recognition of impairment losses, the carrying amount of goodwill had been allocated as follows:

		Group	
		2009	2008
FRS 36.134(a)	Electronic goods:	$'000	$'000
	Huiji Electronic Systems (China) Limited (single CGU)	2,043	-
	Construction (comprised several CGUs):		
	residential property construction activities	843	843
	Toy operations:		
	GAAP Playsystems Limited (single CGU)	-	1,695
		2,886	2,538

The group tests goodwill annually for impairment, or more frequently if there are indications that goodwill might be impaired.

FRS 36.134(b)-(d) The recoverable amounts of the CGUs are determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the period. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGUs. The growth rates are based on industry growth forecasts. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

The group prepares cash flow forecasts derived from the most recent financial budgets approved by management for the next five years and extrapolates cash flows for the following five years based on an estimated growth rate of 3%. This rate does not exceed the average long-term growth rate for the relevant markets.

FRS 36.130(g) The rate used to discount the forecast cash flows from Huiji Electronic Systems (China) Limited is 8.9%, and from the group's residential property construction activities is 11.2%.

FRS 36.135(e) As at December 31, 2009, any reasonably possible change to the key assumptions applied not likely to cause the recoverable amounts to be below the carrying amounts of the CGU.

FRS 36.130(a), (b)
FRS 36.130(d) At December 31, 2009, before impairment testing, goodwill of $0.84 million was allocated to the residential property construction CGU within the construction business segment(1). Due to increased competition in the market, the group has revised its cash flow forecasts for this CGU. The residential property CGU has therefore been reduced to its recoverable amount through recognition of an impairment loss against goodwill of $0.46 million.

Guidance Notes - Impairment of Goodwill

FRS 36.130(d)(ii)

1. Impairment testing disclosures

An entity that reports segment information in accordance with FRS 108 *Operating Segments* discloses the amount of the impairment loss recognised or reversed by reportable segment accordance with FRS 108.

19. Other Intangible Assets

FRS 38.118(c), (e)

	Group		
	Development costs	Patents and trademarks	Total
	$'000	$'000	$'000
Cost:			
At January 1, 2008	-	13,000	13,000
Additions	-	18,617	18,617
At December 31, 2008	-	31,617	31,617
Additions	3,600	3,835	7,435
Acquired on acquisition of a subsidiary	-	870	870
At December 31, 2009	3,600	36,322	39,922
Amortisation:			
At January 1, 2008	-	9,477	9,477
Amortisation for the year	-	846	846
At December 31, 2008	-	10,323	10,323
Amortisation for the year	360	2,254	2,614
At December 31, 2009	360	12,577	12,937
Carrying amount:			
At December 31, 2009	3,240	23,745	26,985
At December 31, 2008	-	21,294	21,294

FRS 38.118(a) The intangible assets included above have finite useful lives, over which the assets are amortised. The amortisation period for development costs incurred on the group's e-business development is three years. Patents and trademarks are amortised over their estimated useful lives, which is on average 10 years.

FRS 38.118(d) The amortisation expense has been included in the line item "depreciation and amortisation expense" in profit or loss.

FRS 38.122(b) The group's patents protect the design and specification of its electronic goods produced in Singapore, the United States and Europe. The carrying amount of patents at December 31, 2009 is $20.2 million (2008: $18.4 million). The average remaining amortisation period for these patents is 7 years.

20. Subsidiaries

	Company	
	2009	2008
	$'000	$'000
Unquoted equity shares, at cost	111,650	110,000

FRS 27.42(b)

Details of the company's significant subsidiaries at December 31, 2009 are as follows:

Name of subsidiary	Country of incorporation (or registration) and operation	Proportion of ownership interest		Proportion of voting power held		Principal activity
		2009	2008	2009	2008	
		%	%	%	%	
GAAP Construction Pte Ltd *	Singapore	100	100	100	100	Property investment and construction
GAAP Equipment Leasing Pte Ltd *	Singapore	45	45	45	45	Equipment leasing
GAAP Electronics Sdn Bhd **	Malaysia	100	100	100	100	Manufacture of electronic equipment
GAAP Ventures Pte Ltd *	Singapore	100	100	100	100	Venture capital investments
GAAP Electronics (China) Limited **	People's Republic of China	70	65	70	65	Manufacture of electronic equipment

GAAP Pacific Inc**	U.S.A.	90	90	100	100	Sales and distribution
Huiji Electronic Systems (China) Limited # **	People's Republic of China	100	-	100	-	Manufacture of electronic equipment
GAAP Playsystems Limited ## **	Hong Kong	-	100	-	100	Manufacture of electronic components and toys

LM 717, 718

* Audited by Deloitte & Touche LLP, Singapore.

** Audited by overseas practices of Deloitte Touche Tohmatsu.

\# During the financial year, Huiji Electronic Systems (China) Limited was acquired pursuant to a conditional cash offer (Note 51).

\## GAAP Playsystems Limited was disposed during the financial year (Note 49).

FRS 27.40(c)

Although the company does not own more than 50% of the equity shares of GAAP Equipment Leasing Pte Ltd, and consequently it does not control more than half of the voting power of those shares, it has the power to appoint and remove the majority of the board of directors and control of the entity is by the board. As a result, GAAP Equipment Leasing Pte Ltd is controlled by the company and is consolidated in these financial statements.

LM 717, LM 718

Guidance Notes - Other auditors

Where significant subsidiaries are audited by another firm of auditors, the names of the other auditors are to be disclosed accordingly. A subsidiary is considered significant if its net tangible assets represent 20% or more of the issuer's consolidated net tangible assets, or its pre-tax profits account for 20% or more of the issuer's consolidated pre-tax profits.

21. Associates

	Group 2009 $'000	Group 2008 $'000
Cost of investment in associates	32,920	1,120
Share of post-acquisition profit, net of dividend received	12,140	11,154
	45,060	12,274

Details of the group's significant associates at December 31, 2009 are as follows:

Name of associate	Place of incorporation and operation	Proportion of ownership interest 2009 %	Proportion of ownership interest 2008 %	Proportion of voting power held 2009 %	Proportion of voting power held 2008 %	Principal activity
PAAG Pte Ltd*	Singapore	30	30	17	17	Manufacture of electronic equipment
Apag Limited**	Elbonia	45	45	40	40	Construction

LM 717, 718

* Audited by Deloitte & Touche LLP, Singapore.
**Audited by overseas practices of Deloitte Touche Tohmatsu.

FRS 28.37(c)

Although the group holds less than 20% of the voting power in PAAG Pte Ltd, the group exercises significant influence by virtue of its contractual right to appoint two directors to the board of that company.

FRS 28.37(e)

The financial statements of Apag Limited are made up to October 31, each year. This was the financial reporting date established when the company was incorporated, and a change of reporting date is not permitted in Elbonia. For the purpose of applying the equity method of accounting, the financial statements of Apag Limited for the year ended October 31, 2009 have been used, and appropriate adjustments have been made for the effects of significant transactions between that date and December 31, 2009.

Notes to financial statements

FRS 28.37(b)

Summarised financial information in respect of the group's associates is set out below:

	2009	2008
	$'000	$'000
Total assets	171,340	86,261
Total liabilities	(51,180)	(58,986)
Net assets	120,160	27,275
Group's share of associates' net assets	45,060	12,274

Guidance Notes - Information on group's share of associates

If carrying amount of associates includes goodwill, the information on group's share of associates' net assets would not be equal to the carrying amount of associates.

	2009	2008
	$'000	$'000
Revenue	158,900	94,780
Profit for the year	34,034	2,184
Group's share of associates' profit for the year	12,763	983

FRS 28.37(g)

The group has not recognised losses amounting to $20,000 (2008: $26,000) for PAAG Pte Ltd. The accumulated losses not recognised were $100,000 (2008: $80,000).

LM 717, LM 718

Guidance Notes - Other auditors

Where significant associates are audited by another firm of auditors, the names of the other auditors are to be disclosed accordingly. An associate is considered significant if its net tangible assets represent 20% or more of the issuer's consolidated net tangible assets, or its pre-tax profits account for 20% or more of the issuer's consolidated pre-tax profits.

22. Joint Ventures

FRS 31.56 The group has the following significant interests in joint ventures:

a. 25% share in the ownership of a property located in Singapore. The group is entitled to a proportionate share of the rental income received and bears a proportionate share of the outgoings. The joint venture is audited by Deloitte & Touche LLP, Singapore.
b. 33.5% equity shareholding with equivalent voting power, in JV Electronics Limited, a joint venture established in the People's Republic of China. The joint venture is audited by an overseas practice of Deloitte Touche Tohmatsu.

FRS 31.56 The following amounts are included in the group's financial statements as a result of the proportionate consolidation of JV Electronics Limited:

	2009	2008
	$'000	$'000
Current assets	53,129	46,382
Non-current assets	41,302	38,577
Current liabilities	17,639	15,278
Non-current liabilities	29,214	24,730
Income	8,329	47,923
Expenses	5,702	46,378

Guidance Notes - Other auditors

Where significant joint ventures are audited by another firm of auditors, the names of the other auditors are to be disclosed accordingly. Guidelines similar to those applicable for associates (see above) may be used to determine if a joint venture is significant.

FRS107.6, 7

23. Available-For-Sale Investments

	Group 2009	Group 2008
	$'000	$'000
Quoted equity shares, at fair value	10,407	13,494
Quoted debt securities, at fair value	8,303	8,221
Unquoted equity shares, at fair value	1,010	1,000
Unquoted debt securities, at fair value	512	500
Total available-for-sale investments	20,232	23,215

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

The investments in unquoted equity shares at fair value include an impairment loss of $1.5 million (2008: $1.5 million).

The investments above include investments in quoted equity securities that offer the group the opportunity for return through dividend income and fair value gains. They have no fixed maturity or coupon rate. The fair values of these securities are based on the quoted closing market prices on the last market day of the financial year.

The investments in unquoted equity investments represent investments in companies that are engaged in research and development activities and/or the commercial application of this knowledge. The recoverability of these investments is uncertain and dependent on the outcome of these activities, which cannot presently be determined.

The investments in quoted and unquoted debt securities have effective interest rates ranging from 2.45% to 6.47% (2008: 3.4% to 3.55%) per annum and have maturity dates ranging from April 2011 to September 2021 (2008: August 2010 to June 2015).

The fair values of unquoted equity shares classified as available-for-sale are estimated using discounted cash flow model, which included some assumptions that are not supportable by observable market prices or rates. An earnings growth factor of 5.2% (2008: 4.9%) and a risk adjusted discount factor of 12.2% (2008: 11.9%) are used.

The group's available-for-sale investments that are not denominated in the functional currencies of the respective entities are as follows:

	Group	
	2009	2008
	$'000	$'000
Denominated in:		
United States dollars	13,022	14,856
Japanese yen	2,115	2,782
Euro	1,545	1,770
Sterling pounds	1,010	-

FRS 107.6, 7

24. Other Financial Assets At Fair Value Through Profit Or Loss

	Group	
	2009	2008
	$'000	$'000
Unquoted equity shares, at fair value	1,018	1,000

FRS 28.1

Unquoted equity investments comprise of venture capital investments in 2 entities (2008: 2) which represent more than 20% shareholdings in each entities. These investments are excluded from the scope of FRS 28 – Accounting for Associates and are measured at fair value through profit or loss in accordance with FRS 39 – Financial Instruments: Recognition and Measurement, as they represent an identified portfolio of investments which the group manages together with an intention of profit taking when the opportunity arises.

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

The fair values of unquoted equity shares classified as at fair value through profit or loss are estimated using discounted cash flow model, which included some assumptions that are not supportable by observable market prices or rates. An earnings growth factor of 4.3% (2008: 4.1%) and a risk adjusted discount factor of 12% (2008: 11.5%) are used.

Other financial assets at fair value through profit or loss are denominated in Singapore dollars, the functional currency of the entity.

FRS 107.27B(c)(i)

Changes in the fair value of other financial assets at fair value through profit or loss, amounting to $8,000 (2008: $Nil) have been included in profit or loss for the year as part of "Other gains and losses".

FRS 107.6, 7

25. Held-To-Maturity Financial Assets (Non-current)

	Group	
	2009	2008
	$'000	$'000
Unquoted debt securities, at amortised cost	2,293	2,694

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

The average effective interest rate of the unquoted debt securities is 1.88% (2008: 1.88%) per annum.

As at December 31, 2009, the unquoted debt securities have nominal values amounting to $2.3 million (2008: $2.3 million), with coupon rates ranging from 0.05% to 2.13% (2008: 0.05% to 2.13%) per annum and maturity dates ranging from September 7, 2011 to July 11, 2013 (2008: September 7, 2011 to July 11, 2013).

The unquoted debt securities have fair values amounting to $2.1 million (2008: $2.7 million).

There were no disposals or allowance for impairment for held-to-maturity financial assets.

The held-to-maturity financial assets are denominated in Singapore dollars, the functional currency of the entity.

26. Deferred Tax

FRS 12.81(g)(i)
FRS 12.81(g)(ii)

The following are the major deferred tax liabilities and assets recognised by the group and company, and the movements thereon, during the current and prior reporting periods:

FRS 12.81(a)
FRS 12.81(ab)
FRS 1.90

Group	Accelerated tax depreciation	Deferred development costs	Revaluation of building	Convertible bond-equity component	Retirement benefit obligations	Others	Tax losses	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
At January 1, 2008	3,304	-	1,046	-	(2,561)	-	(295)	1,494
Charge to other comprehensive income for the year	-	-	320	-	-	-	-	320
Charge (credit) to profit or loss for the year (Note 45)	1,712	-	(10)	-	-	(491)	(544)	667
At December 31, 2008	5,016	-	1,356	-	(2,561)	(491)	(839)	2,481
Charge directly to equity for the year	-	-	-	174	-	-	-	174
Charge to other comprehensive income for the year	-	-	3,692	-	-	-	-	3,692
Charge (credit) to profit or loss for the year (Note 45)	4,918	552	-	(57)	181	(1,854)	593	4,333
Acquisition of subsidiary	150	-	-	-	-	-	(351)	(201)
Disposal of subsidiary	(469)	-	(66)	-	280	-	-	(255)
Exchange differences	299	-	27	-	(13)	-	(20)	293
Effect of change in tax rate	(100)	-	(27)	-	51	-	-	(76)
As December 31, 2009	9,814	552	4,982	117	(2,062)	(2,345)	(617)	10,441

FRS 12.81(a)
FRS 12.81(ab)
FRS 1.90

Company	Accelerated tax depreciation	Deferred development costs	Revaluation of building	Convertible bond-equity component	Retirement benefit obligations	Others	Tax losses	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
At January 1, 2008	-	-	-	-	(2,571)	(491)	-	(3,062)
Charge (credit) to profit or loss for the year	-	-	-	-	10	-	-	10
At December 31, 2009	-	-	-	-	(2,561)	(491)	-	(3,052)
Charge directly to equity for the year	-	-	-	174	-	-	-	174
Charge (credit) to profit or loss for the year	-	-	-	(57)	486	(1,863)	-	(1,434)
Effect of change in tax rate	-	-	-	-	13	9	-	22
As December 31, 2009	-	-	-	117	(2,062)	(2,345)	-	(4,290)

Notes to financial statements

Certain deferred tax assets and liabilities have been offset in accordance with the group and company's accounting policy. The following is the analysis of the deferred tax balances (after offset) for balance sheet/statement of financial position purposes:

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Deferred tax liabilities	15,447	5,772	4,407	3,052
Deferred tax assets	(5,006)	(3,291)	(117)	-
	10,441	2,481	4,290	3,052

FRS 12.81(e) Subject to the agreement by the tax authorities, at the end of the reporting period, the group has unutilised tax losses of $11.23 million (2008: $16.53 million) available for offset against future profits. A deferred tax asset has been recognised in respect of $3.52 million (2008: $5.24 million) of such losses. No deferred tax asset has been recognised in respect of the remaining $7.71 million (2008: $11.29 million) due to the unpredictability of future profit streams. Included in unrecognised tax losses are losses of $2.38 million (2008: $3.29 million) that will expire in 2011. Other losses may be carried forward indefinitely subject to the conditions imposed by law including the retention of majority shareholders as defined.

FRS 12.81(f) At the end of the reporting period, the aggregate amount of temporary differences associated with undistributed earnings of subsidiaries for which deferred tax liabilities have not been recognised is $7.9 million (2008: $6.3 million). No liability has been recognised in respect of these differences because the group is in a position to control the timing of the reversal of the temporary differences and it is probable that such differences will not reverse in the foreseeable future.

FRS 12.81(f) Temporary differences arising in connection with interests in associates and jointly controlled entities are insignificant.

Notes to financial statements

FRS 12.80(d)

Guidance Notes – Alternative presentation of deferred tax information

1. Deferred tax balances

Deferred tax assets/(liabilities) arise from the following:

2009/2008

FRS 12.81(a),(g),(ab)

FRS 1.90

Group/Company	Opening balance $'000	Charged to income $'000	Charged directly to equity $'000	Charged to other compr-ehensive income $'000	Acquisitions/ disposals $'000	Exchange differences $'000	Changes in tax rate $'000	Closing balance $'000
Temporary differences								
Cash flow hedges	xx	xx	xx	xx	xx	xx	xx	xx
Equity accounted investments	xx	xx	xx	xx	xx	xx	xx	xx
Property, plant & equipment	xx	xx	xx	xx	xx	xx	xx	xx
Finance leases	xx	xx	xx	xx	xx	xx	xx	xx
Intangible assets	xx	xx	xx	xx	xx	xx	xx	xx
Available-for-sale financial assets	xx	xx	xx	xx	xx	xx	xx	xx
Convertible notes	xx	xx	xx	xx	xx	xx	xx	xx
Exchange difference on foreign subsidiary	xx	xx	xx	xx	xx	xx	xx	xx
Provisions	xx	xx	xx	xx	xx	xx	xx	xx
Doubtful debts	xx	xx	xx	xx	xx	xx	xx	xx
Other financial liabilities	xx	xx	xx	xx	xx	xx	xx	xx
Unclaimed share issue and buy-back costs	xx	xx	xx	xx	xx	xx	xx	xx
Other [describe]	xx	xx	xx	xx	xx	xx	xx	xx
	xx	xx	xx	xx	xx	xx	xx	xx
Unused tax losses and credits								
Tax losses	xx	xx	xx	xx	xx	xx	xx	xx
Foreign tax credits	xx	xx	xx	xx	xx	xx	xx	xx
Other	xx	xx	xx	xx	xx	xx	xx	xx
	xx	xx	xx	xx	xx	xx	xx	xx
	xx	xx	xx	xx	xx	xx	xx	xx

Guidance Notes – Alternative presentation of deferred tax information (continued)

Deferred tax balances are presented in the balance sheet/statement of financial position as follows:

	2009	2008
	$'000	$'000
Deferred tax liabilities	xx	xx
Directly associated with assets held for sale (note x)	xx	xx
	xx	xx

2. Unrecognised deferred tax assets

	2009	2008
	$'000	$'000
The following deferred tax assets have not been recognised at the end of the reporting period:		
Tax losses - revenue	xx	xx
Tax losses - capital	xx	xx
Unused tax credits (expire [date])	xx	xx
Temporary differences	xx	xx
	xx	xx

The unrecognised tax losses will expire in 2011

3. Unrecognised taxable temporary differences associated with investments and interests

	2009	2008
	$'000	$'000
Taxable temporary differences in relation to investments in subsidiaries, branches and associates and interests in joint ventures for which deferred tax liabilities have not been recognised are attributable to the following:		
Domestic subsidiaries	xx	xx
Foreign subsidiaries	xx	xx
Associates and jointly controlled entities	xx	xx
Other [describe]	xx	xx
	xx	xx

FRS 107.7

27. Bank Overdrafts And Loans

	Group	
	2009	2008
	$'000	$'000
Secured – at amortised cost		
Bank overdrafts	1,907	1,909
Bank loans	448,753	525,530
	450,660	527,439
Less: Amount due for settlement within 12 months (shown under current liabilities)	(94,307)	(78,686)
Amount due for settlement after 12 months	356,353	448,753

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

The group's borrowings that are not denominated in the functional currencies of the respective entities are as follows:

2009			Group		
Denominated in:	SGD	USD	JPY	EUR	Total
	$'000	$'000	$'000	$'000	$'000
Bank overdrafts	182	288	530	907	1,907
Bank loans	1,000	-	-	-	1,000
	1,182	288	530	907	2,907
2008					
Bank overdrafts	434	282	842	351	1,909
Bank loans	2,000	-	-	-	2,000
	2,434	282	842	351	3,909

The average effective interest rates paid were as follows:

	Group 2009	Group 2008
Bank overdrafts	8.7%	9.2%
Bank loans	7.8%	8.1%

FRS 107.25,26,29(a) Bank loans of \$72.27 million (2008: \$72.27 million) are arranged at fixed interest rates and expose the group to fair value interest rate risk. Other borrowings are arranged at floating rates, thus exposing the group to cash flow interest rate risk.

Management estimates the fair value of the group's borrowings, by discounting their future cash flows at the market rate, to be as follows:

	Group 2009 $'000	Group 2008 $'000
Bank overdrafts	1,907	1,909
Bank loans	463,000	530,000

Bank overdrafts are repayable on demand. Overdrafts of \$1.1 million (2008: \$1.1 million) have been secured by a charge over the group's inventories. The average effective interest rate on bank overdrafts approximated 8.7% (2008: 9.2%) in the year and is determined based on 2% plus prime rate.

The group has two principal bank loans:

a. a loan of \$376.49 million (2008: \$463.27 million). The loan was raised on February 1, 2006. Repayments commenced on January 31, 2009 and will continue until January 2, 2013. The loan is secured by a charge over certain of the group's properties. The loan carries interest at 1% plus prime rate.
b. a loan of \$72.27 million (2008: \$72.27 million) secured on certain current and non-current assets of the group. This loan was advanced on July 1, 2008 and is due for repayment on January 3, 2012. The bank loan carries fixed interest rate at 8% (2008: 8%) per annum.

FRS 7.50 At December 31, 2009, the group had available \$200 million (2008: \$200 million) of undrawn committed borrowing facilities in respect of which all conditions precedent had been met.

FRS 107.18

Guidance Notes – Breach of loan agreement

If applicable, the following is an illustrative disclosure:

During 2009, the group was late in paying interest for the first quarter on one of its loans with a carrying amount of $x million. The delay arose because of a temporary lack of funds on the date interest was payable due to a technical problem on settlement. The interest payment outstanding of $y was repaid in full on the following day, including the additional interest and penalty. The lender did not request accelerated repayment of the loan and the terms of the loan were not changed. Management has reviewed the group's settlement procedures to ensure that such circumstances do not recur.

28. Trade And Other Payables

FRS 107.7

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Trade creditors and accruals	172,396	115,265	351	298
Loans from holding company (Note 5)	15,042	15,008	2,582	4,157
Amounts due to construction contract customers (Note 9)	3,587	3,904	-	-
Financial guarantee contracts	24	18	-	-
Other payables due to holding company (Note 5)	231	139	-	-
Other payables due to related companies (Note 5)	149	78	-	-
Other payables due to subsidiaries (Notes 5 and 20)	-	-	111	79
	191,429	134,412	3,044	4,534

FRS 107.7

The average credit period on purchases of goods is 3 months (2008: 3 months). No interest is charged on the trade payables for the first 60 days from the date of invoice. Thereafter, interest is charged at 2% (2008: 2%) per annum on the outstanding balance. The group has financial risk management policies in place to ensure that all payables are within the credit timeframe.

Trade creditors and accruals principally comprise amounts outstanding for trade purchases and ongoing costs.

Loans from the holding company are unsecured, interest-free and repayable on demand.

The group is a party to a financial guarantee contract where an entity in the group has provided a financial guarantee to a bank in respect of an entity external to the group. GAAP Singapore Ltd (the company) also provides a financial guarantee to a bank in respect of loans borrowed by certain subsidiaries. No material adjustment was required in the separate financial statements of the company to recognise the financial guarantee liability.

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

The group and company's trade and other payables that are not denominated in the functional currencies of the respective entities are as follows:

	Group		Company	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Denominated in:				
United States dollars	101,136	86,125	1,332	1,824
Singapore dollars	13,330	6,095	-	-
Euro	12,762	10,292	560	485

29. Finance Leases

		Group			
		Minimum lease payments		Present value of minimum lease payments	
		2009	2008	2009	2008
		$'000	$'000	$'000	$'000
FRS 17.31(b)	Amounts payable under finance leases:				
	Within one year	1,655	2,245	1,470	1,483
	In the second to fifth years inclusive	1,014	1,365	923	1,244
		2,669	3,610	2,393	2,727
	Less: future finance charges	(276)	(883)	N/A	N/A
FRS 1.61	Present value of lease obligations	2,393	2,727	2,393	2,727
	Less: Amount due for settlement within 12 months (shown under current liabilities)			(1,470)	(1,483)
	Amount due for settlement after 12 months			923	1,244

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

FRS 17.31(e)
FRS 107.7

It is the group's policy to lease certain of its plant and equipment under finance leases. The average lease term is 4 years. For the year ended December 31, 2009, the average effective borrowing rate was 8.5% (2008: 8.8%). Interest rates are fixed at the contract date, and thus expose the group to fair value interest rate risk. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

All lease obligations are denominated in Singapore dollars.

FRS 107.25 The fair value of the group's lease obligations approximates their carrying amount.

FRS 16.74(a) The group's obligations under finance leases are secured by the lessors' title to the leased assets.

30. Provisions

FRS 37.84(a) - (c)

	Group			
	Warranty provision	Provision for rectification work	Other	Total
	$'000	$'000	$'000	$'000
At January 1, 2009	1,572	-	493	2,065
Contingent liability recognised on the acquisition of Huiji Electronic Systems (China) Limited	-	-	21	21
Unwinding of discount	-	-	-	-
Additional provision in the year	946	14,170	58	15,174
Utilisation of provision	(298)	(8,112)	(300)	(8,710)
At December 31, 2009	2,220	6,058	272	8,550

	Group	
	2009	2008
	$'000	$'000
Analysed as:		
Current liabilities	6,432	2,065
FRS 1.61 Non-current liabilities	2,118	-
	8,550	2,065

FRS 37.85 The provision for warranty claims represents the present value of the directors' best estimate of the future outflow of economic benefits that will be required under the group's 12-month warranty program for electronic products. The estimate has been made on the basis of historical warranty trends and may vary as a result of new materials, altered manufacturing processes or other events affecting product quality.

FRS 37.85 The provision for rectification work relates to the estimated cost of work agreed to be carried out for the rectification of goods supplied to one of the group's major customers (Note 47). Anticipated expenditure for 2010 is $3.94 million, and for 2011 is $2.12 million. These amounts have not been discounted for the purpose of measuring the provision for rectification work, because the effect is not material.

FRS 37.86
FRS 103.50 On the acquisition of Huiji Electronic Systems (China) Limited (Note 51), the group recognised an additional contingent liability in respect of employees' compensation claims outstanding against that entity. The amount was settled prior to the end of the reporting period.

FRS 37.85(a),(b)

Guidance Notes - Disclosure of other types of provisions

Where applicable, the following illustrative notes could be used:

i. The provision for onerous lease contracts represents the present value of the future lease payments that the group is presently obligated to make under non-cancellable onerous operating lease contracts, less revenue expected to be earned on the lease including estimated future sub-lease revenue, where applicable. The estimate may vary as a result of changes in the utilisation of the leased premises and sub-lease arrangements where applicable. The unexpired term of the leases range from 3 to 5 years.

ii. The provision for restructuring and termination costs represents the present value of the directors' best estimate of the direct costs of the restructuring that are not associated with the ongoing activities of the group, including termination benefits. The restructuring is expected to be completed by [date].

iii. The provision for decommissioning costs represents the present value of the directors' best estimate of the future outflow of economic benefits that will be required to remove leasehold improvements from leased property. The estimate has been made on the basis of quotes obtained from external contractors. The unexpired term of the leases range from 3 to 5 years.

31. Convertible Loan Notes

FRS 107.7

The convertible loan notes were issued on April 1, 2009, and are secured by a personal guarantee of a director. The notes are convertible into ordinary shares of the company at any time between the date of issue of the notes and their settlement date at the option of the holder. On issue, the loan notes were convertible at 18 shares per $10 loan note.

If the notes are not converted, they will be redeemed on April 1, 2011 at par. Interest of 5% will be paid annually until settlement date.

The net proceeds received from the issue of the convertible loan notes have been split between the liability element and an equity component, representing the fair value of the embedded option to convert the liability into equity of the group, as follows:

	Group and Company
	2009
	$'000
Nominal value of convertible loan notes issued	25,000
Equity component (net of deferred tax)	(821)
Deferred tax liability	(174)
Liability component at date of issue	24,005
Interest charged	1,260
Interest paid	(938)
Liability component at December 31, 2009	24,327

Guidance Notes – Disclosures required by FRS 107

If information about contractual and effective interest rates, maturity dates, foreign currency denomination and fair values have been presented in Note 4 "Financial Instruments, Financial Risks and Capital Risks Management", it is not necessary to repeat the same information in this note.

FRS 107.7

The interest charged for the year is calculated by applying an effective interest rate of 7% to the liability component for the nine month period since the loan notes were issued.

FRS 107.25
FRS 107.27

The directors estimate the fair value of the liability component of the convertible loan notes at December 31, 2009 to be approximately $23.7 million. This fair value has been calculated by assuming redemption on April 1, 2011 and using a 7% interest rate based on a quoted swap rate of 6% for a 15 months loan and holding the credit risk margin constant.

32. Retirement Benefit Obligations

FRS 19.44

Defined contribution plans

The employees of GAAP Singapore Ltd and its subsidiaries that are located in Singapore are members of a state-managed retirement benefit plan, the Central Provident Board Fund, operated by the Government of Singapore. The company and the subsidiaries are required to contribute a specified percentage of payroll costs to the retirement benefit scheme to fund the benefits. The only obligation of the group with respect to the retirement benefit plan is to make the specified contributions.

The group operates defined contribution retirement benefit plans for all qualifying employees of its construction and leasing divisions in the People's Republic of China and U.S.A. The assets of the plans are held separately from those of the group in funds under the control of trustees. Where employees leave the plans prior to the contributions fully vesting, the contributions payable by the group are reduced by the amount of forfeited contributions.

FRS 19.46

The total expense recognised in profit or loss of $9.8 million (2008: $7.3 million) represents contributions payable to these plans by the group at rates specified in the rules of the plans. As at December 31, 2009, contributions of $0.7 million (2008: $0.8 million) due in respect of current financial year had not been paid over to the plans. The amounts were paid over subsequent to the end of the reporting period.

Defined benefit plan

FRS 19.120A(b)

The group operates a funded defined benefit plan for qualifying employees of its subsidiaries in the People's Republic of China, and previously for the employees of GAAP Playsystems Limited. Under the plan, the employees are entitled to retirement benefits varying between 40% and 65% of final salary on attainment of a retirement age of 60. No other post-retirement benefits are provided.

The actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out at December 31, 2009 by Ms L.H. Poh, Fellow of the Institute of Actuaries (2008: Ms L.H. Poh, Fellow of the Institute of Actuaries). The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

FRS 19.120A(n) The principal assumptions used for the purpose of the actuarial valuations were as follows:

	Valuation at 2009	Valuation at 2008
Discount rate	7%	7%
Expected return on plan assets	9%	8%
Expected rate of salary increases	5%	5%
Future pension increases	4%	4%

FRS 19.120A(f) The amount recognised in the balance sheet/statement of financial position in respect of the group's defined benefit retirement benefit plan is as follows:

	Group 2009 $'000	Group 2008 $'000
Present value of funded obligations	180,512	177,395
Fair value of plan assets	(125,093)	(118,828)
	55,419	58,567
Unrecognised actuarial losses	(17,310)	(15,372)
Unrecognised past service cost	(4,181)	(4,721)
Net liability recognised in the balance sheet/ statement of financial position	33,928	38,474

FRS 19.120A(g) Amounts recognised in profit or loss in respect of the defined benefit plan are as follows:

	Group 2009 $'000	Group 2008 $'000
Current service cost	17,561	12,297
Interest on obligation	9,021	7,057
Expected return on plan assets	(10,443)	(9,503)
Actuarial losses recognised in the year	-	1,309
Past service cost	540	1,888
	16,679	13,048

FRS 19.120A(g) The charge for the year is included in the employee benefits expense in profit or loss. [Where analysis of expenses recognised in profit or loss is by nature]

OR

Of the charge for the year, $12.83 million (2008: $10.04 million) is included in profit or loss in cost of sales and $3.85 million (2008: $3.01 million) is included in administrative expenses. [Where analysis of expenses recognised in profit or loss is by function]

The actual return on plan assets was $10.32 million (2008: $9.7 million).

FRS 19.120A(m)

FRS 19.120A(c) Changes in the present value of the defined benefit obligation are as follows:

	Group	
	2009	2008
	$'000	$'000
Opening defined benefit obligation	177,395	169,541
Service cost	17,561	12,297
Interest cost	9,021	7,057
Actuarial losses	2,238	2,512
Obligation transferred on disposal of subsidiary	(4,932)	-
Obligation acquired on acquisition of a subsidiary	2,436	-
Exchange differences	138	(721)
Benefits paid	(23,345)	(13,291)
Closing defined benefit obligation	180,512	177,395

FRS 19.120A(e) Changes in the fair value of plan assets are as follows:

	Group	
	2009	2008
	$'000	$'000
Opening fair value of plan assets	118,828	108,095
Expected return	10,443	9,503
Actuarial gains	300	995
Contributions by employer	18,429	14,440
Exchange difference	438	(914)
Benefits paid	(23,345)	(13,291)
Closing fair value of plan assets	125,093	118,828

FRS 19.120A(j) The fair value of plan assets at the end of the reporting period is analysed as follows:

	Group	
	2009	2008
	$'000	$'000
Equity instruments	3,182	4,629
Debt instruments	34,096	38,735
Property	29,717	18,226
Other assets	58,098	57,238
	125,093	118,828

FRS 19.120A(k) The plan assets do not include any of the group's own financial instruments, nor any property occupied by, or other assets used by, the group.

FRS 19.120A(l) The expected rates of return on individual categories of plan assets are determined by reference to relevant indices published by the Singapore Exchange Securities Trading Limited. The overall expected rate of return is calculated by weighting the individual rates in accordance with the anticipated balance in the plan's investment portfolio.

FRS 19.120A(p) The history of the plan for the current and prior years is as follows:

	Group	
	2009	2008
	$'000	$'000
Present value of defined benefit obligation	180,512	177,395
Fair value of plan assets	(125,093)	(118,828)
Deficit	55,419	58,567
Experience adjustments on plan liabilities	1,862	784
Experience adjustments on plan assets	300	684

FRS 19.120A(q) The group expects to contribute approximately $16 million (2008: $18 million) to its defined benefit plan in 2009.

33. Share-Based Payments

Equity-settled share option scheme

FRS 102.45(a)

The company has a share option scheme for all employees of the company. The scheme is administered by the Remuneration and Share Option Committee. Options are exercisable at a price based on the average of the last done prices for the shares of the company on the Singapore Exchange Securities Trading Limited for the three market days preceding the date of grant. The Remuneration and Share Option Committee may at its discretion fix the exercise price at a discount not exceeding 20% to the above price. The vesting period is 2 years. If the options remain unexercised after a period of 5 years from the date of grant, the options expire. Options are forfeited if the employee leaves the group before the options vest.

Details of the share options outstanding during the year are as follows:

FRS 102.45(b)

	Group and company			
	2009		2008	
	Number of share options	Weighted average exercise price	Number of share options	Weighted average exercise price
		$		$
Outstanding at the beginning of the year	4,500,000	4.31	2,210,000	4.40
Granted during the year	1,700,000	4.51	2,300,000	4.22
Forfeited during the year	(1,000)	4.45	(10,000)	4.50
Exercised during the year	(650,000)	4.45	-	-
Expired during the year	(60,000)	4.45	-	-
Outstanding at the end of the year	5,489,000	4.38	4,500,000	4.31
Exercisable at the end of the year	1,789,000		1,000,000	

FRS 102.45(c), (d)

The weighted average share price at the date of exercise for share options exercised during the year was $4.65 (2008: $4.37). The options outstanding at the end of the year have a weighted average remaining contractual life of 3.4 years (2008: 3.6 years).

FRS 102.47(a)

In 2009, options were granted on March 31, June 30 and October 31. The estimated fair values of the options granted on those dates were $1.84, $2.35 and $2.84 respectively. In 2008, options were granted on June 30 and December 31. The estimated fair values of the options granted on those dates were $1.22 and $2.22 respectively.

These fair values for share options granted during the year were calculated using The Black-Scholes pricing model. The inputs into the model were as follows:

	2009	2008
Weighted average share price	$4.65	$4.37
Weighted average exercise price	$4.51	$4.22
Expected volatility	40%	35%
Expected life	4	4
Risk free rate	3.5%	3.0%
Expected dividend yield	2%	Nil

FRS 102.47(a)

Expected volatility was determined by calculating the historical volatility of the company's share price over the previous 4 years. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non transferability, exercise restrictions and behavioural considerations.

FRS 102.51(a)

The group and the company recognised total expenses of $2.86 million (2008:$1.2 million) related to equity-settled share-based payment transactions during the year.

Guidance Notes - Sharebased payment modifications

FRS 102.47(c) requires that for share-based payment arrangements that were modified during the period, the entity is required to disclose:

i. an explanation of those modifications;

ii. the incremental fair value granted (as a result of those modifications); and

iii. information of how the incremental fair value granted was measured, consistently with the requirements set out in FRS 102.47(a) & (b).

FRS 102.45(a) FRS 102.51(a), (b)

Cash-settled share-based payments

The group issued to certain employees share appreciation rights ("SARs") that require the group to pay the intrinsic value of the SAR to the employee at the date of exercise. At December 31, 2009, the group and the company have recorded liabilities of $6.53 million (2008: $3.52 million). The fair value of the SARs is determined using the Black-Scholes pricing model using the assumptions noted above. The group and the company recorded total expenses of $3.01 million (2008: $3.52 million) during the year in respect of SARs. At December 31, 2009, the total intrinsic value of the vested SARs was Nil (2008: $Nil).

Other share-based payment plan

FRS 102.45(a)

Under the company's employee share purchase plan, all employees may purchase the company's shares at 85% of the closing market price on the date of grant during a two-week period each year. Employees may purchase shares having a value not exceeding 15% of their gross compensation during the offering period. The shares so purchased are generally placed in the employees share savings plan and will only be released to employees who remain in the company's employment for a period of three years from the date of grant. Pursuant to the plan, the company issued 1,000,000 shares (2008: Nil) during the year, at an average share price of $4.65 (2008: $Nil). The discount of $0.7 million (2008: $Nil) will be expensed over the vesting period of 3 years.

FRS 1.79(a)

34. Share Capital

	Group and company			
	2009	2008	2009	2008
	Number of ordinary shares		$'000	$'000
Issued and paid up:				
At the beginning of the year	120,000,000	120,000,000	152,098	152,098
Exercise of share options	650,000	-	650	-
Issued for cash	1,000,000	-	5,350	-
At the end of the year	121,650,000	120,000,000	158,098	152,098

Fully paid 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.

Share options over ordinary shares granted under the employee share option plan:

As at December 31, 2009, employees held options over 5,489,000 ordinary shares (of which 3,700,000 are unvested) in aggregate. The number of options and their expiry dates are as follows:

FRS 1.79(a)

Number of options	Expiring on:
1,789,000	June 30, 2010
1,000,000	June 30, 2012
1,000,000	December 31, 2012
250,000	March 31, 2013
1,150,000	June 30, 2013
300,000	October 30, 2013
5,489,000	

As at December 31, 2008, employees held options over 4,500,000 ordinary shares (of which 2,000,000 are unvested) in aggregate. The number of options and their expiry dates are as follows:

Number of options	Expiring on:
2,500,000	June 30, 2010
1,000,000	June 30, 2012
1,000,000	December 31, 2012
4,500,000	

Share options granted under the employee share option plan carry no rights to dividends and no voting rights. Further details of the employee share option plan are contained in Note 33 to the financial statements.

FRS 32.34

35. Treasury Shares

	Group and company			
	2009	2008	2009	2008
	Number of ordinary shares		$'000	$'000
At beginning of the year	-	-	-	-
Repurchased during the year	200,000	-	500	-
At end of the year	200,000	-	500	-

The company acquired 200,000 of its own shares through purchases on the Singapore Exchange during the year. The total amount paid to acquire the shares was $0.5 million and has been deducted from shareholders' equity. The shares are held as 'treasury shares'. The company intends to reissue these shares to executives who exercise their share options under the employee share option plan.

Guidance Notes - Nature and purpose of reserve

FRS 1.79(b) requires an entity to disclose the description of the nature and purpose of each reserve within equity, either in the balance sheet/statement of financial position or in the statement of changes in equity or in the notes to the financial statements, e.g. in the accounting policy notes or as presented in the following paragraphs.

36. Capital Reserves

FRS 1.79(b)

The equity reserve represents the equity component of convertible debt instruments.

The share option reserve arises on the grant of share options to employees under the employee share option plan. Further information about share-based payments to employees is set in Notes 33 and 34 of the financial statements.

FRS 1.79(b)

37. Revaluation Reserves

The property revaluation reserve arises on the revaluation of land and buildings. Where revalued land or buildings are sold, the portion of the property revaluation reserve that relates to that asset, and is effectively realised, is transferred directly to retained earnings.

FRS 16.77(f)

The revaluation reserves are not available for distribution to the company's shareholders.

The investments revaluation reserve arises on the revaluation of available-for-sale financial assets. Where a revalued financial asset is sold, the portion of the reserve that relates to that financial asset, and is effectively realised, is recognised in profit or loss. Where a revalued financial asset is impaired, the portion of the reserve that relates to that financial asset is recognised in profit or loss.

FRS 1.79(b)

38. Hedging And Translation Reserves

The hedging reserve represents hedging gains and losses recognised on the effective potion of cash flow hedges. The cumulative deferred gain or loss on the hedge recognised in other comprehensive income and accumulated in hedging reserves is reclassified to profit or loss when the hedged transaction impacts the profit or loss, or is included as a basis adjustment to the non-financial hedged item, consistent with the applicable accounting policy.

Exchange differences relating to the translation from the functional currencies of the group’s foreign subsidiaries into Singapore dollars are brought to account by recognising those exchange differences in other comprehensive income and accumulating them in a separate component of equity under the header of foreign currency translation reserves. Gains and losses on hedging instruments that are designated as hedges of net investments in foreign operations are also recognised in other comprehensive income and accumulated in a separate component of equity under the header of foreign currency translation reserves.

FRS 1.92

39. Components Of Other Comprehensive Income

Other comprehensive income:

		Group	
		2009	2008
		$'000	$'000
	Revaluation of property:		
	Gain (loss) on revaluation of property	64,709	(4,428)
	(Deferred tax liability arising) reversal of deferred tax liability on revaluation of land and buildings	(3,692)	320
	Cash flow hedges:		
FRS 107.23(d)	Gains arising during the year	1,723	1,623
FRS 107.23(e)	Reclassification to profit or loss from equity on cash flow hedges	(995)	(895)
FRS 107.20(a)	Transfer to initial carrying amount of non-financial hedged item on cash flow hedges	(218)	(118)
	Available-for-sale investments:		
	Gains arising during the year	251	151
	Reclassification to profit or loss from equity on disposal of available-for-sale investments	(611)	(511)
	Exchange differences on translation of foreign operations	(12,127)	2,706
	Other comprehensive income for the year, net of tax	49,040	(1,152)

Guidance Notes - Reclassification adjustments

FRS 1.94 allows an entity to present reclassification adjustments in the statement of comprehensive income or in the notes. An entity presenting reclassification adjustments in the notes presents the components of other comprehensive income after any related reclassification adjustments.

40. Revenue

FRS 18.35(b) An analysis of the group's revenue for the year, for both continuing and discontinued operations, is as follows:

		Group	
		2009	2008
		$'000	$'000
	Continuing operations		
FRS 11.39(a)	Sales of electronics goods	743,127	504,633
	Revenue from construction contracts	304,073	209,562
	Equipment leasing income	16,858	13,492
	Property rental income	602	563
		1,064,660	728,250
	Discontinued operations		
	Sales of toys	159,438	141,203
		1,224,098	869,453

Guidance Notes - Revenue

If not apparent from other notes, an analysis of amounts that were reclassified from equity to profit or loss for the period is required, showing the amount included in each line item in the statement of comprehensive income. An example of such an analysis is as follows:

A portion of the group's revenue from the sale of goods denominated in foreign currencies is cash flow hedged. The amounts disclosed above for revenue from the sale of goods include the reclassification of the effective amount of the foreign currency derivatives that are used to hedge foreign currency revenue from equity. The amount included in revenue from continuing operations is $ x million (2008: $ x million) and revenue from discontinued operations is $ x million (2008: $ x million).

41. Segment Information

Guidance Notes - Requirement to present segment information

The following segment information is required by FRS 108 *Operating Segments*, to be presented in the consolidated financial statements of a group with a parent (and in the separate or individual financial statements of an entity):
- whose debt or equity instruments are traded in a public market; or
- that files, or is in the process of filing, its (consolidated) financial statements with a securities commission or other regulatory organisation for the purpose of issuing any class of instruments in a public market.

Products and services from which reportable segments derive their revenues

FRS 108.22

In prior years, segment information reported externally was analysed on the basis of the types of goods supplied and services provided by the group's operating divisions (i.e. electronic goods, construction services, and leasing services). However, information reported to the group's chief operating decision maker for the purposes of resource allocation and assessment of segment performance is more specifically focused on the category of customer for each type of goods and services. The principal categories of customer for these goods and services are corporate customers, government customers, wholesale customers and retail customers. The group's reportable segments under FRS 108 are therefore as follows:

Electronic equipment	– corporate customers – government customers – wholesale customers – retail customers
Construction services	– corporate customers – government customers
Leasing services	– corporate customers – government customers – retail customers

FRS 108.16

The electronic equipment segment supply industrial electronic equipment to support the operations of heavy industrial machinery, military equipment and automotives, electronic security systems and office electronic equipment (calculators, computer peripherals etc). It also supplied electronic toys prior to discontinuation (see below).

In prior years, the group was involved in the manufacture and sale of electronic toys, which was reported under the electronic goods segment under FRS 14. That operation was discontinued with effect from 30 November 2009 (see note 46). For FRS 108 purposes, the electronic toy operation is included in the electronic equipment reportable segments.

Information regarding the group's reportable segments is presented below. Amounts reported for the prior year have been restated to conform to the requirements of FRS 108.

Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segment:

FRS 108.23
FRS 108.23(a)

	Revenue		Net profit	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Continuing operations				
Electronic equipment*				
- corporate customers	301,000	244,983	56,980	14,843
- government customers	113,006	57,120	6,890	3,567
- wholesale customers	290,627	184,011	26,422	14,583
- retail customers	38,494	18,519	5,000	1,000
Construction services				
- corporate customers	200,000	189,562	25,995	10,157
- government customers	104,073	20,000	5,879	3,930
Leasing services				
- corporate customers	9,800	7,821	9,500	5,400
- government customers	5,820	5,234	5,799	3,820
- retail customers	1,840	1,000	1,400	709
Total for continuing operations	1,064,660	728,250	143,865	58,009
Share of profits of associates			12,763	983
Investment revenue			3,501	717
Central administration costs and directors' salaries			(18,114)	(8,176)
Other gains and losses			120	(50)
FRS 108.28(b) Finance costs			(36,870)	(31,613)
Profit before tax (continuing operations)			105,265	19,870

* excluding electronic toys

Discontinuing operations

	Electronic equipment				
	- retail customers	159,438	141,203	15,053	7,822
	Total for discontinuing operations	159,438	141,203	15,053	7,822
	Central administration costs and directors' salaries			(2,067)	(2,432)
	Finance costs			(493)	(830)
FRS 108.28(b)	Profit before tax (discontinuing operations)			12,493	4,560
	Income tax expense (continuing and discontinued)			(17,983)	(4,199)
FRS 108.28(a)	Consolidated revenue (excluded Investment revenue) and profit for the year	1,224,098	869,453	99,775	20,231

FRS 108.23(b)

Revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the year (2008: Nil).

FRS 108.27

The accounting policies of the reportable segments are the same as the group's accounting policies described in Note 2. Segment profit represents the profit earned by each segment without allocation of central administration costs and directors' salaries, share of profits of associates, investment revenue and finance costs, and income tax expense. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

FRS 108.23(f)

The exceptional rectification costs of $14.17 million disclosed in note 47 relate to the electronic equipment – corporate customers reportable segment.

Segment assets

		2009	2008
FRS 108.23		$'000	$'000
	Electronic equipment		
	- corporate customers	250,079	178,879
	- government customers	159,428	149,074
	- wholesale customers	125,070	58,076
	- retail customers	28,000	25,000
	Construction services		
	- corporate customers	150,112	142,112
	- government customers	150,121	141,121
	Leasing services		
	- corporate customers	113,598	116,608
	- government customers	80,000	80,000
	- retail customers	20,000	20,000
	Total segment assets	1,076,408	910,870
FRS 108.28(c)	Unallocated assets	167,085	154,047
FRS 108.27	Consolidated total assets	1,243,493	1,064,917

For the purposes of monitoring segment performance and allocating resources between segments, the chief operating decision maker monitors the tangible, intangible and financial assets attributable to each segment.

All assets are allocated to reportable segments other than investments in associates (Note 21), "other" financial assets and tax assets. Goodwill has been allocated to reportable segments as described in note 18. Assets used jointly by reportable segments are allocated on the basis of the revenues earned by individual reportable segments.

Other segment information

FRS 108.23(e)

	Depreciation and Amortisation		Additions to non-current assets	
	2009	2008	2009	2008
	$'000	$'000	$'000	$'000
Electronic equipment*				
- corporate customers	8,900	5,400	33,211	25,001
- government customers	4,086	3,000	8,124	3,162
- wholesale customers	3,760	1,521	5,122	2,123
- retail customers	1,757	891	-	4,222
Construction services				
- corporate customers	4,953	2,860	14,123	12,212
- government customers	2,922	1,621	7,235	2,122
Leasing services				
- corporate customers	2,122	1,011	8,400	2,521
- government customers	1,111	421	2,394	1,521
- retail customers	1,100	513	2,265	1,121
	30,711	17,238	80,874	54,005

FRS 108.23(i)

In addition to the depreciation and amortisation reported above, impairment losses of $4.13 million (2008: Nil) and $0.46 million (2008: Nil) were recognised in respect of property, plant and equipment and goodwill, respectively.

These impairment losses were attributable to the following reportable segments:

	2009
	$'000
Electronic equipment	
- corporate customers	2,130
- government customers	2,000
	4,130

FRS 108.32

Revenues from major products and services

The Group's revenues from its major products and services were as follows:

	2009 $'000	2008 $'000
Continuing operations		
Industrial electronic equipment	377,088	234,069
Electronic security equipment	271,112	178,085
Office electronic equipment	94,927	92,479
Construction of residential properties	204,073	109,562
Construction of commercial properties	100,000	100,000
Leasing of storage equipment	17,460	14,055
	1,064,660	728,250
Discontinuing operations		
Electronic toys	159,438	141,203
Consolidated revenue (excluding investment revenue)	1,224,098	869,453

Geographical information

The group's operates in four principal geographical areas – U.S.A., Singapore (country of domicile), Malaysia and South Korea.

FRS 108.33(a), (b)

The group's revenue from external customers and information about its segment assets (non-current assets excluding investments in associates, finance lease receivables and "other" financial assets) by geographical location are detailed below:

	Revenue from external customers		Non-current assets	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
U.S.A.	822,699	584,347	349,261	325,787
Singapore	171,486	121,803	218,551	118,446
Malaysia	52,701	37,432	101,501	127,850
South Korea	137,892	97,942	20,000	20,000
Others	39,320	27,929	10,000	10,000
	1,224,098	869,453	699,313	602,083

Information about major customers

FRS 108.34 Included in revenues arising from sales of electronic equipment to government customers of $113 million (2008: $57.1 million) are revenues of approximately $110 million (2008: $57 million) which arose from sales to the group's largest customer.

FRS 18.35(b)

42. Investment Revenue

		Group Continuing operations	
		2009	2008
		$'000	$'000
	Rental revenue:	-	-
FRS 17.47(e)	Finance lease contingent rental revenue	-	-
	Operating lease rental revenue:	-	-
FRS 40.75(f)	Investment properties	600	68
FRS 17.56(b)	Contingent rental revenue	-	-
	Other	-	-
		600	68
FRS 18.35(b)	Interest revenue:		
	Bank deposits	100	10
	Available-for-sale investments	253	150
	Other loans and receivables	62	40
	Held-to-maturity investments	187	100
FRS 107.20(d)	Impaired financial assets	-	-
FRS 107.20(b)	Total interest revenue	602	300
	Royalties	-	-
FRS 18.35(b)	Dividends received	2,299	349
FRS 18.35(b)	Other (aggregate of immaterial items)	-	-
		3,501	717

Investment revenue earned on financial assets, analysed by category of asset, is as follows:

	2009	2008
	$'000	$'000
Available-for-sale financial assets	253	150
Loans and receivables	162	50
Held-to-maturity investments	187	100
Investment income earned on non-financial assets	602	300
	2,899	417
	3,501	717

Revenue recognised in respect of financial assets at FVTPL is disclosed in Note 43.

43. Other Gains And Losses

		Group Continuing operations 2009 $'000	Group Continuing operations 2008 $'000
FRS 1.98(c)	Gain/(loss) on a disposal of property, plant and equipment	-	-
FRS 1.98(d)	Gain/(loss) on disposal of investments	-	-
FRS 20.39(b)	Government grants received for staff re-training	-	-
	Net foreign exchange gains/(losses)	(616)	(596)
FRS 107.20(a)	Change in fair value of financial assets designated as at fair value through profit or loss	12	25
FRS 107.20(a)	Change in fair value of financial assets classified as held-for-trading	13	10
FRS 107.20(a)	Change in fair value of financial liabilities designated as at fair value through profit or loss	-	-
FRS 107.20(a)	Change in fair value of financial liabilities classified as held-for-trading	-	-
	Change in fair value of investment property	100	-
FRS 40.76(d) FRS 107.20(a)	Recycling of gain/(loss) from equity on disposal of investments classified as available-for-sale	611	511
	Hedge ineffectiveness on cash flow hedges	-	-
FRS 107.24(b)	Hedge ineffectiveness on net investment hedges	-	-
FRS 107.24(c)	Other	-	-
		120	(50)

FRS 107.20(a) No other gains or losses have been recognised in respect of loans and receivables or held-to-maturity investments, other than as disclosed in Note 42 and impairment losses recognised/reversed in respect of trade receivables (see Note 8 and Note 47).

44. Finance Costs

		Group					
		Continuing operations		Discontinued operation		Total	
		2009	2008	2009	2008	2009	2008
		$'000	$'000	$'000	$'000	$'000	$'000
	Interest on bank overdrafts and loans	41,728	32,275	493	830	42,221	33,105
	Interest on convertible loan notes (Note 31)	1,260	-	-	-	1,260	-
	Interest on obligations under finance leases	348	233	-	-	348	233
FRS 107.20(b)	Total borrowing costs	43,336	32,508	493	830	43,829	33,338
FRS 23.29(b)	Less: amounts included in the cost of qualifying assets	(5,571)	-	-	-	(5,571)	-
		37,765	32,508	493	830	38,258	33,338
FRS 107.24(a)	Loss/(gain) arising on derivatives in a designated fair value hedge accounting relationship	-	-	-	-	-	-
FRS 107.24(a)	(Gain)/loss arising on adjustment for hedged item in a designated fair value hedge accounting relationship	-	-	-	-	-	-
	Unwinding of discount on provisions	-	-	-	-	-	-
FRS 107.23(d)	Fair value gains on interest rate swaps designated as cash flow hedges reclassified from equity (Note 13)	(895)	(895)	-	-	(895)	(895)
		36,870	31,613	493	830	37,363	32,443

Guidance Notes:

For the purposes of illustration, the disclosures above include line items with Nil values. Delete line items if not applicable.

FRS 23.29(c)

Borrowing costs included in the cost of qualifying assets during the year arose on the general borrowing pool and are calculated by applying a capitalisation rate of 7% to expenditure on such assets.

45. Income Tax Expense

FRS 12.79

Income tax recognised in profit or loss

		Continuing operations		Discontinued operation		Total	
		2009	2008	2009	2008	2009	2008
		$'000	$'000	$'000	$'000	$'000	$'000
FRS 12.79	Tax expense/(income) comprises:						
FRS 12.80(a)	Current tax expense/(income)	11,403	2,748	1,673	252	13,076	3,000
FRS 12.80(b)	Adjustments recognised in the current year in relation to the current tax of prior years	584	497	66	35	650	532
FRS 12.80(c)	Deferred tax expense/(income) relating to the origination and reversal of temporary differences	4,255	565	78	102	4,333	667
	Deferred tax reclassified from equity to income	-	-	-	-	-	-
		16,242	3,810	1,817	389	18,059	4,199
FRS 12.80(d)	Effect of changes in tax rates and laws	(76)	-	-	-	(76)	-
FRS 12.80(g)	Write-downs (reversals of previous write-downs) of deferred tax assets	-	-	-	-	-	-
FRS 12.80(h)	Tax expense/(income) associated with changes in accounting policies that cannot be accounted for retrospectively	-	-	-	-	-	-
	Total tax expense/(income)	16,166	3,810	1,817	389	17,983	4,199

Guidance Notes:

For the purposes of illustration, the disclosures above include line items with Nil values. Delete line items if not applicable.

FRS 12.81(c) Domestic income tax is calculated at 17% (2008: 18%) of the estimated assessable profit for the year. Taxation for other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

Notes to financial statements

FRS 12.81(c) The total charge for the year can be reconciled to the accounting profit as follows:

	Group	
	2009	2008
	$'000	$'000
Profit before tax:		
continuing operations	105,265	19,870
discontinued operation	12,493	4,560
	117,758	24,430

Numerical reconciliation of income tax expense

	2009		2008	
	$'000	%	$'000	%
Income tax expense calculated at 17% (2008: 18%)	20,019	17	4,886	18
Effect of revenue that is exempt from taxation	-	-	(14)	(0.1)
Effect of expenses that are not deductible in determining taxable profit	3,206	2.7	-	-
Effect of tax concessions (research and development and other allowances)	-	-	-	-
Tax effect of share of results of associate	(2,553)	(2.2)	(197)	(0.8)
Impairment losses on goodwill that are not deductible	-	-	-	-
Effect of changes in expected manner of recovery of assets	-	-	-	-
Effect of revaluations of assets for taxation purposes	18	-	-	-
Effect of unused tax losses and tax offsets not recognised as deferred tax assets	-	-	-	-
FRS 12.81(a) Effect of previously unrecognised and unused tax losses and tax offsets now recognised deferred tax assets	(704)	(0.6)	(235)	(1.0)
Effect of different tax rates of subsidiaries operating in other jurisdictions	(2,653)	(2.2)	(284)	(1.2)
Effect on deferred tax balances due to the change in income tax rate from [xx]% to 17%	-	-	-	-
Effect of changes in tax laws on deferred tax balances	-	-	-	-
	17,333	14.7	3,667	14.9
Adjustments recognised in the current year in relation to the current tax of prior years	650	0.6	532	2.2
Income tax expense recognised in profit or loss	17,983	15.3	4,199	17.1

FRS 12.81(a)

Income tax recognised directly in equity

	2009	2008
	$'000	$'000
Current tax		
Share-issue expenses	-	-
Share buy-back expenses	-	-
	-	-
Deferred tax		
Initial recognition of the equity component of compound financial instruments	-	-
Share-issue and buy-back expenses deductible over 5 years	-	-
Excess tax deductions related to share-based payments	-	-
Other [describe]	-	-
	-	-
Total deferred tax recognised directly in equity	-	-
	-	-

Guidance Notes:

For the purposes of illustration, the disclosures above include line items with Nil values. Delete line items if not applicable.

FRS 12.81(ab)

FRS 1.90

Income tax relating to each component of other comprehensive income

	2009	2008
	$'000	$'000
Deferred tax		
Property revaluations	(3,692)	320
Translation of foreign operations	-	-
Revaluations of financial instruments treated as cash flow hedges	-	-
Revaluations of available-for-sale financial assets	-	-
Actuarial movements on defined benefit plans	-	-
	(3,692)	320
Reclassifications from equity to profit or loss:		
Reclassification to profit or loss from equity on cash flow hedges	-	-
Reclassification to profit or loss on disposal of a foreign operation	-	-
	-	-
Total deferred tax on components of other comprehensive income	(3,692)	320
	(3,692)	320

Guidance Notes:

For the purposes of illustration, the disclosures above include line items with Nil values. Delete line items if not applicable.

46. Discontinued Operation

FRS 105.30
FRS 105.41

On May 14, 2009, the group entered into a sale agreement to dispose of GAAP Playsystems Limited, which carried out all of the group's electronic toy manufacturing activities. The disposal was effected in order to generate cash flow for the expansion of the group's other businesses. The disposal was completed on November 30, 2009, on which date control of GAAP Playsystems Limited passed to the acquirer.

The profit for the year from the discontinued operation is analysed as follows:

	2009	2008
	$'000	$'000
Profit of electronic toy manufacturing operation for the year	2,183	4,171
Gain on disposal of toy manufacturing operation (Note 50)	8,493	-
	10,676	4,171

FRS 105.33(b)
FRS 105.34

The results of the toy manufacturing operation for the period from January 1, 2009 to November 30, 2009 are as follows:

	2009	2008
	$'000	$'000
Revenue	159,438	141,203
Cost of sales	(97,431)	(79,923)
Distribution costs	(19,447)	(16,458)
Administrative expenses	(38,067)	(39,432)
Finance costs	(493)	(830)
Profit before tax	4,000	4,560
Income tax expense	(1,817)	(389)
Profit for the year	2,183	4,171

FRS 105.33(c)
FRS 105.34

During the year, GAAP Playsystems Limited contributed $4.8 million (2008: $4.25 million) to the group's net operating cash flows, paid $1.37 million (2008: $2.89 million) in respect of investing activities and paid $0.9 million (2008: $3.71 million) in respect of financing activities.

The carrying amounts of the assets and liabilities of GAAP Playsystems Limited at the date of disposal are disclosed in Note 50.

47. Profit For The Year

Profit for the year has been arrived at after charging (crediting):

		Group					
		Continuing operations		Discontinued operation		Total	
		2009	2008	2009	2008	2009	2008
		$'000	$'000	$'000	$'000	$'000	$'000
	Depreciation and amortisation:						
	Depreciation of property, plant and equipment	28,097	16,392	1,420	2,650	29,517	19,042
FRS 36.126(a)	Impairment of property, plant and equipment (included in other operating expense)	4,130	-	-	-	4,130	-
FRS 38.118(d)	Amortisation of intangible assets (included in [depreciation and amortisation expense/ administration expenses])	2,614	846	-	-	2,614	846
FRS 36.126(a)	Impairment of goodwill (included in [depreciation and amortisation expense/ administration expenses])	463	-	-	-	463	-
FRS 1.104	Total depreciation and amortisation	35,304	17,238	1,420	2,650	36,724	19,888
	Directors' remuneration:						
CA 201(8)	- of the company	1,232	1,089	-	-	1,232	1,089
	- of the subsidiaries	726	655	121	135	847	790
	Total directors' remuneration	1,958	1,744	121	135	2,079	1,879

		Group					
		Continuing operations		Discontinued operation		Total	
		2009	2008	2009	2008	2009	2008
		$'000	$'000	$'000	$'000	$'000	$'000
	Employee benefits expense (including directors' remuneration):						
FRS 102.50	Share-based payments						
FRS 102.51(a)	Equity settled	2,740	1,092	120	110	2,860	1,202
FRS 102.51(a)	Cash settled	2,905	3,435	105	85	3,010	3,520
FRS 19.46	Defined contribution plans	8,200	5,760	1,600	1,540	9,800	7,300
FRS 19.120A(g)	Defined benefit plans	14,129	10,718	2,550	2,330	16,679	13,048
	Others	192,325	167,804	25,794	22,841	218,119	190,645
FRS 1.104	Total employee benefits expense	220,299	188,809	30,169	26,906	250,468	215,715
FRS 107.20(e)	Impairment loss on financial assets:						
	Impairment loss (reversed)/recognised on trade receivables	(100)	100	-	-	(100)	100
	Impairment loss on available-for-sale debt investments	-	-	-	-	-	-
	Impairment loss on available-for-sale equity investments	-	-	-	-	-	-
	Total impairment loss (reversed) on financial assets	(100)	100	-	-	(100)	100

Notes to financial statements

FRS 21.52(a)	Net foreign exchange losses (gains)	616	596	(318)	(109)	298	487
FRS 38.126	Research and development costs	4,800	6,560	-	-	4,800	6,560
FRS 20.39(b)	Government grants	(398)	(473)	-	-	(398)	(473)
FRS 2.36(d)	Cost of inventories recognised						
	as expense	697,027	552,343	97,431	79,923	794,458	632,266
LM 1207(6)(a)	Non-audit fees:						
	- paid to auditors of the company	20	20	-	-	20	20
	- paid to other auditors	40	35	-	5	40	40

Guidance Notes:

1. Additional disclosure if analysis of expenses recognised in profit or loss is by function
Separate disclosure of employee benefit expense and depreciation is required where the analysis of expenses recognised in profit or loss are presented by function.

2. Non-audit fees
LM 1207(6)(b) Where the company is listed, the audit committee is required to review the amount of non-audit fees in relation to the amount of audit fees.

LM 1207(6)(a) Where no non-audit fees were provided by the auditors, an appropriate negative statement shall be made.

FRS 1.97 Costs of $14.17 million have been recognised during the year in respect of rectification work to be carried out on goods supplied to one of the group's major customers, which have been included in [cost of sales/cost of inventories and employee benefits expense]. The amount represents the estimated cost of work to be carried out in accordance with an agreed schedule up to 2011. $8.11 million has been expended in the current year, with a provision of $6.06 million (2008: $Nil) carried forward to meet anticipated expenditure in 2010 and 2011 (Note 30).

48. Dividends

FRS 1.107 On May 23, 2009, a dividend of 4.2 cents per share (total dividend $5.04 million) was paid to shareholders. In May 2008, the dividend paid was 6.7 cents per share (total dividend $8.04 million).

FRS 1.137(a)
FRS 10.13 In respect of the current year, the directors propose that a dividend of 9.8 cents per share will be paid to shareholders on May 25, 2010. This dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as a liability in these financial statements. The proposed dividend is payable to all shareholders on the Register of Members on April 21, 2010. The total estimated dividend to be paid is $11.9 million.

49. Earnings Per Share

Guidance Notes - Earnings per share

FRS 33 Earnings Per Share, requires that earnings per share (EPS) information to be presented by entities whose ordinary shares or potential ordinary shares are publicly traded and by entities that are in the process of issuing ordinary shares or potential ordinary shares in public securities markets. If other entities choose to disclose EPS information in financial statements that comply with FRSs, such disclosures should comply fully with the requirements of FRS 33.

FRS 33.12 requires that basic and diluted earnings per share be computed based on the amounts attributable to ordinary owners of the parent entity in respect of (a) profit or loss from continuing operations attributable to the parent entity; and (b) profit or loss attributable to the parent entity.

Voluntary "per-share" disclosures
Entities may voluntarily disclose per share amounts for other components of total comprehensive income or separate income statement, subject to the requirements of paragraphs 73 and 73A of FRS 33 i.e. provided that:

- such amounts are calculated using the weighted average number of ordinary shares determined in accordance with FRS 33;
- basic and diluted amounts per share relating to such a component are disclosed with equal prominence and presented in the notes; and
- the entity discloses the basis on which the numerator(s) is (are) determined, including whether amounts per share are before tax or after tax.

If a component of the statement of comprehensive income (or separate income statement) is used that is not reported as a line item in the statement of comprehensive income (or separate income statement), a reconciliation shall be provided between the component used and a line item that is reported in the statement of comprehensive income (or separate income statement).

From continuing and discontinued operations

The calculation of the basic and diluted earnings per share attributable to the ordinary owners of the company is based on the following data:

FRS 33.70(a)

Earnings

	2009 $'000	2008 $'000
Earnings for the purposes of basic earnings per share (profit for the year attributable to owners of the company)	99,166	20,134
Effect of dilutive potential ordinary shares:		
Interest on convertible loan notes (net of tax)	1,040	-
Earnings for the purposes of diluted earnings per share	100,206	20,134

FRS 33.70(b)

Number of shares

	2009	2008
	'000	'000
Weighted average number of ordinary shares for the purposes of basic earnings per share	120,825	120,000
Effect of dilutive potential ordinary shares:		
Share options	2,860	1,872
Convertible loan notes	45,000	-
Weighted average number of ordinary shares for the purposes of diluted earnings per share	168,685	121,872

From continuing operations

The calculation of the basic and diluted earnings per share from continuing operations attributable to the ordinary owners of the company is based on the following data.

FRS 33.70(a)

Earnings figures are calculated as follows:

	2009	2008
	$'000	$'000
Profit for the year attributable to owners of the Company	99,166	20,134
Less:		
Profit for the year from discontinued operation	(10,676)	(4,171)
Earnings for the purposes of basic earnings per share from continuing operations	88,490	15,963
Effect of dilutive potential ordinary shares:		
Interest on convertible loan notes (net of tax)	1,040	-
Earnings for the purposes of diluted earnings per share from continuing operations	89,530	15,963

FRS 33.70(b)

The denominators used are the same as those detailed above for both basic and diluted earnings per share.

FRS 33.68

From discontinued operation

Basic earnings per share for the discontinued operation is 8.8 cents per share (2008: 3.5 cents per share) and diluted earnings per share for the discontinued operation is 6.3 cents per share (2008: 3.4 cents per share), based on the profit for the year from the discontinued operation of $10.7 million (2008: $4.2 million) and the denominators detailed above for both basic and diluted earnings per share.

FRS 8.28(f)

Guidance Notes - Effect of changes in accounting policy

For entities that have to comply with FRS 33, if an initial application of an FRS has an effect on the current period or any prior period, an entity shall disclose the amount of the adjustment for basic and diluted earnings per share. The following may be inserted:

Impact of changes in accounting policy

Changes in the group's accounting policies during the year are described in detail in Note 2 to the financial statements. To the extent that those changes have an impact on results reported for 2009 and 2008, they have a corresponding impact on the amounts reported for earnings per share. The following table summarises that impact on both basic and diluted earnings per share:

	Impact on basic earnings per share		Impact on diluted earnings per share	
	2009	2008	2009	2008
	cents	cents	cents	cents
[Describe nature of accounting policy change]:				
Continuing and discontinued operation	xxx	xxx	xxx	xxx
Continuing operation	xxx	xxx	xxx	xxx

If the impact is not material, to include a statement to indicate this fact.

50. Disposal Of Subsidiary

As referred to in Note 46 to the financial statements, on November 30, 2009, the group discontinued its toy operations at the time of the disposal of its subsidiary, GAAP Playsystems Limited.

FRS 7.40(d) Details of the disposal are as follows:

	Book values of net assets disposed	2009 $'000	2008 $'000
	Non-current asset		
	Property, plant and equipment	10,125	-
	Current assets		
	Inventories	11,976	-
	Trade receivables	13,549	-
	Bank balances and cash	4,382	-
FRS 7.40(c)	Total current assets	29,907	-
	Non-current liabilities		
	Retirement benefit obligation	(4,932)	-
	Deferred tax liability	(255)	-
	Total non-current liabilities	(5,187)	-
	Current liabilities		
	Current tax liability	(1,854)	-
	Trade payables	(2,321)	-
	Bank overdraft	(6,398)	-
	Total current liabilities	(10,573)	-
	Attributable goodwill	1,673	-
		25,945	-
	Gain on disposal	8,493	-
	Total consideration	34,438	-
FRS 7.40(a)			
	Satisfied by:		
	Cash 10,899	-	
FRS 7.40(b)	Deferred consideration	23,539	-
		34,438	-
	Net cash inflow arising on disposal:		
	Cash consideration received	10,899	-
	Cash and cash equivalents disposed of	(4,382)	-
		6,517	-

The deferred consideration will be settled in cash by the purchaser on or before May 30, 2010.

The impact of GAAP Playsystems Limited on the group's results and cash flows in the current and prior periods is disclosed in Note 46.

Guidance Notes:

For entities that applying FRS 27(revised in 2009), additional disclosures are required when there is a lost of control of a subsidiary. These are as illustrated in Appendix B.

51. Acquisition Of Subsidiary

FRS 103.66
FRS 103.67(a)-(d)

On August 1, 2009, the group acquired 100% of the issued share capital of Huiji Electronic Systems (China) Limited for cash consideration of $7.9 million. This transaction has been accounted for by the purchase method of accounting.

FRS 103.67(f)

The net assets acquired in the transaction, and the goodwill arising, are as follows:

FRS 7.40(d)

	2009	Acquiree's carrying amount before combination	Fair value adjustments	Fair value
		$'000	$'000	$'000
	Net assets acquired:			
	Property, plant and equipment	8,140	767	8,907
	Trademarks	-	870	870
	Deferred tax asset	-	351	351
	Inventories	2,393	461	2,854
	Trade receivables	12,520	-	12,520
	Bank and cash balances	4,272	-	4,272
FRS 7.40(c)	Retirement benefit obligation	(2,436)	-	(2,436)
	Trade payables	(21,220)	(48)	(21,268)
	Deferred tax liability	(150)	-	(150)
	Contingent liability	-	(21)	(21)
		3,519	2,380	5,899
	Goodwill			2,043
	Total consideration, satisfied by cash			7,942

		2009	2008
		$'000	$'000
FRS 7.40(a)	Total consideration, satisfied by cash	7,942	-
	Net cash outflow arising on acquisition:		
FRS 7.40(b)	Cash consideration paid	(7,942)	-
FRS 7.40(c)	Cash and cash equivalents acquired	4,272	-
		(3,670)	-

FRS 103.67(h)	The goodwill arising on the acquisition of Huiji Electronic Systems (China) Limited is attributable to the anticipated profitability of the distribution of the group's products in the new markets and the anticipated future operating synergies from the combination.

The group also acquired the customer lists and customer relationships of Huiji Electronics Systems (China) Limited as part of the acquisition. These assets could not be reliably measured and separately recognised from goodwill because they are not capable of being separated from the group and sold, transferred, licensed, rented or exchanged, either individually or together with any related contracts.

FRS 103.67(i)

Huiji Electronic Systems Limited contributed $15.3 million revenue and $1.2 million to the group's profit before tax for the period between the date of acquisition and the end of the reporting period.

FRS 103.70

If the acquisition had been completed on January 1, 2009, total group revenue for the year would have been $1.25 million, and profit for the year would have been $102.5 million.

In determining the 'pro-forma' revenue and profit of the group had Huiji Electronics Systems (China) Limited been acquired at the beginning of the current reporting period, the management has:

- calculated depreciation and amortisation of plant and equipment acquired on the basis of the fair values arising in the initial accounting for the business combination rather than the carrying amounts recognised in the pre-acquisition financial statements
- based borrowing costs on the funding levels, credit ratings and debt/equity position of the group after the business combination
- excluded takeover defence costs of the acquiree as a one-off pre-acquisition transaction.

Guidance Notes:

For entities applying FRS 103(revised in 2009), disclosures required by the revised FRS are illustrated in Appendix B.

FRS 7.43

52. Non-Cash Transactions

Additions to plant and equipment during the year amounting to $1.56 million (2008: $0.8 million) were financed by new finance leases. Additions of $4.19 million in 2008 were acquired on deferred payment terms, and were settled in the current year.

FRS 37.86

53. Contingent Liabilities

During the year, a customer of the group instigated proceedings for alleged defects in an electronic product which, it is claimed, were the cause of a major fire in the customer's premises in February 2009. Total losses to the customer have been estimated at $29.8 million and this amount is being claimed from the group.

The group's lawyers have advised that they do not consider that the claim has merit, and they have recommended that it be contested. No provision has been recognised in these financial statements as the group's management does not consider that there is any probable loss.

The group acquired $0.02 million of contingent liabilities at the date of acquisition of Huiji Electronic Systems (China) Limited. These were recognised as provisions, and were settled prior to the end of the reporting period (Note 30).

FRS 31.54

Contingent liabilities arising from interest in a jointly controlled entity

	Group	
	2009	2008
	$'000	$'000
Guarantees given to banks in respect of bank facilities utilised by JV Electronics Limited	22,981	23,023
Guarantees given to banks in respect of bank facilities utilised by joint venture partners	5,371	8,209
	28,352	31,232

The amount disclosed represents the aggregate amount of the contingent liabilities for the group as an investor is liable. The extent to which an outflow of funds will be required is dependent on the future operations of the joint ventures being more or less favourable than currently expected. The group is not contingently liable for the liabilities of the other venturers in its joint ventures.

54. Commitments

		Group	
		2009	2008
		$'000	$'000
FRS 16.74(c)	Commitments for the acquisition of property, plant and equipment	9,965	20,066

FRS 40.75(h) In addition, the group has entered into a contract for the management and maintenance of its investment property for the next 5 years, which will give rise to an annual charge of $0.12 million.

FRS 31.55 The group's share of the capital commitments of its jointly controlled entity, JV Electronics Limited, is as follows:

	Group	
	2009	2008
	$'000	$'000
Commitments for the acquisition of property, plant and equipment	928	379

55. operating lease arrangements

The group as lessee

		Group	
		2009	2008
		$'000	$'000
	Payment recognised as an expense during the year:		
	Minimum lease payments under operating leases	297	283
	Contingent rentals	-	-
FRS 17.35(c)	Sub-lease payments received	-	-
		297	283

FRS 17.35(a) At the end of the reporting period, the group has outstanding commitments under non-cancellable operating leases, which fall due as follows:

	Group	
	2009	2008
	$'000	$'000
Within one year	309	297
In the second to fifth years inclusive	1,420	1,439
After five years	692	930
	2,421	2,666

Guidance Notes:

Where applicable:

In respect of non-cancellable operating leases, the following liabilities have been recognised:

	Group	
	2009	2008
	$'000	$'000
Onerous lease contracts:		
Current	XX	XX
Non-current	XX	XX
Lease incentives:		
Current	XX	XX
Non-current	XX	XX
	XX	XX

FRS 17.35(d)
FRS 107.7

Operating lease payments represent rentals payable by the group for certain of its office properties. Leases are negotiated for an average term of seven years and rentals are fixed for an average of three years.

FRS 17.56(b), (c)

The group as lessor

The group rents outs its investment properties in Singapore, U.S.A. and the People's Republic of China under operating leases. Property rental income earned during the year was $0.6 million (2008: $0.07 million). The properties are managed and maintained by independent property managers at an annual cost of $0.12 million per year. In addition, legal fees of $0.01 million (2008: $0.01 million) which arose in negotiating operating leases for a substantial proportion of the group's investment property portfolio in 2006 are being expensed over the lease terms of the relevant properties.

Certain of the group's investment properties, with a carrying amount of $3.89 million, have been disposed of since the end of the reporting period. The remaining properties are expected to generate rental yields of 10% on an ongoing basis. All of the properties held have committed tenants for the next seven years.

FRS 17.56(a) At the end of the reporting period, the group has contracted with tenants for the following future minimum lease payments:

	Group	
	2009	2008
	$'000	$'000
Within one year	810	602
In the second to fifth years inclusive	3,179	3,240
After five years	1,539	2,288
	5,528	6,130

56. Events after the reporting period

FRS 10.21 On January 18, 2010, the premises of Huiji Electronic Systems (China) Limited were seriously damaged by fire. Insurance claims are in process, but the cost of refurbishment is currently expected to exceed the amounts that will be reimbursed by $8.3 million.

FRS 1.41

57. Reclassifications and comparative figures

Guidance Notes - Reclassification and comparative figures

If information on reclassifications and comparative figures are applicable for the year, the following wordings and format could be used:

Certain reclassifications have been made to the prior year's financial statements to enhance comparability with the current year's financial statements [state reasons, e.g. following the group and company's adoption of the FRSs that became effective during the year].

As a result, certain line items have been amended in the balance sheet/statement of financial position, statement of comprehensive income, statement of changes in equity and cash flow statement/statements of cash flow, and the related notes to the financial statements. Comparative figures have been adjusted to conform to the current year's presentation.

The items were reclassified as follows:

	Group	
	Previously reported	After reclassification
	2008	2008
	$'000	$'000

[To provide details]

The following are sample disclosures on the effects of adoption of other FRSs on an entity's accounting policies on amounts reported for the current or prior period. The disclosures are purely for illustrative purposes and are not connected to the Illustrative Financial Statements of GAAP Singapore Ltd for the year ended December 31, 2009.

FRS 8.28(a)

INT FRS 113 Customer Loyalty Programmes

FRS 8.28(c)

The adoption of INT FRS 113 has resulted in a change to the Group's accounting policy for its customer loyalty programme. The Group's Maxi-Points Scheme, operated for the benefit of its on-line customers, falls within the scope of the Interpretation. Under the Maxi-Points Scheme, on-line customers purchasing the Group's electronic equipment are entitled to receive loyalty points dependent on their level of purchases, which can be used to obtain discounts on subsequent purchases. In the past, the Group had accounted for the Maxi-Points Scheme by recognising the full consideration from the on-line sales as revenue, with a separate liability for the estimated cost of the subsequent discounts. However, INT FRS 113 requires that such transactions be accounted for as 'multiple element revenue transactions' and that the consideration received in the initial sale transaction be allocated between the sale of equipment and the discount entitlements earned by the customer in that sale transaction.

FRS 8.28(b),(d), (f)(i),(g)

This change in accounting policy has been applied retrospectively, in accordance with the transitional provisions of INT FRS 113. The impact of this change in accounting policy at the beginning of the comparative period has been to reduce provisions by $23,000, to increase deferred revenue by $104,000 and to decrease deferred tax liabilities by $20,000, with a corresponding adjustment for the net effect of $61,000 against opening retained earnings. Revenue for the year ended December 31, 2009 has been reduced by $47,000 (2008: $75,000), [cost of sales/ other expenses] has been increased by $10,000 (2008: reduced by $48,000) and the income tax expense for the year has been reduced by $10,000 (2008: $12,000). Profit for the year ended December 31, 2009 has therefore been reduced by $47,000 as a result of the new policy (2008: $15,000). At December 31, 2009, revenue deferred in relation to the scheme amounts to $184,000.

FRS 8.28(a)

Amendments to FRS 38 Intangible Assets

FRS 8.28(c)

As part of Improvements to FRSs (issued in October 2008), FRS 38 has been amended to state that an entity is permitted to recognise a prepayment asset for advertising or promotional expenditure only up to the point at which the entity has the right to access the goods purchased or up to the point of receipt of services. Mail order catalogues have been specifically identified as a form of advertising and promotional activities. In the past, the Group had recognised inventories of catalogues held as an asset up to the date of dispatch to the customer.

FRS 8.28(b),(d), (f)(i), (g)

The amendments have been applied retrospectively in accordance with the relevant transitional provisions, resulting in a reduction in inventories held at January 1, 2008 of $132,000 and a reduction in deferred tax liabilities of $40,000 at the same date, leading to a net adjustment to retained earnings at January 1, 2008 of $92,000. [Marketing expenses/raw materials and consumables used] in 2009 have been increased by $12,000 (2008: $7,000), and the income tax expense reduced by $4,000 (2008: $2,000). The impact of the change at December 31, 2009 has been to decrease inventories by $151,000 (2008: $139,000), to decrease deferred tax liabilities by $46,000 (2008: $42,000) and to decrease retained earnings by $105,000 (2008: $97,000).

FRS 8.28(a)
FRS 8.28(c)

Amendments to FRS 40 Investment Property

As part of Improvements to FRSs (issued on October 2008), FRS 40 has been amended to include within its scope investment property in the course of construction. Therefore, following the adoption of the amendments and in line with the Group's general accounting policy, investment property under construction is measured at fair value (where that fair value is reliably determinable), with changes in fair value recognised in profit or loss. The Group had previously accounted for such assets at cost less accumulated impairment losses under FRS 16 Property, Plant and Equipment.

FRS 8.28(b),(d), (f)(i)

The change has been applied prospectively from January 1, 2009 in accordance with the relevant transitional provisions, resulting in a reclassification of investment property at its previous carrying amount of $1.51million in the year, and the recognition of a gain on revaluation of the property in profit or loss (reported as part of 'other gains and losses') of $290,000, offset by a deferred tax expense of $87,000. At December 31, 2009, the impact has been to decrease property, plant and equipment by $1.51million, to increase investment property by $1.8 million, to increase deferred tax liabilities by $87,000 and to increase retained earnings by $203,000.

FRS 8.28(a)
FRS 8.28(c)

Amendments to FRS 20 Accounting for Government Grants and Disclosure of Government Assistance

As part of Improvements to FRSs (issued on October 2008), FRS 20 has been amended to require that the benefit of a government loan at a below-market rate of interest be treated as a government grant. This accounting treatment was not permitted prior to these amendments.

FRS 8.28(b),(d), (f)(i)

In accordance with the relevant transitional provisions, the policy has been applied prospectively to government loans received on or after January 1, 2009. On December 17, 2009, the Group received an interest-free government loan of $3 million to finance staff training over a two-year period. Using prevailing market interest rates for an equivalent loan of 7.2% per annum, the fair value of the loan is estimated at $2.61 million. The difference between the gross proceeds and the fair value of the loan of $390,000 is the benefit derived from the interest-free loan and is recognised as deferred revenue. This amount will be offset against training costs incurred in 2010 ($250,000) and 2011 ($140,000). Interest expenses will be recognised in 2010 ($188,000) and 2011 ($202,000), resulting in net increase in profit for 2010 of $62,000, and an equivalent reduction in profit for 2011.

FRS 8.28(a)

Amendments to FRS 39 Financial Instruments: Recognition and Measurement and FRS 107 Financial Instruments: Disclosures regarding reclassifications of financial assets

FRS 8.28(c),(d)

The amendments to FRS 39 permit an entity to reclassify non-derivative financial assets out of the 'fair value through profit or loss' (FVTPL) and 'available-for-sale' (AFS) categories in very limited circumstances. Such reclassifications are permitted from July 1, 2008. Reclassifications of financial assets made in periods beginning on or after November 1, 2008 take effect only from the date when the reclassification is made.

FRS 8.28(b),(d)

In February 2009, the Group reclassified certain asset-backed securities from held for trading to available-for-sale. The Group's original intention at initial recognition was to sell these financial assets in the short-term. However, as a result of the severe reduction in the liquidity of those assets accompanied by a deterioration of price transparency and reduction in investor appetite to acquire such assets, the Group concluded that the criteria for reclassification were met. Consequently, the assets were reclassified at March 1, 2009 (see note XXX for further details). The reclassification has been accounted for in accordance with the relevant transitional provisions and took effect only from the date of reclassification.

FRS 8.28(f)(i)

The effect of the reclassification is that subsequent movements in the fair value of these securities are recognised in other comprehensive income (unless they are determined to be impaired) rather than in profit or loss. The asset-backed securities do not contain embedded derivatives that require separation and recognition at fair value through profit or loss. The fair value of the securities at the date of reclassification was $509,000, and had declined by the end of the reporting period to $419,000. Therefore, the profit for the year is $90,000 higher than it would have been if the assets had not been reclassified, retained earnings at 31 December 31, 2009 have been increased by $90,000 and the investments valuation reserve has been reduced by $90,000. The amount reported for the assets in the statement of financial position has not been affected as both categories ('held for trading' and 'available-for-sale') are reported within 'other financial assets'.

The following are sample disclosures on FRSs that may be relevant to an entity that were issued but not effective at the date of authorisation of the financial statements. The disclosures are purely for illustrative purposes and may not be relevant to the Illustrative Financial Statements of GAAP Singapore Ltd for the year ended December 31, 2009.

At the date of authorisation of these financial statements, the following FRSs, INT FRSs and amendments to FRS that are relevant to the group and the company were issued but not effective:

FRS 8.30(a)

- Amendment to FRS 39 Financial Instruments: Recognition and Measurement – Eligible Hedged Items.
- Amendment to FRS 39 Financial Instruments: Recognition and Measurement and INT FRS 109 Reassessment of Embedded Derivatives – Amendments relating to Embedded Derivatives
- INT FRS 117 Distributions of Non-cash Assets to Owners
- FRS 27 (Revised) Consolidated and Separate Financial Statements; and FRS 103 (Revised) Business Combinations.
- Improvements to Financial Reporting Standards (issued in June 2009)

Consequential amendments were also made to various standards as a result of these new/revised standards.

Guidance Notes:

It is not required to list all FRSs, INT FRSs and amendments to FRS that are issued but not effective at date of authorisation of financial statements. Only those relevant to the entity should be indicated.
The list of FRSs issued but not effective yet is complete as of September 30, 2009. The potential impact of any new or revised FRSs, INT FRSs and amendments to FRS after that date but before the issue of the financial statements should also be considered and disclosed.

FRS 8.30(b)	The management anticipates that the adoption of the above FRSs, INT FRSs and amendments to FRS in future periods will not have a material impact on the financial statements of the group and of the company in the period of their initial adoption except for the following:
FRS 8.31(a)	***FRS 27 (Revised) Consolidated and Separate Financial Statements; and FRS 103 (Revised) Business Combinations***
FRS 8.31(c)	FRS 27(Revised) is effective for annual periods beginning on or after July 1, 2009. FRS 103(Revised) is effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after July 1, 2009.
FRS 8.31(b) FRS 8.31(e)	Apart from matters of presentation, the principal amendments to FRS 27 that will impact the Group concern the accounting treatment for transactions that result in changes in a parent's interest in a subsidiary. It is likely that these amendments will significantly affect the accounting for such transactions in future accounting periods, but the extent of such impact will depend on the detail of the transactions, which cannot be anticipated. The changes will be adopted prospectively for transactions after the date of adoption of the revised Standard and, therefore, no restatements will be required in respect of transactions prior to the date of adoption.
FRS 8.31(b) FRS 8.31(e)	Similarly, FRS 103 is concerned with accounting for business combination transactions. The changes to the Standard are significant, but their impact can only be determined once the detail of future business combination transactions is known. The amendments to FRS 103 will be adopted prospectively for transactions after the date of adoption of the revised Standard and, therefore, no restatements will be required in respect of transactions prior to the date of adoption."
FRS 8.31(a)	***FRS 28 (Revised) Investments in Associates***
FRS 8.31(b)	In FRS 28(Revised), the principle adopted under FRS 27(Revised) (see above) that a loss of control is recognised as a disposal and re-acquisition of any retained interest at fair value is extended by consequential amendment to FRS 28(Revised); therefore, when significant influence is lost, the investor measures any investment retained in the former associate at fair value, with any consequential gain or loss recognised in profit or loss.
FRS 8.31(c) FRS 8.31(e)	FRS 28(Revised) will be adopted for periods beginning on or after July 1, 2009 and will be applied prospectively in accordance with the relevant transitional provisions and, therefore, no restatements will be required in respect of transactions prior to the date of adoption.
FRS 8.31(a)	***Amendments to FRS 7 Statement of Cash Flows***
FRS 8.31(b) FRS 8.31(e) FRS 8.31(c)	The amendments (part of Improvements to FRSs issued in June 2009) specify that only expenditures that result in a recognised asset in the statement of financial position can be classified as investing activities in the statement of cash flows. Consequently, cash flows in respect of development costs that do not meet the criteria in FRS 38 Intangible Assets for capitalisation as part of an internally generated intangible asset (and, therefore, are recognised in profit or loss as incurred) will be reclassified from investing to operating activities in the statement of cash flows. The amendments to FRS 7 will be adopted for periods beginning on or after January 1, 2010.

Guidance on Financial Statement Disclosures

Appendix B

Sample disclosure notes on effects of adoption of FRS 27(Revised in 2009) and FRS 103(Revised in 2009)

The following are sample disclosures required when FRS 27(Revised in 2009) and FRS 103(Revised in 2009) become effective. The disclosures are purely for illustrative purposes and may not be relevant to the Illustrative Financial Statements of GAAP Singapore Ltd. The numbers used in these sample disclosures are hypothetical and are for illustrative purposes.

The sample disclosures relate to the following:

1. Effects of changes in accounting policies – to be included in Note 2 : "SIGNIFICANT ACCOUNTING POLICIES" in the first year of adopting FRS 103(Revised in 2009) and FRS 27(Revised in 2009);

2. New "SIGNIFICANT ACCOUNTING POLICIES" notes – to replace certain policies in Note 2;

3. Other disclosures required by FRS 27(Revised in 2009) on changes in ownership interests – to be included in Note 50 to the illustrative financial statements; and

4. Other disclosures required by FRS 103(Revised in 2009) for a business acquisition – to replace the disclosures in Note 51 to the illustrative financial statements.

1. Effects Of Changes In Accounting Policies

FRS 8.28(a)

a) FRS 103 (Revised in 2009) Business Combinations

FRS 103(2009).64

FRS 103(2009) has been adopted in the current year (business combinations for which the acquisition date is on or after the beginning of the first annual period beginning on or after July 1, 2009). Its adoption has affected the accounting for business combinations in the current period.

FRS 8.28(b),(d)
FRS 8.28(c)

In accordance with the relevant transitional provisions, FRS 103(2009) has been applied prospectively to business combinations for which the acquisition date is on or after January 1, 2010. The impact of the adoption of FRS 103(2009) Business Combinations has been:

- to allow a choice on a transaction-by-transaction basis for the measurement of non-controlling interests (previously referred to as 'minority' interests) either at fair value or at the non-controlling interests' share of the fair value of the identifiable net assets of the acquiree. In the current period, when accounting for the acquisition of Huiji Investments Limited, the Group has elected to measure the non-controlling interests at fair value at the date of acquisition. Consequently, the goodwill recognised in respect of that acquisition reflects the impact of the difference between the fair value of the non-controlling interests and their share of the fair value of the identifiable net assets of the acquiree;

- to change the recognition and subsequent accounting requirements for contingent consideration. Under the previous version of the Standard, contingent consideration was recognised at the acquisition date only if payment of the contingent consideration was probable and it could be measured reliably; any subsequent adjustments to the contingent consideration were recognised against goodwill. Under the revised Standard, contingent consideration is measured at fair value at the acquisition date; subsequent adjustments to the consideration are recognised against goodwill only to the extent that they arise from better information about the fair value at the acquisition date, and they occur within the 'measurement period' (a maximum of 12 months from the acquisition date). All other subsequent adjustments are recognised in profit or loss;

- where the business combination in effect settles a pre-existing relationship between the Group and the acquiree, to require the recognition of a settlement gain or loss; and
- to require that acquisition-related costs be accounted for separately from the business combination, generally leading to those costs being recognised as an expense in consolidated profit or loss as incurred, whereas previously they were accounted for as part of the cost of the acquisition.

FRS 8.28(f)(i)

In the current period, these changes in policies have affected the accounting for the acquisition of Huiji Investments Limited as follows:

Statement of financial position

	December 31, 2010
	$'000
Excess of the fair value of non-controlling interests in Huiji Investments Limited over their share of the fair value of the identifiable net assets (reflected in non-controlling interests)	62
Liability recognised in respect of the fair value of contingent consideration that would not have been recognised under the previous version of the Standard (reflected in 'other financial liabilities')	75
Adjustment to purchase consideration to reflect the effective settlement of the Group's law suit against Huiji Investments Limited (profit or loss)	40
Acquisition-related costs expensed when incurred (profit or loss)	(145)
Additional goodwill recognised as result of the adoption of FRS 103(2009)	32

Statement of comprehensive income

	Year ended December 31, 2010
	$'000
Gain recognised to reflect the effective settlement of the Group's lawsuit against Huiji Investments Limited (included in 'other gains and losses')	40
Cost of share-based payment awards allocated to post-combination service	-
Acquisition-related costs expensed when incurred (included in 'other expenses')	(145)
Decrease in profit for the year as a result of the adoption of FRS 103(2009)	(105)

FRS 103(2009) has also required additional disclosures in respect of the business combinations in the period (see illustrative note 51[1] below).

Results in future periods may be affected by future impairment losses relating to the increased goodwill, and by changes in the fair value of contingent consideration recognised as a liability.

Guidance Notes:
1. See Section 4 of this Appendix for illustrative note 51 that will replace the extant note 51 to the illustrative financial statements when FRS 103(2009) becomes effective.

FRS 8.28(a)

b) FRS 27 (Revised in 2009) Consolidated and Separate Financial Statements

FRS 27.45

The revisions to FRS 27 principally affect the accounting for transactions or events that result in a change in the Group's interests in its subsidiaries. The adoption of the revised Standard has affected the accounting for the Group's disposal of part of its interest in GAAP Electronics Sdn Bhd in the year (see below).

FRS 8.28(b),(d)
FRS 8.28(c)

FRS 27(2009) has been adopted for periods beginning on or after January 1, 2010 and has been applied retrospectively (subject to specified exceptions) in accordance with the relevant transitional provisions. The revised Standard has affected the Group's accounting policies regarding changes in ownership interests in its subsidiaries that do not result in a change in control. In prior years, in the absence of specific requirements in FRSs, increases in interests in existing subsidiaries were treated in the same manner as the acquisition of subsidiaries, with goodwill or a bargain purchase gain being recognised where appropriate; for decreases in interests in existing subsidiaries that did not involve a loss of control, the difference between the consideration received and the carrying amount of the share of net assets disposed of was recognised in profit or loss. Under FRS 27(2009), all such increases or decreases are dealt with in equity, with no impact on goodwill or profit or loss.

When control of a subsidiary is lost as a result of a transaction, event or other circumstance, the revised Standard requires that the Group derecognise all assets, liabilities and non-controlling interests at their carrying amount. Any retained interest in the former subsidiary is recognised at its fair value at the date control is lost, with the gain or loss arising recognised in profit or loss.

FRS 8.28(f)(i)

In respect of the disposal during the period of part of the Group's interest in GAAP Electronics Sdn Bhd, the change in policy has resulted in the difference of $34,000 between the consideration received and the non-controlling interests recognised being recognised directly in equity, instead of in profit or loss. Therefore, the change in accounting policy has resulted in a decrease in the profit for the year of $34,000 (2009: nil).

FRS 8.28(a)

c) FRS 28 (Revised in 2009) Investments in Associates

The principle adopted under FRS 27(2009) (see above) that a loss of control is recognised as a disposal and re-acquisition of any retained interest at fair value is extended by consequential amendment to FRS 28; therefore, when significant influence is lost, the investor measures any investment retained in the former associate at fair value, with any consequential gain or loss recognised in profit or loss.

FRS 8.28(b) to (f)(i)

FRS 28(2009) has been adopted for periods beginning on or after January 1, 2010 and has been applied prospectively in accordance with the relevant transitional provisions. The changes have affected the accounting for the partial disposal of the Group's interest in Apag Limited in the year. The difference of $104,000 between the carrying amount of the interest retained in Apag Limited and its fair value has been recognised in profit or loss in the period, net of a deferred tax expense of $32,000. Had the Group's previous accounting policy been followed, the carrying amount of the investment retained would have been regarded as cost for the purpose of subsequent accounting as an available-for-sale investment under FRS 39 and the movement in fair value (and related deferred tax) would have been recognised in other comprehensive income. The profit reported for 2010 has therefore been increased by $72,000 as a result of the change in accounting policy. This increase will be offset by a decrease in profits of an equivalent amount when the investment is disposed of in future accounting periods.

2. Significant Accounting Policies

FRS 27(2009).4

Basis Of Consolidation - The consolidated financial statements incorporate the financial statements of the Company and entities (including special purpose entities) controlled by the Company (its subsidiaries). Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

FRS 27(2009).26

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the effective date of acquisition and up to the effective date of disposal, as appropriate.

FRS 27(2009).24

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group.

FRS 27(2009).20

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

FRS 27(2009).18(c)
FRS 27(2009).28

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

FRS 27(2009).30
FRS 27(2009).31

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

FRS 27(2009).34 FRS 27(2009).36	When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained earnings) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under FRS 39 *Financial Instruments: Recognition and Measurement* or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.
FRS 27(2009).43(c)	In the company's financial statements, investments in subsidiaries, associates and joint ventures are carried at cost less any impairment in net recoverable value that has been recognised in profit or loss.
FRS 103(2009).4 FRS 103(2009).37 FRS 103(2009).38 FRS 103(2009).53	**Business Combinations** - Acquisitions of subsidiaries and businesses are accounted for using the acquisition method. The consideration for each acquisition is measured at the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.
FRS 103(2009).39 FRS 103(2009).58	Where applicable, the consideration for the acquisition includes any asset or liability resulting from a contingent consideration arrangement, measured at its acquisition-date fair value. Subsequent changes in such fair values are adjusted against the cost of acquisition where they qualify as measurement period adjustments (see below). All other subsequent changes in the fair value of contingent consideration classified as an asset or liability are accounted for in accordance with relevant FRSs. Changes in the fair value of contingent consideration classified as equity are not recognised.
FRS 103(2009).42	Where a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to fair value at the acquisition date (i.e. the date the Group attains control) and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.
FRS 103(2009).18 FRS 103(2009).21	The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under the FRS are recognised at their fair value at the acquisition date, except that:
FRS 103(2009).24 FRS 103(2009).26	• deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with FRS 12 *Income Taxes* and FRS 19 *Employee Benefits* respectively;
FRS 103(2009).30	• liabilities or equity instruments related to the replacement by the Group of an acquiree's share-based payment awards are measured in accordance with FRS 102 *Share-based Payment*; and
FRS 103(2009).31	• assets (or disposal groups) that are classified as held for sale in accordance with FRS 105 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that Standard.
FRS 103(2009).45	If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see below), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

FRS 103(2009).46	The measurement period is the period from the date of acquisition to the date the Group obtains complete information about facts and circumstances that existed as of the acquisition date – and is subject to a maximum of one year.
FRS 103(2009).32	**Goodwill** - Goodwill arising in a business combination is recognised as an asset at the date that control is acquired (the acquisition date). Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest (if any) in the entity over net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.
FRS 103(2009).36	If, after reassessment, the Group's interest in the fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.
FRS 36.80 FRS 36.90, 104 FRS 36.124	Goodwill is not amortised but is reviewed for impairment at least annually. For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.
	On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.
	Non-Current Assets Held For Sale - Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

FRS 105.8A	When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.
FRS 105.15	Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their previous carrying amount and fair value less costs to sell.
FRS 21.51 FRS 21.17 FRS 21.18 FRS 21.19	**Foreign Currency Transactions And Translation** - The individual financial statements of each group entity are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The consolidated financial statements of the group and the balance sheet/statement of financial position of the company are presented in Singapore dollars, which is the functional currency of the company and the presentation currency for the consolidated financial statements.
FRS 21.23(a)-(c) FRS 21.21	In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency are recorded at the rate of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.
FRS 21.32 FRS 21.28, 30	Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised in other comprehensive income.
	Exchange differences on foreign currency borrowings relating to assets under construction for future productive use, are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.
	Exchange differences on transactions entered into in order to hedge certain foreign currency risks are described in the hedge accounting policies above.
FRS 21.39	For the purpose of presenting consolidated financial statements, the assets and liabilities of the group's foreign operations (including comparatives) are expressed in Singapore dollars using exchange rates prevailing at the end of the reporting period. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a separate component of equity.
FRS 21.48 FRS 21.48A FRS 21.48B	On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, loss of joint control over a jointly controlled entity that includes a foreign operation, or loss of significant influence over an associate that includes a foreign operation), all of the accumulated exchange differences in respect of that operation attributable to the Group are reclassified to profit or loss. Any exchange differences that have previously been attributed to non-controlling interests are derecognised, but they are not reclassified to profit or loss.

FRS 21.48C
FRS 21.48D

In the case of a partial disposal (i.e. no loss of control) of a subsidiary that includes a foreign operation, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. of associates or jointly controlled entities not involving a change of accounting basis), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

FRS 21.32

On consolidation, exchange differences arising from the translation of the net investment in foreign entities (including monetary items that, in substance, form part of the net investment in foreign entities), and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income and accumulated in a separate component of equity under the header of foreign currency translation reserve.

FRS 21.47

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

3. Disclosures Required By FRS 27(Revised In 2009)

The following are sample disclosures required by FRS 27(Revised in 2009). These disclosures will be required if the disposal of subsidiary in Note 50 to the illustrative financial statements occurs when FRS 27(2009) is effective.

The sample disclosures relate to the effects of disposal of subsidiary (i.e. when control is lost):
1. Disclosure on the portion of that gain or loss attributable to recognising any investment retained in the former subsidiary at its fair value at the date when control is lost; and
2. disclosure on the line item(s) in the statement of comprehensive income in which the gain or loss is recognised (if not presented separately in the statement of comprehensive income).

FRS 27(2009)
.40(f)(i)

The gain on disposal of subsidiary GAAP Playsystems Limited includes $XXXXX related to remeasuring the investment retained (in the form of an available-for-sale financial asset) in GAAP Playsystems Limited to fair value at the date of disposal.

FRS 27(2009)
.40(f)(ii)

The gain on disposal of subsidiary GAAP Playsystems Limited is included in the profit for the year from discontinued operations in the [statement of comprehensive income/income statement] (see note XX).

FRS 27(2009)
.40(e)

Guidance Note:

If there is a partial disposal of interest in a subsidiary that does not result in a loss of control on the equity attributable to owners of the parent, an entity shall also disclose a schedule that shows the effects of any changes in a parent's ownership interest in a subsidiary.

4. Disclosures Required By FRS 103(Revised 2009)

The following are sample disclosures required by FRS 103(Revised in 2009). For a business combination with an acquisition date after the date of adoption of FRS 103(Revised in 2009), these disclosures will be required instead of those shown in Note 51 to the illustrative financial statements occurs.

The disclosures below assume a hypothetical acquisition of a new subsidiary in 2010.

FRS 103(2009).B66

Guidance Note: The disclosures illustrated here that are required by FRS 103(2009).B64 are also required for business combinations after the end of the reporting period but before the financial statements are authorised for issue unless the initial accounting for the acquisition is incomplete at the time the financial statements are authorised for issue. In such circumstances, the entity is required to describe which disclosures could not be made and the reasons why they could not be made.

FRS 103(2009). B64(a) to (d)

51. Acquisition of Subsidiary

	Principal activity	Date of acquisition	Proportion of shares acquired (%)	Consideration transferred $'000
2010				
Huiji Investments Limited	Financial	June 15, 2010	80	1,192

Huiji Investments Limited was acquired so as to continue the expansion of the Group's leasing activities.

	Principal activity	Date of acquisition	Proportion of shares acquired (%)	Consideration transferred $'000
2009				
Huiji Electronic Systems (China) Limited	Manufacture of electronic equipment	August 1, 2009	100	7,942

FRS 103(2009). B64(f)

51.1 Consideration transferred

Huiji Investments Limited	$'000
Cash	677
Transfer of land and buildings at fair value at date of acquisition	400
Contingent consideration arrangement (i)	75
Effect of settlement of legal claim against Huiji Investments Limited (ii)	40
Total (FRS 7.40(a))	1,192

FRS 103(2009).B64(g)

i. The contingent consideration requires the Group to pay the vendors an additional $300,000 if Huiji Investments Limited's profit before interest and tax (PBIT) in each of the years 2011 and 2012 exceeds $500,000. Huiji Investments Limited's PBIT for the past three years has been $350,000 on average and the directors do not consider it probable that this payment will be required. $75,000 represents the estimated fair value of this obligation.

FRS 103(2009).B64(l)

ii. Prior to the acquisition of Huiji Investments Limited, the Group was pursuing a legal claim against that company in respect of damage to goods in transit to a customer. Although the Group was confident of recovery, this amount has not previously been recognised as an asset. In line with the requirements of FRS 103(2009), the Group has recognised the effective settlement of this legal claim on the acquisition of Huiji Investments Limited by recognising $40,000 (being the estimated fair value of the claim) as a gain in the statement of comprehensive income/income statement within the 'other gains and losses' line item. This has resulted in a corresponding increase in the consideration transferred.

FRS 103(2009).B64(m)

Acquisition-related costs amounting to $145,000 have been excluded from the consideration transferred and have been recognised as an expense in the period, within the 'other expenses' line item in the statement of comprehensive income/income statement.

FRS 103(2009).B64(i)
FRS 7.40(d)

51.2 Assets acquired and liabilities assumed at the date of acquisition

Huiji Investments Limited	Total
	$'000
Current assets	
Cash and & cash equivalents	200
Trade and other receivables	192
Inventories	57
Non-current assets	
In-process research and development	-
Plant and equipment	512
Current liabilities	
Trade and other payables	(53)
Non-current liabilities	
Deferred tax liabilities	(17)
Contingent liabilities	(45)
	846

Guidance Notes - Contingent liability assumed in a business combination

If a contingent liability is not recognised because its fair value cannot be measured reliably, the acquirer shall disclose the information required by FRS 37.86 (See Note 53 of the illustrative financial statements), and the reasons why the liability cannot be measured reliably.

FRS 103(2009).B67(a)

The initial accounting for the acquisition of Huiji Investments Limited has only been provisionally determined at the end of the reporting period. For tax purposes, the tax values of Huiji Investments Limited's assets are required to be reset based on market values and other factors. At the date of finalisation of these financial statements, the necessary market valuations and other calculations had not been finalised and they have therefore only been provisionally determined based on the management's best estimate of the likely tax values. The market valuations obtained for tax purposes may also impact the recognised fair values of the other assets acquired as part of the business combination.

FRS 103(2009).B64(h)

The receivables acquired (which principally comprised trade receivables) in these transactions with a fair value of $192,000 had gross contractual amounts of $224,000. The best estimate at acquisition date of the contractual cash flows not expected to be collected is $32,000.

FRS 103(2009).B64(h)

Guidance Notes - Acquired receivables

The disclosures above in relation to acquired receivables should be provided by major class of receivables e.g. loans, direct finance leases and any other class of receivables.

FRS 103(2009).B64(o)

51.3 Non-controlling interests

The non-controlling interest (20%) in Huiji Investments Limited recognised at the acquisition date was measured by reference to the fair value of the non-controlling interest and amounted to $132,000. This fair value was estimated by applying an income approach. The following were the key model inputs used in determining the fair value:

- assumed discount rate range of 18% to 22%;
- assumed long-term sustainable growth rates of 3% to 5%; and
- assumed adjustments because of the lack of control or lack of marketability that market participants would consider when estimating the fair value of the non-controlling interests in Huiji Investments Limited.

51.4 Goodwill arising on acquisition

Huiji Investments Limited

	$'000
Consideration transferred	1,192
Plus: non-controlling interests	132
Less: fair value of identifiable net assets acquired	(846)
Goodwill arising on acquisition	478

FRS 103(2009).B64(e) Goodwill arose in the acquisition of Huiji Investments Limited because the cost of the combination included a control premium. In addition, the consideration paid for the combination effectively included amounts in relation to the benefit of expected synergies, revenue growth, future market development and the assembled workforce of Huiji Investments Limited.These benefits are not recognised separately from goodwill because they do not meet the recognition criteria for identifiable intangible assets.

The Group also acquired the customer lists and customer relationships of Huiji Investments Limited as part of the acquisition. These assets could not be separately recognised from goodwill because they are not capable of being separated from the Group and sold, transferred, licensed, rented or exchanged, either individually or together with any related contracts.

FRS 103(2009).B64(k) None of the goodwill arising on these acquisitions is expected to be deductible for tax purposes.

51.5 Net cash outflow on acquisition of subsidiaries

		Year ended December 31, 2010	Year ended December 31, 2009
		$'000	$'000
FRS 7.40(b)	Consideration paid in cash	677	-
FRS 7.40(c)	Less: cash and cash equivalent balances acquired	(200)	-
		477	-

51.6 Impact of acquisitions on the results of the Group

FRS 103(2009).B64(q) Included in the profit for the year is $48,000 attributable to the additional business generated by Huiji Investments Limited. Revenue for the period from Huiji Investments Limited amounted $5.1 million.

FRS 103(2009).61 Had these business combinations been effected at January 1, 2010, the revenue of the Group from continuing operations would have been $145 million, and the profit for the year from continuing operations would have been $19.7 million. The management of the Group considers these 'pro-forma' numbers to represent an approximate measure of the performance of the combined group on an annualised basis and to provide a reference point for comparison in future periods.

In determining the 'pro-forma' revenue and profit of the Group had Huiji Investments Limited been acquired at the beginning of the current reporting period, the management has:

- calculated depreciation of plant and equipment acquired on the basis of the fair values arising in the initial accounting for the business combination rather than the carrying amounts recognised in the pre-acquisition financial statements;
- based borrowing costs on the funding levels, credit ratings and debt/equity position of the Group after the business combination; and
- excluded takeover defence costs of the acquiree as a one-off pre-acquisition transaction.