EUCON HOLDING LIMITED

Quarterly Financial Statement And Dividend Announcement

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

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

	Group			Group		
	12 months ended		Fav/	3 months ended		Fav/
	31/12/2012	31/12/2011	(Unfav)	31/12/2012	31/12/2011	(Unfav)
	$'000	$'000	%	$'000	$'000	%
Revenue	**78,496**	**97,096**	(19)	**21,385**	**19,610**	9
Cost of sales	(75,557)	(84,767)	11	(17,991)	(18,470)	3
Gross profit	**2,939**	**12,329**	(76)	**3,394**	**1,140**	198
Gross margin	*3.7%*	*12.7%*		*15.9%*	*5.8%*	
Other income (including interest income)	858	1,987	(57)	374	726	(48)
Administrative expenses	(21,768)	(10,628)	(105)	(12,992)	(2,743)	(374)
Distribution costs	(3,158)	(4,521)	30	(1,192)	(1,441)	17
Other expenses	(2,216)	(1,070)	NM	38	(1,014)	NM
			-			-
Profit from operations	**(23,345)**	**(1,903)**	(1,127)	**(10,378)**	**(3,332)**	(211)
			-			-
Finance costs	(1,635)	(1,851)	12	(317)	(536)	41
Loss before income tax	**(24,980)**	**(3,754)**	(566)	**(10,695)**	**(3,868)**	(177)
Income tax expense	-	(395)	100	-	298	(100)
Net loss for the year / period	**(24,980)**	**(4,149)**	NM	**(10,695)**	**(3,570)**	(200)
Attributable to:						
Equity holders of the parent	(23,756)	(4,177)	NM	(10,386)	(3,595)	(189)
Non-controlling interest	(1,224)	28	NM	(309)	25	NM
	(24,980)	**(4,149)**		**(10,695)**	**(3,570)**	
Statement of comprehensive income						
Net loss for the year / period	(24,980)	(4,149)	NM	(10,695)	(3,570)	(200)
Other comprehensive income:						
Foreign currency translation	(2,880)	1,684	NM	295	952	(69)
Other comprehensive (loss) profit for the year / period	**(2,880)**	**1,684**		**295**	**952**	
Total comprehensive (loss) profit for the year / period	**(27,860)**	**(2,465)**	NM	**(10,400)**	**(2,618)**	(297)
Total comprehensive (loss) profit attributable to:						
Equity holders of the parent	(25,945)	(3,065)	NM	(10,171)	(2,633)	(286)
Non-controlling interest	(1,915)	600	NM	(229)	15	NM
	(27,860)	**(2,465)**	NM	**(10,400)**	**(2,618)**	(297)

NM: Not meaningful

Net loss for the year / period as a percentage of revenue	-31.8%	-4.3%	-50.0%	-18.2%

Loss before income tax is arrived at after charging (crediting) the following:

Depreciation of property, plant and equipment	13,672	15,120	3,695	4,402
Impairment of property, plant and equipment	1,130	-	1,130	-
Property, plant and equipment written off	805	4	805	4
Loss on disposal of property, plant and equipment	978	52	1,010	94
Loss on disposal of financial assets at fair value through profit or loss	-	3	-	3
Allowance for doubtful receivables	144	1,072	144	1,072
Reversal of allowance for inventory obsolescences	(276)	(96)	(276)	(96)
Amortisation of land use rights	88	87	44	-
Provision for loss on share buy-back option	9,705	-	9,705	-
Fair value gain on derivative financial instrument	-	-	-	23
Interest income	(121)	(103)	(20)	(54)
Interest expense	1,635	1,851	317	536

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.

Statements of Financial Position

	Group		Company	
	As at 31/12/2012	As at 31/12/2011	As at 31/12/2012	As at 31/12/2011
	$'000	$'000	$'000	$'000
Current assets				
Cash and bank balances	15,629	17,872	103	201
Pledged bank deposits	1,912	559	-	-
Trade receivables	28,411	28,626	-	-
Other receivables and prepayments	2,330	2,420	7,949	10,293
Land use rights	90	94	-	-
Inventories	5,980	7,829	-	-
Total current assets	54,352	57,400	8,052	10,494
Non-current assets				
Investment in subsidiaries	-	-	67,446	70,814
Land use rights	3,872	4,160	-	-
Property, plant and equipment	57,258	75,898	708	758
Other receivables	1,341	1,615	-	-
Goodwill	2,226	2,226	-	-
Deferred tax asset	1,355	1,406	-	-
Total non-current assets	66,052	85,305	68,154	71,572
Total assets	**120,404**	**142,705**	**76,206**	**82,066**
Current liabilities				
Trade payables	18,866	20,182	-	-
Other payables	16,594	8,134	17,836	10,979
Short-term bank loans	13,400	14,898	-	-
Current portion of long-term bank loans	1,017	8,043	59	59
Current portion of finance leases	1,110	1,610	-	-
Due to shareholders	3,860	12,297	3,860	12,297
Total current liabilities	54,847	65,164	21,755	23,335
Non-current liabilities				
Due to shareholders	10,731	-	10,732	-
Long-term bank loans	8,946	2,781	46	100
Finance leases	424	1,444	-	-
Total non-current liabilities	20,101	4,225	10,778	100
Capital, reserves and non-controlling interests				
Share capital	56,127	56,127	56,127	56,127
Reserves	(17,815)	8,130	(12,454)	2,504
Equity attributable to equity holders of the company	38,312	64,257	43,673	58,631
Non-controlling interest	7,144	9,059	-	-
Total equity	45,456	73,316	43,673	58,631
Total liabilities and equity	**120,404**	**142,705**	**76,206**	**82,066**

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

Amount repayable in one year or less, or on demand

As at 31/12/2012		As at 31/12/2011	
Secured	Unsecured	Secured	Unsecured
$'000	$'000	$'000	$'000
15,527	3,860	24,551	12,297

The amount repayable after one year

As at 31/12/2012		As at 31/12/2011	
Secured	Unsecured	Secured	Unsecured
$'000	$'000	$'000	$'000
9,370	10,731	4,225	-

Details of any collaterals

The group's borrowings are primarily secured by personal guarantees from directors, pledged bank deposits, property, plant and equipment, land use rights and trade receivables.

1 (c) Statements of Cash Flows for year / period ended 31 December

	Group		Group	
	12 months ended		3 months ended	
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
	$'000	$'000	$'000	$'000
Operating Activities:				
Loss before Income Tax:	(24,980)	(3,754)	(10,695)	(3,868)
Adjustments for:-				
Depreciation of property, plant and equipment	13,672	15,120	3,695	4,402
Impairment of property, plant and equipment	1,130	-	(33)	-
Property, plant and equipment written off	805	4	-	-
Loss on disposal of property, plant and equipment	978	52	1,010	94
Loss on disposal of financial assets at fair value through profit or loss	-	3	-	3
Allowance for doubtful receivables	144	1,072	144	1,072
Reversal of allowance for inventory obsolescences	(276)	(96)	(276)	(96)
Amortisation of land use rights	88	87	44	-
Provision for loss on share buy-back option	9,705	-	9,705	-
Fair value gain on derivative financial instrument	-	-	-	23
Interest income	(121)	(103)	(20)	(54)
Interest expense	1,635	1,851	317	536
Net foreign exchange loss	1,432	102	4,484	562
Operating profit before working capital changes	4,212	14,338	8,375	2,674
Changes in working capital:-				
Trade receivables	71	10,259	(508)	8,932
Other receivables and prepayments	364	(861)	588	159
Inventories	2,125	75	113	(546)
Trade payables	(1,316)	(7,110)	(239)	(3,831)
Other payables	(1,245)	(2,401)	768	45
Cash generated from operations	4,211	14,300	9,097	7,433
Net interest paid	(1,514)	(1,748)	(297)	(482)
Income tax paid	(9)	(332)	(9)	(232)
Cash flows generated from operating activities	**2,688**	**12,220**	**8,791**	**6,719**
Investing Activities:				
Proceeds on disposal of property, plant and equipment	1,062	474	376	64
Purchase of property, plant and equipment	(2,169)	(4,686)	(1,293)	(1,719)
Proceeds from disposal of financial assets at fair value through profit or loss	-	749	-	749
Cash flows used in investing activities	**(1,107)**	**(3,463)**	**(917)**	**(906)**
Financing Activities:				
Decrease in cash subjected to restriction	(1,353)	69	(1,444)	(11)
Repayment of bank loans	(21,718)	(20,612)	(2,322)	(3,933)
New bank loans raised	19,756	19,159	1,522	1,933
Repayment of notes payable	-	(3,439)	-	(1,334)
Amount paid to shareholders	(1,088)	(1,084)	(137)	(921)
Amount raised from shareholders	2,586	327	(435)	320
Repayment of finance lease obligations	(1,723)	(2,019)	(317)	(427)
New finance lease obligations raised	-	2,168	(96)	948
Cash flows used in financing activities	**(3,540)**	**(5,431)**	**(3,229)**	**(3,425)**
Net (decrease) increase in cash and bank balances	**(1,959)**	**3,326**	**4,645**	**2,388**
Cash and bank balances at beginning of period	17,872	14,579	11,134	15,513
Effect of exchange rate changes on the balances of cash held in foreign currencies	(284)	(33)	(150)	(29)
Cash and bank balances at end of year / period	**15,629**	**17,872**	**15,629**	**17,872**

1(d)(i) A statement for the issuer and the group together with a comparative statement for the corresponding period of the immediately preceding financial year.

Statements of Changes in Equity for the financial year / period ended 31 December

	Share capital $'000	Currency translation reserves $'000	Statutory reserves $'000	Other reserves $'000	Accumulated profits (losses) $'000	Total attributable to equity holders of the company $'000	Minority interests $'000	Total $'000
Group								
At 1 January 2011	**56,127**	**(7,660)**	**7,494**	**(2,993)**	**14,354**	**67,322**	**8,459**	**75,781**
Total comprehensive income for the period	-	1,112	256	-	(4,433)	(3,065)	600	(2,465)
At 31 December 2011	**56,127**	**(6,548)**	**7,750**	**(2,993)**	**9,921**	**64,257**	**9,059**	**73,316**
Total comprehensive loss for the period	-	(2,190)	-	-	(23,755)	(25,945)	(1,915)	(27,860)
At 31 December 2012	**56,127**	**(8,738)**	**7,750**	**(2,993)**	**(13,834)**	**38,312**	**7,144**	**45,456**
Company								
At 1 January 2011	**56,127**	**(1,489)**	**-**	**-**	**1,066**	**55,704**	**-**	**55,704**
Total comprehensive income for the period	-	2,903	-	-	24	2,927	-	2,927
At 31 December 2011	**56,127**	**1,414**	**-**	**-**	**1,090**	**58,631**	**-**	**58,631**
Total comprehensive loss for the period	-	(2,697)	-	-	(12,261)	(14,958)	-	(14,958)
At 31 December 2012	**56,127**	**(1,283)**	**-**	**-**	**(11,171)**	**43,673**	**-**	**43,673**

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

During 1 January 2012 to 31 December 2012, the Company did not issue any shares.

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

	As at 31/12/2012	As at 31/12/2011
The total number of issued shares excluding treasury shares	570,000,000	570,000,000

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

Not applicable.

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

The figures have not been audited or reviewed.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of 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 Company has adopted the same accounting policies and methods of computation as compared to the most recent audited financial statements as at 31 December 2011.

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

Not applicable.

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

	Group		Group	
	12 months ended		3 months ended	
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Earnings per ordinary share for the year based on net profit/(loss) for the period:				
(i) Based on the weighted average number of	(4.17)	(0.73)	(1.82)	(0.63)
Weighted average number of shares	570,000,000	570,000,000	570,000,000	570,000,000
(ii) On a fully diluted basis (cts)	(4.17)	(0.73)	(1.82)	(0.63)
Weighted average number of shares	570,000,000	570,000,000	570,000,000	570,000,000

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

	Group		Company	
	As at 31/12/2012	As at 31/12/2011	As at 31/12/2012	As at 31/12/2011
Net asset value per ordinary share (cts)	6.33	10.88	7.66	10.29
Number of shares	570,000,000	570,000,000	570,000,000	570,000,000

8. Review of the Group's performance

Revenue

For the financial year ended 2012 ("FY12"), the Group reported revenue of $78.5 million, a drop of 19% from $97.1 million from the corresponding financial year ended 2011 ("FY11"). This was an across the board decrease in all segments. The most significant decrease was noted for laser drilling, followed by mechanical drilling segments. Unlike PCB segment whose customers are mainly original equipment manufacturers, laser drilling and mechanical drilling segments are sub-contracted sales which are volatile to fluctuations in market demand.

However, for the three months ended 2012 ("4Q12"), the Group reported revenue of $21.4 million, an increase of 9% from $19.6 million from the corresponding period in 2011 ("4Q11"), with an across the board decrease in all segments with laser drilling segment and routing segment taking the lead.

PCB Operations
PCB operations continue to be the major contributor accounting for 82% of our Group's revenue for FY12. Revenue from PCB operations dropped by 16% from $76.7 million in FY11 to $64.7 million in FY12. The reduction was mainly due to weaker business sentiment.

On a quarterly basis, revenue from PCB operations decreased by 7% from $17.0 million in 4Q11 to $15.8 million in 4Q12.

Mechanical Drilling and Routing
Revenue from mechanical drilling and routing segment decreased by 14% from $7.9 million for FY11 to $6.8 million for FY12. Mechanical drilling and routing segments are mainly made up of sub-contracted sales which are volatile to any fluctuations in market demands.

However, on a quarterly basis, revenue from mechanical drilling and routing segment increased by 67% from $0.9 million in 4Q11 to $1.5 million in 4Q12.

Laser Drilling
Revenue from laser drilling segment decreased by 45% from $12.5 million for FY11 to $6.9 million for FY12. Similar to mechanical drilling and routing segment, laser drilling segment is mainly made up of sub-contracted sales which are volatile to any fluctuations in market demands.

However, on a quarterly basis, revenue from laser drilling segment increased by 135% from $1.7 million in 4Q11 to $4.0 million in 4Q12.

Geographical Markets
China operations remained as the key contributor to Group's revenue for 2012. Proportion of revenue from China operations dropped by 8% from 91% in 3Q12 to 83% in 4Q12. This was due to the picking up of laser drilling segment since 3Q12.

Profitability

Gross Profit
Gross profit dropped from $12.3 million in FY11 to $2.9 million in FY12. This drop in gross profit was a result of lower 1H12 revenue unable to cover the fixed manufacturing expenses such as labour cost, electricity and depreciation.

On a quarterly basis, gross profit increased from $1.1 million in 4Q11 to $3.4 million in 4Q12. This increase was mainly brought about by laser drilling which saw a 135% increase in revenue for 4Q12 as compared to 4Q11.

Expenses

Other Income
The other income of $0.9 million was mainly made up of scrap sales. In FY11, the Group made an exchange gain of $1.3 million which resulted in a higher prior year figure. An exchange loss of $0.4 million was incurred in FY12 and was reclassified under other expense accordingly.

Administrative Expenses
The increase in administrative expenses was mainly due to a $9.7 million provision made for loss in share buy-back from Hongta Innovation Partners Co., Ltd ("Hongta"). Provision for loss on share buy-back was made after assessing on the probability of meeting the share buy-back requirements as stated in the Sales and Purchase Agreements signed in 2007 and 2010.

The remainder increase in administrative expenses was due to increase in staff cost as a result of higher wages in China.

Distribution Costs
Distribution costs comprise mainly sales commission payable to sales representatives in processing sales for PCB manufacturing and related delivery costs.

Distribution costs decreased by 29% from $4.5 million in FY11 to $3.2 million in FY12. This decrease was mainly due to drop in sales commission payable to sales representatives in processing sales for PCB manufacturing.

Other Expenses
Other expenses increased from $1.1 million in FY11 to $2.2 million in FY12. This increase was mainly due to loss on disposal of machinery and equipments amounting to $1.0 million and exchange loss of $0.4 million. The loss in disposal of machinery and equipments is in relation to the announcement made on cessation of manufacturing and sales of LED emitters in October 2012. The exchange loss of $0.4 million is due to depreciating of USD and JPY against RMB.

For the 3 months ended 4Q12, the gain on disposal of machinery and equipments of $0.2 million resulted in a lower other expenses in 4Q12 as compared to 3Q12.

Finance Costs
There is a slight decrease in finance cost from $1.9 million in FY11 to $1.6 million in FY12. This decrease is mainly due to lower bank borrowings.

Balance Sheet

The Group's cash and bank balances decreased from $17.9 million at FY11 to $15.6 million at FY12. Pledged bank deposits increased from $0.6 million in FY11 to $1.9 million in FY12.

Trade receivables decreased by $0.2 million from $28.6 million in FY11 to $28.4 million in FY12 due to lower revenue whilst trade receivables turnover days increased from 107 days in FY11 to 132 days in FY12. Trade receivables are assessed for provision on a case-by-case basis every quarter.

Other receivables and prepayments remain constant as at FY11 and FY12. Other receivables and prepayments mainly comprise of prepaid operating expenses, such as utilities, insurance, maintenance expense, etc.

The decrease in inventory level from $7.8 million at FY11 to $6.0 million at FY12 was mainly due to lower revenue expected in the month of January.

The decrease in property, plant and equipment arises mainly from depreciation expense, loss on disposal on machinery and equipments of $1.0 million, machinery and equipments been written off of $0.8 million and impairment on machinery and equipment of $1.1 million. In 2012, there were purchases of machinery and equipments totalling $2.2 million, mainly for modifications of existing machineries for embedded PCB purpose.

The decrease of $1.3 million in trade payables was in line with the decrease in inventory level in FY12.

The increase in other payables by $8.5 million was mainly due to $9.7 million provision made for loss on share buy-back from Hongta. This increase was partially offsetted by decrease in tax payable by Eu Ya amounting to $0.5 million.

Amount due to shareholders increased by $2.3 million from $12.3 million at FY11 to $14.6 million at FY12 mainly due to more fundings received from shareholders in FY12.

Total gross borrowings had also reduced by $1.6 million from $41.1 million at FY11 to $39.5 million at FY12. This was due to repayments of bank loans and finance leases. In addition, the Group had re-financed some of the bank borrowings and extending repayment terms for loans due to shareholders

The Group's net current liabilities position improved from $7.8 million for FY11 to $0.5 million for FY12.

As at FY12, the Group's current ratio (current assets/current liabilities) and debt/equity ratio are 0.99 and 2.0 respectively (FY11: 0.88 and 1.06 respectively). The Group's equity (net assets) stands at $45.5 million.

Cash Flow

Cash inflow from operating activities of $8.8 million in 4Q12 was mainly brought about by the increase in laser drilling revenue in 4Q12.

Cash flow used in investing activities was for renovation work on existing building and additions of new machineries for embedded PCB technology.

Cash flow used in financing activities of $3.3 million in 4Q12 was mainly due to repayment of bank loans and finance lease obligations.

Cash and bank balances decreased by $2.2 million from $17.9 million in 4Q11 to $15.6 million in 4Q12.

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

No forecast or prospect statement was disclosed to shareholders previously.

10. A commentary at the date of announcement of the 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.

In 2012, management implemented a series of internal restructuring to better optimise the existing plant and equipment as well as improving productivity. LGANG ceased rental of a factory while China subsidiaries underwent restructuring in terms of manpower and production. This series of internal restructuring is to align the Group with its current research and development in embedded PCB technology.

Nevertheless, management will continue to remain cautious and conservative in its outlook, bearing in mind the renewed uncertainties in the global financial markets and signs of instabilities in many parts of the world.

11. Dividend

11(a) Any dividend declared for the current financial period reported on?

None

11(b) Any dividend declared for the corresponding period of the immediately preceding financial year?

None

11(c) Date payable

Not applicable

11(d) Books closure date

Not applicable

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

No dividend has been declared for the fourth quarter ended 31 December 2012.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT
(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

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.

Revenue and Expenses (by business segments)	**Laser Drilling Services**		**Mechanical Drilling and Routing Services**		**PCB operations**		**Total**	
($'000)	**2012**	**2011**	**2012**	**2011**	**2012**	**2011**	**2012**	**2011**
Segment revenue	6,947	12,470	6,838	7,935	64,711	76,691	**78,496**	**97,096**
Segment results	(3,741)	1,167	(4,125)	(4,032)	(4,235)	860	**(12,101)**	**(2,005)**
Other income							**858**	**1,987**
Unallocated corporate expenses							**(12,102)**	**(1,885)**
Finance costs							**(1,635)**	**(1,851)**
(Loss) Profit before Income tax							**(24,980)**	**(3,754)**
Income tax credit (expense)							**-**	**(395)**
Net (loss) profit attributable to the Group							**(24,980)**	**(4,149)**

Assets and Liabilities								
Segment assets	18,121	27,645	24,899	31,625	73,226	79,169	**116,246**	**138,439**
Unallocated corporate assets							**4,167**	**4,266**
Consolidated total assets							**120,413**	**142,705**
Segment liabilities	11,377	14,852	2,788	3,992	33,741	43,673	**47,906**	**62,517**
Unallocated corporate liabilities							**27,042**	**21,113**
Consolidated total liabilities							**74,948**	**83,630**
Capital expenditure:								
- Property, plant and equipment	151	3,690	60	55	1,958	941	**2,169**	**4,686**
Depreciation	2,960	3,843	4,088	5,379	6,610	5,885	**13,658**	**15,107**
Amortisation of land use rights	-	-	9	9	81	78	**90**	**87**
(Reversal) Allowance for stock obsolescence	-	-	-	-	(369)	(216)	**(369)**	**(216)**
Allowance for doubtful receivables	-	-	-	-	-	855	**-**	**855**
Impairment loss for property, plant and equipment	-	-	-	936	-	-	**-**	**936**
Unallocated corporate expenditure:								
Capital expenditure							**-**	**3**
Depreciation							**14**	**13**

Geographical Segments

Revenue (by geographical segments)	**Taiwan**		**China**		**Singapore**		**Total**	
($'000)	**2012**	**2011**	**2012**	**2011**	**2012**	**2011**	**2012**	**2011**
Segment revenue	6,320	10,938	72,176	86,158	-	-	**78,496**	**97,096**
Segment assets	18,121	27,645	98,125	110,794	4,167	4,266	**120,413**	**142,705**
Capital expenditure	151	3,690	2,018	993	-	3	**2,169**	**4,686**

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

Not applicable

15. A breakdown of sales as follows:

	Group		
	12 months ended		
	31/12/12	**31/12/11**	**Inc/(Dec)**
	$'000	**$'000**	**%**
Sales reported for the first half year	34,525	52,854	(35)
Net (loss) profit for first half year	(9,402)	265	NM
Sales reported for second half year	43,971	44,242	(1)
Net loss for second half year	(15,578)	(4,414)	(253)

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

Not applicable

17. Interested party transactions

The Group does not have a general mandate from shareholders for interested person transactions pursuant to Rule 920 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST").

During the financial period, there were related parties transactions based on terms agreed between the parties as follows:-

Name of interested person	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than $100,000 and transactions conducted under Shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under Shareholders' mandate pursuant to Rule 920 (excluding transactions less than $100,000)
Loan guarantees provided by Mr Wen Yao-Long, Mr Wen Yao-Chou, Ms Chan Hui-Chung to various financial institutions to secure credit facilities for the Group	Total facilities granted as at 31.12.2012: $37.8 million Amount outstanding as at 31.12.2012: $20.3 million	-
Loan from Sunny Worldwide Int'l Ltd (Amount outstanding as at 31.12.2012 is $7.6 million)	Interest for the 12 months ended 31.12.2012: $0.26 million	-
Loan from Mr Wen Yao-Long (Amount outstanding as at 31.12.2012 is $6.2 million)	Interest -free loan	-
Loan from Mr Wen Yao-Chou (Amount outstanding as at 31.12.2012 is $0.6 million)	Interest -free loan	-

Except for the above, there was no other interested person transaction, as defined in Chapter 9 of the Listing Manual of the SGX-ST, entered into the Group or by the Company during the financial period ended 31 December 2012.

18. Disclosure of persons occupying managerial positions in the Group, are relatives of the following Director, Chief Executive Officer and Substantial Shareholder of the Company

Name	Age	Family relationship with the CEO, any director and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Wen Yao-Chou	53	Brother of Wen Yao-Long, Executive Chairman and Chief Executive Officer	Executive Director since January 2003. He is the co-founder of the Group. His responsibilities in the Group include :- 1) business development and strategic planning; and 2) sales & marketing functions. He also heads the operations of the manufacturing plant in Taiwan, LGANG Optronics Technology Co., Ltd since March 2009, which include sales and marketing, and production functions.	N.A.
Chan Hui Chung	46	Wife of Wen Yao-Long, Executive Chairman and Chief Executive Officer	Vice General Manager of Shanghai Zhuo Kai Electronic Technology Co., Ltd ("Shanghai Zhuo Kai") since January 2004. She assists the General Manager in the operations and is responsible for the financial function at Shanghai Zhuo Kai since January 2004. She also manages the financial functions for all China subsidiaries since November 2008.	N.A.

BY ORDER OF THE BOARD

Wen Yao-Long
Executive Chairman & CEO
26 February 2013