



# FRASER AND NEAVE, LIMITED

(Company Registration No. 189800001R)  
(Incorporated in the Republic of Singapore)

## RESULTS FOR THE 2ND QUARTER ENDED 31 MARCH 2013 Financial Statements and Dividend Announcement

The Directors are pleased to make the following announcement of the unaudited results for the 2nd Quarter ended 31 March 2013.

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

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

#### 1(a)(i) GROUP PROFIT STATEMENT

	2nd Quarter to 31/3/2013 \$'000	2nd Quarter to 31/3/2012 \$'000 (Restated)*	Change %	6 Months to 31/3/2013 \$'000	6 Months to 31/3/2012 \$'000 (Restated)*	Change %
Revenue	912,459	777,924	17.3	1,825,380	1,560,779	17.0
Cost of sales	(592,833)	(512,604)	15.7	(1,188,174)	(1,019,626)	16.5
Gross profit	319,626	265,320	20.5	637,206	541,153	17.7
Other income (net)	3,903	(7,391)	NM	2,469	713	NM
Operating expenses						
- Distribution	(45,342)	(45,302)	0.1	(89,577)	(83,528)	7.2
- Marketing	(71,445)	(78,376)	(8.8)	(140,637)	(138,085)	1.8
- Administration	(57,241)	(57,931)	(1.2)	(115,609)	(117,476)	(1.6)
	(174,028)	(181,609)	(4.2)	(345,823)	(339,089)	2.0
Trading profit	149,501	76,320	95.9	293,852	202,777	44.9
Share of associated companies' profits	14,101	18,729	(24.7)	29,988	32,591	(8.0)
Gross income from investments	3	511	(99.4)	533	1,653	(67.8)
<b>Profit before interest and taxation ("PBIT")</b>	<b>163,605</b>	<b>95,560</b>	<b>71.2</b>	<b>324,373</b>	<b>237,021</b>	<b>36.9</b>
Finance income	7,104	2,916	143.6	17,235	11,668	47.7
Finance expense	(14,161)	(12,709)	11.4	(26,568)	(33,486)	(20.7)
Net finance cost	(7,057)	(9,793)	(27.9)	(9,333)	(21,818)	(57.2)
<b>Profit before impairment, fair value adjustment, taxation and exceptional items</b>	<b>156,548</b>	<b>85,767</b>	<b>82.5</b>	<b>315,040</b>	<b>215,203</b>	<b>46.4</b>
Impairment of investments	-	-	-	(54,594)	-	NM
Fair value adjustment of investment properties	13,815	9,748	41.7	31,391	9,748	NM
<b>Profit before taxation and exceptional items</b>	<b>170,363</b>	<b>95,515</b>	<b>78.4</b>	<b>291,837</b>	<b>224,951</b>	<b>29.7</b>
Exceptional items	(69,829)	(2,667)	NM	(30,425)	26,351	NM
<b>Profit before taxation</b>	<b>100,534</b>	<b>92,848</b>	<b>8.3</b>	<b>261,412</b>	<b>251,302</b>	<b>4.0</b>
Taxation	(34,726)	882	NM	(70,838)	(25,533)	177.4
<b>Profit from continuing operations after taxation</b>	<b>65,808</b>	<b>93,730</b>	<b>(29.8)</b>	<b>190,574</b>	<b>225,769</b>	<b>(15.6)</b>
<b>Discontinued operations</b>						
<b>Profit from discontinued operations after taxation</b>	<b>-</b>	<b>33,698</b>	<b>NM</b>	<b>-</b>	<b>143,001</b>	<b>NM</b>
<b>Gain on disposal of discontinued operations</b>	<b>(114)</b>	<b>-</b>	<b>NM</b>	<b>4,751,735</b>	<b>-</b>	<b>NM</b>
<b>Profit after taxation</b>	<b>65,694</b>	<b>127,428</b>	<b>(48.4)</b>	<b>4,942,309</b>	<b>368,770</b>	<b>NM</b>
Attributable profit to:						
Shareholders of the Company						
- Before fair value adjustment and exceptional items						
Continuing operations	103,172	67,673	52.5	154,182	156,548	(1.5)
Discontinued operations	-	35,841	NM	-	97,988	NM
	103,172	103,514	(0.3)	154,182	254,536	(39.4)
- Gain on disposal of discontinued operations	(114)	-	NM	4,751,735	-	NM
- Fair value adjustment of investment properties	13,815	9,748	41.7	31,391	9,748	NM
- Exceptional items						
Continuing operations	(69,750)	(57)	NM	(30,265)	26,010	NM
Discontinued operations	-	(27,743)	NM	-	(27,743)	NM
	(69,750)	(27,800)	150.9	(30,265)	(1,733)	NM
	47,123	85,462	(44.9)	4,907,043	262,551	NM
Non-controlling interests						
Continuing operations	18,571	16,366	13.5	35,266	33,463	5.4
Discontinued operations	-	25,600	NM	-	72,756	NM
	18,571	41,966	(55.7)	35,266	106,219	(66.8)
	65,694	127,428	(48.4)	4,942,309	368,770	NM

NM – Not meaningful

\* Restated upon reclassification of brewery operations as discontinued operations, as explained in paragraph 8, page 18 of this report.

**1(a)(ii) BREAKDOWN AND EXPLANATORY NOTES TO GROUP PROFIT STATEMENT**

	<b>Group</b>					
	<b>2nd Quarter to 31/3/2013 \$'000</b>	<b>2nd Quarter to 31/3/2012 \$'000 (Restated)</b>	<b>Change %</b>	<b>6 Months to 31/3/2013 \$'000</b>	<b>6 Months to 31/3/2012 \$'000 (Restated)</b>	<b>Change %</b>
<b>Operating expenses</b>						
Included in operating expenses are:						
Depreciation & amortisation	(22,957)	(22,958)	-	(49,121)	(48,650)	1.0
Allowance for bad and doubtful debts	(572)	(527)	8.5	(1,551)	(1,012)	53.3
Allowance for inventory obsolescence	(2,539)	(1,649)	54.0	(3,359)	(1,947)	72.5
Employee share-based expense	(3,345)	(3,250)	2.9	(7,118)	(8,321)	(14.5)
<b>Other income (net)</b>						
Loss on disposal of fixed assets	(220)	(447)	(50.8)	(756)	(972)	(22.2)
Foreign exchange gain/(loss)	2,974	(14,636)	NM	110	(7,431)	NM
<b>Taxation</b>						
Over provision of prior year taxation	487	12,106	(96.0)	3,517	19,011	(81.5)
<b>Exceptional items</b>						
Gain on disposal of other investment	-	-	-	35,259	-	NM
Share of exceptional items of associated company	-	756	NM	6,273	756	NM
Write back of impairment in value of investments	2,840	1,009	181.5	2,840	1,009	181.5
Gain on disposal of subsidiary and associated companies	568	-	NM	568	17,664	(96.8)
Expenses relating to the general offers	(72,320)	-	NM	(74,445)	-	NM
(Provision)/Gain on corporate and debt restructuring of subsidiary companies	(398)	(487)	(18.3)	(802)	5,322	NM
Provision for restructuring and re-organisation costs of operations	(234)	(2,275)	(89.7)	(422)	(2,275)	(81.5)
Assets written off and other expenses incurred relating to flood in Thailand (net of insurance claims)	-	(11,706)	NM	-	(5,288)	NM
Business interruption insurance claim relating to flood in Thailand	-	8,183	NM	-	8,183	NM
Others	(285)	1,853	NM	304	980	(69.0)
	<u>(69,829)</u>	<u>(2,667)</u>		<u>(30,425)</u>	<u>26,351</u>	
<b>PBIT as a percentage of revenue</b>	<u>17.9%</u>	<u>12.3%</u>		<u>17.8%</u>	<u>15.2%</u>	

NM - Not meaningful

**1(a)(iii) ADDITIONAL INFORMATION**
**Group Revenue and Profit Analysis**

	2nd Quarter to 31/3/2013 \$'000	2nd Quarter to 31/3/2012 \$'000 (Restated)	6 Months to 31/3/2013 \$'000	6 Months to 31/3/2012 \$'000 (Restated)
<b>Revenue</b>				
<b>By Business Activity</b>				
Beverages	243,437	210,551	463,127	420,260
Dairies	251,067	214,054	506,305	417,624
Printing & publishing	79,003	87,748	180,006	192,333
Commercial property	75,744	67,076	148,259	135,285
Development property	249,888	184,006	499,864	364,944
Others	13,320	14,489	27,819	30,333
	912,459	777,924	1,825,380	1,560,779
<b>By Territory</b>				
Singapore	393,672	310,547	799,949	643,970
Malaysia	257,735	260,961	516,629	531,138
Other ASEAN	196,808	121,430	370,957	224,195
North/South Asia	33,777	35,577	66,632	71,562
Outside Asia	30,467	49,409	71,213	89,914
	912,459	777,924	1,825,380	1,560,779
<b>PBIT</b>				
<b>By Business Activity</b>				
Beverages	40,008	27,739	74,422	59,015
Dairies	13,224	(2,103)	28,146	168
Printing & publishing	(2,665)	(1,477)	1,199	5,693
Commercial property	44,562	45,056	86,853	84,978
Development property	60,618	42,152	118,778	90,611
Others	7,858	(15,807)	14,975	(3,444)
	163,605	95,560	324,373	237,021
<b>By Territory</b>				
Singapore	102,954	66,926	206,049	159,019
Malaysia	17,722	15,532	39,041	36,855
Other ASEAN	40,380	13,498	71,247	28,875
North/South Asia	3,230	13,174	7,139	20,903
Outside Asia	(681)	(13,570)	897	(8,631)
	163,605	95,560	324,373	237,021
<b>Attributable profit</b>				
<b>By Business Activity</b>				
Beverages	15,960	11,825	30,372	26,054
Dairies	6,025	11,433	13,233	12,253
Printing & publishing	(3,520)	(2,130)	(55,538)	4,390
Commercial property	30,626	29,325	59,407	56,239
Development property	45,636	29,055	88,023	64,760
Others	8,445	(11,835)	18,685	(7,148)
	103,172	67,673	154,182	156,548
<b>Discontinued operations*</b>	-	35,841	-	97,988
	103,172	103,514	154,182	254,536
Gain on disposal of discontinued operations	(114)	-	4,751,735	-
Fair value adjustment of investment properties	13,815	9,748	31,391	9,748
Exceptional items				
- Continuing operations	(69,750)	(57)	(30,265)	26,010
- Discontinued operations	-	(27,743)	-	(27,743)
	(69,750)	(27,800)	(30,265)	(1,733)
	47,123	85,462	4,907,043	262,551

\* Refers to APIPL Group which was disposed on 15 November 2012.

**1(a)(iv) STATEMENT OF COMPREHENSIVE INCOME**

	Group			
	2nd Quarter to 31/3/2013 \$'000	2nd Quarter to 31/3/2012 \$'000 (Restated)	6 Months to 31/3/2013 \$'000	6 Months to 31/3/2012 \$'000 (Restated)
<b>Profit after taxation</b>	65,694	127,428	4,942,309	368,770
<b>Other comprehensive income/(expenses):</b>				
<u>Items that may be reclassified subsequently to profit statement</u>				
Share of other comprehensive income of associated companies	3,255	1,693	(566)	4,092
Realisation of reserves on disposal of subsidiary, joint venture and associated companies	145	-	124,056	716
Net fair value changes on derivative financial instruments	2,679	2,530	4,119	6,497
Realisation of hedging loss from derivative financial instruments	1,206	3,016	1,206	3,016
Realisation of fair value gains on disposal of available-for-sale financial assets	-	-	(34,900)	-
Net fair value changes on available-for-sale financial assets	133,072	10,893	179,647	18,840
Currency translation differences	19,637	(35,367)	17,864	(11,092)
Other comprehensive income/(expenses) for the period, net of tax	159,994	(17,235)	291,426	22,069
<b>Total comprehensive income for the period</b>	<b>225,688</b>	<b>110,193</b>	<b>5,233,735</b>	<b>390,839</b>
<b>Total comprehensive income attributable to:</b>				
Shareholders of the Company	201,395	80,945	5,195,303	282,540
Non-controlling interests	24,293	29,248	38,432	108,299
	<b>225,688</b>	<b>110,193</b>	<b>5,233,735</b>	<b>390,839</b>

**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.**

**BALANCE SHEET**

	Group		Company	
	As at 31/3/2013 \$'000	As at 30/9/2012 \$'000 (Restated)*	As at 31/3/2013 \$'000	As at 30/9/2012 \$'000
<b>SHARE CAPITAL AND RESERVES</b>				
Share capital	1,564,985	1,499,329	1,564,985	1,499,329
Treasury shares	(23)	(23)	(23)	(23)
Reserves	11,114,078	6,103,382	7,880,418	2,840,319
	<u>12,679,040</u>	<u>7,602,688</u>	<u>9,445,380</u>	<u>4,339,625</u>
<b>NON-CONTROLLING INTERESTS</b>	366,587	663,048	-	-
	<u>13,045,627</u>	<u>8,265,736</u>	<u>9,445,380</u>	<u>4,339,625</u>
Represented by:				
<b>NON-CURRENT ASSETS</b>				
Fixed assets	766,199	747,447	-	-
Investment properties	2,890,639	2,837,787	-	-
Subsidiary companies	-	-	3,684,816	3,829,665
Associated companies	1,378,389	1,495,514	18,100	82,383
Intangible assets	161,072	163,475	-	-
Brands	30,412	30,337	212	212
Other investments	554,420	374,978	9,180	8,877
Other receivables	88,035	83,970	-	-
Other assets	42,400	42,400	-	-
Deferred tax assets	36,350	38,700	-	-
	<u>5,947,916</u>	<u>5,814,608</u>	<u>3,712,308</u>	<u>3,921,137</u>
<b>CURRENT ASSETS</b>				
Properties held for sale	4,771,386	4,441,491	-	-
Inventories	250,845	265,936	-	-
Trade receivables	454,071	551,668	-	-
Other receivables	129,922	132,439	2,630	24
Subsidiary companies	-	-	10,602	16,552
Joint venture companies	1,554	1,662	-	-
Associated companies	6,244	13,122	-	-
Short term investments	107	60,448	-	-
Bank fixed deposits	2,993,985	604,112	2,509,319	64,489
Cash and bank balances	4,223,463	1,044,833	3,394,623	91,793
	<u>12,831,577</u>	<u>7,115,711</u>	<u>5,917,174</u>	<u>172,858</u>
Assets held for sale	7,759	1,720,659	-	434,421
	<u>12,839,336</u>	<u>8,836,370</u>	<u>5,917,174</u>	<u>607,279</u>
<b>Deduct: CURRENT LIABILITIES</b>				
Trade payables	451,091	529,751	-	-
Other payables	993,324	905,456	5,335	8,338
Subsidiary companies	-	-	2	17,823
Joint venture companies	-	3	-	-
Associated companies	1,542	1,787	-	-
Borrowings	815,788	936,296	-	-
Provision for taxation	185,138	176,739	14,831	12,244
	<u>2,446,883</u>	<u>2,550,032</u>	<u>20,168</u>	<u>38,405</u>
Liabilities held for sale	1,798	690,111	-	-
	<u>2,448,681</u>	<u>3,240,143</u>	<u>20,168</u>	<u>38,405</u>
<b>NET CURRENT ASSETS</b>	10,390,655	5,596,227	5,897,006	568,874
<b>Deduct: NON-CURRENT LIABILITIES</b>				
Other payables	37,457	38,630	-	-
Subsidiary companies	-	-	13,934	-
Borrowings	3,108,455	2,971,647	150,000	150,000
Provision for employee benefits	16,661	17,346	-	-
Deferred tax liabilities	130,371	117,476	-	386
	<u>3,292,944</u>	<u>3,145,099</u>	<u>163,934</u>	<u>150,386</u>
	<u>13,045,627</u>	<u>8,265,736</u>	<u>9,445,380</u>	<u>4,339,625</u>

\* Restated upon adjustments for Amendments to FRS 12 as detailed in paragraph 5, page 16 of this report.

- 1(b)(ii) Aggregate amount of Group's borrowings and debt securities.**  
**The Group's borrowings and debt securities as at the end of the financial period reported on, and comparative figures as at the end of the immediately preceding financial year:**

**Amount repayable in one year or less, or on demand**

	<b>As at 31/3/2013</b>	<b>As at 30/9/2012</b>
	<b>\$'000</b>	<b>\$'000</b>
Secured :	150,591	143,188
Unsecured :	665,197	793,108
	815,788	936,296
	815,788	936,296

**Amount repayable after one year**

	<b>As at 31/3/2013</b>	<b>As at 30/9/2012</b>
	<b>\$'000</b>	<b>\$'000</b>
Secured :	1,371,878	1,163,942
Unsecured :	1,736,577	1,807,705
	3,108,455	2,971,647
	3,108,455	2,971,647

**Details of any collateral**

Secured borrowings are generally bank overdrafts and bank loans secured on the land and buildings, plant and machinery of the borrowing companies, pledge of shares held in a subsidiary and/or a first fixed and floating charge over the assets, and assignment of all rights, benefits and title in contracts of the respective borrowing companies.

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

**GROUP CASH FLOW STATEMENT**

	2nd Quarter to 31/3/2013 \$'000	2nd Quarter to 31/3/2012 \$'000 (Restated)	6 Months to 31/3/2013 \$'000	6 Months to 31/3/2012 \$'000 (Restated)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>				
Profit before taxation and exceptional items from continuing operations	170,363	95,515	291,837	224,951
Profit before taxation and exceptional items from discontinued operations	-	93,106	-	238,824
Profit before taxation and exceptional items	170,363	188,621	291,837	463,775
Adjustments for:				
Depreciation of fixed assets	20,040	32,601	40,549	63,007
Impairment of fixed assets and intangible assets (net)	94	(304)	(195)	(223)
Impairment on investments	-	-	54,594	-
Provision for employee benefits	434	494	879	1,125
Loss on disposal of fixed assets (net)	220	538	756	1,091
Write back allowance of foreseeable losses in properties held for sale	-	(7,590)	-	(9,790)
Amortisation of brands and intangible assets	2,917	3,023	8,572	8,992
Interest income	(10,340)	(17,972)	(16,200)	(30,299)
Interest expenses	14,160	36,655	26,568	48,838
Share of joint venture companies' profits	-	(4,616)	-	(10,520)
Share of associated companies' profits	(14,101)	(18,828)	(29,988)	(32,792)
Investment income	(3)	(2,616)	(533)	(3,882)
Profit on properties held for sale	(67,251)	(44,758)	(130,339)	(90,622)
Employee share-based expense	3,345	6,629	7,118	13,011
Fair value adjustment of financial instruments	6,235	(12,667)	6,244	(5,507)
Fair value adjustment of investment properties	(13,815)	(9,748)	(31,391)	(9,748)
(Gain)/Loss on disposal of financial instruments	(277)	13,912	(1,388)	27,325
Operating cash before working capital changes	112,021	163,374	227,083	433,781
Change in inventories	8,556	(33,326)	15,091	(45,286)
Change in trade and other receivables	26,699	77,909	5,911	75,696
Change in joint venture and associated companies' balances	9,012	(8,338)	6,738	(8,908)
Change in trade and other payables	(118,255)	(26,183)	(196,333)	(47,451)
Progress payment received/receivable on properties held for sale	241,295	178,445	623,711	559,385
Development expenditure on properties held for sale	(240,881)	(228,914)	(613,108)	(607,099)
Currency realignment	(5,130)	(19,949)	(2,844)	(8,113)
Cash generated from operations	33,317	103,018	66,249	352,005
Interest income received	8,931	15,735	16,891	28,441
Interest expenses paid	(11,105)	(36,942)	(21,002)	(50,094)
Income taxes paid	(43,906)	(123,437)	(49,437)	(172,875)
Payment of employee benefits	(1,211)	(478)	(1,582)	(1,732)
Payment of cash-settled options	-	(444)	-	(576)
<b>Net cash (used in)/from operating activities</b>	<b>(13,974)</b>	<b>(42,548)</b>	<b>11,119</b>	<b>155,169</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Dividends from joint venture and associated companies	13,507	31,354	33,860	53,033
Investment income	3	2,616	533	3,882
Proceeds from sale of fixed assets	474	650	728	1,055
Proceeds from redemption of units by an associated company	153,079	-	153,079	-
Proceeds from disposal of an associated company	-	-	-	37,603
Proceeds from sale of other and short term investments	-	-	60,709	707
Proceeds from disposal of subsidiary and joint venture companies	559	-	5,582,127	-
Proceeds from disposal of intangible assets	-	1,666	-	1,666
Purchase of fixed assets and investment properties	(20,451)	(62,865)	(43,290)	(131,138)
Acquisition of non-controlling interests in subsidiary companies	-	-	-	(2,795)
Acquisition of subsidiary and joint venture companies	-	1,086	-	(27,817)
Payment for intangible assets and brands	(3,124)	(2,806)	(6,020)	(7,237)
Development expenditure on investment properties under construction	146	(3,708)	(4,399)	(15,556)
Loan to associated companies	(11,369)	-	(74,986)	-
Additional trade advances	-	(2,559)	-	(1,328)
Investments in associated and joint venture companies	(2,909)	(3,478)	(6,031)	(16,012)
<b>Net cash from/(used in) investing activities</b>	<b>129,915</b>	<b>(38,044)</b>	<b>5,696,310</b>	<b>(103,937)</b>

## 1(c) GROUP CASH FLOW STATEMENT (cont'd)

	2nd Quarter to 31/3/2013 \$'000	2nd Quarter to 31/3/2012 \$'000 (Restated)	6 Months to 31/3/2013 \$'000	6 Months to 31/3/2012 \$'000 (Restated)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
(Repayment of)/proceeds from term loans and bank borrowings	(104,010)	282,159	29,491	304,084
Purchase of treasury shares	-	-	-	(8,093)
Proceeds from issue of shares:				
- by subsidiary companies to non-controlling interests	1,147	1,751	3,841	5,954
- by the Company to shareholders	4,619	15,918	46,005	30,666
Payment of dividends:				
- by subsidiary companies to non-controlling interests	(44,129)	(117,047)	(44,129)	(118,536)
- by the Company to shareholders	(172,974)	(170,219)	(172,974)	(170,219)
<b>Net cash (used in)/from financing activities</b>	<b>(315,347)</b>	<b>12,562</b>	<b>(137,766)</b>	<b>43,856</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(199,406)</b>	<b>(68,030)</b>	<b>5,569,663</b>	<b>95,088</b>
Cash and cash equivalents at beginning of period	7,413,572	1,760,251	1,647,477	1,597,635
Effects of exchange rate changes on cash and cash equivalents	2,675	(10,143)	(299)	(10,645)
Reclassified from assets held for sale	-	1,364	-	1,364
<b>Cash and cash equivalents at end of period</b>	<b>7,216,841</b>	<b>1,683,442</b>	<b>7,216,841</b>	<b>1,683,442</b>
Cash and cash equivalents at end of period comprise:				
Cash and bank deposits	7,217,448	1,691,168	7,217,448	1,691,168
Bank overdrafts	(607)	(7,726)	(607)	(7,726)
	<b>7,216,841</b>	<b>1,683,442</b>	<b>7,216,841</b>	<b>1,683,442</b>
<b>Analysis of acquisition and disposal of subsidiary and joint venture companies</b>				
Net assets acquired:				
Investment properties	-	85,126	-	85,126
Non-current assets	-	660	-	660
Current assets	-	3,185	-	3,185
Non-current liabilities	-	-	-	-
Current liabilities	-	(60,068)	-	(60,068)
Non-controlling interests	-	-	-	-
Cash	-	362	-	362
	-	29,265	-	29,265
Negative goodwill on acquisition	-	(1,086)	-	(1,086)
Consideration paid	-	28,179	-	28,179
Cash and cash equivalents of subsidiary and joint venture companies	-	(362)	-	(362)
Cash outflow on acquisition net of cash and cash equivalents acquired	-	27,817	-	27,817
Cash outflow on acquisition recognised in the 3 months to 31 December	-	(28,903)	-	-
Cash outflow on acquisition recognised in the current quarter	-	(1,086)	-	-
Net assets disposed:				
Current assets	(1,690,920)	-	(1,690,920)	-
Current liabilities	690,616	-	690,616	-
Non-controlling interests	294,000	-	294,000	-
	(706,304)	-	(706,304)	-
Realisation of translation difference	(124,056)	-	(124,056)	-
Gain on disposal	(4,751,767)	-	(4,751,767)	-
Net cash inflow on disposal net of cash and cash equivalents disposed	(5,582,127)	-	(5,582,127)	-
Net cash inflow on disposal recognised in the 3 months to 31 December	5,581,568	-	-	-
Net cash inflow on disposal recognised in the current quarter	(559)	-	-	-



**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.**

**STATEMENT OF CHANGES IN EQUITY**
**Group**

	Share Capital	Treasury Shares	Capital Reserve	Revenue Reserve	Exchange Reserve	Fair Value Adjustment Reserve	Hedging Reserve	Share-based Payment Reserve	Dividend Reserve	Total	Non-controlling Interests	Total Equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>2nd Quarter ended</b> <b>31 March 2013</b>												
Balance at 1 January 2013	1,559,327	(23)	222,683	10,411,953	(66,702)	337,754	(11,641)	15,838	172,863	12,642,052	387,286	13,029,338
<b>Comprehensive income</b>												
Share of other comprehensive income of associated companies	-	-	116	(57)	2,424	759	13	-	-	3,255	-	3,255
Realisation of reserves on disposal of subsidiary company	-	-	(571)	571	145	-	-	-	-	145	-	145
Net fair value changes on derivative financial instruments	-	-	-	-	-	-	2,517	-	-	2,517	162	2,679
Realisation of fair value gains on disposal of available-for-sale financial assets	-	-	-	-	-	-	1,206	-	-	1,206	-	1,206
Net fair value changes on available-for-sale financial assets	-	-	-	-	-	133,072	-	-	-	133,072	-	133,072
Currency translation difference	-	-	-	-	14,077	-	-	-	-	14,077	5,560	19,637
Other comprehensive income for the period	-	-	(455)	514	16,646	133,831	3,736	-	-	154,272	5,722	159,994
Profit for the period	-	-	-	47,123	-	-	-	-	-	47,123	18,571	65,694
<b>Total comprehensive income for the period</b>	-	-	(455)	47,637	16,646	133,831	3,736	-	-	201,395	24,293	225,688
<b>Contribution by and distributions to owners</b>												
Employee share-based expense	-	-	-	-	-	-	-	3,536	-	3,536	341	3,877
Issue of shares in the Company upon exercise of share options and vesting of shares awarded	5,658	-	-	-	-	-	-	(1,039)	-	4,619	-	4,619
Contribution of capital by non-controlling interests	-	-	-	-	-	-	-	-	-	-	1,147	1,147
Transfer of reserves by overseas subsidiary companies in compliance with statutory requirement	-	-	(9)	9	-	-	-	-	-	-	-	-
<b>Dividends:</b>												
Dividends to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(44,129)	(44,129)
Additional dividends due to exercise of share options and vesting of shares awarded	-	-	-	(111)	-	-	-	-	111	-	-	-
Final dividend for the previous year, paid	-	-	-	-	-	-	-	-	(172,974)	(172,974)	-	(172,974)
Interim dividend for the year, proposed	-	-	-	(50,451)	-	-	-	-	50,451	-	-	-
<b>Total contributions by and distributions to owners</b>	5,658	-	(9)	(50,553)	-	-	-	2,497	(122,412)	(164,819)	(42,641)	(207,460)
<b>Changes in ownership interests</b>												
Change of interests in a subsidiary company	-	-	-	412	-	-	-	-	-	412	(412)	-
Disposal of subsidiary company	-	-	-	-	-	-	-	-	-	-	(1,939)	(1,939)
<b>Total changes in ownership interests</b>	-	-	-	412	-	-	-	-	-	412	(2,351)	(1,939)
<b>Total transactions with owners in their capacity as owners</b>	5,658	-	(9)	(50,141)	-	-	-	2,497	(122,412)	(164,407)	(44,992)	(209,399)
<b>Balance at 31 March 2013</b>	1,564,985	(23)	222,219	10,409,449	(50,056)	471,585	(7,905)	18,335	50,451	12,679,040	366,587	13,045,627

**1(d)(i) STATEMENT OF CHANGES IN EQUITY (cont'd)**
**Group**

	Share Capital	Treasury Shares	Capital Reserve	Revenue Reserve	Exchange Reserve	Fair Value Adjustment Reserve	Hedging Reserve	Share-based Payment Reserve	Dividend Reserve	Total	Non-controlling Interests	Total Equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>2nd Quarter ended</b>												
<b>31 March 2012</b>												
Balance at 1 January 2012	1,437,218	(23)	265,897	5,100,043	(144,497)	210,250	(19,474)	36,376	169,934	7,055,724	910,266	7,965,990
Effects of adopting Amendments to FRS 12	-	-	-	9,049	-	-	-	-	-	9,049	74	9,123
Balance at 1 January 2012, restated	1,437,218	(23)	265,897	5,109,092	(144,497)	210,250	(19,474)	36,376	169,934	7,064,773	910,340	7,975,113
<b>Comprehensive income</b>												
Share of other comprehensive income of associated companies	-	-	98	-	895	579	(58)	179	-	1,693	-	1,693
Net fair value changes on derivative financial instruments	-	-	-	-	-	-	2,051	-	-	2,051	479	2,530
Realisation of hedging loss from derivative financial instrument	-	-	-	-	-	-	2,628	-	-	2,628	388	3,016
Net fair value changes on available-for-sale financial assets	-	-	-	-	-	10,893	-	-	-	10,893	-	10,893
Currency translation difference	-	-	-	-	(21,782)	-	-	-	-	(21,782)	(13,585)	(35,367)
Other comprehensive income for the period	-	-	98	-	(20,887)	11,472	4,621	179	-	(4,517)	(12,718)	(17,235)
Profit for the period	-	-	-	85,462	-	-	-	-	-	85,462	41,966	127,428
<b>Total comprehensive income for the period</b>	-	-	98	85,462	(20,887)	11,472	4,621	179	-	80,945	29,248	110,193
<b>Contribution by and distributions to owners</b>												
Employee share-based expense	-	-	-	-	-	-	-	3,193	-	3,193	206	3,399
Issue of shares in the Company upon exercise of share options	19,589	-	-	-	-	-	-	(3,671)	-	15,918	-	15,918
Contribution of capital by non-controlling interests	-	-	-	-	-	-	-	-	-	-	1,751	1,751
Transfer of reserves by overseas subsidiary companies in compliance with statutory requirement	-	-	(30)	30	-	-	-	-	-	-	-	-
<b>Dividends:</b>												
Dividends to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(117,047)	(117,047)
Additional dividends due to exercise of share options	-	-	-	(285)	-	-	-	-	285	-	-	-
Final dividend for the previous year, paid	-	-	-	-	-	-	-	-	(170,219)	(170,219)	-	(170,219)
Interim dividend for the year, proposed	-	-	-	(85,230)	-	-	-	-	85,230	-	-	-
<b>Total contributions by and distributions to owners</b>	19,589	-	(30)	(85,485)	-	-	-	(478)	(84,704)	(151,108)	(115,090)	(266,198)
<b>Changes in ownership interests</b>												
Change of interests in subsidiary and joint venture companies	-	-	-	(9,663)	-	-	-	-	-	(9,663)	9,632	(31)
<b>Total changes in ownership interests</b>	-	-	-	(9,663)	-	-	-	-	-	(9,663)	9,632	(31)
<b>Total transactions with owners in their capacity as owners</b>	19,589	-	(30)	(95,148)	-	-	-	(478)	(84,704)	(160,771)	(105,458)	(266,229)
Balance at 31 March 2012	1,456,807	(23)	265,965	5,099,406	(165,384)	221,722	(14,853)	36,077	85,230	6,984,947	834,130	7,819,077

**1(d)(i) STATEMENT OF CHANGES IN EQUITY (cont'd)**

	Company							Total
	Share Capital	Treasury Shares	Capital Reserve	Revenue Reserve	Fair Value Adjustment Reserve	Share- Based Payment Reserve	Dividend Reserve	
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
<b>2nd Quarter ended 31 March 2013</b>								
Balance at 1 January 2013	1,559,327	(23)	776,209	6,956,553	1,889	13,379	172,863	9,480,197
<b>Comprehensive income</b>								
Net fair value changes on available-for-sale financial assets	-	-	-	-	683	-	-	683
Other comprehensive income for the period	-	-	-	-	683	-	-	683
Profit for the period	-	-	-	129,754	-	-	-	129,754
<b>Total comprehensive income for the period</b>	-	-	-	129,754	683	-	-	130,437
<b>Contributions by and distributions to owners</b>								
Employee share-based expense	-	-	-	-	-	3,101	-	3,101
Issue of shares in the Company upon exercise of share options and vesting of shares awarded	5,658	-	-	-	-	(1,039)	-	4,619
<b>Dividends</b>								
Additional dividends due to exercise of share options and vesting of shares awarded	-	-	-	(111)	-	-	111	-
Final dividend for the previous year, paid	-	-	-	-	-	-	(172,974)	(172,974)
Interim dividend for the year, proposed	-	-	-	(50,451)	-	-	50,451	-
<b>Total contributions by and distributions to owners</b>	5,658	-	-	(50,562)	-	2,062	(122,412)	(165,254)
<b>Total transactions with owners in their capacity as owners</b>	5,658	-	-	(50,562)	-	2,062	(122,412)	(165,254)
Balance at 31 March 2013	1,564,985	(23)	776,209	7,035,745	2,572	15,441	50,451	9,445,380
<b>2nd Quarter ended 31 March 2012</b>								
Balance at 1 January 2012	1,437,218	(23)	1,036,460	1,503,763	1,679	33,473	169,934	4,182,504
<b>Comprehensive income</b>								
Net fair value changes on available-for-sale financial assets	-	-	-	-	176	-	-	176
Other comprehensive income for the period	-	-	-	-	176	-	-	176
Profit for the period	-	-	-	273,583	-	-	-	273,583
<b>Total comprehensive income for the period</b>	-	-	-	273,583	176	-	-	273,759
<b>Contributions by and distributions to owners</b>								
Employee share-based expense	-	-	-	-	-	2,927	-	2,927
Issue of shares in the Company upon exercise of share options	19,589	-	-	-	-	(3,671)	-	15,918
<b>Dividends</b>								
Additional dividends due to exercise of share options	-	-	-	(285)	-	-	285	-
Final dividend for the previous year, paid	-	-	-	-	-	-	(170,219)	(170,219)
Interim dividend for the year, proposed	-	-	-	(85,230)	-	-	85,230	-
<b>Total transactions with owners in their capacity as owners</b>	19,589	-	-	(85,515)	-	(744)	(84,704)	(151,374)
Balance at 31 March 2012	19,589	-	-	(85,515)	-	(744)	(84,704)	(151,374)
	1,456,807	(23)	1,036,460	1,691,831	1,855	32,729	85,230	4,304,889

**1(d)(i) STATEMENT OF CHANGES IN EQUITY (cont'd)**
**Group**

	Share Capital	Treasury Shares	Capital Reserve	Revenue Reserve	Exchange Reserve	Fair Value Adjustment Reserve	Hedging Reserve	Share-based Payment Reserve	Dividend Reserve	Total	Non-controlling Interests	Total Equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>6 Months ended</b>												
<b>31 March 2013</b>												
Balance at 1 October 2012	1,499,329	(23)	264,795	5,499,866	(187,561)	326,152	(13,657)	31,151	171,404	7,591,456	663,048	8,254,504
Effects of adopting Amendments to FRS 12	-	-	-	11,232	-	-	-	-	-	11,232	-	11,232
Balance at 1 October 2012, restated	1,499,329	(23)	264,795	5,511,098	(187,561)	326,152	(13,657)	31,151	171,404	7,602,688	663,048	8,265,736
<b>Comprehensive income</b>												
Share of other comprehensive income of associated companies	-	-	116	(546)	(1,448)	686	626	-	-	(566)	-	(566)
Realisation of reserve on disposal of subsidiary and joint venture companies	-	-	(39,122)	39,135	124,056	-	-	(13)	-	124,056	-	124,056
Net fair value changes on derivative financial instruments	-	-	-	-	-	-	3,920	-	-	3,920	199	4,119
Realisation of hedging loss from derivative financial instruments	-	-	-	-	-	-	1,206	-	-	1,206	-	1,206
Realisation of fair value gains on disposal of available-for-sale financial assets	-	-	-	-	-	(34,900)	-	-	-	(34,900)	-	(34,900)
Net fair value changes on available-for-sale financial assets	-	-	-	-	-	179,647	-	-	-	179,647	-	179,647
Currency translation difference	-	-	-	-	14,897	-	-	-	-	14,897	2,967	17,864
Other comprehensive income for the period	-	-	(39,006)	38,589	137,505	145,433	5,752	(13)	-	288,260	3,166	291,426
Profit for the period	-	-	-	4,907,043	-	-	-	-	-	4,907,043	35,266	4,942,309
<b>Total comprehensive income for the period</b>	-	-	(39,006)	4,945,632	137,505	145,433	5,752	(13)	-	5,195,303	38,432	5,233,735
<b>Contribution by and distributions to owners</b>												
Employee share-based expense	-	-	-	-	-	-	-	6,848	-	6,848	565	7,413
Issue of shares in the Company upon exercise of share options and vesting of shares awarded	65,656	-	-	-	-	-	-	(19,651)	-	46,005	-	46,005
Contribution of capital by non-controlling interests	-	-	-	-	-	-	-	-	-	-	3,841	3,841
Transfer of reserves by overseas subsidiary companies in compliance with statutory requirement	-	-	(3,570)	3,570	-	-	-	-	-	-	-	-
<b>Dividends:</b>												
Dividends to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(44,129)	(44,129)
Additional dividends due to exercise of share options and vesting of shares awarded	-	-	-	(1,570)	-	-	-	-	1,570	-	-	-
Final dividend for the previous year, paid	-	-	-	-	-	-	-	-	(172,974)	(172,974)	-	(172,974)
Interim dividend for the year, proposed	-	-	-	(50,451)	-	-	-	-	50,451	-	-	-
<b>Total contributions by and distributions to owners</b>	65,656	-	(3,570)	(48,451)	-	-	-	(12,803)	(120,953)	(120,121)	(39,723)	(159,844)
<b>Changes in ownership interests</b>												
Change of interests in subsidiary company	-	-	-	1,170	-	-	-	-	-	1,170	(1,170)	-
Disposal of subsidiary and joint venture companies	-	-	-	-	-	-	-	-	-	-	(294,000)	(294,000)
<b>Total changes in ownership interests</b>	-	-	-	1,170	-	-	-	-	-	1,170	(295,170)	(294,000)
<b>Total transactions with owners in their capacity as owners</b>	65,656	-	(3,570)	(47,281)	-	-	-	(12,803)	(120,953)	(118,951)	(334,893)	(453,844)
Balance at 31 March 2013	1,564,985	(23)	222,219	10,409,449	(50,056)	471,585	(7,905)	18,335	50,451	12,679,040	366,587	13,045,627

**1(d)(i) STATEMENT OF CHANGES IN EQUITY (cont'd)**

	Group											
	Share Capital	Treasury Shares	Capital Reserve	Revenue Reserve	Exchange Reserve	Fair Value Adjustment Reserve	Hedging Reserve	Share-based Payment Reserve	Dividend Reserve	Total	Non-controlling Interests	Total Equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>6 Months ended</b>												
<b>31 March 2012</b>												
Balance at 1 October 2011	1,417,404	-	267,906	4,925,941	(158,260)	202,303	(23,273)	41,966	169,382	6,843,369	831,204	7,674,573
Effects of adopting Amendments to FRS 12	-	-	-	9,049	-	-	-	-	-	9,049	74	9,123
Balance at 1 October 2011, restated	1,417,404	-	267,906	4,934,990	(158,260)	202,303	(23,273)	41,966	169,382	6,852,418	831,278	7,683,696
<b>Comprehensive income</b>												
Share of other comprehensive income of associated companies	-	-	(511)	-	4,110	579	(58)	(28)	-	4,092	-	4,092
Realisation of reserve on disposal of associated company	-	-	(908)	721	971	-	(68)	-	-	716	-	716
Net fair value changes on derivative financial instruments	-	-	-	-	-	-	5,918	-	-	5,918	579	6,497
Realisation of hedging loss from derivative financial instruments	-	-	-	-	-	-	2,628	-	-	2,628	388	3,016
Net fair value changes on available-for-sale financial assets	-	-	-	-	-	18,840	-	-	-	18,840	-	18,840
Currency translation difference	-	-	-	-	(12,205)	-	-	-	-	(12,205)	1,113	(11,092)
Other comprehensive income for the period	-	-	(1,419)	721	(7,124)	19,419	8,420	(28)	-	19,989	2,080	22,069
Profit for the period	-	-	-	262,551	-	-	-	-	-	262,551	106,219	368,770
<b>Total comprehensive income for the period</b>	-	-	(1,419)	263,272	(7,124)	19,419	8,420	(28)	-	282,540	108,299	390,839
<b>Contribution by and distributions to owners</b>												
Employee share-based expense	-	-	-	-	-	-	-	8,132	-	8,132	387	8,519
Issue of shares in the Company upon exercise of share options and vesting of shares awarded	39,403	-	-	-	-	-	-	(8,737)	-	30,666	-	30,666
Purchase of treasury shares	-	(8,093)	-	-	-	-	-	-	-	(8,093)	-	(8,093)
Treasury shares reissued pursuant to share plans	-	8,070	(2,814)	-	-	-	-	(5,256)	-	-	-	-
Contribution of capital by non-controlling interests	-	-	-	-	-	-	-	-	-	-	5,954	5,954
Transfer of reserves by overseas subsidiary companies in compliance with statutory requirement	-	-	2,292	(2,292)	-	-	-	-	-	-	-	-
<b>Dividends:</b>												
Dividends to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(118,536)	(118,536)
Additional dividends due to exercise of share options and vesting of shares awarded	-	-	-	(837)	-	-	-	-	837	-	-	-
Final dividend for the previous year, paid	-	-	-	-	-	-	-	-	(170,219)	(170,219)	-	(170,219)
Interim dividend for the year, proposed	-	-	-	(85,230)	-	-	-	-	85,230	-	-	-
<b>Total contributions by and distributions to owners</b>	39,403	(23)	(522)	(88,359)	-	-	-	(5,861)	(84,152)	(139,514)	(112,195)	(251,709)
<b>Changes in ownership interests</b>												
Change of interests in subsidiary and joint venture companies	-	-	-	(10,497)	-	-	-	-	-	(10,497)	6,748	(3,749)
<b>Total changes in ownership interests</b>	-	-	-	(10,497)	-	-	-	-	-	(10,497)	6,748	(3,749)
<b>Total transactions with owners in their capacity as owners</b>	39,403	(23)	(522)	(98,856)	-	-	-	(5,861)	(84,152)	(150,011)	(105,447)	(255,458)
Balance at 31 March 2012	1,456,807	(23)	265,965	5,099,406	(165,384)	221,722	(14,853)	36,077	85,230	6,984,947	834,130	7,819,077

**1(d)(i) STATEMENT OF CHANGES IN EQUITY (cont'd)**

	<b>Company</b>							
	Share Capital	Treasury Shares	Capital Reserve	Revenue Reserve	Fair Value Adjustment Reserve	Share- Based Payment Reserve	Dividend Reserve	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>6 months ended 31 March 2013</b>								
Balance at 1 October 2012	1,499,329	(23)	1,036,460	1,601,604	1,886	28,965	171,404	4,339,625
<b>Comprehensive income</b>								
Net fair value changes on available-for-sale financial assets	-	-	-	-	686	-	-	686
Other comprehensive income for the period	-	-	-	-	686	-	-	686
Profit for the period	-	-	-	5,225,911	-	-	-	5,225,911
<b>Total comprehensive income for the period</b>	-	-	-	5,225,911	686	-	-	5,226,597
<b>Contributions by and distributions to owners</b>								
Employee share-based expense	-	-	-	-	-	6,128	-	6,128
Issue of shares in the Company upon exercise of share options and vesting of shares awarded	65,656	-	-	-	-	(19,652)	-	46,004
Transfer of reserves	-	-	(260,251)	260,251	-	-	-	-
<b>Dividends</b>								
Additional dividends due to exercise of share options and vesting of shares awarded	-	-	-	(1,570)	-	-	1,570	-
Final dividend for the previous year, paid	-	-	-	-	-	-	(172,974)	(172,974)
Interim dividend for the year, proposed	-	-	-	(50,451)	-	-	50,451	-
<b>Total contributions by and distributions to owners</b>	65,656	-	(260,251)	208,230	-	(13,524)	(120,953)	(120,842)
<b>Total transactions with owners in their capacity as owners</b>	65,656	-	(260,251)	208,230	-	(13,524)	(120,953)	(120,842)
Balance at 31 March 2013	1,564,985	(23)	776,209	7,035,745	2,572	15,441	50,451	9,445,380
<b>6 months ended 31 March 2012</b>								
Balance at 1 October 2011	1,417,404	-	1,039,274	1,506,196	1,717	39,091	169,382	4,173,064
<b>Comprehensive income</b>								
Net fair value changes on available-for-sale financial assets	-	-	-	-	138	-	-	138
Other comprehensive income for the period	-	-	-	-	138	-	-	138
Profit for the period	-	-	-	271,702	-	-	-	271,702
<b>Total comprehensive income for the period</b>	-	-	-	271,702	138	-	-	271,840
<b>Contributions by and distributions to owners</b>								
Employee share-based expense	-	-	-	-	-	7,631	-	7,631
Issue of shares in the Company upon exercise of share options	39,403	-	-	-	-	(8,737)	-	30,666
Purchase of Treasury Shares	-	(8,093)	-	-	-	-	-	(8,093)
Treasury shares reissued pursuant to share plans	-	8,070	(2,814)	-	-	(5,256)	-	-
<b>Dividends</b>								
Additional dividends due to exercise of share options	-	-	-	(837)	-	-	837	-
Final dividend for the previous year, paid	-	-	-	-	-	-	(170,219)	(170,219)
Interim dividend for the year, proposed	-	-	-	(85,230)	-	-	85,230	-
<b>Total transactions with owners in their capacity as owners</b>	39,403	(23)	(2,814)	(86,067)	-	(6,362)	(84,152)	(140,015)
Balance at 31 March 2012	39,403	(23)	(2,814)	(86,067)	-	(6,362)	(84,152)	(140,015)
	1,456,807	(23)	1,036,460	1,691,831	1,855	32,729	85,230	4,304,889

**1(d)(ii) SHARE CAPITAL**

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.

	<u>Number of Shares</u>	
	<u>2nd Quarter to 31/03/2013</u>	<u>1st Quarter to 31/12/2012</u>
Issued and fully paid ordinary shares:		
As at beginning of period	1,440,526,380	1,428,367,788
Issued during the period		
- pursuant to the exercise of share options	947,979	10,058,342
- pursuant to share plans	-	2,100,250
As at end of period	<u>1,441,474,359</u>	<u>1,440,526,380</u>
	<u>As at 31/3/2013</u>	<u>As at 31/3/2012</u>
The number of shares that may be issued on exercise of share options outstanding at the end of the period	<u>49,177</u>	<u>19,233,720</u>
The number of shares awarded conditionally under Share Plans as at the end of the period	<u>5,573,399</u>	<u>6,498,333</u>
The number of issued shares excluding treasury shares at the end of the period	<u>1,441,470,259</u>	<u>1,420,497,365</u>

The Company held 4,100 treasury shares as at 31 March 2013 (31 March 2012: 4,100).

**1(d)(iii) 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.**

The Company's total number of issued shares excluding treasury shares is 1,441,470,259 as at 31 March 2013 and 1,428,363,688 as at 30 September 2012.

**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.**

There were no sales, transfers, disposal, cancellation and/or use of treasury shares by the Company during the three months ended 31 March 2013.

**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 our auditors.

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

Not applicable.

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

Except as disclosed in paragraph 5 below, the Group and Company have applied the same accounting policies and methods of computation in the preparation of the financial statements for the current reporting period as compared with the audited financial statements for the year ended 30 September 2012.

**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.**

As disclosed in paragraph 4, the Group and Company have adopted the following amendments to FRS which became effective from this financial year.

Amendments to FRS 1	Presentation of items of Other Comprehensive Income
Amendments to FRS 12	Deferred Tax: Recovery of Underlying Assets

With the adoption of the Amendments to FRS 12, the comparative Group Balance Sheet as at 30 September 2012 has been restated. Deferred Tax Liabilities decreased by \$11.2 million and Revenue Reserves increased by the same amount. The effect of this restatement is not significant and consequently a restated Group Balance Sheet at the start of the previous reporting period has not been presented.

Amendments to FRS 1 only affect the presentation of items presented in other comprehensive income and hence do not have any impact on the financial position or performance of the Group.



**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:**

- (a) based on the weighted average number of ordinary shares on issue and  
(b) on a fully diluted basis (detailing any adjustments made to the earnings).**

	Group			
	2nd Quarter to 31/3/2013	2nd Quarter to 31/3/2012 (Restated)	6 Months to 31/3/2013	6 Months to 31/3/2012 (Restated)
Earnings per ordinary share:				
(a) Based on the weighted average number of ordinary shares on issue (cents)				
- before gain on disposal of discontinued operations, fair value adjustment and exceptional items	7.2	7.3	10.7	18.0
- after gain on disposal of discontinued operations, fair value adjustment and exceptional items	3.3	6.0	340.5	18.5
(b) On a fully diluted basis (cents)				
- before gain on disposal of discontinued operations, fair value adjustment and exceptional items	7.1	7.2	10.7	17.8
- after gain on disposal of discontinued operations, fair value adjustment and exceptional items	3.3	6.0	339.2	18.4
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Attributable profit	47,123	85,462	4,907,043	262,551
Change in attributable net profit due to dilutive share options	(46)	(117)	(98)	(154)
Adjusted attributable profit	47,077	85,345	4,906,945	262,397

**Continuing operations**

Earnings per ordinary share:

(a) Based on the weighted average number of ordinary shares on issue (cents)				
- before fair value adjustment and exceptional items	7.2	4.8	10.7	11.1
- after fair value adjustment and exceptional items	3.3	5.5	10.8	13.6
(b) On a fully diluted basis (cents)				
- before fair value adjustment and exceptional items	7.1	4.7	10.7	10.8
- after fair value adjustment and exceptional items	3.3	5.4	10.7	13.4
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Attributable profit	47,237	77,364	155,308	192,306
Change in attributable net profit due to dilutive share options	(46)	(117)	(98)	(154)
Adjusted attributable profit	47,191	77,247	155,210	192,152

**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:-**

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

	Group		Company	
	As at 31/3/2013	As at 30/9/2012 (Restated)	As at 31/3/2013	As at 30/9/2012
Net asset value per ordinary share based on issued share capital	\$8.80	\$5.32	\$6.55	\$3.04

**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) seasonable 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.**

**REVIEW OF PERFORMANCE**

The principal activities of the Group are:-

- (i) production and sale of beverages (includes soft drinks, beer and stout) and dairy products;
- (ii) development of and investment in property; and
- (iii) printing and publishing.

These activities are carried out through the Company's subsidiary, joint venture and associated companies to which the Company provides management and administrative services.

**Profit Statement – 2nd Quarter**

Group revenue increased 17% to \$912 million for the quarter ended 31 March 2013, compared to the corresponding period last year. Beverages segment recorded higher revenue from both soft drinks and breweries. Dairies recorded higher revenue as Thailand Dairies' sales and production recovered from the massive flood in Thailand which caused the dairy plant to temporarily cease production during the first 2 quarters of the last financial year. Commercial Property revenue increased 13% as both existing and newly acquired serviced residences contributed positively. Development Property revenue increased 36% due to higher revenue recognition on development projects in Singapore. Printing and Publishing revenue was lower. Group PBIT (profit before interest and tax) of \$164 million was 71% higher than last year, mainly due to higher contribution from Beverages, Dairies, and Development Property segments.

Fair value gain of \$14 million was mainly due to an investment property which obtained temporary occupation permit in the previous quarter.

Group attributable profit on continuing operations\* was 52% higher at \$103 million and basic earnings per share on continuing operations\* was 50% higher at 7.2 cents.

The sale of the Company's interests in Asia Pacific Breweries Limited and Asia Pacific Investment Pte Ltd (together, the "APIPL Group") was completed on 15 November 2012 (the "Transaction"). The gain recorded on the Transaction was \$4.75 billion.

In accordance with FRS 105, Non-current Assets Held for Sale and Discontinued Operations, the results of the APIPL Group for the previous year was restated and presented separately on the Group Profit Statement as Discontinued Operations.

\*before fair value adjustment of investment properties and exceptional items

**Beverages**

Following the disposal of APIPL Group, the remaining Breweries components were grouped together with the Soft Drinks segment to form the Beverages segment. Last year's segment was revised to be comparable.

Overall, Beverages revenue was 16% higher compared to the corresponding period last year. Soft drinks revenue was higher by 9% over last year and on higher sales volume. *F&N*, *100PLUS*, *Seasons*, *Ice Mountain* and *Red Bull* all saw double digit sales volume growth, due to strong trade and market execution for Chinese New Year aided by favourable trade terms in the modern trade channel. Breweries revenue was 33% higher on the back of volume growth. The new packaging launches together with timely promotional events were well received by the market. Overall, PBIT was higher by 44% mainly due to the higher sales volume, better product mix and lower input cost.

## **Dairies**

Dairies revenue was 17% higher than the same period last year. Dairies Thailand, which resumed full production in the third quarter of last year, recorded strong growth in revenue and volume, and have attained the pre-flood market share position. However, consequential to last year's flood, certain contract pack arrangements were realigned and this impacted export volume. In Malaysia, revenue declined as domestic sales continued to be impacted by intense price competition. In response, Dairies Malaysia has embarked on targeted tactical, trade and marketing activities to boost consumer consumption. In Singapore, higher export sales were offset by lower domestic sales. Ice Cream revenue and volume were marginally lower. Overall, Dairies recorded PBIT of \$13 million compared to a \$2 million loss in the same period last year. The increase was mainly due to the contribution from Dairies Thailand as profitability returned to pre-flood level.

## **Printing and Publishing**

Publishing and Printing revenue at \$79 million was 10% lower as compared to the same period last year mainly due to the discontinuation of Library Reference business in the USA and the exit of domestic publishing business in Malaysia. Excluding the above effects, Education Publishing recorded revenue growth driven mainly by sustained expansion in overseas markets. Print group revenue was lower as the gain on sales from key titles for business directories and commercial jobs were offset by the loss of print job from some magazine titles. Revenue was also lower from magazine distribution and book retail business in Singapore and Malaysia.

Loss before interest and taxation was \$3 million. The losses were mainly due to lower contribution by associates, rising production costs in China and set up cost incurred for overseas expansion of the Education Publishing business. On a positive note, the rationalization of underperforming businesses as mentioned above has given rise to significant savings.

## **Commercial Property**

Overall revenue was 13% higher at \$76 million while PBIT was marginally lower at \$45 million, over the corresponding period last year.

Investment property revenue and PBIT were 8% and 17% lower compared to last year due to the divestment of Frasers Property (China) Limited ("FPCL") on 28 September 2012. Excluding the effects of the divestment, both revenue and PBIT would have grown 15% and 20% respectively. The Group now operates investment properties in Singapore and Vietnam. Rental income from Singapore investment properties were higher compared to the last year. Occupancy rates among the retail malls remain high in Singapore at an average occupancy rate of 99%. Industrial and Office properties in Singapore achieved average occupancy of 98% except for Valley Point Office Tower where the average occupancy has increased to 91% from 50% for the corresponding period last year. The office building in Vietnam achieved 100% occupancy.

Hospitality revenue and PBIT were 38% and 59% higher compared to last year. The increase was mainly due to room revenue contributed by new properties, namely newly acquired Fraser Suites Kensington in the United Kingdom (September 2012), commencement of operations of Fraser Suites Perth in Australia (opened in October 2012) and Capri@Changi City in Singapore (opened in November 2012). Daily rental rates and occupancy were also higher from existing operations such as Fraser Place Melbourne in Australia, Fraser Suites Beijing in China and Fraser Suites Singapore where more rooms were available after completion of renovation. PBIT was correspondingly higher with improved operating efficiency.

Share of results from associated companies, Fraser Centrepoint Trust ("FCT") and Fraser Commercial Trust ("FCOT"), were 14% lower at \$15 million. The operating results of FCT and FCOT were higher over the corresponding period last year but were impacted by the lower income from the redemption of FCOT Convertible Perpetual Preferred Units.

### **Development Property**

Revenue from Development Property increased 36% to \$250 million compared to the same period last year. This was mainly due to higher progressive revenue recognition in Singapore and higher sale of completed projects in China and Thailand where revenue were recognised on completion of construction basis. PBIT grew 44% to \$61 million mainly due to lower marketing expense on development projects in Singapore, Australia and the United Kingdom, and the effect of a provision made in the same period last year for foreseeable losses on a completed project in Australia.

In Singapore, revenue and PBIT increased 49% and 20% respectively. The development projects eCO at Bedok South and Palm Isles at Flora Road commenced revenue recognition during the quarter and the progressive revenue recognition of projects namely, Flamingo Valley, Waterfront Isles and Gold, Eight Courtyards, Seastrand, Boathouse Residences and Watertown, were partly offset by the effects of completed projects namely, Caspian, 8@Woodleigh, Residences Botanique and Waterfront Key. PBIT increased 20%, reflecting the higher development revenue recognised during the period which was partially offset by higher marketing expenses incurred. During the quarter, a total of 620 units were sold. Q Bay Residences, launched in January 2013, achieved sales of 431 units based on signed sales and purchase agreement ("S&P"). Other sales include 61 units at eCO bringing total sales to 622 units, 9 units at Flamingo Valley, 28 units at Palm Isle, 23 units at Boathouse Residences, 27 units at Seastrand and another 41 units of previously launched projects.

Overseas revenue decreased 28% mainly due to the lower sales of completed units in Australia. This is partly offset by higher sales of completed units in China. In Australia, 4 units were sold during the quarter on completed projects at Town Hall and City Quarter, and 2 land plots at Frasers Landing. For projects under construction, further pre-sales were registered with a total of 87 units sold across Australia. The Central Park, Sydney project saw sales of 63 units at The Mark, One Central Park and Park Lane, while Putney Hill, Sydney achieved sales of 9 units and 15 units were sold at Queens Riverside, Perth. In New Zealand, 1 unit was sold at Coast@Papamoa. In the UK, 5 units were sold at Wandsworth Phase 3. In China, the completed Suzhou Baitang Phase 1B sold 8 units, while Phase 2A under construction sold 112 units. PBIT was positive this quarter mainly due to lower marketing expenses in Australia and the effect of a provision made last year for foreseeable losses on a completed project in Australia.

### **Others**

PBIT were higher this quarter compared to the corresponding period last year mainly due to higher management fee income and lower foreign exchange losses.

### **Exceptional Items**

The exceptional items this quarter mainly due to the \$72 million in expenses incurred in relation to the general offers.

### **Tax**

The Group effective tax rate of 34.5% (2012: 0.9% tax benefit) is due to the non-deductible expenses relating to the general offers. Ignoring these expenses, the Group effective tax rate would have been 20.1% and reflects mainly the impact of the tax effects of subsidiaries located in high tax countries. The net tax benefit of \$1 million in the corresponding period last year was the result of investment incentives enjoyed by certain overseas subsidiaries and the write back of prior year over provision.

**Balance Sheet as at 31 March 2013****The Group**

The increase in Reserves was mainly due to retained earnings, fair value gains on investment in Vinamilk in Vietnam and realisation of reserves upon disposal of APIPL Group. This was partly offset by the realisation of fair value gains upon the redemption of Sengkang Mall Ltd bonds which matured during the period and payment of dividends.

The decrease in Investment in Associated companies was mainly due to an associated company's redemption of convertible perpetual preferred units held by the Group.

The purchase of land in Singapore and additional development expenditure incurred resulted in an increase in Properties Held for Sale, which was partly offset by progress billings and sales of completed units.

The decrease in Assets and Liabilities Held for Sale were mainly due to the disposal of APIPL Group's assets and liabilities during the period.

The increase in Bank Deposits and Cash and Bank Balances were mainly due to proceeds received from the sale of APIPL Group.

**Group Cash Flow Statement for quarter ended 31 March 2013**

The cash inflows and outflows are detailed in the Group Cash Flow Statement. Net cash outflow from operating activities of \$14.0 million was lower than last year mainly due to lower income taxes paid.

Net cash inflow from investing activities of \$129.9 million as compared to an outflow of \$38.0 million last year was mainly due to proceeds received from the redemption of convertible perpetual preferred units by an associated company and lower capital expenditure incurred on fixed assets this year.

Net cash outflow from financing activities of \$315.3 million as compared to an inflow of \$12.6 million last year was mainly due to repayment of bank loans.

**Group Profit Statement – 6 Months-to-Date**

Group revenue and PBIT increased 17% and 36% respectively over the corresponding period last year. The higher revenue and PBIT were mainly due to better performance from Beverages which recorded higher revenue and volumes, and from Dairies which recorded higher revenue as Thailand Dairies' sales and production recovered from the impact of massive flood last year. Commercial and Development Property recorded higher revenue on higher rental incomes and higher development income in Singapore, respectively. Group attributable profit on continuing operations\* and basic earnings per share on continuing operations\* were each lower by 2% and 4% respectively, impacted by the provision for impairment on investments.

\*before fair value adjustment of investment properties and exceptional items

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

Not applicable.

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

The Food & Beverage segment expect key raw materials and energy costs to continue to be volatile and has locked in key raw materials prices over the mid-term. It will continue to monitor closely and take steps to mitigate any effects of rising costs.

The Singapore economy contracted 0.6% in the 1<sup>st</sup> quarter of 2013 and the economic outlook continues to be uncertain. Despite the latest property cooling measures introduced in January 2013, the Singapore property market saw about 5,500 units sold in the period January to March 2013. Prices recorded a moderated growth of 0.5% in the quarter, compared to a 1.8% increase in the October to December 2012 quarter. Q Bay Residences, a joint venture development, was launched in mid-January 2013 after the announcement of cooling measures and sold 431 units over the quarter. The 418-units Twin Fountains, an executive condominium was launched in April 2013. At the close of the application process, Twin Fountains pulled in 963 e-applications, some 2.3 times subscribed. With a reduced landbank in Singapore, the Group will step up efforts to secure more development sites. In Australia, marketing efforts will continue for One Central Park, Park Lane, The Mark, Putney Hill at Ryde and QIII at Queens Riverside. Recognition of income from pre-sold units in Singapore and overseas will continue to support Group earnings in the next 12 months.

**11. If a decision regarding dividend has been made:**

**(a) Whether an interim ordinary dividend has been declared:** Yes

**(b) (i)** Amount per share : 3.5 cents, tax-exempt (one-tier)

**(ii)** Previous corresponding period : 6 cents, tax-exempt (one-tier)

**(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 where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).**

Tax-exempt (one-tier).

**(d) The date the dividend is payable.**

The Directors have declared an interim dividend of 3.5 cents, tax-exempt (one-tier), to be paid on 14 June 2013 (last year: 6 cents, tax-exempt (one-tier)).

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

Registrable transfers received by the Company's Registrar, Tricor Barbinder Share Registration Services, 80 Robinson Road, #02-00, Singapore 068898 up to 5.00 pm on 28 May 2013 will be registered before entitlements to the dividend are determined.

Notice is hereby given that the share registers will be closed on 29 May 2013 and 30 May 2013 for the preparation of dividend warrants.

**12. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.**

The Company has not obtained a general mandate from shareholders for Interested Person Transactions.

**13. SUBSEQUENT EVENTS**

Today, the Board of Directors of Fraser and Neave, Limited (the "Company") announced a proposed capital reduction exercise (the "Capital Reduction") to be carried out by the Company pursuant to Section 78G of the Companies Act, Chapter 50 of Singapore, which will involve a cash distribution by the Company to the shareholders of the Company of \$3.28 in cash for each ordinary share in the capital of the Company, amounting to an aggregate distribution of approximately \$4.73 billion.

Having reviewed the capital structure and the leverage position of the Company, the Board is of the view that the capital of the Company is in excess of its immediate requirements and the Capital Reduction will allow the Company and its subsidiaries to achieve a more efficient capital structure and also enable the Company to distribute substantially the gain on the sale of the Company's interests in Asia Pacific Breweries Limited and Asia Pacific Investment Pte Ltd.

For further details, please refer to the Company's announcement.

**14. CONFIRMATION BY THE BOARD OF DIRECTORS  
Pursuant to Rule 705(5) of the SGX Listing Manual**

We, Chotiphat Bijananda and Sithichai Chaikriangkrai, being two Directors of Fraser and Neave, Limited (the "Company"), do hereby confirm on behalf of the Directors of the Company, that, to the best of their knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the interim financial results to be false or misleading in any material respect.

On behalf of the Board

Chotiphat Bijananda  
Director

Sithichai Chaikriangkrai  
Director

BY ORDER OF THE BOARD  
Anthony Cheong Fook Seng  
Group Company Secretary

10 May 2013