

**FULL YEAR FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE YEAR ENDED 31
DECEMBER 2012**

This announcement has been prepared by the Company and reviewed by the Company's sponsor, CNP Compliance Pte. Ltd. ("Sponsor"), for compliance with the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist.

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PART I – INFORMATION REQUIRED FOR ANNOUNCEMENTS FULL YEAR RESULTS

1(a) A Consolidated Statement of Profit or Loss and Other Comprehensive Income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Year ended 31-Dec-12 S\$'000	Year ended 31-Dec-11 S\$'000	Increase/ (Decrease) %
Revenue	50,581	47,533	6.41%
Cost of Sales	(39,092)	(38,586)	1.31%
Gross Profit	<u>11,489</u>	<u>8,947</u>	28.41%
	23%	19%	
<u>Other Items of Income</u>			
Interest Income	84	54	55.56%
Other Credits	731	2,379	-69.27%
<u>Other Items of Expenses</u>			
Marketing and Distribution Costs	(5,550)	(4,082)	35.96%
Administrative Expenses	(5,744)	(5,991)	-4.12%
Finance Costs	(281)	(195)	44.10%
Other Charges	(232)	(678)	-65.78%
Share of (Loss)/Profit from Equity-Accounted Joint Ventures	(60)	11	NM
Profit Before Tax from Continuing Operations	<u>437</u>	<u>445</u>	-1.80%
Income Tax Expense	(159)	(163)	-2.45%
Profit from Continuing Operations, Net of Tax	<u>278</u>	<u>282</u>	-1.42%
Profit Attributable to Owners of the Parent, Net of Tax	147	171	-13.86%
Profit Attributable to Non-Controlling Interests, Net of Tax	131	111	17.64%
Profit Net of Tax	<u>278</u>	<u>282</u>	-1.42%
<u>Other Comprehensive (Loss)/Income</u>			
Profit for the year	278	282	-1.42%
Exchange Differences on Translating Foreign Operations, Net of Tax	(466)	481	NM
Total Comprehensive (Loss)/Income For The Year	<u>(188)</u>	<u>763</u>	NM
Total Comprehensive Income Attributable to Owners of the Parent	(192)	573	NM
Total Comprehensive Income Attributable to Non-Controlling Interests	4	190	-97.93%
Total Comprehensive (Loss)/Income For The Year	<u>(188)</u>	<u>763</u>	NM

Notes to Consolidated Statement of Comprehensive Income

	Year ended 31-Dec-12 S\$'000	Year ended 31-Dec-11 S\$'000	Increase/ (Decrease) %
<u>Revenue</u>			
Sale of Goods	49,912	47,240	5.66%
Commission Income	113	75	50.20%
Rental Income	120	117	2.39%
Other Income	436	101	331.47%
	50,581	47,533	6.41%
Interest Income	84	54	54.74%
<u>Other Credits</u>			
Gain on Bargain Purchases	246	1,291	-80.96%
Gain on Disposal of Plant and Equipment	-	214	NM
Government Grants Income	10	37	-72.97%
Refund of Shortfall in Profit Guarantee by Vendor	427	820	-47.92%
Recharge of Expenses Incurred	11	-	NM
Reversal of Allowance for Impairment on Trade Receivables	-	2	NM
Net Reversal of Allowance for Inventories	37	15	148.11%
	731	2,379	-69.29%
<u>Finance Costs</u>			
Interest Expense	(281)	(195)	44.32%
<u>Other Charges</u>			
Bad Debts Written off	(53)	-	NM
Amortisation of Intangible Asset	(160)	(269)	-40.48%
Foreign Exchange Adjustment Losses	(19)	(409)	-95.44%
	(232)	(678)	-65.79%

NM - Not Meaningful

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

	<u>Group</u> <u>31-Dec-12</u> <u>S\$'000</u>	<u>Group</u> <u>31-Dec-11</u> <u>S\$'000</u>	<u>Company</u> <u>31-Dec-12</u> <u>S\$'000</u>	<u>Company</u> <u>31-Dec-11</u> <u>S\$'000</u>
ASSETS				
Non-Current Assets				
Property, Plant and Equipment, Total	7,464	7,952	2,850	3,143
Investments in Subsidiaries	-	-	11,100	10,795
Investments in Joint Ventures	100	60	105	49
Intangible Assets, Total	2,510	2,279	-	-
Land use rights	2,713	2,852	-	-
Other Assets, Non-Current	224	87	87	87
Total Non-Current Assets	13,011	13,230	14,142	14,074
Current Assets				
Inventories	6,981	4,271	2,685	1,599
Trade and Other Receivables, Current	19,377	18,098	18,600	17,485
Other Assets, Current	2,376	3,078	469	711
Cash and Cash Equivalents	3,906	8,566	937	3,446
Total Current Assets	32,640	34,013	22,691	23,241
Total Assets	45,651	47,243	36,833	37,315
EQUITY AND LIABILITIES				
Equity attributable to owner of the parent				
Share Capital	13,194	13,174	13,194	13,174
Other Reserves, Total	(438)	(77)	-	-
Retained Earnings	9,154	9,007	9,848	10,297
Equity, Attributable to Owners of the Parent, Total	21,910	22,104	23,042	23,471
Non-Controlling Interests	2,618	2,555	-	-
Total Equity	24,528	24,659	23,042	23,471
Non-Current Liabilities				
Deferred Tax Liabilities	128	317	81	81
Other Financial Liabilities, Non-Current	-	200	-	200
Finance Leases, Non-Current	238	277	49	119
Total Non-Current Liabilities	366	794	130	400
Current Liabilities				
Income Tax Payable	693	309	253	296
Other Financial Liabilities, Current	5,013	5,219	4,055	3,492
Finance Leases, Current	69	100	69	69
Trade and Other Payables	14,982	16,162	9,284	9,587
Total Current Liabilities	20,757	21,790	13,661	13,444
Total Liabilities	21,123	22,584	13,791	13,844
Total Equity and Liabilities	45,651	47,243	36,833	37,315

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

Amount repayable in one year or less, or on demand

As at 31-Dec-12		As at 31-Dec-11	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
69	5,014	691	3,935

Amount repayable after one year

As at 31-Dec-12		As at 31-Dec-11	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
238	0	277	200

The group's bank borrowing and debt securities as at 31 December 2012 were secured / covered by :

- a. A negative pledge over the assets of the company
- b. Corporate guarantees from the company
- c. Personal guarantee from related party of subsidiary

The obligations under finance lease are secured by a charge over the leased assets and the personal guarantee from a director of company.

1(c) A consolidated statement of cash flows (for the group) together with the comparative statement for the corresponding period of the immediately preceding financial year.

	Group 31-Dec-12 S\$'000	Group 31-Dec-11 S\$'000
Cash Flows From Operating Activities		
Profit Before Tax	437	445
Adjustments for:		
Depreciation of Property, Plant and Equipment	954	612
Gain on Disposal of Plant and Equipment	-	(214)
Refund of Shortfall in Profits Guarantee	(427)	(820)
Amortisation of Intangible Asset	160	269
Gain on Bargain Purchases	(246)	(1,291)
Share of Loss/(Profit) from Equity-Accounted Joint Ventures	60	(11)
Interest Income	(84)	(54)
Interest Expense	281	195
Operating Cash Flow before Changes in Working Capital	<u>1,135</u>	<u>(869)</u>
Cash Restricted In Use Over 3 months	1,000	406
Trade and Other Receivables, Current	(600)	(7,277)
Other Assets	564	(2,064)
Inventories	(2,523)	777
Other Liabilities	-	(106)
Trade and Other Payables, Current	(1,421)	8,971
Net Cash Flows from Operations	<u>(1,845)</u>	<u>(162)</u>
Income Tax Refunded/(Paid)	86	(82)
Net Cash Flows (Used in) Operating Activities	<u>(1,759)</u>	<u>(244)</u>
Cash Flows From Investing Activities		
Proceeds from Disposal of Plant and Equipment	-	229
Purchase of Plant and Equipment	(451)	(459)
Disposal of Non Controlling Interest Without Change in Control	60	-
Net Cash Outflow from Acquisition/Incorporation of Subsidiaries	(444)	(1,381)
Investment in Joint Ventures	(100)	(49)
Refund of Shortfall in Profits Guarantee	-	820
Purchase of Land Use Rights	-	(2,852)
Interest Received	84	54
Cash Restricted In Use Over 3 months	-	(1,000)
Net Cash Flows (Used in) Investing Activities	<u>(851)</u>	<u>(4,638)</u>
Cash Flows From Financing Activities		
Interest Paid	(281)	(195)
Increase from New Borrowings	-	3,115
Repayment of Bank Borrowings	(606)	(1,073)
Finance Lease Repayment	(70)	(298)
Issuance of Shares	20	4,227
Net Cash Flows (Used in)/From Financing Activities	<u>(937)</u>	<u>5,776</u>
Net (Decrease)/Increase in Cash and Cash Equivalents	(3,547)	894
Effect of Exchange Rate Changes on Cash and Cash Equivalent	(313)	65
Cash and Cash Equivalents, Statement of Cash Flows, Beginning Balance	6,976	6,017
Cash and Cash Equivalents, Statement of Cash Flows, Ending Balance	<u>3,116</u>	<u>6,976</u>
Represented by:		
Cash and Cash Equivalents	3,906	8,566
Bank Overdraft	(790)	(590)
Cash Restricted In Use	-	(1,000)
Cash and Cash Equivalents, Statement of Cash Flows, Ending Balance	<u>3,116</u>	<u>6,976</u>

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

	Share Capital S\$'000	Other Reserves S\$'000	Retained Earnings S\$'000	Attributable to Parent sub-total S\$'000	Non- Controlling Interests S\$'000	Total Equity S\$'000
GROUP:						
Previous year:						
Balance as at 1 January 2011	8,947	(492)	8,849	17,304	1,273	18,577
Movements in Equity:						
Total comprehensive income for the year	-	402	171	573	190	763
Transfer to statutory reserve	-	13	(13)	-	-	-
Issuance of share capital	4,227	-	-	4,227	-	4,227
Acquisition of Subsidiary	-	-	-	-	1,092	1,092
Balance as at 31 December 2011	13,174	(77)	9,007	22,104	2,555	24,659
Current year:						
Balance as at 1 January 2012	13,174	(77)	9,007	22,104	2,555	24,659
Movements in Equity:						
Total comprehensive income for the year	-	(339)	147	(192)	4	(188)
Transfer to statutory reserve	-	-	-	-	-	-
Issuance of share capital	20	-	-	20	-	20
Disposal of Non Controlling Interest without change in control	-	(22)	-	(22)	-	(22)
Acquisition of subsidiaries	-	-	-	-	59	59
Balance as at 31 December 2012	13,194	(438)	9,154	21,910	2,618	24,528
COMPANY:						
Previous year:						
Balance as at 1 January 2011	8,947	-	8,045	16,992	-	16,992
Movements in Equity:						
Total comprehensive income for the year	-	-	2,252	2,252	-	2,252
Issuance of share capital	4,227	-	-	4,227	-	4,227
Balance as at 31 December 2011	13,174	-	10,297	23,471	-	23,471
Current year:						
Balance as at 1 January 2012	13,174	-	10,297	23,471	-	23,471
Movements in Equity:						
Total comprehensive loss for the year	-	-	(449)	(449)	-	(449)
Issuance of share capital	20	-	-	20	-	20
Balance as at 31 December 2012	13,194	-	9,848	23,042	-	23,042

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

Total number of issued shares excluding treasury shares as at the end of the current financial year are 187,876,000 (FY2011 : 187,625,000).

There were total of 251,000 shares allotted via exercise of warrants by shareholders during the financial year.

There are 62,124,000 warrants outstanding each with an exercise price of S\$0.08 at the end of the current year.

Subsequently, total of 26,326,036 shares allotted via exercise of warrants by shareholders in Jan'13 before the expiring date of 11 January 2013.

1(d)(iii) Total number of issued share excluding treasury share as at the end of current financial period and as at the end of the immediately preceding year.

	31-Dec-12	31-Dec-11
Issued and fully paid share capital	187,625,000	125,000,000
Addition:		
Rights issued	-	62,500,000
Exercise of share warrants	251,000	125,000
Total number of shares	187,876,000	187,625,000

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

Not applicable.

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

The figures have not been audited or reviewed by the company's auditors.

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

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

The group has applied the same accounting policies and methods of computation in the group's financial statements for the current financial year compared to the audited financial statements as at 31 December 2011 except for the adoption of the applicable new and revised Financial Reporting Standards (FRS) that became effective for the group for the financial year beginning 1 January 2012. The new or revised FRS did not require significant modification of the measurement method or the presentation of the financial information.

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

The same accounting policies and methods of computation have been applied.

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

	31-Dec-12	31-Dec-11
(i) Based on number of ordinary share in issue	0.08cents	0.07cents
(ii) On a fully diluted basis	0.07cents	0.07cents

The basic earnings per share for the year ended 31 December 2012 was calculated by dividing the group's profit attributable to equity holders of the parents net of tax of \$147,300 by the number of weighted average ordinary shares which is 187,676,811.

The dilutive earning per share for the year ended 31 December 2012 was calculated by dividing the group's profit attributable to equity holders of the parents net of tax of \$147,300 by the total number of weighted average ordinary shares and the effect of outstanding warrants, which is 214,002,847.

7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-

- (a) current period reported on; and
- (b) immediately preceding financial year

	Group		Company	
	As at 31-Dec-12	As at 31-Dec-11	As at 31-Dec-12	As at 31-Dec-11
Net asset value per ordinary share based on number of shares in issue at end of period year	11.66 cents	11.78 cents	12.26 cents	12.51 cents

Net asset value per ordinary share is calculated based on 187,876,000 (FY2011 : 187,625,000) ordinary shares at the end of financial year.

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current period reported on.

Review of operating result

Revenue

The Group's revenue increased by \$3.1 million or 6.4% to \$50.6 million for the full-year ended 31 December 2012 ("FY12") from \$47.5 million for the full-year ended 31 December 2011 ("FY11"). This was mainly attributable to the increase in sales in Malaysia, Hong Kong, Australia, and Europe. Sales in some other areas suffered a decreased but at a lower quantum.

Gross Profit

Gross profit margin increased by 4 percentage points from 19% to 23%. This was mainly attributable to an increase of sales in higher margin products segments. Total gross profit increased by \$2.6 million or 28.4% to \$11.5 million in FY12 from \$8.9 million in FY11.

Other Items of Income

Other items of income decreased by \$1.7 million or 70.8% to \$0.7 million in FY12 from \$2.4 million in FY11 due to a one-time gain in acquisition of businesses in FY11 as well as a lower amount of refund of shortfall in profits guarantee from the vendors of PVT Engineering Sdn Bhd.

Marketing and Distribution Costs

Marketing and distribution costs increased by \$1.5 million or 36.0% from \$4.1 million in FY11 to \$5.6 million in FY12. This was mainly attributable to an increase in set up costs for new companies in Australia and China, as well as increase in headcount cost for existing operations in China, Malaysia, and Holland.

Administrative Expenses

Administrative expenses decreased by \$0.3 million or 4.1% to \$5.7 million in FY12 from \$6.0 million in FY11, despite additional administrative expenses required in new subsidiaries in Australia, Malaysia and China, as most units within the Group had managed to reduce their administrative expenses.

Finance Costs

Finance costs increased by \$0.1 million or 44.1% from \$0.2 million in FY11 to \$0.3 million in FY12 mainly due to an increase in trade financing attributable to an increase in sales.

Other Charges

Other charges decreased by \$0.5 million to \$0.2 million in FY12, from \$0.7 million in FY11, mainly attributable to lower amortisation of intangible asset and lower foreign exchange adjustment losses during the reporting year.

Share of Joint Venture (Loss)/Profit After Tax

Share of joint venture (loss)/profit after tax turned to loss of \$60,000 in FY12, from profit of \$11,000 in FY11. This was mainly attributable to a share of losses of joint venture in Thailand in the reporting year.

Profit before Tax from Continuing Operations

Profit before tax from continuing operations decreased by \$8,000 or 1.8% to \$437,000 in FY12 from \$445,000 in FY11, due mainly to higher marketing and distribution costs and lower one-off gains as compared to FY11.

Income Tax Expense

Income tax expense decreased by \$4,000 or 2.5% to \$159,000 in FY12 from \$163,000 in FY11, in line with the profit before tax of the group.

Financial Position

Non-Current Assets

Non-current assets decreased by \$0.2 million from \$13.2 million as at 31 December 2011 to \$13.0 million as at 31 December 2012. Mainly attributable to depreciation of plant and equipment and amortisation of land use rights in China.

Current Assets

Current assets decreased by \$1.4 million from \$34.0 million as at 31 December 2011 to \$32.6 million as at 31 December 2012. The decrease was mainly attributable to the following:

- 1) Decrease in other assets by \$0.7 million due mainly to general reduction in prepayment and deposits amount; and
- 2) Decrease in cash and cash equivalents by \$4.7 million. Please refer to section 'Statement of Cash Flow' below for more information.

The above decreases were partially offset by smaller increases as per below:

- 1) An increase in inventories by \$2.7 million from \$4.3 million to \$7.0 million in line with the higher revenue during the year as well as a surge in goods-in-transits at the year end;
- 2) Increase in trade and other receivables by \$1.3 million from \$18.1 million to \$19.4 million, in line with the higher revenue during the year.

Non-Current Liabilities

Non-current liabilities decreased by \$0.4 million from \$0.8 million as at 31 December 2011 to \$0.4 million as at 31 December 2012 mainly attributable to lower deferred tax liabilities of \$0.2 million and reduction of long term loan of \$0.2 million.

Current Liabilities

Current liabilities decreased by \$1.0 million from \$21.8 million as at 31 December 2011 to \$20.8 million as at 31 December 2012. The decrease was mainly attributable to the following:

- 1) Decrease in other financial liabilities (current) by \$0.2 million from \$5.2 million to \$5.0 million mainly due to repayment of facilities; and
- 2) Decrease in trade and other payables by \$1.2 million from \$16.2 million to \$15.0 million mainly due to generally shorter payment terms during the period under review.

The aforementioned was partially offset by the increase in income tax payable by \$0.4 million from \$0.3 million to \$0.7 million.

Statement of Cash Flow

Net cash used in operating activities was \$1.8 million in FY12, despite a surplus in operating cash flows before changes in working capital. This was mainly attributable to net cash used in working capital of \$3.0 million which were made up from trade and other receivables of \$0.6 million, inventories of \$2.6 million, and trade and other payables of \$1.4 million.

Net cash used in investing activities was \$0.9 million in FY12, due mainly to purchase of plants and equipment of \$0.5 million, acquisition and incorporation of subsidiaries in Malaysia and China of \$0.4 million, as well as setting up of joint ventures during the reporting period.

Net cash used from financing activities was \$0.9 million in FY12, due mainly to interest payment of \$0.3 million, net repayment of borrowing of \$0.6 million, repayment of finance lease of \$0.1 million.

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

Not applicable.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

We expect the operating environment to remain challenging and intense market competition to continue.

The Duvalco brand of valves had proven to be generating a stable stream of income and we hope this will continue to help grow the revenue stream.

In the course of growing our overseas market shares, we had established more joint ventures with overseas partners to tap on their local network.

We would continue our efforts of growing market network and product ranges.

The Group would monitor its operation cost closely while continue its business expansions to achieve its set goals.

11. Dividend

(a) Current Financial Period Reported on

Any dividend declared for the current financial period reported on?

No.

(b) Corresponding Period of the Immediately Preceding Financial Year

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

No.

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

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

No dividend is declared or recommended for the current financial period reported on.

PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

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

Business Segments	PW		WW		NW		Valves		Others		Consolidated	
	2012 S\$'000	2011 S\$'000	2012 S\$'000	2011 S\$'000	2012 S\$'000	2011 S\$'000	2012 S\$'000	2011 S\$'000	2012 S\$'000	2011 S\$'000	2012 S\$'000	2011 S\$'000
Revenue												
External sales	17,603	27,799	1,809	253	2,803	1,018	11,914	10,545	16,452	7,918	50,581	47,533
Result												
Segment result	3,235	3,312	476	67	543	868	3,143	2,929	4,093	2,167	11,489	9,343
Interest income											84	54
Finance costs											(281)	(195)
Unallocated corporate expense											(11,294)	(10,469)
Other charges / (credit)											499	1,701
Share of joint venture profits											(60)	11
Profit before income tax											437	445
Income tax expense											(159)	(163)
Net profit after tax											278	282
Other information												
Segment assets	5,990	7,823	1,103	82	486	87	4,731	4,434	4,923	4,934	17,233	17,360
Unallocated assets	-	-	-	-	-	-	-	-	-	-	28,418	29,883
Total assets	5,990	7,823	1,103	82	486	87	4,731	4,434	4,923	4,934	45,651	47,243
Segment liabilities											-	-
Unallocated liabilities											21,123	22,583
Total assets											21,123	22,583
Capital expenditure											451	830
Depreciation											954	606
Amortisation											160	269

A new valve segment is presented which consists of operations mainly in Singapore, Holland, and China. This segment is introduced during the year as it accounts for more than 10% of Group revenue during the year. Comparative has been aligned to the new segment.

Geographical segments

The following table provides an analysis of the Group revenue and carrying amount of segment assets and additions to property, plant and equipment by geographical market which is analysed based on the country of domicile of the customers: -

	Sales revenue		Carrying amount of segment assets		Additions to property, plant and equipment	
	2012	2011	2012	2011	2012	2011
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Singapore	13,968	13,638	18,950	20,063	43	75
Hong Kong	2,055	778	951	799	1	2
Vietnam	6,597	13,390	-	-	-	-
China	3,065	3,976	10,659	13,336	284	238
Indonesia	1,476	838	1,124	742	-	-
Malaysia	10,156	5,104	7,587	6,984	93	359
Australia	3,129	275	2,965	2,894	-	1
Cambodia	1,668	4,665	-	-	-	-
Europe	3,945	1,320	3,415	2,425	30	155
Others	4,523	3,550	-	-	-	-
Consolidated	50,581	47,533	45,651	47,243	451	830

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

Revenue reduction in Vietnam was mainly attributable to a general slow down in Vietnam's economy. Increase in revenue in Malaysia was mainly due to substantial completion progress of engineering projects on hands. Increase revenue in Hong Kong was mainly due to better sales success rates. Increase revenue in Australia and Europe were mainly due to full year of operations in FY12 as compared to partial year in FY11.

15. A breakdown of sales.

	Group		
	2012	2011	%
	S\$'000	S\$'000	Increase / (Decrease)
(a) Sales reported for first half year	27,074	22,022	23%
(b) Profit after tax before deducting non-controlling interest reported for first half year	434	97	347%
(c) Sales reported for second half year	23,507	25,511	(8%)
(d) (Loss)/Profit after tax before deducting non-controlling interest reported for second half year	(156)	176	(189%)

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

	Group	
	2012	2011
	S\$'000	S\$'000
Ordinary	-	-
Preference	-	-
Total	-	-

17. Interested Parties Transactions

Name of Interested Person	Aggregate value of all interested persons transactions during the financial period under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) S\$'000	Aggregate value of all interested persons transactions conducted under shareholders' mandate pursuant to 920 (excluding transactions less than S\$100,000) S\$'000
Purchase from :		
Duvalco International Pte Ltd	-	185
Wu LLC	-	11
Sinzhong Valves & Fittings (Wuxi) Co. Ltd	-	3,716

18. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704 (10) in the format as shown. If there is no such person, the issuer must make an appropriate negative statement.

Name	Age	Family relationship with any director, chief executive officer and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Richard Koh Chye heng	64	(1) Father of Koh Eddie, Managing Director cum Chief Executive Officer of Pan Asian Holdings Limited ("PAHL"). (2) Father-in-law of Indriati Khoe, Non-Executive Director of PAHL	Executive Chairman from March 2009. Develop, formulate and implement the business strategies of the Group.	None
Koh Eddie	46	(1) Son of Richard Koh Chye Heng, Executive Chairman of PAHL. (2) Husband of Indriati Khoe, Non-Executive director of PAHL.	Managing Director cum Chief Executive Officer from May 2009. Assisting the Executive Chairman in the daily operations, business development and strategy planning of the Company.	None
Indriati Khoe	46	(1) Wife of Koh Eddie, Managing Director cum Chief Executive Officer of PAHL. (2) Daughter-in-law of Richard Koh Chye Heng, Executive Chairman of PAHL.	Non-Executive Director from May 2009.	None

Mr Wu Yu Liang, and Mr Goh Boon Kok, Directors of the Company have confirmed that as at 31 December 2012, they do not have any relatives who are holding a managerial position in the Company or any of its principal subsidiaries.

BY ORDER OF THE BOARD

Richard Koh Chye Heng
Executive Chairman
1 March 2013