



## **OXLEY HOLDINGS LIMITED**

(Incorporated in the Republic of Singapore)

(Company Registration No. 201005612G)

(The "Company")

### Unaudited Second Quarter and Half Year Financial Statements and Dividend Announcement For the Financial Period Ended 31 December 2011

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Collins Stewart Pte. Limited for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). Collins Stewart Pte. Limited has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement. The contact person for the Sponsor is Mr. Alex Tan, Managing Director, Corporate Finance, Collins Stewart Pte. Limited at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854-6160.

1(a) Statement of Comprehensive Income (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year

(The figures have not been audited or reviewed by the auditors)

	Group Second Quarter Ended		% Change Increase/ (Decrease)	Group Half Year Ended		% Change Increase/ (Decrease)
	31-Dec-11 S\$'000	31-Dec-10 S\$'000		31-Dec-11 S\$'000	31-Dec-10 S\$'000	
Revenue	38,049	5,957	539%	73,706	15,885	364%
Cost of Sales	(29,054)	(4,079)	612%	(55,727)	(10,939)	409%
Gross Profit	8,995	1,878	379%	17,979	4,946	264%
<u>Other Items of Income</u>						
Other Income	1,911	232	724%	3,580	397	802%
Interest Income	-	6	N.M.	-	6	N.M.
<u>Other Items of Expense</u>						
Administrative Expenses	(2,220)	(1,084)	105%	(3,373)	(1,960)	72%
Marketing and Distribution Expenses	(754)	-	N.M.	(1,503)	-	N.M.
Finance Costs	(996)	(45)	2113%	(1,322)	(45)	2838%
Profit Before Income Tax	6,936	987	603%	15,361	3,344	359%
Income Tax Expense	(1,429)	(253)	465%	(3,065)	(778)	294%
Profit, Net of Tax and Total Comprehensive Income for The Period	5,507	734	650%	12,296	2,566	379%
Profit, Net of Tax and Total Comprehensive Income Attributable to:						
-Owners of the Parent	4,344	458	848%	10,043	1,603	527%
-Non-Controlling Interests	1,163	276	321%	2,253	963	134%
Total Comprehensive Income	5,507	734	650%	12,296	2,566	379%

1(a)(i) Profit Before Income Tax is arrived after crediting/ (charging) the following:

	Group Second Quarter Ended		% Change Increase/ (Decrease)	Group Half Year Ended		% Change Increase/ (Decrease)
	31-Dec-11 S\$'000	31-Dec-10 S\$'000		31-Dec-11 S\$'000	31-Dec-10 S\$'000	
Rental Income	1,573	122	1189%	3,113	248	1155%
Interest Income	-	6	N.M.	-	6	N.M.
Interest Expenses (including interest expense accounted for in cost of sales)	(1,507)	(60)	2412%	(2,177)	(89)	2346%
Depreciation of Plant and Equipment	(13)	(11)	18%	(25)	(21)	19%

Note:

(1) N.M. = 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

	Group As At		Company As At	
	31-Dec-11 S\$'000	30-Jun-11 S\$'000	31-Dec-11 S\$'000	30-Jun-11 S\$'000
<b>ASSETS</b>				
<b>Non Current Assets:</b>				
Plant and Equipment	104	126	104	126
Deferred Tax Assets	366	633	-	-
Investment in Subsidiaries	-	-	18,725	16,725
<b>Total Non-Current Assets</b>	<b>470</b>	<b>759</b>	<b>18,829</b>	<b>16,851</b>
<b>Current Assets:</b>				
Development Properties	833,436	720,822	-	-
Trade and Other Receivables	10,754	12,199	150,617	159,292
Other Assets	13,848	9,685	-	58
Cash and Cash Equivalents	81,491	112,652	304	6,204
<b>Total Current Assets</b>	<b>939,529</b>	<b>855,358</b>	<b>150,921</b>	<b>165,554</b>
<b>Total Assets</b>	<b>939,999</b>	<b>856,117</b>	<b>169,750</b>	<b>182,405</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity Attributable to Owners of the Parent</b>				
Share Capital	118,445	118,445	118,445	118,445
Retained Earnings	14,925	13,071	731	7,768
<b>Equity, Attributable to Owners of the Parent</b>	<b>133,370</b>	<b>131,516</b>	<b>119,176</b>	<b>126,213</b>
Non-Controlling Interests	8,801	5,548	-	-
<b>Total Equity</b>	<b>142,171</b>	<b>137,064</b>	<b>119,176</b>	<b>126,213</b>
<b>Non-Current Liabilities:</b>				
Deferred Tax Liabilities	6,025	3,721	-	-
Other Financial Liabilities	674,661	616,692	-	-
<b>Total Non-Current Liabilities</b>	<b>680,686</b>	<b>620,413</b>	<b>-</b>	<b>-</b>
<b>Current Liabilities:</b>				
Income Tax Payable	973	479	-	-
Other Financial Liabilities	37,140	13,545	-	-
Trade and Other Payables	79,029	84,616	50,574	56,192
<b>Total Current Liabilities</b>	<b>117,142</b>	<b>98,640</b>	<b>50,574</b>	<b>56,192</b>
<b>Total Equity and Liabilities</b>	<b>939,999</b>	<b>856,117</b>	<b>169,750</b>	<b>182,405</b>

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

Amount repayable in one year or less, or on demand

As At 31 December 2011		As At 30 June 2011	
Secured	Unsecured	Secured	Unsecured
S\$000	S\$000	S\$000	S\$000
37,140	-	13,545	-

Amount repayable after one year

As At 31 December 2011		As At 30 June 2011	
Secured	Unsecured	Secured	Unsecured
S\$000	S\$000	S\$000	S\$000
637,521	-	616,692	-

Details of collaterals

The above bank borrowings are secured by:

- a) First legal mortgage on the relevant development properties.
- b) Legal assignment of all rights, title and interests in the construction contract, insurance policies and performance bonds (if any), in respect of the proposed development.
- c) Joint and several guarantees by substantial shareholders of the Company and non-controlling shareholders of the subsidiaries (which are not wholly owned by us).
- d) Corporate guarantees by the Company, subsidiaries, non-controlling shareholder of a subsidiary and a company owned by a director of the Company.

Note:

(1) The above borrowings do not include advances from directors and substantial shareholders of the Company (interest bearing) and non-controlling shareholders of the subsidiaries (which are not wholly owned by us and non-interest bearing) of S\$58.2 million as at 31 December 2011 and S\$63.7 million as at 30 June 2011. These advances are included in trade and other payables and they are unsecured and without fixed repayment terms.

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

	Group		Group	
	Second Quarter Ended		Half Year Ended	
	31-Dec-11 S\$'000	31-Dec-10 S\$'000	31-Dec-11 S\$'000	31-Dec-10 S\$'000
<b><u>Cash Flows From Operating Activities:</u></b>				
Profit Before Income Tax	6,936	987	15,361	3,344
Adjustment for:				
Depreciation of Plant and Equipment	13	11	25	21
Interest Expense	996	45	1,322	45
Operating Cash Flows Before Working Capital Changes	7,945	1,043	16,708	3,410
Development Properties	(111,465)	(167,786)	(111,758)	(246,942)
Trade and Other Receivables	647	(11,324)	4,786	(9,046)
Other Assets	7,763	40,197	(4,163)	(18,843)
Trade and Other Payables	5,625	(10,621)	(70)	(846)
Net Cash Flows Used in Operations Before Interest and Tax	(89,485)	(148,491)	(94,497)	(272,267)
Income Taxes Paid	-	-	-	-
<b>Net Cash Flows Used in Operating Activities</b>	<b>(89,485)</b>	<b>(148,491)</b>	<b>(94,497)</b>	<b>(272,267)</b>
<b><u>Cash Flows From Investing Activities:</u></b>				
Purchase of Plant and Equipment	(1)	(20)	(3)	(47)
Acquisition of Subsidiary	-	-	-	(11,915)
<b>Net Cash Flows Used in Investing Activities</b>	<b>(1)</b>	<b>(20)</b>	<b>(3)</b>	<b>(11,962)</b>
<b><u>Cash Flows From Financing Activities:</u></b>				
Issuance of Shares	-	82,869	-	82,869
Capital Contribution by Non-Controlling Interests	450	-	1,000	2,400
Dividends Paid to Equity Owners	(8,189)	-	(8,189)	-
(Repayment to)/ Advances From Non-Controlling Interests	(3,686)	(4,337)	3,587	2,641
Repayment to Directors	(3,536)	(34,086)	(12,445)	(1,614)
Increase in Bank Loans	117,155	169,564	181,709	240,814
Repayment of Bank Loans	(15,811)	(14,170)	(100,146)	(14,170)
Advances From Pre-IPO Investors	-	-	-	27,000
Interest Paid	(1,507)	(60)	(2,177)	(89)
<b>Net Cash Flow From Financing Activities</b>	<b>84,876</b>	<b>199,780</b>	<b>63,339</b>	<b>339,851</b>
<b>Net (Decrease) / Increase in Cash and Cash Equivalents</b>	<b>(4,610)</b>	<b>51,269</b>	<b>(31,161)</b>	<b>55,622</b>
Cash and Cash Equivalents at Beginning of Period	86,101	17,218	112,652	12,865
<b>Cash and Cash Equivalents at End of Period</b>	<b>81,491</b>	<b>68,487</b>	<b>81,491</b>	<b>68,487</b>

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

GROUP	ATTRIBUTABLE TO OWNERS OF THE PARENT			NON-CONTROLLING INTERESTS S\$'000	TOTAL EQUITY S\$'000
	Share Capital S\$'000	Retained Earnings/ (Accumulated Losses) S\$'000	Total S\$'000		
<b>Current Period:</b>					
Balance at 1 July 2011	118,445	13,071	131,516	5,548	137,064
Capital Contribution by Non-Controlling Interests	-	-	-	550	550
Total Comprehensive Income for the Period	-	5,699	5,699	1,090	6,789
Balance at 30 September 2011	118,445	18,770	137,215	7,188	144,403
Capital Contribution by Non-Controlling Interests	-	-	-	450	450
Dividends Paid	-	(8,189)	(8,189)	-	(8,189)
Total Comprehensive Income for the Period	-	4,344	4,344	1,163	5,507
Balance at 31 December 2011	118,445	14,925	133,370	8,801	142,171
<b>Previous Period:</b>					
Balance at 1 July 2010	8,576	(308)	8,268	1,475	9,743
Capital Contribution by Non-Controlling Interests	-	-	-	2,400	2,400
Total Comprehensive Income for the Period	-	1,145	1,145	687	1,832
Balance at 30 September 2010	8,576	837	9,413	4,562	13,975
Issue of Shares to Pre-IPO Investors	27,000	-	27,000	-	27,000
Issuance of Shares at IPO	85,120	-	85,120	-	85,120
Share Issue Expenses	(2,251)	-	(2,251)	-	(2,251)
Total Comprehensive Income for the Period	-	458	458	276	734
Balance at 31 December 2010	118,445	1,295	119,740	4,838	124,578

COMPANY	Share Capital S\$'000	Retained Earnings/ (Accumulated Losses) S\$'000	TOTAL EQUITY S\$'000
<b>Current Period:</b>			
Balance at 1 July 2011	118,445	7,768	126,213
Total Comprehensive Loss for the Period	-	(473)	(473)
Balance at 30 September 2011	118,445	7,295	125,740
Dividends Paid	-	(8,189)	(8,189)
Total Comprehensive Income for the Period	-	1,625	1,625
Balance at 31 December 2011	118,445	731	119,176
<b>Previous Period:</b>			
Balance at 1 July 2010	1,000	(306)	694
Total Comprehensive Loss for the Period	-	(850)	(850)
Balance at 30 September 2010	1,000	(1,156)	(156)
Issue of Shares Pursuant to the Restructuring Exercise	7,576	-	7,576
Issuance of Shares to Pre-IPO Investors	27,000	-	27,000
Issuance of Shares at IPO	85,120	-	85,120
Share Issue Expenses	(2,251)	-	(2,251)
Total Comprehensive Loss for the Period	-	(596)	(596)
Balance at 31 December 2010	118,445	(1,752)	116,693

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

There had been no changes in the Company's share capital since 30 September 2011.

There were no outstanding convertibles or treasury shares held by the Company as at 31 December 2011 and 31 December 2010.

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year

	As At 31 December 2011	As At 30 June 2011
No. of issued shares excluding treasury shares	1,489,000,000	1,489,000,000

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

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 auditors.

**3 Where the figures have been audited or reviewed, the auditor' 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**

Other than the adoption of the new and revised Financial Reporting Standards ("FRS") which came into effect for the current financial year, there were no changes in accounting policies and methods of computation adopted in the financial statements for the current reporting period as compared to the most recent audited financial statements for the financial year ended 30 June 2011.

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

The Group adopted the Interpretation of FRS ("INT FRS") 115 Agreements for the Construction of Real Estate, for the first time during the current reporting period. INT FRS 115 is to be applied retrospectively when adopted.

On 26 August 2010, the Accounting Standards Council issued INT FRS 115 with an accompanying note that explains the application of the Interpretation to property development sales in Singapore by considering the Singapore legal framework. INT FRS 115 supersedes the Recommended Accounting Practice ("RAP") 11 Pre-Completion Contracts for the Sale of Development Property ("RAP 11") and became effective for annual periods beginning on or after 1 January 2011.

INT FRS 115 clarifies when revenue and related expenses from a sale of real estate unit should be recognised if an agreement between a developer and a buyer is reached before the construction of real estate is completed. INT FRS 115 determines that contracts which do not classify as construction contracts in accordance with FRS 11 can only be accounted for using the percentage of completion ("POC") method if the entity continuously transfers to the buyer control and the significant risks and rewards of ownership of the work-in-progress in its current state as construction progresses.

The Group has considered the application of INT FRS 115 and the accompanying practice note issued specifically in the context of the sale of residential development properties in Singapore, and concluded that whilst the "pre-completion" sale contracts were not, in substance, construction contracts, the legal terms in certain contracts result in the continuous transfer of work-in-progress to the purchaser. Consequently, the Group adopts the POC method of revenue recognition for residential projects (including residential projects with some commercial units, commonly known as "mixed developments") under progressive payment schemes in Singapore and hence for these contracts, revenue is recognised as work progresses. This is consistent with the accounting policy applied by the Group for the previous reporting year as the POC method is an allowed alternative method under RAP 11.

For the industrial and commercial development projects in Singapore, the Group will account for construction revenue and expenses under the completion of construction method as stipulated in INT FRS 115. As the Group has yet to recognise revenue and related expenses for the industrial and commercial development projects for the previous reporting year ended 30 June 2011, the adoption of INT FRS 115 for the first time in the current reporting period has not resulted in any retrospective adjustment of the comparatives.



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

Earnings per ordinary share for the period based on total comprehensive income attributable to owners of the parent:-

	Group			
	Second Quarter Ended		Half Year Ended	
	31-Dec-11	31-Dec-10	31-Dec-11	31-Dec-10
Earnings per ordinary share				
(a) Based on the weighted average number of ordinary shares in issue	0.29 cents	0.03 cents	0.67 cents	0.12 cents
Weighted average number of ordinary shares in issue	1,489,000,000	1,437,860,800	1,489,000,000	1,351,441,600
(b) On a fully diluted basis	0.29 cents	0.03 cents	0.67 cents	0.12 cents
Weighted average number of ordinary shares in issue	1,489,000,000	1,437,860,800	1,489,000,000	1,351,441,600

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

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

	Group As At		Company As At	
	31-Dec-11	30-Jun-11	31-Dec-11	30-Jun-11
Net asset value per ordinary share based on issued capital	8.96 cents	8.83 cents	8.00 cents	8.48 cents
Number of shares in issue	1,489,000,000	1,489,000,000	1,489,000,000	1,489,000,000

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

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

**Profit or Loss Review**

**Revenue**

**2Q2012 vs 2Q2011**

Revenue increased by S\$32.09 million mainly due to an increase in the number of property developments from 8 projects in 2Q2011 to 11 projects in 2Q2012 as derived from the recognition of revenue from the sale of our property development projects, namely Parc Somme, Loft @ Rangoon, Suites @ Katong, Viva Vista, RV Point, Loft @ Holland, Vibes @ Kovan, Loft @ Stevens, Devonshire Residences, Suites @ Braddell and Vibes @ East Coast, using the percentage of completion method.

**HY2012 vs HY2011**

Revenue increased by S\$57.82 million mainly due to an increase in the number of property developments from 8 projects in HY2011 to 11 projects in HY2012 as derived from the recognition of revenue from the sale of our property development projects, namely Parc Somme, Loft @ Rangoon, Suites @ Katong, Viva Vista, RV Point, Loft @ Holland, Vibes @ Kovan, Loft @ Stevens, Devonshire Residences, Suites @ Braddell and Vibes @ East Coast, using the percentage of completion method.

**Cost of Sales**

**2Q2012 vs 2Q2011**

Cost of sales increased by S\$24.98 million mainly due to an increase in the number of property developments from 8 projects in 2Q2011 to 11 projects in 2Q2012 due to the recognition of property development costs for our development projects, namely Parc Somme, Loft @ Rangoon, Suites @ Katong, Viva Vista, RV Point, Loft @ Holland, Vibes @ Kovan, Loft @ Stevens, Devonshire Residences, Suites @ Braddell and Vibes @ East Coast, using the percentage of completion method.

**HY2012 vs HY2011**

Cost of sales increased by S\$44.79 million mainly due to an increase in the number of property developments from 8 projects in HY2011 to 11 projects in HY2012 due to the recognition of property development costs for our development projects, namely Parc Somme, Loft @ Rangoon, Suites @ Katong, Viva Vista, RV Point, Loft @ Holland, Vibes @ Kovan, Loft @ Stevens, Devonshire Residences, Suites @ Braddell and Vibes @ East Coast, using the percentage of completion method.

**Other Items of Income**

**2Q2012 vs 2Q2011**

Other income increased by S\$1.68 million mainly due to an increase in rental income of S\$1.45 million and customers' deposits forfeited of S\$0.30 million in 2Q2012.

**HY2012 vs HY2011**

Other income increased by S\$3.18 million mainly due to an increase in rental income of S\$2.87 million and customers' deposits forfeited of S\$0.35 million in HY2012.

**Other Items of Expense**

**2Q2012 vs 2Q2011**

Administrative expenses increased by S\$1.14 million mainly due to the higher GST expenses of S\$0.98 million, increase in employee remuneration of S\$0.05 million (due to higher headcount) and increase in professional fees of S\$0.21 million, partly offset by the one-time IPO expenses of S\$0.42 million in 2Q2011. Marketing and distribution expenses of S\$0.75 million were mainly incurred for advertising cost and building of showflats of the property development projects. Finance costs increased by S\$0.95 million was mainly due to increase in working capital bank loans of S\$0.49 million and increase in interest on advances from directors and a shareholder of S\$0.46 million.

**HY2012 vs HY2011**

Administrative expenses increased by S\$1.41 million mainly due to the higher GST expenses of S\$1.44 million, increase in employee remuneration of S\$0.10 million (due to higher headcount) and increase in professional fees of S\$0.06 million, partly offset by the one-time IPO expenses of S\$0.67 million in HY2011. Marketing and distribution expenses of S\$1.50 million were mainly incurred for advertising cost and building of showflats of the property development projects. Finance costs increased by S\$1.28 million was mainly due to increase in working capital bank loans of S\$0.82 million and increase in interest on advances from directors and a shareholder of S\$0.46 million.

**Profit before tax**

2Q2012 vs 2Q2011

The profit before tax increased to S\$6.94 million in 2Q2012 from S\$0.99 million in 2Q2011 mainly due to the recognition of profits from the sales of our property development projects, namely Parc Somme, Loft @ Rangoon, Suites @ Katong, Viva Vista, RV Point, Loft @ Holland, Vibes @ Kovan, Loft @ Stevens, Devonshire Residences, Suites @ Braddell and Vibes @ East Coast, using the percentage of completion method, partly offset by the increase in other items of expenses.

HY2012 vs HY2011

The profit before tax increased to S\$15.36 million in HY2012 from S\$3.34 million in HY2011 mainly due to the recognition of profits from the sales of our property development projects, namely Parc Somme, Loft @ Rangoon, Suites @ Katong, Viva Vista, RV Point, Loft @ Holland, Vibes @ Kovan, Loft @ Stevens, Devonshire Residences, Suites @ Braddell and Vibes @ East Coast, using the percentage of completion method, partly offset by the increase in other items of expenses.

**Statement of Financial Position Review**

31 Dec 2011 vs 30 Jun 2011

**Non-current assets**

Non-current assets decreased by S\$0.29 million mainly due to the decrease of deferred tax assets of S\$0.27 million.

**Current assets**

Current assets increased by S\$84.17 million due to the increase in development properties of S\$112.61 million and other assets of S\$4.16 million, partly offset by the decrease in cash and cash equivalents of S\$31.16 million and trade and other receivables of S\$1.45 million.

**Non-current liabilities**

Non-current liabilities increased by S\$60.27 million due to a S\$57.97 million increase in bank loans and the increase in deferred tax liabilities of S\$2.30 million.

**Current liabilities**

Current liabilities increased by S\$18.50 million due to the reclassification of non-current bank loans of S\$37.14 million to current liabilities and increase in income tax payable of S\$0.49 million, partly offset by the decrease in trade and other payables of S\$5.59 million and repayment of bank loan of S\$13.55 million.

**Cash Flow Review**

2Q2012

The net cash flows used in operating activities was S\$89.49 million. This was mainly due to increase in development properties of S\$111.47 million, partly offset by the decrease in trade and other receivables of S\$0.65 million and decrease in other assets of S\$7.76 million and increase in other payables of S\$5.63 million. Net cash flows from financing activities was S\$84.88 million, mainly due to the increase in bank loans of S\$117.16 million and capital contribution by non-controlling interests of S\$0.45 million, partly offset by dividends paid to equity owners of S\$8.19 million, repayment to non-controlling interests of S\$3.69 million, repayment to directors of S\$3.54 million, interest payment of S\$1.51 million and repayment of bank loans of S\$15.81 million.

HY2012

The net cash flows used in operating activities was S\$94.50 million. This was mainly due to the increase in development properties of S\$111.76 million, increase in other assets of S\$4.16 million and decrease in trade and other payables of S\$0.07 million, partially offset by the decrease in trade and other receivables of S\$4.79 million. Net cash flows from financing activities was S\$63.34 million, mainly due to the increase in bank loans of S\$181.71 million, increase of capital contribution by non-controlling interests of S\$1.0 million and advances from non-controlling interests of S\$3.59 million, partly offset by repayment of bank loans of S\$100.15 million, repayment to directors of S\$12.45 million, interest payment of S\$2.18 million and dividends paid to equity owners of S\$8.19 million.

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

No forecast or prospect statement has been previously disclosed to shareholders.

**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**

The factors that may significantly affect the Group in the next 12 months are as follows:

1. The impact of the latest cooling measures introduced by the Singapore government, effective 8 December 2011 which may result in a relatively difficult year in 2012 for the property market in Singapore.
2. The growth of the Singapore economy.
3. The trend of the global economy, especially in Europe and USA.

To-date the Group has launched fifteen projects namely, Suites @ Katong (100% sold), Parc Somme (100% sold), Loft @ Rangoon (100% sold), Viva Vista (100% sold), RV Point (100% sold), Loft @ Holland (100% sold), Loft @ Stevens (100% sold), Vibes @ Kovan (100% sold), Devonshire Residences (99% sold), Oxley Bizhub (72% sold), Vibes @ East Coast (99% sold), Suites @ Braddell (100% sold), Oxley Bizhub 2 (28% sold), Robinson Square (79% Sold) and Arcsphere (89% sold).

The Group expects contribution from the aforesaid residential projects and rental income from The Corporate Office, Robinson Road, to underpin its revenue over the next 12 months.

11 If a decision regarding dividend has been made:-

(a) Whether an interim (final) ordinary dividend has been declared (recommended)

None.

(b) (i) Amount per share

None.

(ii) Previous corresponding period

None.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country whether the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not Applicable.

(d) The date the dividend is payable.

Not Applicable.

(e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

Not Applicable.

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

No dividend has been declared or recommended for the second quarter ended 31 December 2011. An interim dividend of 0.10 Singapore cent per ordinary share has been declared for the first quarter ended 30 September 2011.

13 Interested Person Transactions

Name of interest persons	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)		Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than \$100,000)	
	2Q2012 S\$'000	HY2012 S\$'000	2Q2012 S\$'000	HY2012 S\$'000
"Oxley Construction Pte. Ltd." for construction of property development projects.	-	-	6,073	15,107
Directors interest on advances				
- Ching Chiat Kwong	232	232	-	-
- Low See Ching	162	162	-	-

OXLEY HOLDINGS LIMITED  
Company Registration No. 201005612G

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**CONFIRMATION BY THE BOARD PURSUANT TO RULE 705(5) OF THE RULES OF CATALIST**

We, Ching Chiat Kwong and Low See Ching, being Directors of the Company, do hereby confirm, on behalf of the Board of Directors of the Company ("Board") that, to the best of our knowledge, nothing has come to the attention of the Board which may render the unaudited financial statements for the second quarter ended 31 December 2011 to be false or misleading in any material aspect.

On behalf of the Board

Ching Chiat Kwong  
Executive Chairman and CEO  
Date: 2 February 2012

Low See Ching  
Non Executive Director  
Date: 2 February 2012