



OXLEY HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 201005612G)

(The "Company")

Unaudited Fourth Quarter and Full Year Financial Statements
and Dividend Announcement For the Financial Year Ended
30 June 2014

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		% Change Increase/ (Decrease)	Group		% Change Increase/ (Decrease)
	Fourth Quarter Ended			Full Year Ended		
	30-Jun-14 S\$'000	30-Jun-13 S\$'000		30-Jun-14 S\$'000	30-Jun-13 S\$'000	
Revenue	82,853	277,321	-70%	1,074,116	457,693	135%
Cost of Sales	(60,005)	(186,386)	-68%	(650,740)	(319,256)	104%
Gross Profit	22,848	90,935	-75%	423,376	138,437	206%
Other Items of Income						
Other Income	456	1,597	-71%	4,941	7,755	-36%
Interest Income	693	6	11450%	1,341	47	2753%
Other Credits	8,353	216	3767%	25,354	436	5715%
Other Items of Expense						
Marketing and Distribution Costs	(3,018)	(4,654)	-35%	(6,545)	(6,119)	7%
Administrative Expenses	(3,685)	(5,132)	-28%	(28,378)	(9,389)	202%
Finance Costs	(11,281)	(3,462)	226%	(32,743)	(8,452)	287%
Other Charges	(2,029)	(525)	286%	(21,517)	(525)	3998%
Share of Profit (Loss) From an Equity-Accounted Joint Venture	2,937	(210)	1499%	11,538	543	2025%
Profit Before Tax from Continuing Operations	15,274	78,771	-81%	377,367	122,733	207%
Income Tax Expense	(1,369)	(11,600)	-88%	(70,501)	(18,830)	274%
Profit Net of Tax	13,905	67,171	-79%	306,866	103,903	195%
Other Comprehensive (Loss) Income:						
Exchange Differences on Translating Foreign Operations, Net of Tax	(285)	5	-5800%	86	5	1620%
Other Comprehensive (Loss) Income for the Period	(285)	5	-5800%	86	5	1620%
Total Comprehensive Income	13,620	67,176	-80%	306,952	103,908	195%
Profit Net of Tax Attributable to:						
-Owners of the Parent	9,769	37,959	-74%	286,668	69,139	315%
-Non-Controlling Interests	4,136	29,212	-86%	20,198	34,764	-42%
Profit Net of Tax	13,905	67,171	-79%	306,866	103,903	195%
Total Comprehensive Income Attributable to:						
-Owners of the Parent	9,481	37,964	-75%	286,751	69,144	315%
-Non-Controlling Interests	4,139	29,212	-86%	20,201	34,764	-42%
Total Comprehensive Income	13,620	67,176	-80%	306,952	103,908	195%

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

	Group		% Change Increase/ (Decrease)	Group		% Change Increase/ (Decrease)
	Fourth Quarter Ended			Full Year Ended		
	30-Jun-14 S\$'000	30-Jun-13 S\$'000		30-Jun-14 S\$'000	30-Jun-13 S\$'000	
Rental Income	459	1,582	-71%	4,511	7,577	-40%
Interest Income	693	6	11450%	1,341	47	2753%
Interest Expenses (including interest expense accounted for in cost of sales)	(13,036)	(7,214)	81%	(43,316)	(15,285)	183%
Depreciation of Plant and Equipment	(88)	(14)	529%	(173)	(55)	215%
Foreign Exchange Adjustment Gains (Losses)	8,367	(525)	-1694%	24,694	(525)	-4804%
Fair Value Losses on Financial Instruments	(1,514)	-	N.M.	(21,517)	-	N.M.

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	
	30-Jun-14 S\$'000	30-Jun-13 S\$'000	30-Jun-14 S\$'000	30-Jun-13 S\$'000
ASSETS				
Non-Current Assets:				
Plant and Equipment	1,380	68	59	68
Investment Properties	566,691	61,107	-	-
Investments in Joint Ventures	17,029	5,110	12,640	1,097
Investments in Subsidiaries	-	-	25,035	24,035
Deferred Tax Assets	2,604	4,988	-	-
Total Non-Current Assets	587,704	71,273	37,734	25,200
Current Assets:				
Development Properties	1,355,239	1,293,471	-	-
Trade and Other Receivables	1,081,273	750,128	1,060,931	430,562
Other Assets	40,172	125,069	157	90
Cash and Cash Equivalents	359,920	436,460	32,302	53,410
Total Current Assets	2,836,604	2,605,128	1,093,390	484,062
Total Assets	3,424,308	2,676,401	1,131,124	509,262
EQUITY AND LIABILITIES				
Equity Attributable to Owners of the Parent				
Share Capital	163,880	163,880	163,880	163,880
Foreign Currency Translation Reserve	88	5	-	-
Retained Earnings	246,474	74,786	145,159	3,499
Equity, Attributable to Owners of the Parent	410,442	238,671	309,039	167,379
Non-Controlling Interests	54,743	49,836	-	-
Total Equity	465,185	288,507	309,039	167,379
Non-Current Liabilities:				
Other Financial Liabilities	1,991,037	1,173,192	664,169	146,929
Deferred Tax Liabilities	28,409	5,905	-	-
Total Non-Current Liabilities	2,019,446	1,179,097	664,169	146,929
Current Liabilities:				
Income Tax Payable	56,529	26,065	-	-
Trade and Other Payables	264,848	234,100	157,771	194,954
Other Financial Liabilities	299,312	396,764	145	-
Other Liabilities	318,988	551,868	-	-
Total Current Liabilities	939,677	1,208,797	157,916	194,954
Total Equity and Liabilities	3,424,308	2,676,401	1,131,124	509,262

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 30 June 2014		As At 30 June 2013	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
299,312	-	396,764	-

Amount repayable after one year*

As At 30 June 2014		As At 30 June 2013	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
1,326,868	642,652	1,026,263	146,929

* The above excludes the mark-to-market position of the currency swap.

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 developments.
- c) Joint and several guarantees from directors and a shareholder of the Company and non-controlling shareholders of the subsidiaries (which are not wholly owned by the Company).
- d) Corporate guarantees by the Company and fellow subsidiaries.
- e) Deed of subordination of shareholder and related companies' loan.
- f) Compliance with certain covenants.

Note:

The above borrowings do not include interest bearing or non-interest bearing advances from non-controlling shareholders of the subsidiaries (which are not wholly owned by the Company) of S\$114.2 million as at 30 June 2014 and S\$124.0 million as at 30 June 2013. These advances were included in trade and other payables and they were unsecured and without fixed repayment terms. Some of the advances were subordinated to the bank borrowings.

Unsecured borrowings repayable after one year refer to the S\$650.0 million medium term notes due 2015, 2016, 2017 and 2018, net of issuing expenses as at 30 June 2014 and S\$150.0 million medium term notes due 2017, net of issuing expenses as at 30 June 2013.

OXLEY HOLDINGS LIMITED

Company Registration No. 201005612G

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	
	Fourth Quarter Ended		Full Year Ended	
	30-Jun-14 S\$'000	30-Jun-13 S\$'000	30-Jun-14 S\$'000	30-Jun-13 S\$'000
<u>Cash Flows From Operating Activities:</u>				
Profit Before Income Tax	15,274	78,771	377,367	122,733
Adjustments for:				
Depreciation of Plant and Equipment	88	14	173	55
Interest Income	(693)	(6)	(1,341)	(47)
Interest Expense	11,281	3,462	32,743	8,452
Fair Value Losses on Financial Instruments	1,514	-	21,517	-
Share of (Profit) Loss from an Equity-Accounted Joint Venture	(2,937)	210	(11,538)	(543)
Net Effect of Exchange Rate Changes	5,578	-	7,023	-
Operating Cash Flows Before Changes in Working Capital	30,105	82,451	425,944	130,650
Development Properties	102,710	190,435	(33,078)	(251,056)
Trade and Other Receivables	(198,927)	(114,184)	(302,569)	(389,887)
Other Assets	(768)	(114,302)	84,897	(91,032)
Trade and Other Payables	36,641	65,929	34,746	50,111
Other Liabilities	73,349	(11,224)	(235,622)	263,573
Net Cash Flows From (Used in) Operations	43,110	99,105	(25,682)	(287,641)
Income Taxes Paid	(1,883)	(176)	(15,148)	(984)
Net Cash Flows From (Used in) Operating Activities	41,227	98,929	(40,830)	(288,625)
<u>Cash Flows From Investing Activities:</u>				
Net Effect of Exchange Rate Changes	-	5	-	5
Purchase of Plant and Equipment	(506)	(30)	(1,481)	(40)
Acquisition of Investment Properties	(18,834)	(4,365)	(502,462)	(61,107)
Investments in Joint Ventures	(532)	(4,013)	(532)	(4,013)
Interest Received	693	6	1,341	47
Net Cash Flows Used in Investing Activities	(19,179)	(8,397)	(503,134)	(65,108)
<u>Cash Flows From Financing Activities:</u>				
Rights Issue, Net of Expenses	-	-	-	45,435
Capital Contribution by Non-Controlling Interests	*-	305	6	795
Dividends Paid to Non-Controlling Interests	-	-	(15,300)	-
Dividends Paid to Equity Owners	(8,845)	(2,949)	(114,980)	(16,138)
Advances from (Repayment to) Non-Controlling Interests	10,313	24,204	(40,453)	40,737
Repayment to a Shareholder	-	-	-	(5,359)
Repayment to Directors	-	-	-	(31,372)
Increase in Borrowings	30,795	246,683	1,015,215	839,277
Repayment of Borrowings	(14,480)	(107,042)	(319,089)	(256,560)
Interest Paid	(18,671)	(11,186)	(58,033)	(31,757)
Net Cash Flows (Used in) From Financing Activities	(888)	150,015	467,366	585,058
Net Increase (Decrease) in Cash and Cash Equivalents	21,160	240,547	(76,598)	231,325
Effects of Exchange Rate Changes on the Balance of Cash Held in Foreign Currency	58	-	58	-
Cash and Cash Equivalents at Beginning of Period	338,702	195,913	436,460	205,135
Cash and Cash Equivalents at End of Period	359,920	436,460	359,920	436,460

* Amount is less than S\$1,000

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 S\$'000	Foreign Currency Translation Reserve S\$'000	Total S\$'000		
Current Period:						
Balance as at 1 July 2013	163,880	74,786	5	238,671	49,836	288,507
Capital Contribution by Non-Controlling Interests	-	-	-	-	6	6
Dividends Paid	-	(106,135)	-	(106,135)	(15,300)	(121,435)
Total Comprehensive Income for the Period	-	276,899	371	277,270	16,062	293,332
Balance as at 31 March 2014	163,880	245,550	376	409,806	50,604	460,410
Effects of Disposal of a Subsidiary on Non-Controlling Interests	-	-	-	-	*	-
Dividends Paid	-	(8,845)	-	(8,845)	-	(8,845)
Total Comprehensive Income for the Period	-	9,769	(288)	9,481	4,139	13,620
Balance as at 30 June 2014	163,880	246,474	88	410,442	54,743	465,185
Previous Period:						
Balance as at 1 July 2012	118,445	21,785	-	140,230	14,277	154,507
Rights Issue, Net of Expenses	45,435	-	-	45,435	-	45,435
Capital Contribution by Non-Controlling Interests	-	-	-	-	490	490
Dividends Paid	-	(13,189)	-	(13,189)	-	(13,189)
Total Comprehensive Income for the Period	-	31,180	-	31,180	5,552	36,732
Balance as at 31 March 2013	163,880	39,776	-	203,656	20,319	223,975
Capital Contribution by Non-Controlling Interests	-	-	-	-	305	305
Dividends Paid	-	(2,949)	-	(2,949)	-	(2,949)
Total Comprehensive Income for the Period	-	37,959	5	37,964	29,212	67,176
Balance as at 30 June 2013	163,880	74,786	5	238,671	49,836	288,507

COMPANY	Share Capital S\$'000	Retained Earnings S\$'000	TOTAL EQUITY S\$'000
Current Period:			
Balance as at 1 July 2013	163,880	3,499	167,379
Dividends Paid	-	(106,135)	(106,135)
Total Comprehensive Income for the Period	-	258,472	258,472
Balance as at 31 March 2014	163,880	155,836	319,716
Dividends Paid	-	(8,845)	(8,845)
Total Comprehensive Loss for the Period	-	(1,832)	(1,832)
Balance as at 30 June 2014	163,880	145,159	309,039
Previous Period:			
Balance as at 1 July 2012	118,445	5,507	123,952
Rights Issue, Net of Expenses	45,435	-	45,435
Dividends Paid	-	(13,189)	(13,189)
Total Comprehensive Income for the Period	-	13,298	13,298
Balance as at 31 March 2013	163,880	5,616	169,496
Dividends Paid	-	(2,949)	(2,949)
Total Comprehensive Income for the Period	-	832	832
Balance as at 30 June 2013	163,880	3,499	167,379

* Amount is less than S\$1,000

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 31 March 2014.

There were no outstanding convertibles or treasury shares held by the Company as at 30 June 2014 and 30 June 2013.

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 30 June 2014	As At 30 June 2013
No. of issued shares excluding treasury shares	2,948,219,971	2,948,219,971

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 come into effect for the financial year ended 30 June 2014, 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 2013.

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 transfer to the new or revised standards from the effective dates is not expected to result in material adjustments to the financial position, results of operations, or cash flows of the Group for the financial year ended 30 June 2014.

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 is computed based on profit, net of tax and total comprehensive income attributable to owners of the parent:-

	Group			
	Fourth Quarter Ended		Full Year Ended	
	30-Jun-14	30-Jun-13	30-Jun-14	30-Jun-13
Earnings per ordinary share				
(a) Based on the weighted average number of ordinary shares in issue	0.33 cents	1.29 cents	9.72 cents	2.45 cents
Weighted average number of ordinary shares in issue	2,948,219,971	2,948,219,971	2,948,219,971	2,824,126,712
(b) On a fully diluted basis				
Weighted average number of ordinary shares in issue	2,948,219,971	2,948,219,971	2,948,219,971	2,824,126,712

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	
	30-Jun-14	30-Jun-13	30-Jun-14	30-Jun-13
Net asset value per ordinary share based on total number of issued shares	13.92 cents	8.10 cents	10.48 cents	5.68 cents
Number of shares in issue	2,948,219,971	2,948,219,971	2,948,219,971	2,948,219,971

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

4Q2014 vs 4Q2013

The revenue of S\$82.85 million for 4Q2014 was mainly driven by revenue recognition, using the percentage of completion method, from progress made in the construction of 12 mixed-residential projects namely, Viva Vista, RV Point, Loft@Holland, Vibes@East Coast, Oxley Edge, Suites@Braddell, The Promenade@Pelikat, Vibes@Upper Serangoon, Presto@Upper Serangoon, NEWest, Floraville/Floraview/ Floravista, and Devonshire Residences.

FY2014 vs FY2013

The revenue of S\$1.07 billion for FY2014 was mainly driven by revenue recognition, based on completion of construction method, from the Group's 728-unit industrial development, Oxley Bizhub and 131-unit commercial and industrial development, The Commerze@Irving. Revenue was also recognised, using the percentage of completion method, from progress made in the construction of 13 mixed-residential projects namely, Viva Vista, RV Point, Loft@Holland, Vibes@Kovan, Vibes@East Coast, Oxley Edge, Suites@Braddell, The Promenade@Pelikat, Vibes@Upper Serangoon, Presto@Upper Serangoon, NEWest, Floraville/Floraview/ Floravista, and Devonshire Residences.

Cost of Sales

4Q2014 vs 4Q2013

The cost of sales of S\$60.01 million for 4Q2014 was mainly driven by cost recognition, using the percentage of completion method, from progress made in the construction of 12 mixed-residential projects namely, Viva Vista, RV Point, Loft@Holland, Vibes@East Coast, Oxley Edge, Suites@Braddell, The Promenade@Pelikat, Vibes@Upper Serangoon, Presto@Upper Serangoon, NEWest, Floraville/Floraview/ Floravista, and Devonshire Residences.

FY2014 vs FY2013

The cost of sales of S\$650.74 million for FY2014 was mainly due to cost recognition, based on completion of construction method, from the Group's 728-unit industrial development, Oxley Bizhub and 131-unit commercial and industrial development, The Commerze@Irving. Cost of sales was also recognised, using the percentage of completion method, from progress made in the construction of 13 mixed-residential projects namely, Viva Vista, RV Point, Loft@Holland, Vibes@Kovan, Vibes@East Coast, Oxley Edge, Suites@Braddell, The Promenade@Pelikat, Vibes@Upper Serangoon, Presto@Upper Serangoon, NEWest, Floraville/Floraview/ Floravista, and Devonshire Residences.

Other Items of Income

4Q2014 vs 4Q2013

Other income decreased by S\$1.14 million mainly due to the decrease in rental income of S\$1.12 million. The increase in interest income of S\$0.69 million was mainly attributed to the increase in late payment interest from property buyers and fixed deposit interest income. Other credits increased by S\$8.14 million mainly due to increase in unrealised foreign exchange adjustment gains of S\$8.40 million (mainly arising from loans of overseas subsidiaries denominated in non-functional currency).

FY2014 vs FY2013

Other income decreased by S\$2.81 million mainly due to the decrease in rental income of S\$3.07 million offset by increase in proceeds from sale of scrap materials of S\$0.27 million. The increase in interest income of S\$1.29 million was mainly attributed to the increase in late payment interest from property buyers and fixed deposit interest income. Other credits increased by S\$24.92 million mainly due to increase in unrealised foreign exchange adjustment gains of S\$24.69 million (mainly arising from loans of overseas subsidiaries denominated in non-functional currency).

Other Items of Expense

4Q2014 vs 4Q2013

Marketing and distribution expenses decreased by S\$1.64 million mainly due to the decrease in showflat expenses of S\$2.64 million, partly offset by the increase in advertisement expenses of S\$1.20 million. Administrative expenses decreased by S\$1.45 million mainly due to the decrease in utilities expenses of S\$0.23 million and decrease in accruals of CEO's incentive bonus of S\$2.56 million, partly offset by the increase in staff cost of S\$0.54 million and increase in property valuation fee of S\$0.33 million. Finance costs increased by S\$7.82 million mainly due to increase in interest on medium term notes of S\$7.02 million and increase in amortisation of medium term notes issue expenses of S\$0.75 million. Other charges increased by S\$1.50 million mainly due to increase in the unrealised fair value adjustment losses on financial instruments, arising from mark-to-market position of the currency swaps for 4Q 2014, entered to partially hedge against the loans to overseas subsidiaries that resulted in an unrealised foreign exchange adjustment gain of S\$8.37 million in other income.

FY2014 vs FY2013

Marketing and distribution expenses increased by S\$0.43 million mainly due to the increase in advertisement expenses of S\$1.78 million, partly offset by the decrease in showflat expenses of S\$1.17 million. Administrative expenses increased by S\$18.99 million, mainly due to the increase in accruals of CEO's incentive bonus of \$14.12 million, increase in staff cost of S\$1.13 million, increase in professional fees of S\$1.56 million, increase in rental expenses of S\$0.40 million and increase in donation of S\$1.10 million. Finance costs increased by S\$24.29 million mainly due to increase in interest on bank loans and medium term notes of S\$22.54 million and increase in amortisation of medium term notes issue expenses of S\$2.42 million. Other charges increased by S\$21.00 million mainly due to increase in the unrealised fair value adjustment losses on financial instruments, arising from mark-to-market position of the currency swaps at the end of 4Q 2014, entered to partially hedge against the loans to overseas subsidiaries that resulted in an unrealised foreign exchange adjustment gain of S\$24.69 million in other income.

Profit before tax

4Q2014 vs 4Q2013

The profit before income tax decreased to S\$15.27 million for 4Q2014 from S\$78.77 million for 4Q2013. This was mainly attributable to increase in finance costs of S\$7.82 million, increase in other charges of S\$1.00 million and decrease in revenue of S\$194.47 million, partly offset by decrease in marketing and distribution costs of S\$1.64 million and decrease in administrative expenses of S\$1.45 million.

FY2014 vs FY2013

The profit before income tax increased to S\$377.37 million for FY2014 from S\$122.73 million for FY2013, mainly achieved by profit recognition, based on the completion of construction method, from the Group's 728-unit industrial development, Oxley Bizhub and 131-unit commercial and industrial development, The Commerze@Irving. Revenue was also recognised using the percentage of completion method, from progress made in the construction of 13 mixed-residential projects namely, Viva Vista, RV Point, Loft@Holland, Vibes@Kovan, Devonshire Residences, Suites@Braddell, Vibes@East Coast, The Promenade@Pelikat, Vibes@Upper Serangoon, Presto@Upper Serangoon, Oxley Edge, NEWest and Floraville/ Floraview/ Floravista. The increase was also due to the increase in other credits of S\$24.92 million and share of profit from equity-accounted joint venture of S\$11.00 million, partly offset by increase in administrative expenses of S\$18.99 million, increase in finance cost of S\$24.29 million, increase in other charges of S\$21.00 million and increase in marketing and distribution costs of S\$0.43 million.

Statement of Financial Position Review

30 June 2014 vs 30 June 2013

Non-Current Assets

Non-current assets increased by S\$516.43 million mainly due to increase in investment properties of S\$505.58 million and the share of profits from an equity-accounted joint venture of S\$11.54 million, partly offset by the decrease in deferred tax assets of S\$2.38 million. The investment properties comprised long-term investment in industrial property at Tampines Industrial Crescent and commercial property at Stevens Road.

Current Assets

Current assets increased by S\$231.48 million mainly due to the increase in development properties of S\$61.77 million and trade and other receivables of S\$331.15 million, partly offset by the decrease in cash and cash equivalents of S\$76.54 million and other assets of S\$84.90 million.

Non-Current Liabilities

Non-current liabilities increased by S\$840.35 million due to the increase in bank loans, medium term notes and derivative swaps of S\$817.85 million and deferred tax liabilities of S\$22.50 million.

Current Liabilities

Current liabilities decreased by S\$269.12 million due to the decrease in bank loans of S\$97.45 million and other liabilities of S\$232.88 million, partly offset by the increase in income tax payable of S\$30.46 million and increase in trade and other payables of S\$30.75 million.

Cash Flow Review

4Q2014

The net cash flows from operating activities for 4Q2014 was S\$41.23 million and this was mainly due to profit before tax of S\$15.27 million, decrease in development properties of S\$102.71 million, increase in trade and other payables of S\$36.64 million and increase in other liabilities of S\$73.35 million, partly offset by increase in trade and other receivables of S\$198.93 million. The net cash flows used in investing activities for 4Q2014 was S\$19.18 million and this was mainly due to acquisition of investment property of S\$18.83 million, acquisition of plant and equipment of S\$0.51 million, increase in investment in joint ventures of S\$0.53 million and partly offset by interest income of S\$0.69 million. The net cash flows used in financing activities was S\$0.88 million and this was mainly due to the increase in bank loans and medium term notes of S\$30.80 million and increase in advances from non-controlling interests of S\$10.31 million, , partly offset by the repayment of bank loans of S\$14.48 million, dividends paid to equity owners of S\$8.85 million and interest paid of S\$18.67 million.

FY2014

The net cash flows used in operating activities for FY2014 was S\$40.83 million and this was mainly due to increase in development properties of S\$33.08 million, trade and other receivables of S\$302.57 million, decrease in other liabilities of S\$235.62 million, partially offset by profit before tax of S\$377.37 million, decrease in other assets of S\$84.90 million and increase in trade and other payables of S\$34.75 million. The net cash flows used in investing activities was S\$503.13 million and this was mainly due to acquisition of investment property of S\$502.46 million and acquisition of plant and equipment of S\$1.48 million. The net cash flows from financing activities was S\$467.37 million and this was mainly due to the increase in bank loans and medium term notes of S\$1.02 billion, partly offset by the repayment of bank loans of S\$319.09 million, dividends paid to equity owners of S\$114.98 million, repayment to non-controlling interests of S\$40.45 million, dividends paid to non-controlling interests of S\$15.30 million and interest paid of S\$58.03 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:

- i. The continual cumulative impact of the various cooling measures introduced by the Singapore government.
- ii. The health of the Singapore economy.
- iii. The recovery of the global economy, especially in China, Europe and USA.
- iv. The economic and political climate of the countries where our overseas property development projects are located.

To-date, the Group has launched 29 projects as set out below. The percentage (%) sold is computed based on the number of units sold as of 21 August 2014.

Singapore			
No	Project Name	Type of Development	Unit sold (%)
1	Loft@Holland	Residential	100%
2	Loft@Stevens	Residential	100%
3	Suites@Braddell	Residential	100%
4	Presto@Upper Serangoon	Residential	100%
5	Vibes@Upper Serangoon	Residential	100%
6	Devonshire Residences	Residential	100%
7	Suites@Katong	Residential and Commercial	100%
8	Parc Somme	Residential and Commercial	100%
9	Loft@Rangoon	Residential and Commercial	100%
10	Viva Vista	Residential and Commercial	100%
11	RV Point	Residential and Commercial	100%
12	Vibes@Kovan	Residential and Commercial	100%
13	Vibes@East Coast	Residential and Commercial	100%
14	The Promenade@Pelikat	Residential and Commercial	100%
15	Arcsphere	Industrial	100%
16	Oxley Bizhub	Industrial	99%
17	Oxley Bizhub 2	Industrial	99%
18	The Commerze@Irving	Commercial and Industrial	100%
19	Robinson Square	Commercial	97%
20	Oxley Tower	Commercial	95%
21	Oxley Edge	Residential and Commercial	92%
22	The Midtown & Midtown Residences	Residential and Commercial	97%
23	NEWest	Residential and Commercial	82%
24	kap & kap Residences	Residential and Commercial	99%
25	The Flow	Commercial	52%
26	Floraville / Floraview / Floravista	Residential and Commercial	26%
27	Eco-Tech@Sunview	Industrial	74%
Overseas			
28	Royal Wharf (Phase 1- 811 units)	Residential	99%
29	The Bridge (Phase 1 - 762 units)	Residential	81%

Barring any unforeseen circumstances and subject to the factors listed above, the Group is cautiously optimistic on the business outlook for the next 12 months.

11 Dividend

(a) Current Financial Reported On

Any dividend declared for the current financial period reported on?

Name of Dividend	Proposed Final Dividend
Dividend Type	Cash
Dividend amount per ordinary share	0.18 Singapore cent
Tax Rate	One tier tax exempt

The proposed final tax exempt (one-tier) dividend in respect of FY2014 is subject to shareholders' approval at the forthcoming Annual General Meeting ("AGM").

(b) Corresponding Period of the immediately Preceding Financial Year

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

Name of Dividend	Proposed Final Dividend
Dividend Type	Cash
Dividend amount per ordinary share	0.60 Singapore cent
Tax Rate	One tier tax exempt

(c) Date Payable

To be determined and announced at a later date, subject to shareholders' approval being obtained at the AGM.

(d) Books closure date

To be announced at a later date.

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

Not Applicable.

13 Interested Person Transactions

Name of interested 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)	
	4Q2014 S\$'000	FY2014 S\$'000	4Q2014 S\$'000	FY2014 S\$'000
"Oxley Construction Pte. Ltd." for construction of property development projects and construction of showflats	-	-	3,355	29,013

Additional Information Required for Full Year Announcement

- 14 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

	Property Development S\$'000	Investment Properties S\$'000	Others S\$'000	Elimination S\$'000	Group S\$'000
FY2014					
Segment Revenue					
Sales to External Customers	1,074,116	-	-	-	1,074,116
	<u>1,074,116</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,074,116</u>
Segment Results					
Share of Profit from an Equity- Accounted Joint Venture	425,848	-	(7,100)	-	418,748
Fair Value Losses on Financial Instruments	11,538	-	-	-	11,538
Interest Income	-	-	(21,517)	-	(21,517)
Interest Expense	3,367	3	17,905	(19,934)	1,341
	(4,991)	-	(30,145)	2,393	(32,743)
Profit Before Taxation	<u>435,762</u>	<u>3</u>	<u>(40,857)</u>	<u>(17,541)</u>	<u>377,367</u>
Tax Expense	(70,501)	-	-	-	(70,501)
Profit Net of Tax	<u>365,261</u>	<u>3</u>	<u>(40,857)</u>	<u>(17,541)</u>	<u>306,866</u>
Significant Non-Cash Expenses					
Depreciation and Amortisation	-	-	(173)	-	(173)
Segment Assets	2,922,097	580,788	1,773,931	(1,869,537)	3,407,279
Investment in Joint Ventures	17,029	-	-	-	17,029
Total Assets	<u>2,939,126</u>	<u>580,788</u>	<u>1,773,931</u>	<u>(1,869,537)</u>	<u>3,424,308</u>
<i>Segment Assets Include:</i>					
Additions to:					
Property, Plant and Equipment	-	-	1,481	-	1,481
Segment Liabilities	2,721,163	578,831	1,466,889	(1,807,760)	2,959,123
Unallocated Liabilities	-	-	-	-	-
Total Liabilities	<u>2,721,163</u>	<u>578,831</u>	<u>1,466,889</u>	<u>(1,807,760)</u>	<u>2,959,123</u>
FY2013					
Segment Revenue					
Sales to External Customers	457,693	-	-	-	457,693
	<u>457,693</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>457,693</u>
Segment Results					
Share of Profit from an Equity- Accounted Joint Venture	134,530	-	(3,935)	-	130,595
Interest Income	543	-	-	-	543
Interest Expense	47	-	-	-	47
	(6,103)	-	(2,349)	-	(8,452)
Profit Before Taxation	<u>129,017</u>	<u>-</u>	<u>(6,284)</u>	<u>-</u>	<u>122,733</u>
Tax Expense	(18,830)	-	-	-	(18,830)
Profit Net of Tax	<u>110,187</u>	<u>-</u>	<u>(6,284)</u>	<u>-</u>	<u>103,903</u>
Significant Non-Cash Expenses					
Depreciation and Amortisation	-	-	55	-	55
Segment Assets	2,813,624	-	279,767	(722,100)	2,371,291
Investment in Joint Ventures	5,110	-	-	-	5,110
Total Assets	<u>2,818,734</u>	<u>-</u>	<u>279,767</u>	<u>(722,100)</u>	<u>2,376,401</u>
<i>Segment Assets Include:</i>					
Additions to:					
Property, Plant and Equipment	-	-	40	-	40
Segment Liabilities	2,569,495	-	429,733	(611,334)	2,387,894
Unallocated Liabilities	-	-	-	-	-
Total Liabilities	<u>2,569,495</u>	<u>-</u>	<u>429,733</u>	<u>(611,334)</u>	<u>2,387,894</u>

Additional Information Required for Full Year Announcement

- 14 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.

Geographic segments

	Singapore S\$'000	United Kingdom S\$'000	Cambodia S\$'000	Malaysia S\$'000	Others S\$'000	Elimination S\$'000	Group S\$'000
FY2014							
Segment Revenue	1,074,116	-	-	-	-	-	1,074,116
Segment Assets	4,490,135	551,350	102,939	109,883	22,509	(1,869,537)	3,407,279
Interest in Joint Ventures	12,640	-	-	3,890	499	-	17,029
Total Assets	4,502,775	551,350	102,939	113,773	23,008	(1,869,537)	3,424,308
Other Segment Information:							
Capital Expenditures	447	-	695	339	-	-	1,481
FY2013							
Segment Revenue	457,693	-	-	-	-	-	457,693
Segment Assets	3,310,168	-	69,346	13,877	-	(722,100)	2,671,291
Interest in Joint Ventures	1,097	-	-	4,013	-	-	5,110
Total Assets	3,311,265	-	69,346	17,890	-	(722,100)	2,676,401
Other Segment Information:							
Capital Expenditures	40	-	-	-	-	-	40

Additional Information Required for Full Year Announcement

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

Refer to the review of actual performance in paragraph 8.

- 16 A breakdown of sales as follows:

<u>Group</u>	Latest Financial Year \$'000	Previous Financial Year \$'000	% increase / (decrease)
(a) Sales reported for first half year	888,170	109,800	709%
(b) Operating profit after tax before deducting minority interests reported for first half year	288,015	21,293	1253%
(a) Sales reported for second half year	185,946	347,893	-47%
(b) Operating profit after tax before deducting minority interests reported for second half year	18,851	82,610	-77%

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

	FY2014 (\$'000)	FY2013 (\$'000)
Total Annual Dividend		
Ordinary Shares (\$'000)	102,598	26,829
Preference Shares (\$'000)	-	-
Total	102,598	26,829

The proposed final tax exempt (one-tier) dividend in respect of FY2014 is subject to shareholders' approval at the forthcoming AGM.

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

Name	Age	Family relationship with any director, CEO 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
Judy Ching Chiat Dee	55	Sister of Ching Chiat Kwong (Executive Chairman & CEO and a Controlling Shareholder)	General Manager of the Company-responsible for property development projects and operations of the Group - position held since June 2011	None

**BY ORDER OF THE BOARD
 CHING CHIAT KWONG
 EXECUTIVE CHAIRMAN AND CEO
 DATE: 22 AUGUST 2014**