



**BOUSTEAD SINGAPORE LIMITED
AND ITS SUBSIDIARIES**

**SGXNET ANNOUNCEMENT
UNAUDITED RESULTS FOR FULL-YEAR
FY2006 ENDED 31 MARCH 2006**



BOUSTEAD SINGAPORE LIMITED
(Company Registration No. 197501036K)

Unaudited Full-Year Financial Statement And Dividend Announcement for the Financial Year Ended 31 March 2006

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

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

	Note	GROUP		Inc/(Dcr) %
		31.3.06 \$'000	31.3.05 \$'000	
			(Restated)	
Revenue		289,266	227,224	27.3
Cost of sales		(180,208)	(147,341)	22.3
Gross profit		109,058	79,883	36.5
Other operating income	1	6,219	23,127	(73.1)
Selling and distribution expenses		(21,959)	(19,962)	10.0
Administrative expenses		(28,146)	(27,499)	2.4
Other operating expenses		(10,783)	(10,906)	(1.1)
Finance costs		(2,533)	(1,629)	55.5
Share of profit/(loss) from associates	2	2,637	(3,957)	NM
Profit before income tax	3	54,493	39,057	39.5
Income tax	4	(15,841)	(12,650)	25.2
Profit after income tax		38,652	26,407	46.4
Attributable to:				
Shareholders of the Company		24,891	14,900	67.1
Minority interests		13,761	11,507	19.6
		38,652	26,407	46.4

NM - Not meaningful

Note 1: Other operating income

Gain on disposal of industrial leasehold properties	-	20,891
Interest income	3,535	1,235
Rental income	2,542	655
Fuel efficiency bonus	-	346
Foreign currency exchange adjustment gain	142	-

GROUP	
31.3.06	31.3.05
\$'000	\$'000
-	20,891
3,535	1,235
2,542	655
-	346
142	-
6,219	23,127

Note 2: Share of profit from associates

An associate of the Company, EasyCall International Limited ("EasyCall") acquired 100% equity interest in a subsidiary on 31 May 2004. During the previous financial year ended 31 March 2005, EasyCall had commenced legal claims against the vendor for misrepresentations during the acquisition. As at 31 March 2005, the associate company had indicated its view to dispose its investment in the subsidiary in the near future and hence, had not consolidated the results of the subsidiary for the financial year ended 31 March 2005 in accordance with the provisions of IAS 27, *Consolidated and Separate Financial Statements*.

For the financial year ended 31 March 2006, EasyCall had adopted IFRS 5, *Non-Current Assets Held for Sale and Discontinued Operations*, which was effective for the financial period beginning on or after January 1, 2005. IFRS 5 indicates that if an entity acquires a non-current asset exclusively with a view to its subsequent disposal, it shall classify the non-current asset as held for sale at the acquisition date only if the investment can be disposed within 12 months from the date of acquisition. Since EasyCall had not disposed of the subsidiary within 12 months from the date of acquisition (i.e by 30 May 2005), the comparative figures in the financial statements for the year ended 31 March 2006 had been restated to include the results of the subsidiary in the consolidated financial statements for the financial year ended 31 March 2005. Also, the goodwill on consolidation arising from the acquisition of A\$5.4 million was written off in the financial year ended 31 March 2005.

Resulting from EasyCall's restatement of its financial results for FY2005, the Group had to make a \$5.7 million adjustment to its FY2005 financial statements as follows:

	Previously Reported \$'000	Prior year adjustment \$'000	Restated \$'000
<u>Consolidated balance sheet</u>			
Investments in associates	33,716	(5,718)	27,998
<u>Consolidated profit and loss statement</u>			
Share of profit/(loss) from associates	1,761	(5,718)	(3,957)
Profit before income tax	44,775	(5,718)	39,057
Profit after income tax attributable to shareholders of the Company	20,618	(5,718)	14,900
	Cents	Cents	Cents
Earnings per share - basic	8.6	(2.4)	6.2
Earnings per share - diluted	8.5	(2.4)	6.1
Net asset value per share	39.0	(2.0)	37.0

	GROUP	
	31.3.06 \$'000	31.3.05 \$'000
Note 3 : The profit before income tax is arrived at after (charging)/ crediting the following:		
Depreciation of property, plant and equipment	(4,471)	(5,272)
Amortisation of:		
Goodwill	-	(168)
Other intangible assets	(72)	(167)
Bad debts written off - trade	(70)	(588)
Allowance for inventories	(157)	(33)
Inventories written off	-	(300)
Foreign currency exchange adjustment loss	(2,863)	(595)
(Allowance for)/Write-back of doubtful trade debts- net	(40)	287
Allowance for loan to associate	(1,117)	-
Loss on disposal of joint venture	(1,763)	-
Allowance for impairment loss on investments in associates	(575)	-
Gain on voluntary administration of a subsidiary	2,212	-
Gain/(Loss) on disposal of property, plant and equipment	259	(336)
Release of negative goodwill arising from acquisition of a subsidiary	112	540
Impairment loss on club memberships	-	(118)
Intangible assets written off	-	(178)
Loss on disposal of interest in an associate	-	(515)
Gain on disposal of other investments	-	547
 <u>Note 4: Income tax</u>		
Over provision in prior years	149	192

The provision for income tax is made after taking into account non-deductible expenses and temporary differences and based on the statutory tax rates of the respective countries. For the current period, the Group's income tax expense varied from the amount of income tax expense determined by applying the Singapore income tax rate of 20% mainly due to certain expenses which are not deductible for tax purposes and overseas subsidiaries' profits which are subject to higher tax rates.

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

Balance Sheets

	Note	Group		Company	
		31.3.06 \$'000	31.3.05 \$'000	31.3.06 \$'000	31.3.05 \$'000
ASSETS			(Restated)		
Non-current assets:					
Property, plant and equipment		46,154	55,576	-	-
Goodwill		51	976	-	-
Other intangible assets		413	600	-	-
Long term receivables		752	3,938	-	10,454
Deferred tax assets		1,465	2,806	-	-
Investments in associates		15,652	27,998	15,080	25,143
Investments in subsidiaries		-	-	47,299	32,486
Available-for-sale investments		2,256	-	2,239	-
Other investments		98	731	30	30
Total non-current assets		66,841	92,625	64,648	68,113
Current assets:					
Inventories		5,317	8,381	-	-
Costs of uncompleted contracts in excess of billings		5,722	6,692	-	-
Trade receivables		54,987	75,996	-	-
Other receivables and prepayments		33,274	34,153	5,302	13,373
Loans to subsidiaries		-	-	15,756	33,601
Properties held for sale		3,259	4,021	-	-
Assets held for sale		4,254	-	-	-
Cash and bank balances		106,395	52,927	13,696	1,571
Derivative financial instruments		76	-	-	-
Total current assets		213,284	182,170	34,754	48,545
Total assets		280,125	274,795	99,402	116,658
LIABILITIES AND EQUITY					
Non-current liabilities:					
Long term bank loans	1(b)(ii)	19,985	11,118	-	-
Deferred tax liabilities		185	226	-	-
Total non-current liabilities		20,170	11,344	-	-
Current liabilities:					
Trade payables and accruals		62,949	68,752	283	296
Other payables		15,285	36,141	124	125
Bank loans and overdrafts	1(b)(ii)	3,204	20,670	-	11,570
Provisions		-	2,555	-	-
Billings on uncompleted contracts in excess of costs		14,087	8,515	-	-
Loans from subsidiaries		-	-	27,669	33,237
Liabilities associated with assets held for sale		145	-	-	-
Income tax payable		15,537	10,532	-	41
Total current liabilities		111,207	147,165	28,076	45,269
Equity attributable to shareholders of the Company					
Issued capital	1(d)(i)	70,360	62,346	70,360	62,346
Capital and other reserves	1(d)(i)	36,284	30,457	966	9,043
		106,644	92,803	71,326	71,389
Minority interests		42,104	23,483	-	-
Total equity		148,748	116,286	71,326	71,389
Total liabilities and equity		280,125	274,795	99,402	116,658

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

	As at 31.03.06 \$'000		As at 31.03.05 \$'000	
	Secured	Unsecured	Secured	Unsecured
Amount repayable in one year or less, or on demand	2,512	692	2,524	18,146

	As at 31.03.06 \$'000		As at 31.03.05 \$'000	
	Secured	Unsecured	Secured	Unsecured
Amount repayable after one year	19,985	-	11,118	-

An amount of \$3,903,000 (31.3.05: \$4,248,000) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 63 Ubi Ave 1, 6th and 7th floor (excluding unit #07-06) of Boustead House, Singapore.

An amount of \$Nil (31.3.05: \$3,160,000) was secured by way of a legal mortgage on a leasehold property of a subsidiary at 60 Alps Avenue, Singapore. The loan was fully repaid during the financial year.

An amount of \$Nil (31.3.05: \$3,725,000) was secured by way of a legal mortgage on a leasehold property of a joint venture company at 70 Alps Avenue, Singapore. The loan was fully repaid during the financial year.

An amount of \$4,590,000 (31.3.05: \$Nil) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 80 Alps Avenue, Singapore.

An amount of \$5,916,000 (31.3.05: \$Nil) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 101 Alps Avenue, Singapore.

An amount of \$7,000,000 (31.3.05: \$Nil) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 12 Changi North Way, Singapore.

An amount of \$705,000 (31.3.05: \$868,000) is secured by way of a legal mortgage on a freehold land and building of a subsidiary at Kompleks Kawasan, Sarana Terpadu, Jalan Raya Cikarang Desa, Pasir Gombong Kec. Lemah Abang, Bekasi 17750, Indonesia.

An amount of \$Nil (31.3.05: \$1,641,000) was secured against long term cash deposits and mortgage on the property, plant and equipment of a joint venture. The joint venture has been disposed of during the financial year.

An amount of \$383,000 (31.3.05: \$Nil) is secured by way of a pledge of plant and machinery of a subsidiary.

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

		Group	
		31.3.06 \$'000	31.3.05 \$'000
Cash flows from operating activities:			(Restated)
Profit before income tax		54,493	39,057
Adjustments for:			
Depreciation of property, plant and equipment		4,471	5,272
Amortisation of other intangible assets		72	167
Amortisation of goodwill		-	168
Allowance for Impairment loss on investments in associates		575	-
Allowance for loan to associate		1,117	-
Loss on disposal of joint venture		1,763	-
Gain on subsidiary in voluntary liquidation		(2,212)	-
(Gain)/Loss on disposal of property, plant and equipment		(259)	336
Share of (profits)/loss from associates		(2,637)	3,957
Release of negative goodwill arising from acquisition of a subsidiary		(112)	(540)
Impairment loss on club memberships		-	118
Loss on disposal of interest in associate		-	515
Intangible assets written off		-	178
Gain on disposal of properties		-	(20,891)
Gain on disposal of other investments		-	(547)
Interest expense		2,533	1,629
Interest income		(3,535)	(1,235)
Operating income before changes in working capital		56,269	28,184
Increase in receivables		(9,484)	(20,179)
Decrease in inventories and contract work-in-progress		7,581	3,575
Decrease/(Increase) in properties held for sale		762	(945)
Increase in payables		2,729	8,413
Decrease in investment properties		13,064	-
Derivative financial instruments		(76)	-
Cash generated from operations		70,845	19,048
Interest income received		3,535	1,235
Interest expense paid		(2,533)	(1,629)
Income tax paid		(9,114)	(8,604)
Net cash from operating activities		62,733	10,050
Cash flows from investing activities:			
Proceeds from the disposal of property, plant and equipment		255	33,352
Purchase of property, plant and equipment		(19,707)	(20,628)
Payment for acquisition of shares from minority		(1,753)	-
Increase in other intangible assets		-	(141)
Payment to minority interests for acquisition of interests in subsidiaries		-	(3,287)
Increase in investment advances		-	(10,416)
Net cash inflow on disposal of a joint venture	Note (a)	24,985	-
Net cash inflow on acquisition of a subsidiary	Note (b)	55	-
Net cash outflow on voluntary administration of a subsidiary	Note (c)	(298)	-
Net cash from/(used in) investing activities		3,537	(1,120)
Cash flows from financing activities:			
Net proceeds from issue of shares of the company		1,510	7,708
(Repayment)/proceeds from short term bank loans		(17,764)	3,290
Proceeds from long term bank loans		16,382	-
Repayment of long term bank loans		(6,046)	(1,997)
Payment of dividends to minority interests		(2,380)	(6,097)
Increase in pledged fixed deposits	Note (d)	(3,029)	(59)
Dividends paid		(6,038)	(4,960)
Proceeds from disposal of associate		-	1,594
Net cash used in financing activities		(17,365)	(521)
Net effect of exchange rate changes in consolidating subsidiaries		1,839	(9)
Net increase in cash and cash equivalents		50,744	8,400
Cash and cash equivalents at beginning of year	Note (d)	48,907	40,507
Cash and cash equivalents at end of year	Note (d)	99,651	48,907

Notes to the consolidated cash flow statement:

(a) Disposal of a joint venture

	Group	
	31.3.06 \$'000	31.3.05 \$'000
Property, plant and equipment	11,852	-
Other intangible assets	114	-
Long term receivables	723	-
Deferred tax assets	798	-
Investment in associates	2,920	-
Available-for-sale investments	16	-
Inventories	2,734	-
Cost of uncompleted contracts in excess of billings	428	-
Trade receivables	7,624	-
Other receivables and prepayments	6,753	-
Cash and bank balances, net of overdrafts	7,054	-
Bank loans	(1,469)	-
Trade payables and accruals	(935)	-
Other payables	(3,206)	-
Income tax payable	(1,190)	-
Minority interests	(414)	-
	33,802	-
Loss on disposal	(1,763)	-
Consideration	32,039	-
Net cash and bank balances of joint venture	(7,054)	-
Net cash inflow on disposal of joint venture	24,985	-

(b) Acquisition of a subsidiary

Cash and bank balances, net of overdrafts	55	-
Other receivables and prepayments	19,783	-
	19,838	-
Minority Interests	(9,722)	-
Net assets acquired	10,116	-
Negative goodwill	(112)	-
Consideration	10,004	-
Satisfied by other receivables capitalised	(10,004)	-
	-	-
Net cash and bank balances acquired	55	-
Net cash inflow on acquisition of a subsidiary	55	-

(c) Voluntary administration of a subsidiary

Trade receivables	8,723	-
Other receivables and prepayments	149	-
Cash and bank balances, net of overdrafts	298	-
Trade payables and accruals	(3,179)	-
Other payables	(8,203)	-
	(2,212)	-
Gain on voluntary administration of a subsidiary	2,212	-
	-	-
Net cash and bank balances of subsidiary in voluntary administration	(298)	-
Net cash outflow on voluntary administration of a subsidiary	(298)	-

(d) Cash and cash equivalents

Cash and bank balances	17,239	14,829
Short term deposits	89,156	38,098
Bank overdrafts	(1,234)	(936)
	105,161	51,991
Pledged fixed deposits	(6,113)	(3,084)
Cash included in assets held for sale	603	-
Cash and cash equivalents at end of year	99,651	48,907

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.

	-----Capital and Other reserves-----											Total equity \$'000
	Issued capital \$'000	Dividend reserve \$'000	Share premium \$'000	Capital reserves \$'000	Available-for-sale reserve \$'000	Foreign currency translation reserve \$'000	Accumulated profits \$'000	Shares to be issued \$'000	Sub-total \$'000	Total \$'000	Minority interests \$'000	
GROUP	(Restated)											
Balance at 1 April 2004	53,180	2,980	6,763	-	-	(1,849)	9,719	2,300	19,913	73,093	22,521	95,614
Exchange differences arising during the year	-	-	-	-	-	(270)	-	-	(270)	(270)	4,296	4,026
Change of interests in subsidiary	-	-	-	-	-	-	-	-	-	-	(7,567)	(7,567)
Net profit for the year	-	-	-	-	-	-	14,900	-	14,900	14,900	11,507	26,407
Minority share of net dividends from subsidiaries	-	-	-	-	-	-	-	-	-	-	(7,274)	(7,274)
Interim dividends declared	-	1,983	-	-	-	-	(1,983)	-	-	-	-	-
Dividends paid	-	(4,963)	-	-	-	-	3	-	(4,960)	(4,960)	-	(4,960)
Final dividends proposed	-	4,136	-	-	-	-	(4,136)	-	-	-	-	-
Issue of shares	9,166	-	842	-	-	-	-	(2,300)	(1,458)	7,708	-	7,708
Balance at 31 March 2005	62,346	4,136	7,605	-	-	(2,119)	18,503	-	28,125	90,471	23,483	113,954

	(-----Capital and Other reserves-----)											
	Issued capital	Dividend reserve	Share premium	Capital reserves	Available -for-sale reserve	Foreign currency translation reserve	Accumulated profits	Shares to be issued	Sub-total	Total	Minority interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
GROUP (Cont'd)												
Balance at 1 April 2005, as previously reported	62,346	4,136	7,605	-	-	(2,119)	18,503	-	28,125	90,471	23,483	113,954
Effect of adopting FRS 103 (see paragraph 5)	-	-	-	-	-	-	2,332	-	2,332	2,332	-	2,332
Balance at 1 April 2005, as restated	62,346	4,136	7,605	-	-	(2,119)	20,835	-	30,457	92,803	23,483	116,286
Exchange differences arising during the year	-	-	-	-	-	1,511	-	-	1,511	1,511	555	2,066
Change of interests in subsidiaries	-	-	-	(159)	-	(156)	(188)	-	(503)	(503)	(1,270)	(1,773)
Acquisition of subsidiary	-	-	-	-	-	-	-	-	-	-	9,722	9,722
Minority shareholders' contributions	-	-	-	-	-	-	-	-	-	-	269	269
Revaluation of available-for-sale investments	-	-	-	-	442	-	-	-	442	442	-	442
Disposal of joint venture	-	-	(13)	-	-	(72)	-	-	(85)	(85)	(601)	(686)
Net profit for the year	-	-	-	-	-	-	24,891	-	24,891	24,891	13,761	38,652
Minority share of net dividends from subsidiaries	-	-	-	-	-	-	-	-	-	-	(3,815)	(3,815)
Interim dividends declared	-	2,016	-	-	-	-	(2,016)	-	-	-	-	-
Dividends paid	-	(6,152)	-	-	-	-	114	-	(6,038)	(6,038)	-	(6,038)
Distribution of shares as dividend	-	-	(1,088)	-	-	(1,154)	(5,645)	-	(7,887)	(7,887)	-	(7,887)
Final dividends proposed	-	2,066	-	-	-	-	(2,066)	-	-	-	-	-
Issue of shares	1,138	-	372	-	-	-	-	-	372	1,510	-	1,510
Transfer from share premium account to issued capital upon implementation of the Companies (Amendment) Act 2005	6,876	-	(6,876)	-	-	-	-	-	(6,876)	-	-	-
Balance at 31 March 2006	70,360	2,066	-	(159)	442	(1,990)	35,925	-	36,284	106,644	42,104	148,748

	Reserves							Total \$'000
	Issued capital \$'000	Dividend reserve \$'000	Share premium \$'000	Available-for-sale reserve \$'000	Accumulated profits/(losses) \$'000	Shares to be issued \$'000	Sub- total \$'000	
COMPANY								
Balance at 1 April 2004	53,180	2,980	5,662	-	(7,851)	2,300	3,091	56,271
Net profit for the year	-	-	-	-	12,370	-	12,370	12,370
Interim dividends declared	-	1,983	-	-	(1,983)	-	-	-
Dividends paid	-	(4,963)	-	-	3	-	(4,960)	(4,960)
Final dividends proposed	-	4,136	-	-	(4,136)	-	-	-
Issue of shares	9,166	-	842	-	-	(2,300)	(1,458)	7,708
Balance at 31 March 2005	62,346	4,136	6,504	-	(1,597)	-	9,043	71,389
Revaluation of available-for-sale investments	-	-	-	442	-	-	442	442
Net profit for the year	-	-	-	-	11,742	-	11,742	11,742
Interim dividends declared	-	2,016	-	-	(2,016)	-	-	-
Dividends paid	-	(6,152)	-	-	114	-	(6,038)	(6,038)
Distribution of shares as dividend	-	-	-	-	(7,719)	-	(7,719)	(7,719)
Final dividends proposed	-	2,066	-	-	(2,066)	-	-	-
Issue of shares	1,138	-	372	-	-	-	372	1,510
Transfer from share premium account to issued capital upon implementation of the Companies (Amendment) Act 2005	6,876	-	(6,876)	-	-	-	(6,876)	-
Balance at 31 March 2006	70,360	2,066	-	442	(1,542)	-	966	71,326

- 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.**

During the year, the issued and paid up capital of the Company was increased from \$62,346,339 divided into 249,385,354 ordinary shares to \$70,359,911, divided into 253,240,910 ordinary shares. This is a result of the allotment of shares upon exercise of employees' share options. In addition, upon the implementation of the Companies (Amendment) Act 2005 on 30 January 2006, \$6.876 million was transferred from the Share premium account.

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

The figures are unaudited and not reviewed.

- 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 same accounting policies and methods of computation as in the most recently audited annual financial statements have been applied, except as described in paragraph 5.

- 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 and the Company have adopted all the new and revised Financial Reporting Standards (FRS) effective for financial period beginning 1 April 2005. The effect of adopting all the new and revised FRSs is not expected to have a significant impact on the results of the Group except as disclosed below:

FRS 103

The adoption of FRS 103 resulted in a change in the accounting treatment for goodwill and negative goodwill. FRS 103 requires goodwill acquired in a business combination to be measured at cost less any accumulated impairment losses. Goodwill shall no longer be amortised. Instead, test for impairment is performed at least once annually, or more frequently if events or changes in circumstances indicate that the goodwill might be impaired. Negative goodwill arising from a business combination is to be taken directly to the profit and loss statement.

The effect of adopting FRS 103 resulted in a transfer of the negative goodwill in the Group's balance sheet as at 31 March 2005 of \$2.3 million to the opening retained earnings as at 1 April 2005. The effect of cessation of goodwill amortisation and release of negative goodwill to the profit and loss statement is not material. No impairment losses have been made as at 31 March 2006 and the Group will continue to evaluate the need for impairment of goodwill.

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 after deducting any provision for preference dividends:-

(i) Based on weighted average number of ordinary shares in issue (¢)

(ii) On a fully diluted basis (¢)

(detailing any adjustments made to the earnings)

Group	
31.3.06	31.3.05
	(Restated)
9.9	6.2
9.8	6.1

The basic earnings per share ("EPS") is computed based on weighted average number of ordinary shares in issue of 251,285,295 shares (31.3.05: 239,541,922 shares). The weighted average number of ordinary shares used in computing the fully diluted EPS is adjusted for the number of outstanding share options. The adjusted weighted average number of ordinary shares used in computing the fully diluted EPS is 254,529,549 shares (31.3.05: 243,464,355 shares).

7. Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the current financial period reported on and immediately preceding financial year.

Net asset value per ordinary share based on issued share capital as at the end of the year reported on (¢)

Group		Company	
31.3.06	31.3.05	31.3.06	31.3.05
	(Restated)		
42	37	28	29

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.

Overview

The Group is a premier global provider of specialised engineering services and geo-spatial technology.

In FY2006, continuing efforts in developing both core businesses resulted in record revenue of \$289.3 million, a growth of 27% over the previous corresponding period. The Group also achieved record net profit attributable to shareholders of \$24.9 million for the 12 months ended 31 March 2006.

Revenue

Segmental Revenue	FY2006 \$m	FY2005 \$m	Change %
Engineering Services	226.0	167.1	+35
Geo-Spatial Technology	59.0	55.6	+6
Investment Activities	4.3	4.5	-4
Total	289.3	227.2	+27

Broad-based demand from global clients and favourable market conditions in the oil & gas / petrochemical industries were the key growth drivers for the record revenue in FY2006.

Engineering

Buoyant demand for the Group's Engineering Services in key industries contributed to the 35% growth in the segment's revenue to \$226.0 million in FY2006.

Divisional Revenue	FY2006 \$m	FY2005 \$m	Change %
Energy-Related Engineering	84.8	70.0	+21
Water & Wastewater Engineering	27.4	45.9	-40
Industrial Real Estate Solutions	109.0	50.6	+115
Others	4.8	1.0	+380
Total	226.0	167.5	+35

With higher global investments for the expansion and upgrading of downstream refining capacities to meet rising global demand in the oil & gas / petrochemical industries, the Group's Energy-Related Engineering benefited extensively. During the year, the division successfully secured larger projects which improved operating efficiency. With the increase in business activities and despite the disposal of the power generation business in the Philippines in December 2005, Energy-Related Engineering grew 21% to \$84.8 million in FY2006.

Water & Wastewater Engineering recorded lower revenue due to the substantial completion of a major municipal water project in Libya in FY2005 and the winding down of Salcon's UK operations.

The Industrial Real Estate Solutions division registered solid growth in FY2006, buoyed by: 1) the sale of two industrial leasehold properties, and 2) higher turnkey design and building activities. Arising from the the sale of the design and build industrial leasehold properties in FY2006 and which transactions would continue into the future, compliance to relevant accounting standards requires inclusion of such sales as revenue in FY2006 (in FY2005, the gain from the sale of industrial leasehold properties which were held as "Property, plant and equipment" was recognised as "Other operating income"). If the revenue of \$36.0 million from the sale of the two design and build industrial leasehold properties was excluded in FY2006, the division's revenue would have grown by 44% to \$73.0 million instead of \$109.0 million in FY2006.

Geo-Spatial Technology

The Group's Geo-Spatial Technology businesses continued to experience steady and broad-based client demand for geographic information systems and geo-spatial solutions in Australia and South East Asia, with revenue expanding by 6% to \$59.0 million in FY2006.

Profitability

With improved contributions from Energy-Related Engineering, Geo-Spatial Technology and Industrial Real Estate Solutions, Group gross profit rose 36% to \$109.0 million in FY2006.

However, "Other operating income" fell to \$6.2 million, as in FY2005, this item included a gain of \$20.9 million from the sale of industrial leasehold properties.

In FY2006, total operating expenses reflected the growth in revenue and were well under control. Rising interest rates in FY2006 contributed to the increase in "Finance costs".

The change in "Share of profit/(loss) from associates" was due to the restatement of the financial results of EasyCall for FY2005 as explained under Note 2 of Item 1(a).

With growth in both core businesses, Group net profit attributable to shareholders of the Company rose 67% to a record \$24.9 million.

The Directors have proposed a final gross dividend of 1 cent per ordinary share less tax. Inclusive of the dividend in specie, the total dividend per share declared in FY2006 amounted to 5.875 cents. This represents an increase of 96% over FY2005.

Cash Flow & Balance Sheet

The net cash inflow from operating activities was stronger due to higher operating income and a reduction in working capital requirements. As a result, cash and bank equivalents rose to \$99.0 million as at 31 March 2006.

Changes in balance sheet items as at 31 March 2006 reflected the adjustments to account for the disposal of the power generation business in the Philippines, the intended disposal of selected non-core businesses in the Philippines and the deconsolidation of the assets and liabilities of Salcon Invent Limited (UK) following the appointment of Administrators in December 2005.

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

None.

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 buoyant oil & gas industry is expected to continue to generate strong demand for the Group's extensive suite of Energy-Related Engineering services. The division will continue to focus on securing larger contracts for greater operating efficiency and evaluate suitable investment opportunities in this business.

Salcon is a leading international specialist in Water & Wastewater Engineering. In April 2006, the Group completed the process of gaining 100% ownership of Salcon. Salcon will concentrate its efforts to grow its order book of water and wastewater treatment projects globally.

With the increasingly positive economic outlook and a recovering market for quality industrial properties, the Industrial Real Estate Solutions division is well-positioned to expand its business in the region.

Demand for Geo-Spatial Technology is expected to remain firm in Australia and South East Asia. More resources will be added to develop business potential in South East Asia.

With a positive business outlook, the Group is well-positioned to grow the current order book which is in excess of \$230 million. The Group is optimistic of business prospects in FY2007.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on? Yes.

Name of Dividend	Interim declared and paid	Interim declared and distributed	Final proposed
Dividend Type	Cash	Shares in specie	Cash
Dividend Rate	1.0 cent	3.875 cents	1.0 cent
Par value of shares	\$0.25	\$0.25	N.A.
Tax Rate	20%	20%	20%

(b) Corresponding Period of the Immediately Preceding Financial Year

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

Yes.

Name of Dividend	Interim declared and paid	Final declared and paid	Special declared and paid
Dividend Type	Cash	Cash	Cash
Dividend Rate	1.0 cent	1.0 cent	1.0 cent
Par value of shares	\$0.25	\$0.25	\$0.25
Tax Rate	20%	20%	20%

(c) Date payable

22 August 2006

(d) Books closure date

Notice is hereby given that the Transfer Books and Register of Members of the Company will be closed on 8 August 2006 for the purpose of determining shareholders' entitlements to the final dividend to be paid on 22 August 2006.

Duly completed transfers received by the Company's Registrar, Lim Associates (Pte) Ltd at 10, Collyer Quay, #19-08 Ocean Building, Singapore, up to 5.00 pm on 7 August 2006, will be registered before entitlements to the dividend are determined.

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

Not applicable.

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.

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.

Segment information is presented in respect of the group's business and geographical segments. The primary segment is analysed based on its business activities which comprises of its two core businesses, engineering services and geo-spatial technology, and its investment activities. The secondary segment is analysed based on the geographical location of its assets.

BY BUSINESS SEGMENTS

2006					
Primary segments	Engineering \$'000	Geo-spatial technology \$'000	Investment activities \$'000	Adjustment/ elimination \$'000	Consolidated \$'000
Revenue					
External sales	225,950	59,047	4,269	-	289,266
Inter-segment sales	-	-	8,719	(8,719)	-
Total revenue	225,950	59,047	12,988	(8,719)	289,266
Segment result	43,612	12,314	1,100	-	57,026
Finance costs					(2,533)
Profit before income tax					54,493
Income tax					(15,841)
Profit after income tax					38,652
Attributable to:					
Shareholders of the Company					24,891
Minority interests					13,761
					38,652
2005					
Primary segments	Engineering \$'000	Geo-spatial technology \$'000	Investment activities \$'000 (Restated)	Adjustment/ elimination \$'000	Consolidated \$'000 (Restated)
Revenue					
External sales	167,113	55,605	4,506	-	227,224
Inter-segment sales	-	-	4,985	(4,985)	-
Total revenue	167,113	55,605	9,491	(4,985)	227,224
Segment result	34,480	11,081	(4,875)	-	40,686
Finance costs					(1,629)
Profit before income tax					39,057
Income tax					(12,650)
Profit after income tax					26,407
Attributable to:					
Shareholders of the Company					14,900
Minority interests					11,507
					26,407

BY GEOGRAPHICAL SEGMENT

Segment revenue	Singapore/ Malaysia	Australia	United Kingdom	Philippines	Indonesia	India/ China	Consolidated
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
External sales							
31.3.06	164,560	43,566	42,740	16,383	11,687	10,330	289,266
31.3.05	115,603	40,694	34,587	15,909	12,221	8,210	227,224

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

As detailed in Note 8.

15. **A breakdown of sales.**

	Group		Increase/ (Decrease) %
	31.3.06 \$'000	31.3.05 \$'000	
	(Restated)		
Sales reported for first half-year	157,624	107,860	46.1
Operating profit after income tax reported for first half-year	26,339	10,151	159.5
Sales reported for second half-year	131,642	119,364	10.3
Operating profit after income tax reported for second half-year	12,313	16,256	(24.3)

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

	Latest Full-Year	Previous Full-Year
	\$'000	\$'000
Ordinary	11,801	6,119
Preference	-	-
Total	11,801	6,119

17. Interested person transactions

Name of interested person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual) \$'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than \$100,000) \$'000
	Nil	Not applicable

BY ORDER OF THE BOARD

**Alvin Kok
Company Secretary
30 May 2006**